

Company no. 7333562

PRIVATE COMPANY LIMITED BY GUARANTEE

WRITTEN RESOLUTION

of

CIRCADIAN TRUST

(the "Company")

Written resolution of the Company pursuant to chapter 2 part 13 of the Companies Act 2006 proposed by the director of the Company, proposed as a special resolution as detailed below:

SPECIAL RESOLUTION

IT IS RESOLVED that the name of the Company be and hereby is changed to 'South Gloucestershire Leisure', with effect from 1 June 2011 or, if later, the date on which the change is registered at Companies House

Circulation date: 12 May 2011

Registered office:

Wrigleys Solicitors LLP
19 Cookridge Street
Leeds
LS2 3AG

THURSDAY



ADVBCU98
A26 19/05/2011 198
COMPANIES HOUSE

NOTES TO MEMBERS

1. Nature of written resolution

This document contains a proposed written resolution of the Company for approval by you as a member of the Company. A resolution proposed as an ordinary resolution requires eligible members together holding a simple majority of the total voting rights of members entitled to vote on it to vote in favour of it to be passed. A resolution proposed as a special resolution requires eligible members together holding not less than 75 per cent of the total voting rights of members entitled to vote on it to vote in favour of it to be passed.

1. Period to approve written resolution

If the Company has not received the necessary level of members' agreement to pass the resolution by the date falling 28 days from the date the resolution was first circulated to members, the resolution will lapse. The agreement of a member to a resolution is ineffective if signified after the expiry of that period.

3. Eligible Members

For each resolution, the eligible members are those members of the Company who would have been entitled to vote on the resolution:

- (a) on the circulation date of the resolution, and
- (b) at the time that the first copy of the resolution is sent or submitted to a member for agreement.

If the persons entitled to vote on a resolution change during the course of the resolution's circulation, then it is possible that the eligible members will include someone who is no longer a member at the point that the resolutions are actually passed (which is the point at which the required majority is reached).

2. Action required if you wish to approve the resolution:

Please signify your agreement to the resolution by completing your details and signing and dating the document in the boxes provided and returning it to the Company in one of the following ways:

- 2.1 by delivering your signed and dated document by hand or by post to the Company's registered address marked "For the attention of the directors", or
- 2.2 by scanning your signed and dated document, attaching it to an email and sending it to *natalie.johnson@wmgkeys.co.uk*.

Once you have signified your agreement to the resolution, you cannot revoke it.

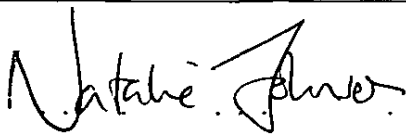
3. Action required if you do not wish to agree to the resolution:

You do not have to do anything. Failure to respond will not be treated as agreement to the resolution.

Agreement to written resolution

We, the undersigned, being persons entitled to vote on the above resolution, irrevocably agree to such resolution

For individual member (repeat as necessary).

Name of member:	Natalie Johnson
Signed	
Date	18 May 2011 ..