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**Via Secure Electronic Portal**

The Honorable James J. Donelon  
Commissioner of Insurance  
Louisiana Department of Insurance  
1702 North 3<sup>rd</sup> Street  
Baton Rouge, LA 70802

Re: *Acquisition of control of Louisiana Health Service & Indemnity Company (d/b/a Blue Cross and Blue Shield of Louisiana) ("BCBSLA") and its subsidiaries, including HMO Louisiana, Inc. ("HMO LA"), Southern National Life Insurance Company, Inc. ("SNLIC"), Vantage Health Plan, Inc. ("VHP") and Community Care Health Plan of Louisiana, Inc. ("CCHP") by Elevance Health, Inc. ("Elevance Health") and ATH Holding Company, LLC ("ATH", and together with Elevance Health, the "Acquirors")*

Dear Commissioner Donelon:

On behalf of the Acquirors, we are hereby filing with the Louisiana Department of Insurance (the "Department") certain documents and information required in connection with the acquisition of control of a domestic insurer, including the information required in a Statement regarding the Acquisition of Control of or Merger with a Domestic Insurer (the "Acquisition Information Statement", and together with the additional documents and information, the "Acquisition Documents"). This submission relates to the proposed conversion of BCBSLA from a mutual insurance company to a stock insurance company and the related acquisition of control of the following Louisiana domestic entities: (i) BCBSLA, a Louisiana non-profit mutual insurance company; (ii) HMO LA, a Louisiana health maintenance organization ("HMO"); (iii) SNLIC, a Louisiana stock insurance company; (iv) VHP, a Louisiana HMO; and (v) CCHP, a Louisiana HMO (BCBSLA, HMO LA, SNLIC, VHP and CCHP are collectively referred to herein as the "Domestic Companies").

In connection with the Acquisition Information Statement, the Acquirors are also submitting herewith the information required for a Form E Exemption Notice (the "Exemption Notice") pursuant to La. Rev. Stat. Ann. § 22:691.5.

By way of background, each of HMO LA, SNLIC and VHP are direct or indirect wholly owned subsidiaries of BCBSLA. CCHP is a joint venture that is (i) twenty-five (25%) owned by BCBSLA, and (ii) seventy-five percent (75%) owned by Anthem Partnership Holding Company, LLC, which in turn is a direct wholly owned subsidiary of Elevance Health.

The conversion of BCBSLA from a mutual insurance company to a stock insurance company and the Acquirors' proposed acquisition of control of the Domestic Companies is described in more detail in BCBSLA's Plan of Reorganization and the enclosed Acquisition Documents. As a result of the proposed transaction, the Acquirors will acquire beneficial ownership of 100% of the stock of, and ultimate control of, the Domestic Companies.<sup>1</sup>

The Acquirors respectfully request approval from the Commissioner for BCBSLA's Plan of Reorganization and the acquisition of control of the Domestic Companies as described in BCBSLA's Plan of Reorganization and the Acquisition Documents. We have uploaded to the Department's secure electronic portal one copy of the Acquisition Documents and the Exemption Notice.

Pursuant to La. Rev. Stat. Ann. §§ 22.601.3, 22:691.5, 22:1927, 44:3.2, 44:4(3) and 44:4(57)(a), as applicable, and all other applicable laws, the Acquirors respectfully request confidential treatment of the following documents: Exhibits 5-A and 5-C to the Acquisition Information Statement and the Investment Policy of the Domestic Companies (Item 9) (together, the "Confidential Exhibits"), as well as the Exemption Notice, as they contain information that is personally identifiable, confidential, proprietary and/or trade secrets. The Acquirors therefore request that: (i) all information in the Confidential Exhibits and the Exemption Notice be afforded confidential treatment; (ii) the Acquirors be notified in advance of any proposed disclosure by the Department of such Confidential Exhibits or the Exemption Notice; and (iii) the Acquirors be given a reasonable opportunity to seek a protective order or take other action to prevent or limit any such disclosure.

A copy of the Acquisition Information Statement will be provided to the Domestic Companies.

We look forward to working with you and the Department on this filing. Please do not hesitate to contact me ((317) 237-8214 or [jared.danilson@faegredrinker.com](mailto:jared.danilson@faegredrinker.com)); or Emily Campbell ((317) 237-8213 or [emily.campbell@faegredrinker.com](mailto:emily.campbell@faegredrinker.com)) with any questions regarding this filing.

Sincerely,



Jared R. Danilson

cc: Jay Wagner, Vice President and Counsel, Elevance Health ([jay.wagner@elevancehealth.com](mailto:jay.wagner@elevancehealth.com))  
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<sup>1</sup> As relates to CCHP, Elevance Health will acquire beneficial control of the remaining 25% of the stock owned by BCBSLA by virtue of the acquisition of BCBSLA, resulting in 100% beneficial ownership of CCHP by Elevance Health.