

**ERA CARE LIMITED**

**(company number: 05921904)**

**(the "Company")**

**Resolutions of the directors of the Company passed on 30<sup>TH</sup> June 2017 by  
Stephen Milton, Miliano Mile and Francis Williams being all of the directors of the Company**

Each of the directors hereby declares the nature and extent of his interests in the proposed business set out in these resolutions in accordance with sections 177 and 182 of the Companies Act 2006 and the articles of association of the Company (the "**Articles**"), namely, in each case, that he is a shareholder of the Company.

In accordance with article 14 of the Articles, having declared their respective interests, each of the directors is entitled to vote on the resolutions set out in these resolutions on the grounds that such interests cannot reasonably be regarded as likely to give rise to a conflict of interest.

**RESOLUTIONS:**

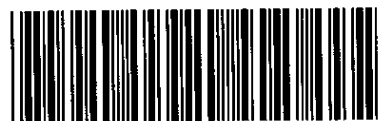
1. THAT the proposed members' written resolution of the Company, in the form attached to these director's resolutions ("**Written Resolution**"), be approved for circulation.
2. THAT subject to the passing of the Written Resolution, in accordance with the Written Resolution, each of the existing ordinary shares of £1.00 each in the capital of the Company be divided into 100 ordinary shares of £0.01 each.
3. THAT all Companies House filings necessary to record the matters approved by the Written Resolution and the other matters described in these resolutions be made as soon as practicable.



.....  
**Stephen Milton, director**

  
.....  
**Miliano Mile, director**  
.....  
**Francis Williams, director**

WEDNESDAY



\*A6DXWNFD\*

A12 30/08/2017 #340  
COMPANIES HOUSE

THE COMPANIES ACT 2006

WRITTEN SHAREHOLDER RESOLUTIONS

-of-

ERA CARE LIMITED  
(the "Company")

WEDNESDAY

A12  
COMPANIES HOUSE

Circulation date: 30<sup>TH</sup> June 2017

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the directors of the Company propose that the following resolution (the "Resolution") is passed as an ordinary resolution:

ORDINARY RESOLUTION

THAT each of the issued and outstanding ordinary shares of £1.00 each in the capital of the Company be subdivided into 100 ordinary shares of £0.01 each, such that following such subdivision the issued share capital of the Company shall be £3.00 divided into 300 ordinary shares of £0.01 each.

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

We hereby agree to the above resolutions.

Signed:

  
Stephen Milton

Date:

30/06/17

Signed:

  
Miliano Mile

Date:

30/06/17

Signed:

  
Francis Williams

Date:

30/06/17

**NOTES:**

- 1 If you agree to the resolution, please sign and date this document to confirm your agreement and then return it to the Company by email, post or by hand to its registered office, marked for the attention of the directors.
- 2 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.
- 3 Once you have indicated your agreement to the resolution, you may not revoke your agreement.
- 4 The resolution will lapse if the required majority of eligible members have not signified their agreement to it by the end of the period of 28 days beginning with the circulation date set out above. If you agree to the resolution please ensure that your agreement reaches the Company before that date.