



038

July 11, 2018

Steven B. Davis, Esquire
Stradley Ronon Stevens & Young, LLP
2005 Market Street, Suite 2600
Philadelphia, PA 19103

Re: Form A Statement Regarding the Acquisition of
Control of Medco Containment Life Insurance Company ("Medco")

Dear Mr. Davis:

The Pennsylvania Insurance Department (the "Department") has made a preliminary review of the above-referenced Form A filing. Based upon this preliminary review, the Department has compiled the below list of additional items necessary to the review of the filing. Your responses and any related documents will become part of the public files, unless you have asserted the confidentiality of the information and the Department has accepted such assertion. When preparing your response, please reference the number of the Department's request to which you are responding.

Form A Statement

1. Provide the principal place of business (city and state) for Holdco, Merger Sub 1 and Merger Sub 2.
2. Item 1, B. Method of Acquisition. - Explain the statement that "Immediately after the Merger... Express Scripts Surviving Corporation will be **renamed** Express Scripts Holding Company." It is my understanding that Express Scripts Holding Company is the current name of the entity that will survive the merger?
3. Has the proposed name for the Cigna Surviving Corporation been selected?
4. Item 3, B. Owners of Ten Percent or More of the Voting Securities of the Applicants. - The Form A notes that "To the extent that any passive investment funds that are holders of shares of common stock of both Cigna and Express Scripts acquire control of ten percent (10%) or more of the voting securities of Holdco as a result of receiving the stock consideration as provided in the Merger Agreement, the Applicants expect that such persons would disclaim affiliation with and control of Holdco and would make appropriate filings with the Department to disclaim such affiliation and control." Identify any person(s) that will acquire control of 10% or more of the voting securities of Holdco.

19

5. Provide a year-to-date balance sheet and income statement for Holdco. Additionally, provide a pro forma post-closing balance sheet for Holdco.
6. As earlier requested, provide business plan Form DOI-135 for Medco.
7. Identify the person and their credentials that prepared the pro forma financial projections that are included at Exhibit K.
8. Provide a detailed description of how Cigna and Holdco intend to repay the funds being borrowed to finance the transaction. The description should include all required payments of principal and interest by date and the source of funds for each payment date.

Agreement and Plan of Merger

9. As earlier requested, provide the exhibits and disclosure schedules to the Agreement and Plan of Merger.
10. Section 1.5, paragraphs (a) and (b), Constituent Documents – Verify the accuracy of the statements that the articles of incorporation and bylaws of the merger sub companies will be the articles of incorporation and bylaws of the surviving companies. If this is accurate, please explain how this will be accomplished as it is my understanding that the merger sub companies will not be the survivors in the mergers.
11. Section 3.25, Opinions of Financial Advisors – Provide a copy of the fairness opinion(s) received by the board of directors of Express Scripts Holding Company.
12. Section 4.25, Opinions of Financial Advisor – Provide a copy of the fairness opinion received by the board of directors of Cigna Corporation.

Miscellaneous

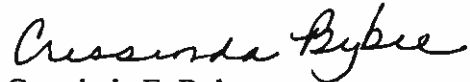
13. Have the four Express Scripts Holding Company representatives for the Holdco board of directors been selected? If so, please identify them.
14. I am having some difficulty sorting out the proposed post-closing board of director composition and executive management of Holdco, Cigna Surviving Corporation and Express Scripts Surviving Corporation (Exhibits I-1, I-2, and I-3). For each entity provide a separate list of the (1) proposed board of directors; and, (2) executive officers.
15. Are there any proposed changes to the Medco board of directors and/or executive officers?
16. Describe A.M. Best's reaction to the proposed transaction.

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Page 2 of 2
July 11, 2018

17. Provide the data reviewed to make the conclusions reached in the Competitive Impact Statement at Exhibit M.

Feel free to contact me at (717) 783-2144 or cbybee@pa.gov to discuss any of the above requests.

Sincerely,



Cressinda E. Bybee
Chief, Company Licensing Division