

GLEACHER SHACKLOCK

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STRICTLY PRIVATE AND CONFIDENTIAL

29 October 2021

The Board of Directors
Smiths Group plc
4th Floor
11 - 12 St James's Square
London SW1Y 4LB

Dear Sirs

Proposed sale of Smiths Medical (the "Proposed Transaction")

We refer to the Class 1 circular to be released by Smiths Group plc on or around 29 October 2021 in connection with the Proposed Transaction, a copy of the first page of a final draft of which is attached hereto for the purposes of identification (the "**Circular**").

The Circular includes certain references to Gleacher Shacklock LLP ("**Gleacher Shacklock**").

We hereby confirm that Gleacher Shacklock has given and not withdrawn its consent to the publication of the Circular with the inclusion therein of references to its name in the form and context in which they respectively appear.

Yours faithfully


Name: Dominic Lee
Position: Chief Executive

For and on behalf of
Gleacher Shacklock LLP