

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

MEDICAL DOMAINS LTD

(the Company)

Company Number 10239462

Circulation Date: 2nd November 2020



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 RESOLUTIONS

1. **THAT**, the pre-emption rights found at article 28 be and are hereby retrospectively disapplied to effect the following share transfers in the capital of the Company:

Transferor	Transferee	Date of transfer	No. of ordinary shares of £0.00001 each transferred
David Hersh	David Max	Beneficial Interest on 26 July 2017	50,000
David Hersh	Josh Sales		33,200
David Hersh	Hilary Richeimer		5,000
Jeremy Wosner	David Max	Legal interest to be transferred	150,000
Jeremy Wosner	Josh Sales		99,600
Jeremy Wosner	Hilary Richeimer		15,000
Jeremy Wosner	Daniel Kohengadol	13 August 2019	170,000
Jeremy Wosner	Navid Shemuel Akhamzadeh	13 August 2019	56,432
Jeremy Wosner	Leonard Goldstein	9 September 2019	28,216
Jeremy Wosner	Aharon Ungar	30 April 2020	29,628

Jeremy Wosner	Ezra Stortz	Beneficial Interest on 18 November 2019	280,919
		Legal interest to be transferred	

2. **THAT**, having regard for the authority granted by a written resolution dated 17 June 2018, the following allotments of ordinary shares of £0.00001 each be and are hereby retrospectively authorised and ratified for the purposes of section 551 of the Act as at the dates provided below, and any statutory pre-emption rights or otherwise are waived accordingly to effect the following allotments, provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 30 November 2020:

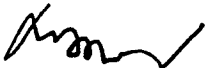
No.	Allottee	Date of allotment	No. of ordinary shares of £0.00001 each allotted
1.	David Hersh	17/06/2016	1*
2.	Jeremy Wosner	17/06/2016	1*
3.	David Hersh	29/11/2016	199*
4.	David Reichman	29/11/2016	200*
5.	Jeremy Wosner	29/11/2016	599*
*The 1,000 allotted shares were sub-divided to 10,000,000 in equal proportions on the 25th July 2017			
6.	Leo Hersh	06/12/2017	69,978
7.	Miriam Hersh	06/12/2017	69,978
8.	Miriam Silberstein	06/12/2017	37,623
9.	Moshe Reichmann	07/12/2017	37,623
10.	Yacov Reichmann	08/12/2017	37,623
11.	Alan Green	20/12/2017	112,867
12.	Elie Sharyashuv	02/02/2018	56,434
13.	Alan Green	06/06/2018	112,867
14.	Isaac Mocton	22/06/2018	11,738
15.	Miriam Mocton	22/06/2018	11,795
16.	Elisheva Mocton	22/06/2018	7,393
17.	Jonathan Mocton	22/06/2018	7,449
18.	Eliot Mocton, Michaela & Arc Trustees Ltd - Trustees of The Mocton Pension Scheme	22/06/2018	21,445
19.	Michael Seidler	22/06/2018	53,047
20.	Gerald Halibard	02/07/2018	56,434
21.	Miriam Halibard	02/07/2018	56,433
22.	Bernard Lieblich	02/07/2018	5,644

23.	Esther Lieblich	02/07/2018	5,643
24.	Maurice Adler	02/11/2018	37,623
25.	Alan Green	27/11/2018	2,876
26.	Benjamin Daniel Spitzer	07/12/2018	37,623
27.	Kyle Bickel, M.D.	14/01/2019	27,765
28.	Michael Akiva Hackenbroch	17/01/2019	37,623
29.	Michael Hackenbroch, Debbie Hackenbroch and ARC Trustees Limited as trustees of the Michael Hackenbroch Pension Scheme	17/01/2019	37,623
30.	Jacqueline Eubany, M.D.	29/03/2019	14,108
31.	Ezra Stortz	25/06/2019	112,869
32.	Matthew Russo, M.D.	01/07/2019	14,108
33.	Ezra Stortz	17/07/2019	75,246
34.	Abhay Sanan, M.D.	22/07/2019	4,515
35.	Ezra Stortz	19/08/2019	75,246
36.	Abhay Sanan, M.D.	16/09/2019	5,643
37.	Ezra Stortz	18/11/2019	75,246
38.	Abhay Sanan, M.D.	25/11/2019	3,950
39.	Douglas Walled	24/02/2020	28,216
40.	Charles Dodson	13/03/2020	14,108
41.	Chris Conti	15/03/2020	14,108
42.	Thomas Robey	27/03/2020	14,108
43.	Nassir Azimi	06/04/2020	28,216
44.	Surya Singh	20/05/2020	14,108
45.	Antonio Brandt	01/06/2020	14,108
46.	Ramin AmirNovin, MD, Inc	06/07/2020	28,216
47.	Kelly Fan, MD	09/07/2020	11,287


48.	Kevin Tin, MD	28/07/2020	11,713
49.	Steve Schadendorf, MD	07/08/2020	11,287
50.	Steven Gange, MD	24/08/2020	22,574
51.	Sanjay Juneja MD	12/09/2020	11,287
52.	Ananta Subedi MD	12/09/2020	11,287
53.	Paul Young, MD	24/09/2020	22,574
54.	Asma P. Khapra, MD	15/10/2020	22,574
55.	Karyn Eilber, MD	26/10/2020	11,619
56.	AA Enterprise LLC (Anuja Antony MD)	26/10/2020	14,108
	Total Allotted Shares (after sub-division)		11,639,569
57.	Additional unallocated allotments	TBC	1,000,000
58.	Allocated share options	10/01/2018 - present	1,217,316
59.	Unallocated options pool	TBC	500,000

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


The undersigned, persons entitled to vote on the above resolutions on the Circulation Date, hereby irrevocably agrees to the special resolution:

Signed  Date: 11 / 04 / 2020

Full name **JEREMY WOSNER**

Signed  Date: 11 / 04 / 2020

Full name **DAVID HERSH**

Signed  Date: 11 / 04 / 2020

Full name **DAVID REICHMANN**

NOTES:

1. If you agree to the resolution, please sign and date this document electronically to confirm your agreement.
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. The resolution set out above will lapse if the required majority of eligible members have not signified their agreement within 28 days of the Circulation Date. If you agree to the resolution please ensure that your agreement reaches us before that date.