

**PRIVATE COMPANY LIMITED BY SHARES**

**THE LIFE TRUST FOUNDATION LIMITED**

(the *Company*)

**WRITTEN RESOLUTION**

We, the undersigned, being the members of the Company entitled to receive notice of, and to attend and vote at, General Meetings in accordance with the Articles of Association of the Company, hereby pass the following Special Resolutions of the Company as a Written Resolution pursuant to Chapter 2 of Part 13 of the Companies Act 2006:

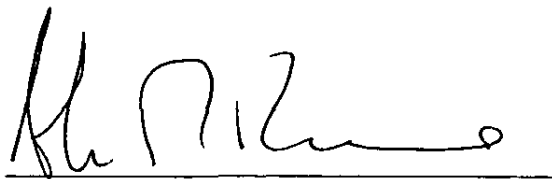
**Special Resolution**

1. THAT the Company's memorandum of association be altered by deleting present sub-clause 10 and replacing it with the following new clause:

*"If upon the winding up or dissolution of the Company there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Company, but shall be transferred to the parent company of the Company, being Life Trust Holdings plc."*

2. THAT the articles of association of the Company be altered by deleting the present article 66 and replacing it with the following new article:

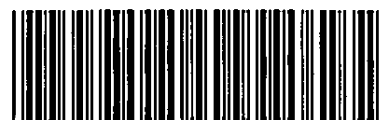
*"If upon the winding up or dissolution of the Company there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Company, but shall be transferred to the parent company of the Company, being Life Trust Holdings plc."*



Andrew Briscoe

Date 8/06/09

WEDNESDAY



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17/06/2009

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COMPANIES HOUSE