

TRANSACTION CHANGE SUMMARY

Transaction ID: 007—Radia Inc., P.S.–Medford Radiological Group, P.C.

Key Terms	Original Structure	Revised Structure
Parties	Radia Inc., P.S. (“RPS”); Medford Radiological Group, P.C. (“MRG”)	Same plus MRG Shareholder via joinder and Radia Oregon Radiology Medical Group, LLC (“RORMG”), a wholly owned RPS subsidiary
Deal structure	RPS acquires all the outstanding shares of MRG in exchange for Radia shares and profits interests in Radia IT, LLC	Each qualifying MRG Shareholder offered admission as a Radia shareholder and a profits interest in Radia IT, LLC; non-qualifying and non-Shareholder MRG physicians offered employment at RPS/RORMG
Post-closing Ownership of MRG	MRG will be a wholly owned subsidiary of Radia Inc., P.S.	MRG will continue to be owned solely by the MRG Shareholders of record as of the Closing
Practice area of transferring MRG physicians	The parties intend for all existing MRG physicians to continue practicing in the current MRG service area	No change
Post-closing status of MRG Shareholders	Subject to meeting minimum performance criteria, the MRG Shareholders will become shareholders in RPS and receive profits interests in Radia IT, LLC	No change
<ul style="list-style-type: none"> • Compensation 	RPS Shareholders who perform the vast majority of shifts within the Medford region and perform a minimum percentage of shifts on-site at MRG Sites will be eligible to participate in a separate compensation pool (“MCP”)	No change. Minimum on-site service requirement adjusted to ensure all Transferring MRG Shareholders remain eligible for MCP in light of RPS platform’s additional teleradiology capabilities
<ul style="list-style-type: none"> • Governance Participation 	Transferring MRG Shareholders will have the right to elect an individual representative to the RPS board of directors for years 1-3 after closing	No change, except members of the MCP will also have the right to: <ul style="list-style-type: none"> • Elect a member of the RORMG board of Managers • Nominate MRG Site medical directors
Operating assets for interventional clinic (“MRGIC”)	Owned/controlled by RPS (through acquisition of MRG)	No change (except RPS to acquire assets from MRG through RORMG)

Key Terms	Original Structure	Revised Structure
Ownership of joint ventures re Hospital imaging centers	Not acquired by RPS	No change
Disposition of MRG's accounts receivable as of Closing	Not acquired by RPS	No change
Spin out of special entity	Pre-closing, MRG Shareholder would spin-out imaging center JV interests and right to AR to a new entity with identical ownership to MRG	Not needed—assets and A/R retained in MRG
Negotiation of payer agreements	Continue with existing IPA relationship	No change
Payer Credentialing	MRG physicians credentialed to provide services under MRG tax ID	Former MRG physicians credentialed to provide services under RORMG tax ID
Billing entity for professional services delivered to MRG Sites	MRG	RORMG
Professional Services Agreement with MRG Sites	Held by MRG	Transferred to RORMG
Non-practitioner Employees	Commitment to maintain specified minimum support levels in Medford, including through hiring of MRG employees	No change
Benefits	Transferring MRG personnel eligible for all RPS benefits available to comparable employees	No change
Professional liability coverage	MRG responsible for tail coverage for pre-closing liabilities	RPS to cover cost of tail coverage for pre-closing liabilities
Noncompetition covenants	Transferring MRG physicians will be subject to Radia's standard noncompete	No change
Post-closing operations of MRG	RPS would assume responsibility for all operational needs of MRG	RPS will provide limited staff and technology support to assist MRG in certain activities related to the wind-down of certain business operations