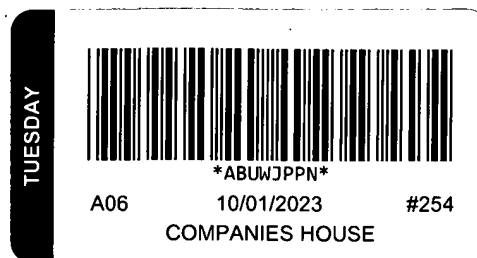


Company Number: 06780612

BIG HEALTH LTD
(the “Company”)



**MEMBERS' WRITTEN RESOLUTIONS PURSUANT TO CHAPTER
2 OF PART 13 OF THE COMPANIES ACT 2006 (the “Act”)**
Circulated on 10 December 2022 (the “Circulation Date”)
Passed on 19 December 2022

We, the undersigned, being the members of the Company entitled to attend and vote at general meetings of the Company, pursuant to Chapter 2 of Part 13 of the Act hereby **AGREE and RESOLVE:**

- in the case of resolution 1, that the same take effect as if they had been passed as ordinary resolutions of the Company at a general meeting duly convened and held; and
- in the case of resolutions 2 and 3, that the same take effect as if they had been passed as special resolutions of the Company at a general meeting duly convened and held.

Ordinary Resolution

1. **THAT** in accordance with section 551 of the Act, the directors be generally and unconditionally authorised to allot shares in the Company, or grant rights to subscribe for or to convert any security into shares in the Company to employees, contractors and advisers to the Company on the exercise of options pursuant to a share option scheme or otherwise (the “Rights”) up to 18,859,407 ordinary shares of £0.000001 each in the capital of the Company (the “Option Shares”), provided that this authority is for a period expiring five years from the date of this Resolution, unless renewed, varied or revoked by the Company, save that the Company may, before such expiry, make an offer or agreement which would or might require Option Shares to be allotted or Rights to be granted after such date and the directors may allot Option Shares or grant Rights in pursuance of such offer and such authority is in addition to any previous authorities.

Special Resolution

2. **THAT** the directors are generally empowered to allot the equity securities described in resolutions 1 above as if the pre-emption provisions in the articles of association of the Company did not apply to such allotment, sale or transfer, and any rights of pre-emption in connection therewith are hereby waived.
3. **THAT** the articles of association of the Company attached hereto as Exhibit A be approved and adopted as the new articles of association of the Company in substitution for and to the exclusion of the existing articles of association (the “New Articles”).

Company Number: 06780612

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the above resolutions (the “**Resolutions**”).

The undersigned, being the members of the Company and entitled to vote on the Resolutions, hereby irrevocably agree to the Resolutions.

[Signature pages follow]

Brendon Kelly

Date:

Brijesh Patel

Date:

For and on behalf of **Carousel, LLC**

Date:

Celia Fong

Date:

Chris Tower

Date:

Claire Watanabe

Date:

Colin Espie

Date:

Danielle Mansfield

Date:

DocuSigned by:



E1652ECDA7A84B2

For and on behalf of **Coöperatieve Gilde Healthcare IV U.A.**

Date: 12/13/2022

DocuSigned by:



7FBDB85E0283479

For and on behalf of **Coöperatieve Gilde Healthcare IV U.A.**

Date: 12/13/2022

David Hames

Date:

David Saraga

Date:

Samuel Atkins

Date:

Sarah Pedersen

Date:

Sean Duffy

Date:

For and on behalf of **Seglen II, LLC**

Date:

Shawn Zhou

Date:

Sophie Bostock

Date:

Susie Oblak

Date:

DocuSigned by:

83A1A0F832B1421...

For and on behalf of **SVF II EU
Aggregator (DE) LLC**

Date: 13-Dec-2022

Tephany Padreganda

Date:

For and on behalf of **The
Permanente Federation, LLC –
Series K**

Date:

Brendon Kelly

Date:

Brijesh Patel

Date:

Anand Shah

For and on behalf of **Carousel, LLC**

Date: Decemb

Celia Fong

Date:

Chris Tower

Date:

Claire Watanabe

Date:

Colin Espie

Date:

Danielle Mansfield

Date:

For and on behalf of **Coöperatieve Gilde Healthcare IV U.A.**

Date:

For and on behalf of **Coöperatieve Gilde Healthcare IV U.A.**

Date:

David Hames

Date:

David Saraga

Date:

Brendon Kelly

Date:

Brijesh Patel

Date:

For and on behalf of **Carousel, LLC**

Date:

Celia Fong

Date:

Chris Tower

Date:

Claire Watanabe

Date:

Colin Espie

Date:

Danielle Mansfield

Date:

For and on behalf of **Coöperatieve Gilde Healthcare IV U.A.**

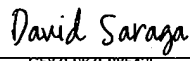
Date:

For and on behalf of **Coöperatieve Gilde Healthcare IV U.A.**

Date:

David Hames

Date:

DocuSigned by:


David Saraga
C58/E96/E98542E...

Date: 12/14/2022

Dilpreet Sahota

Date:

For and on behalf of **Drive Ventures, LLC**

Date:


Ed Evans

Date:

For and on behalf of **Forward Partners II L.P. acting by its general partner Forward Partners General Partner Limited**
Date:

Egor Gagin

Date:

DocuSigned by:

EB2B94491408418...
Esther Dyson

Date: 12/13/2022

Gi Fernando

Date:

Greg Detre

Date:

Helena Pilih

Date:

Heran Medhin

Date:

MEMBERS:

For and on behalf of
515 Ventures LLC

Date:

Abishek Ganesh

Date:

Alasdair Henry

Date:

Ankur Kaushal

Date:

For and on behalf of **ArrowMark**
Fundamental Opportunity
Fund, L.P.

Date:

August Phillips

Date:

Aviraj Singh


Date:

For and on behalf of the estate of
Benjamin Chatfield

Date:

For and on behalf of **Beta**
Endeavors, LLC

Date:

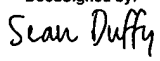
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Brandon Paluzzi

Date: 12/13/2022

Samuel Atkins

Date:

DocuSigned by:


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Sean Duffy

Date: 12/13/2022

Shawn Zhou

Date:

Susie Oblak

Date:

Tephany Padreganda

Date:

Sarah Pedersen

Date:

For and on behalf of **Seglen II, LLC**

Date:

Sophie Bostock

Date:

For and on behalf of **SVF II EU
Aggregator (DE) LLC**

Date:

For and on behalf of **The
Permanente Federation, LLC –
Series K**

Date:

Samuel Atkins

Date:

Sarah Pedersen

Date:

Sean Duffy

Date:

JDKauef
For and on behalf of Seglen II, LLC

Date: 12/12/2022
SEGLEN II LLC

Shawn Zhou

Date:

Sophie Bostock

Date:

Susie Ohlak

Date:

For and on behalf of SVF II EU
Aggregator (DE) LLC

Date:

Tephaney Padregueta

Date:

For and on behalf of The
Permanent Federation, LLC -
Series K

Date:

JM Frankl.

FRS

Jill Marie Franklin/Frances Anne Elizabeth Richard
Authorized Signatures

For and on behalf of **Morningside
Venture Investments Limited**

Date: December 13, 2022

For and on behalf of **Octopus
Administrative Services**

Date:

For and on behalf of **Octopus
Investments Nominees Limited**

Date:

For and on behalf of **Octopus
Titan VCT plc**

Date:

For and on behalf of **Octopus
Zenith Opportunities IV LP**

Date:

Ophelia Brown

Date:

Peter Read

Date:

Ronny Elor

Date:

For and on behalf of
Samsung Next Fund, LLC

Date:

Ryan Carlson

Date:

For and on behalf of **Index Ventures
VI (Jersey) LP**

Date:

For and on behalf of **Index Ventures
VI Parallel Entrepreneur Fund
(Jersey) LP**

Date:

Ioannis Panousis

Date:

Jake Mazanke

Date:

For and on behalf of **Jam Jar Investments
Nominee Limited**

Date:

For and on behalf of **Peter A. Hames
2021 Trust**

Date:

Jessica Hovick

Date:

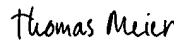
Jonathan Arnold

Date:

Justin Riele

Date:

DocuSigned by:



AS00E704E4E241B

For and on behalf of **Kaiser
Permanente Ventures, LLC – Series
C**

Date: 12/12/2022

DocuSigned by:

Thomas Meier

ASCCET/CAE4E2418

For and on behalf of **Kaiser
Permanente Ventures, LLC – Series D**

Date: 12/12/2022

Kasia Biezychudek

Date:

Kit Fitton

Date:

Lauren Lazo

Date:

Luis Robles

Date:

Matthew Knight

Date:

Michael Radoccia

Date:

Michael Wood

Date:

Michael-George Hemus

Date:

Nina Kjellson

Date:

Samuel Atkins

Date:

Sarah Pedersen

Date:

Sean Duffy

Date:

For and on behalf of **Seglen II, LLC**

Date:

Shawn Zhou

Date:

Sophie Bostock

Date:

Susie Oblak

Date:

For and on behalf of **SVF II EU
Aggregator (DE) LLC**

Date:

Tephany Padreganda

Date:

DocuSigned by:

Anne Cadwell

CFF38367FF7848A

For and on behalf of **The
Permanente Federation, LLC –
Series K**

Date: 12/12/2022

For and on behalf of **Morningside
Venture Investments Limited**

Date:

For and on behalf of **Octopus
Administrative Services**

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Titan VCT plc**

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For and on behalf of **Octopus
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Ophelia Brown

Date:

Peter Read


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Ronny Elor

Date:

For and on behalf of
Samsung Next Fund, LLC

Date:

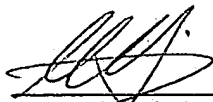
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Ryan Carlson
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Date: 12/14/2022

Tom Dyson

Date:

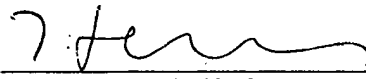


For and on behalf of Tower Pension
Trustees Full SIPP re Robert Bruce
Taylor - 103424

Date: 15/12/2022

Tom Walker

Date:



For and on behalf of Tower Pension
Trustees Full SIPP re Robert Bruce
Taylor - 103424

Date: 15/12/2022

Vojtěch Bartoš

Date:

For and on behalf of Yucca (Jersey)
SLP

Date:

Yuhan Chen

Date:

Vladimir Kluev

Date:

For and on behalf of **Morningside
Venture Investments Limited**

Date:

For and on behalf of **Octopus
Administrative Services**

Date:

For and on behalf of **Octopus
Investments Nominees Limited**

Date:

For and on behalf of **Octopus
Titan VCT plc**

Date:

For and on behalf of **Octopus
Zenith Opportunities IV LP**

Date:

Ophelia Brown

Date:

Peter Read

Date:

Ronny Elor

Date:

Brendon Kim

For and on behalf of
Samsung Next Fund, LLC
Brendon Kim, Authorized Officer
Date: 12 / 14 / 2022

Ryan Carlson

Date:

For and on behalf of **Morningside
Venture Investments Limited**

Date:

DocuSigned by:

Allison Cole

For and on behalf of **Octopus
Administrative Services Limited**

Date: 12/19/2022

DocuSigned by:

Allison Cole

For and on behalf of **Octopus
Investments Nominees Limited**

Date: 12/19/2022

DocuSigned by:

Allison Cole

For and on behalf of **Octopus
Titan VCT plc**

Date: 12/19/2022

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For and on behalf of **Octopus
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MEMBERS:

For and on behalf of
515 Ventures LLC

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Date:

Alasdair Henry

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Ankur Kaushal

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For and on behalf of **ArrowMark**
Fundamental Opportunity
Fund, L.P.

Date:

August Phillips

Date:

Aviraj Singh

Date:

For and on behalf of the estate of
Benjamin Chatfield

Date:

DocuSigned by:



BB4738491C2D4ED...

For and on behalf of **Beta**
Endeavors, LLC

Date: 12/14/2022

Brandon Paluzzi

Date:

EXHIBIT A

The New Articles

(see attached)