

Company Number: 03973457

---

**PRIVATE COMPANY LIMITED BY SHARES**

---

**WRITTEN RESOLUTION**  
**OF**  
**BESPAK HOLDINGS LIMITED**  
(the “**Company**”)

Circulated on 24 September 2021 (the “**Circulation Date**”)

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

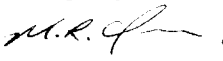
**SPECIAL RESOLUTION**

“**THAT**, pursuant to section 641(1)(a) of the act, the capital of the company be reduced from £116,723,139 to £104.53 by cancelling and extinguishing the company’s entire share premium account in the amount of £108,642,328 and reducing the ordinary shares of the company’s issued share capital from £8,040,811 to £104.53 by reducing the nominal value of each ordinary share from £1.00 to £0.000013 (the “**Capital Reduction**”) such that the share capital being the capital retained will be £104.53 represented by 8,040,811 ordinary shares of £0.000013 each held by Consort Medical Limited; and that the amount arising upon the Capital Reduction, being the aggregate sum of £116,723,034 be credited to the retained earnings account of the company.”

**AGREEMENT**

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

We, the undersigned, being the shareholder, holder of 99.99% of the issued share capital of the Company, hereby confirm that we have received a copy of the Resolution in accordance with section 291 of the Act and hereby irrevocably agree that the Resolution be passed as a written resolution pursuant to section 288 of the Act and shall take effect as a special resolution.

DocuSigned by:  
  
3DC13C9EB8644E9...

for and on behalf of

**Consort Medical Limited (99.99% holder)**

**Dated: 24 September 2021**

.....

for and on behalf of

**Bespak Finance Limited (0.001% holder)**

**Dated: September 2021**

## NOTES

1. Eligible members are the members of the Company who would have been entitled to vote on the Resolution on the Circulation Date.
2. 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.
3. 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.
4. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
5. Pursuant to section 642 of the Act, the Resolution must be passed not more than 15 days after the date of the solvency statement relating to the reduction of capital therefore unless sufficient agreement has been received for the Resolution to be passed within 15 days after the date of the solvency statement, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before the end of this period.