

DEC 30 2015

DEPT OF INSURANCE
BY ms

STATE OF ARIZONA
DEPARTMENT OF INSURANCE

1 In the Matter of the Acquisition of Control of)
 2)
 3 **Health Net of Arizona, Inc.**)
 4 **(NAIC No. 95206)**)
 5)
 6 **Insurer,**)
 7)
 8 **By**)
 9 **Centene Corporation, Chopin Merger Sub I, Inc.,**)
 10 **and Chopin Merger Sub II, Inc.,**)
 11 **Petitioner.**)

Docket No. 15A-196-INS

**ORDER APPROVING
ACQUISITION**

11 On July 31, 2015, Centene Corporation, Chopin Merger Sub I, Inc., and Chopin Merger
 12 Sub II, Inc. ("Petitioner") submitted an application for the acquisition of control of Health Net of
 13 Arizona, Inc. ("Insurer") to the Arizona Department of Insurance (the "Department") for approval
 14 of Petitioner as the controlling person of the Insurer pursuant to the provisions of A.R.S. §20-
 15 1070.

16 Based upon reliable evidence provided to the Director of Insurance ("Director") by the
 17 Assistant Director of the Financial Affairs Division of the Department, the Director finds as
 18 follows:

FINDINGS OF FACT

- 19
- 20 1. The Insurer is a domestic health care services organization as referred to in
- 21 A.R.S. §20-1051.
- 22 2. The Petitioner filed a statement as referred to in A.R.S. §20-1070.
- 23
- 24

1 3. The Petitioner shall advise the Director in writing of the effective date of the
2 change of control.

3 4 The failure to adhere to one or more of the above terms and conditions shall
4 result without further proceedings in the suspension or revocation of the Insurer's Certificate of
5 Authority.

6 Effective this 30 day of December, 2015.

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9 ANDREW M. TOBIN
Director of Insurance

10 COPY of the foregoing mailed/delivered
11 this 30 day of December, 2015, to:

12 J. Michael Low
13 Lewis Brisbois Bisgaard & Smith LLP
14 Phoenix Plaza Tower II
15 2929 North Central Avenue, Suite 1700
16 Phoenix, Arizona 85012-2761

17 Darren Ellingson, Deputy Director of Insurance
18 Mary Kosinski, Executive Assistant for Regulatory Affairs
19 Consumer Affairs Division, Assistant Director
20 Kurt A. Regner, CFE, Assistant Director
21 Catherine O'Neil, Consumer Legal Affairs Officer
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