

Company number 11606270

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION**

**of**

**PARAGON LOCUMS LIMITED**

**("Company")**

18 July 2023 ("Circulation Date")

Pursuant to 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 ("Resolution").

**SPECIAL RESOLUTION**

By the deletion of existing Articles 13.2 and the insertion in its place of a new Article 13.2, as follows:

*Subject to Article 13.3, the quorum for Director's meeting shall be two Eligible Directors or which at least one shall be the holder of A class shares, unless there is only one Director of the Company for the time being in which case that Director shall form a quorum and shall be entitled to exercise all the powers and shall carry out all the duties assigned to Directors.*

**AGREEMENT**

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

The undersigned, being persons entitled to vote on the Resolution on the Circulation Date hereby irrevocably agree to the Resolution:

Signed by Paul Bromwich, for and on  
behalf of Recruitment Investment Group  
Limited

Date

DocuSigned by:  
*Paul Bromwich*  
.....  
DD4503D204DF401...  
18 July 2023  
.....

Signed by Michael Humphreys

Date

DocuSigned by:  
*Michael Humphreys*  
.....  
0CDA4B7A9633425...  
18 July 2023  
.....

Signed by Rachael Matthes

Date

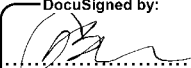
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*Rachael Matthes*  
.....  
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18 July 2023  
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Signed by Sebastien Sauca

DocuSigned by:  
*Sebastien Sauca*  
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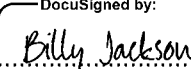
Date 18 July 2023

Signed by Chloe Smith

DocuSigned by:  
  
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18 July 2023

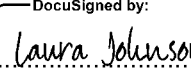
Date

Signed by Billy Jackson

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18 July 2023

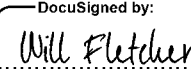
Date

Signed by Laura Johnson

DocuSigned by:  
  
0F057DF86A8542E...  
18 July 2023

Date

Signed by Will Fletcher

DocuSigned by:  
  
FA051AF13C0E4F8...  
18 July 2023

Date

**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 or post:** delivering the signed copy to: Grace Shek, Birketts LLP, 106 Leadenhall Street, London, EC3A 4AA.
- **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to [grace-shek@birketts.co.uk](mailto:grace-shek@birketts.co.uk)  
Please enter "Written resolution – Paragon Locums" in the e-mail subject box.

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.

2. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.

3. Unless, within 28 days of the Circulation Date, sufficient agreement has been 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 this date.

4. 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.

5. 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.