



September 8, 2023

Steven Burgess Davis, Esq.
Stradley Ronon Stevens & Young, LLP
2005 Market Street, Suite 2600
Philadelphia, PA 19103-7018

Sarah K. Browning, Esq.
Baker Hostetler, LLP
1170 Peachtree St., Suite 2400
Atlanta, GA 30309-7676

Via electronic mail at: SDavis@Stradley.com sbrowning@bakerlaw.com

Re: Request for Additional Documents regarding the Application of Risant Health, Inc. and Kaiser Foundation Hospitals for Approval of the Acquisition of Control of or Merger with Geisinger Health Plan, Geisinger Quality Options, Inc., and Geisinger Indemnity Insurance Company.

Dear Mr. Davis and Ms. Browning:

The Pennsylvania Insurance Department (the "Department") is in the process of a preliminary review of the Form A submitted to the Department regarding the acquisition of control of Geisinger Health Plan, Geisinger Quality Options, Inc., and Geisinger Indemnity Insurance Company (collectively, the "Domestic Insurers"), filed by Risant Health, Inc. ("Risant") and Kaiser Foundation Hospitals ("KFH"), (each individually an "Applicant" and, collectively, the "Applicants"), on or about June 26, 2023 (the "Form A"). The Domestic Insurers are wholly owned subsidiaries of Geisinger Health ("Geisinger Health" or "GH"). The Department requests that the Applicants provide the Department with the additional documents listed below.

Please provide complete responses to the following requests for additional documents on or before September 26, 2023.

1. Although the Form A was submitted by Risant Health and KFH as joint Applicants, it appears that much of the information required by the Form A was not provided to the Department for KFH. Supplement the Form A and include all of the information required by the Form A to be included for KFH as an Applicant.
2. Submit a copy of the Risant's Certificate of Incorporation.
3. Submit a copy of the Risant's audited financial statements. If none are available, submit Risant's Certified Balance Sheet for the most recent quarter and year ended as applicable.
4. Submit a copy of the Amended and Restated Bylaws of Risant (the "Amended Bylaws"). If the Amended Bylaws are not yet finalized, please so advise and provide a copy promptly after being finalized.

September 8, 2023

Re: Request for additional information regarding application of
Risant Health, Inc. and Kaiser Foundation Hospitals

Page 2

5. Footnote 2 to the Post-Closing Risant Health, Inc. and Geisinger Corporate Structure chart provided by the Applicants with the Form A states “PNC Bank, NA serves as trustee of the Abigall Geisinger Trust. The rights and responsibilities of the trustee are limited.” Provide a copy of the Abigall Geisinger Trust document(s) and describe what rights or responsibilities, if any, the trustee has in connection with the proposed transaction.
6. Submit a copy of the Internal Revenue Service (“IRS”) Form 1023 that Risant filed to apply to be exempt from federal income tax as an entity described under IRC Section 501(c)(3), as referred to on page 2 of the Form A. In addition, submit any documents submitted to the IRS in connection therewith and any responses received to date from the IRS..
7. Provide Kaiser Permanente’s 2022 Annual report, as referenced in the Form A, Item 2(B)(v).

The above information is requested to be provided by September 26, 2023. Your assistance in providing the information to the Department at your earliest ability, and prior to September 26, 2023, is appreciated. Please feel free to contact me with any questions.

Sincerely,

A handwritten signature in blue ink that reads "Diana L. Sherman". The signature is written in a cursive style with a large initial "D".

Diana L. Sherman, CPA, CFE, CISA, CITP
Acting Deputy Insurance Commissioner