



STATE OF ILLINOIS
HEALTH FACILITIES AND SERVICES REVIEW BOARD

525 WEST JEFFERSON ST. • SPRINGFIELD, ILLINOIS 62761 • (217) 782-3516 FAX: (217) 785-4111

March 12, 2018

Barbra Lankford, Dir. Market Planning
Kindred Healthcare, Inc.
680 S. Fourth Street
Louisville, Kentucky 40202

RE: Change of Ownership Exemption
Exemption: E-006-18, THC-Chicago, Inc. d/b/a Kindred Hospital Northlake, Northlake, Illinois
Exemption Holder: Kindred Healthcare, Inc., THC-Chicago, Inc., Kindred THC Chicago, LLC, Kentucky Hospital GP, Inc., Kentucky Hospital Holdings JV, LP and TPG VII Kentucky Holdings I, LP
Owner of Physical Plant: Ventas Realty, Limited Partnership
Entity to be Licensed: Kindred THC Chicago, Inc. d/b/a Kindred Hospital-Northlake

Dear Ms. Lankford:

On March 9, 2018, the Chairwoman of the Illinois Health Facilities and Services Review Board (State Board) approved your request for a Change of Ownership. This approval was based upon the application's compliance with applicable provisions of 77 Ill. Adm. Code 1130.140 1130.520 and P.A. 99-0154. The change of ownership is for THC Chicago, Inc. d/b/a Kindred Hospital Northlake, 365 East North Avenue, Northlake, Illinois. The entity to be licensed is Kindred THC Chicago, Inc. d/b/a Kindred Hospital Northlake. The exemption is a stock transfer resulting in no change in the current licensee. The fair market value of the transaction is \$43,935,713.

If applicable, within 90 days of the closing date of the transaction, the exemption holder must certify that it did or did not complete the transaction according to the key terms detailed in the application. If any of the key terms of the transaction changed, a new application will be required. Exemption holders who submitted the final transaction document along with their application merely need to notify the State Board of the date the ownership changed. Exemption holders that do not submit a timely completion report will be subject to fines. Please consider this letter our formal request for the aforementioned information.

Please be advised that the Exemption is not transferable or assignable and that the State Board's approval does not exempt the transaction from any other regulatory, certification or licensure requirements that may be applicable prior to this acquisition. Should the facility for which the Exemption was granted cease to be an existing health care facility as defined in 77 Ill. Adm. Code 1130.140, this exemption will be invalid.

Should you have any questions or concerns please contact Mike Constantino or George Roate at 217-782-3516.

Sincerely,

Kathy Olson, Board Chair

Illinois Health Facilities and Services Review Board