



June 24, 2024

Re: Determination of Covered Transaction Status for Thrifty Payless, Inc. and Rite Aid Corporation - **Transaction #025**

The Oregon Health Authority (OHA) is the state agency charged with operating the Health Care Market Oversight (HCMO) Program under Oregon Revised Statutes (ORS) 415.500 through 415.900 and Oregon Administrative Rules (OAR) 407-070-0000 through 407-070-0085.

Entities may ask OHA to determine whether a transaction is subject to HCMO review by submitting a Determination of Covered Status Form pursuant to OAR 409-070-0042. On June 17, 2024, OHA received a Determination of Covered Transaction Status form from Thrifty Payless, Inc. and its parent company Rite Aid Corporation (collectively referred to as the "Entities"). This letter presents OHA's Determination as to whether the proposed transaction is a Covered Transaction under OAR 409-070-0010.

Determination of Covered Transaction Status:

On October 15, 2023, Rite Aid Corporation and certain subsidiaries, including Thrifty Playless, Inc., filed voluntary petitions for reorganization under Chapter 11 of the U.S. Bankruptcy Code in the United States Bankruptcy Court for the District of New Jersey ("Chapter 11 Bankruptcy"). Based on information provided by the Entities about the proposed transaction to date and a review of the Chapter 11 Bankruptcy filings, OHA finds that no person, as such term is defined in OAR 409-070-0005(24), will have a controlling interest of Thrifty Payless, Inc. following consummation of Chapter 11 plan and emergence from bankruptcy.

OHA finds that the transaction does not meet the necessary threshold of ORS 415.500(6), (10) and OAR 409-070-0010 to be considered a Covered Transaction. The proposed transaction, therefore, is not subject to review by the HCMO program.

No further action is required. Thank you for submitting the Determination of Covered Status form.

For more information about the Health Care Market Oversight program, please visit the program website at <https://www.oregon.gov/oha/HPA/HP/Pages/health-care-market-oversight.aspx>. If you have questions, please contact the Health Care Market Oversight team at hcmo.info@oha.oregon.gov.

Sincerely,

Sarah Bartelmann, MPH
Health Care Market Oversight Program Manager
Oregon Health Authority