

Company number: 08705972

ASCENSION HEALTHCARE PLC

(the "Company")

PUBLIC COMPANY LIMITED BY SHARES

RESOLUTIONS PASSED ON 3 AUGUST 2020

At the class meeting of the holders of the convertible preference shares of £1 each in the capital of the Company duly convened and held on 3 August 2020 the following resolutions were duly passed as two special resolutions.

In each of the resolutions below, terms defined in the notice of class meeting of the convertible preference shareholders of the Company dated 16 July 2020 shall have the same meanings.

Special Resolutions

1. THAT the Company be and is hereby authorised to enter into a convertible loan with UK FF Nominees Limited and others (Loan) and to exercise its rights and perform its obligations under such Loan including, without limitation, as regards the conversion of such Loan into equity share capital of the Company in certain circumstances specified in the Loan.
2. THAT, subject to consent thereto being given by the requisite majority of (i) the holders of the Company's ordinary shares of £1 each, and (ii) the holders (if any) of the Company's non-voting ordinary shares of £1 each, the articles of association of the Company be amended by deleting the current article 6 and replacing it with the new form of article 6 set out in the appendix to this notice of general meeting.

Justin Bawa

Dated: 3 August 2020

Secretary

for and on behalf of

Ascension Healthcare plc

