

Company Number 02234443

PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
OF
THE WHEATLEY GROUP OF COMPANIES LIMITED (THE "COMPANY")

STATEMENT RELATING TO THE REDUCTION OF CAPITAL OF THE COMPANY

We, the directors named below (being all the directors of the Company as at the date of this statement), make this statement pursuant to section 644(5) of the Companies Act 2006 (the "Act") We confirm that the capital of the Company has been reduced (the "**Transaction**") in accordance with the procedure set out in section 642 of the Act (reduction of capital supported by a solvency statement) and specifically that the solvency statement (the "**Solvency Statement**") was made in accordance with section 643 of the Act by us (being all the directors of the Company as at the date of that statement) not more than 15 days before the date on which the special resolution approving the Transaction was passed, and in accordance with section 642(2) of the Act the Solvency Statement was provided to every member eligible to vote at the same time and together with the form of written resolution approving the Transaction

Signed by

S. F. Wheatley

Simon Francis Wheatley

Date 17 8. 11

[Signature]

Mark Peter Damien Wheatley

Date 17 8. 11

THURSDAY



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25/08/2011

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COMPANIES HOUSE