

Company number: 02700296

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS

of

NICHE STRATEGIC HEALTH PARTNERS LTD
(Company)

CIRCULATION DATE: 30 May 2023

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (Act), the directors of the Company propose that by way of written resolution, resolution 1 below be passed as an ordinary resolution and resolution 2 below be passed as a special resolution of the Company (Resolutions):

ORDINARY RESOLUTION

1. THAT the 54,060 ordinary shares of £1.00 each in the issued share capital of the Company be and are hereby re-designated and reclassified as 48,654 A ordinary shares of £1.00 each and 5,406 B ordinary shares of £1.00 each all in the issued share capital of the Company with the rights attaching to each class of shares as are set out in the New Articles (as herein defined) proposed to be adopted at Resolution 2 with:
 - (a) 11,623 of the ordinary shares of £1.00 each held by James Fitton being re-designated and reclassified as 11,623 A ordinary shares of £1.00 each;
 - (b) 6,217 of the ordinary shares of £1.00 each held by Kate Hanna Jury being re-designated and reclassified as 6,217 A ordinary shares of £1.00 each and the remaining 5,406 ordinary shares of £1.00 each held by Kate Hanna Jury being re-designated and reclassified as 5,406 B ordinary shares of £1.00 each;and
 - (c) 30,814 of the ordinary shares of £1.00 each held by Thomas Gerald McCarthy being re-designated and reclassified as 30,814 A ordinary shares of £1.00 each.

SPECIAL RESOLUTION

2. THAT subject to the passing of Resolution 1, the regulations set out in articles of association attached to this Resolution, and for the purposes of identification marked with an "A") be and hereby are adopted as the articles of association of the Company in substitution for, and to the exclusion of, the Company's existing articles of association.

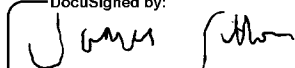
AGREEMENT

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

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The undersigned, being all of the shareholders entitled to vote on the Resolutions on the Circulation Date hereby irrevocably agree to the Resolutions.


Signed by JAMES FITTON

DocuSigned by:

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Date

30 May 2023
.....

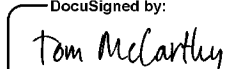
Signed by KATE HANNA JURY

DocuSigned by:

...3DE5459CG7134FQ...

Date

30 May 2023
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Signed by THOMAS GERALD
MCCARTHY

DocuSigned by:

...358C317F61054B2...

Date

30 May 2023
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NOTES

1. If you agree to the Resolutions, please indicate your agreement before the end of the period of 28 days beginning with the Circulation Date (Lapse Period). If this document was sent to you:
 - 1.1 via DocuSign, please indicate your agreement by signing it in DocuSign using the DocuSign link you have received. Please note that you need to fully complete the signing process in DocuSign in order for the Company to receive your signed version of this document; or
 - 1.2 by another method (e.g. by post, email or hand delivery) please indicate your agreement by signing and dating this document where indicated on the previous page and returning it to the Company using one of the following methods:
 - 1.2.1 By Hand: delivering the signed copy to the Company's registered office.
 - 1.2.2 Email: by email to sharon.graves@napthens.co.uk
 - 1.2.3 Post: returning the signed copy by post to the Company's registered office.
2. You cannot agree to some but not all of the Resolutions. 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.

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3. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
4. Unless, by a date 28 days from the Circulation Date, sufficient agreement has been received for the Resolutions to be passed, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.
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.