

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

OVENDEN HEALTHCARE LTD (the "Company")

Circulated on 26 MAY 2015

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (as amended) (the "Act"), the directors of the Company (the "**Directors**"), in accordance with section 288(3) (a) of the Act, propose that the following resolutions are passed by the members of the Company as ordinary resolutions and special resolutions, as designated

ORDINARY RESOLUTION

1. **AUTHORITY TO ALLOT**

THAT in accordance with section 551 of the 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 five years from the date on which this resolution is passed save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the Directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired

SPECIAL RESOLUTIONS

2 **DISAPPLICATION OF PRE-EMPTION RIGHTS**

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

- (a) be limited to the allotment of equity securities up to an aggregate nominal amount of £99 00, and
- (b) expire five years from the date on which this 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 and the Directors may allot equity securities in pursuance of

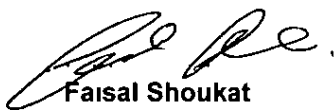
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COMPANIES HOUSE

any such offer or agreement notwithstanding that the power conferred by this resolution has expired

Signed



Faisal Shoukat

Registered holder of 100% of the entire issued and allotted share capital of the Company

Date of signature 26 MAY 2016

NOTES

- A If you agree to the resolutions set out above (the "**Resolutions**"), please indicate your agreement by signing above, dating your signature where indicated and returning it to the Company by hand or sent by pre-paid first class post to the Company's registered office address. If you do not agree to the Resolutions, you do not need to do anything, you will not be deemed to agree if you fail to reply.
- B Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
- C Unless, by 5.30pm on the date falling 28 days after the date of circulation of the Resolutions, sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement is submitted by that time.
- D If you are signing the Resolutions 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.