

Centene to Acquire Fidelis Care Assets for \$3.75B

September 15, 2017

Centene Corporation announced that it has signed a definitive agreement under which Fidelis Care will become Centene's health plan in New York State. Under the terms of the agreement, Centene will acquire substantially all of the assets of Fidelis Care for \$3.75B, subject to certain adjustments.

The addition of Fidelis Care will expand Centene's national leadership in government sponsored healthcare with a leadership position in New York, the country's second largest managed care state by membership. With the addition of New York, Centene will have a leadership position in the country's four largest managed care states by membership - California, Florida, New York and Texas.

Upon closing of the transaction, Rev. Patrick J. Frawley will continue to lead Fidelis Care as Chief Executive Officer. Consistent with Centene's local approach, the Company will continue to be headquartered in Queens with operations throughout the state, including, Albany, Buffalo, Rochester and Syracuse.

The transaction is expected to close in the first quarter of 2018, subject to various closing conditions and receipt of New York regulatory approvals, including approvals under the New York Not-for-Profit Corporation Law.