

16 C.F.R. Part 803 - Appendix
NOTIFICATION AND REPORT FORM FOR CERTAIN MERGERS AND ACQUISITIONS

TRANSACTION NUMBER ASSIGNED

FEE INFORMATION (For Payer Only)

TAXPAYER IDENTIFICATION NUMBER _____
OR SOCIAL SECURITY NUMBER FOR NATURAL PERSONS

AMOUNT PAID \$ _____

NAME OF PAYER (if different from PERSON FILING) _____

WIRE TRANSFER ☐ or CERTIFIED CHECK / MONEY ORDER ATTACHED ☐

WIRE TRANSFER CONFIRMATION NO. _____

FROM (NAME OF INSTITUTION) _____

IS THIS A CORRECTIVE FILING? ☐ YES ☒ NO

CASH TENDER OFFER? ☐ YES ☒ NO

BANKRUPTCY? ☒ YES ☐ NO

DO YOU REQUEST EARLY TERMINATION OF THE WAITING PERIOD? ☒ YES ☐ NO

(Grants of early termination are published in the Federal Register and on the FTC web site, www.ftc.gov)

(voluntary) IS THIS ACQUISITION SUBJECT TO NON-US FILING REQUIREMENTS? ☐ YES ☐ NO

IF YES, list jurisdictions:

ITEM 1

NAME Verity Health System of California, Inc.
HEADQUARTERS ADDRESS 2040 E Mariposa Avenue
ADDRESS LINE 2
CITY, STATE, COUNTRY El Segundo CA United States
ZIP CODE 90245
WEB SITE https://verity.org

1(a) PERSON FILING

1(b) PERSON FILING NOTIFICATION IS ☐ an acquiring person ☒ an acquired person ☐ both

1(c) PUT AN "X" IN THE APPROPRIATE BOX TO DESCRIBE THE PERSON FILING NOTIFICATION

☒ Corporation ☐ Unincorporated Entity ☐ Natural Person ☐ Other (Specify) _____

1(d) DATA FURNISHED BY

☐ calendar year ☒ fiscal year (specify period): 07/2017 (month/year) to 06/2018 (month/year)

1(e) PUT AN "X" IN THE APPROPRIATE BOX BELOW AND GIVE THE NAME AND ADDRESS OF THE ENTITY FILING NOTIFICATION, IF DIFFERENT THAN THE ULTIMATE PARENT ENTITY

☒
Not Applicable

☐ This report is being filed on behalf of
a foreign person pursuant to § 803.4.

☐ This report is being filed on behalf of the ultimate parent entity by another
entity within the same person authorized by it to file pursuant to § 803.2(a).

NAME
ADDRESS
CITY, STATE, COUNTRY
ZIP CODE

1(f) NAME AND ADDRESS OF ENTITY MAKING ACQUISITION OR WHOSE ASSETS, VOTING SECURITIES OR NON-CORPORATE INTERESTS ARE BEING ACQUIRED, IF DIFFERENT FROM THE ULTIMATE PARENT ENTITY IDENTIFIED IN ITEM 1(a)

NAME
ADDRESS
CITY, STATE, COUNTRY
ZIP CODE

☒ Not Applicable

PERCENT OF VOTING SECURITIES OR NON-CORPORATE INTERESTS THAT THE UPE HOLDS
DIRECTLY OR INDIRECTLY IN THE ACQUIRING OR ACQUIRED ENTITY IDENTIFIED IN ITEM 1(f)

%

1(g) IDENTIFICATION OF PERSONS TO CONTACT REGARDING THIS REPORT

CONTACT PERSON 1 Stephen D. Libowsky
FIRM NAME Dentons US LLP
BUSINESS ADDRESS 233 S. Wacker Drive, Suite 5900
CITY, STATE, COUNTRY Chicago IL United States
ZIP CODE 60606
TELEPHONE NUMBER 312.876.8000
FAX NUMBER 312.876.7934
E-MAIL ADDRESS stephen.libowsky@dentons.com

CONTACT PERSON 2 Eitan Kagedan
FIRM NAME Dentons US LLP
BUSINESS ADDRESS 233 S. Wacker Drive, Suite 5900
CITY, STATE, COUNTRY Chicago IL United States
ZIP CODE 60606
TELEPHONE NUMBER 312.876.8000
FAX NUMBER 312.876.7934
E-MAIL ADDRESS eitan.kagedan@dentons.com

1(h) IDENTIFICATION OF AN INDIVIDUAL LOCATED IN THE UNITED STATES DESIGNATED FOR THE LIMITED PURPOSE OF RECEIVING NOTICE OF ISSUANCE OF A REQUEST FOR ADDITIONAL INFORMATION OR DOCUMENTS (See § 803.20(b)(2)(iii))

NAME N/A
FIRM NAME
BUSINESS ADDRESS
CITY, STATE, COUNTRY
ZIP CODE
TELEPHONE NUMBER
FAX NUMBER
E-MAIL ADDRESS



ITEM 2**2(a) LIST NAMES OF ULTIMATE PARENT ENTITIES OF ALL ACQUIRING PERSONS**

NAME	NON-REPORTABLE
Kali P. Chaudhuri, trustee	<input type="checkbox"/>

LIST NAMES OF ULTIMATE PARENT ENTITIES OF ALL ACQUIRED PERSONS

NAME	NON-REPORTABLE
Verity Health System of California, Inc.	<input type="checkbox"/>

2(b) THIS ACQUISITION IS (put an "X" in all the boxes that apply)

- | | |
|--|--|
| <input checked="" type="checkbox"/> an acquisition of assets | <input type="checkbox"/> a consolidation (see § 801.2) |
| <input type="checkbox"/> a merger (see § 801.2) | <input type="checkbox"/> an acquisition of voting securities |
| <input type="checkbox"/> an acquisition subject to § 801.2 (e) | <input type="checkbox"/> a secondary acquisition |
| <input type="checkbox"/> a formation of a joint venture or other corporation or unincorporated entity (see § 801.40 or § 801.50) | <input type="checkbox"/> an acquisition subject to § 801.31 |
| <input type="checkbox"/> an acquisition subject to § 801.30 (specify type) | <input type="checkbox"/> an acquisition of non-corporate interests |
| | <input type="checkbox"/> other (specify) |

2(c) INDICATE THE HIGHEST NOTIFICATION THRESHOLD IN § 801.1(h) FOR WHICH THIS FORM IS BEING FILED (acquiring person only in an acquisition of voting securities)

- ☐ \$50 million (as adjusted)
 ☐ \$100 million (as adjusted)
 ☐ \$500 million (as adjusted)
 ☐ 25% (see Instructions) (as adjusted)
 ☐ 50%
 ☐ N/A

2(d)(i) VALUE OF VOTING SECURITIES ALREADY HELD (\$MM)	(v) VALUE OF NON-CORPORATE INTERESTS ALREADY HELD (\$MM)	
\$ 0	\$ 0	
(ii) PERCENTAGE OF VOTING SECURITIES ALREADY HELD	(vi) PERCENTAGE OF NON-CORPORATE INTERESTS ALREADY HELD	
0 %	0 %	
(iii) TOTAL VALUE OF VOTING SECURITIES TO BE HELD AS A RESULT OF THE ACQUISITION (\$MM)	(vii) TOTAL VALUE OF NON-CORPORATE INTERESTS TO BE HELD AS A RESULT OF THE ACQUISITION (\$MM)	(ix) VALUE OF ASSETS TO BE HELD AS A RESULT OF THE ACQUISITION (\$MM)
\$ 0	\$ 0	\$ 610 (approximately)
(iv) TOTAL PERCENTAGE OF VOTING SECURITIES TO BE HELD AS A RESULT OF THE ACQUISITION	(viii) TOTAL PERCENTAGE OF NON-CORPORATE INTERESTS TO BE HELD AS A RESULT OF THE ACQUISITION	(x) AGGREGATE TOTAL VALUE (\$MM)
0 %	0 %	\$ 610 (approximately)

ITEM 3**3(a) DESCRIPTION OF ACQUISITION****ACQUIRING UPE(S)**

NAME Kali P. Chaudhuri, trustee
 ADDRESS 9 KPC Parkway
 ADDRESS LINE 2 Suite 301
 CITY, STATE Corona CA
 ZIP CODE, COUNTRY 92879 United States

ACQUIRED UPE(S)

NAME Verity Health System of California, Inc.
 ADDRESS 2040 East Mariposa St.
 ADDRESS LINE 2
 CITY, STATE El Segundo CA
 ZIP CODE, COUNTRY 90245 United States

ACQUIRING ENTITY(S)

NAME Strategic Global Management, Inc.
 ADDRESS 9 KPC Parkway
 ADDRESS LINE 2 Suite 301
 CITY, STATE Corona CA
 ZIP CODE, COUNTRY 92879 United States

ACQUIRED ENTITY(S)

NAME Verity Health System of California, Inc.
 ADDRESS 2040 East Mariposa St.
 ADDRESS LINE 2
 CITY, STATE El Segundo CA
 ZIP CODE, COUNTRY 90245 United States

TRANSACTION DESCRIPTION

On August 31, 2018, Sellers filed voluntary petitions for relief under Chapter 11 of Title 11 of the United States Code (the "Bankruptcy Code") with the United States Bankruptcy Court for the Central District of California, Los Angeles Division (the "Bankruptcy Court"), lead Case No. 2:18-bk-201510ER.

Pursuant to an Asset Purchase Agreement (the "Agreement") by and among Verity Health System of California, Inc., Verity Holdings, LLC, St. Francis Medical Center, St. Vincent Medical Center, St. Vincent Dialysis Center, Inc., and Seton Medical Center (collectively, "Sellers"), and Strategic Global Management, Inc. (the "Buyer"), and the sale order entered by the Bankruptcy Court under Section 363 of the Bankruptcy Code, Buyer will acquire St. Francis Medical Center, St. Vincent Medical Center, Seton Medical Center, Seton Medical Center Coastsides, and certain related assets (the "Hospital Assets") of Sellers as set forth in the Agreement (the "Transaction").

The Sellers are engaged in the business of the operation of hospitals known as St. Francis Medical Center, St. Vincent Medical Center, the Seton Medical Center, and Seton Medical Center Coastsides. The Hospital Assets include the hospital pharmacies, laboratories and emergency department, as well as through the medical office buildings and clinics owned by the hospitals.

Prior to the closing of the Transaction, Buyer may assign the rights to purchase the Hospital Assets to one or more controlled affiliates. The closing of the Transaction is conditioned upon, among other things, the expiration or termination of the waiting period required under the Hart-Scott-Rodino Antitrust Improvements Act 1976, as amended. The closing is expected to occur no later than ten business days following the satisfaction or waiver of the closing conditions called for in the Agreement. The Agreement has been fully executed and is attached to the HSR form as Item 3(b)-1, together with the related bankruptcy sale order.

3(b) SUBMIT A COPY OF THE MOST RECENT VERSION OF THE CONTRACT OR AGREEMENT (or letter of intent to merge or acquire)

(IF SUBMITTING PAPER, DO NOT ATTACH THE DOCUMENT TO THIS PAGE)

ATTACHMENT NUMBER

1

ITEM 4

PERSONS FILING NOTIFICATION MAY PROVIDE BELOW AN OPTIONAL INDEX OF DOCUMENTS REQUIRED TO BE SUBMITTED BY ITEM 4 (See *Item by Item instructions*). THESE DOCUMENTS SHOULD NOT BE ATTACHED TO THIS PAGE.

4(a) ENTITIES WITHIN THE PERSON FILING NOTIFICATION THAT FILE ANNUAL REPORTS WITH THE SECURITIES AND EXCHANGE COMMISSION ☒ None

CENTRAL INDEX
KEY NUMBER

4(b) ANNUAL REPORTS AND ANNUAL AUDIT REPORTS

☐ None

ATTACHMENT OR
REFERENCE NUMBER

Verity Health System of California, Inc. Unaudited Financial Report and Utilization Stati

2

4(c) STUDIES, SURVEYS, ANALYSES, AND REPORTS

☒ None

ATTACHMENT OR
REFERENCE NUMBER

4(d) ADDITIONAL DOCUMENTS

☐ None

ATTACHMENT OR
REFERENCE NUMBER

Project Phoenix - Confidential Information Memorandum, dated July 2018 and prepared by Ca	3
Project Phoenix Opportunity Overview, dated July 2018 and prepared by Carston Beith (Mana	4
Verity Health Confidential Board Materials - Process Update, dated December 4, 2018 and p	5
Verity Health Board Presentation, dated April 15, 2019, and prepared by Peter Chadwick (M	6
Prime Healthcare Indication of Interest, dated August 31, 2018, received by Cain Brothers	7
AHMC Healthcare Inc. Indication of Interest, dated August 20, 2018, received by Cain Brot	8
Alecto Health Services LLC Indication of Interest, dated August 3, 2018, received by Cain	9

Avant Group, Inc., Indication of Interested, dated August 10, 2018, received by Cain Brot	10
CHA Health Systems, Inc., Indication of Interest, dated August 9, 2018, received by Cain	11
Prime Healthcare Indication of Interest, dated August 3, 2018, received by Cain Brothers	12
Prospect Medical Holdings, Inc., Indication of Interest, dated August 7, 2018, received b	13
Strategic Global Management, Inc., Indication of Interest, dated August 13, 2018, receive	14
Sutter Health Indication of Interest, dated August 3, 2018, received by Cain Brothers on	15
AHMC Healthcare Inc. Second Round Response, dated August 31, 2018, received by Cain Broth	16
County of Santa Clara Proposal to Acquire Verity Assets in Santa Clara County, dated Augu	17
Good Samaritan Hospital Proposal for St. Vincent Medical Center, dated August 31, 2018, r	18
Sutter Health Amended Indication of Interest, dated August 8, 2018, received by Cain Brot	19

ITEM 5**5(a) DOLLAR REVENUES BY NON-MANUFACTURING INDUSTRY CODE AND BY MANUFACTURED PRODUCT CODE**

Check None at the bottom of the page and provide explanation if you are not reporting revenue

6-DIGIT INDUSTRY CODE AND/OR 10-DIGIT PRODUCT CODE	DESCRIPTION	YEAR	
		2018 ⁽¹⁾	TOTAL DOLLAR REVENUES (\$MM) ⁽²⁾

Attachment:

523910	Miscellaneous intermediation ⁽³⁾	221.6	<input type="checkbox"/> Overlap
621111	Offices of physicians (except mental health specialists) ⁽⁴⁾	77.7	<input checked="" type="checkbox"/> Overlap
621492	Kidney dialysis centers	5.3	<input type="checkbox"/> Overlap
622110	General medical and surgical hospitals	1,189.4	<input checked="" type="checkbox"/> Overlap
622210	Psychiatric and substance abuse hospitals ⁽⁵⁾	71.6	<input type="checkbox"/> Overlap
623110	Nursing care facilities ⁽⁵⁾	29.4	<input type="checkbox"/> Overlap

(1) This schedule reflects all Verity Health System revenue earned from July 2017 to June 2018; as such, this includes the results of O'Connor Hospital and St. Louise Regional Hospital, which were sold to Santa Clara County in February 2019.

(2) Revenues are shown net of contractual adjustments, bad debt expense and the value of charity care provided.

(3) Miscellaneous Intermediation includes revenue attributable to capitation agreements, charitable contributions received and activities not directly related to patient services.

(4) Office of Physicians revenues include all revenues earned by Verity Medical Foundation.

(5) Psychiatric and Nursing Care revenues are not individually recorded on a net basis within the Company's books and records. As such, Psychiatric revenues were estimated based on the relative share of patient discharges attributable to this clinical category. Nursing Care revenues were estimated based on an extrapolation of the revenues of Seton Coastside, a skilled nursing facility, across all facilities providing nursing care services, using average daily census attributable to nursing care.

NONE ☐ (PROVIDE EXPLANATION)

5(b) COMPLETE ONLY IF ACQUISITION IS IN THE FORMATION OF A JOINT VENTURE CORPORATION OR UNINCORPORATED ENTITY

☒ Not Applicable

5(b)(i) CONTRIBUTIONS THAT EACH PERSON FORMING THE JOINT VENTURE CORPORATION OR UNINCORPORATED ENTITY HAS AGREED TO MAKE

Attachment:

5(b)(ii) DESCRIPTION OF CONSIDERATION THAT EACH PERSON FORMING THE JOINT VENTURE CORPORATION OR UNINCORPORATED ENTITY WILL RECEIVE

Attachment:

5(b)(iii) DESCRIPTION OF THE BUSINESS IN WHICH THE JOINT VENTURE CORPORATION OR UNINCORPORATED ENTITY WILL ENGAGE

Attachment:

5(b)(iv) SOURCE OF DOLLAR REVENUES BY 6-DIGIT INDUSTRY CODE (non-manufacturing) AND BY 10-DIGIT PRODUCT CODE (manufactured)

Attachment:

CODE	DESCRIPTION

ITEM 6**6(a) ENTITIES WITHIN PERSON FILING NOTIFICATION**Attachment: **20**

NAME	CITY	STATE	COUNTRY

6(b) HOLDERS OF PERSON FILING NOTIFICATION

Attachment:

ISSUER/ UNINCORPORATED ENTITY	SHAREHOLDER/ INTEREST HOLDER	HQ ADDRESS	% HELD

Not Applicable: Verity Health System of California, Inc., is a non-profit with no "owners", shareholders, or members.

6(c)(i) HOLDINGS OF PERSON FILING NOTIFICATIONAttachment: **20**

UPE OF FILING PERSON	ISSUER/ UNINCORPORATED ENTITY	% HELD

6(c)(ii) HOLDINGS OF ASSOCIATES (ACQUIRING PERSON ONLY)

Attachment:

TOP LEVEL ASSOCIATE	ISSUER/ UNINCORPORATED ENTITY	% HELD

ITEM 7

OVERLAP DOLLAR REVENUES

7(a) 6-DIGIT NAICS INDUSTRY CODE AND DESCRIPTION☐ None

CODE	DESCRIPTION	PERSON / ASSOCIATE / BOTH
621111	Offices of physicians (except mental health specialists)	PERSON
622110	General medical and surgical hospitals	PERSON

7(b)(i) LIST THE NAME OF EACH PERSON THAT ALSO DERIVED DOLLAR REVENUES

UPE OF OTHER FILING PERSON	ENTITY THAT OVERLAPS (IF DIFFERENT)
Kali P. Chaudhuri, trustee	

7(b)(ii) LIST THE NAME OF EACH ASSOCIATE OF THE ACQUIRING PERSON THAT ALSO DERIVED DOLLAR REVENUES
(ACQUIRING PERSON ONLY)

TOP LEVEL ASSOCIATE	ENTITY THAT OVERLAPS (IF DIFFERENT)

7(c) GEOGRAPHIC MARKET INFORMATION FOR EACH PERSON THAT ALSO DERIVED DOLLAR REVENUES

CODE	GEOGRAPHIC MARKET INFORMATION
621111	See Attachment 21
622110	See Attachment 21

7(d) GEOGRAPHIC MARKET INFORMATION FOR ASSOCIATES OF THE ACQUIRING PERSON
(ACQUIRING PERSON ONLY)

CODE	GEOGRAPHIC MARKET INFORMATION

ITEM 8

PRIOR ACQUISITIONS (ACQUIRING PERSON ONLY)

NAICS Code			
Acquired Entity			
Former HQ Address			
Acquisition Type	<input type="checkbox"/> Securities	<input type="checkbox"/> Assets	<input type="checkbox"/> Non Corporate Interests
Notes	Date of Acquisition:		

CERTIFICATION

This **NOTIFICATION AND REPORT FORM**, together with any and all appendices and attachments thereto, was prepared and assembled under my supervision in accordance with instructions issued by the Federal Trade Commission. Subject to the recognition that, where so indicated, reasonable estimates have been made because books and records do not provide the required data, the information is, to the best of my knowledge, true, correct, and complete in accordance with the statute and rules.

NAME (Please print or type)

Rich Adcock

TITLE

CEO, Verity Health Systems of California, Inc.

DATE

May 8, 2019

Subscribed and sworn to before me at the

[SEAL]

City of _____, State of _____

this _____ day of _____, the year _____

Signature _____

My Commission expires _____

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

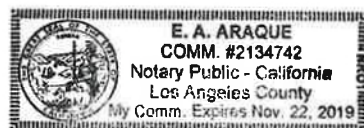
State of California, County of LOS ANGELES

Subscribed and sworn to (or affirmed) before me

on this 8th day of MAY, 2019,by RICH ADCK,

proved to me on the basis of satisfactory evidence to be the person(s) who appeared before me.

Signature: _____



COUNTY OF LOS ANGELES

STATE OF CALIFORNIA

AFFIDAVIT

Rich Adcock, being duly sworn, deposes and says:

1. I am the Chief Executive Officer of Verity Health Systems of California, Inc., debtor in possession ("VHS"), and am authorized to make this affidavit on behalf of VHS, which is based on my personal knowledge, information, and belief.

2. I refer to the Asset Purchase Agreement (the "Agreement") by and among Verity Health System of California, Inc., Verity Holdings, LLC, St. Francis Medical Center, St. Vincent Medical Center, St. Vincent Dialysis Center, Inc., and Seton Medical Center (collectively, "Sellers"), and Strategic Global Management, Inc. (the "Buyer").

3. On August 31, 2018, Sellers filed voluntary petitions for relief under Chapter 11 of Title 11 of the United States Code (the "Bankruptcy Code") with the United States Bankruptcy Court for the Central District of California, Los Angeles Division (the "Bankruptcy Court"), lead Case No. 2:18-bk-201510ER.

4. Pursuant to the Agreement and the sale order entered by the Bankruptcy Court under Section 363 of the Bankruptcy Code, Buyer will acquire St. Francis Medical Center, St. Vincent Medical Center, Seton Medical Center, Seton Medical Center Coastsides, and certain related assets (the "Hospital Assets") of Sellers as set forth in the Agreement (the "Transaction").

5. Prior to the closing of the Transaction, Buyer may assign the rights to purchase the Hospital Assets to one or more controlled affiliates. The closing of the Transaction is conditioned upon, among other things, the expiration or termination of the waiting period required under the Hart-Scott-Rodino Antitrust Improvements Act 1976, as amended. The closing is expected to occur no later than ten business days following the satisfaction or waiver of the closing conditions called for in the Agreement. The Agreement has been fully executed and is attached to the HSR form as Item 3(b)-1, together with the related bankruptcy sale order.

4. It is the good faith intention of VHS to complete the aforesaid transactions pursuant to the terms of the Agreement.

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California, County of LOS ANGELES

Subscribed and sworn to (or affirmed) before me

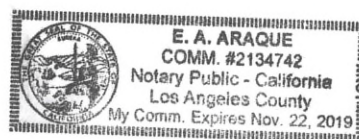
on this 8th day of MAY, 2019,

by RICH ADGOCK,

proved to me on the basis of satisfactory evidence to be the person(s) who appeared before me.

Signature: _____

110636198 (V-2)



Rich Adcock

ENDNOTES

ENDNOTE NUMBER	PERTAINING TO	ENDNOTE TEXT

ATTACHMENTS

AttachTotal: 21

ATTACHMENT NUMBER	ATTACHMENT DESCRIPTION		
1	Paper to Follow	DESCRIPTION	Asset Purchase Agreement and bankruptcy sale order (Part 1) (Part 2)
	ATTACHED TO ITEM	ITEM 3: 3(b) CONTRACT OR AGREEMENT	
2	Paper to Follow	DESCRIPTION	Verity Health System of California, Inc. Unaudited Financial Report and Utilization Statistics for the Twelve Months Ended June 30, 2018
	ATTACHED TO ITEM	ITEM 4: 4(b) ANNUAL REPORTS AND ANNUAL AUDIT REPORTS	
3	Paper to Follow	DESCRIPTION	Project Phoenix - Confidential Information Memorandum, dated July 2018 and prepared by Carston Beith (Managing Director) and Jim Maloney (Managing Director) of Cain Brothers, a division of KeyBanc Capital Markets
	ATTACHED TO ITEM	ITEM 4: 4(d) ADDITIONAL DOCUMENTS	
4	Paper to Follow	DESCRIPTION	Project Phoenix Opportunity Overview, dated July 2018 and prepared by Carston Beith (Managing Director) and Jim Maloney (Managing Director) of Cain Brothers, a division of KeyBanc Capital Markets
	ATTACHED TO ITEM	ITEM 4: 4(d) ADDITIONAL DOCUMENTS	
5	Paper to Follow	DESCRIPTION	Verity Health Confidential Board Materials - Process Update, dated December 4, 2018 and prepared by Carston Beith (Managing Director) and Jim Maloney (Managing Director) of Cain Brothers, a division of KeyBanc Capital Markets
	ATTACHED TO ITEM	ITEM 4: 4(d) ADDITIONAL DOCUMENTS	
6	Paper to Follow	DESCRIPTION	Verity Health Board Presentation, dated April 15, 2019, and prepared by Peter Chadwick (Managing Director), David Galfus (Managing Director), Jonathan Emerson (Associate Director), John Schlant (Managing Consultant), and Joe Vizzini (Managing Director) of Berkeley Research Group, LLC
	ATTACHED TO ITEM	ITEM 4: 4(d) ADDITIONAL DOCUMENTS	
7	Paper to Follow	DESCRIPTION	Prime Healthcare Indication of Interest, dated August 31, 2018, received by Cain Brothers on behalf of Verity Health System of California, Inc.
	ATTACHED TO ITEM		
8	Paper to Follow	DESCRIPTION	AHMC Healthcare Inc. Indication of Interest, dated August 20, 2018, received by Cain Brothers on behalf of Verity Health System of California, Inc.
	ATTACHED TO ITEM	ITEM 4: 4(d) ADDITIONAL DOCUMENTS	
9	Paper to Follow	DESCRIPTION	Alecto Health Services LLC Indication of Interest, dated August 3, 2018, received by Cain Brothers on behalf of Verity Health System of California, Inc.
	ATTACHED TO ITEM	ITEM 4: 4(d) ADDITIONAL DOCUMENTS	

10	Paper to Follow	DESCRIPTION	Avant Group, Inc., Indication of Interested, dated August 10, 2018, received by Cain Brothers on behalf of Verity Health System of California, Inc.
	ATTACHED TO ITEM	ITEM 4: 4(d) ADDITIONAL DOCUMENTS	
11	Paper to Follow	DESCRIPTION	CHA Health Systems, Inc., Indication of Interest, dated August 9, 2018, received by Cain Brothers on behalf of Verity Health System of California, Inc.
	ATTACHED TO ITEM	ITEM 4: 4(d) ADDITIONAL DOCUMENTS	
12	Paper to Follow	DESCRIPTION	Prime Healthcare Indication of Interest, dated August 3, 2018, received by Cain Brothers on behalf of Verity Health System of California, Inc.
	ATTACHED TO ITEM	ITEM 4: 4(d) ADDITIONAL DOCUMENTS	
13	Paper to Follow	DESCRIPTION	Prospect Medical Holdings, Inc., Indication of Interest, dated August 7, 2018, received by Cain Brothers on behalf of Verity Health System of California, Inc.
	ATTACHED TO ITEM	ITEM 4: 4(d) ADDITIONAL DOCUMENTS	
14	Paper to Follow	DESCRIPTION	Strategic Global Management, Inc., Indication of Interest, dated August 13, 2018, received by Cain Brothers on behalf of Verity Health System of California, Inc.
	ATTACHED TO ITEM	ITEM 4: 4(d) ADDITIONAL DOCUMENTS	
15	Paper to Follow	DESCRIPTION	Sutter Health Indication of Interest, dated August 3, 2018, received by Cain Brothers on behalf of Verity Health System of California, Inc.
	ATTACHED TO ITEM	ITEM 4: 4(d) ADDITIONAL DOCUMENTS	
16	Paper to Follow	DESCRIPTION	AHMC Healthcare Inc. Second Round Response, dated August 31, 2018, received by Cain Brothers on behalf of Verity Health System of California, Inc.
	ATTACHED TO ITEM	ITEM 4: 4(d) ADDITIONAL DOCUMENTS	
17	Paper to Follow	DESCRIPTION	County of Santa Clara Proposal to Acquire Verity Assets in Santa Clara County, dated August 3, 2018, received by Cain Brothers on behalf of Verity Health System of California, Inc.
	ATTACHED TO ITEM	ITEM 4: 4(d) ADDITIONAL DOCUMENTS	
18	Paper to Follow	DESCRIPTION	Good Samaritan Hospital Proposal for St. Vincent Medical Center, dated August 31, 2018, received by Cain Brothers on behalf of Verity Health System of California, Inc.
	ATTACHED TO ITEM	ITEM 4: 4(d) ADDITIONAL DOCUMENTS	
19	Paper to Follow	DESCRIPTION	Sutter Health Amended Indication of Interest, dated August 8, 2018, received by Cain Brothers on behalf of Verity Health System of California, Inc.
	ATTACHED TO ITEM	ITEM 4: 4(d) ADDITIONAL DOCUMENTS	
20	Paper to Follow	DESCRIPTION	Verity Health System of California, Inc., Organizational Chart
		ITEM 6: 6(a) ENTITIES WITHIN PERSON FILING NOTIFICATION	
	ATTACHED TO ITEM	ITEM 6: 6(c)(i) HOLDINGS OF PERSON FILING NOTIFICATION	

21	Paper to Follow	DESCRIPTION	Required Geographic Information
	ATTACHED TO ITEM	ITEM 7: 7(c) GEOGRAPHIC MARKET INFORMATION FOR EACH PERSON THAT ALSO	