

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

AEGIS CARE LIMITED (the "Company")

9th August 2019 (the "Circulation Date")

The original of this document having been seen by us we certify this to be a true and fair copy of the original
Signed Rebecca Barker
For DMH Stallard LLP
Griffin House
135 High Street
Crawley
West Sussex RH10 1DQ
Dated 15.08.19



A17 *A8BZHØBL* #373
16/08/2019
COMPANIES HOUSE

FRIDAY

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the director of the Company proposes that the following resolutions are passed as written resolutions of the Company, having effect as special resolutions (the "Resolutions"):-

SPECIAL RESOLUTIONS

1. THAT article ^{13.2}~~14.3~~ of the Company's articles of association (the "Articles") be deleted in its entirety and replaced with the following:
^{13.2}~~"14.3~~ The directors may appoint a person who is willing to act to be a director, either to fill a vacancy or as an additional director."
2. THAT Regulation 64 of Table A in the Schedule to the Companies (Table A to F) Regulations 1985 as adopted by the Articles ("Table A") be disapplied and that the new article below be inserted as article 13.3 of the Articles:-

"13.3 Unless and until otherwise determined by the Company in general meeting there shall be no maximum number of directors and the minimum number of directors shall be one. Whensoever there shall be a sole director such director may exercise all the powers discretions and authorities vested in the directors by these Articles and Table A (as adopted)."
3. THAT the words "and unless so fixed at any other number shall be two" shall be omitted from Regulation 89 of Table A as adopted by the Articles.
4. THAT all acts, deeds, matters and things undertaken by Daniel Israel Markovic as sole director of the Company by or on behalf of the Company in any of its capacities, be, and are hereby ratified, approved and adopted in all respects as the authorised acts and deeds 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 sole shareholder and sole person entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions:-

For and on behalf of Pearlcare (Aegis) Limited

9th August 2019
Date

NOTES

1. If you agree to these 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 copy to DMH Stallard LLP, Griffin House, 135 High Street, Crawley, West Sussex, RH10 1DQ for the attention of Gwendoline Godfrey;
- **Post:** returning the signed copy by post to DMH Stallard LLP, Griffin House, 135 High Street, Crawley, West Sussex, RH10 1DQ for the attention of Gwendoline Godfrey; or
- **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to gwen.godfrey@dmhstallard.com. Please enter "Written resolutions of Aegis Care Limited" in the e-mail subject box.

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 Resolutions, you may not revoke your agreement.
3. Unless, by 28 days after the Circulation Date, sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.