

Company number: 03538068

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10/02/2017

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COMPANIES HOUSE

**THE COMPANIES ACT 2006**

**PRIVATE COMPANY LIMITED BY SHARES**

**THE DOCTORS HEALTHCARE COMPANY LIMITED (the Company)**

**Company registered office 60 Whitfield Street London W1T 4EU**

**WRITTEN RESOLUTION OF THE SOLE MEMBER**

**CIRCULATION DATE 8 Feb 2017 (the "Circulation Date")**

In accordance with Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolution below be proposed as a Special Resolution

**Special Resolution**

**THAT**

- 1 The Company's issued share capital be reduced from £348,017 divided into 696,034 ordinary shares of £0 50 each fully paid to £100 divided into 200 ordinary shares of £0 50 each fully paid by (i) cancelling 695,834 issued fully paid ordinary shares in the capital of the Company, (ii) cancelling the share premium account of £3,528,608 and (iii) cancelling the capital redemption reserve of £12,500 of the Company, and the transfer of the amounts so reduced to a distributable reserve

**Agreement to the Resolution**

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

The undersigned, being a member of the Company who at the Circulation Date is eligible to vote on the Special Resolution, hereby irrevocably agrees to the Special Resolution

Signed

David Anthony Byrne for and on behalf of Roadhaven Limited

Date 8 Feb 2017

**NOTES**

- 1 If you agree to the resolution, please indicate your agreement by signing and dating this document and returning it to the Company using one of the following methods

(a) **Hand** delivering the signed copy to the Company Secretary at 60 Whitfield Street  
London W1T 4EU

(b) **Post** returning the signed copy by post to the Company Secretary at 60 Whitfield  
Street London W1T 4EU

- 2 If you do not agree with the resolution you do not need to do anything you will not be deemed to agree if you fail to reply
- 3 Once you have indicated your agreement to the resolution, you may not revoke your agreement
- 4 Unless, by the date which is 28 days from the date beginning with the Circulation Date, sufficient agreement has been received for the resolution to pass, the resolution will lapse If you agree to the resolution, 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
- 6 For the purposes of section 642(2) of the Companies Act 2006, a copy of the directors' solvency statement made for the purposes of section 642 and pursuant to section 643 of the Companies Act 2006 is enclosed