

Company Number: 11931988

PRIVATE COMPANY LIMITED BY SHARES
PRINT OF WRITTEN RESOLUTIONS OF THE SHAREHOLDERS
OF
CAPRI HEALTHCARE LTD

(the Company)

CIRCULATION DATE OF THE WRITTEN RESOLUTIONS:
6th December 2023

(Circulation Date)

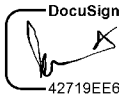
DATE PASSED OF THE WRITTEN RESOLUTIONS:
6th December 2023

(Date Passed)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the Act)

The Company confirms that the Written Resolutions as set out in the Schedule were each duly passed, in compliance with the Act, on (and including) the Date Passed (as stated above)

(Written Resolutions)

DocuSigned by:

42719EE60357436...

x _____ **x**
Duly signed and confirmed by an authorised signatory
for and on behalf of the Company

Date of signature 6th December 2023

SCHEDULE

Copy below of the Written Resolutions as circulated by the Company on the Circulation Date and passed on the Date Passed (both dates as stated further above on the first page).

RESOLUTION - 1 - ORDINARY RESOLUTION

AUTHORITY TO ALLOT: THAT, in accordance with section 551 of the CA 2006, the directors (or the sole director if only one) of the Company (or a duly constituted committee of the directors) (Directors), be generally and unconditionally authorised to allot shares (Shares) in the Company or grant rights (Rights) to subscribe for or to convert any security into Shares up to an aggregate nominal amount of £0.01389 (being the equivalent to 1,389 shares of £0.00001 each) PROVIDED THAT this authority shall, unless renewed, varied or revoked by the Company, expire on the date falling five years from (and including) the date of this Resolution save that the Company may, before such expiry, make an offer or agreement which would or might require Shares to be allotted or Rights to be granted and the Directors may allot Shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has otherwise expired. The authority in this Resolution revokes and replaces all unexercised authorities previously granted to the Directors but without prejudice to any allotment of shares or grant of Rights already made or offered or agreed to be made pursuant to such authorities.

RESOLUTION - 2 - SPECIAL RESOLUTION

DISAPPLICATION OF PRE-EMPTION RIGHTS: THAT, subject to the passing of all other Resolutions, and in accordance with section 570 of the CA 2006, the directors (or the sole director if only one) of the Company be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) pursuant to the authority (or authorities) conferred by all other Resolutions, as if section 561(1) of the CA 2006 (and all other rights of pre-emption whether granted by law, the articles of association or any other agreement) did not apply to any such allotment(s), PROVIDED THAT this power shall (1) be limited to the allotment of equity securities up to an aggregate nominal amount of £0.01389 and (2) expire on the date falling five years from (and including) the date of this Resolution (unless renewed, varied or revoked by the Company prior to or on that date), save that the Company may, before such expiry, make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this Resolution has expired.