

## **LISTING OF ANY OWNERSHIP INTEREST**

### **O.C.G.A. § 31-7-22(b)(2)(E) Response Regarding Joint Ventures, Partnerships, Subsidiary Holding Companies, and Captive Insurance Companies**

Southwell is the sole member of Tift Regional Health System, Inc. (System). System operates Tift Regional Medical Center (TRMC) (an acute care hospital), Southwell Medical (SM) (an acute care hospital), Southwell Health and Rehabilitation (SHR) (a nursing home), and several physician practices.

Effective March 1, 2019, the System undertook a corporate restructuring and executed a Lease and Transfer Agreement (Agreement) with Tift County Hospital Authority (Authority), a public body corporate and politic organized under the Hospital Authorities Law of the State of Georgia. Under the Agreement, the System assumed substantially all of the operations, assets, and liabilities of the Authority and agreed to operate the facilities for an initial period of forty years. Also, the System makes nominal lease payments to the Authority plus amounts sufficient to make debt service payments on Authority conduit debt obligations as they come due, and assumes all operational, financial, indigent care, and community responsibilities. The governing board of the System is initially comprised of five former members of the Authority plus three additional members and is self-perpetuating. The governing board of Southwell is initially comprised of three current members of the Authority, four former members of the Authority, plus one additional member, and is self-perpetuating. Because Southwell's and the System's board of Directors are self-perpetuating, and the Authority does not have financial accountability for Southwell or the System, Southwell and the System are excluded from the Authority's reporting entity subsequent to the restructuring. Due to the nature of the restructuring, the Agreement was accounted for as a transaction between entities under common control, whereby the Authority transferred its net position at carrying values as of March 1, 2019.

The Authority was the sole corporate member of CareAlliance: An Accountable Care Organization, LLC (ACO). In connection with the restructuring, the Authority's membership in the ACO was transferred to the System.

Southwell owns 100% of the voting stock of Tift Enterprises, Inc. (Enterprises). Enterprises own a 25% interest in Diagnostic Pet, LLC.

On October 21, 2019, Southwell Ambulatory, Inc. (Ambulatory) was created with Southwell as the sole corporate member. On January 1, 2020, Ambulatory purchased and began operating ambulatory surgical centers. See Note 7 of the Audited Financial Statements for information related to the purchase of the ambulatory surgical centers.