

Strictly Private & Confidential

To:

The Board of Directors
Spire Healthcare Group plc
3 Dorset Rise
London
EC4Y 8EN
United Kingdom

1st October 2026

Dear Sirs and Madams

Recommended acquisition of Spire Healthcare Group plc ("Spire") by Tulip UK Bidco Limited (the "Transaction")

We refer to the letters that are to be sent in accordance with Rule 15 of the City Code on Takeovers and Mergers (the "**Takeover Code**") to participants of the following share plans:

1. The Spire Healthcare Group plc 2014 Long Term Incentive Plan and the Spire Healthcare Group plc 2024 Long Term Incentive Plan; and
2. The Spire Healthcare Group plc Deferred Share Bonus Plan adopted by Spire on 3 July 2014 and the Spire Healthcare Group plc 2024 Deferred Share Bonus Plan,

which are expected to be dated on or around 2 October 2026, containing information on how the Transaction will affect the above share plans and proposals to be made under Rule 15 of the Takeover Code (the "**Rule 15 Letters**"), a copy of the final drafts of which are attached hereto.

The Rule 15 Letters include references to J.P. Morgan Securities plc (which conducts its UK investment banking business as J.P. Morgan Cazenove) ("**J.P. Morgan Cazenove**").

J.P. Morgan Cazenove hereby confirms that we have given and not withdrawn our consent to the publication of the Rule 15 Letters with the inclusion of the references to our name in the form and context in which they appear.

We hereby also consent to this letter being made available for inspection solely for the purposes of ensuring compliance with Rule 26 of the Takeover Code.

This letter is for your information only and should not be relied upon by any other person.

Yours faithfully



For and on behalf of

J.P. Morgan Securities plc