

Company Number: 07546735

Digital Surgery Limited
(the "Company")



SOLE MEMBER'S WRITTEN RESOLUTIONS

14 February 2022 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as special resolutions (the "**Resolutions**");


SPECIAL RESOLUTIONS

1. THAT, in substitution for all existing authorities, the directors be and are generally and unconditionally authorised for the purpose of section 551 Companies Act 2006 to exercise all the powers of the Company to allot shares in the Company, or to grant rights to subscribe for or to convert any security into shares in the Company ("**Rights**"), up to an aggregate nominal amount of £100 for a period expiring 5 years from the date of this resolution save that the Company may before the expiry of this authority make an offer or agreement that would or might require shares to be allotted or Rights to be granted after that expiry and the directors may allot shares or grant Rights in pursuance of that offer or agreement as if the authority conferred by this resolution had not expired.

2. THAT the directors be and are empowered pursuant to section 570 Companies Act 2006 ("**CA 2006**") to allot equity securities (within the meaning of section 560(1) CA 2006) pursuant to the authority conferred by resolution 1 above as if section 561 CA 2006 did not apply to the allotment, provided that the power conferred by this resolution will expire 5 years from the date of this resolution save that the Company may before the expiry of this power make an offer or agreement that would or might require equity securities to be allotted after that expiry and the directors may allot equity securities in pursuance of that offer or agreement as if the power conferred by this resolution had not expired.

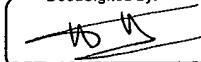
Please read the Notes at the end of this document before signifying your agreement to the Resolutions below.

BY ORDER OF THE BOARD

DocuSigned by:

.....8CAD69FB2C8E4A5.....
Director

AGREEMENT

WE THE UNDERSIGNED, being the sole member of the Company on the Circulation Date,
HEREBY IRREVOCABLY AGREE to the Resolutions.

DocuSigned by:


Name: **Erik De Grès**
duly authorised signatory
for and on behalf of
Covidien Group S.à r.l.

Dated 14 February 2022

NOTES

1. To signify your agreement to the Resolutions you should sign and date this document where indicated above and return it to the Company.
2. Once you have signified your agreement to the Resolutions, you may not revoke your agreement.
3. Unless, by 28 days following the Circulation Date, sufficient agreement has been received for the Resolutions to pass, they will lapse.