

Company Number 07759089

THE COMPANIES ACT 2006

WRITTEN RESOLUTIONS OF THE MEMBERS

OF

BARROW HILL VETERINARY GROUP LIMITED

On the 25th day of February 2013, the following WRITTEN RESOLUTIONS (such resolution to have effect as ORDINARY RESOLUTIONS or SPECIAL RESOLUTIONS as required) were duly passed by all the members of the Company entitled to attend and vote at a general meeting of the Company pursuant to section 288, Companies Act 2006 -

RESOLUTIONS

- 1 That with effect from the passing of this resolution, Mr Robin Reynolds who currently holds 30 ordinary 'D' £1 shares shall have these reclassified as follows

30 ordinary 'E' shares of £1 each

- 2 That with effect from the passing of this resolution, Mrs Nora Reynolds who currently holds 20 ordinary 'D' £1 shares shall have these reclassified as follows

20 ordinary 'E' shares of £1 each

- 3 That with effect from the passing of this resolution, Mrs Caroline Hurst who currently holds 30 ordinary 'D' £1 shares shall have these reclassified as follows

30 ordinary 'F' shares of £1 each

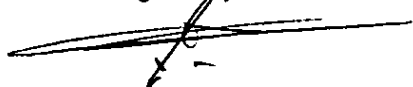
- 4 That with effect from the passing of this resolution, Mr Mark Hurst who currently holds 20 ordinary 'D' £1 shares shall have these reclassified as follows

20 ordinary 'F' shares of £1 each

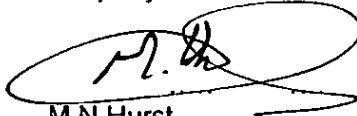
- 5 That the ordinary 'A', 'B', 'C', 'D', 'E' and ordinary 'F' shares of £1 each shall rank pari passu in all respects subject to the following rights and restrictions

The profits of the Company which are resolved to be divided amongst the Members in any year shall be applied in paying to the holders of the respective classes of shares dividends at such respective rates (if any) as the Company in General Meeting shall determine and so that a dividend or dividends may be declared on one or several classes of shares to the exclusion of any class or classes of shares and that dividends at different rates may be declared on the respective classes of shares. The Directors may pay an interim dividend or dividends on one or several classes of shares to the exclusion of any class or classes and may pay interim dividends at different rates on the respective classes of shares

Signed by the members of the company



A J Hinge



M N Hurst



N Reynolds

FRIDAY

