# PRIVATE COMPANY LIMITED BY SHARES

## WRITTEN RECORD OF MEMBERS' WRITTEN RESOLUTIONS

<u>of</u>

# **PHYSIOMEDICS LIMITED**

(COMPANY NUMBER: SC389958) (the "Company")

**CIRCULATION DATE: 29 June 2021** 

PASSED:

30 June

2021

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the resolutions set out below were passed by written resolutions of the members of the Company:-

#### **ORDINARY RESOLUTION**

THAT in accordance with section 551 of the Companies Act 2006, the Company's directors
be generally and unconditionally authorised to allot and issue shares, or to grant rights to
subscribe for, or to convert any security into any shares, in the share capital of the
Company provided that that authority is limited to the allotment in aggregate of up to
52,632 ordinary shares of £0.001 each provided that this authority shall, unless renewed,
varied or revoked by the Company, expire on 31st July 2021.

## **SPECIAL RESOLUTIONS**

- 2. THAT all rights of pre-emption whether in terms of the articles of association of the Company or the Companies Act 2006 or otherwise be and are hereby dis-applied and waived in respect of any allotment of shares made pursuant to resolution 1; and
- 3. THAT the articles of association of the Company attached hereto be and are hereby adopted as the articles of association of the Company in place of and to the exclusion of all other articles of association.

CERTIFIED AS A TRUE EXTRACT OF THE MINUTES OF THE COMPANY

Director

Henf/Steet Director

\*5A869GZV\*
SCT 06/07/2021 #82

**COMPANIES HOUSE**