

Company Number 06302118

PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS OF
ATTENDS HEALTHCARE FINANCE LIMITED (the "Company")
PASSED ON 29 FEBRUARY 2016

In accordance with the written resolution procedure in Chapter 2 of Part 13 of the Companies Act 2006, the following resolutions were duly passed on 29 FEBRUARY 2016 as ordinary and special resolutions of the Company, as indicated below

ORDINARY RESOLUTION

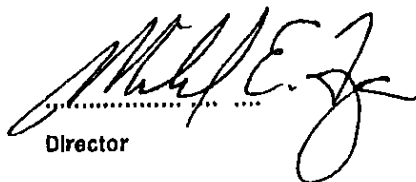
1. THAT

- (a) the director be generally and unconditionally authorised for the purposes of section 561 of the Companies Act 2006 to exercise all the powers of the Company to allot shares in the Company and to grant rights to subscribe for, or to convert any security into, shares in the Company ("Rights") up to a maximum total nominal amount of €16,079,850, comprising 160,798,500 ordinary shares of €0.10 each, and
- (b) this authority expires five years from the date on which this resolution is passed but that the Company may make offers or agreements before this authority expires which would or might require shares to be allotted, or Rights to be granted, after the authority expires and the director may allot shares and grant Rights pursuant to any of those offers or agreements as if this authority had not expired

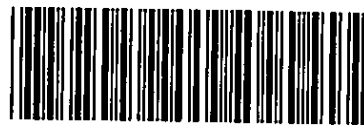
SPECIAL RESOLUTION

2. THAT, subject to the passing of resolution 1

- (a) the director be empowered pursuant to section 570 of the Companies Act 2006 to allot equity securities (as defined in section 560 of the Companies Act 2006) for cash pursuant to the authority conferred by resolution 1 as if section 561 of the Companies Act 2006 did not apply to the allotment, and
- (b) this power expires when the authority conferred by resolution 1 is revoked or would (if not renewed) expire but that the Company may make offers or agreements before this power expires that would or might require equity securities to be allotted after the power expires and the director may allot equity securities pursuant to any of those offers or agreements as if this power had not expired


Director

COMPANIES HOUSE



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29/02/2016

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