

Company number: 08705972

ASCENSION HEALTHCARE PLC

(the "Company")

PUBLIC COMPANY LIMITED BY SHARES

RESOLUTIONS PASSED ON 12 NOVEMBER 2020

At the annual general meeting of the Company duly convened and held on 12 November 2020 the following resolutions were duly passed as one ordinary resolution and one special resolution as indicated.

In each of the resolutions below, terms defined in the notice of general meeting of the Company dated 19 October 2020 shall have the same meanings.

Ordinary resolution

THAT, in accordance with section 551 of the Companies Act 2006 (**CA 2006**), the directors of the Company (or a duly constituted committee of the directors) (**Directors**) be generally and unconditionally authorised to allot shares in the Company to Michael James Earl up to an aggregate nominal amount of £652 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 31 December 2020 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. This authority is in addition to all unexercised authorities previously granted to the Directors and without prejudice to any allotment of shares already made or offered or agreed to be made pursuant to such authorities.

Special resolution

THAT, subject to the passing of the ordinary resolution above and in accordance with section 571(1) of the CA 2006, the Directors be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) pursuant to the authority conferred by resolution 1, as if section 561(1) of the CA 2006 did not apply to any such allotment, provided that this power shall be limited to the allotment of equity securities up to an aggregate nominal amount of £652; and expire on 31 December 2020 (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 any such offer or agreement notwithstanding that the power conferred by this resolution has expired.



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Secretary
for and on behalf of
Ascension Healthcare plc

Dated: 12 November 2020



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