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February 9, 2024

VIA EMAIL ([hcmo.info@odhsoha.oregon.gov](mailto:hcmo.info@odhsoha.oregon.gov))

Oregon Health Authority  
Health Care Market Oversight  
Barbara Roberts Human Services Building  
500 Summer Street NE, E-65  
Salem, OR 97301

Re: Notice of Material Change Transaction involving Agility and KeiperSpine, Transaction 017

To OHA:

On behalf of Agility Podiatry MSO, LLC (“Agility”), please find transmitted via email with this letter information submitted in response to the Supplemental Information Requests set forth in (i) the letter dated November 30, 2023 from Oregon Health Authority Health Care Market Oversight (“OHA”) and (ii) the letter dated January 29, 2024 from OHA, each relating to the Notice of Material Change Transaction submitted by Agility on November 17, 2023. Please note that this letter and certain attached materials are marked CONFIDENTIAL pursuant to ORS 415.510(13)(c).

- 4. Describe the range and nature of services Agility MSO plans to provide to Keiper under the administrative services agreement proposed as part of the transaction. Please provide a copy of the agreement or a term sheet.*



- 9. Provide a copy of the Keiper asset purchase agreement, or other similar definitive agreement, outlining the terms of Agility’s purchase of certain non-clinical assets of Keiper. If a final executed version is not yet available, please provide a draft version reflecting the current agreement terms.*





10. *Provide a copy of the SSCE equity purchase agreement, or other similar definitive agreement, outlining the terms of Agility's purchase of 51% of the total equity interests of SSCE from the physicians. If a final executed version is not yet available, please provide a draft version reflecting the current agreement terms.*



Sincerely,

**McGuireWoods LLP**

*s/ Helen Suh*

Helen Suh

HS

Enclosures