

APPENDIX R

The following is provided for informational purposes only. This certification must be signed and filed with the Change of Control Notice only if, and after, the Board approves the Merger Agreement. Each of the numbered paragraphs paraphrase the statutory requirements of RSA 7:19-b (the Change of Control law). It is intended to guide your evaluation of the proposed Merger Agreement. An execution version will be circulated after the Board meeting if the Board approves the merger.

INDIAN STREAM HEALTH CENTER, INC.

BOARD OF DIRECTORS

RSA 7:19-b (II) Standards Certification

We, the members of the Board of Directors of **Indian Stream Health Center, Inc.** (“**ISHC**”), certify to the New Hampshire Director of Charitable Trusts that in approving the terms of the Merger Agreement (the “Transaction”) between ISHC and **Upper Connecticut Valley Hospital**, we have considered in good faith and complied with all of the requirements of New Hampshire RSA 7:19-b (II), which statutory requirements are itemized as follows:

1. We have determined, upon advice of our legal counsel, that the proposed Transaction is permitted by applicable law, including, but not limited to, RSA &19-32, RSA 292, and other applicable statutes and common law.
2. Due diligence has been exercised in structuring the Transaction, in engaging and considering the advice of expert assistance, in negotiating the terms and conditions of the proposed Transaction, and in determining that the Transaction is in the best interest of ISCH and the communities it serves, including the communities’ need for access to quality and affordable primary health care.
3. Any conflict of interest has been disclosed and has not affected the decision to enter into the Transaction, and the Transaction does not constitute or establish any pecuniary benefit transaction as defined in RSA Chapter 7.
4. No proceeds or other consideration will be paid or received in connection with the Transaction.

5. The assets of ISHC will continue to be devoted to the charitable purposes consistent with the charitable objects and mission of ISHC and the needs of the communities which it serves, including the communities' need for access to quality and affordable primary health care services.

6. Each of the parties to the Transaction is a New Hampshire health care charitable trust., including but not limited to a description of how the Transaction will meet the communities' need for access to quality and affordable primary health care services, along with reasonable and timely opportunity for such communities to inform our deliberations regarding the proposed Transaction through well-noticed public meetings and other similar methods and we have considered carefully all public testimony and input during our deliberations to approve the Merger Agreement.

The following are all of the currently qualified and elected Directors of Indian Stream Health Center, Inc.. and have signed this Certification effective as of _____, 2021. This Certification maybe signed in counterparts. *[separate signatures pages will be sent so it can be signed in counterparts].*

DIRECTOR NAME:

SIGNATURE:
