

Redaction & Confidentiality Log to Form HCMO-1 and Attachments

Per OAR 409-070-0070 and other applicable law, this document identifies those documents that are exempt from public disclosure and explains the grounds for such exemption. Under OAR 409-070-0070(2), “Confidential materials filed by an applicant in connection with a [HCMO] transaction that is subject to review by each of the [Oregon Health] Authority . . . shall be maintained as confidential materials in accordance with . . . ORS 415.501(13)(c).” Under ORS 415.501(13)(c), OHA “shall maintain the confidentiality of all confidential information and documents that are not publicly available that are obtained in relation to a [HCMO] material change transaction.” Such information is “exempt from disclosure under ORS 192.311 to 192.478 [the Public Records Act].” The documents and information identified below are confidential and contain information that is not publicly available. Thus, OHA shall maintain the confidentiality of such documents and shall not release any such documents under the Oregon Public Records Act.

This document in no way limits either party’s right to assert additional or alternative grounds for exemption from the Oregon Public Records Act. The Parties respectfully request highly confidential treatment under all applicable statutes, rules, and regulations. Without prejudice to the rights of VaxCare Holdings, LLC and its subsidiaries (“VaxCare”) or Act II Holdings L.P. (“Buyer”), if the Oregon Health Authority or Department of Justice should at any time contemplate disclosing any such materials to the public or to any third party for any reason and for any use—including but not limited to quoting from, attaching, or otherwise referring to such documents in a court or administrative proceeding whether filed under seal or publicly—we request an opportunity of no fewer than three days advance notice to allow sufficient time to object and, if necessary, seek protections against disclosure from a court of competent jurisdiction.

<u>Bates Reference</u>	<u>Party Information`</u>	<u>Information Requested</u>	<u>Information Redacted</u>	<u>Basis for Redaction</u>
HCMO_SUBMISSION_000001 through HCMO_SUBMISSION_000384	VaxCare and Buyer	Supplemental Materials	Transaction Documents	<p>The Parties request confidential treatment of the Transaction Agreements and Disclosure Schedules thereto. ORS 192.345 provides that the Oregon Health Authority is prohibited from disclosing any "confidential information and documents that are not publicly available that are obtained in relation to a material change transaction." The information is being proceeded solely because of the requirements of the HCMO program and is otherwise non-public and not for disclosure.</p> <p>The Disclosure Schedules to the transaction documents specifically qualify as a Trade Secret under ORS 192.345(2) as a compilation of competitively sensitive information. The information contained in the Disclosure Schedules has not been published in any other forum, and the compilation of information is known only by the executives who have certified this filing and the attorneys who have helped prepare the filing.</p> <p>These materials cost thousands of dollars to research, negotiate, and prepare and contain competitively sensitive approaches to the negotiation of the proposed material change. Disclosure of this confidential information to the Parties' competitors would have material negative effects on the Parties' future operations. The Parties request further confidential treatment of the Transaction Documents and Disclosure Schedules thereto unless they provide their prior written consent.</p>
HCMO_SUBMISSION_000385 through HCMO_SUBMISSION_000386	VaxCare	HCMO-1 Item 13(a)(1)	Structure Charts	<p>VaxCare requests confidential treatment of the VaxCare post-transaction structure charts. As a nonpublic entity, this information has not been made publicly available in any other forum. Further, this information is competitively sensitive and disclosure would enable competitors to identify and exploit vulnerabilities in the company's operating model. Under ORS 415.501(13)(c), the Oregon Health Authority is prohibited from disclosing any confidential information and documents that are not publicly available that are obtained in relation to a material change transaction." As such, VaxCare is requesting further confidential treatment of its structure charts, unless VaxCare provides its written consent to publication. This information is also protected from disclosure by ORS 192.345(2); ORS 192.355(9)(a); and ORS 646.461 et seq.</p>
HCMO_SUBMISSION_000387 through HCMO_SUBMISSION_000554	VaxCare	Supplemental Materials	Governance Documents	<p>VaxCare requests confidential treatment of the VaxCare governance documents. As a nonpublic entity, this information has not been made publicly available in any other forum. Further, this information is competitively sensitive and disclosure would enable competitors to identify and exploit vulnerabilities in the company's governance model. Under ORS 415.501(13)(c), the Oregon Health Authority is prohibited from disclosing any confidential information and documents that are not publicly available that are obtained in relation to a material change transaction." As such, VaxCare is requesting further confidential treatment of its governance documents, unless VaxCare provides its written consent to publication. This information is also protected from disclosure by ORS 192.345(2); ORS 192.355(9)(a); and ORS 646.461 et seq.</p>

<u>Bates Reference</u>	<u>Party Information`</u>	<u>Information Requested</u>	<u>Information Redacted</u>	<u>Basis for Redaction</u>
HCMO_SUBMISSION_000555 through HCMO_SUBMISSION_000608	VaxCare	HCMO-1 Item 10(e)	Financial Statements	VaxCare requests confidential treatment of the VaxCare Financial Statements. As a nonpublic entity, this information has not been made publicly available in any other forum. Further, this information is competitively sensitive and disclosure would enable competitors to identify and exploit vulnerabilities in the company's operating model. Under ORS 415.501(13)(c), the Oregon Health Authority is prohibited from disclosing any confidential information and documents that are not publicly available that are obtained in relation to a material change transaction.” As such, VaxCare is requesting further confidential treatment of its financial statements, unless VaxCare provides its written consent to publication. This information is also protected from disclosure by ORS 192.345(2); ORS 192.355(9)(a); and ORS 646.461 et seq.