

Company Number: 03201165

THE COMPANIES ACT

A PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

OF

HCRG CARE GROUP HOLDINGS LTD

(the “Company”)

3 April
..... 2024 (“Date of Circulation”)


Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (“CA 06”), the directors of the Company propose that the following resolutions are passed as special resolutions (“Resolutions”):

SPECIAL RESOLUTIONS

- 1. THAT, the issued share capital of the Company be reduced by cancelling and extinguishing all but 353,943 of the issued ordinary shares of £0.01 each in the Company, each of which is fully paid up and the amount by which the share capital is so reduced be credited to a reserve.
- 2. THAT, the share premium account of the Company be reduced from £72,917,327 to £Nil and the amount by which the share premium account is so reduced be credited to a reserve.

Please read the notes at the end of the document before signing your agreement to the Resolutions.

The undersigned, being the person entitled to vote on the Resolutions on the Date of Circulation, irrevocably votes in favour of the Resolutions:

DocuSigned by:

.....8A2D090F74F5246A.....
Director, for and on behalf of
T20 Pioneer Midco Ltd

3 April
.....2024

Date

NOTES:

1. The Resolutions are proposed as special resolutions and requires members holding at least 75% of the total voting rights of the members of the Company who would have been entitled to vote in favour of them.
2. Unless the Resolutions are passed within 28 days from the Date of Circulation, they will lapse. If you agree to the Resolution please ensure your agreement reaches us before or during this date.
3. If you agree with the Resolutions, please indicate your agreement to it by signing and dating this document where indicated above and returning it by post or hand delivery to the Company's registered office marked for the attention of the Board of Directors.
4. Once you have agreed to the Resolutions you may not revoke your agreement.
5. If you do not agree to the Resolutions, you do not need to do anything.
6. 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.
7. If you are signing 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.