

Company Number: 11190060

PRIVATE LIMITED COMPANY

WRITTEN RESOLUTION

of

Agincare Live-In Care (South East) Limited (Company)

Circulation Date:

12 July 2021

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolution below is passed as a special resolution (**Resolution**).

SPECIAL RESOLUTION

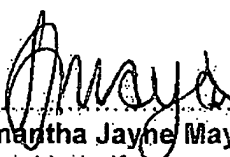
THAT the Articles of Association annexed to this be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the Company's existing articles of association.

AGREEMENT

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

The undersigned, a person entitled to vote on the above resolution on the Circulation Date, irrevocably agrees to the Resolution.

Signed


Samantha Jayne Mayes
for and behalf
of Agincare Live-In Management Services

Date:

12/7/21



NOTES

1. If you agree to the Resolution please indicate your agreement by signing and dating this document where indicated above and returning it to Lisa Botterill of Shakespeare Martineau LLP by using one of the following delivery methods:
 - **By hand:** delivering the signed copy to Third Floor, Two Colton Square, Leicester, LE1 1QH;
 - **Post:** returning the signed copy by post to Third Floor, Two Colton Square, Leicester, LE1 1QH;
 - **Email:** by attaching a scanned copy of the signed document to an email and sending it to Lisa.botterill@shma.co.uk. Please type "Written resolution of Agincare Live-In Care (South East) Limited" in the email subject box.
2. If you do not agree to the Resolution, you do not need to do anything. You will not be deemed to agree if you fail to reply.
3. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
4. Unless within 28 days of the Circulation Date sufficient agreement is received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date.
5. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
6. 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.

Annex – Articles of Association