

## NOTICE OF CHANGE OF OWNERSHIP/CONTROL

The following notification of intent is provided pursuant to all applicable provisions of ALA. CODE § 22-21-270 (1975 as amended) and ALA. ADMIN. CODE r. 410-1-7-.04. This notice must be filed at least twenty (20) days prior to the transaction.

- Change in Direct Ownership or Control (of a vested Facility; ALA. CODE §§ 22-20-271(d), (e))  
 Change in Certificate of Need Holder (ALA. CODE § 22-20-271(f))  
 Change in Facility Management (Facility Operator)

Any transaction other than those above-described requires an application for a Certificate of Need.

### Part I: Facility Information

SHPDA ID Number: 055-H7018

(This can be found at [www.shpda.alabama.gov](http://www.shpda.alabama.gov), Health Care Data, ID Codes)

Name of Facility/Provider: Mid-South Home Health of Gadsden, LLC d/b/a  
 (ADPH Licensure Name) Kindred at Home

Physical Address: 3225 Rainbow Drive, Suite 256, Rainbow City, AL 35906-5861

County of Location: ETOWAH

Number of Beds/ESRD Stations: Not Applicable

CON Authorized Service Area (Home Health and Hospice Providers Only). Attach additional pages if necessary.

**Blount, Calhoun, Cherokee, Cleburne, Cullman, DeKalb, Etowah, Jackson, Jefferson, Madison, Marshall, Morgan, Saint Clair, Shelby, Talladega**

**Part II: Current Authority** (Note: If this transaction will result in a change in direct ownership or control, as defined under ALA. CODE § 22-20-271(e), please attach organizational charts outlining current and proposed structures.)

Owner (Entity Name) of Facility named in Part I: Kindred Healthcare, Inc.

Mailing Address: 680 South 4th Street, Louisville, KY 40202-2407

Operator (Entity Name): Mid-South Home Health of Gadsden, LLC

### Part III: Acquiring Entity Information

Name of Entity: Kentucky Homecare Parent, Inc.

Mailing Address: 500 West Main Street, Louisville, KY 40202

Operator (Entity Name): Mid-South Home Health of Gadsden, LLC

Proposed Date of Transaction is on or after: The Transaction is expected to close June 30, 2018.

**Part IV: Terms of Purchase**

Monetary Value of Purchase: \$13,471,802.48

Type of Beds: Not Applicable

Number of Beds/ESRD Stations: Not Applicable

**Financial Scope:** to Include Preliminary Estimate of the Cost Broken Down by Equipment, Construction, and Yearly Operating Cost:

- Projected Equipment Cost: \$ 0
- Projected Construction Cost: \$ 0
- Projected Yearly Operating Cost: \$ 0
- Projected Total Cost: \$ 0

**On an Attached Sheet Please Address the Following:**

- 1.) The services to be offered by the proposal (the applicant will state whether he has previously offered the service, whether the service is an extension of a presently offered service, or whether the service is a new service). See Exhibit I
- 2.) Whether the proposal will include the addition of any new beds. See Exhibit I
- 3.) Whether the proposal will involve the conversion of beds. See Exhibit I
- 4.) Whether the assets and stock (if any) will be acquired. See Exhibit I

Part V: Certification of Information

Current Authority Signature(s):

The information contained in this notification is true and correct to the best of my knowledge and belief.

Owner(s): Kindred Healthcare, Inc. *[Signature]*  
 s/ Joseph Landenwich

Operator(s): Mid-South Home Health of Gadsden, LLC *[Signature]*  
 s/ Joseph Landenwich

Title/Date: General Counsel and Corporate Secretary  
Kindred Healthcare, Inc. May 8, 2018

SWORN to and subscribed before me, this 8<sup>th</sup> day of May, 2018.

(Seal) 

*[Signature]*  
 Notary Public  
 My Commission Expires: 3-28-22

Acquiring Authority Signature(s):

I agree to be responsible for reporting of all services provided during the current annual reporting period, as specified in ALA. ADMIN. CODE r. 410-1-3-.12. The information contained in this notification is true and correct to the best of my knowledge and belief.

Purchaser(s): Kentucky Homecare Parent, Inc. \_\_\_\_\_  
 Vice President & Corporate Secretary s/ Joseph Ventura

Title/Date: Kentucky Homecare Parent, Inc. \_\_\_\_\_

SWORN to and subscribed before me, this \_\_\_\_\_ day of \_\_\_\_\_.

(Seal) \_\_\_\_\_  
 Notary Public  
 My Commission Expires: \_\_\_\_\_

Operator(s): Mid-South Home Health of Gadsden, LLC *[Signature]*  
 s/ Joseph Landenwich

Title/Date: General Counsel and Corporate Secretary  
Kindred Healthcare, Inc. May 8, 2018

SWORN to and subscribed before me, this 8<sup>th</sup> day of May, 2018.

(Seal) 

*[Signature]*  
 Notary Public  
 My Commission Expires: 3-28-22

Part V: Certification of Information

Current Authority Signature(s):

The information contained in this notification is true and correct to the best of my knowledge and belief.

Owner(s): Kindred Healthcare, Inc. s/ Joseph Landenwich

Operator(s): Mid-South Home Health of Gadsden, LLC s/ Joseph Landenwich

Title/Date: General Counsel and Corporate Secretary Kindred Healthcare, Inc.

SWORN to and subscribed before me, this \_\_\_ day of \_\_\_\_\_.

(Seal) Notary Public My Commission Expires: \_\_\_\_\_

Acquiring Authority Signature(s):

I agree to be responsible for reporting of all services provided during the current annual reporting period, as specified in ALA. ADMIN. CODE r. 410-1-3-.12. The information contained in this notification is true and correct to the best of my knowledge and belief.

Purchaser(s): Kentucky Homecare Parent, Inc. s/ Joseph Ventura Vice President & Corporate Secretary Kentucky Homecare Parent, Inc.

SWORN to and subscribed before me, this 10th day of May, 2018.

(Seal) Michele H. Sizemore State At Large, Kentucky Notary Public Commission No. 433947 My Commission Expires 1/3/2019 Notary Public My Commission Expires: 1/3/19

Operator(s): Mid-South Home Health of Gadsden, LLC s/ Joseph Landenwich Title/Date: General Counsel and Corporate Secretary Kindred Healthcare, Inc.

SWORN to and subscribed before me, this \_\_\_ day of \_\_\_\_\_.

(Seal) Notary Public My Commission Expires: \_\_\_\_\_

**Exhibit I**

**1.) The services to be offered by the proposal (the applicant will state whether he has previously offered the service, whether the service is an extension of a presently offered service, or whether the service is a new service).**

The applicant offers home health services. There will be no changes to the services offered by the applicant as a result of this transaction.

**2.) Whether the proposal will include the addition of any new beds.**

Not Applicable

**3.) Whether the proposal will involve the conversion of beds.**

Not Applicable

**4.) Whether the assets and stock (if any) will be acquired.**

Pursuant to the transaction, neither the assets nor the direct stock ownership of the operator will be transferred. This change, as described in more detail in the Notification of Transaction letter dated February 21, 2018 (Attachment I of the Cover Letter), will occur at the ultimate parent company level and will not result in a change in the direct or immediate/intermediate parent companies, tax identification numbers or service areas of the provider entities licensed by the state. Please refer to Attachment I for a more detailed explanation of the Transaction.