

**AMAYA CARE HOMES LIMITED (the "Company")**

**Company No. 12222685**

**A COMPANY LIMITED BY SHARES**

By a written resolution of the above named Company pursuant to Chapter 2 of Part 13 of the Companies Act 2006 the following resolutions were deemed to have been passed as Special Resolutions of the Company on 26 May 2021.

**SPECIAL RESOLUTIONS**

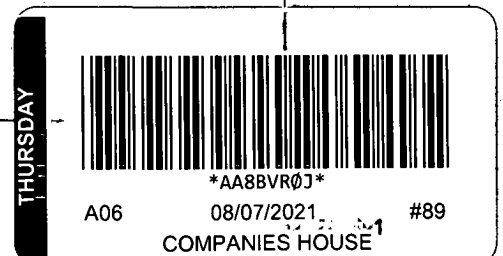
1. That, in accordance with section 551 of the 2006 Act, the Directors be generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of £99.00 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the fifth anniversary from the date of the resolution is passed.

This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 80 of the Companies Act 1985 or section 551 of the 2006 Act.

2. That, subject to the passing of the resolution 1 and in accordance with section 570 of the 2006 Act, the Directors be generally empowered to allot equity securities (as defined in section 560 of the 2006 Act) pursuant to the authority conferred by resolution 1, as if section 561(1) of the 2006 Act did not apply to any such allotment provided that this power shall:

2.1 be limited to the allotment of equity securities up to an aggregate nominal amount of 99 ordinary shares of £1.00 each; and

2.2 expire on the fifth anniversary from the date the resolution is passed (unless renewed, varied or revoked by the Company prior to or on that date) save that the Company may, before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry.



3. That, the Directors be permitted to allot ordinary shares to the following allottee:

**Name of Allottee**

**Number of Shares**

**to be Allotted**

Rajan Gupta

99

DATED this 26 day of May 2021

By Order of the Board

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Signed for and on behalf of the Company