

PASSED ON 1<sup>ST</sup> NOVEMBER 2017

Company number: 10024203

THE COMPANIES ACT 2006  
PRIVATE COMPANY LIMITED BY SHARES  
WRITTEN RESOLUTIONS

- of -

CFS CARE LIMITED

(the "Company")

Pursuant to section 288 of the Companies Act 2006 (the "2006 Act")

30<sup>th</sup> October 2017 (the "Circulation Date")

Pursuant to chapter 2 of part 13 of the 2006 Act, the directors of the Company propose that the resolution 1 below be passed as an ordinary resolution and resolution 2 be passed as a special resolution (the "Resolutions").

ORDINARY RESOLUTION

	FOR	AGAINST
1. <b>THAT</b> the directors be generally and unconditionally authorised for the purposes of section 551 of the 2006 Act to exercise all of the powers of the Company to allot up to 10,125 B ordinary shares of £0.01 each in the capital of the Company having an aggregate nominal value of £101.25, provided that:  a. the authority granted under this resolution shall expire five years after the passing of this resolution; and  b. the Company may, before such expiry under the paragraph above of this resolution, make an offer or agreement which would require shares to be allotted or rights to subscribe for or to convert any security into shares to be granted after such expiry and the directors may allot such shares or grant such rights (as the case may be) in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.	X	

SPECIAL RESOLUTIONS

	FOR	AGAINST
2. <b>THAT</b> subject to the passing of resolution 1 above, all and any rights of pre-emption arising under the articles of association of the Company, the 2006 Act or otherwise, be and hereby are waived in respect of the allotment and issue of up to 10,125 B ordinary shares of £0.01 each in the capital of the Company.	X	

SATURDAY



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04/11/2017

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COMPANIES HOUSE

## AGREEMENT

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

The undersigned, being a member of the Company entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions where "X" is marked in the "For" box above.

**Note: To "vote" for the Resolutions you must sign AND mark "X" in the "For" box for the Resolutions above.**

Signed: \_\_\_\_\_



Name: \_\_\_\_\_

SHARE NOMINEES LIMITED  
(PRINT NAME)

Date: \_\_\_\_\_

1st November 2017

## NOTES

1. If you wish to vote in favour of a Resolution please put an "X" in the box marked "For" next to the Resolution. If you wish to vote against a Resolution please put an "X" in the box marked "Against" next to the Resolution or leave both boxes next to the Resolution blank.
  2. Once you have indicated your voting intentions please sign and date this document and return it to the Company using one of the following methods:
    - 2.1 **by post:** returning the signed copy by post to Diviya Padman at Taylor Vinters LLP, Merlin Place, Milton Road, Cambridge, Cambridgeshire CB4 0DP; or
    - 2.2 **by email:** by attaching a scanned copy of the signed document to an email and sending it to [diviya.padman@taylorvinters.com](mailto:diviya.padman@taylorvinters.com). Please enter "Written resolutions" in the email subject box.
- If you do not agree to the Resolutions, 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 Resolutions, you may not revoke your agreement.
  4. If you agree to the Resolutions, please ensure that your agreement reaches us within 28 days of the Circulation Date.
  5. If you are signing this document on behalf of a 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.

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PRIVATE COMPANY LIMITED BY SHARES  
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(the "Company")

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Pursuant to chapter 2 of part 13 of the 2006 Act, the directors of the Company propose that the resolution 1 below be passed as an ordinary resolution and resolution 2 be passed as a special resolution (the "**Resolutions**").

**ORDINARY RESOLUTION**

	FOR	AGAINST
1. <b>THAT</b> the directors be generally and unconditionally authorised for the purposes of section 551 of the 2006 Act to exercise all of the powers of the Company to allot up to 10,125 B ordinary shares of £0.01 each in the capital of the Company having an aggregate nominal value of £101.25, provided that: <ul style="list-style-type: none"><li>a. the authority granted under this resolution shall expire five years after the passing of this resolution; and</li><li>b. the Company may, before such expiry under the paragraph above of this resolution, make an offer or agreement which would require shares to be allotted or rights to subscribe for or to convert any security into shares to be granted after such expiry and the directors may allot such shares or grant such rights (as the case may be) in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.</li></ul>	X	

**SPECIAL RESOLUTIONS**

	FOR	AGAINST
2. <b>THAT</b> subject to the passing of resolution 1 above, all and any rights of pre-emption arising under the articles of association of the Company, the 2006 Act or otherwise, be and hereby are waived in respect of the allotment and issue of up to 10,125 B ordinary shares of £0.01 each in the capital of the Company.	X	

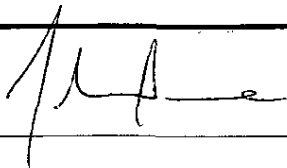
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**Note: To "vote" for the Resolutions you must sign AND mark "X" in the "For" box for the Resolutions above.**

Signed: \_\_\_\_\_



Name: \_\_\_\_\_

FOR AND ON BEHALF OF  
JOHN EDWARD ROWE, DIRECTOR, WCS NOMINEES LIMITED  
(PRINT NAME)

Date: \_\_\_\_\_

30.10.2017

## NOTES

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4. If you agree to the Resolutions, please ensure that your agreement reaches us within 28 days of the Circulation Date.
5. If you are signing this document on behalf of a 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.