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If you are in any doubt as to the contents of this letter or what action you should take, you are recommended to seek your own personal financial advice immediately from your stockbroker, bank manager, solicitor, accountant or other independent financial adviser authorised under the Financial Services and Markets Act 2000, if you are resident in the United Kingdom, or, if not, from another appropriately authorised independent financial adviser.

If you have sold or transferred your ordinary shares in Spire Healthcare Group plc, please send this document at once to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected for delivery to the purchaser or the transferee. If you have sold or otherwise transferred only part of your holding of ordinary shares in Spire Healthcare Group plc, you should retain these documents and contact the bank, stockbroker or other agent through whom the sale or transfer was effected. However, this letter is not for release, publication or distribution, in whole or in part, directly or indirectly, in, into or from any jurisdiction where to do so might constitute a violation of the relevant laws or regulations of that jurisdiction and must not be forwarded, transmitted or sent, in whole or in part, to or into any such jurisdiction.

5 September 2026

To: Spire Healthcare Group plc shareholders and, for information only, persons with information rights

STATEMENT REGARDING OFFER BY TULIP UK BIDCO LIMITED

On 5 September 2026 the board of directors of Spire Healthcare Group plc (the ***Company***) and Tulip UK Bidco Limited (***Bidco***) announced that they had reached agreement on the terms of a recommended cash offer, pursuant to which Bidco (a newly formed company to be indirectly owned by a Consortium including (i) funds managed or advised by Toscafund Asset Management LLP; (ii) funds managed or advised by THCP Advisory Limited; and (iii) funds managed or advised by Ares Management Limited) will acquire the entire issued and to be issued ordinary share capital of the Company that the Consortium does not already own (the ***Offer***).

In accordance with Rule 2.11 of the City Code on Takeovers and Mergers (the ***Code***), we are writing to notify you that a copy of the announcement has been made available (subject to certain restrictions relating to persons in or resident in restricted jurisdictions) on the Company's website at www.investors.spirehealthcare.com.

This letter is not a summary of the announcement and should not be regarded as a substitute for reading the announcement in full.

It is expected that the Offer will be implemented by way of scheme of arrangement under Part 26 of the Companies Act 2006. You will receive documentation relating to the Offer in due course. You do not need to take any action at this time.

If you have any questions about administrative matters in connection with your Company securities and/or the Offer, please call the Company's registrar, Equiniti Limited, between 8:30 a.m. and 5:30 p.m. (London time) Monday to Friday (except UK public holidays) on 0371 384 2030 from within the UK or +44 371 384 2030 if calling from outside the UK. Please note that calls may be monitored or recorded and Equiniti Limited cannot provide financial, legal or tax advice or advice on the merits of the Offer.

Yours faithfully

Mantraraj Budhdev
Group General Counsel and Company Secretary

Publication on a website

In addition to the announcement, a copy of this letter is available, subject to certain restrictions relating to persons in or resident in restricted jurisdictions, on the Company's website at www.investors.spirehealthcare.com. The content of the Company's website is not incorporated into, and does not form part of, this letter.

Responsibility statement

The directors of the Company accept responsibility for the information contained in this letter (including any expressions of opinion). To the best of the knowledge and belief of the directors of the Company (who have taken all reasonable care to ensure that such is the case), the information (including any expressions of opinion) contained in this letter is in accordance with the facts and does not omit anything likely to affect the import of such information.

Provision of addresses, electronic addresses and other details

Please be aware that addresses, electronic addresses and certain other information provided by you for the receipt of communications from the Company (e.g. elections to receive communications in a particular form) may be provided to Bidco during the offer period as required under Section 4 of Appendix 4 of the Code.

Right to request hard copies

You may request a copy of the announcement referred to above and any information incorporated into it by reference to another source in hard copy form by writing to Equiniti Limited at Highdown House, Yeoman Way, Worthing, United Kingdom, BN99 6DA or by calling them on 0371 384 2030 from within the UK or on +44 371 384 2030 if calling from outside the UK. The announcement referred to herein will not be provided in hard copy form unless such a request is made.

Persons with information rights should contact their nominee/broker or custodian, and may not make the request through the contacts set out above.

You may also request through the contacts above or, in the case of persons with information rights, by contacting your nominee/broker or custodian, that all future documents, announcements and information sent to you in relation to the Offer should be sent to you in hard copy form.

Disclosure requirements of the Code

Under Rule 8.3(a) of the Code, any person who is interested in 1% or more of any class of relevant securities of an offeree company or of any securities exchange offeror (being any offeror other than an offeror in respect of which it has been announced that its offer is, or is likely to be, solely in cash) must make an Opening Position Disclosure following the commencement of the offer period and, if later, following the announcement in which any securities exchange offeror is first identified. An Opening Position Disclosure must contain details of the person's interests and short positions in, and rights to subscribe for, any relevant securities of each of (i) the offeree company and (ii) any securities exchange offeror(s). An Opening Position Disclosure by a person to whom Rule 8.3(a) applies must be made by no later than 3:30 p.m. (London time) on the 10th business day following the commencement of the offer period and, if appropriate, by no later than 3:30 p.m. (London time) on the 10th business day following the announcement in which any securities exchange offeror is first identified. Relevant persons who deal in the relevant securities of the offeree company or of a securities exchange offeror prior to the deadline for making an Opening Position Disclosure must instead make a Dealing Disclosure.

Under Rule 8.3(b) of the Code, any person who is, or becomes, interested in 1% or more of any class of relevant securities of the offeree company or of any securities exchange offeror must make a Dealing Disclosure if the person deals in any relevant securities of the offeree company or of any securities exchange offeror. A Dealing Disclosure must contain details of the dealing concerned and of the person's interests and short positions in, and rights to subscribe for, any relevant securities of each of (i) the offeree company and (ii) any securities exchange offeror(s), save to the extent that these details have previously been disclosed under Rule 8. A Dealing Disclosure by a person to whom Rule 8.3(b) applies must be made by no later than 3:30 p.m. (London time) on the business day following the date of the relevant dealing.

If two or more persons act together pursuant to an agreement or understanding, whether formal or informal, to acquire or control an interest in relevant securities of an offeree company or a securities exchange offeror, they will be deemed to be a single person for the purpose of Rule 8.3.

Opening Position Disclosures must also be made by the offeree company and by any offeror and Dealing Disclosures must also be made by the offeree company, by any offeror and by any persons acting in concert with any of them (see Rules 8.1, 8.2 and 8.4).

Details of the offeree and offeror companies in respect of whose relevant securities Opening Position Disclosures and Dealing Disclosures must be made can be found in the Disclosure Table on the Takeover Panel's website at www.thetakeoverpanel.org.uk, including details of the number of relevant securities in issue, when the offer period commenced and when any offeror was first identified. You should contact the Takeover Panel's Market Surveillance Unit on +44 (0)20 7638 0129 if you are in any doubt as to whether you are required to make an Opening Position Disclosure or a Dealing Disclosure.