

Company No. 2141256

THE COMPANIES ACT 1985 TO 1989

PUBLIC COMPANY LIMITED BY SHARES

EXTRAORDINARY RESOLUTION

of

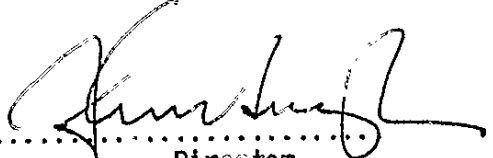
CYGNET HEALTH CARE PLC

Passed on 1st March 1991

At a separate Class Meeting of the holders of Founders' shares of £1 each in the share capital of the above-named Company, duly convened and held at the offices of Ernst & Young, Rolls House, 7 Rolls Buildings, Fetter Lane, London EC4A 1NH on 1st March 1991, the following Resolution was duly passed as an Extraordinary Resolution:-

EXTRAORDINARY RESOLUTION

That this separate class meeting of the holders of the Founders' shares of £1 each in the capital of the Company hereby sanctions the passing of the Special Resolutions set out in the Notice dated 7th February 1991 convening an Extraordinary General Meeting of the Company for 1st March 1991 which accompanied the Notice convening this meeting and the implementation of such Special Resolutions and hereby sanctions each and every variation, modification or abrogation of the rights and privileges attached or belonging to the Founders' shares effected thereby or necessary to give effect thereto.


.....
Director

Company No. 2141256

THE COMPANIES ACT 1985 TO 1989

PUBLIC COMPANY LIMITED BY SHARES

EXTRAORDINARY RESOLUTION

of

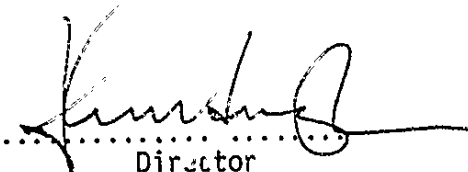
CYGNET HEALTH CARE PLC

Passed on 1st March 1991

At a separate Class Meeting of the holders of 'B' Preference shares of £1 each in the share capital of the above-named Company, duly convened and held at the offices of Ernst & Young, Rolls House, 7 Rolls Buildings, Fetter Lane, London EC4A 1NH on 1st March 1991, the following Resolution was duly passed as an Extraordinary Resolution:-

EXTRAORDINARY RESOLUTION

That this separate class meeting of the holders of the 'B' Preference shares of £1 each in the capital of the Company hereby sanctions the passing of the Special Resolutions set out in the Notice dated 7th February 1991 convening an Extraordinary General Meeting of the Company for 1st March 1991 which accompanied the Notice convening this meeting and the implementation of such Special Resolutions and hereby sanctions each and every variation, modification or abrogation of the rights and privileges attached or belonging to the 'B' Preference shares effected thereby or necessary to give effect thereto.


.....
Director

THE COMPANIES ACT 1985 TO 1989

PUBLIC COMPANY LIMITED BY SHARES

EXTRAORDINARY RESOLUTION

of

CYGNET HEALTH CARE PLC

Passed on 1st March 1991

At a separate Class Meeting of the holders of 'A' Preference shares of £1 each in the share capital of the above-named Company, duly convened and held at the offices of Ernst & Young, Rolls House, 7 Rolls Buildings, Fetter Lane, London EC4A 1NH on 1st March 1991, the following Resolution was duly passed as an Extraordinary Resolution:-

EXTRAORDINARY RESOLUTION

That this separate class meeting of the holders of the 'A' Preference shares of £1 each in the capital of the Company hereby sanctions the passing of the Special Resolutions set out in the Notice dated 7th February 1991 convening an Extraordinary General Meeting of the Company for 1st March 1991 which accompanied the Notice convening this meeting and the implementation of such Special Resolutions and hereby sanctions each and every variation, modification or abrogation of the rights and privileges attached or belonging to the 'A' Preference shares effected thereby or necessary to give effect thereto.


.....
Director

THE COMPANIES ACT 1985 TO 1989

PUBLIC COMPANY LIMITED BY SHARES

EXTRAORDINARY RESOLUTION

of

CYGNET HEALTH CARE PLC

Passed on 1st March 1991

At a separate Class Meeting of the holders of Ordinary shares of £1 each in the share capital of the above-named Company, duly convened and held at the offices of Ernst & Young, Rolls House, 7 Rolls Buildings, Fetter Lane, London EC4A 1NH on 1st March 1991, the following Resolution was duly passed as an Extraordinary Resolution:-

EXTRAORDINARY RESOLUTION

That this separate class meeting of the holders of the Ordinary shares of £1 each in the capital of the Company hereby sanctions the passing of the Special Resolutions set out in the Notice dated 7th February 1991 convening an Extraordinary General Meeting of the Company for 1st March 1991 which accompanied the Notice convening this meeting and the implementation of such Special Resolutions and hereby sanctions each and every variation, modification or abrogation of the rights and privileges attached or belonging to the Ordinary shares effected thereby or necessary to give effect thereto.


.....
Director

