

TRANSACTION CHANGE SUMMARY (2)

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

Key Terms	Approved Structure	Final Structure
Parties	Radia Inc., P.S. (“RPS”); Medford Radiological Group, P.C. (“MRG”); MRG Shareholder via joinder; and Radia Oregon Radiology Medical Group, LLC (“RORMG”), a wholly owned RPS subsidiary	No change
Deal structure	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	No change
Post-closing Ownership of MRG	MRG will continue to be owned solely by the MRG Shareholders of record as of the Closing	No change
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
• 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”). Minimum on-site service requirement ensures all Transferring MRG Shareholders remain eligible	No change except RPS to pre-fund initial post-closing quarterly distribution to MCP participants to address lag from timing of collections

Key Terms	Approved Structure	Final Structure
	for MCP in light of RPS platform’s additional teleradiology capabilities	
<ul style="list-style-type: none"> • Governance Participation 	<ul style="list-style-type: none"> • Transferring MRG Shareholders will have the right to elect an individual representative to the RPS board of directors for years 1-3 after closing • 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 	No change
Operating assets for interventional clinic (“MRGIC”)	Owned/controlled by RPS -- RPS to acquire assets from MRG through RORMG	No change
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	Not needed—assets and A/R retained in MRG	No change
Negotiation of payer agreements	Continue with existing IPA relationship	No change
Payer Credentialing	Former MRG physicians credentialed to provide services under RORMG tax ID	No change except that former MRG physicians will remain credentialed under MRG for retained PSAs
Billing entity for professional services delivered to MRG Sites	RORMG	Both RORMG for transferred PSAs and MRG under retained PSAs for a limited period pending negotiation of PSAs directly with RORMG
Professional Services Agreement with MRG Sites	<ul style="list-style-type: none"> • Transferred to RORMG 	<ul style="list-style-type: none"> • Transferred to RORMG; or • Held by MRG pending negotiation of PSA between site and RORMG
Non-practitioner Employees	Commitment to maintain specified minimum support levels in Medford, including through hiring of MRG employees	Not addressed. All employees desiring to transfer previously hired or contracted by RPS

Key Terms	Approved Structure	Final Structure
Benefits	Transferring MRG personnel eligible for all RPS benefits available to comparable employees	No change
Professional liability coverage	RPS to cover cost of tail coverage for pre-closing liabilities	No change
Noncompetition covenants	Transferring MRG physicians will be subject to Radia's standard noncompete	Transferring MRG physicians will be subject to Radia's standard noncompete with noncompete to cover MRG Sites pending transition of PSAs to RORMG
Post-closing operations of MRG	RPS will provide limited staff and technology support to assist MRG in certain activities related to wind-down of certain business operations	RPS will provide limited staff and technology support to assist MRG in certain activities related to billing and collection under retained PSAs and wind-down of certain business operations