

APPENDIX N-4

**SNHHS Board of Directors'
Adopted Resolutions dated June 8, 2021**

SOUTHERN NEW HAMPSHIRE HEALTH SYSTEM, INC.

BOARD OF TRUSTEES RESOLUTIONS

for Approval of HHHC Combination Agreement and to Effect Transactions

RESOLVED: That the Combination Agreement between SolutionHealth, Inc. (“SolutionHealth”) and Home Health and Hospice Care (“HHHC”), including each of the exhibits attached thereto, all in substantially the form summarized at the meeting of the Board (the “Combination Agreement”), by which SolutionHealth would become the sole member of HHHC and HHHC would become an affiliate of the Corporation, be and it is hereby approved.

RESOLVED: That the Board hereby authorizes the Chief Executive Officer of SolutionHealth to execute and deliver the Combination Agreement, and related documents and agreements contemplated by the Combination Agreement, subject to the Chief Executive Officer’s determination that SolutionHealth has completed satisfactory due diligence with respect to the Combination Agreement and the transactions related thereto, and with such changes to the Combination Agreement and related documents and agreements contemplated by the Combination Agreement as the Chief Executive Officer and other officers of SolutionHealth and the Corporation severally may deem necessary or appropriate consistent with the above resolution, the execution thereof to be conclusive evidence of the completion of such due diligence and the approval of such changes.

RESOLVED: That the Board hereby authorizes the Chief Executive Officer and other officers of SolutionHealth severally to take such actions and to execute and deliver such documents, as in the opinion of the officers so acting or in the opinion of counsel, are necessary or desirable to carry out the purposes of the preceding resolutions, the taking of such actions and the execution and delivery of such documents to be sufficient and conclusive evidence that the same are within the authority conferred by these votes.

RESOLVED: That the Board has, in good faith and in a manner consistent with its fiduciary duties to the Corporation and SolutionHealth, and in support of the above resolutions, determined that each of the minimum standards set forth in RSA 7:19-b, II that are applicable to the transactions contemplated by the Combination Agreement has been met.


RESOLVED: That the officers of SolutionHealth and the Corporation are hereby further authorized, empowered and directed to take any and all actions to effect the transactions contemplated by the Combination Agreement, including making all filings and taking any and all actions to obtain all necessary approvals for such transactions from the New Hampshire Department of Justice and any other authority determined by such officers relating to such transactions.

RESOLVED: That any actions taken by the officers of the Corporation prior to the date of the foregoing resolutions adopted hereby that are within the authority conferred thereby are hereby ratified, confirmed, approved and adopted as actions of the Corporation.

ADOPTED by the Board of Trustees of Southern New Hampshire Health System, Inc., on this the 8th day of June, 2021, at a duly called meeting of the Board at which a quorum was present and acting throughout.

Southern New Hampshire Health System, Inc.

By: Scott Wolf, DO



_____, Secretary