

Verscend to acquire health care payments company Cotiviti for \$4.9 billion

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Cotiviti Holdings a leading provider of payment accuracy and analytics-driven solutions focused primarily on the healthcare industry and Verscend Technologies, a portfolio company of Veritas Capital (“Veritas”) and a leader in data-driven healthcare solutions, announced today that they have entered into a definitive agreement whereby Verscend has agreed to acquire Cotiviti for \$4.9 billion in cash.

Under the terms of the agreement, Cotiviti shareholders will receive \$44.75 in cash per share of Cotiviti common stock, and Verscend will assume all of Cotiviti's outstanding debt, resulting in an enterprise value of approximately \$4.9 billion. The offer price represents a 32% premium to Cotiviti's unaffected share price as of June 4, 2018 and a 136% premium to the initial public offering price of Cotiviti's common stock.

The combined business will operate as a private healthcare information technology company with unique, data-driven capabilities. Together, the companies are expected to have greater impact in the healthcare IT market by increasing affordability, reducing waste and improving outcomes and quality as well as offer new opportunities to create substantial value for clients, including complementary solutions across multiple intervention points in the payment process.

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Veritas has a deep understanding of the urgent need to digitalize our healthcare system and brings a culture of intense customer focus and a drive for growth through focused R&D and product innovation.

The transaction, which was unanimously approved by Cotiviti's Board of Directors, is expected to close during the fourth quarter of 2018. Closing of the transaction is subject to the approval of Cotiviti shareholders and the satisfaction of customary closing conditions, including applicable regulatory approvals.

Advent International has entered into a voting agreement whereby it has agreed to vote shares representing approximately 44% of the Company's voting power in favor of the transaction.