

COMPANY NUMBER: 01580744

The Companies Act 2006

Company Limited by Shares

WRITTEN RESOLUTION

OF

WESTMINSTER HEALTH CARE GROUP LIMITED (THE COMPANY)

Circulated on 15 October 2018 (the Circulation Date)

MONDAY



A04 *A7GMQ5W3* 15/10/2018 #35
COMPANIES HOUSE

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution be passed as a special resolution (the **Resolution**).

SPECIAL RESOLUTION

Subject to the Resolution having been passed no later than 30 October 2018 that:

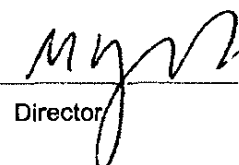
- 1 the paid-up ordinary share capital of the Company be reduced from £13,521,560.40 to £1 by cancelling and extinguishing 67,607,797 ordinary shares of £0.20 each in issue;
- 2 the share premium account of the Company be cancelled and the amount of the share premium account so cancelled, being £93,056,985.54, be credited to a reserve; and
- 3 the other reserve of the Company be cancelled and the amount of the other reserve so cancelled, being £2,300,000 be credited to a reserve.

AGREEMENT

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

The undersigned, a person entitled to vote on the Resolution on the Circulation Date hereby irrevocably agrees to the Resolution:

Signed by
on behalf of WESTMINSTER HEALTH CARE (UK) LIMITED:

} 
Director 15 October 2018

NOTES

1. If you agree to the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company by hand to 3rd Floor The Aspect, Finsbury Square, London, United Kingdom, EC2A 1AS (marked for the attention of the company secretary).

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. 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.
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. If in doubt, please contact the company secretary or ensure that each joint holder signs and dates this document.