

Company number: 10636685

The Companies Act 2006

Company limited by shares

Surgical Specialties Corporation Limited

(the "Company")

Resolutions in writing of the eligible members of the Company
passed in accordance with section 288 of the Companies Act 2006

We, the undersigned, being the required majority of eligible members **RESOLVE** as follows:

Ordinary resolutions

1. **THAT** the 75,726,262 USD Ordinary shares of \$1.00 each in the capital of the Company be and are sub-divided into 7,572,626,200 USD Ordinary shares of \$0.01 each.
2. **THAT**, subject to the passing of ordinary resolution 1 above, the 7,572,626,200 USD Ordinary shares of \$0.01 each in the capital of the Company be and are re-designated as USD Class shares of \$0.01 each.
3. **THAT**, in accordance with section 551 of the Companies Act 2006, the directors of the Company be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company, up to an aggregate nominal amount of \$100,000,000.00 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the date 5 years from the date of passing of this resolution, save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or rights to be granted and the directors may allot shares or grant rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

Dated: 5 October 2021

DocuSigned by:

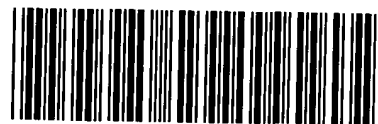


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Name: Rebecca Burridge

For and on behalf of SSC Holdco (UK) Limited

TUESDAY



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19/10/2021

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COMPANIES HOUSE