

Company no. 11425451

The Companies Act 2006

Company limited by shares

Written resolution

of

Sensyne Health Limited (the "Company")

(passed on 9 August 2018)

Pursuant to written resolutions of the Company duly circulated on 9 August 2018, the Resolutions were passed on 9 August 2018, resolutions 1 and 2 as special resolutions (the "Resolutions"):

#### Special Resolutions

1. **That** the share capital of the Company be and is reduced by £129,770,560.77, from £130,000,772.87 divided into 433,199 ordinary H shares of £56.47 each, 1,033,560 preferred A1 H shares of £56.47 each, 93,047 preferred A2 H shares of £56.47 each, 465,290 preferred B H shares of £56.47 each, 277,025 preferred C H shares of £56.47 each, all fully paid up, to £230,212.10 divided into 433,199 ordinary H shares of £0.10 each, 1,033,560 preferred A1 H shares of £0.10 each, 93,047 preferred A2 H shares of £0.10 each, 465,290 preferred B H shares of £0.10 each, 277,025 preferred C H shares of £0.10 each, all fully paid up by reducing the nominal amount of all such shares from £56.47 to £0.10, and that the sum of £129,770,560.77 resulting from the reduction be credited to the distributable reserves of the Company following such reduction.
2. **That** subject to the passing of resolution 1 the draft articles of association attached to this resolution be and they are adopted by the Company in substitution for, and to the exclusion of, its existing articles of association.

DocuSigned by:  
*Lonnie Headley*  
E2203C2F2CC14A2 Director

THURSDAY

