

**Company No: 04226452**  
**THE COMPANIES ACTS 2006**  
**PRIVATE COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTION**  
**of**  
**INDEPENDENT COMMUNITY LIVING (HOLDINGS) LIMITED**  
**(the "Company")**

Circulation Date: 28 November 2018

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolution below is passed as a special resolution ("**Resolution**") by the sole member of the Company.

**SPECIAL RESOLUTION**

THAT In accordance with section 569 of the Companies Act 2006, the Directors be generally empowered to allot the Shares as if section 561(1) of the Companies Act did not apply to such allotment and all rights of pre-emption whether in terms of the Articles of Association of the Company or the Companies Act 2006 or otherwise be and are hereby waived in respect of the allotment of shares.

**AGREEMENT**

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

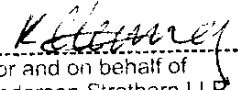
I, Trevor Michael Torrington, Director of Craegmoor Hospitals (Holdings) Limited, being the sole member of the Company who at the Circulation Date of this Resolution is entitled to vote on the Resolution, RESOLVE, in accordance with Chapter 2, Part 13 of the Companies Act 2006, to pass the Resolution:

Signed: 

Dated:

28/11/18

Certified true copy

  
For and on behalf of  
Anderson Strathern LLP  
1 Rutland Court  
Edinburgh  
EH3 8EY

FRIDAY



SCT      \*S7JTKBK9\*      #10  
30/11/2018  
COMPANIES HOUSE

## NOTES

1. If you agree to the resolution, 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 copy to Anderson Strathern, 1 Rutland Court, Edinburgh, EH3 8EY;
- **Post:** returning the signed copy by post to Anderson Strathern, 1 Rutland Court, Edinburgh, EH3 8EY;

If you do not agree to the resolution, 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, by 28 days after the Circulation Date, sufficient agreement has been received for the resolution to pass, it will lapse. If you agree to the resolution, please ensure that your agreement reaches us before or on 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.