



STATE OF CONNECTICUT

INSURANCE DEPARTMENT

July 31, 2018

Via email: (tfarber@lockelord.com)

Tim Farber, Esq.
Locke Lord, LLP
111 South Wacker Drive
Chicago, IL 60606

**Re: Proposed Acquisition of Control of Aetna Life Insurance Company, Aetna Insurance Company of Connecticut, Aetna Health and Life Insurance Company, Aetna Health Inc. (a Connecticut corporation) and Aetna Better Health Inc. (a Connecticut corporation) Subsidiaries of Aetna Inc. (the "Domestic Insurers") by CVS Health Corporation
Docket # EX 18-03**

Dear Attorney Farber:

The Connecticut Insurance Department ("Department") has completed its in-camera review of the Hart-Scott Rodino filings and certain Company Disclosure Schedules for both CVS and Aetna. As a result of this review, the Department requires that the following items be filed:

- The Hart-Scott Rodino statements (excluding all exhibits) filed by CVS and Aetna relating to the proposed transaction;
- As part of Aetna's Company Disclosure Schedules, the detailed description of a contemplated employee retention program; and
- As part of Aetna's Company Disclosure Schedules, the description of fines and their amounts that are not publicly disclosed. (It is the Department's understanding that at least some, if not all, of the fines identified in this disclosure are, in fact, public. Thus, the Department is requiring that this disclosure be filed in whole unless it can be shown that specific items listed are not public.)

The above items should be filed as part of your Amended and Restated Form A. This filing must be provided in hard copy and on a thumb drive amended and restated clean and black lined versions of the Form A rather than standalone amendments. This should include any new exhibits resulting from the amendments and restatements. You should also reflect any amendments to the Application resulting from any discussions with the Department which you may have subsequent to this letter being issued.

If you have any questions, or would like to discuss, please let me know.

Sincerely,



Jared T. Kosky
Counsel, Connecticut Insurance Department

cc: Kathy Belfi, CID
Lynn Hein, CID
Paul Lombardo, CID