

Company number 2059202

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTIONS**

of

**RADPHARM LIMITED**

('the Company')

CIRCULATION DATE: 21<sup>st</sup> April 2008

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that resolutions 1 and 2 below are passed **together as Special Resolutions**

**Special Resolutions**

- 1 That the following new objects clause 3(Y) be added to clause 3 of the Company's Memorandum of Association  
  
3(Y) Subject to and in accordance with a due compliance with the provisions of ss 155 to 158 (inclusive) of the Companies Act 1985 (as amended) (if and so far as such provisions shall be applicable), to give, whether directly or indirectly, any kind of financial assistance (as defined in s 152(1)(a) of the Act) for any such purpose as is specified in s 151(1) and/or s 151(2) of the Act "
- 2 Each member having read and examined the relevant Statutory Declaration of all the directors of the Company (with Auditors' report annexed) circulated with this Resolution, that the giving of the financial assistance by the Company pursuant to sections 151-158 (inclusive) of the Companies Act 1985 for the purpose of the acquisition of shares in the capital of the Company by Radpharm Management Limited set out in the said Statutory Declaration be approved and the execution, delivery and performance by the Company of each document set out in the Statutory Declaration in the form supplied to the members, be approved and entered into forthwith



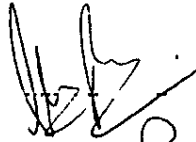
## AGREEMENT

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

The undersigned, a person entitled to vote on the above resolutions on the circulation date hereby irrevocably agrees to the Special Resolutions

Signed by **Radpharm Management Limited**


Date



Supra Radia

Signed by **Shammi Radia**

Date



21<sup>st</sup> April 2008

## NOTES

1 You can choose to agree to the all of the Special Resolutions or none of them but you cannot agree to only some of the resolutions. If you agree to all of the resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods

- **By Hand** delivering the signed copy to the Company Secretary or to the Company's Registered Office 494 Old London Road, Hastings, East Sussex, TN35 5BL
- **Post** returning the signed copy by post to the Company's Registered Office 494 Old London Road, Hastings, East Sussex, TN35 5BL

If you do not agree to all of the resolutions, 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 resolutions, you may not revoke your agreement

3 Unless within 28 days of the Circulation Date sufficient agreement has been received for the resolutions to pass, they will lapse. If you agree to the resolutions, please ensure that your agreement reaches us before or during this date

4 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.

5 If you are signing this document on behalf of a person under a power of attorney or other authority, please send a copy of the relevant power of attorney or authority when returning this document.