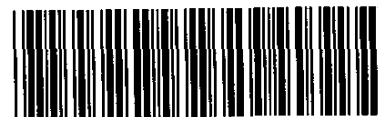


WRITTEN RESOLUTION

Company No. 04129835

THE COMPANIES ACT 2006

THURSDAY



A22 *A7ZAAYIX* #194
14/02/2019
COMPANIES HOUSE

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

THE COVENTRY AND RUGBY HOSPITAL COMPANY (HOLDINGS) LIMITED

("the Company")

(Circulated on 19 December 2013 at 11.15 am/pm)

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 of the Company as follows:

SPECIAL RESOLUTION

That the articles of association of the Company be amended by

- (a) deleting all the provisions of the Company's Memorandum of Association, which, by virtue of Section 28 of the Companies Act 2006, are to be treated as provisions of the Company's Articles of Association; and
- (b) inserting the following as a new Article 1A:

"The liability of the members of the Company is limited to the amount, if any, unpaid on the shares in the capital of the Company held by them",

Please read the notes at the end of this document before signifying your agreement to the resolutions set out above ('Resolutions').

We, being the sole member entitled to vote on the Resolutions on 19 December 2013, hereby irrevocably agree to the Resolutions.

SIGNED by

DATE

Innisfree Nominees Limited on behalf of Innisfree PFI
Continuation Fund

19.12.2013

Notes:

The Resolutions will lapse unless sufficient agreement has been received to pass them by If you agree to the Resolutions, please ensure that your agreement reaches us as soon as possible and in any event by that date.

The mechanics for signifying agreement to the Resolutions are set out below. If you do not agree to the Resolutions, you do not need to do anything; you will not be deemed to have agreed by failing to respond.

- 2 If you agree to the Resolutions, please sign and date this document as indicated above and return it to the Company using one of the methods set out below. Receipt by the Company of the signed document signifies your agreement to the Resolutions.
 - By delivering the signed copy to Craig Joseph Forster at 8
 hand: White Oak Square, London Road, Swanley, Kent,
 England, BR8 7AG
 - Post: returning the signed copy by post to Craig Joseph Forster
 at 8 White Oak Square, London Road, Swanley, Kent,
 England, BR8 7AG
- 3 Once you have signified your agreement to the Resolutions you may not revoke your agreement.
- 4 If you are signing this document on behalf of another 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.

PRINT OF WRITTEN RESOLUTION (FOR COMPANY RECORDS/FILING)

No. 04129835

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

**THE COVENTRY AND RUGBY HOSPITAL COMPANY (HOLDINGS) LIMITED
("the Company")**

Passed on 19 December 2013

On 19 December 2013 the following resolution was duly passed as a special resolution of the Company pursuant to Chapter 2 of Part 13 of the Companies Act 2006.

SPECIAL RESOLUTION

That the articles of association of the Company be amended by

- (a) deleting all the provisions of the Company's Memorandum of Association, which, by virtue of Section 28 of the Companies Act 2006, are to be treated as provisions of the Company's Articles of Association; and
- (b) inserting the following as a new Article 1A:

"The liability of the members of the Company is limited to the amount, if any, unpaid on the shares in the capital of the Company held by them",



Director / Secretary