

April 13, 2017

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WISCONSIN COMMISSIONER  
OF INSURANCE

**HAND DELIVERED**

Rebecca Easland, Director  
Bureau of Financial Analysis and Examinations  
Office of Commissioner of Insurance  
P O Box 7873  
Madison WI 53707-7873

Re: Statement Regarding the Acquisition of Control  
Pursuant to Wis. Adm. Code §§ Ins 40.02 and 40.025

(1) Gundersen Health Plan, Inc. and  
Unity Health Plans Insurance Corporation  
by Iowa Health System d/b/a UnityPoint Health  
and

(2) Physicians Plus Insurance Corporation by  
University Health Care, Inc. and Gundersen  
Lutheran Health System, Inc.

Dear Ms. Easland:

Enclosed with this letter pursuant to Wis. Adm. Code §§ Ins 40.02 and 40.025 is the joint Statement Regarding the Acquisition of Control of Gundersen Health Plan, Inc. ("GHP") and Unity Health Plans Insurance Corporation ("Unity") by Iowa Health System d/b/a UnityPoint Health ("Applicant UPH") and Physicians Plus Insurance Corporation ("PPIC") by University Health Care, Inc. ("Applicant UHC") and Gundersen Lutheran Health Services, Inc. ("Applicant GHS") requesting the approval of the Wisconsin Office of the Commissioner of Insurance (the "OCI"). Included with this filing are two copies of the Form A Statement with the required exhibits, and Form E, Pre-Acquisition Notification Statement of the Potential Competitive Impact of a Proposed Merger or Acquisition (included as an exhibit to the Form A Statement).

We are filing under separate cover the documents, exhibits and information for which the Applicants are seeking confidential treatment pursuant to Wis. Stat. §§ 134.90 and 601.465. The Applicants are

asserting confidentiality for the following documents, exhibits and information as protected from disclosure under provisions of Wisconsin law as containing personally sensitive information or being of a confidential, proprietary and/or trade secret nature, the disclosure of which would cause material harm to the competitive position of the Applicants, Unity, GHP and PPIC and information that falls within the definition of "trade secret" of Wis. Stat. § 134.90:

1. Portions of the Exchange Agreement and exhibits and disclosure schedules thereto, which have been redacted. The redacted Exchange Agreement and exhibits are filed with this letter. The unredacted versions of the same documents and the schedules are filed under separate cover and the parties request confidential treatment for the unredacted versions of the Exchange Agreement and exhibits and all of the disclosure schedules.
2. Biographical Affidavits for proposed and current directors of all parties to the transaction. Biographical Affidavits for the proposed directors and officers of the insurers and Biographical Affidavits for the directors and officers of Applicants GHS, UHC and UPH that are not already on file with the OCI are being filed under separate cover and the parties request confidential treatment for those Biographical Affidavits.
3. Marked copies of the Amended and Restated Bylaws for GHP, Unity, PPIC and Quartz Health Solutions, Inc. and the Articles of Incorporation and Bylaws of Quartz Holding Company.
4. Three-year Financial Pro Forma.
5. Form E, Pre-Acquisition Notification Statement of the Potential Competitive Impact of a Proposed Merger or Acquisition and tables included with the Form E.

The above documents, exhibits and information should be maintained as confidential and not be made available for public inspection or copying. We request that the OCI provide written notification of any request for access to such exhibits and information and advance written notification of release of any exhibit or information due to a determination by the OCI that it should not be accorded confidential treatment. Any communications relating to such a request or determination should be directed to Christine Senty, Vice President and General Counsel, Unity Health Plans Insurance Corporation, 840 Carolina Street, Sauk City, WI 53583-1374, Daniel Lilly, General Counsel, Gundersen Lutheran Health System, Inc., 1900 South Avenue, Mail Stop GB1-001, La Crosse, WI 54601, and Ashley Kleemeier, Associate Counsel, UnityPoint Health, 1776 West Lakes Parkway, Suite 100, West Des Moines, IA 50266.

Rebecca Easland  
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Thank you for your consideration of this Form A filing. Please contact me should you have any questions or require additional information.

Sincerely,

PARRETT & O'CONNELL, LLP



Noreen J. Parrett

Enclosures

cc: Christine Senty, Unity Health Plans Insurance Corporation (electronically)  
Daniel Lilly, Gundersen Lutheran Health System, Inc. (electronically)  
Ashley Kleemeier, UnityPoint Health (electronically)

