

Company number: 10636685

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**WRITTEN RESOLUTIONS**

**of**

**SURGICAL SPECIALTIES CORPORATION LIMITED**  
**(the "Company")**

**A PRIVATE COMPANY LIMITED BY SHARES**

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**CIRCULATION DATE:** 4 May **2021**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the directors of the Company propose that the following resolution ("**Resolution**") is passed as an ordinary resolution of the Company:

**ORDINARY RESOLUTION**

1. THAT, in accordance with section 551 of the Act, the directors of the Company be unconditionally authorised to allot 1 Ordinary Share of \$0.01 in the capital of the Company for an aggregate nominal value of \$0.01. Unless renewed, varied or revoked by the Company, this authority shall expire on the date one year from the date on which this resolution is passed.



**AGREEMENT:**

We, being an eligible member of the Company (as defined in section 289 of the Companies Act 2006) in respect of this written resolution, agree that the Resolutions be so passed.

Signed by:

A handwritten signature in black ink, appearing to be 'Tom Testa', written over a horizontal line.

Name: Tom Testa

Date: 4 May 2021

Title: Director

For and on behalf of SSC Holdco (UK) Limited

**IMPORTANT:**

To signify your agreement to the Resolution, you must:

- sign this document where indicated above;
- return the signed document to the Company using one of the following methods:
  - deliver it by hand or send it by post to Lauren Bond, Kirkland & Ellis International LLP, 30 St. Mary Axe, London, EC3A 8AF;
  - fax a copy of the signed document to +44 20 7469 2001 marked "For the attention of Lauren Bond"; or
  - attach a scanned copy of the signed document to an email, enter "Written Resolution" in the subject line and send it to [lauren.bond@kirkland.com](mailto:lauren.bond@kirkland.com); and
- ensure that the signed document is received by the Company within the period of 28 days from and including the circulation date indicated above. If the Resolution is not passed by the end of this period, they will lapse.

Note: Once given, your agreement may not be revoked.