

**PRIVATE COMPANY LIMITED BY SHARES**

**COMPANIES ACT 2006**

**RECORD OF MEMBER'S WRITTEN RESOLUTION**

**OF**

**CARESOURCER LIMITED (SC521303) (the "Company")**

The following resolutions were circulated on 17 October 2021 and passed on 17 October 2021, resolution 1 as an ordinary resolution and resolutions 2 and 3 as special resolutions (the "**Written Resolutions**").

1. Authority to enter into Purchase Contract

THAT, the terms of an agreement proposed to be made between the Company, BGF Nominees Limited, ADV ECF 1 L.P. and Legal & General Partnership Holdings Limited for the purchase by the Company from BGF Nominees Limited, ADV ECF 1 L.P. and Legal & General Partnership Holdings Limited of 17,359 ordinary shares of £0.01 each in the capital of the Company for a total consideration of £1,519,589.11 as set out in the contract attached (**Purchase Contract**) was approved and the Company was authorised to enter into the Purchase Contract.

2. Change to Articles of Association

THAT, article 13.1 of the Company's articles of association be hereby amended to:

*"The Company may purchase Shares in accordance with the provisions of Act and Article 10 shall not apply to such purchase of Shares."*

3. Dis-Application of Pre-Emption Rights

THAT, each of the signatories hereby waives for all purposes any rights of pre-emption or restriction or any other rights to object to the purchase referred to in Resolution 1, whether conferred on them as a shareholder by the Company's articles of association, any agreement to which they may be a party or otherwise

Signed by Thorntons Law LLP as Company Secretary.

Robbie Francis

Robbie Francis, Oct 22 2021 14:00 GMT +1

Signature

Oct 22, 2021

Date