

APPENDIX 3

**KINGSTON HOSPITAL LOAN - CONDITIONS PRECEDENT TO BE SATISFIED**

Updated: 18 <sup>th</sup> September 2014			
	Action completed.		
	Good progress made.		
	Some progress made.		
	Significant work required.		

REF	CONDITION PRECEDENT	ACTIONS REQUIRED Responsible / timelines	STATUS	ACTIONS UPDATE
<b>Schedule 1 1: Authorisations</b>	<p>1.1 A copy of a resolution of the board of directors of the Borrower:</p> <p>(A) approving the terms of, and the transactions contemplated by, the Finance Documents to which it is a party and resolving that it execute the Finance Documents to which it is a party;</p> <p>(B) authorising a specified person or persons to execute the Finance Documents to which it is a party on its behalf; and</p> <p>(C) authorising a specified person or persons, on its behalf, to sign and/or despatch all documents and notices (including, if relevant, any Utilisation Request and) to be signed and/or despatched by it under or in connection with the Finance Documents to which it is a party.</p>			
<b>Schedule 1 1: Authorisations</b>	<p>1.2 A certificate of an authorised signatory of the Borrower certifying that each copy document relating to it specified in this Schedule 1 and provided to the Lender is correct, complete and in full force and effect</p>			

REF	CONDITION PRECEDENT	ACTIONS REQUIRED Responsible / timelines	STATUS	ACTIONS UPDATE
	as at a date no earlier than the date of this Agreement.			
<b>Schedule 1 2: Financial Information</b>	2.1 Updated financial statements of the Borrower unless otherwise available.			
<b>Schedule 1 3: Financial Documents</b>	3.1 Loan Agreement (original).			
<b>Schedule 1 3: Financial Documents</b>	3.2 The original or certified copy (as the Lender shall require) of any Finance Document not listed above.			
<b>Schedule 1 4: General</b>	4.1 A copy of any other Authorisation or other document, opinion or assurance which the Lender considers to be necessary or desirable in connection with the entry into and performance of the transactions contemplated by any Finance Document or for the validity and enforceability of any Finance Document.			
<b>Schedule 1 4: General</b>	4.2 Evidence that the fees, costs and expenses then due from the Borrower pursuant to Clause 13 (Costs and expenses) have been paid or will be paid by the first Utilisation Date.			