HCA

One Park Plaza
Nashville, TN 37203

Hospital Corporation of America

January 16, 2019

North Carolina Department of Justice
114 W. Edenton Street
P.O. Box 629
Raleigh, NC 27602-0629
Attn: Swain Wood, General Counsel

Ladies and Gentlemen:

In connection with the Attorney General's review of the proposed transaction (the "Proposed Transaction") between Mission Health System ("Mission") and MH Master Holdings, LLLP, an affiliate of HCA Healthcare, Inc. ("HCA"), this letter provides further assurances by HCA regarding certain business relations between HCA and Mission's strategic advisors Cain Brothers and Company, LLC ("Cain") and PDG Consulting, LLC and/or its principals or its affiliated companies (collectively, "PDG" and together with Cain, "Advisors" and individually "Advisor"). For clarity, Cain shall not include any affiliates, parent or subsidiaries of Cain Brothers and Company, LLC, including without limitation other affiliates of KeyCorp, KeyBank National Association and/or KeyBanc Capital Markets (collectively, the "Cain Affiliates").

HCA makes the following assurances to your office:

1. HCA represents that from and after January 1, 2017, HCA has not made any payments to any Advisor in settlement of any dispute existing on or prior to the date hereof, and that HCA will not, at any time in the future, make any such payment to any Advisor;

2. HCA will not amend or restructure any existing agreements with any Advisor, unless such amendment or such restructuring, in the exercise of HCA's judgment, would provide value to HCA and such Advisor that is substantially equivalent to the value provided to HCA and such Advisor, respectively, pursuant to the current terms of such existing agreements.

3. Following the closing of the Proposed Transaction, HCA will not invest or otherwise provide funds from the Innovation Fund (as defined in and provided for in the Asset Purchase Agreement relating to the Proposed Transaction) in or to any entity in which PDG has any direct or indirect beneficial interest, to which PDG is known to be a consultant, advisor, agent or other representative, or to which PDG is known to otherwise provide any services.

4. HCA is not aware of any way in which the Cain Affiliates were involved in the Proposed Transaction, and HCA is not aware of any way in which the Cain Affiliates would benefit from the Proposed Transaction.

If you have any questions, please feel free to contact the undersigned.

MH Master Holdings, LLLP

By: MH Hospital Manager, LLC, its general partner

By:_____
Name: Joseph A. Sowell, III
Title: Senior Vice President