

Responses to Supplemental Information Requests

RE: Notice of Material Change involving UnitedHealth Group Incorporated and Amedisys, Inc.

February 2, 2024

1. Pre and post organizational charts showing the relationships between UHG, Optum, LHC, Amedisys, and all Optum health care entities operating in Oregon.

Pre and post organizational charts have been submitted under separate cover. Please note that these materials are confidential pursuant to ORS § 415.501(13)(c).

2. Identify all mergers and acquisitions UHG (or a subsidiary of UHG) has completed in the past five years where the target included:

- a. Hospice or home health operations/assets, or
- b. Operations/assets of any kind in Oregon.

For each transaction identified under a. or b., please provide a brief description including closing date, parties to the transaction, type of transaction (merger or acquisition), and consideration. Provide term sheets or definitive agreements related to each transaction.

- a. Hospice or home health operations/assets
- LHC Group, Inc.
 - Closing date: 2/22/2023
 - Parties: Optum and LHC Group
 - Transaction Type: Stock Purchase
 - Purchase Price: Approximately \$5.4 billion

This acquisition was reviewed by the Oregon Health Authority. See the Proposed Findings of Fact, Conclusions of Law, and Final Order for Transaction ID 003 dated September 1, 2022.

A list of all mergers and acquisitions completed by UHG and its subsidiaries since 2018 where the target included hospice or home health operations/assets is in **Attachment 1-a**. All of the mergers and acquisitions on the list were made by LHC Group.

- b. Operations/assets of any kind in Oregon.

A list of all mergers and acquisitions completed by UHG and its subsidiaries since 2018 where the target included operations/assets of any kind in Oregon is in **Attachment 1-b**.

3. Identify all mergers and acquisitions UHG (or a subsidiary of UHG) has pursued, but not completed, in the past five years where the target included:

- a. Hospice or home health operations/assets, or**
- b. Operations/assets of any kind in Oregon.**

For each transaction identified under a. or b., please provide a brief description including parties to the potential transaction and type of transaction (merger or acquisition).

- a. Hospice or home health operations/assets

UHG does not maintain in the ordinary course of its business a list of all mergers and acquisitions UHG or its subsidiaries has pursued, but has not completed, in the past five years where the target included hospice or home health operations/assets. **Attachment 2** contains copies of reports from 2018 to the present that are routinely generated by LHC Group and that potential acquisitions of hospice or home health operations/assets that LHC Group was considering at the time each report was generated. Please note that these materials are confidential pursuant to ORS § 415.501(13)(c).

- b. Operations/assets of any kind in Oregon.

The following is a list of all mergers and acquisitions UHG (or a subsidiary of UHG) has pursued, but not completed, in the past five years where the target included operations/assets of any kind in Oregon:

- Corvallis Clinic: The Corvallis Clinic is an Oregon professional corporation and multi-specialty healthcare provider. In addition to primary and specialty care services, Corvallis Clinic offers immediate care, occupational medicine, telemedicine, behavioral health, optometry, physical therapy, audiology, laboratory, substance abuse testing, anti-coagulation, care coordination, and radiology services. Corvallis Clinic also owns and operates an ambulatory surgical center. Following regulatory approval, UnitedHealth Group’s Optum Oregon MSO, LLC (“Optum Oregon”) will acquire the Corvallis Clinic.
 - Pending OHA review (See Transaction ID 018)

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4. Please use the table below to provide information about any UHG/Optum affiliated health insurance plans with member service areas in Oregon.

| Plan Type | Total Unique members in 2022 with Oregon primary residence | Oregon Counties within plan service areas |
|------------------------------|--|---|
| Medicare Advantage | ██████ | Lane, Multnomah, Washington, Clackamas, Marion, Linn, Benton, Yamhill, Polk, Deschutes, Columbia, Jackson, Douglas, Josephine, Lincoln, Coos, Umatilla, Clatsop, Tillamook, Klamath, Curry, Wasco, Crook, Union, Hood River, Jefferson, Baker, Malheur, Harney, Grant, Lake, Morrow, Wallowa, Sherman, Wheeler, Gilliam |
| Self-Insured employer plans | ██████ | Baker, Benton, Clackamas, Clatsop, Columbia, Coos, Crook, Curry, Deschutes, Douglas, Gilliam, Grant, Harney, Hood River, Jackson, Jefferson, Josephine, Klamath, Lake, Lane, Lincoln, Linn, Malheur, Marion, Morrow, Multnomah, Polk, Sherman, Tillamook, Umatilla, Union, Wallowa, Wasco, Washington, Wheeler, Yamhill |
| Fully-Insured employer plans | ██████ | Same as self-insured |
| Individual plans | ██████ | Baker, Benton, Clackamas, Clatsop, Columbia, Coos, Crook, Curry, Deschutes, Douglas, Gilliam, Grant, Harney, Hood River, Jackson, Jefferson, Josephine, Klamath, Lake, Lane, Lincoln, Linn, Malheur, |

| | | |
|--|--|--|
| | | Marion, Morrow, Multnomah, Polk, Tillamook, Umatilla, Union, Wallowa, Wasco, Washington, Yamhill |
|--|--|--|

5. Please furnish a copy of the Amedisys Disclosure Letter, as defined in Section 4.1 of the Merger Agreement.

A copy of the Amedisys Disclosure Letter has been provided under separate cover. Please note that this document is confidential pursuant to ORS § 415.501(13)(c).

6. Please list all Amedisys Provider JVs, as defined in Section 9.3(f) of the Merger Agreement, that provide health care services or items to patients/consumers in Oregon. In doing so, please identify the following: _

- a. All Parties involved in the JV.**
- b. Summary of the terms of the JV agreement(s).**
- c. Facilities or locations in Oregon affiliated and/or associated with the JV.**
- d. Health care services or items provided in Oregon as part of the JV.**

Amedisys does not have any Amedisys Provider JVs that provide health care services or items to patient/consumers in Oregon.

7. Please furnish complete copies of all Amedisys Provider JV Agreements summarized pursuant to supplemental inquiry 6 above.

As noted above, Amedisys does not have any relevant Amedisys Provider JVs.

8. On August 2, 2022, UHG submitted a Notice of Material Change Transaction in relation to the proposed acquisition of LHC (the “LHC Acquisition”). This August 2, 2022, submission included a list of LHC locations in Oregon. These August 2, 2022, addresses differ from those included in Appendix C of the present filing. See the table below.

| Name | Address in Appendix C | Address in LHC filing (August 2022) |
|--|---|--|
| Health at Home Hospice dba Assured Hospice | 9320 SW Barbur Blvd, Suite 330, Portland, OR 97219 | 29757 Boones Ferry Road, Suite B, Wilsonville, OR 97070 |
| Innovative Senior Care Home Health of Portland dba | 7750 SW Mohawk Street, Building G, Suite 7750, Tualatin, OR 97062 | 29757 SW Boones Ferry Road, Suite B, Wilsonville, OR 97070 |

| | | |
|--|---|---|
| Brookdale Home Health Portland | | |
| Heart 'n Home Hospice and Palliative Care | 1150 NE Williamson Blvd, Suite 120, Bend, OR 97701 | 745 NW Mt Washington Drive, Suite 205, Bend, OR 97703 |
| Heart 'n Home Hospice and Palliative Care | 1108 J Avenue, La Grande, OR 97850 | 2104 Cove Avenue, Suite A, La Grande, OR 97850 |

For each of these locations:

a. Please confirm that the hospice/home health agency is operating from a new location.

All locations identified above are operating from new locations.

b. Provide the effective date of the address change.

- Health at Home Hospice dba Assured Hospice – effectively changed addresses on 11/17/2022.
- Innovative Senior Care Home Health of Portland dba Brookdale Home Health Portland – effectively changed addresses on 11/29/2022.
- Heart 'n Home Hospice and Palliative Care (Bend) – effectively changed addresses on 6/13/2023.
- Heart 'n Home Hospice and Palliative Care (La Grande) – effectively changed addresses on 9/22/2022.

c. Provide the reason(s) for the address change.

- Health at Home Hospice dba Assured Hospice – changed locations to co-locate in the same building as Assured Home Health.
- Innovative Senior Care Home Health of Portland dba Brookdale Home Health Portland – following the relocation of Health at Home Hospice dba Assured Hospice, Brookdale Home Health Portland could not efficiently occupy the entire leased premises.
- Heart 'n Home Hospice and Palliative Care (Bend) – the agency needed a larger space with more private offices.
- Heart 'n Home Hospice and Palliative Care (La Grande) – the agency needed a larger space with more private offices, restrooms, storage, and parking.

d. Describe any activities undertaken to inform patients, caregivers, and other parties in Oregon of the address change.

When an agency changes addresses in Oregon, the LHC Group Licensure Specialist notifies the state of the relocation according to the time frame stipulated in the regulations. Mail services also are notified. Because home health and hospice patients are visited by LHC providers in their home, agency offices are used only for back-office support. Accordingly, patients are not

affirmatively informed of address changes. Similarly, third-party caregivers and other third parties typically have no need to visit agency back-office facilities, and so there is no affirmative communication plan to make address changes public.

e. Describe how (if at all) the address change affected the service area of the agency. If the service area changed, describe any impacts for patients whose residence address was no longer in the service area.

None of the relocations affected patients being served by the agencies. If the service area changed, the agency was not serving patients whose residence address was no longer in the service area.

9. UHG's submissions to HCMO for the LHC Acquisition listed a Heart 'n Home Hospice and Palliative Care location on 51681 Huntington Road, La Pine, OR 97739. This location is not included in Appendix C of the present filing. Please explain why this location is not included in the present Appendix C.

This agency (NPI: 1003251307) is included in Appendix C. The agency relocated on 06/13/2023 to 1550 NW Williamson Blvd. Suite 120, Bend, OR 97701.

10. Please describe Optum's relationship with Portland IPA, including any ownership, management, oversight, and employment relationships.

Portland IPA was the precursor to Optum Care Network, which is described further below in response to supplemental inquiry 11.

11. Optum's website describes Optum Care Network (OCN) of Oregon as an "Independent Physician Association." Please provide the following information about OCN:

a. How many individual clinicians and how many physician practices are currently members of OCN?

OCN currently has 44 Tax Identification Numbers representing 704 individual clinicians.

b. What are the membership criteria for OCN? Do all Oregon-based clinicians who participate in a UnitedHealthcare Medicare Advantage plan automatically become members or eligible for membership? Is membership limited to primary care physicians?

To be a member of OCN, a physician group must be contracted with OCN. Not all Oregon-based clinicians who participate in a UnitedHealthcare Medicare Advantage plan automatically become members of OCN. To be a member, clinicians must part of a group directly contracted with OCN. OCN membership is not limited to primary care physicians.

c. List and describe the services and other supports provided to member clinicians and their practices.

OCN provides medical management and claims processing services for contracted clinicians and practices. Specifically, OCN provides authorization and claims payment services for subscribed patients of contracted practices. In providing authorization services, OCN takes responsibility for ensuring that medical services are authorized by insurance payers for reimbursement. In providing claims payment services, OCN takes responsibility for submitting claims to insurance payers for reimbursement.

d. Describe the governance and management of the association, including the role of Optum and its subsidiaries. How many Optum employees are involved in managing the association and providing services to members, and what are their roles?

OCN helps clinicians achieve success by connecting those physicians with actionable data and analytics and core capabilities and extensions of a practice. OCN connects providers to local network teams who manage these services. Four Optum employees are involved in overseeing the management of the association in Oregon:

- Thomas Grangola, MD, Chief Medical Officer
- Michelle Krakowiecki, Associate Director of Provider Services
- Robert D. Loesch, Jr., MHA, PMP, Associate Director of Network Pricing
- Stephen Townsend, PMP, Associate Director of Growth.

e. Are any member physicians also employees of Optum?

Yes, if they are part of an Optum employed medical group.

f. Describe the relationship between OCN and Portland IPA.

Portland IPA was the precursor to OCN-Oregon.

g. Is OCN the same as “Optum Network—Oregon?” If not, please also provide the information requested in a. through f. for Optum Network—Oregon.

OCN is the same as “Optum Network—Oregon.”

12. Please list NPIs for all *individual* providers employed by Optum and its subsidiaries between January 1, 2016 and October 31, 2023 who served patients in Oregon. Include the following information:

- a. NPI**
- b. Employment start date**
- c. Employment end date (if applicable)**

- d. Specialty or area of practice
- e. The Optum subsidiary or subsidiaries (e.g., LHC, Refresh, Optum Care, etc.) under which services were delivered.
- f. Where applicable, the name of the practice, medical group, or physician association (e.g., GreenField, Oregon Medical Group, Portland IPA) with which the clinician was affiliated.

The requested NPI lists for Optum’s subsidiaries OptumCare, Home & Community (HouseCalls, Landmark, and I-SNP) Refresh, and AbleTo are provided in **Attachment 3**, to the extent the information is available. Please note that these materials are confidential pursuant to ORS § 415.501(13)(c).

Lists are not provided for LHC Group and Optum Infusion Pharmacy because these business segments do not use individual NPIs for claims or other transactions and any individual NPIs are not tracked or maintained.

No list is provided for SCA because SCA does not employ any individual providers who serve patients in Oregon.

In the OptumCare lists provided in Attachment 3 for Optum Medical Group (“OMG”), Optum does not maintain NPI information for former employees. For all individual providers on these lists, the requested practice or medical group is “Optum Medical Group.”

13. Please provide a count of unique patients served by Optum (across all subsidiaries and service lines) in Oregon from December 1, 2022 through November 30, 2023 or latest available 12-month period.

United is unable to provide the requested total unique patients served across subsidiaries and service lines because the various subsidiaries are not integrated and use separate data systems. The unique patient counts by Optum subsidiaries and business lines for 2022 that were provided under separate cover remain accurate estimates as Optum has not made any changes that would cause significant changes to them. Please note that these materials are confidential pursuant to ORS § 415.501(13)(c).

14. Please provide a count of unique patients served by Amedisys (across all subsidiaries and service lines) in Oregon from December 1, 2022 through November 30, 2023 or latest available 12-month period.

Amedisys served a total of 6,551 unique patients (across all subsidiaries and service lines) in Oregon from December 1, 2022, through November 30, 2023.