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December 14, 2022

***Via Secure E-Mail***

Diane Murphy Quinlan  
Director of Charitable Trusts  
Attorney General  
Department of Justice  
33 Capital Street  
Concord, New Hampshire 03301

RE: Notice of Proposed Transaction

Dear Director Quinlan:

On behalf of Valley Regional Hospital, we are providing a notice of the proposed transaction by and among Valley Regional Healthcare, Inc. ("VRHC") and Valley Regional Hospital, Inc., both New Hampshire non-profit, voluntary corporations with a principal place of business at 243 Elm Street, Claremont, New Hampshire and Dartmouth-Hitchcock Health, a New Hampshire non-profit, voluntary corporation with a principal place of business at One Medical Center Drive, Lebanon, New Hampshire ("D-HH").

In accordance with N.H. REV. STAT. ANN. § 7:19-b, we are providing the following information regarding the proposed transaction:

1. All parties to the transaction. See Exhibit 1.
2. The transaction summary which acknowledges the requirement to meet the communities' need for access to quality and affordable physical and mental health care services as well as describes the material terms of the transaction, including, without limitation, any changes in control or ownership of assets, any acquisition price, any change in the capital structure and management, and any and all compensation paid or to be paid in connection therewith. See Exhibit 2.
3. Copies of the minutes and other documents evidencing the decision of the governing body of VRH and VRHC. See Exhibit 3.
4. A summary of steps taken by VRH to comply with the public notice requirement of the statute and any changes in the proposed transaction resulting therefrom. See Exhibit 4.

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5. A copy of VRH's most recent community needs assessment. See Exhibit 5.
6. A copy of the Integration Agreement. See Exhibit 6.
7. The financial statements of all parties. See Exhibit 7.1 (VRH) and Exhibit 7.2 (D-HH).
8. The certification signed by the members of VRH's governing body. See Exhibit 8.
9. A statement from D-HH specifying the manner in which it proposes to continue to fulfill the charitable objectives of the health care charitable trust. See Exhibit 9.

We appreciate your consideration of the transaction. The parties are available to respond to any questions and/or meet to review the materials submitted.

Sincerely,



Laurie T. Cohen

LTC/db  
Enclosures