

Company Number. 03941870

SPECIAL RESOLUTION

of

PHARMACY INITIATIVE 2 PLC
("the Company")

Passed on 24 September 2007

At the Annual General Meeting of the Company duly convened and held at Unichem House, Cox Lane, Chessington, Surrey KT9 1SN on 24 September 2007 at 12 00 p m the following resolution was duly passed as a special resolution

"That the Articles of Association be and are hereby amended by the insertion of a new Article 32a to read as follows

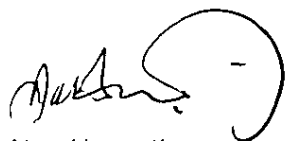
32A 1 In these articles Qualifying Offer shall mean an offer in writing by or on behalf of any person (Offeror) to the holders of the entire equity share capital in the Company to acquire all of their equity share capital

32A 2 If the holders of not less than 70% in nominal value of the equity share capital then in issue (the Accepting Shareholders) wish to accept the Qualifying Offer, then the provisions of this article shall apply

32A 3 The Accepting Shareholders shall give written notice to the remaining holders of the equity share capital (Other Shareholders) of their wish to accept the Qualifying Offer and the Other Shareholders shall thereupon become bound to accept that Qualifying Offer and to transfer their shares to the Offeror (or his nominee) with full title guarantee on the date specified by the Accepting Shareholders

32A 4 If any Other Shareholder shall not, with five Business Days of being required to do so, execute and deliver transfers in respect of the equity shares held by him and deliver certificate(s) in respect of the same (or a suitable indemnity in lieu thereof), then any Accepting Shareholder shall be entitled to execute, and shall be entitled to authorise and instruct such person as he thinks fit to execute the necessary transfer(s) and indemnities on the Other Shareholder's behalf and, against receipt by the Company (on trust for such Shareholder) of the consideration payable for the relevant Shares, deliver such transfer(s) and certificate(s) or indemnities to the Offeror (or his nominee) and register such Offeror (or his nominee) as the holder thereof and, after such registration, the validity of such proceedings shall not be questioned by any person "

Signed



Alan Howarth
CHAIRMAN

