RANNIE WEBSTER HOLDING CORPORATION BOARD OF TRUSTEES

RANNIE WEBSTER FOUNDATION BOARD OF TRUSTEES

RSA 7:19-b (II) Standards Certification

We, the members of the Board of Trustees of Rannie Webster Foundation ("RWF") and the Board of Trustees of Rannie Webster Holding Corporation ("RWHC"), certify to the New Hampshire Director of Charitable Trusts that in approving the terms of the Affiliation Agreement (the "Transaction") between RWHC and SilverStone by Hunt ("SilverStone"), 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 that the proposed Transaction is permitted by applicable law, including, but not limited to, RSA 7:19-32, RSA 292, and other applicable statutes and common law.
- 2. We have exercised due diligence in selecting SilverStone as the other party to the Transaction, in structuring the Transaction, in negotiating the terms and conditions of the proposed Transaction, and in determining that the Transaction is in the best interest of RWF and the communities which it serves, including the communities' need for access to quality and affordable senior residential assisted living, skilled nursing services, and memory 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 RWF will continue to be devoted to charitable purposes consistent with the charitable objects and mission of RWF and the

needs of the communities which it serves, including the communities' need for access to quality and affordable senior residential assisted living, skilled nursing services, and memory care.

- 6. Each of the parties to the Transaction is a New Hampshire health care charitable trust.
- 7. Reasonable notice of the proposed Transaction and its terms has been provided to the communities served by RWF, including but not limited to transaction documents and an analysis of how the Transaction will meet the communities' need for access to quality and affordable senior residential assisted living, skilled nursing services, and memory care, along with reasonable and timely opportunity for such communities to inform our deliberations regarding the proposed Transaction through a well-noticed public meeting and other similar methods, and we have considered carefully all public testimony and input during our deliberations to approve the Affiliation Agreement.

[Signature Page to Follow]

The following are the qualified and elected Trustees of **Rannie Webster Holding Corporation** who approved the Transaction and have signed this Certification as of October 27, 2022. This Certification may be signed in counterparts.

INSERT NAMES OF ALL RWHC TRUSTEES

Acting President
Signed: Chil.
Charles Riopel (
Acting Vice President
Signed: Dand I month
David-Timmerman Signed: Dula Journal
Linda' Toumpas
Signed: Thy a muther Jeff Mitchell
Signed:
Allan Moses

The following are the qualified and elected Trustees of **Rannie Webster Foundation** who approved the Transaction and have signed this Certification as of October 27, 2022. This Certification may be signed in counterparts.

INSERT NAMES OF ALL RWF TRUSTEES

Acting President
Signed: David Timmerman
David Infinerman
Acting Vice President
Signed: CLIS. Part 1
Charles Riopel
Signed: Jula Toumpas Linda Toumpas
Signed: Affry a. Witchiel
Jeff, Mitchell ()
Signed: M. Mem
Allan Moses
Signed: Maney Clayburgh
Signed: My S Cignal
Anne Cignoli