

Company Number. 02234443

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

Circulation Date 17 August 2011

Pursuant to Chapter 2 of Part 12 of the Companies Act 2006, the directors of the Company propose that the following resolution (the "**Resolution**") is passed as a special resolution of the members of the Company

SPECIAL RESOLUTION

THAT the issued share capital of the Company which is now £1,866,515 divided into £500,000 Ordinary Shares of £1 00 each and £1,366,515 Share Premium which are fully paid up, be reduced by £1,366,515 by reducing the Share Premium of the Company, such that the share capital of the Company so reduced is £500,000 being 500,000 Ordinary Shares of £1 00 each, that are fully paid up, and that the amount of £1,366,515 realised as a consequence of such reduction be credited to the reserves of the Company

Agreement: Please read the notes at the end of this document before signifying your agreement to the Resolution.

The undersigned, being persons entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agree to the Resolution

Signed by Simon Francis Wheatley

S.F. Wheatley

Date of signature

17.8.11

Signed by Mark Peter Damien Wheatley

[Signature]

Date of signature

17 8 11

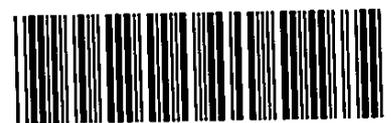
Signed by Wheatley Private Pension Scheme Trustees

S.F. Wheatley *[Signature]*

Date of signature

17 8 11

THURSDAY



A10 *AGHRTWZM* 25/08/2011 85
COMPANIES HOUSE