

Form A – Plan for the Acquisition of Control of:

**Gundersen Health Plan, Inc. (“GHP”) by
University Health Care, Inc. (“UHC”), and**

**Unity Health Plans Insurance Corporation (“Unity”) by
Gundersen Lutheran Health System, Inc. (“GHS”)**

**[UHC and GHS, collectively, the “Applicants”;
GHP and Unity, collectively, the “Insurers”]**

**List of Hearing Exhibits
Case No. 16-C41129**

Form A and Exhibits, Filed with the Wisconsin OCI on December 22, 2015:

- Exhibit A-1: Cover Letter to Kristin Forsberg of the Wisconsin Office of the Commissioner of Insurance (dated 12/22/15)
- Exhibit A-2: Form A – Statement Regarding the Acquisition of Control of a Domestic Insurer, and Form A Exhibits:
 - Exhibit A-2-A: Exchange Agreement with Exhibits **[Redacted]**
 - Exhibit A-2-B: Stockholders Agreement (Unity)
 - Exhibit A-2-C: Members Agreement (GHP)
 - Exhibit A-2-D: Stock Transfer Power
 - Exhibit A-2-E: Stockholders Agreement (SPWI TPA, Inc., d/b/a “Quartz”)
 - Exhibit A-2-F: Management Agreements
 - Exhibit A-2-G: Employee Lease Agreements
 - Exhibit A-2-H: GHP – Amended and Restated Bylaws **[Confidential]**
 - Exhibit A-2-I: GHP – Second Amended and Restated Articles of Incorporation **[Confidential]**
 - Exhibit A-2-J: Unity – Amended and Restated Bylaws **[Confidential]**
 - Exhibit A-2-K: Quartz – Amended and Restated Bylaws **[Confidential]**
 - Exhibit A-2-L: UHC Organizational Chart
 - Exhibit A-2-M: GHS Organizational Chart
 - Exhibit A-2-N: Pre & Post Transaction Organizational Charts
 - Exhibit A-2-O: Directors and Officers (UHC)
 - Exhibit A-2-P: Trustees and Officers (GHS)
 - Exhibit A-2-Q: Proposed Officers and Directors (GHP)
 - Exhibit A-2-R: Proposed Officers and Directors (Unity)
 - Exhibit A-2-S: Biographical Affidavits – Proposed Officers and Directors **[Confidential]**

- Exhibit A-2-T: UHC & Affiliates audited Consolidated Financial Statements (2010 – 2014), and unaudited year-to-date 2015 Combined Financial Statements (through 9/30/15)
 - Exhibit A-2-U: GHS & Affiliates audited Combined Financial Statements (2010 – 2014) and unaudited year-to-date 2015 Combined Financial Statements (through 9/30/15)
 - Exhibit A-2-V: Gundersen Health Plan Minnesota Annual Statements
 - Exhibit A-2-W: Unity and GHP 5-Year Projections **[CONFIDENTIAL]**
 - Exhibit A-2-X: UHC and GHS Board Resolutions
 - Exhibit A-2-Y: Form E – Pre-Acquisition Notification Statement of the Potential Competitive Impact of a Proposed Merger or Acquisition. **[Confidential]**
- Exhibit A-3: Form AA– Consent to Jurisdiction – University Health Care, Inc.
 - Exhibit A-4: Form AA – Consent to Jurisdiction – Gundersen Lutheran Health System, Inc.

Wisconsin OCI Form A Follow-up Letters:

- Exhibit B-1: WI OCI Form A follow-up letter #1, dated 1/29/16

Applicant Response Letters and Attachments

- Exhibit B-1-1: Applicants' 2/19/16 response to WI OCI's follow-up letter #1 **[Redacted]**

Hearing Documents:

- Exhibit C-1: Notice of Hearing – Case No. 16-C41129
- Exhibit C-2: Prepared Testimony of Scott Rathgaber, M.D., CEO of Gundersen Lutheran Health System, Inc.
- Exhibit C-3: Prepared Testimony of Michael Dallman, CEO of University Health Care, Inc.
- Exhibit C-4: List of Hearing Exhibits – Case No. 16-C41129

Wisconsin OCI Recommendation Memo:

- Exhibit D-1: WI OCI Recommendation Memorandum dated 4/12/16