

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

OF

CARESOURCER LIMITED

REGISTERED NUMBER SC521303

(the "Company")

CIRCULATION DATE: 18 MARCH 2022

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (**Act**), the directors of the Company propose the following written resolution, resolution 1 as an ordinary resolution and resolution 2 as special resolution (**Written Resolutions**).

1. Ordinary Resolution

THAT the terms of an agreement proposed to be made between the Company and Patrick McGinley, Julia McGinley, Keith Wilson, Rosemary Wilson, Charles Harley, Graham Jones, Mark Logan, James Hynd, Steven King, Tony Purcell, Duncan Blair, Jamie Sunderland, Nic Thompson and Rebecca Gill for the purchase by the Company from Patrick McGinley, Julia McGinley, Keith Wilson, Rosemary Wilson, Charles Harley, Graham Jones, Mark Logan, James Hynd, Steven King, Tony Purcell, Duncan Blair, Jamie Sunderland, Nic Thompson and Rebecca Gill of 5,518 ordinary shares of £0.01 each in the capital of the Company for a total consideration of £331,060 as set out in the contracts attached (**Purchase Contracts**) be approved and the Company be authorised to enter into the Purchase Contracts.

2. Special Resolution

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.

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Written Resolutions.

The undersigned, each being the persons entitled to vote on the above Written Resolutions, hereby irrevocably agrees to the Written Resolutions:

Andrew McGinley

Andrew McGinley (Mar 18, 2022 13:49 GMT)

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Andrew McGinley

Mar 18, 2022

.....
Date

Andrew Parfery

Andrew Parfery (Mar 18, 2022 13:52 GMT)

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Andrew Parfery

Mar 18, 2022

.....
Date

NOTES

1. You can choose to agree to both of the Resolutions or neither of them but you cannot agree to only one of the resolutions. If you agree to the Written 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:

By Hand. Deliver the signed copy for the attention of Katie Hobkirk at Thorntons Law, Kinburn Castle, Doubledykes Road, St Andrews, KY16 9DR.

Post. Return the signed copy by post to Katie Hobkirk at Thorntons Law, Kinburn Castle, Doubledykes Road, St Andrews, KY16 9DR.

Fax. Fax the signed copy to 01334 476862 marked "For the attention of Katie Hobkirk".

Email. Attach a scanned copy of the signed document to an email and sending it to khobkirk@thorntons-law.co.uk. Please enter "Caresourcer Written Resolutions" in the email subject box.

Adobe ESign. By applying your electronic signature and selecting "Finish" within Adobe ESign.

If you do not agree to the Written Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.

2. Once you have indicated your agreement to the Written Resolutions, you may not revoke your agreement.
3. Unless sufficient agreement has been received for the Written Resolutions to pass 28 days beginning with the circulation date of the Written Resolutions, they will lapse. If you agree to these Written Resolutions, please indicate your agreement and notify us as soon as possible.
4. 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.