

Company number 04446972

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

KINGSLEY CARE HOMES LIMITED (the "Company")

15 September 2021 (the "**Circulation Date**")

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

SPECIAL RESOLUTION

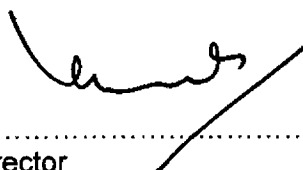
THAT the 156,862 RR Bonus Shares of £1 each issued (at a premium of £99 each) against the Revaluation Reserve of the Company be cancelled and that the Company's share capital be reduced by £156,862 accordingly, with the amount arising from the cancellation of the RR Bonus Shares to be credited to the Company's distributable reserves.

THAT the Share Premium Account of the Company be reduced, by way of capital reduction, from £15,529,338 to £nil and the amount of the reduction of the Share Premium Account be credited to the Company's distributable reserves.

AGREEMENT

The undersigned, being the sole shareholder of the Company entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agrees to the Resolution:

For & On Behalf of
Kingsley Healthcare Limited


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Director