

Company No: 03802593

## WRITTEN RESOLUTIONS

of

### PHARMACY2U LIMITED (the "Company")

Pursuant to section 281(1)(a) of the Companies Act 2006 (the "Act")

Circulation date: 29 March 2018

Pursuant to Chapter 2, Part 13 of the Act, the directors of the Company propose that Resolution 1 below is passed as an ordinary resolution and Resolution 2 below is passed as a special resolution of the Company.

### ORDINARY RESOLUTION

- (1) THAT the directors of the Company be generally and unconditionally authorised pursuant to section 551 of the Act to allot shares in the Company and to grant rights to subscribe for or to convert any security into shares in the Company up to a maximum nominal amount of £24,999,380.80 for a period expiring (unless previously renewed, varied or revoked by the Company in general meeting) three years after the date on which this resolution is passed, save that the Company may before expiry of this authority make an offer or agreement which would or might require shares to be allotted, or rights to subscribe for or to convert any security into shares to be granted, after expiry of this authority and the directors may allot shares, or grant rights to subscribe for or convert any security into shares, in pursuance of that offer or agreement as if this authority had not expired.

### SPECIAL RESOLUTION

- (2) THAT the directors be generally empowered pursuant to section 570 of the Act to allot equity securities (within the meaning of section 560 of the Act) for cash, pursuant to the authority conferred by Resolution (1) above (the "Authority") as if section 561 of the Act did not apply to any such allotment. This power shall cease to have effect when the Authority is revoked or (if not revoked) expires, but the Company may make an offer or agreement before expiry of this power which would or might require equity securities to be allotted after expiry of this power and the directors may allot equity securities in pursuance of that offer or agreement as if this power had not expired.

The undersigned, the sole member entitled to vote on the above resolutions on the circulation date, hereby irrevocably agrees to those resolutions as indicated above:

  
.....  
For and on behalf of  
**GSHPE BIDCO LIMITED as Attorney**

Date: 29 March 2018

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