

Company Number 03161085

Stanmore Implants Worldwide Limited

(the "Company")

SOLE MEMBER'S WRITTEN RESOLUTION

26 March 2024 (the "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 (the "Resolution"):

SPECIAL RESOLUTION

THAT the share capital of the Company be reduced by GBP 65,885,781.91 by:

- (a) cancelling and extinguishing 203,607,818 ordinary shares of GBP 0.10 each;
- (b) cancelling and extinguishing 99 ordinary shares of GBP 1.00 each; and
- (c) cancelling the share premium account of the Company,

AND THAT, of the amount by which the share capital is reduced through the cancellation and extinguishment of the ordinary shares listed above i) GBP 4,400,612.03 shall be returned immediately to the sole member of the Company in cash as consideration for this cancellation and extinguishment and ii) the remainder of 61,485,169.88 shall be credited to the retained earnings of the Company.

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

[Signature pages follows]

BY ORDER OF THE BOARD

DocuSigned by:
Gavin Mellor
.....A1D0G9F77D60444.....
Director

AGREEMENT

WE THE UNDERSIGNED, being the sole member of the Company on the Circulation Date,
HEREBY IRREVOCABLY AGREE to the Resolution.

DocuSigned by:

E13B4744551C4AA...

Name:
duly authorised signatory
for and on behalf of
Stryker European Operations Limited

Dated 26 March 2024

NOTES

1. To signify your agreement to the Resolution you should sign and date this document where indicated above and return it to the Company.
2. Once you have signified your agreement to the Resolution, you may not revoke your agreement.
3. Unless, by the date that is 28 days after the Circulation Date, sufficient agreement has been received for the Resolution to pass, it will lapse.
4. A copy of the solvency statement made by the directors of the Company in accordance with section 643 Companies Act 2006 for the purposes of the reduction of share capital to be effected by the passing of the Resolution is being sent or submitted to you at the same time as and together with this document.
5. A copy of this document was sent to the Company's auditors, Ernst & Young LLP, on the Circulation Date.