

"That the Company be wound up voluntarily, and that Brian A. J. Lines be and is hereby appointed for the purposes of such winding-up."

(212) *J. Endsor, Director*

CREATIVE BUSINESS CONCEPTS LIMITED

At an Extraordinary General Meeting of the Members of the above-named Company, duly convened, and held at 60-62 London Road, Kingston-upon-Thames, Surrey KT2 6QZ, on 25th June 1997, the following Extraordinary Resolution was duly passed:

"That it has been proved to the satisfaction of this Meeting that the Company cannot, by reason of its liabilities, continue its business, and that it is advisable to wind up the same, and accordingly that the Company be wound up voluntarily, and that Andrew John Whelan, of Marks Bloom, 60-62 London Road, Kingston-upon-Thames, Surrey KT2 6QZ, be and he is hereby nominated Liquidator for the purpose of the winding-up."

(199) *R. Wheeler, Director*

D'ABIME-RYAN LIMITED

At an Extraordinary General Meeting of the Members of the above-named Company, convened, and held at BRB Wilkins-Kennedy, Elvaco House, 180 High Street, Egham, Surrey TW20 9DN, on 23rd June 1997, at 3 p.m., the following Resolutions were passed, as an Extraordinary Resolution and as an Ordinary Resolution respectively:

"That it has been proved to the satisfaction of the Meeting that the Company cannot, by reason of its liabilities, continue its business, and that the Company be wound up voluntarily, and that Keith Aleric Stevens, of BRB Wilkins Kennedy, Elvaco House, 180 High Street, Egham, Surrey TW20 9DN, be appointed Liquidator of the Company for the purposes of the voluntary winding-up."

(177) *B. D'Abime-Ryan, Chairman*

CITY PRINT SERVICES LIMITED

At an Extraordinary General Meeting of the above-named Company, duly convened, and held at 76 Cavendish Street, London W1M 7LB, on 23rd June 1997, the subjoined Extraordinary Resolution was duly passed:

"That it has been proved to the satisfaction of this Meeting that the Company cannot, by reason of its liabilities, continue its business, and that it is advisable to wind up the same, and accordingly that the Company be wound up voluntarily, and that Mark Levy, of Berley, 76 New Cavendish Street, London W1M 7LB, be and is hereby appointed Liquidator for the purpose of such winding-up."

(171) *A. Boxall, Director*

P.G.I. LEOMINSTER LIMITED PRECISION GEARED INSTRUMENTS LIMITED

At an Extraordinary General Meeting of the Members of the above-named Companies, duly convened, and held on 20th June 1997, the following Resolutions were duly passed, as an Extraordinary Resolution and as an Ordinary Resolution respectively:

"That the Companies cannot, by reason of their liabilities, continue their business, and that it is advisable to wind up the Companies, and accordingly that the Companies be wound up voluntarily, and that the Liquidator for the purposes of the windings-up be Gerald A. F. Coward, of 16 Croftdown Road, Harborne, Birmingham B17 8RB."

(154) *R. E. Husband, Chairman*

KRYSTAL PLASTICS LIMITED

At an Extraordinary General Meeting of the above-named Company, duly convened, and held at Critchleys, Avalon House, Marcham Road, Abingdon, Oxfordshire OX14 1UD, on 23rd June 1997, the subjoined Extraordinary Resolution was duly passed:

"That it has been proved to the satisfaction of this Meeting that the Company cannot, by reason of its liabilities, continue its business, and that it is advisable to wind up the same, and accordingly that the Company be wound up voluntarily, and that

Anthony John Harris, of Boswell House, 1-5 Broad Street, Oxford OX1 3AW, be and he is hereby nominated Liquidator for the purposes of the winding-up."

(263) *G. Corona, Chairman*

IBH COMMUNITY CARE PLC

At an Extraordinary General Meeting of the Members of the above-named Company, duly convened, and held at KPMG, Edward VII Quay, Navigation Way, Ashton-on-Ribble, Preston, Lancashire, on 13th June 1997, the following Resolutions were duly passed, as a Special Resolution (1), and as an Extraordinary Resolution (2), respectively:

"(1) That, subject to and conditional upon the passing of Resolution (2), the agreement dated 16th May 1997, between (1) the Company and (2) Independent British Healthcare Plc, pursuant to which the Company has agreed to sell all of its business and assets to Independent British Healthcare PLC ("the Acquisition Agreement") (a copy of which was produced to the Meeting and initialled by the Chairman for the purposes of identification), together with all other agreements, deeds or documents which the Company is, or may be, required to enter into pursuant to the Acquisition Agreement, be and are hereby approved for all purposes and that the Directors of the Company be and are hereby authorised to implement the transactions contemplated by the Acquisition Agreement; with effect from the completion of the Acquisition Agreement in accordance with its terms, the Company be wound up voluntarily, and that Susan McDonald, of Thornton Harper & Relf, be appointed Liquidator for the purpose of such winding-up; and the name of the Company be and hereby is changed to Endco PLC; and (2) that, subject to and conditional upon the passing of Resolution (1), in accordance with article 158 of the Company's Articles of Association, the Liquidator be and is hereby authorised to divide among the Members in specie all or any part of the Company's assets."

(272) *R. Tilley, Director*

HCCS ASSOCIATES LIMITED

At an Extraordinary General Meeting of the Company, duly convened, and held at the offices of KPMG, Quayside House, 110 Quayside, Newcastle upon Tyne, on 20th June 1997, the following Resolutions were passed, as an Extraordinary Resolution and as an Ordinary Resolution respectively:

"That it has been proved to the satisfaction of this Meeting that the Company cannot, by reason of its liabilities, continue its business, and that it is advisable to wind up the same, and accordingly that the Company be wound up voluntarily, and that Julian Richard Whale, of KPMG, be and is hereby appointed Liquidator for the purpose of such winding-up."

(274) *Chairman*

HONEY ALLAWAY CONTRACTS LIMITED

At an Extraordinary General Meeting of the Members of the above-named Company, duly convened, and held at 43 Blackstock Road, London N4 2JF, on 25th June 1997, the following Extraordinary Resolution was duly passed:

"That it has been proved to the satisfaction of this Meeting that the Company cannot, by reason of its liabilities, continue its business, and that it is advisable to wind up the same, and accordingly that the Company be wound up voluntarily, and that A. G. Kakouris, of 43 Blackstock Road, London N4 2JF, be and he is hereby nominated Liquidator for the purpose of the winding-up."

(277) *P. E. Whitaker, Chairperson*

CENTRE CITY SITES LIMITED

At an Extraordinary General Meeting of the above-named Company, duly convened, and held at Pannell Kerr Forster, Virginia House, The Butts, Worcester WR1 3YB, on 19th June 1997, the subjoined Extraordinary Resolution was duly passed:

"That it has been proved to the satisfaction of this Meeting that the Company cannot, by reason of its liabilities, continue its business, and that it is advisable to wind up the same, and accordingly that the Company be wound up voluntarily, and that Andrew Richard Williams, of Smith & Williamson, Virginia House, The Butts, Worcester WR1 3PA, be and is hereby appointed Liquidator for the purposes of such winding-up."

(283) *D. D. Smith, Chairman*