

Redaction & Confidentiality Log to Form HCMO-1 and Attachments

The Parties respectfully request highly confidential treatment under all applicable statutes, rules, and regulations. Without prejudice to the rights of VSP or Eyemart, if Oregon Health Authority or Department of Justice should at any time contemplate disclosing any such materials to the public or to any third party for any reason and for any use—including but not limited to quoting from, attaching, or otherwise referring to such documents in a court or administrative proceeding whether filed under seal or publicly—we request an opportunity of no fewer than three days advance notice to allow sufficient time to object and, if necessary, seek protections against disclosure from a court of competent jurisdiction.

Bates Reference	Party Information	Information Requested	Information Redacted	Basis for Redaction
HCMO_SUBMISSION_00029 — HCMO_SUBMISSION_00208	VSP and Eyemart	Attachment A	Pre-Merger Notification Filing and Attachments	<p>The parties request confidential treatment of the Attachment A (Pre-Merger Notification Filing and Attachments). This information has not been made publicly available in any other forum. Further, this information is competitively sensitive and disclosure would enable competitors to identify and exploit vulnerabilities in the company's operating model. Under ORS 415.501(13)(c), the Oregon Health Authority is prohibited from disclosing any confidential information and documents that are not publicly available that are obtained in relation to a material change transaction." As such, the parties are requesting further confidential treatment of these materials.</p>
HCMO_SUBMISSION_00224 — HCMO_SUBMISSION_00243	VSP	HCMO-1 Item 10(e)	Financial Statements	<p>VSP requests confidential treatment of the VSP Financial Statements. As a nonpublic entity, this information has not been made publicly available in any other forum. Further, this information is competitively sensitive and disclosure would enable competitors to identify and exploit vulnerabilities in the company's operating model. Under ORS 415.501(13)(c), the Oregon Health Authority is prohibited from disclosing any confidential information and documents that are not publicly available that are obtained in relation to a material change transaction." As such, VSP is requesting further confidential treatment of its financial statements, unless VSP provides its written consent to publication.</p>
HCMO_SUBMISSION_00246 — HCMO_SUBMISSION_00333	Eyemart	HCMO-1 Item 11(e)	Financial Statements	<p>Eyemart requests confidential treatment of the Eyemart Financial Statements. As a nonpublic entity, this information has not been made publicly available in any other forum. Further, this information is competitively sensitive and disclosure would enable competitors to identify and exploit vulnerabilities in the company's operating model. Under ORS 415.501(13)(c), the Oregon Health Authority is prohibited from disclosing any confidential information and documents that are not publicly available that are obtained in relation to a material change transaction." As such, Eyemart is requesting further confidential treatment of its financial statements, unless VSP provides its written consent to publication.</p>

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<p>HCMO_SUBMISSION_00334 — HCMO_SUBMISSION_00344</p>	<p>VSP and Eyemart</p>	<p>HCMO-1 Item 12</p>	<p>Nonpublic Mergers & Acquisitions</p>	<p>The parties request confidential treatment of their nonpublic mergers and acquisitions history over the last ten years. Under ORS 415.501(13)(c), the Oregon Health Authority is prohibited from disclosing any "confidential information and documents that are not publicly available that are obtained in relation to a material change transaction." The redacted transactions have not been publicized in any other public forum. Additionally, as both VSP and Eyemart are private companies, the redacted materials were not required to be disclosed to the Securities and Exchange Commission on a Current Report on Form 8-K.</p> <p>The redacted information would also qualify as a trade secret under ORS 192.345(2) as a compilation of competitively sensitive information. The redacted information contains a compiled list of parties, dates, and descriptions of transactions that are not available to the public. The parties have spent considerable time in researching and consummating these transactions and have specifically endeavored not to publicize the redacted information, and they would be materially harmed should the redacted information be publicized.</p> <p>Specifically, the redacted transactions make sensitive disclosures regarding the ownership, operations, and material contracts of VSP, a private company, and Eyemart that are not otherwise publicly available. Disclosure of this confidential information to the Parties' competitors could have materially negative effects on the operations and corporate strategy of the Parties after the proposed material change transaction. VSP and Eyemart request confidential treatment of these materials unless the Parties provide their written consent to publish.</p>
<p>HCMO_SUBMISSION_00375 — HCMO_SUBMISSION_00883</p>	<p>VSP and Eyemart</p>	<p>Supplemental Materials</p>	<p>Transaction Documents</p>	<p>The Parties request confidential treatment of the Transaction Agreements and Disclosure Schedules thereto. ORS 192.345 provides that the Oregon Health Authority is prohibited from disclosing any "confidential information and documents that are not publicly available that are obtained in relation to a material change transaction. Both VSP and Eyemart are private companies, therefore neither party has filed the transaction documents with the Securities and Exchange Commission on a Current Report on Form 8-K. Furthermore, the parties have ensured that the transaction documents have not been disclosed in any other public forum.</p> <p>The Disclosure Schedules to the transaction documents specifically qualify as a Trade Secret under ORS 192.345(2) as a compilation of competitively sensitive information. The information contained in the Disclosure Schedules have not been published in any other forum, the compilation of information is known only by the executives who have certified this filing and the attorneys who have helped prepare the filing.</p> <p>These materials cost thousands of dollars to research, negotiate, and prepare and contain competitively sensitive approaches to the negotiation of the proposed material change. Disclosure of this confidential information to the Parties' competitors would have material negative effects on the Parties' future operations. The Parties request further confidential treatment of the Transaction Documents and Disclosure Schedules thereto unless they provide their prior written consent.</p>