

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION OF

GROVE CARE PARTNERSHIP LIMITED

(registered number: 04918627)

(the "Company")

Circulated on 10 March 2021

(the "Circulation Date")

We, being the sole shareholder of the Company entitled to attend and vote at general meetings of the Company as at the Circulation Date of this resolution (the "**Resolution**") **HEREBY RESOLVE** pursuant to Chapter 2 of Part 13 of the Companies Act 2006 **THAT** the following resolution be and is hereby passed as a special resolution of the Company:

SPECIAL RESOLUTION

"THAT:

With effect from the date of passing of this Resolution, the articles of association of the Company appended to this Resolution be adopted as the new articles of association of the Company in substitution for, and to the exclusion of, all existing articles of association of the Company."

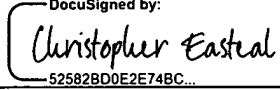


AGREEMENT

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

We, the undersigned, in our capacity as the sole shareholder of the Company entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agree to the Resolution.

DocuSigned by:

Christopher Eastal

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For and on behalf of

CONSENSUS SUPPORT SERVICES LIMITED

Date: 10 March 2021

NOTES

1. If you agree with 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 the following address, to be received on behalf of the Company: Dickson Minto W.S., Broadgate Tower, 20 Primrose Street, London EC2A 2EW. Please mark the signed copy for the attention of Aoibheann Harkin.
 - **Post:** returning the signed copy by post to the above address, to be received on behalf of the Company.
 - **Fax:** faxing the signed copy to the following fax number, to be received on behalf of the Company: +44 (0) 207 628 0027. Please mark the signed copy for the attention of Aoibheann Harkin.
 - **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to the following address, to be received on behalf of the Company: aolibheann.harkin@dmws.com. Please enter "Written resolution" in the e-mail subject box.

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 on or before the date falling 28 days from 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.