

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION**

**OF**

**TUNSTALL HEALTHCARE GROUP LIMITED**

**(Registered No. 06495696)**

**(the "Company")**

**CIRCULATION DATE: 30 September 2020**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the Directors of the Company propose that the following resolutions (the "**Resolutions**") be passed as special and ordinary resolutions respectively by way of a written resolution of the Company:

**SPECIAL RESOLUTION**

**"THAT:**

1. the name of the Company be changed to "Exdon 1 Limited"; and
2. the Company be wound up voluntarily under section 84(1)(b) of the Insolvency Act 1986."

**ORDINARY RESOLUTION**

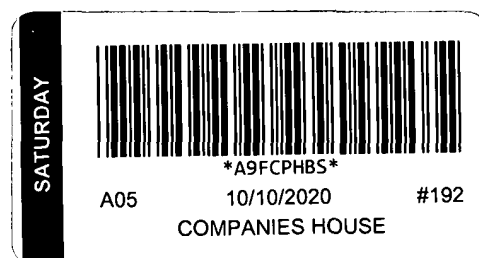
**"THAT,** subject to the passing of the above special resolution:

1. Stephen Cork and Anthony Cork of Cork Gully LLP, 6 Snow Hill, Farringdon, London EC1A 2AY, be appointed as liquidators of the Company, for the purpose of winding up the Company's affairs and distributing its assets, that the statutory powers of the liquidator be authorised and that the remuneration for dealing with the matters arising in the liquidation should be calculated by reference to the time costs properly incurred by them and their staff and authority is given for remuneration to be drawn on this basis.
2. Gordon Sutherland be authorised to sign the Certificate of Appointment of Liquidators on behalf of the shareholders of the Company."

**AGREEMENT**

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

The undersigned, being the members entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably and unconditionally agree to the Resolutions.



DocuSigned by:

*Thomas Patrick*

FEE99D52EC604DF...

For and on behalf of  
**Charterhouse General Partners (VIII)  
Limited**  
Date: 30 September 2020

DocuSigned by:

*Benjamin Marten*

BCE43F8E8377401...

For and on behalf of  
**Bridgepoint Capital (Nominees) Limited**  
Date: 30 September 2020

DocuSigned by:

*[Signature]*

3FE01313AE9E1434

For and on behalf of  
**Gartmore Direct Fund III SLP**  
Date: 30 September 2020

For and on behalf of  
**Tunstall Trustee Co Limited**  
Date:

**James Buckley**  
Date:

**Neil Duffy**  
Date:

**Stephen Sadler**  
Date:

**Jon Lowe**  
Date:

**Ludger Lappenkueper**  
Date:

**Elaine Quinn**  
Date:

**David Kelly**  
Date:

**David Hinchliffe**  
Date:

**Ton Klumpers**  
Date:

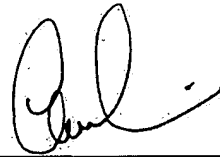
**Ricardo Sotomayor**  
Date:

---

For and on behalf of  
**Charterhouse General Partners (VIII)  
Limited**  
Date:

---

For and on behalf of  
**BE Finance SARL**  
Date:



---

For and on behalf of  
**Gartmore Direct Fund III SLP**  
Date:

---

For and on behalf of  
**Tunstall Trustee Co Limited**  
Date: 30 September 2020

---

**James Buckley**  
Date:

---

**Neil Duffy**  
Date:

---

**Stephen Sadler**  
Date:

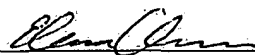
---

**Jon Lowe**  
Date:

---

**Ludger Lappenkueper**  
Date:

---



**Elaine Quinn**  
Date: 30 September 2020

---

**David Kelly**  
Date:

---

**David Hinchliffe**  
Date:

---

---

For and on behalf of

**Charterhouse General Partners (VIII)  
Limited**

Date:

---

For and on behalf of

**BE Finance SARL**

Date:

---

For and on behalf of

**Gartmore Direct Fund III SLP**

Date:

---

For and on behalf of

**Tunstall Trustee Co Limited**

Date:

---

**James Buckley**

Date:

---

**Neil Duffy**

Date:

---

**Stephen Sadler**

Date:

---

**Jon Lowe**

Date: 30 September 2020

---

**Ludger Lappenkueper**

Date:

---

**Elaine Quinn**

Date:

---

**David Kelly**

Date:

---

**David Hinchliffe**

Date:

---

---

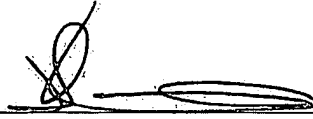
**Ton Klumpers**

Date:

---

**Ricardo Sotomayor**

Date:



---

**Jonathan Gledhill**

Date:

---

**Jon Furniss**

Date: 30 September 2020

---

**Florian Lupfer-Kusenberg**

Date:

---

**Lyn Davies**

Date:

---

**Kristoffer Axelsson**

Date:

---

**Kevin Radigan**

Date:

---

**Abel Delgado**

Date:

## 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 the Company.
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, by the date which is 28 days from the Circulation Date, sufficient agreement has been received for the Resolution to pass, they will lapse. If you agree to the Resolution, please ensure that your agreement reaches the Company before or during this date.

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.