

Company No. 12403172

The Companies Act 2006

Private Company Limited by Shares

Written Resolutions

of

Handicare Patient Handling Limited (the "Company")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company have proposed that Resolution 1 below is passed by the sole member of the Company as an ordinary resolution and Resolution 2 is passed as a special resolution.

We, the undersigned, being entitled as at 15 February 2021, the date of circulation of these Resolutions, to attend and vote at general meetings of the Company, **RESOLVE** that the following Resolutions be passed as written resolutions having effect as an ordinary resolution of the Company:

Ordinary Resolution

1. **THAT** the sum of GBP 1,978,443 being part of the capital contribution reserve be and is hereby capitalised and appropriated as capital to the holders of ordinary shares of GBP 1.00 each in the capital of the Company as appearing in the register of members as at the close of business on 15 February 2021 and that the directors be and are hereby authorised to apply such sum in paying up in full 1,978,443 ordinary shares of GBP 1.00 each in the capital of the Company and to allot and issue such new shares, credited as fully paid up, to the holders of ordinary shares of GBP 1.00 in proportion to the number of ordinary shares already held by them at the date of this resolution (the "**Bonus Share Issue**").

Subject to Resolution 1 being passed and the Bonus Share Issue being effective, we **RESOLVE** that the following Resolution be passed as a written resolution having effect as a special resolution of the Company:

Special Resolution

2. **THAT** the issued share capital of the Company be reduced from GBP 1,978,444 to GBP 1 by cancelling and extinguishing 1,978,443 Ordinary bonus shares of GBP 1.00 each in the capital of the Company and the amount so cancelled be credited to the distributable reserves of the Company (the "**Capital Reduction**").



Date of circulation 15 February 2021

DocuSigned by:

Robert Brodie

For and on behalf of **DHG Bidco Limited**

Name: Robert Brodie

Title: Director

Date of signature: 15 February 2021