

Company No 04791620

PRIVATE COMPANY LIMITED BY SHARES  
WRITTEN RESOLUTIONS  
of  
AMPERSAND CARE LIMITED (Company)

Circulation Date 4 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 as special resolutions **together Special Resolutions**

**SPECIAL RESOLUTIONS**

1 THAT, the memorandum of association of the Company be amended as follows

a THAT the following be inserted as clause 3 7

"To borrow and raise money and secure any debt or obligation of or binding on the Company in such manner as may be thought fit, and in particular by mortgages or charges upon the undertaking and all or any of the real and personal property and assets (present or future), and all or any of the uncalled capital for the time being of the Company, or by the creation and issue (at par or at a premium or discount and for such consideration and with and subject to such rights, powers, privileges and conditions as may be thought fit) of debentures, debenture stock or other obligations or securities of any description, and whether with or without the Company receiving any consideration to guarantee or secure (with or without a mortgage or charge on all or any part of the undertaking and assets, present and future and the uncalled capital, for the time being of the Company) the performance of the obligations, and the payment of the principal of, and dividends, interest and premiums on, any stocks, shares, debentures, debenture stock or other securities of any person, firm or company, including (without prejudice to the generality of the foregoing) any company which is for the time being a subsidiary of the Company (as defined by Section 736 of the Companies Act 1985) or the holding company (as defined by the said Section) or another subsidiary (as so defined) of the Company's holding company or otherwise associated with the Company in business and (without prejudice to the generality of the foregoing) to procure bankers or others to guarantee all or any of the obligations of the Company", and

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b THAT the existing clause 3 7 be renumbered as 3 8 accordingly

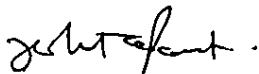
2 THAT, the articles of association of the Company be amended as follows so THAT the following be inserted as clause 11

"In addition to and without prejudice to the generality of the powers conferred by Regulation 70 of Table A the Directors may (subject to the provisions of the Companies Act 2006) exercise all the powers of the Company to borrow and to mortgage or charge all the undertaking and property of the Company including the uncalled capital or any part of it, and to issue debentures, debenture stock and other securities, whether outright or as security for any debt, liability or obligation of the Company or of any third party "

#### AGREEMENT

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

The undersigned, persons entitled to vote on the above resolutions on 4 APRIL 2008, hereby irrevocably agree to the above Resolutions



Rohit Patel

Date 4/4/2008 .



Jaimin Patel

Date 4/4/2008



Dr Jayesh Patel

Date 4/4/08 .



Arvind Vashisht

Date 4/4/08

#### NOTES

- 1 You can choose to agree to all of the 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.

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 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.
- 4 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.