

Health Care Market Oversight (HCMO) Program Notice of Material Change Transaction

The applicant must complete and submit this notice of proposed material change transaction to hcmo.info@oha.oregon.gov.

One important role of the Health Care Market Oversight Program is to notify the community and people living in Oregon when entities propose a material change transaction. This document will be published and serve as the public notice. If requested under public records laws, OHA will disclose all versions of this document received. Contact program staff with any questions or to request technical assistance at https://healthcommons.oregon.gov.

Note: if any entity involved in the proposed transaction has associated National Provider Identifiers (NPIs), complete and submit the NPI form.

I. General Information about the Transaction and Entities

1. Provide the name, title, organization, and email address of the individual completing this form on behalf of the applicant.

Name	Jonathan Gleklen
Title	Partner
Organization	Arnold & Porter Kaye Scholer LLP
Email Address	jonathan.gleklen@arnoldporter.com

Provide a mailing address for OHA to send a physical copy of the final order.

Name	Jonathan Gleklen
Address	601 Massachusetts Ave., NW
Unit/ number	
City	Washington
State	DC
Zip	20001

	. What type of materi	al change transac	tion is the appl	licant proposing ¹ ?	
\odot	Merger	Ö	Contract	Other (specify)	
\bigcirc	Acquisition	Õ	Affiliation	· · · · · · · · · · · · · · · · · · ·	

v. 2023-01

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¹ Please see OAR 409-070-0010 for definitions of transactions subject to review.

- 3. What is the proposed effective date of the material change transaction?

 The proposed transaction is subject to customary closing conditions, including regulatory approval. The parties will close the proposed transaction upon the satisfaction of all closing conditions, including receipt of all necessary regulatory approvals.
- 4. Briefly describe the applicant completing this notice. Describe the notifying applicant's business (including business lines or segments), ownership type (corporation, partnership, limited liability corporation, etc.), governance and operational structure (including ownership of or by a health care entity), annual revenues, and geographic areas of operation. For health care entities, also include provider type (hospital, physician group, etc.), facilities owned or operated, service lines, number of staff, geographic service area(s), and capacity or patients served in Oregon (e.g., number of licensed beds, number of patients, quantity of services provided annually). Include the mailing address, website(s), and Federal Tax ID(s) of the applicant.

NOTE: Confidential business and financial information that qualifies as trade secrets has been redacted from the public version of this notification as permitted by ORS 415.501 and ORS 192.345(2).

The Kroger Co. ("Kroger") is a publicly traded corporation that operates supermarkets under a variety of banner names in 35 states and the District of Columbia, including Oregon. More than 80% of Kroger supermarkets include pharmacies, but pharmacy sales account for less than 10% of Kroger's retail revenues. Kroger's total fiscal year 2022 revenue was \$148.3 billion. Kroger's total annual retail pharmacy revenue was approximately \$13.4 billion for Kroger fiscal year 2022. Kroger's specialty pharmacy revenue was approximately

Kroger is owned by its shareholders. Kroger is governed by a board of directors, currently consisting of 10 independent members and Kroger CEO Rodney McMullen, who serves as chairman of the board. Kroger's senior management consists of Mr. McMullen and the nine Senior Vice Presidents at Kroger. Additional information on Kroger's board and senior management is available here:

https://ir.kroger.com/CorporateProfile/governance/management-directors/default.aspx. The 10 members of Kroger's senior management, as well as the company's Corporate Controller (Todd Foley) and its Treasurer (Carin Fike), serve as the executive officers of Kroger.

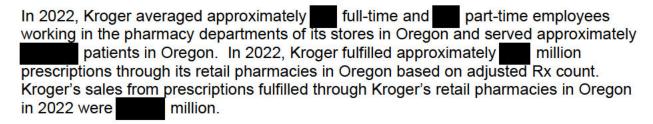
Kroger's 2022 Form 10-K provides more detail on the governance and management structure of Kroger: https://d18rn0p25nwr6d.cloudfront.net/CIK-0000056873/d61364e3-1218-41f2-896a-3bf6cb5b8699.pdf. Kroger's tax ID is 31-0345740. Its mailing address

is 1014 Vine Street, Cincinnati, OH 45202.

Kroger operates over 225 clinics under the name "The Little Clinic" inside select stores in nine states but there are no The Little Clinic locations in Oregon. Kroger also owns and operates Kroger Specialty Pharmacy, a nationwide clinical pharmacy serving patients with chronic illnesses requiring complex care. There is no Kroger Specialty Pharmacy dispensary based in Oregon.

Within Oregon, Kroger operates 53 retail pharmacies. A list identifying the store name and address of each retail pharmacy in Oregon is attached. All retail pharmacies in Oregon are operated by Fred Meyer Stores, Inc.. Kroger's Oregon pharmacies accept commercial insurance, Medicare, and Oregon Health Plan. Kroger pharmacies prescribe and administer certain contraceptives pursuant to ORS 689.689.

Kroger also provides mail order pharmacy services in Oregon and provides PBM services in Oregon through Kroger Prescription Plans.



Fred Meyers Stores, Inc. operates Kroger's retail pharmacies in Oregon.

Healthy Options, Inc. (d/b/a Postal Prescription Services) operates Kroger's mail order pharmacy business in Oregon.

There are seven Kroger entities licensed to operate Kroger's specialty pharmacy and specialty infusion pharmacy businesses in Oregon:

Kroger Specialty Pharmacy, Inc.

Kroger Specialty Pharmacy, Inc.

Kroger Specialty Pharmacy CA, LLC

Kroger Specialty Pharmacy FL 2, LLC

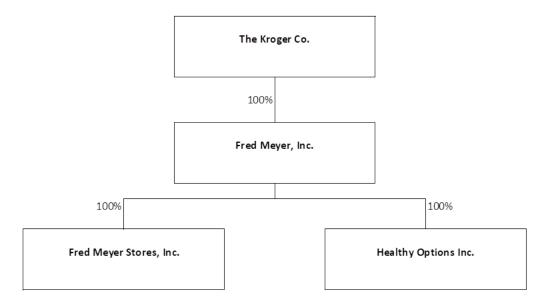
Kroger Specialty Infusion CA, LLC

Kroger Specialty Infusion TX, LLC

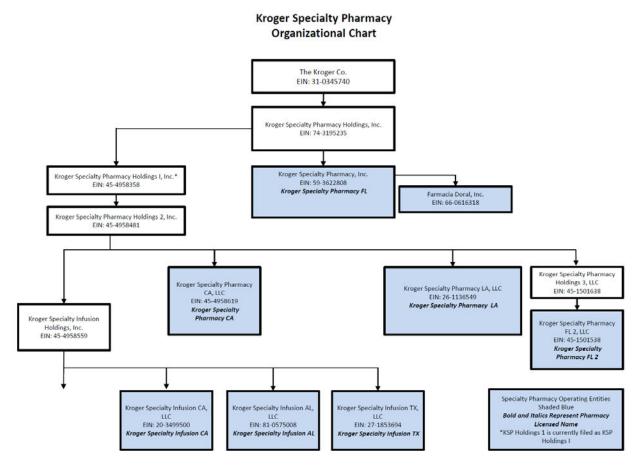
Kroger Specialty Pharmacy LA, LLC

The chart below shows the relationship between The Kroger Co. and both Fred Meyer Stores, Inc. and Healthy Options, Inc.

Public Version



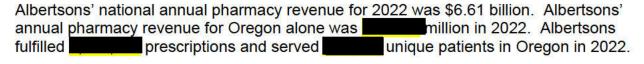
The chart below shows the relationship between the Kroger Co. and the other legal entities for businesses that provide pharmacy services in Oregon.



5. Describe all other entities involved in the proposed transaction. For each entity, describe the entity's business (including business lines or segments), ownership type (corporation, partnership, limited liability corporation, etc.), governance and operational structure (including ownership of or by a health care entity), annual revenues, and geographic areas of operation. For health care entities, also include provider type (hospital, physician group, etc.), facilities owned or operated, service lines, number of staff, geographic service area(s), and capacity or patients served in Oregon (e.g., number of licensed beds, number of patients, quantity of services provided annually). Include the mailing address, website(s), and Federal Tax ID(s) of entities involved in the proposed transaction. Limit the response to 500 words per entity described.

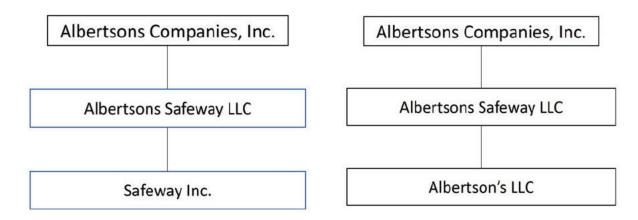
NOTE: Confidential business and financial information that qualifies as trade secrets has been redacted from the public version of this notification as permitted by ORS 415.501 and ORS 192.345(2).

Albertsons Companies, Inc. ("Albertsons") is a publicly traded corporation that operates supermarkets under a variety of banners in 34 states and the District of Columbia, including Oregon. Approximately 75% of Albertsons' supermarkets contain pharmacies, but pharmacy sales account for less than 10% of Albertsons' retail revenues. Albertsons' total 2022 revenue was \$77.64 billion.



Albertsons has staff providing pharmacy services in Oregon as of December 2022. Albertsons does not provide other health care services in Oregon.

Within Oregon, Albertsons operates 106 retail pharmacies. The legal entities licensed to operate Albertsons pharmacies in Oregon are Safeway Inc. and Albertson's LLC. Attached is a list identifying the store name, address, and operating entity of each retail pharmacy in Oregon. The charts below identify how these two operating entities fit within the organizational structure of Albertsons.



Albertsons has no online or mail order pharmacies in Oregon, though Albertsons' specialty pharmacy and compounding pharmacy have Oregon licenses and do occasionally mail into Oregon.

Albertsons' Oregon pharmacies accept commercial insurance, Medicare, and Oregon Health Plan. Albertsons pharmacies prescribe and administer certain contraceptives pursuant to ORS 689.689, though Albertsons does not have a current list of pharmacies that provide these services. Albertsons is not licensed to operate pharmacy benefit management services in Oregon.

Albertsons does not operate in-store clinics in Oregon, but does make telehealth services available to its consumers that are owned and operated by Providence Health. Quest Diagnostics leases space from Albertsons and operates seven Patient Service Centers in Albertsons stores within Oregon. Albertsons operates a specialty pharmacy that is licensed in Oregon. Albertsons also provides mobile clinics in Oregon for all immunizations allowed by state law.

Albertsons is owned by its shareholders. Albertsons is governed by a board of directors, consisting of nine independent members and Albertsons CEO Vivek Sankaran. All board members are elected to serve a one-year term. The majority of the board members are independent and Cerberus Capital Management, L.P., Albertsons' largest stockholder, has the right to designate four directors to the board. Additional information on Albertsons' board of directors is available here:

- https://www.albertsonscompanies.com/investors/governance/board-of-directors/default.aspx
- https://www.sec.gov/ix?doc=/Archives/edgar/data/1646972/00011403612303064 7/ny20006801x1 def14a.htm#a008

Albertsons' corporate leadership comprises Mr. Sankaran; Sharon McCollam, President and CFO, and Albertsons' nine Executive Vice Presidents. Additional information on Albertsons' corporate leadership is available here:

https://www.albertsonscompanies.com/about-aci/our-leadership/default.aspx

The Board has the ultimate oversight responsibility of the risk management process and reviews and updates as needed the corporate governance framework. The Board assigns to its 5 committees – Audit, Compensation, Governance, Technology, and Finance – oversight duties in their respective areas of focus. Albertsons' 2022 Form 10-K provides more detail on the governance and management structure of Albertsons: https://www.albertsonscompanies.com/investors/financial-reports/sec-filings/sec-filings-details/default.aspx?FilingId=16584437

Albertsons' tax ID is 47-4376911. Its mailing address is 250 Parkcenter Boulevard, Boise, ID 83706.

Kettle Merger Sub, Inc. is a direct wholly owned subsidiary of Kroger and will merge with

and into Albertsons, as described in more detail below. Kettle Merger Sub, Inc. is a newly formed entity with no current operations or revenues. The mailing address for Kettle Merger Sub, Inc. is 1014 Vine Street, Cincinnati, Ohio 45202. There is no federal tax ID number for Kettle Merger Sub, Inc.

6. Briefly describe the nature and objectives of the proposed material change transaction, including any changes in ownership, governance, or operational structure, any exchange of funds between the parties (such as any arrangement in which one party agrees to furnish the other party with a discount, rebate, or any other type of refund or remuneration in exchange for, or in any way related to, the provision of health care services).

On October 13, 2022, Kroger, Albertsons, and Kettle Merger Sub, Inc. ("Merger Sub"), a direct, wholly owned subsidiary of Kroger, entered into an Agreement and Plan of Merger (the "Agreement"), pursuant to which Merger Sub will merge with and into Albertsons, following which Albertsons will continue as the surviving corporation and a direct, wholly owned subsidiary of Kroger (the "Transaction"). As a result, Kroger will hold 100% of the voting securities of Albertsons. The consideration for the Transaction is approximately \$24.6 billion (subject to adjustment as set forth in the Agreement), including the assumption of approximately \$4.7 billion of Albertsons' debt.

The purpose of the proposed transaction is to enhance the merged firm's competitiveness, allowing it to offer lower-priced products, better product selection, store improvements, and an upgraded consumer experience. Kroger's evaluation of a possible acquisition of Albertsons was focused on Albertsons' grocery operations, though its plans for store improvements and an upgraded consumer experience will also benefit pharmacy customers, and its plans to offer lower-priced products are applicable to the sale of non-prescription drugs and other non-prescription health care goods.

Kroger is still in the process of identifying the stores and other assets that will be divested to secure clearance for the propose transaction. A SpinCo is one potential mechanism to effectuate certain store divestitures necessary to obtain the regulatory clearances necessary to consummate the transaction. The SpinCo would be created as an Albertsons subsidiary then spun-off to Albertsons' shareholders immediately prior to merger closing and operate as a standalone public company. No plans related to a potential SpinCo have been finalized at this time. More detail on SpinCo can be found in the press release announcing the proposed transaction: https://ir.kroger.com/CorporateProfile/press-releases/press-release/2022/Kroger-and-Albertsons-Companies-Announce-Definitive-Merger-Agreement/default.aspx.

7. Briefly describe any anticipated operational or management changes resulting from the transaction, including changes in health care services offered, staffing changes, new investments or other initiatives, implementation of new policies and procedures, and organizational structure changes. Include a description of the transaction's impact on the

financial stability of any entity involved in the transaction.

The parties do not expect the transaction to result in any changes to the health care services offered in Kroger and Albertsons supermarkets in Oregon or nationally. Kroger has no plans to reduce the scope or types of health care products and services offered in Oregon, the number of its grocery stores or pharmacies in Oregon, or the types of insurance accepted at its pharmacies at or immediately following closing. Kroger also expects to retain all employees providing pharmacy services in Albertsons' supermarket locations in Oregon and nationally and to retain all Albertsons employees that provide virtual clinical services in Oregon and nationally. (As noted, neither Albertsons nor Kroger provides in-store clinical services in Oregon.) Kroger plans to invest approximately \$500 million to reduce prices for customers; \$1.3 billion in Albertsons stores to enhance the customer experience; and \$1.0 billion to continue raising associate wages and comprehensive benefits after close. The increased competitiveness of the combined Kroger and Albertson entities will improve Kroger's financial stability and increase its ability to make investments that reduce cost, increase access, and improve the overall customer experience.

II. Impact from the Proposed Transaction

8. Describe the expected impact – increase, decrease, or no change – of the proposed transaction on access to affordable health care in Oregon. Explain your answer.

Kroger prices are generally lower than the prices charged by Albertsons (approximately 6.4% lower) across all items sold in their stores, including health and beauty care products but excluding prescription drugs, vaccines, and the like. Kroger anticipates sourcing efficiencies from the combination with Albertsons that will enable lower sourcing costs for prescription drugs and other health care products, which will help Kroger maintain affordable prescription drug and health care product prices. As a result, Kroger expects that the transaction will improve access to affordable health care products sold in their retail locations in Oregon.

Kroger expects that the merged company will better be able to partner with its suppliers of prescription drugs and other health care goods to drive efficiencies in the supply chain that will reduce costs, resulting in lower prices for its customers. Prior to closing, Kroger does not have access to the information necessary to specify how savings related to health care products may be passed on to consumers or payers.

- 9. Explain how, if at all, the proposed transaction will:
 - a. improve health outcomes for residents of this state.

One of Kroger Health's strategic pillars for 2021-2025 focuses on preventing illness through a personalized and educated approach to enjoying healthier food. For this pillar, Kroger Health's key focus is on increasing access to healthy foods, supplements, and groceries for the populations Kroger serves. As noted, pharmacy sales account for

less than 10% of each of Kroger's and Albertsons' sales and planning for the transaction has not to date focused on any improvements or other changes to pharmacy operations. Kroger has no current plans to change pharmacy operations in any Albertsons store, though it anticipates that through the sharing of best practices that pharmacy services can be improved in both Kroger and Albertsons stores in Oregon and nationwide.

Additionally, Kroger's Zero Hunger | Zero Waste social and environmental impact plan seeks to increase access to fresh, affordable food through its retail stores, seamless digital channels, and community engagement. Under this plan, Kroger donates millions of pounds of surplus food to feed hungry families across America, including in Oregon. In 2022 alone, Kroger donated over 500 million meals to people in need. Building on this longstanding commitment, Kroger has also announced that, upon completion of the merger with Albertsons, the combined company will donate 10 billion meals by 2030 to feed people struggling with hunger.

The merged company will better be able to partner with its suppliers of prescription drugs and other health care goods to drive efficiencies in the supply chain that will reduce costs and help increase supply of products, resulting in lower prices for its customers. By reducing prices, including prices for nutritious food, in Albertsons' stores and by applying Kroger's approach to educating consumers about healthier food and Zero Hunger | Zero Waste plan to Albertsons' business, Kroger expects that the transaction will help improve health outcomes in Oregon.

b. benefit the public good by reducing the growth in patient costs. (If the transaction will not reduce the growth in patient costs, explain why the proposed transaction is in the best interest of the public.)

Kroger anticipates sourcing efficiencies from the combination with Albertsons that will enable lower sourcing costs for prescription drugs and other health care products sold in its pharmacies and stores, which will help Kroger reduce the growth in prescription drug and health care product costs for patients, including patients in Oregon. Kroger is committed to improving the health of its customers, including increasing their access to health care. While neither Kroger nor Albertsons currently offers in-store clinical services in Oregon, Kroger and Albertsons both offer such services outside Oregon as part of their efforts to improve access to cost-effective health care.

c. benefit the public good by increasing access to services for medically underserved populations.

Kroger is focused on increasing access to affordable healthy foods, supplements, and groceries for the populations Kroger serves. By applying this focus to Albertsons' business, Kroger expects that the transaction will increase access to healthy products and healthcare services in the communities that Albertsons serves, including medically underserved populations.

Kroger is committed to improving the health of its customers, including increasing their access to health care. While neither Kroger nor Albertsons currently offers in-store clinical services in Oregon, Kroger and Albertsons both offer such services outside Oregon as part of their efforts to improve access to cost-effective health care. Kroger regularly evaluates the feasibility of expanding the geographic scope of its in-store clinical offerings, and anticipates continuing to do so after its acquisition of Albertsons.

After the transaction, Kroger and Albertsons will continue provide the same level of services as are currently provided by the parties regarding pharmacists prescribing and administering pharmaceuticals as well as prescribing and dispensing contraceptives.

d. benefit the public good by rectifying historical and contemporary factors contributing to health inequities or access to services.

Kroger is focused on increasing access to affordable healthy foods, supplements, and groceries for the populations Kroger serves. By applying this focus to Albertsons' business, Kroger expects that the transaction will broaden access to healthy products and healthcare services in the communities that Albertsons serves, helping rectify health inequities that may exist in those communities.

10. Will the proposed transaction result in a decrease in competition? If no, please explain. If yes, describe any anticompetitive effects that may result from the proposed transaction.

The proposed transaction will not decrease competition. Kroger and Albertsons account for a small portion of total specialty pharmacy sales, retail pharmacy sales, and medical clinic services in Oregon. According to the Oregon Board of Pharmacy, there are 1,463 licensed retail pharmacies in Oregon. See https://www.oregon.gov/pharmacy/Pages/Statistics-.aspx?wp7390=p:3#g_93c72539_9bfa_4bdc_a58d_67f9f5adacdc). Kroger and Albertsons today operate 159 of those pharmacies, or 11%.

To address potential concerns regarding grocery competition, Kroger has publicly announced plans to divest several hundred grocery locations. Kroger and Albertsons are actively engaged with antitrust enforcers at the Federal Trade Commission and with state attorneys general (including the Oregon Attorney General), which are vetting the proposed divestitures to ensure that the transaction will not result in a loss of competition. While these divestitures are not necessary to preserve competition for pharmacy products and services given the broad array of brick and mortar and online pharmacy competitors other than the parties, the divestitures will ensure that there is no decrease in pharmacy competition.

The proposed divestitures have not yet been finalized, but Kroger anticipates divesting certain grocery stores in Oregon. The final scope of the divestiture package will be

subject to negotiations with the Federal Trade Commission and state attorneys general, including the Oregon Attorney General. If a Kroger or Albertsons grocery store with a pharmacy located in Oregon is divested, the pharmacy will be divested along with the grocery store.

11. Indicate the date and nature of any applications, forms, notices, or other materials you have submitted regarding the proposed material change to any other state or federal agency. Indicate the date and nature of any other applications, forms, notices, or other materials provided to other state for federal agencies relative to the proposed material change, including but not limited to the Oregon Department of Consumer and Business Services, Oregon Public Health Division, Oregon Department of Justice, U.S. Department of Health and Human Services (e.g., Pioneer ACO or Medicare Shared Savings Program application), Federal Trade Commission, and U.S. Department of Justice.

Kroger and Albertsons submitted their Hart-Scott-Rodino filings to the Federal Trade Commission ("FTC") on November 3, 2022. The FTC issued a Request for Additional Information ("Second Request") to Kroger and Albertsons separately on December 5, 2022, which requested extensive information about Kroger and Albertsons' business operations and the proposed transaction. Kroger and Albertsons have submitted to the FTC voluminous documents and data responsive to the Second Request and will continue to do so on a rolling basis. The documents and data provided to the FTC relate to Kroger's business operations, competition, pricing, procurement, and manufacturing operations, among other topics. Subject to confidentiality agreements, certain state attorneys general, including the Oregon Attorney General, have received all of Kroger and Albertsons' submissions in response to the Second Request.

Kroger and Albertsons also have responded to separate requests from various state attorneys general, including the Oregon Attorney General. These requests overlap nearly entirely with the Second Request.

12. Will the proposed material change transaction change control of a public benefit corporation or religious corporation?

No

III. Signature

Certification and attestation are not required. The electronic signature below should be the name entered in Question #1 and an individual who can sign on behalf of the applicant.

Electronic Signature /s Jonathan Gleklen

Date August 2, 2023

Public Version

Redaction Log

Question	Information Redacted	Basis for Redactions
4	Kroger's specialty pharmacy revenue and Oregon-specific information regarding Kroger's pharmacy revenue, prescription count, patients count, and pharmacy staff.	Trade secret per ORS 192.345(2). The redacted information is known to a limited number of Kroger employees, is not otherwise publicly disclosed, and has commercial value that gives Kroger the opportunity to obtain a business advantage over competitors that do not know this information.
5	Oregon-specific information regarding Albertsons' pharmacy revenue, prescription count, patients count, and pharmacy staff.	Trade secret per ORS 192.345(2). The redacted information is known to a limited number of Albertsons employees, is not otherwise publicly disclosed, and has commercial value that gives Albertsons the opportunity to obtain a business advantage over competitors that do not know this information.

Kroger Oregon Pharmacies

Division-Store N	Banner	Address	City	State	Zip
701-00005	Fred Meyer	2500 Santiam Hwy Se	Albany	OR	97322-5211
701-00021	Fred Meyer	61535 S Highway 97	Bend	OR	97702-2154
701-00030	Fred Meyer	325 5Th St	Brookings	OR	97415-9658
		11425 Sw Beaverton			
701-00035	Fred Meyer	Hillsdale Hwy	Beaverton	OR	97005-2929
701-00040	Fred Meyer	7555 Sw Barbur Blvd	Portland	OR	97219-2836
701-00050	Fred Meyer	1020 S 1st Street	Coos Bay	OR	97420-3806
701-00060	Fred Meyer	2200 Baseline St	Cornelius	OR	97113-8616
701-00063	Fred Meyer	16301 Se 82Nd Dr	Clackamas	OR	97015-9512
701-00070	Fred Meyer	777 NW Kings Blvd	Corvallis	OR	97330-5620
701-00075	Fred Meyer	14700 Se Division St	Portland	OR	97236-2335
701-00090	Fred Meyer	3740 Market St Ne	Salem	OR	97301-1826
701-00125	Fred Meyer	6615 Ne Glisan St	Portland	OR	97213-5068
701-00126	Fred Meyer	1101 Grants Pass Pkwy	Grants Pass	OR	97526-2333
701-00127	Fred Meyer	2497 Se Burnside Rd	Gresham	OR	97080-1299
701-00128	Fred Meyer	1111 NE 102nd Ave	Portland	OR	97220-3902
701-00135	Fred Meyer	3805 Se Hawthorne Blvd	Portland	OR	97214-5239
		6495 Se Tualatin Valley			
701-00143	Fred Meyer	Hwy	Hillsboro	OR	97123-7482
701-00150	Fred Meyer	7404 N Interstate Ave	Portland	OR	97217-5528
701-00153	Fred Meyer	8955 Se 82Nd Ave	Happy Valley	OR	97086-3765
701-00165	Fred Meyer	2655 Shasta Way	Klamath Falls	OR	97603-4400
701-00195	Fred Meyer	2424 Crater Lake Hwy	Medford	OR	97504-4181
701-00196	Fred Meyer	1301 Center Dr	Medford	OR	97501-7938
701-00218	Fred Meyer	695 S Highway 101	Warrenton	OR	97146-9319
701-00220	Fred Meyer	3300 Portland Rd	Newberg	OR	97132-5412
701-00225	Fred Meyer	2855 Broadway St Ne	Salem	OR	97303-6502
701-00227	Fred Meyer	150 Ne 20Th St	Newport	OR	97365-1851
701-00240	Fred Meyer	14700 Se Mcloughlin Blvd	Oak Grove	OR	97267-1417
701-00242	Fred Meyer	1839 Molalla Ave	Oregon City	OR	97045-4011
701-00255	Fred Meyer	6850 N Lombard St	Portland	OR	97203-6202
701-00281	Fred Meyer	929 Nw Garden Valley Blvd	Roseburg	OR	97471-6508
		7700 Sw Beaverton			
701-00285	Fred Meyer	Hillsdale Hwy	Portland	OR	97225-2101
701-00325	Fred Meyer	60 Division Ave	Eugene	OR	97404-5427
701-00328	Fred Meyer	650 Q St	Springfield	OR	97477-2325
701-00355	Fred Meyer	3450 Commercial St Se	Salem	OR	97302-4635
701-00360	Fred Meyer	100 NW 20Th Pl	Portland	OR	97209-1029
701-00372	Fred Meyer	1215 W 6Th St	The Dalles	OR	97058-3515
701-00375	Fred Meyer	11565 Sw Pacific Hwy	Tigard	OR	97223-8671
701-00377	Fred Meyer	2500 Main Ave N	Tillamook	OR	97141-7725
701-00393	Fred Meyer	19200 Sw Martinazzi Ave	Tualatin	OR	97062-9361
701-00417	Fred Meyer	3333 W 11Th Ave	Eugene	OR	97402-3038

Kroger Oregon Pharmacies

Division-Store N	Banner	Address	City	State	Zip
701-00462	Fred Meyer	51501 Columbia River Hwy	Scappoose	OR	97056-4539
701-00464	Fred Meyer	4701 Highway 101	Florence	OR	97439-8807
701-00482	Fred Meyer	15995 Sw Walker Rd	Beaverton	OR	97006-4944
701-00516	Fred Meyer	30300 Sw Boones Ferry Rd	Wilsonville	OR	97070-6759
701-00600	Fred Meyer	3030 Ne Weidler St	Portland	OR	97232-1857
701-00650	Fred Meyer	944 Sw Veterans Way	Redmond	OR	97756-2538
701-00651	Fred Meyer	1401 Se 1St Ave	Canby	OR	97013-6769
701-00660	Fred Meyer	22855 Ne Park Ln	Wood Village	OR	97060-2606
701-00661	Fred Meyer	7355 NE Imbrie Dr	Hillsboro	OR	97124-7596
701-00663	Fred Meyer	16625 Se 362Nd Dr	Sandy	OR	97055-9272
701-00694	Fred Meyer	17005 SE Sunnyside Rd.	Happy Valley	OR	97015-8724
705-00202	Quality Food Center	7525 SW Barnes Rd	Portland	OR	97225-6203
705-00205	Quality Food Center	5544 E Burnside St	Portland	OR	97215-1259

DBA	Street Address	City	ST	ZIP
SAV-ON PHARMACY #0131	1410 WESTPARK PLZ	ONTARIO	OR	97914
SAFEWAY PHARMACY #1629	1265 CENTER ST NE	Salem	OR	97301
SAFEWAY PHARMACY #1765	5270 SW PHILOMATH BLVD.	Corvallis	OR	97333
SAFEWAY PHARMACY #1713	22000 SALAMO RD	West Linn	OR	97068
SAFEWAY PHARMACY #1751	1525 W MAIN ST	Molalla	OR	97038
SAFEWAY PHARMACY #1627	3930 SE POWELL BLVD	Portland	OR	97202
SAFEWAY PHARMACY #1800	20685 Sw Roy Rogers	Sherwood	OR	97140
SAFEWAY PHARMACY #4262	3 E 1st St	Coquille	OR	97423
SAFEWAY PHARMACY #2623	1140 N. Springbrook Road	Newberg	OR	97132
SAFEWAY PHARMACY #2631	14555 Sw Teal Blvd	Beaverton	OR	97007
SAFEWAY PHARMACY #4288	145 EAST 18TH STREET	Eugene	OR	97401
SAFEWAY PHARMACY #1935	5660 COMMERCIAL ST SE	Salem	OR	97306
SAFEWAY PHARMACY #1123	2249 CASCADE AVENUE	Hood River	OR	97031
SAFEWAY PHARMACY #1888	320 SW CENTURY DR	Bend	OR	97702
SAFEWAY PHARMACY #1690	590 NE CIRCLE BLVD	Corvallis	OR	97330
SAFEWAY PHARMACY #2627	3250 LEIF ERICKSON DRIVE	Astoria	OR	97103
SAFEWAY PHARMACY #2696	14840 SW WEBSTER ROAD	Milwaukie	OR	97267
SAFEWAY PHARMACY #0412	1455 EDGEWATER ST NW	Salem	OR	97304
SAFEWAY PHARMACY #4381	1205 CAMPBELL ST	Baker City	OR	97814
SAFEWAY PHARMACY #0363	P.O. BOX 358, 700 HWY 101	Florence	OR	97439
SAFEWAY PHARMACY #2723	1815 4TH STREET	Tillamook	OR	97141
SAFEWAY PHARMACY #4469	246 W MONROE ST	Burns	OR	97720
SAFEWAY PHARMACY #1070	1001 SW HIGHLAND DR	Gresham	OR	97080
SAFEWAY PHARMACY #0371	601 W NORTH ST	Enterprise	OR	97828
SAFEWAY PHARMACY #0415	4101 NW LOGAN RD	Lincoln City	OR	97367
SAFEWAY PHARMACY #1665	1705 S HWY 97	Redmond	OR	97756
SAFEWAY PHARMACY #1827	2111 ADAMS AVENUE	La Grande	OR	97850
SAFEWAY PHARMACY #1642	201 SW 20TH ST	Pendleton	OR	97801
SAFEWAY PHARMACY #1523	4515 SE WOODSTOCK BLVD	Portland	OR	97206
	17779 LOWER BOONES FERRY			
SAFEWAY PHARMACY #1047	RD	Lake Oswego	OR	97035
SAFEWAY PHARMACY #0382	3527 SE 122ND AVE	Portland	OR	97236
SAFEWAY PHARMACY #0782	37601 HWY 26	Sandy	OR	97055
SAFEWAY PHARMACY #0386	1755 IVY STREET	Junction City	OR	97448
SAFEWAY PHARMACY #4513	350 E 40TH AVE	Eugene	OR	97405
SAFEWAY PHARMACY #2448	1010 SW JEFFERSON ST	Portland	OR	97201

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SAFEWAY PHARMACY #0420	1500 COBURG RD	Eugene	OR	97401
SAFEWAY PHARMACY #1960	80 NE CEDAR STREET	Madras	OR	97741
SAFEWAY PHARMACY #4387	95 82ND DRIVE	Gladstone	OR	97027
SAFEWAY PHARMACY #0521	20151 Se Highway 212	Boring	OR	97089
SAFEWAY PHARMACY #0514	642 NE 3RD ST	Bend	OR	97701
SAFEWAY PHARMACY #0525	CENTER	Medford	OR	97504
SAFEWAY PHARMACY #0290	115 E 7TH	Grants Pass	OR	97526
SAFEWAY PHARMACY #4333	450 SW 3RD ST	Corvallis	OR	97333
SAFEWAY PHARMACY #1489	520 MT HOOD ST	THE DALLES	OR	97058
SAFEWAY PHARMACY #0430	1455 NE DIVISION ST	Gresham	OR	97030
SAFEWAY PHARMACY #0509	5920 NE MLK BLVD	Portland	OR	97211
SAFEWAY PHARMACY #1558	1983 S MAIN	Lebanon	OR	97355
SAFEWAY PHARMACY #1094	1891 PIONEER PKWY E	Springfield	OR	97477
SAFEWAY PHARMACY #4404	138 W ELLENDALE AVE	Dallas	OR	97338
SAFEWAY PHARMACY #0424	795 S COLUMBIA RIVER HWY	Saint Helens	OR	97051
SAFEWAY PHARMACY #1666	1539 NE STEPHENS ST	Roseburg	OR	97470
SAFEWAY PHARMACY #1976	1550 N. PACIFIC HWY	Woodburn	OR	97071
SAFEWAY PHARMACY #0444	990 HWY 395 S	Hermiston	OR	97838
SAFEWAY PHARMACY #1951	8330 N IVANHOE ST	Portland	OR	97203
SAFEWAY PHARMACY #1203	2525 SE TV HWY	Hillsboro	OR	97123
SAFEWAY PHARMACY #0508	401 A AVENUE	Lake Oswego	OR	97034
SAFEWAY PHARMACY #1260	401 S ROOSEVELT DR	Seaside	OR	97138
SAFEWAY PHARMACY #0406	2836 PACIFIC AVENUE	Forest Grove	OR	97116
SAFEWAY PHARMACY #1073	6194 SW MURRAY BLVD	Beaverton	OR	97008
SAFEWAY PHARMACY #1447	6901 NE SANDY BLVD	Portland	OR	97213
SAFEWAY PHARMACY #0429	3380 LANCASTER DRIVE NE	Salem	OR	97305
SAFEWAY PHARMACY #1458	1500 E MAIN ST	Cottage Grove	OR	97424
SAFEWAY PHARMACY #1527	1535 N FIRST AVE	Stayton	OR	97383
SAFEWAY PHARMACY #1504	2650 NE HWY 20	Bend	OR	97701
SAFEWAY PHARMACY #1478	15570 SW PACIFIC HWY	Tigard	OR	97224
SAFEWAY PHARMACY #1516	4990 N. RIVER ROAD	Keizer	OR	97303
SAFEWAY PHARMACY #1525	13485 NW CORNELL RD	Portland	OR	97229
SAFEWAY PHARMACY #1556	230 E JOHNSON AVE	Coos Bay	OR	97420
SAFEWAY PHARMACY #1590	455 N COLUMBIA ST	Milton Freewater	OR	97862
SAFEWAY PHARMACY #1557	1735 Virginia	North Bend	OR	97459

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SAFEWAY PHARMACY #1601	2490 NE HIGHWAY 99W	Mcminnville	OR	97128
SAFEWAY PHARMACY #1643	3169 CRATER LAKE HIWAY	Medford	OR	97504
SAFEWAY PHARMACY #1659	1990 14TH AVE, S.E.	Albany	OR	97322
SAFEWAY PHARMACY #1710	1540 MAIN STREET	Sweet Home	OR	97386
SAFEWAY PHARMACY #1612	1100 NE BROADWAY ST	Portland	OR	97232
SAFEWAY PHARMACY #2690	4320 SE KING ROAD	Milwaukie	OR	97222
SAV-ON PHARMACY #505	HILLSDALE HWY	Portland	OR	97221
SAV-ON PHARMACY #3508	910 N. PHOENIX RD	Medford	OR	97504
SAV-ON PHARMACY #515	3013 NW STEWART PARKWAY	Roseburg	OR	97471
SAV-ON PHARMACY #513	4740 ROYAL AVENUE	Eugene	OR	97402
SAV-ON PHARMACY #2528	615 SW KECK DRIVE	Mcminnville	OR	97128
SAFEWAY PHARMACY #0536	25691 SE STARK ST	Troutdale	OR	97060
SAV-ON PHARMACY #564	451 NE 181ST AVE	Portland	OR	97230
SAV-ON PHARMACY #560	55 DIVISION AVE	Eugene	OR	97404
SAV-ON PHARMACY #570	2000 MARCOLA RD	Springfield	OR	97477
SAV-ON PHARMACY #571	19007 S. BEAVERCREEK RD	Oregon City	OR	97045
SAV-ON PHARMACY #572	311 COBURG RD	Eugene	OR	97401
SAV-ON PHARMACY #574	5755 MAIN ST	Springfield	OR	97478
SAV-ON PHARMACY #575	5850 NE PRESCOTT ST	Portland	OR	97218
SAV-ON PHARMACY #577	5500 SOUTH 6TH STREET	Klamath Falls	OR	97603
SAV-ON PHARMACY #3593	113 ROSS LANE	Medford	OR	97501
SAFEWAY PHARMACY #0591	888 NE 25TH AVENUE	Hillsboro	OR	97124
SAV-ON PHARMACY #590	7500 W. BASELINE	Hillsboro	OR	97123
SAV-ON PHARMACY #3595	1360 PLAZA BLVD	Central Point	OR	97502
SAV-ON PHARMACY #3531	16199 BOONES FERRY RD	Lake Oswego	OR	97035
SAV-ON PHARMACY #3542	14300 SW BARROWS RD	Tigard	OR	97223
SAFEWAY PHARMACY #3553	61155 S HWY 97	Bend	OR	97702
SAV-ON PHARMACY #3564	3075 HILYARD ST	Eugene	OR	97405
SAV-ON PHARMACY #3529	1675 W 18TH AVE	Eugene	OR	97402
SAV-ON PHARMACY #3541	1690 SW ALLEN CREEK RD	Grants Pass	OR	97527
SAFEWAY PHARMACY #2790	1303 NW LOVEJOY ST	Portland	OR	97209
SAFEWAY PHARMACY #2993	13434 COLTON PLACE	Oregon City	OR	97045
SAFEWAY PHARMACY #3134	2800 Se Hawthorne Blvd	Portland	OR	97214
SAFEWAY PHARMACY #3136	8145 SW BARBUR BLVD	Portland	OR	97219
SAFEWAY PHARMACY #0378	2220 N COAST HWY	Newport	OR	97365

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SAV-ON PHARMACY #3211	1120 Campbell Street	Baker City	OR	97814