Mergers and Acquisitions

December 9, 2015

Kristene Mapile
Assistant Chief Counsel
Office of Plan Licensing
Centene Corporation Acquisition of Health Net, Inc.

Parties
Health Net, Inc.: Health Net of California, Inc.; Health Net Community Solutions, Inc.; Managed Health Network
Centene Corporation: California Health and Wellness Plan

Key dates
Filing Date: August 10, 2015
Order of Postponement: September 8, 2015

Purchase price
Purchase Price: $6.8 billion in cash and stock, based on stock prices as of July 1, 2015 and including the assumption of approximately $500 million in debt from Health Net.
Triggering Document: Stock Purchase Agreement

Public meeting
December 7, 2015
Enrollment

Health Net of California, Inc.
- Commercial (HMO, HSP, POS) and Medicare: 1,279,240

Health Net Community Solutions, Inc.
- Medi-Cal: 1,650,546

Managed Health Network:
- Mental Health and Chemical Dependency (Large Group Commercial): 1,385,634

California Health and Wellness Plan
- Medi-Cal: 169,379
Aetna Inc. Acquisition of Humana, Inc.

Parties
Aetna, Inc.: Aetna Health of California; Aetna Dental of California; and Health and Human Resource Center
Humana, Inc.: Humana Health of California; and Arcadian Health Plan

Key Dates
Filing Date: August 10, 2015.
Order of Postponement: September 8, 2015.

Purchase Price
Approximately $37 Billion based on closing price of Aetna’s stock on July 2, 2015. This amount includes the assumption of new debt in the amount of $16.2 Billion.
Triggering Document: Stock Purchase Agreement

Public Meeting Date
January 2016
Enrollment

Aetna Health of California
- Commercial: 382,228

Aetna Dental of California
- Commercial: 117,585

Health and Human Resource Center
- Specialized and EAP: 885,950

Humana Health of California
- Medicare Advantage: 65,257

Arcadian Health Plan
- No enrollment

www.HealthHelp.ca.gov
Anthem Inc. Acquisition of Cigna Corporation

Parties
Anthem, Inc.: Blue Cross of California; Blue Cross of California Partnership Plan; Golden West Health Plan, Inc.

Key Dates
Filing Date: September 9, 2015
Order of Postponement: October 5, 2015

Purchase Price
Estimated at $54.2 Billion ($21 billion in equity will be issued to Cigna stockholders; $27.6 billion Cash Consideration; assumption of approximately $5.5 billion in existing Cigna indebtedness)
Triggering document: Stock Purchase Agreement

Public Meeting Date
To Be Determined
Enrollment

Blue Cross of California and Blue Cross of California Partnership Plan
- Commercial and Government (Medi-Cal, Medicare, AIM): 3,085,101

Golden West Health Plan, Inc.
- Commercial: 22,360

Cigna HealthCare of CA., Inc.
- Commercial: 182,000

Cigna Behavioral Health of CA., Inc.
- Commercial: 165,131

Cigna Dental Health of CA., Inc.
- Commercial: 199,613

HealthSpring Life & Health Insurance Company, Inc.
- Medicare Part D: 164,402
Other Vision and Dental Plans
Change in Control Filings

Vision:
• Parent of For Eyes Vision, Inc., Aaron Corporation, was purchased by GrandVision N.V., a publicly traded corporation headquartered in the Netherlands. GrandVision N.V. assigned its purchased shares to its subsidiary GrandVision USA, Inc., a Delaware corporation. (13,295 enrollees)

• UnitedHealth Group, through their subsidiary Specialty Benefits, purchasing March Holdings Inc., the parent company of March Vision Care Inc. (368 enrollees)

Dental:
• Sun Life Financial Inc. purchasing, through its subsidiary Sun Life Assurance Company of Canada, Assurant’s Employee Benefit operating segment which includes the dental plan UDC Dental (57,669 enrollees)