

Company number: 10024203

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS

- of -
CFS CARE LIMITED
(the "Company")

THURSDAY



A11 30/11/2017 #222
COMPANIES HOUSE

17 November 2017 (the "Circulation Date")

Pursuant to chapter 2 of part 13 of the Companies Act 2006 (the "Act"), the directors of the Company propose that ordinary resolution 1 below is hereby passed as an ordinary resolution and special resolution 2 is hereby passed as a special resolution (the "Resolutions"):

ORDINARY RESOLUTION

	FOR	AGAINST
<p>1. THAT the directors be generally and unconditionally authorised for the purposes of section 551 of the Act to exercise all of the powers of the Company to allot up to 1,104,787 A ordinary shares of £0.01 each in the capital of the Company having an aggregate nominal value of £11,047.87, provided that:</p> <p>a. the authority granted under this resolution shall expire five years after the passing of this resolution; and</p> <p>b. the Company may, before such expiry under paragraph (a) above of this resolution, make an offer or agreement which would require shares to be allotted or rights to subscribe for or to convert any security into shares to be granted after such expiry and the directors may allot such shares or grant such rights (as the case may be) in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.</p> <p>This authority is in substitution for all subsisting authorities without retrospective effect.</p>	X	

SPECIAL RESOLUTION

2. THAT, all and any rights of pre-emption arising under the articles of association of the Company, the 2006 Act or otherwise, be and hereby are waived in respect of the allotment and issue of up to 1,104,787 A ordinary shares of £0.01 each in the capital of the Company.	X	
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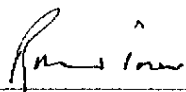
AGREEMENT

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

The undersigned, being a member of the Company entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions where "X" is marked in the "For" box above.

Note: To "vote" for the Resolutions you must sign AND mark "X" in the "For" box for the Resolutions above.

Signed:



Name:

RICHARD TOZER

(PRINT NAME)

For and on behalf of:

WCS NOMINEES LIMITED

(COMPLETE IF MEMBER IS A COMPANY)

Date:

17 November 2017


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PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS
- of -
CFS CARE LIMITED
(the "Company")

17 November 2017 (the "Circulation Date")

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	FOR	AGAINST
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SPECIAL RESOLUTION

2. THAT, all and any rights of pre-emption arising under the articles of association of the Company, the 2006 Act or otherwise, be and hereby are waived in respect of the allotment and issue of up to 1,104,787 A ordinary shares of £0.01 each in the capital of the Company.	X	
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AGREEMENT

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The undersigned, being a member of the Company entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions where "X" is marked in the "For" box above.

Note: To "vote" for the Resolutions you must sign AND mark "X" in the "For" box for the Resolutions above.

Signed:

L. P. Roberts

Name:

LINDA ROBERTS

(PRINT NAME)

For and on behalf of:

SHAKE NOMINEES LIMITED

(COMPLETE IF MEMBER IS A COMPANY)

Date:

17 November 2017

NOTES

- 1 If you wish to vote in favour of the Resolutions please put an 'X' in the box marked "For" next to the Resolutions.
If you wish to vote against the Resolutions please put an 'X' in the box marked "Against" next to the Resolutions or leave both boxes next to the Resolutions blank.
Once you have indicated your voting intentions please sign and date this document and return it to the Company using one of the following methods:
 - 1.1 **by hand:** delivering the signed copy to Diviya Padman at Taylor Vinters LLP, Merlin Place, Cambridge, CB4 0DP;
 - 1.2 **by post:** returning the signed copy by post to Diviya Padman at Taylor Vinters LLP, Merlin Place, Cambridge, CB4 0DP; or
 - 1.3 **by email:** by attaching a scanned copy of the signed document to an email and sending it to Diviya.padman@taylorvinters.com. Please enter "CFS Care written resolution" in the email 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, within 28 days of the Circulation Date, sufficient agreement has been received from the required majority of eligible members for the Resolutions to be passed, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us on or before this date.
- 4 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.