PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

RIVERHEAD HALL NURSING HOME LIMITED (Company)

Circulation Date 16th August 2010

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution (**Resolution**)

SPECIAL RESOLUTION

That pursuant to Chapter 10 of the Companies Act 2006 and the sole member of the Company having been provided with the Statement of Solvency attached to this resolution, the Company be and it is hereby authorised to reduce its issued share capital from £5,000 made up of 5,000 Ordinary Shares of £1 each to £2 divided into 2 Ordinary Shares of £1 each held by Wellburn Care Homes Limited and that the reserve arising from this reduction be treated as a realised profit under Article 3(4) of The Companies (Reduction of Share Capital) Order 2008 (S1 2008/1915)

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolution

The undersigned, a person entitled to vote on the Resolution on 16th August 2010, hereby irrevocably agree to the Resolution

Signed by Wellburn Care Homes Limited
(the sole shareholder in the Company)
acting by two of its Directors

Simon William Beckett

18 August 2010
Date

Karl Lloyd Beckett

18 August 2010

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NOTES

1 If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company

If you do not agree to the Resolution, you do not need to do anything you will not be deemed to agree if you fail to reply

2 Once you have indicated your agreement to the Resolution, you may not revoke your agreement

3 Unless, by 13th September 2010, sufficient agreement has been received for the Resolution to pass, it will lapse If you agree to the Resolution, please ensure that your agreement reaches us before or during this date