

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

-of-

ROSE MEDICAL LIMITED

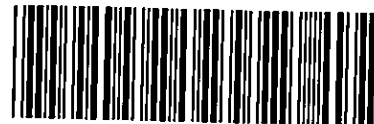
(the Company)

Company No. 06449864

16 December

Circulation Date: ~~14 November~~ 2016

WEDNESDAY



\*A61RPACQ\*

A22

08/03/2017

#118

COMPANIES HOUSE

In accordance with the provisions of Chapter 2 of Part 13 of the Companies Act 2006 (the **Act**), the following resolutions are proposed as special resolutions of the Company:

**SPECIAL RESOLUTION**

1. **THAT** the terms of a contract proposed to be made between (1) the Company and (2) Sarah Jane Beesley and Berenice Mary Cottrill as personal representatives of The Late Gary Ratcliffe Deceased for the purchase by the Company of 500 ordinary shares of £1 each in the capital of the Company for a total consideration of £163,802 as set out in the contract attached (**Purchase Contract**) be approved and the Company be authorised to enter into the Purchase Contract
2. **THAT**, provided sufficient approval is obtained on or before the date which is seven days after the date of the directors' statement attached hereto, the payment by the Company out of capital of the sum of £163,802 for the purchase of its own shares pursuant to the Purchase Contract be approved.

A copy of the directors' statement and auditor's report prepared in connection with the payment out of capital is attached in accordance with section 718 of the Act

The undersigned, being all the persons eligible to vote on the above resolution on the Circulation Date, hereby irrevocably agree to the resolution.

PETER BURROWS

16 December  
Date ~~06 December~~ 2016

GARY SAWBRIDGE

16 December  
Date ~~14 November~~<sup>16</sup> 2016

DIRECTOR, for and on behalf of  
BRAMPTON INVESTMENTS LIMITED

16 December  
Date ~~06 December~~ 2016

#### NOTES:

- 1 If you agree to the resolutions, please sign and date this document to confirm your agreement and then return it to the Company using one of the following methods.
  - **By Hand:** delivering the signed copy to the registered office address
  - **Post** returning the signed copy by post to the registered office address
- 2 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
3. Once you have indicated your agreement to the resolutions, you may not revoke your agreement
4. The resolutions set out above will lapse if the required majority of eligible members have not signified their agreement to it within 28 days of the Circulation Date. If you agree to the resolution, please ensure that your agreement reaches us before that date
- 5 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
- 6 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.