

TURNSTONE EQUITYCO 1 LIMITED (the "Company")

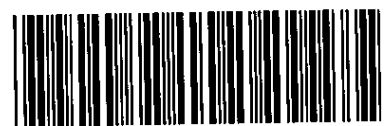
(Registered Number: 07496756)

Circulation date: 20 March **2017**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the Directors of the Company propose that the following resolutions (the "**Resolutions**") are passed.

SPECIAL RESOLUTION		For	Against
1	THAT the Company's Articles of Association be amended to reflect the issue of a new class of shares, being the E ordinary shares, which are divided into 82,559 E1 ordinary shares of £0.10 each and 146,771 E2 ordinary shares of £0.001 each in the Company.	X	
ORDINARY RESOLUTIONS		For	Against
2	THAT pursuant to the provisions of section 551 of the Companies Act 2006, the Directors are generally and unconditionally authorised to exercise all the powers of the Company to allot relevant securities as defined by such section provided that the maximum amount of such securities which may be allotted under this authority (within the meaning of that section) is 100,000 E1 ordinary shares of £0.10 each and 200,000 E2 ordinary shares of £0.001 each and this authority shall, unless it is (prior to expiry) duly revoked or varied or is renewed, expire on the fifth anniversary of the date hereof, save that the Company may, before such expiry, make an offer or agreement which will or may require relevant securities to be allotted after such expiry. For the purposes of this Resolution 2, the nominal amount of any securities shall be taken to be, in the case of rights to subscribe for or convert any securities into shares of the Company, the nominal amount of such shares which may be allotted pursuant to such rights.	X	
3	THAT the fresh issue and allotment of 82,559 E1 Ordinary Shares of £0.10 each and 146,771 E2 Ordinary Shares of £0.001 each in the capital of the Company to various persons (the " Issues ") be and are hereby approved.	X	

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AGREEMENT

Before signifying your agreement to the Resolutions, please read the notes at the end of this document.


The undersigned, a person entitled to vote on the Resolutions on 20 March 2017, hereby irrevocably agrees to those Resolutions marked with an "X" in the column headed "For".

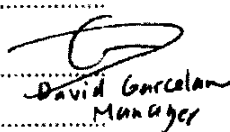
SIGNED by ADP Primary Care Acquisitions Limited

Date:

SIGNED by CEP III IHP S.à.r.l.

Date:


William Carey
Manager


David Garcelan
Manager

SIGNED by Turnstone Management Investments Limited

Date:

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SIGNED by ADP Primary Care Acquisitions Limited

JEAN BONNADON 

Date:

SIGNED by CEP III IHP S.à.r.l.

Date:

SIGNED by Turnstone Management Investments Limited

Date:

NOTES:

- 1 Please indicate whether you wish to vote for or against each Resolution by marking an "X" in the box next to the relevant Resolution headed "For" or "Against", then sign and date this document where indicated above and return it to the Company using one of the following methods:
 - **By Hand:** delivering the signed copy to Oliver Butler, The Carlyle Group, Lansdowne House, 57 Berkeley Square, London, W1J 6ER.
 - **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to Oliver.Butler@carlyle.com. Please enter "Written resolutions" in the e-mail subject box.
 - 2 If you do not agree to any of the Resolutions, 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 any of the Resolutions, you may not revoke your agreement.
 - 4 Unless, by midnight on the date which is 28 days from the date first stated above, sufficient agreement has been received for a Resolution to pass, that Resolution will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before this time.
 - 5 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.
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SIGNED by CEP III IHP S.à.r.l.

Date:

SIGNED by Turnstone Management Investments Limited

Date:



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