

**JOHNSON & JOHNSON MANAGEMENT LIMITED**

**Company number: 00203555**

**(the Company)**

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**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION**

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Circulation date: <sup>10</sup>/~~7~~ December 2018

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Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions be passed as a special written resolutions (together, the **Resolutions**).

**Resolutions**

1. **THAT**, in accordance with paragraph 42(2)(b) of Schedule 2 of the Companies Act 2006 (Commencement No 8, Transitional Provisions and Savings) Order 2008, any restriction on the authorised share capital of the Company whether set out in its memorandum of association or otherwise, which by virtue of section 28 of the Companies Act 2006 is treated as a provision of the Company's articles of association, is hereby revoked and deleted.

2. **THAT**, in accordance with section 551 of the Companies Act 2006, the directors of the Company be generally and unconditionally authorised to allot 1,000,000 ordinary shares of £1.00 each in the capital of the Company up to an aggregate nominal amount of £1,000,000.00 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 31 December 2018. This authority revokes and replaces all unexercised authorities previously granted to the directors.

**Agreement:**

Please read the explanatory statement at the end of this document before signifying your agreement to the Resolutions.

The undersigned, being the sole shareholder of the Company who would on the above-stated date be entitled to attend and vote at a general meeting of the Company, hereby irrevocably agrees to the Resolutions:

  
.....

Signed for and on behalf of  
**JJHC, LLC**

December 10<sup>th</sup> 2018  
Date

THURSDAY



A08      \*A7L6MK7K\*      #115  
20/12/2018  
COMPANIES HOUSE

## **EXPLANATORY STATEMENT**

(This explanatory statement is not part of any proposed written resolution.)

1. This document is proposed by the board of directors of the Company.
2. This document is sent to the sole shareholder of the Company on the Circulation Date.
3. If you wish to signify agreement to this document, please follow the procedure below:
  - 3.1 you (or someone acting on your behalf) must sign and date this document;
  - 3.2 if someone else is signing this document on your behalf under a power of attorney or other authority, please send a certified copy of the relevant power of attorney or authority when returning this document; and
  - 3.3 please return the document to the Company.
4. Please note that it is not possible to withdraw your consent once this document, signed by you or on your behalf, has been duly received.

If, within 28 days of the Circulation Date, agreement has not been received from you, the Resolutions will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us on or before this date.