

Company No 04433255

THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS
OF THE SOLE SHAREHOLDER
OF
PRIORY GROUP LIMITED
(the "Company")

The undersigned, being the sole member of the Company who as at the date of these resolutions has the right to attend and vote at a general meeting of the Company, resolves, in accordance with Chapter 2 of Part 13 of the Companies Act 2006 (as amended), as follows and irrevocably agrees that the following resolution shall, for all purposes, be as valid and effective as if it had been passed as a special resolution at a general meeting of the Company duly convened and held

SPECIAL RESOLUTION

THAT the name of the Company be changed to Priory (PGL) Limited

Dac Han

For and on behalf of Priory Healthcare Finance Co Limited

Date: 6 May 2011



NOTES:

- 1 Please sign and date this document and return it to the Company using one of the following methods

By Hand delivering the signed copy to Priory Group Limited, Priory House, Randalls Way, Leatherhead, Surrey, KT22 7PT One South Place, marked 'for the attention of Dave Hall'

By Post returning the signed copy to Priory Group Limited, Priory House, Randalls Way, Leatherhead, Surrey, KT22 7PT One South Place, marked 'for the attention of Dave Hall'

Fax by faxing the signed copy to 01372 860 402 marked 'for the attention of Dave Hall'

E-mail by attaching a scanned copy of the signed document to an e-mail and sending it to davehall@priorygroup.com

If there are no resolutions you agree with, you do not need to do anything you will not be deemed to agree if you fail to reply

- 2 Once you have indicated your agreement to a resolution, you may not revoke your agreement
- 3 The period for agreeing to the written resolution is the period of 28 days beginning with the circulation date in accordance with s297 of the Companies Act 2006
- 4 If you are signed this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document
- 5 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company Seniority is determined by the order in which the names of the joint holders appear in the register of members