



May 13, 2026

Sarah Bartelmann, MPH
Oregon Health Authority (“OHA”)
Health Care Market Oversight Program (“HCMO”)
500 Summer Street NE, E-20
Salem, Oregon 97301

Re: Providence JV – Certification

To Ms. Bartelmann:

Providence¹ and Compassus (collectively, the “Parties”) appreciate OHA’s careful and thorough review of this Transaction. Since originally filing a HCMO Notice with OHA in March 2025, Providence and Compassus have answered hundreds of detailed questions about the joint venture, submitted thousands of pages of supporting documentation, and provided tens of thousands of data points regarding the Parties’ historic and projected finances, staffing, costs, and clinical performance. In so doing, the Parties have (a) demonstrated why this Transaction is urgently necessary to preserve Providence’s home health and hospice lines of business and (b) shown how the Parties will leverage this Transaction to improve access, increase quality, reduce costs, and further health equity.

Now, in connection with OHA’s final order approving this Transaction, OHA has asked Providence and Compassus to reaffirm certain statements made to OHA during the review process. As we have explained in our filings and our prior communications, it is not possible to simply reaffirm prior statements because Providence’s Oregon home health and hospice agencies have faced changing and increasingly difficult market and financial challenges as OHA’s review progressed. Thus, with this letter, the Parties are certifying to the accuracy of the statements below as of the date hereof, which we understand to be the material statements that OHA will rely on in issuing its approval order.

1. Capital Commitment. Providence JV Agencies in Oregon require substantial capital support to maintain current services and achieve financial and operational sustainability. Providence JV will allocate no less than \$30 million in working capital to the Providence JV Agencies over the five year period following the Closing Date.
2. Charitable Mission. As part of the Providence JV Operating Agreement, Providence JV has committed to operate in furtherance of Providence’s charitable mission. In compliance with Section 2.08 of the Providence JV Operating Agreement, Providence JV will deliver to Providence quarterly reports and certifications relating to its compliance with the joint venture’s charitable mission. Providence JV will track the number of patients receiving financial assistance under the Providence JV’s financial assistance policy.

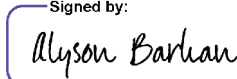
¹ Capitalized terms used but not defined herein shall have the same meaning set forth in the Final Order.

3. Community Benefit. Providence will use its representation on the Providence JV board to monitor the resources and capacity devoted to community benefit programs to ensure that such programs are maintained in accordance with Providence’s charitable mission. Providence JV will track participation in community benefit programs and provide requested data to the Providence JV board.
4. Admissions Policy. Providence JV will promote non-discriminatory access to services in accordance with federal and state law by training staff on non-discrimination policies and monitoring industry standard admissions and service data.
5. Financial Assistance. Providence JV will implement a financial assistance policy substantially similar to the policy enclosed hereto as Exhibit A.
6. Clinical Staffing. Based on pre-closing projections provided to OHA, Providence JV currently has no plans to:
 - a. Intentionally reduce the number of Clinical Caregiver FTE in Oregon as of the Closing Date, subject to ordinary course staff turnover; or
 - b. Modify the compensation model of non-physician clinical staff.
7. Productivity Targets. Providence JV will continuously evaluate and adjust productivity targets based on clinical outcomes, patient satisfaction scores, caregiver feedback, clinician attrition, community feedback, and other factors. The Parties have aligned on initial expectations for sustainable productivity targets based on historical performance as set forth in the HCMO materials. Actual targets for each clinician will vary based on factors such as geographic areas served and complexity/case mix. Local leadership at the agency/program level will ultimately be responsible for setting staffing and visit plans.
8. Providing Care to Underserved Populations. Providence JV intends to continue operating in the existing service area of the Providence JV Agencies, which includes areas that are historically underserved. The Parties believe that serving more patients in existing service areas will increase underserved Oregonians’ access to home-based care services.

In making the above certifications, the Parties have made a good faith effort to project, among other things, the financial and operational performance of Providence JV, the health care needs of the community, and industrywide trends in home health and hospice. Those projections are based on assumptions that the Parties believe are reasonable, but such assumptions may or may not be accurate. If circumstances do change, the Providence JV will address such changes in a manner that aligns with Providence’s charitable mission, with the goal of ensuring that Providence JV continues to meet the home health and hospice needs of the community.

Duly executed and submitted by the authorized representatives of the Parties:

PROVIDENCE

Signed by:

 By: _____
 Name: Alyson Barnan
 Title: Assistant Secretary
 Date: 5/14/2026

COMPASSUS

By: _____
 Name: _____
 Title: _____
 Date: _____

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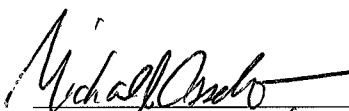
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Duly executed and submitted by the authorized representatives of the Parties:

PROVIDENCE

By: _____
Name: _____
Title: _____
Date: _____

COMPASSUS

By: 
Name: Michael J. Asselta
Title: CEO
Date: 5/13/2020