

## **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(3), “Confidential materials filed by an applicant in connection with a [HCMO] transaction that is subject to review by... the [Oregon Health] Authority... must be maintained as confidential materials in accordance with paragraph (1) of this rule, Or. Rev. Stat. §415.501(13)(c) and Or. Rev. Stat. §705.137.” Under Or. Rev. Stat. §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 material change transaction.” Such information is “exempt from disclosure under Or. Rev. Stat. §192.311 to 192.478” [the Oregon Public Records Law]. 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 Law

This document in no way limits either party’s right to assert additional or alternative grounds for exemption from the Oregon Public Records Law. The parties respectfully request highly confidential treatment under all applicable statutes, rules, and regulations. Without prejudice to the rights of AleraCare MSO, Inc. and its affiliates and subsidiaries (“AleraCare”) and Pure Healthcare, LLC and its affiliates and subsidiaries (“Pure Healthcare”), 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.

Bates Reference	Party Information	Information Requested	Information Redacted	Basis for Redaction
HCMO_0002- HCMO_0005;  HCMO_0010- HCMO_0011  HCMO_0902- HCMO_0903	AleraCare and Pure Healthcare	HCMO-1: Section II Questions 1, 2, and 3  Section IV Question 11(e);  Appendix to HCMO-1	FEIN, Contact Name, Phone, Cell Phone, Email, and Pure Healthcare Oregon Revenue	<p>The parties request confidential treatment of the nonpublic information submitted in HCMO-1 notice form. The nonpublic FEINs, employee names, phone and email contact details, and Pure Healthcare's Oregon Revenue contain sensitive commercial and personal information. Disclosure of these details would cause commercial harm to the parties and could compromise their business operations and strategic interests or constitute an unreasonable invasion of privacy. (<i>See</i> Or. Rev. Stat. §§ 40.225; 192.345(2); 192.345(23); 192.355(2)(a)). As discussed, FEIN and individual contact information will be redacted for the public form posting, but may be made available upon request.</p> <p>Internally, Pure Healthcare's revenue records are available only to senior staff or to others on a need-to-know basis. Revenue records are available only to select outside parties who have executed strict non-disclosure agreements with Pure Healthcare. Revenue records would aid a competitor in evaluating economic opportunities within a geographic area and would aid in deciding where to locate competing clinics. Revenue records were developed internally through extensive accounting and billing efforts and many long strategy discussions. The details of these revenue records have not been publicized in any other public forum. These materials were compiled by the principal owners of the businesses and their counsel and are intended only for the use of the company's ownership group and other advisors, as appropriate. Disclosure of these revenue records to Pure Healthcare's competitors could have materially negative effects on the operations and corporate strategy of Pure Healthcare after the proposed material change transaction, which is the primary reason Pure Healthcare does not share unless the receiving party is under strict NDA or other strict obligations surrounding confidentiality.</p> <p>Under Or. Rev. Stat. 415.501(13)(c), the Oregon Health Authority is prohibited from disclosing "all confidential information and</p>

				documents that are not publicly available that are obtained in relation to a material change transaction.” As such, the parties are requesting further confidential treatment of these materials.
HCMO_0159	AleraCare	HCMO-1 Section III Question 7(b)	Diligence Report Excerpt	<p>AleraCare requests confidential treatment of the third-party Diligence Report Excerpt. This document contains information about future strategic plans that are competitively sensitive, and disclosure would cause commercial harm to AleraCare. (<i>See</i> Or. Rev. Stat. §§ 192.345(2); 192.355(9)(a)).</p> <p>To the extent the foregoing basis for confidentiality is not sufficient to Oregon Health Authority, AleraCare requests confidential treatment pursuant to Or. Rev. Stat. § 40.225.</p> <p>Furthermore, under Or. Rev. Stat. § 415.501(13)(c), the Oregon Health Authority is prohibited from disclosing “all confidential information and documents that are not publicly available that are obtained in relation to a material change transaction.” As such, AleraCare is requesting further confidential treatment of these materials.</p>
HCMO_0020; HCMO_0022	AleraCare and Pure Healthcare	HCMO-1b;  Supplemental Response B	FEIN	<p>The parties request confidential treatment of the nonpublic FEINs contained in the HCMO-1b form. (<i>See</i> Or. Rev. Stat. § 192.345(23)). As discussed, FEIN will be redacted for the public form posting, but may be made available upon request.</p> <p>Under Or. Rev. Stat. § 415.501(13)(c), the Oregon Health Authority is prohibited from disclosing “all confidential information and documents that are not publicly available that are obtained in relation to a material change transaction.” As such, the parties are requesting further confidential treatment of these materials.</p>
HCMO_0027- HCMO_0029	AleraCare	HCMO-1 Section IV Questions 10(c), 11(c), 13(a)(i), and Supplemental Materials;  Supplemental Response B and A.7(c)-(e)	Revised Pre and Post-Close Structure Charts	AleraCare requests confidential treatment of the Revised Pre and Post-Close 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 the companies’ operating model. ( <i>See</i> Or. Rev. Stat. §§ 192.345(2); 192.355(9)(a)).

				<p>Additionally, the Revised Pre &amp; Post Close Structure Charts were compiled by the principals with direct input from counsel. Apart from necessary disclosures related to the completion of the merger, financing, and other general corporate disclosures, these organizational charts have not been shared broadly with third parties that are not under specific confidentiality agreements with AleraCare or its principal owners.</p> <p>As above, information shared externally is bound by existing confidentiality agreements. These documents are not shared externally with parties that are not bound by these agreements. The organizational structure synthesizes geographic locations of clinics, legal entity structures (including individual practitioner names in states where corporate practice of medicine restrictions require their ownership / participation), and indicates the legal organizational structure in states where the company may have go-forward intent to expand the number of clinics. AleraCare therefore intends to keep this confidential, wherever possible.</p> <p>As above, these materials were compiled by the principal owners of the businesses and their counsel and are intended only for the use of the company's ownership group and other advisors, as appropriate.</p> <p>To the extent the foregoing basis for confidentiality is not sufficient to Oregon Health Authority, the parties request confidential treatment pursuant to Or. Rev. Stat. § 40.225.</p> <p>Furthermore, under Or. Rev. Stat. §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, the parties are requesting further confidential treatment of these materials.</p>
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<p>HCMO_0027- HCMO_0029</p>	<p>Pure Healthcare</p>	<p>HCMO-1 Section IV Questions 10(c), 11(c), 13(a)(i), and Supplemental Materials;  Supplemental Response B and A.7(c)-(e)</p>	<p>Revised Pre and Post-Close Structure Charts</p>	<p>Pure Healthcare requests confidential treatment of the Revised Pre and Post-Close 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 the companies' operating model. (<i>See</i> Or. Rev. Stat. §§ 192.345(2); 192.355(9)(a)).</p> <p>The Revised Pre and Post-Close Structure Charts are available only to select senior staff that are directly involved in the potential transaction. Structure charts are available only to select outside parties who have executed strict non-disclosure agreements with Pure Healthcare. Structure charts disclose Pure Healthcare's unique operating model that (among other benefits) reduces operational risk; improves the patient experience; provides efficient and effective clinical oversight of its operations; and profitably markets its services. Structure charts were developed internally through extensive accounting and billing efforts and many long strategy discussions. The details of these structure charts have not been publicized in any other public forum. These materials were compiled by the principal owners of the businesses and their counsel and are intended only for the use of the company's ownership group and other advisors, as appropriate. Disclosure of these structure charts to Pure Healthcare's competitors could have materially negative effects on the operations and corporate strategy of Pure Healthcare after the proposed material change transaction, which is the primary reason Pure Healthcare does not share unless the receiving party is under strict NDA or other strict obligations surrounding confidentiality.</p> <p>To the extent the foregoing basis for confidentiality is not sufficient to Oregon Health Authority, the parties request confidential treatment pursuant to Or. Rev. Stat. § 40.225.</p> <p>Furthermore, under Or. Rev. Stat. §415.501(13)(c), the Oregon Health Authority is prohibited from disclosing any confidential information and documents that are not publicly available that are</p>
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				obtained in relation to a material change transaction.” As such, the parties are requesting further confidential treatment of these materials.
HCMO_0030- HCMO_0033	AleraCare	HCMO-1 Section IV Question 10(e) and Supplemental Materials	Financial Statements	<p>AleraCare requests confidential treatment of the unaudited consolidated Aura TopCo, LLC Financial Statements. As a nonpublic entity, this information has not been made publicly available in any other forum. Further, disclosure of this information would reveal competitively sensitive information about AleraCare’s finances and business model that would cause commercial harm to AleraCare. (<i>See</i> Or. Rev. Stat. §§ 192.345(2); 192.355(9)(a)).</p> <p>To the extent the foregoing basis for confidentiality is not sufficient to Oregon Health Authority, AleraCare requests confidential treatment pursuant to Or. Rev. Stat. § 40.225.</p> <p>Furthermore, under Or. Rev. Stat. §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, AleraCare is requesting further confidential treatment of these materials.</p>
HCMO_0034- HCMO_0038	Pure Healthcare	HCMO-1 Section IV Question 11(e) and Supplemental Materials	Financial Statements	<p>Pure Healthcare requests confidential treatment of the unaudited consolidated Pure Healthcare Financial Statements and Pure Healthcare Oregon Financial Statements. As a nonpublic entity, this information has not been made publicly available in any other forum. Further, disclosure of this information would reveal competitively sensitive information about Pure Healthcare’s finances and business model that would cause commercial harm to Pure Healthcare. (<i>See</i> Or. Rev. Stat. §§ 192.345(2); 192.355(9)(a)).</p> <p>To the extent the foregoing basis for confidentiality is not sufficient to Oregon Health Authority, Pure Healthcare requests confidential treatment pursuant to Or. Rev. Stat. § 40.225.</p> <p>Furthermore, under Or. Rev. Stat. §415.501(13)(c), the Oregon Health Authority is prohibited from disclosing any confidential</p>

				information and documents that are not publicly available that are obtained in relation to a material change transaction.” As such, Pure Healthcare is requesting further confidential treatment of these materials.
HCMO_0160- HCMO_0161	AleraCare and Pure Healthcare	HCMO-1 Section IV Question 12	Transactions List	<p>The parties request confidential treatment of the individual names included in the Transactions List. Disclosure of these details would constitute an unreasonable invasion of privacy and unnecessarily expose nonpublic information. (<i>See</i> Or. Rev. Stat. § 192.345(23); Or. Rev. Stat. § 192.355(2)(a)).</p> <p>Under Or. Rev. Stat. §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, the parties are requesting further confidential treatment of these materials.</p>
HCMO_0162- HCMO_0529	AleraCare and Pure Healthcare	Supplemental Materials	Asset Purchase and Contribution Agreement	<p>The parties request confidential treatment of the Asset Purchase and Contribution Agreement. The Asset Purchase and Contribution Agreement has not been made public, and contains confidential information, and disclosure would cause commercial harm to the parties. (<i>See</i> Or. Rev. Stat. §§ 192.345(2); 192.355(9)(a)).</p> <p>To the extent the foregoing basis for confidentiality is not sufficient to Oregon Health Authority, the parties request confidential treatment pursuant to Or. Rev. Stat. § 40.225.</p> <p>Furthermore, under Or. Rev. Stat. §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, the parties are requesting further confidential treatment of these materials.</p>
HCMO_0045- HCMO_0067;  HCMO_0698- HCMO_0799	AleraCare	Supplemental Materials;  Supplemental Response A.7(f)	Nonpublic Governance Documents:  (1) AleraCare Written Consent	AleraCare requests confidential treatment of all the nonpublic AleraCare 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 cause commercial harm to AleraCare. ( <i>See</i> Or. Rev. Stat. §§ 192.345(2); 192.355(9)(a)).

			<p>of Board Approving A&amp;R Bylaws and Appointments, (2) AleraCare A&amp;R Bylaws, (3) Aura TopCo, LLC Amended and Restated Limited Liability Company Agreement, (4) AleraCare Intermediate, LLC Operating Agreement, (5) Project Aura Holdings, Inc. (DE) - Amended and Restated Bylaws</p>	<p>To the extent the foregoing basis for confidentiality is not sufficient to Oregon Health Authority, AleraCare requests confidential treatment pursuant to Or. Rev. Stat. § 40.225.</p> <p>Furthermore, under Or. Rev. Stat. §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, AleraCare is requesting further confidential treatment of these materials.</p>
<p>HCMO_0070- HCMO_0138;</p> <p>HCMO_0141- HCMO_0148;</p> <p>HCMO_0151- HCMO_0158</p>	Pure Healthcare	Supplemental Materials	<p>Nonpublic Governance Documents: All Operating Agreements relating to Pure Healthcare and its subsidiaries and affiliates.</p>	<p>Pure Healthcare requests confidential treatment of all nonpublic governance documents related to Pure Healthcare and its subsidiaries and affiliates. As a nonpublic entities, this information has not been made publicly available in any other forum. Further, this information is competitively sensitive, and disclosure would cause commercial harm to Pure Healthcare. (<i>See</i> Or. Rev. Stat. §§ 192.345(2); 192.355(9)(a)).</p> <p>To the extent the foregoing basis for confidentiality is not sufficient to Oregon Health Authority, Pure Healthcare requests confidential treatment pursuant to Or. Rev. Stat. § 40.225.</p> <p>Furthermore, under Or. Rev. Stat. §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, Pure Healthcare is requesting further confidential treatment of these</p>



				materials.
HCMO_0530- HCMO_0562	AleraCare and Pure Healthcare	HCMO-1 Section III Question 9(a)	Notification and Report Form	<p>The parties request confidential treatment of the Notification and Report Form. 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. (<i>See</i> Or. Rev. Stat. §§ 192.345(2); 192.355(9)(a)). Additionally, the parties request confidentiality protections as provided by the Hart-Scott-Rodino Antitrust Improvements Act of 1976, 15 U.S.C. 18a(h) and all other relevant federal law.</p> <p>To the extent the foregoing basis for confidentiality is not sufficient to Oregon Health Authority, the parties request confidential treatment pursuant to Or. Rev. Stat. § 40.225.</p> <p>Furthermore, under Or. Rev. Stat. §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, the parties are requesting further confidential treatment of these materials.</p>
HCMO_0820- HCMO_0893	AleraCare	HCMO-1 Section III Question 7(b);  Supplemental Response A.1	<p>Diligence Reports:</p> <p>L.E.K. Consulting - Integration Planning and Transitional Services Due Diligence Report;</p> <p>Alvarez &amp; Marsal - Tax and Quality of Earnings Review Due Diligence Report;</p>	<p>AleraCare requests confidential treatment of: (1) L.E.K. Consulting - Integration Planning and Transitional Services Due Diligence Report, (2) Alvarez &amp; Marsal - Tax and Quality of Earnings Review Due Diligence Report, and (3) HUB International - Insurance Advisory Review Due Diligence Report. The diligence reports contain proprietary analyses prepared by third-party consultants to inform the transaction. These reports include non-public evaluations of liability exposure, benefit structures, vendor relationships, pricing methodologies, financial performance, and tax. The contents reflect strategic planning and internal decision-making processes that are customarily kept confidential and shared only under strict nondisclosure agreements. Disclosure would provide competitors with insight into the company’s risk posture, compensation philosophy, operations, and financial condition, resulting in potential economic harm. These materials qualify as trade secrets under ORS 192.345(2) due to their economic value,</p>

			HUB International - Insurance Advisory Review Due Diligence Report	<p>the confidentiality measures in place, and the substantial effort and expense required to compile them. (<i>See</i> Or. Rev. Stat. §§ 192.345(2); 192.355(9)(a)); ORS 646.461 et seq.).</p> <p>To the extent the foregoing basis for confidentiality is not sufficient to Oregon Health Authority, AleraCare requests confidential treatment pursuant to Or. Rev. Stat. § 40.227.</p> <p>Furthermore, under Or. Rev. Stat. § 415.501(13)(c), the Oregon Health Authority is prohibited from disclosing “all confidential information and documents that are not publicly available that are obtained in relation to a material change transaction.” As such, AleraCare is requesting further confidential treatment of these materials.</p>
<p>HCMO_0008; HCMO_0894; HCMO_0896; HCMO_0903- HCMO_0904</p>	AleraCare	<p>HCMO-1 Section IV Question 10(b);  Appendix to HCMO-1</p>	<p>B-2 Aura Topco Organizational Chart and associated ownership information;  Consolidated Group of Aura TopCo, LLC</p>	<p>AleraCare requests confidential treatment of the B-2 Aura Topco Organizational Chart and the Supplemental Responses in A.3(a)-(b). 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. Disclosure of this information would reveal competitively sensitive information about AleraCares’s business model that would cause commercial harm to AleraCare. (<i>See</i> Or. Rev. Stat. §§ 192.345(2); 192.355(9)(a)). Additionally, as the organizational chart was provided as part of the federal HSR filing, AleraCare requests confidentiality protections as provided by the Hart-Scott-Rodino Antitrust Improvements Act of 1976, 15 U.S.C. 18a(h) and all other relevant federal law.</p> <p>To the extent the foregoing basis for confidentiality is not sufficient to Oregon Health Authority, AleraCare requests confidential treatment pursuant to Or. Rev. Stat. § 40.225.</p> <p>Furthermore, under Or. Rev. Stat. §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, the parties are requesting further confidential treatment of these</p>

				materials.
HCMO_0800- HCMO_0819	AleraCare and Pure Healthcare	Supplemental Materials;  Supplemental Response A.7(a)	Project Peak – Draft Business Service Agreement (Oregon)	<p>The parties request confidential treatment of the Draft Business Service Agreement. The Draft Business Service Agreement has not been made public, and contains confidential information, and disclosure would cause commercial harm to the parties. (<i>See</i> Or. Rev. Stat. §§ 192.345(2); 192.355(9)(a)).</p> <p>To the extent the foregoing basis for confidentiality is not sufficient to Oregon Health Authority, the parties request confidential treatment pursuant to Or. Rev. Stat. § 40.225.</p> <p>Furthermore, under Or. Rev. Stat. §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, the parties are requesting further confidential treatment of these materials.</p>
HCMO_0563- HCMO_0697	AleraCare and Pure Healthcare	Supplemental Materials;  Supplemental Response A.7(b)	AleraCare - Pure HC - Disclosure Schedules [COMPILED]	<p>The parties request confidential treatment of the Disclosures Schedules. The Disclosures Schedules have not been made public, and contain confidential information, and disclosure would cause commercial harm to the parties. (<i>See</i> Or. Rev. Stat. §§ 192.345(2); 192.355(9)(a)).</p> <p>To the extent the foregoing basis for confidentiality is not sufficient to Oregon Health Authority, the parties request confidential treatment pursuant to Or. Rev. Stat. § 40.225.</p> <p>Furthermore, under Or. Rev. Stat. §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, the parties are requesting further confidential treatment of these materials.</p>

HCMO_0899	AleraCare and Pure Healthcare	Supplemental Response C.3(a)	FNHS Inquiry	<p>The parties request confidential treatment of the information to be disclosed in response to the questions posed in this Section C(3)(a). As nonpublic entities, the information so disclosed has not been made publicly available in any other forum. Further, this information is competitively sensitive, and disclosure would cause commercial harm to each of Pure Healthcare and AleraCare. (<i>See</i> Or. Rev. Stat. §§ 192.345(2); 192.355(9)(a)); ORS 646.461 et seq.).</p> <p>Internally, Pure Healthcare and AleraCare have only made the material terms of this transaction (including each employee’s ongoing employment terms) on a need-to-know basis with parties that are directly involved in the potential transaction.</p> <p>The material transaction terms (including each employee’s ongoing employment terms) are available only to select outside parties who have executed strict non-disclosure agreements with Pure Healthcare or AleraCare.</p> <p>The employees’ ongoing employment terms being disclosed in a public forum before such conversations can be had with such employees and their superiors would be detrimental to the morale of such employees.</p> <p>Disclosure of the material transaction terms (including each employee’s ongoing employment terms) to the Parties’ competitors would have materially negative effects on the operations and corporate strategy of the Parties after the proposed material change transaction, which is the reason the parties have required a party strict NDA or other strict obligations surrounding confidentiality prior to any such disclosure of the same.</p> <p>Furthermore, under Or. Rev. Stat. §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, the parties are requesting further confidential treatment of these materials.</p>
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