



# STATE OF CONNECTICUT

## INSURANCE DEPARTMENT

-----X  
In the Matter of:

PROPOSED ACQUISITION OF CONTROL OF

AETNAL LIFE INSURANCE COMPANY, ET AL.

Docket No. EX18-03

by

CVS HEALTH CORPORATION  
-----X

### RECORD OF PROCEEDING

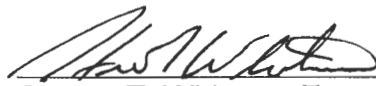
1. Form A Statement to the Connecticut Insurance Department regarding the acquisition of control of Aetna Life Insurance Company, et al. ("Domestic Insurers") by CVS Health Corporation ("Applicant"), dated January 17, 2018, including a cover letter and exhibits ("Application").
2. Letter to Tim Farber, Esq., of Locke Lord, LLP, regarding receipt of Application and requesting additional information from Jared Kosky, Counsel, Connecticut Insurance Department, dated January 19, 2018.
3. Letter from True Hire to the Connecticut Insurance Department, dated February 20, 2018, regarding third party biographical affidavit confirmation with attachments.
4. Letter to the Connecticut Insurance Department with exhibits responding to the letter from the Department of January 19, 2018, from Tim Farber, Esq., of Locke Lord, LLP, dated February 21, 2018.
5. Email to the Connecticut Insurance Department regarding shareholder approval of the proposed acquisition from Tim Farber, Esq., of Locke Lord, LLP, dated March 13, 2018.
6. Letter to Tim Farber, Esq., of Locke Lord, LLP, requesting additional information regarding the Application from Jared Kosky, Counsel, Connecticut Insurance Department, dated April 4, 2018.
7. Applicant and CVS Pharmacy, Inc. list of directors and officers.
8. Letter to the Connecticut Insurance Department with exhibits responding to the letter from the Department of April 4, 2018, from Tim Farber, Esq., of Locke Lord, LLP, dated May 14, 2018.

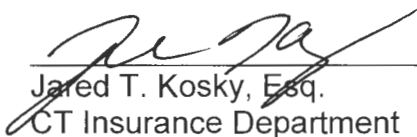
9. Letter to the Connecticut Insurance Department regarding Company Disclosure Schedules from Tim Farber, Esq., of Locke Lord, LLP, dated May 17, 2018.
10. Letter to the Connecticut Insurance Department with exhibits from Tim Farber, Esq., of Locke Lord, LLP, dated June 8, 2018.
11. Email to the Connecticut Insurance Department from Tim Farber, Esq., of Locke Lord, LLP, dated June 12, 2018
12. Letter to Tim Farber, Esq., of Locke Lord, LLP, requesting additional information from Jared Kosky, Counsel, Connecticut Insurance Department, dated June 18, 2018.
13. Letter from True Hire to the Connecticut Insurance Department, dated June 26, 2018, regarding third party biographical affidavit confirmation with attachments
14. Letter to the Connecticut Insurance Department with exhibits responding to the letter from the Department of June 18, 2018, from Tim Farber, Esq., of Locke Lord, LLP, dated July 3, 2018.
15. Letter to Tim Farber, Esq., of Locke Lord, LLP, requesting additional information from Jared Kosky, Counsel, Connecticut Insurance Department, dated July 17, 2018.
16. Letter to the Connecticut Insurance Department with updated biographical affidavits from Tim Farber, Esq., of Locke Lord, LLP, dated July 20, 2018.
17. Letter to the Connecticut Insurance Department with exhibits responding to the letter from the Department of July 17, 2018, from Tim Farber, Esq., of Locke Lord, LLP, dated July 24, 2018.
18. Letter to Tim Farber, Esq., of Locke Lord, LLP, regarding in-camera review from Jared Kosky, Counsel, Connecticut Insurance Department, dated July 31, 2018.
19. Letter to Tim Farber, Esq., of Locke Lord, LLP, regarding the Applicant's filing of July 24, 2018, from Jared Kosky, Counsel, Connecticut Insurance Department, dated August 7, 2018
20. Amended and Restated Form A Statement regarding the acquisition of control of the Domestic Insurers by the Applicant dated August 13, 2018, including a cover letter, table of contents and exhibits.


21. Email to Tim Farber, Esq., of Locke Lord, LLP, closing the Application but requesting some additional information, from Jared Kosky, Counsel, Connecticut Insurance Department, dated August 15, 2018.
22. Letter to Tim Farber, Esq., of Locke Lord, LLP, regarding scheduling of Public Hearing from Jared Kosky, Connecticut Insurance Department, dated August 15, 2018.
23. Notice of Public Hearing scheduled for September 12, 2018 and ordered by Katharine L. Wade, Commissioner, Connecticut Insurance Department, dated August 15, 2018.
24. Letter to the Connecticut Insurance Department concerning Company Disclosure Schedules and updating exhibit 22 of the Application from Tim Farber, Esq., of Locke Lord, LLP, dated August 15, 2018.
25. Letter to the Connecticut Insurance Department including Amended and Restated Form A signature page from Tim Farber, Esq., of Locke Lord, LLP, dated August 15, 2018.
26. Email to Ted Bromley and Taffy Womack, Office of the Connecticut Secretary of the State with Notice of Public Hearing provided as attached, from Jared Kosky, Counsel, Connecticut Insurance Department, dated August 17, 2018.
27. Order by Katharine L. Wade, Commissioner, Connecticut Insurance Department, naming Timothy Curry as hearing officer, dated August 20, 2018, as certified for delivery by Jared T. Kosky, Esq., Commissioner of the Superior Court on August 20, 2018.
28. Letter to the Connecticut Insurance Department concerning Financial Projections of the Domestic Insurers and updating exhibit 12 of the Application from Tim Farber, Esq., of Locke Lord, LLP, dated August 31, 2018.
29. Motion and Order for Continuance of Hearing by Katharine L. Wade, Commissioner, Connecticut Insurance Department, continuing hearing to October 4, 2018, as certified for delivery by Jared T. Kosky, Esq., Commissioner of the Superior Court on September 4, 2018.
30. Letter to Tim Farber, Esq., of Locke Lord, LLP, regarding re-scheduling of Public Hearing from Jared Kosky, Connecticut Insurance Department, dated September 4, 2018.
31. Notice of Public Hearing scheduled for October 4, 2018 and ordered by Katharine L. Wade, Commissioner, Connecticut Insurance Department, dated September 4, 2018.

32. Email to Ted Bromley and Taffy Womack, Office of the Connecticut Secretary of the State with Notice of Public Hearing provided as attached, from Jared Kosky, Counsel, Connecticut Insurance Department, dated September 7, 2018.
33. Letter to the Connecticut Insurance Department with Pro Hac Vice Applications of Timothy Farber, Steven Whitmer and Ashlee Knuckey from Tim Farber, Esq., of Locke Lord, LLP, dated June 26, 2018.
34. Letter to the Connecticut Insurance Department with Pro Hac Vice Orders regarding Timothy Farber, Steven Whitmer and Ashlee Knuckey from Tim Farber, Esq., of Locke Lord, LLP, dated July 20, 2018.
35. Caseflow Request Concerning Timothy Farber v. In Re: Pro Hac Vice Application, dated September 10, 2018.
36. Caseflow Request Concerning Steven Whitmer v. In Re: Pro Hac Vice Application, dated September 10, 2018.
37. Notice of Appearance from Steven Lauwers, Esq., of Rath, Young & Pignatelli, P.C., for Aetna, Inc.
38. Email to the Connecticut Insurance Department with Pro Hac Vice Application of Daniel Krane from Steven Lauwers, Esq., of Rath, Young & Pignatelli, P.C., dated September 24, 2018.
39. Pro Hac Vice Order regarding Daniel Krane, Esq., of Drinker, Biddle & Reath, LLP, dated September 25, 2018.
40. Notice of Appearance from Daniel Krane, of Drinker, Biddle & Reath, LLP, for Aetna, Inc.
41. Second Amended and Restated Form A Statement regarding the acquisition of control of the Domestic Insurers by the Applicant dated September 27, 2018, including a cover letter, table of contents and exhibits.
42. Public Comments received by the Connecticut Insurance Department as of September 26, 2018.
43. Notice of Appearance from Steven Whitmer, of Locke Lord, LLP, for CVS Health Corporation.
44. Notice of Appearance from Timothy Farber, of Locke Lord, LLP, for CVS Health Corporation.

45. Order Granting Caseflow Request Concerning Timothy Farber v. In Re: Pro Hac Vice Application, dated September 17, 2018.
46. Order Granting Caseflow Request Concerning Steven Whitmer v. In Re: Pro Hac Vice Application, dated September 17, 2018.
47. Report of William Custer, Ph.D. and Robert Klein, Ph.D. regarding the Proposed Acquisition and Control of Aetna Inc. by CVS Health Corporation in Connecticut, dated October 1, 2018.
48. Cover Letter, dated September 27, 2018 with Affidavit of Publication from the Hartford Courant, dated September 20, 2018.
49. Cover Letter, dated October 1, 2018 with Affidavit of Publication from the Hartford Courant, dated September 28, 2018.
50. Pre-filed Affidavit of Florence Crisp on behalf of CVS Health Corporation, filed on October 3, 2018.
51. Pre-filed Affidavit of Paul Wingle on behalf of Aetna, Inc., filed on October 3, 2018.
52. Public Comments received by the Connecticut Insurance Department from September 27, 201 to October 3, 2018.
53. CVS Health Corporation Commitment Letter, executed on October 3, 2018.
54. All Confidential Filings and Correspondence between the Connecticut Insurance Department and the Applicants associated with:
  - a. Supplemental Biographical Affidavits; and
  - b. Certain portions of this filing filed as confidential pursuant to Connecticut General Statutes §38a-131.

 10-4-18  
 \_\_\_\_\_ Date  
 Steven T. Whitmer, Esq.  
 Locke Lord, LLP

 10/4/18  
 \_\_\_\_\_ Date  
 Jared T. Kosky, Esq.  
 CT Insurance Department

 10-4-18  
 \_\_\_\_\_ Date  
 Daniel W. Krane, Esq.  
 Drinker Biddle & Reath, LLP