

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

CAMBRIDGE MEDICAL COMMUNICATION LIMITED

("Company")

03rd June 2020

("Circulation Date")



A96TBUQ2

A12

09/06/2020

#258

COMPANIES HOUSE

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as ordinary resolutions and/or special resolutions (as indicated) (**Resolutions**).

SPECIAL RESOLUTION

1. **THAT**, the articles of association of the Company attached to this resolution (**New Articles**) be and are hereby adopted as the new articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association of the Company.

ORDINARY RESOLUTIONS

2. **THAT** the 1 A Ordinary share of £0.01 in the capital of the Company held by Prime Global Medical Communications Ltd. be and is hereby re-designated an Ordinary share of £0.01 in the capital of the Company.
3. **THAT** the 1 B Ordinary share of £0.01 in the capital of the Company held by Prime Global Medical Communications Ltd. be and is hereby re-designated an Ordinary share of £0.01 in the capital of the Company.
4. **THAT** the 1 C Ordinary share of £0.01 in the capital of the Company held by Prime Global Medical Communications Ltd. be and is hereby re-designated an Ordinary share of £0.01 in the capital of the Company.
5. **THAT** the 1 E Ordinary share of £0.01 in the capital of the Company held by Prime Global Medical Communications Ltd. be and is hereby re-designated an Ordinary share of £0.01 in the capital of the Company.
6. **THAT** the 1 F Ordinary share of £0.01 in the capital of the Company held by Prime Global Medical Communications Ltd. be and is hereby re-designated an Ordinary share of £0.01 in the capital of the Company.

AGREEMENT

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

The undersigned, being the persons entitled to vote on the above Resolutions on the Circulation Date hereby irrevocably agree to the Resolutions:

Signed by Dr Graeme Edward Peterson for and
on behalf of **Prime Global Medical
Communications Ltd.**

Date:

03 JUNE 2020

NOTES

1. If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:
 - **By hand:** delivering the signed version to 3rd Floor, Horton House, Exchange Flags, Liverpool L2 3YL;
 - **Post:** returning the signed version to 3rd Floor, Horton House, Exchange Flags, Liverpool L2 3YL;
 - **Fax:** faxing the signed version to 0151 600 3009 marked "For the attention of Alexander Thow"; or
 - **Email:** by attaching a scanned copy of the signed version to an email and sending it to Alexander.Thow@brabners.com. Please enter "Written Resolution" in the email subject box.

You may not return the Resolutions to the Company by any other method. **If you do not agree to the Resolutions**, 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 the Resolution, you may not revoke your agreement.
3. Unless, within 28 days of the Circulation Date, sufficient agreement has been received for the Resolutions to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.
4. 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.
5. 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.