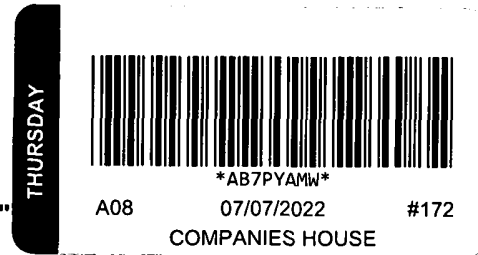


Company Number: 13903876

PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION OF
OUTSIDECLINIC JVP 05 LTD (the "Company")



CIRCULATION DATE:

15 Jun 2022

2022

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (**CA 2006**), the directors of the Company (the "**Directors**") hereby propose that the following resolutions be passed (the "**Resolutions**"):

ORDINARY RESOLUTION

1. **THAT**, in accordance with section 551 of the CA 2006 the Directors of the Company be generally and unconditionally authorised to allot 10 A1 ordinary shares of £0.01 each and 10 B ordinary shares of £0.01 each in the capital of the Company up to an aggregate nominal value of £0.20 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on five years from the date of this resolution.

This authority revokes and replaces all unexercised authorities previously granted to the Directors but without prejudice to any allotment of shares or grant of rights already made or offered or agreed to be made pursuant to such authorities.

2. **THAT**, the Company approves the reclassification of the 10 A2 ordinary shares of £0.01 each in the capital of the Company into 10 A1 ordinary shares of £0.01 each in the capital of the Company.


SPECIAL RESOLUTION

3. **THAT**, subject to the passing of Resolution 1 above and in accordance with section 570 of the CA 2006, the Directors be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) pursuant to the authority conferred by Resolution 1 as if article 8 of the Company's Existing Articles did not apply to any such allotment, provided that this power shall:
- a) Be limited to the allotment of equity securities up to an aggregate nominal amount of £0.20; and
 - b) Expire on five years from the date of this resolution (unless renewed, varied or revoked by the Company prior to or on that date), save that the Company may, before such expiry, make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this Resolution has expired.

AGREEMENT


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

The undersigned, being the persons entitled to vote on the Resolutions on the circulation date stated above, hereby irrevocably agree to the Resolutions:

.....

.....
Mike Neale (Jun 22, 2022, 5:56pm)
For and on behalf of Outsideclinic Ltd

22 Jun 2022

.....
Date

.....

.....
Linda Marriott (Jun 24, 2022, 4:17pm)
[JVP Director]

24 Jun 2022

.....
Date

NOTES

1. If you agree to the Resolutions, 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 the Company's registered office.

Post: returning the signed copy by post to the Company's registered office.

E-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to LArranch@hcrlaw.com. Please enter "Written Resolutions" in the e-mail 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, prior to 28 days from the date of the Resolutions, sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, 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.