Company number: 11496743

### **THE COMPANIES ACT 2006**

#### PRIVATE COMPANY LIMITED BY SHARES

#### WRITTEN RESOLUTIONS

-of-

# **NONOXYNOL HOLDINGS LIMITED** ("the Company")

Pursuant to chapter 2 of part 13 of the Companies Act 2006, the resolutions below were passed as Ordinary and Special Resolutions of the Company (as indicated) on  $\beta m$ 

## **ORDINARY RESOLUTIONS**

- (a) That a further 1 Ordinary share of £1.00 in the capital of the company be issued. This is to be designated as 1 Ordinary A share of £1 and to carry the rights and be subject to the restrictions set out in the Articles of Association;
- (b) That 16 of the 33 Ordinary C shares of £1.00 each in the capital of the company issued to Stephen Bell be redesignated as 16 'A' shares of £1.00 each to carry the rights and be subject to the restrictions set out in the Articles of Association referred to below;
- That 17 of the 33 Ordinary C shares of £1.00 each in the capital of the company issued to (c) Stephen Bell be redesignated as 17 'B' shares of £1.00 each to carry the rights and be subject to the restrictions set out in the Articles of Association referred to below;

Director/Secretary

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### **NOTES**

- 1. You can choose to agree to all of the Resolutions or none of them but you cannot agree to only some of the Resolutions. If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:
  - (a) **by hand**: delivering the signed copy to the registered office address; or
  - (b) **by post**: returning the signed copy by post to the Company Secretary at the registered office address.

The Company cannot accept agreement to the Resolutions which is sent by fax, email or other electronic means.

- 2. 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. Unless, by the 28th day following the circulation date of the Resolutions, sufficient agreement has been received from the required majority of eligible members for the Resolutions to be passed, they will lapse. If the Resolutions are signed after the lapse date, that/those signature(s) will not be accepted and the Resolutions may not be passed as a consequence.
- 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.

## NONOXYNOL HOLDINGS LIMITED

### CONSENT TO VARIATION IN CLASS RIGHTS

We, the undersigned being the holders of all the issued Shares of £1 each in the capital of the Company hereby sanction each and every variation in the rights attached to such Shares involved in or proposed to be effected by the Ordinary and Special Resolutions set out in the attached copy Written Resolutions.

Signed: #

Signed: CuaCharlotte Watson

Signed: .C