

Company Number: 09729915

**THE COMPANIES ACT 2006**

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION**

**of**

**HOLLYBLUE HEALTHCARE (SPRING) LIMITED**

**(the "Company")**

**Circulation Date: 6 APRIL 2022**

In accordance with 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 of the Company (the "**Resolution**"):

**SPECIAL RESOLUTION**

**THAT** the share capital of the Company be reduced by the sum of £1,159,377 by cancelling and extinguishing 1,159,377 of the 1,940,362 issued and fully paid up ordinary shares of £1 each in the capital of the Company and the amount by which the share capital is so reduced be repaid to the sole member of the Company.

**AGREEMENT**

Please read the Guidance Notes set out below before signifying your agreement to the Resolution.

We, being the sole member of the Company, hereby irrevocably agree to the resolution:

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6/4/2022 | 06:05 PDT  
Date: .....

Director  
For and on behalf of  
**HOLLYBLUE HEALTHCARE (FINANCE)  
LIMITED**

**GUIDANCE 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 Baines Wilson LLP, 2 Merchants Drive, Carlisle CA3 0JW;  
  
**By post:** returning the signed copy by post to Baines Wilson LLP, 2 Merchants Drive, Carlisle CA3 0JW; and  
  
**By email:** by attaching a scanned copy of the signed document to an e-mail and sending it to [k.parker@baineswilson.co.uk](mailto:k.parker@baineswilson.co.uk)
2. 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.
3. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
4. Unless by 28 days from the Circulation Date (the "**Lapse Date**") sufficient agreement is received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during Lapse Date.

**HOLLYBLUE HEALTHCARE (SPRING) LIMITED (THE COMPANY)**

**COMPANY NUMBER: 09729915**

**SOLVENCY STATEMENT UNDER SECTION 643 OF THE COMPANIES ACT 2006 (CA 2006) MADE ON 6 APRIL 2022**

We, the directors named below (being all of the directors of the Company as at the date of this statement), make the following statement under section 643 of the CA 2006 for the purposes of section 642 of the CA 2006.


Having taken into account all of the Company's liabilities (including any contingent or prospective liabilities), we have formed the opinion that:

- As regards the Company's situation as at the date of this statement, there is no ground on which the Company could then be found to be unable to pay (or otherwise discharge) its debts.
- The Company will be able to pay (or otherwise discharge) its debts as they fall due during the year immediately following the date of this statement.

Signed by:

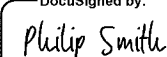
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**MATTHEW CARDWELL GLOWASKY**

Date: 6/4/2022 | 02:53 PDT

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**JOSE CARLOS DIAZ-SANCHEZ**

**JOSE CARLOS DIAZ-SANCHEZ**

Date: 6/4/2022 | 02:30 PDT

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**PHILIP ANTONY SMITH**

**PHILIP ANTONY SMITH**

Date: 6/4/2022 | 01:58 PDT