

Company number 03536601

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

Darward Limited (Company)

ORDINARY RESOLUTIONS

- 1 THAT a debt owed by UCI Healthcare Limited (UCI) to the Company be novated to Peak Medical Limited (Peak), UCI and Peak being companies part owned by John Edwin Denman who is also the sole director and shareholder of the Company, in accordance with the terms of the Novation Agreement provided to the member of the Company on or before the date of circulating this resolution be approved in accordance with section 190 of the Companies Act 2006
- 2 Pursuant to sections 175(6) and 177 of the Companies Act 2006, that the Company authorises and approves the conflict or potential conflict of interest arising from the position of John Edwin Denman as the director of the Company and that John, as the sole director, be authorised to vote and be counted in a quorum at the meetings approving the novation of the debt owed by UCI to the Company to Peak Medical Limited

I HEREBY CERTIFY that this is a true copy of Ordinary Resolutions passed by written resolution of the above Company on *✓ 30 April* 2010

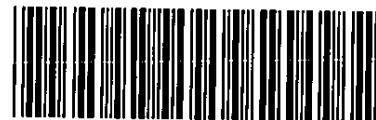
Signed -

J. Denman
Director

Dated -

30 April 2010

THURSDAY



A27 *AUZSEK5Y* 280
20/05/2010
COMPANIES HOUSE