

Kosky, Jared

From: Steven J. Lauwers <sjl@rathlaw.com>
Sent: Monday, September 24, 2018 11:26 AM
To: Kosky, Jared
Cc: Krane, Daniel W.; whitmer@lockelord.com; tfarber@lockelord.com; aknuckey@lockelord.com
Subject: Filing of Appearance: In the matter of proposed Acquisition of Control of Aetna Life Insurance Company, et al.; Docket No. EX18-03
Attachments: Appearance of Steven Lauwers.pdf; Application to Appear PHV (Daniel W. Krane).pdf; Affidavit of Attorney Seeking PHV (Daniel W. Krane).pdf

Dear Attorney Kosky,

Attached for filing in the above referenced proceeding is my appearance on behalf of Aetna.

Last Friday, I also electronically filed a *pro hac vice* application with the Superior Court for the admission of Daniel Krane of the Drinker Biddle law firm (attached). Attorney Krane filed an accompanying affidavit as well (attached). Once this application has been approved, Attorney Krane will file his appearance with you on behalf of Aetna.

Thank you very much for your attention to these filings, and we look forward to meeting you at the hearing on October 4th.

Meanwhile, please let us know if you have any questions with respect to the attached or would advise us of any additional filings that are required for us to appear.

Thank you and best regards,

Steve

Steven J. Lauwers
Attorney at Law

Rath, Young and Pignatelli, P.C.

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**APPLICATION FOR PERMISSION FOR ATTORNEY TO APPEAR
PRO HAC VICE BEFORE A MUNICIPAL OR STATE AGENCY,
COMMISSION, BOARD OR TRIBUNAL**

JD-CL-142 Rev. 5-17
P.B. 2-16

STATE OF CONNECTICUT
SUPERIOR COURT
www.jud.ct.gov



Instructions

1. Complete this Application and attach completed Affidavit of Attorney Seeking Permission to Appear Pro Hac Vice (JD-CL-143).
2. File as new case using Case Type M 88 and pay pro hac vice fee electronically.
3. Enter the Out-of-State Attorney's name as the plaintiff and "In Re: Pro Hac Vice Application" as the defendant (select person and use last name field).

ADA NOTICE
The Judicial Branch of the State of Connecticut complies with the Americans with Disabilities Act (ADA). If you need a reasonable accommodation in accordance with the ADA, contact a court clerk or an ADA contact person listed at www.jud.ct.gov/ADA.

Judicial district Hartford	Address of court 90 Washington St., Hartford, CT 06106
Name of Out-of-State attorney Daniel W. Krane	
In Re Pro Hac Vice Application	
Name of agency, commission, board or tribunal Connecticut Insurance Department	Case number

Pursuant to Section 2-16 of the Practice Book, the undersigned, a member in good standing of the Connecticut bar, moves this Court to permit Out-of-State Attorney Applicant Daniel W. Krane, an attorney who is not a member of the bar of the State of Connecticut, to appear *pro hac vice* on behalf of (client name) Aetna Inc. in a proceeding before (name of agency, commission, board, or tribunal) the Connecticut Insurance Department

In support of this motion, the undersigned represents the following:

The undersigned is a Connecticut attorney with a law office located at (include firm name, if applicable): Rath, Young & Pignatelli, P.C., One Capital Plaza, Concord, New Hampshire 03302-1500

The Out-of-State Attorney Applicant has a law office located at (include firm name, if applicable): Drinker Biddle & Reath LLP, One Logan Square, Ste. 2000, Philadelphia, Pennsylvania 19103-6996

The Out-of-State Attorney Applicant is a member in good standing of the bar(s) of: Pennsylvania, New Jersey

Good cause exists to permit the Out-of-State Attorney Applicant to represent the client named above in the proceeding before (name of agency, commission, board, or tribunal) the Connecticut Insurance Department because:

Please see attached.

The undersigned represents that s/he will, unless excused by the judicial authority,

- a. Be present at all proceedings, including depositions,
- b. Sign all pleadings, briefs or other papers filed with the court. and the Connecticut Insurance Department.
- c. Assume full responsibility for any such filings and for the conduct of the cause or proceeding and of the attorney to whom such privilege is accorded.

Certification (Required for all matters currently pending before any agency, commission, board, or tribunal)

I certify that a copy of this document was or will immediately be mailed or delivered electronically or non-electronically on (date) _____ to all agencies, commissions, boards, tribunals, attorneys and self-represented parties of record and that written consent for electronic delivery was received from all entities, attorneys and self-represented parties receiving electronic delivery.

Name and address of each party and attorney that copy was mailed or delivered to*

Please see attached.

*If necessary, attach additional sheet or sheets with name and address which the copy was mailed or delivered to.		
Signed (Signature of filer) 	Print or type name of person signing Steven J. Lauwers	Date signed 9/21/18
Mailing address (Number, street, town, state and zip code) One Capital Plaza, Concord, New Hampshire 03302-1500		Telephone number 603-226-2600

Response to Good Cause Section:

Good cause exists to permit Out-of-State Attorney Applicant to represent Aetna Inc. in the proceeding before the Connecticut Insurance Department because Out-of-State Attorney Applicant is nationwide counsel for Aetna Inc. in relation to the acquisition of Aetna Inc. by CVS Health Corporation and is responsible for assisting, on behalf of Aetna Inc., CVS Health Corporation in obtaining approvals from state agencies throughout the country. Therefore, Out-of-State Attorney Applicant has specialized knowledge regarding the transaction and Aetna Inc.'s affairs. This specialized knowledge is necessary for the proceeding before the Connecticut Insurance Department. Out-of-State Attorney Applicant has been working with Aetna Inc. on this transaction for several months and has been active in the preparation for all hearings in this and other states.

Response to Certification Section:

Name and address of each party and attorney that copy was mailed or delivered to:

<u>Party Name</u>	<u>Counsel Name</u>	<u>Address of Counsel</u>
State of Connecticut Insurance Department	Jared T. Kosky	153 Market Street, 7th Floor Hartford, CT 06103 Phone: (860) 297-2998 Email: Jared.Kosky@ct.gov
CVS Health Corporation	Steven T. Whitmer Timothy S. Farber Ashlee M. Knuckey	Locke Lord LLP 111 South Wacker Drive Chicago, IL 60606 Phone: (312) 443-1869 (STW) Email: swhitmer@lockelord.com tfarber@lockelord.com aknuckey@lockelord.com
Aetna Inc.	Daniel W. Krane	Drinker Biddle & Reath LLP One Logan Square, Ste. 2000 Philadelphia, PA 19103-6996 Phone: (215) 988-2488 Email: Daniel.Krane@dbr.com

**AFFIDAVIT OF ATTORNEY SEEKING
PERMISSION TO APPEAR PRO HAC VICE**

JD-CL-143 Rev 5-17
P.B. 2-16

STATE OF CONNECTICUT
SUPERIOR COURT
www.jud.ct.gov



Instructions

Complete Affidavit and deliver to Connecticut attorney making application on your behalf.

Court Information:

Judicial district Hartford	Address of court 90 Washington St., Hartford, CT 06106
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If Application is for a Court Case:

Name of case	Docket number
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If Application is for a proceeding before a State or Municipal Agency, Commission, Board, or Tribunal:

Name of out-of-state attorney Daniel W. Krane In Re Pro Hac Vice Application	
Name of agency, commission, board or tribunal Connecticut Insurance Department	Case number

Affidavit:

I, Daniel W. Krane, being duly sworn, do depose and say:

I am over the age of 18 and believe in the duties and obligations of an oath.

I make this Affidavit in support of an Application to appear *pro hac vice* before (name of court, agency, commission, board, or tribunal) Connecticut Insurance Department

for a proceeding regarding (client name) Aetna Inc.

I have a law office located at (include firm name, if applicable): Drinker Biddle & Reath LLP One Logan Square, Ste. 2000 Philadelphia, Pennsylvania 19103-6996

I am a member in good standing of the bar(s) of: Pennsylvania, New Jersey

I certify that: There is no grievance pending against me in any jurisdiction, nor have I ever been reprimanded, suspended, placed on inactive status, disbarred or otherwise disciplined, nor have I ever resigned from the practice of law in any jurisdiction.

There is a grievance pending against me, or I have been disciplined as follows (explain):

I have paid the Client Security Fund Fee due for June of 2018, the calendar year in which the application is made.

I hereby designate the Chief Clerk for the Judicial District of Hartford as my agent upon whom process and service of notice may be served.

I agree to register with the Statewide Grievance Committee in accordance with the provisions of Chapter 2 of the Connecticut Rules of Practice while appearing in the matter in this State and for two years after the completion of the matter in which I have appeared *pro hac vice* and will notify the Statewide Grievance Committee of the expiration of the two year period.

I have appeared 0 times *pro hac vice* in the superior court or in any other proceedings in the State of Connecticut since I first appeared *pro hac vice* in this state; the case names and docket numbers of those proceedings are:

I have previously been assigned Juris Number N/A as a *pro hac vice* attorney in Connecticut.

I understand that, unless excused by the judicial authority, Connecticut Attorney Steven J. Lauwers, who submitted the Application on my behalf, must be present at all proceedings, including depositions in a proceeding, and must sign all pleadings, briefs and other papers filed with the court, agency, commission, board, or tribunal named above, and assume full responsibility for them and for the conduct of the cause or proceeding and of this Affiant.

Good Cause exists to permit me to represent the client named in this Affidavit in the proceeding before the above named court, agency, commission, board, or tribunal.

(Describe the facts or circumstances affecting the personal or financial welfare of the client that establish "good cause"):

I am nationwide counsel for Aetna Inc. in relation to the acquisition of Aetna Inc. by CVS Health Corporation, and I am responsible for assisting, on behalf of Aetna Inc., CVS Health Corporation in obtaining approvals from state agencies throughout the country. Therefore, I have specialized knowledge regarding the transaction and Aetna Inc.'s affairs. This specialized knowledge is necessary for the proceeding before the Connecticut Insurance Department. I have been working with Aetna Inc. on this transaction for several months and have been active in the preparation for all hearings in this and other states.

Signed (Out of State Attorney/Affiant)	Print name Daniel W. Krane	Date signed 9-20-18
Subscribed and sworn to before me:	Signed (Commissioner of Superior Court/Notary Public) 	Date signed 9-20-18

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COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
KATHLEEN LENNON, Notary Public
City of Philadelphia, Phila. County
My Commission Expires November 30, 2020