Financial Statements and Report of Independent Certified Public Accountants

# Molina Healthcare of Arizona, Inc.

December 31, 2022 and 2021

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#### REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

Board of Directors and Shareholder Molina Healthcare of Arizona, Inc.

#### Opinion

We have audited the financial statements of Molina Healthcare of Arizona, Inc., which comprise the balance sheets as of December 31, 2022 and 2021, and the related statements of comprehensive income (loss), shareholder's equity, and cash flows for the years then ended, and the related notes to the financial statements.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of Molina Healthcare of Arizona, Inc. as of December 31, 2022 and 2021, and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

#### Basis for opinion

We conducted our audits of the financial statements in accordance with auditing standards generally accepted in the United States of America (US GAAS). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Company and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

#### Responsibilities of management for the financial statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern for one year after the date the financial statements are available to be issued.

#### Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with US GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.



In performing an audit in accordance with US GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control–related matters that we identified during the audit.

#### **Supplementary Information**

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The detail of sub-capitated expense for the years ended September 30, 2022, and 2021, balance sheet by line of business as of December 31, 2022, and statement of comprehensive income by line of business for the year ended December 31, 2022 are presented for purposes of additional analysis and are not a required part of the financial statements. Such supplementary information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures. These additional procedures included comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with US GAAS. In our opinion, the supplementary information is fairly stated in all material respects, in relation to the financial statements as a whole.

Sant Thornton LLP

Appleton, Wisconsin May 16, 2023

# Molina Healthcare of Arizona, Inc. BALANCE SHEETS (Dollars in thousands)

	December 31,				
		2022	_	2021	
ASSETS					
Current assets					
Cash and cash equivalents	\$	54,226	\$	49,418	
Investments		86,230		44,497	
Receivables		8,260		19,980	
Income tax refundable		611		-	
Prepaid expenses and other current assets		1,035	_	681	
Total current assets		150,362		114,576	
Property and equipment, net		185		195	
Restricted cash and investments		560		536	
Deferred income taxes		3,937		3,410	
Other assets		322		485	
Total assets	\$	155,366	\$	119,202	
LIABILITIES AND STOCKHOLDER'S EQUITY					
Current liabilities					
Medical claims and benefits payable	\$	39,566	\$	43,692	
Unpaid claims adjustment expenses		224		365	
Amounts due government agencies		68,881		26,470	
Accounts payable, accrued liabilities and other		1,611		1,622	
Income taxes payable		-		592	
Due to affiliate		2,324		1,527	
Total current liabilities		112,606		74,268	
Other long-term liabilities		200		382	
Total liabilities		112,806		74,650	
Stockholder's equity					
Common stock, \$1.00 par value; authorized, issued					
and outstanding – 1,000 shares		1		1	
Additional paid-in capital		45,176		50,176	
Accumulated deficit		(126)		(5,301)	
Accumulated other comprehensive loss		(2,491)		(324)	
Total stockholder's equity		42,560		44,552	
Total liabilities and stockholder's equity	\$	155,366	\$	119,202	

# Molina Healthcare of Arizona, Inc. STATEMENTS OF COMPREHENSIVE INCOME (Dollars in thousands)

		December 31,			
		2022		2021	
Net revenues	\$	242,899	\$	241,343	
Operating expenses					
Cost of care		197,709		198,361	
Direct service costs		41,129		34,351	
Total operating expenses		238,838		232,712	
Operating income		4,061		8,631	
Other income					
Net investment gain		2,498		266	
Income before income tax expense		6,559		8,897	
Income tax expense		1,384		1,875	
Net income		5,175		7,022	
Other comprehensive loss					
Unrealized investment loss		(2,831)		(391)	
Less: effect of income taxes		664		94	
Other comprehensive loss, net of tax		(2,167)		(297)	
Comprehensive income	\$	3,008	\$	6,725	

# Molina Healthcare of Arizona, Inc. STATEMENTS OF SHAREHOLDER'S EQUITY

### (Dollars in thousands)

	Additional								umulated Other	Total	
	Commo Shares		n Stock Amount		Paid-In Capital		Accumulated Deficit		orehensive Loss	Stockholder's Equity	
	Shares	A	mount		арпа		Dencit		LUSS		Equity
January 1, 2021	1,000	\$	1	\$	47,756	\$	(12,323)	\$	(27)	\$	35,407
Net income	-		-		-		7,022		-		7,022
Change in tax bases of assets											
and liabilities	-		-		2,420		-		-		2,420
Other comprehensive loss			-		-		-		(297)		(297)
December 31, 2021	1,000		1		50,176		(5,301)		(324)		44,552
Net income	-		-		-		5,175		-		5,175
Dividend to Parent	-		-		(5,000)		-		-		(5,000)
Other comprehensive loss			-		-		-		(2,167)		(2,167)
December 31, 2022	1,000	\$	1	\$	45,176	\$	(126)	\$	(2,491)	\$	42,560

# Molina Healthcare of Arizona, Inc. STATEMENTS OF CASH FLOWS (Dollars in thousands)

	Year Ended D 2022	December 31, 2021		
Operating activities				
Net income	\$ 5,175	\$	7,022	
Adjustments to reconcile net income to net cash				
provided by operating activities:				
Deferred income taxes	137		(896)	
Amortization of investment premiums	189		454	
Other	22		2	
Cash flows from changes in assets and liabilities:				
Account receivable	11,720		691	
Other current assets	(353)		(381)	
Medical claims payable	(4,127)		17,870	
Unpaid claims adjustment expenses	(141)		215	
Amounts due government agencies	42,411		21,531	
Accounts payable and accrued expenses	(30)		516	
Intercompany	797		3,925	
Income taxes	 (1,203)		(366)	
Net cash provided by operating activities	 54,597		50,583	
Investing activities				
Cost of investments acquired	(50,350)		(47,427)	
Proceeds from maturities and investments	5,597		31,348	
Other	 (18)		(209)	
Net cash used in investing activities	 (44,771)		(16,288)	
Financing activities				
Dividend to Parent	 (5,000)		-	
Net cash provided by financing activities	 (5,000)			
Net increase in cash, cash equivalents, and restricted cash	4,826		34,295	
Cash, cash equivalents, and restricted cash at beginning of year	 49,426		15,131	
Cash, cash equivalents, and restricted cash at end of year	\$ 54,252	\$	49,426	
Change in tax bases of assets and liabilties	\$ -	\$	2,420	

### NOTES TO FINANCIAL STATEMENTS

December 31, 2022 and 2021

### **NOTE 1 - BASIS OF PRESENTATION**

#### **Organization and Operations**

Molina Healthcare of Arizona, Inc. (the Plan) is a wholly owned subsidiary of Molina Healthcare, Inc. (the Parent). On December 31, 2020, the Parent closed on its acquisition of 100% of the outstanding equity interests of the Magellan Complete Care line of business of Magellan Health, Inc., which included the Plan, formerly known as Magellan Complete Care of Arizona, Inc.

The Plan was incorporated in the state of Arizona (the State) on October 20, 2011. On January 7, 2013, the Plan received a certificate of authority from the Arizona Department of Insurance (the Department) to transact health care services business in the State.

The Plan began providing healthcare services to Medicaid recipients in Arizona on October 1, 2018, under the Arizona Health Care Cost Containment System (AHCCCS) Contract with the AHCCCS Administration. The contract term with all extensions expires September 30, 2027. Each contract year is October 1 through September 30.

As of December 31, 2022, the Plan served approximately 51,000 members eligible for Medicaid and Medicare services. The Plan contracts with independent physician associations, hospitals and other providers to provide medical services to its members. As a health maintenance organization (HMO), the Plan is at risk for all covered outpatient and inpatient claims incurred by its beneficiaries.

#### Basis of Presentation

The Plan prepares its financial statements in conformity with generally accepted accounting principles in the United States of America (GAAP).

### Use of Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities. Estimates also affect the reported amounts of revenues and expenses during the reporting period. Actual results could differ from these estimates. Principal areas requiring the use of estimates include: settlements under risk or savings programs, contractual provisions that may limit revenue recognition, medical claims and benefits payable, reserves for potential absorption of claims unpaid by insolvent providers, reserves for the outcome of litigation, and valuation allowances for deferred income tax assets.

### **NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES**

### Cash and Cash Equivalents

Cash and cash equivalents consist of cash and short-term, highly liquid investments that are both readily convertible into known amounts of cash and have a maturity of three months or less as of the date of purchase. The following table provides a reconciliation of cash, cash equivalents and restricted cash reported within the accompanying balance sheets that sum to the total of the same such amounts presented in the accompanying statements of cash flows. The restricted cash presented below is included in non-current "Restricted cash and investments" in the accompanying balance sheets.

# Molina Healthcare of Arizona, Inc. NOTES TO FINANCIAL STATEMENTS - CONTINUED

### December 31, 2022 and 2021

	Y	Year Ended December 31,					
		2022		2021			
	(In thousands)						
Cash and cash equivalents	\$	54,226	\$	49,418			
Restricted cash		26		8			
Total cash, cash equivalents and restricted cash presented in the statements of cash flows	\$	54,252	\$	49,426			

### Premium Revenue

Premium revenue is derived primarily from Medicaid and Medicare. Premium revenue is recognized in the month that members are entitled to receive healthcare services. Premiums collected in advance of a coverage period are recorded as premiums received in advance. Premium revenue is generally received based on per member per month (PMPM) rates established in advance of the periods covered, except as described below.

### Risk Share

The AHCCCS Contract provides for risk sharing in the event of favorable or unfavorable operations. The risk share is based on a calculation of earnings or losses as a percentage of annual revenue. The Plan retains all earnings up to and including 2% of annual revenue and is at risk for all the losses up to and including 2% of annual revenue. If the percentage is above 2% and up to 6%, 50% of earnings within this corridor are refunded to the State and 50% of earnings are retained by the Plan, and in the event of losses, the Plan is at risk for 50% of the losses and 50% would be due from the State. If the percentage exceeds 6%, 100% of earnings above 6% are refunded to the State and 100% of the losses are due from the State. As of December 31, 2022 and 2021, the Plan had risk share liabilities of \$64.3 million and \$23.8 million, respectively, which are included within "Amounts due government agencies" in the accompanying balance sheets. As of December 31, 2021, the Plan had a risk share receivable of \$11.5 million, which is included within "Receivables" in the accompanying balance sheets. There was no risk share receivable as of December 31, 2022.

### Medical Care Costs

Medical care costs are recognized in the period in which services are provided and include fee-for-service claims, pharmacy benefits, and capitation payments to providers. Under fee-for-service claims arrangements with providers, the Plan retains the financial responsibility for medical care provided and incurs costs based on actual utilization of hospital and physician services. Such medical care costs include amounts paid by the Plan as well as estimated medical claims and benefits payable for costs that were incurred but not paid as of the reporting date (IBNP). Pharmacy benefits represent payments for members' prescription drug costs, net of rebates from drug manufacturers. The Plan estimates pharmacy rebates based on historical and current utilization of prescription drugs and contractual provisions. Capitation payments represent monthly contractual fees paid to providers, who are responsible for providing medical care to members, which could include medical or ancillary costs like dental, vision and other supplemental health benefits. Such capitation costs are fixed in advance of the periods covered and are not subject to significant accounting estimates.

Medical claims and benefits payable consist mainly of fee-for-service IBNP, unpaid pharmacy claims, capitation costs and other medical costs, including amounts payable to providers pursuant to risk-sharing or other incentive arrangements and amounts payable to providers on behalf of AHCCCS in which the Plan assumes no financial risk. IBNP includes the costs of claims incurred as of the balance sheet date which have been reported to the Plan, and the Plan's best estimate of the cost of claims incurred but not yet reported to the Plan. The Plan also includes an additional reserve to ensure that its overall IBNP liability is sufficient under moderately adverse conditions. The Plan reflects changes in these estimates in the results of operations in the period in which they are determined.

The estimation of the IBNP liability requires a significant degree of judgment in applying actuarial methods, determining the appropriate assumptions and considering numerous factors. Of those factors, the Plan considers estimated completion factors and the assumed healthcare cost trend to be the most critical assumptions. Other relevant factors also include, but are not limited to, healthcare service utilization trends, claim inventory levels, changes in membership, product mix, seasonality, benefit changes or changes in Medicaid fee schedules, provider contract changes, prior authorizations and the incidence of catastrophic or pandemic cases. Because of the significant degree of judgment involved in estimation of the IBNP liability, there is considerable variability and uncertainty inherent in such estimates. Each reporting period, the recognized IBNP liability represents the Plan's best estimate of the total amount of unpaid claims incurred as of the balance sheet date using a consistent methodology in estimating the IBNP liability. The Plan believes its current estimates are reasonable and adequate; however, the development of its estimate is a continuous process that the Plan monitors and updates as more complete claims payment information and healthcare cost trend data becomes available. Actual medical care costs may be less than the Plan previously estimated (favorable development) or more than the Plan previously estimated (unfavorable development), and any differences could be material. Any adjustments to reflect favorable development would be recognized as a decrease to medical care costs, and any adjustments to reflect unfavorable development would be recognized as an increase to medical care costs, in the period in which the adjustments are determined. See Note 5, "Medical Claims and Benefits Payable," for further information.

### Premium Deficiency Reserves on Loss Contracts

The Plan assesses the profitability of its contracts to determine if it is probable that a loss will be incurred in the future by reviewing current results and forecasts. For purposes of this assessment, contracts are grouped in a manner consistent with the Plan's method of acquiring, servicing and measuring the profitability of such contracts. A premium deficiency reserve is recognized if anticipated future medical care and administrative costs exceed anticipated future premium revenue, investment income and reinsurance recoveries. No premium deficiency reserves were recorded as of December 31, 2022 and 2021.

### Investments

Investments are principally held in debt securities, which are grouped into two separate categories for accounting and reporting purposes: available-for-sale securities and held-to-maturity securities. Available-for-sale securities are recorded at fair value and unrealized gains and losses, if any, are recorded in equity as other comprehensive income, net of applicable income taxes. Held-to-maturity securities are recorded at amortized cost, which approximates fair value, and unrealized gains and losses are not generally recognized. Realized gains and losses and unrealized losses arising from credit-related factors with respect to available-for-sale and held-to-maturity securities are included in the determination of net income and comprehensive income. The cost of securities sold is determined using the specific-identification method, on an amortized cost basis.

### Receivables

The Plan's accounts receivable as of December 31, 2022 and 2021, totaled \$8.3 million and \$20.0 million, respectively and were primarily related to the AHCCCS Contract. Because the Plan's primary creditor is the state of Arizona, the allowance for doubtful accounts is insignificant. Any amounts determined to be uncollectible are charged to expense when such determination is made.

### **Property and Equipment**

Property and equipment are stated at cost net of accumulated depreciation. Replacements and major improvements are capitalized, and repairs and maintenance are charged to expense as incurred. Furniture, equipment and automobiles are depreciated using the straight-line method over estimated useful lives ranging from three to seven years.

### Restricted Investments

As of December 31, 2022 and 2021, the Plan's restricted investments primarily included \$0.5 million in a United States Treasury security that was pledged to the Department to comply with deposit requirements.

#### Leases

Right-of-use (ROU) assets represent the Plan's right to use the underlying assets over the lease term, and lease liabilities represent the Plan's obligation for lease payments arising from the related leases. ROU assets and lease liabilities are recognized at the lease commencement date based on the present value of lease payments over the lease term. Lease terms may include options to extend or terminate the lease when the Plan believes it is reasonably certain that it will exercise such options. If applicable, the Plan accounts for lease and non-lease components within a lease as a single lease component.

The Plan generally uses its incremental borrowing rate to determine the present value of lease payments. Lease expense for operating leases is recognized on a straight-line basis over the lease term, and the related ROU assets and liabilities are reduced to the present value of the remaining lease payments at the end of each period.

The Plan's operating lease consists of a long-term operating lease for office space. The Plan's lease agreements do not contain any material residual value guarantees or material restrictive covenants. For further information, including the amounts and location of the ROU assets and lease liabilities recognized in the accompanying balance sheets, see "Leases" under Note 9, "Commitments and Contingencies."

### Income Taxes

The Plan and other subsidiaries of the Parent are included in the consolidated federal income tax return filed by the Parent. Income taxes are allocated to the Plan in accordance with an intercompany tax sharing agreement. The agreement allocates federal income taxes in an amount generally equivalent to the amount that would be computed by the Plan as if it filed a separate federal tax return. The Plan is subject to premium tax in lieu of state income tax.

In accordance with the intercompany tax sharing agreement, benefits to the Plan that arise from net operating losses will be refunded to the extent utilized on the consolidated tax return with any unused balance carried forward to offset taxable income in future periods.

The Plan recognizes deferred tax assets and liabilities for temporary differences between the financial reporting basis and the tax basis of its assets and liabilities, along with net operating loss and tax credit carryovers. For further discussion and disclosure, see Note 8, "Income Taxes."

### Concentrations of Credit Risk

Financial instruments that potentially subject the Plan to concentrations of credit risk consist primarily of cash, cash equivalents, investments, receivables, and restricted investments. The Plan has amounts deposited in financial institutions in which the balances exceed the Financial Deposit Insurance Corporation insured limit. The Plan has not experienced any losses in such accounts and management believes it is not exposed to any significant credit risk. The Plan's investments are managed by professional portfolio managers operating under documented investment guidelines. No investment that is in a loss position can be sold by the Plan's managers without the Plan's prior approval. Concentrations of credit risk with respect to receivables is limited because the Plan's primary creditor is the State.

### **Risks and Uncertainties**

As the COVID-19 pandemic continues to evolve, its ultimate impact to the Plan's business, results of operations, financial condition and cash flows is uncertain and difficult to predict. The Plan continues to

monitor and assess the estimated operating and financial impact of the COVID-19 pandemic, and as the pandemic evolves, the Plan continues to process, assemble, and assess utilization information. The Plan believes that its cash flow generated from operations will be sufficient to withstand the financial impact of the pandemic, and will enable it to continue to support operations, regulatory requirements, and capital expenditures for the foreseeable future.

The Plan's profitability depends in large part on its ability to accurately predict and effectively manage medical care costs. The Plan continually reviews its medical costs in light of its underlying claims experience and revised actuarial data. However, several factors could adversely affect medical care costs. These factors, which include changes in healthcare practices, inflation, new technologies, major epidemics, natural disasters, and malpractice litigation, are beyond its control and may have an adverse effect on its ability to accurately predict and effectively control medical care costs. Costs in excess of those anticipated could have a material adverse effect on the Plan's financial condition, results of operations, or cash flows.

The Plan's sole Medicaid customer is the state of Arizona. The loss of the Plan's contract with the state of Arizona could have a material adverse effect on the Plan's financial position, results of operations, or cash flows. The Plan's ability to arrange for the provision of medical services to its members is dependent upon its ability to develop and maintain adequate provider networks. The inability to develop or maintain such networks would, in certain circumstances, have a material adverse effect on the Plan's financial position, results of operations, or cash flows.

### Evaluation of Subsequent Events

The Plan has evaluated subsequent events through May 16, 2023, the date these financial statements were available to be issued. The Plan is not aware of any subsequent events which would require recognition or disclosure in the financial statements.

### **NOTE 3 - FAIR VALUE MEASUREMENTS**

The Plan considers the carrying amounts of current assets and current liabilities to approximate their fair values because of the relatively short period of time between the origination of these instruments and their expected realization or payment. For the Plan's financial instruments measured at fair value on a recurring basis, the Plan prioritizes the inputs used in measuring fair value according to a three-tier fair value hierarchy as follows:

- Level 1 Observable Inputs. Level 1 financial instruments are actively traded and therefore the fair value for these securities is based on quoted market prices for identical securities in active markets.
- Level 2 Directly or Indirectly Observable Inputs. Fair value for these investments is determined using a market approach based on quoted prices for similar securities in active markets or quoted prices for identical securities in inactive markets.
- Level 3 Unobservable Inputs. Level 3 financial instruments are valued using unobservable inputs that represent management's best estimate of what market participants would use in pricing the financial instrument at the measurement date.

The Plan's financial instruments measured at fair value on a recurring basis were as follows (in thousands):

		Decembe	r 31, 2			
	 Total	 Level 1		Level 2	Level 3	
Corporate debt securities Mortgage-backed securities Asset-backed securities Other	\$ 62,725 12,100 9,915 1,490	\$ - - -	\$	62,725 12,100 9,915 1,490	\$	- - -
	\$ 86,230	\$ -	\$	86,230	\$	-

	December 31, 2021											
		Total		Level 1		Level 2	L	evel 3				
Corporate debt securities Mortgage-backed securities Asset-backed securities	\$	31,084 7,925 5,488	\$	-	\$	31,084 7,925 5,488	\$	- -				
	\$	44,497	\$	-	\$	44,497	\$	-				

### **NOTE 4 - INVESTMENTS**

The following tables summarize the Plan's investments as of December 31, 2022 and 2021 (in thousands).

		December 31, 2022									
	Cost or					Gross nrealized	_				
	Amo	Amortized Cost		Gains		_osses	Fair Value				
Corporate debt securities	\$	64,746	\$	202	\$	(2,223)	\$	62,725			
Mortgage-backed securities		12,760		7		(667)		12,100			
Asset-backed securities		10,370		-		(455)		9,915			
Other		1,583		-		(93)		1,490			
	\$	89,459	\$	209	\$	(3,438)	\$	86,230			

	December 31, 2021									
		Cost or ortized Cost	U	Gross nrealized Gains	Un	Gross realized osses	Fair Value			
Corporate debt securities Mortgage-backed securities Asset-backed securities	\$	31,360 7,999 5,536	\$	1 4 -	\$	(277) (78) (48)	\$	31,084 7,925 5,488		
	\$	44,895	\$	5	\$	(403)	\$	44,497		

The contractual maturities of the Plan's investments as of December 31, 2022 are summarized below (in thousands):

# Molina Healthcare of Arizona, Inc. NOTES TO FINANCIAL STATEMENTS - CONTINUED

### December 31, 2022 and 2021

	Amo	Fair Value		
Due in one year or less	\$	7,494	\$	7,368
Due after one year through five years		52,860		50,863
Due after five years through ten years		16,128		15,945
Due after ten years		12,977		12,054
Total	\$	89,459	\$	86,230

Gross realized gains and losses from sales of available-for-sale securities are calculated under the specific identification method and are included in investment income. Gross realized investment gains and losses for the years ended December 31, 2022 and 2021 were insignificant.

The Plan has determined that unrealized losses as of December 31, 2022 primarily resulted from fluctuating interest rates, rather than a deterioration of the credit worthiness of the issuers. Therefore, the Plan determined that an allowance for credit losses was not necessary. So long as the Plan maintains the intent and ability to hold these securities to maturity, it is unlikely to experience losses. In the event that the Plan disposes of these securities before maturity, realized losses, if any, are expected to be immaterial.

The following table summarizes those available-for-sale investments that have been in a continuous loss position for less than 12 months, and those that have been in a continuous loss position for 12 months or more as of December 31, 2022 (dollars in thousands):

				on for Less ber 31, 2022	In a Continuous Loss Position for More that 12 Months as of December 31, 2022						
	Fair Value		Unrealized Losses		Total Number of Positions	Fair Value		Unrealized Losses		Total Number of Positions	
Corporate debt securities Mortgage-backed securities Asset-backed securities	5, 6,	609 755 455	\$	665 198 207	73 21 22	\$	26,184 5,180 3,460	\$	1,558 469 248	100 41 21	
Other Total		490 309	\$	93 1,163	<u> </u>	\$	- 34,824	\$	- 2,275	- 162	

The following table summarizes those available-for-sale investments that have been in a continuous loss position for less than 12 months. No investments have been in a continuous loss position for 12 months or more as of December 31, 2021 (dollars in thousands):

					on for Less ber 31, 2021				on for More ber 31, 2021	
	Fa	air Value	Unrealized Losses		Total Number of Positions	Fair Value			alized ses	Total Number of Positions
Corporate debt securities Mortgage-backed securities Asset-backed securities	\$	30,082 6,790 5,286	\$	(277) (78) (48)	111 45 31	\$	-	\$	- -	- -
Total	\$	42,158	\$	(403)	187	\$	-	\$	-	-

### NOTE 5 - MEDICAL CLAIMS AND BENEFITS PAYABLE

Medical claims and benefits payable include amounts payable to certain providers for which the Plan acts as an intermediary on behalf of the State without assuming financial risk. Such receipts and payments do not impact the statement of comprehensive income. The Plan refers to such programs as pass through

arrangements. These non-risk provider payables amounted to \$0.1 million and \$0.2 million as of December 31, 2022 and 2021, respectively.

The following table presents the components of the change in the Plan's medical claims and benefits payable for the years ended December 31 (in thousands):

	2022			2021
Balances at beginning of period Components of medical care costs related to:	\$	43,692	\$	25,822
Current year Prior years		207,282 (4,574)		210,373 (2,591)
Total medical care costs		202,708		207,782
Change in non-risk provider payables		(113)		241
Claims paid and transfers to other medical liabilities:				
Current year		169,942		166,871
Prior years		36,779		23,282
Total paid		206,721	<u>.</u>	190,153
Balances at end of period	\$	39,566	\$	43,692

Estimated reinsurance recoveries of \$5.0 million and \$9.4 million are included as a reduction of cost of care in the Plan's statements of comprehensive income for the years ended December 31, 2022 and 2021, respectively.

The Plan recorded claim adjustment expenses for the estimate of costs associated with processing the incurred but unpaid claims. As of December 31, 2022, and 2021, accrued claim adjustment expenses were \$0.2 million and \$0.4 million, respectively, and were included in "Unpaid claims adjustment expenses" in the accompanying balance sheets.

The Plan recognized favorable prior period claims development in the amount of \$4.6 million for the year ended December 31, 2022. This amount represents the Plan's estimate as of December 31, 2022, of the extent to which the initial estimate of unpaid claims at December 31, 2021 was more than the amount that will ultimately be paid out in satisfaction of that liability.

The Plan recognized favorable prior period claims development in the amount of \$2.6 million for the year ended December 31, 2021. This amount represents the Plan's estimate as of December 31, 2021, of the extent to which the initial estimate of unpaid claims at December 31, 2020 was more than the amount that will ultimately be paid out in satisfaction of that liability.

### NOTE 6 - TRANSACTIONS WITH PARENT AND AFFILIATES

### Administrative Services and Net Worth Requirements

The Plan has entered into an administrative services agreement with the Parent under which the Parent provides various management, financial, legal, information systems and human resources services to the Plan. Fees for such services are based on the estimated fair market value of services rendered. Payment is subordinated to the Plan's ability to comply with minimum capital and other restrictive financial

requirements of the State. Charges for these services amounted to \$20.1 million and \$15.8 million for the years ended December 31, 2022 and 2021, respectively, included in direct service costs.

During 2022, the Plan paid a dividend to the Parent in the amount of \$5.0 million. There were no dividends or contributions in the year ended December 31, 2021. The Parent will provide future funding to the Plan, as necessary, to ensure the Plan's compliance with minimum net worth requirements.

### **NOTE 7 - STATUTORY REGULATIONS**

The Plan is licensed in the state of Arizona and is subject to certain minimum statutory capital and surplus requirements as determined by the Department. Additionally, the terms of the Plan's contract require the Plan to maintain a certain net worth at all times.

The Plan is subject to statutory Risk Based Capital (RBC) requirements. RBC, as defined by the National Association of Insurance Commissioners (NAIC), is a method of measuring the minimum amount of capital appropriate for a managed care organization to support its overall business operations in consideration of its size and risk profile. The managed care organization's RBC is calculated by applying factors to various assets, premium and reserve items. As of December 31, 2022, the Plan had RBC in excess of the Company Action Level, defined by the NAIC as 200% of Authorized Control Level.

### NOTE 8 - INCOME TAXES

Income tax expense consisted of the following components for the years ended December 31 (in thousands):

	 2022	 2021
Current Federal Deferred Federal	\$ 1,247 137	\$ 2,764 (889)
Provision for income taxes	\$ 1,384	\$ 1,875

The components of the net deferred tax asset were as follows (in thousands):

	2022			2021		
Fixed assets and intangibles	\$	2,059	\$	2,218		
Accrued expenses and reserve liabilities		789		780		
Medical claims payable		358		311		
Unrealized gain		765		101		
Total deferred tax assets		3,971		3,410		
Deferred tax liabilities		(34)		-		
Net deferred tax asset	\$	3,937	\$	3,410		

The Plan is subject to taxation in the United States. With few exceptions, the Plan is no longer subject to income tax examination for tax years before 2019.

The Plan recognizes interest and/or penalties related to unrecognized tax benefits, if any, in income tax expense. There were no unrecognized tax benefits as of December 31, 2022 and 2021.

### **NOTE 9 - COMMITMENTS AND CONTINGENCIES**

#### Leases

The Plan is a party to one operating lease for the health plan office, which commenced in May 2021. The Plan's operating lease has a remaining lease term of approximately 4 years, which includes an option to extend the lease for up to 4 years. As of December 31, 2022, the weighted-average discount rate used to compute the present value of lease payments was 3.0%. Operating lease expense was \$0.1 million for both the years ended December 31, 2022 and 2021.

The Plan leases office space through a lease that expires in 2026. The lease contains annual escalation clauses and renewal provisions. Future minimum lease payments by year, and in the aggregate, consist of the following amounts (in thousands):

Year Ending December 31:	
2023	\$ 104
2024	106
2025	108
2026	89
2027	-
Thereafter	 -
Total	\$ 407

Supplemental cash flow information related to the lease follows (in thousands):

	Year Ended December 31,							
	20	)22	2	2021				
Cash used in operating activities: Operating leases	\$	10	\$	64				
ROU assets recognized in exchange for lease obligations: Operating leases	\$	-	\$	516				

Supplemental information related to leases, including location of amounts reported in the balance sheet, follows (in thousands):

	Dece 2	December 31, 2021		
Operating leases:				
<u>ROU assets</u> Other assets	\$	302	\$	465
<u>Lease liabilities</u> Accounts payable and accrued liabilities (current) Other long-term liabilities (non-current)	\$	184 201	\$	90 382
Total operating lease liabilities	\$	385	\$	472

### Legal Proceedings

The health care industry is subject to numerous laws and regulations of federal, state, and local governments. Compliance with these laws and regulations can be subject to government review and interpretation, as well as regulatory actions unknown and unasserted at this time. Penalties associated with violations of these laws and regulations include significant fines and penalties, exclusion from participating in publicly funded programs, and the repayment of previously billed and collected revenues.

The Plan is involved in legal actions in the ordinary course of business including, but not limited to, various employment claims, vendor disputes and provider claims. Some of these legal actions seek monetary damages, including claims for punitive damages, which may not be covered by insurance. The Plan reviews legal matters and updates its estimates of reasonably possible losses and related disclosures, as necessary. The Plan has accrued liabilities for legal matters for which it deems the loss to be both probable and reasonably estimable. These liability estimates could change as a result of further developments of the matters. The outcome of legal actions is inherently uncertain. An adverse determination in one or more of these pending matters could have an adverse effect on the Plan's financial position, results of operations, or cash flows.

### State's Budget

Nearly all of the Plan's premium revenues come from the joint federal and state funding of the Medicaid and Medicare programs. The state regularly faces significant budgetary pressures.

### Professional Liability Insurance

The Parent carries (i) a claims-made managed care errors and omissions liability insurance and (ii) a healthcare professional liability insurance for their health plan operations.

### Medical Claims Reinsurance

Reinsurance recoveries under the AHCCCS Contract are recognized when healthcare costs exceed stated amounts provided under the contract, including estimates of such costs as of the end of each accounting period. Under regular reinsurance, the Plan is reimbursed by AHCCCS for 75% of the cost when qualified healthcare costs for those members exceed \$35,000 prior to October 1, 2021, \$50,000 between October 1, 2021 and September 30, 2022, and \$75,000 after October 1, 2022, depending on the case type of the member. Under catastrophic reinsurance, AHCCCS will provide reimbursement for 85% of the cost for specific conditions or specific drugs if notified within 30 days of the condition being identified. AHCCCS also provides stop loss which will cover the 100% of the cost of care, other than transplants, when an individual members' cumulative cost of care exceeds \$1 million within a contract year.

### Provider Claims

Many of the Plan's medical contracts are complex in nature and may be subject to differing interpretations regarding amounts due for the provision of various services. Such differing interpretations may lead medical providers to pursue the Plan for additional compensation. The claims made by providers in such circumstances often involve issues of contract compliance, interpretation, payment methodology, and intent. These claims often extend to services provided by the providers over a number of years. Various providers have contacted the Plan seeking additional compensation for claims that the Plan believes to have been settled. These matters, when finally concluded and determined, will not, in the Plan's opinion, have a material adverse effect on the Plan's financial position, results of operations, or cash flows.

### **NOTE 10 - EMPLOYEE BENEFIT PLANS**

#### **Defined Contribution Plan**

The employees of the Plan are eligible to participate in a defined contribution 401(k) plan sponsored by the Parent subject to the participation eligibility set forth in the plan. Eligible employees are allowed to contribute up to the maximum allowed by law. The Plan matches up to the first 4% of compensation contributed by the employees subject to a one-year cliff vesting requirement. The Plan has no legal obligation to provide benefits under the plan. The Plan's expense recognized in connection with the 401(k) plan was \$0.3 million and \$0.2 million in 2022 and 2021, respectively.

#### Stock Plans

Under an equity incentive plan adopted by the Parent, the Plan's employees may be awarded Parent restricted stock or other equity incentives. Restricted stock awards generally vest in equal annual installments over periods up to four years from the date of grant.

The Parent has an employee stock purchase plan under which the eligible employees of the Plan may purchase common shares at 85% of the lower of the fair market value of Parent's common stock on either the first or last trading day of each six-month offering period. Each participant is limited to a maximum purchase of \$25,000 (as measured by the fair value of the stock acquired) per year through payroll deductions.

Supplementary Information

### Detail of Sub-Capitated Expense

### (Dollars in thousands)

### Year Ended September 30, 2022

Account	Account Description	Aa	e <1	Ac	e 1-20	Aa	e 21+	Duals	SSI	w/o Med	Prop 204 Childless Adults	Expansion Adults	YTD Amount
					• • =•				•••			7100100	
	Sub-Capitated Hospitalization Expenses:												
	Hospital Inpatient	\$	-	\$	-	\$	-	\$ -	\$	-	\$ -	\$ -	\$ -
	Hospital Inpatient -Behavioral Health Services		-		-		-	-		-	-	-	-
50115-01	RESERVED		-		-		-	-		-	-	-	-
	Total Sub-Capitated Hospitalization Expenses:		-		-		-	-		-	-	-	-
	Sub-Capitated Medical Compensation Expenses:												
50205-01	Primary Care Physician Services		26		80		88	17		80	276	52	619
50210-01	Behavioral Health Physician Services		-		-		-	-		-	-	-	-
50215-01	Referral Physician Services		-		-		-	-		-	-	-	-
50220-01	PH FQHC/RHC Services		-		-		-	-		-	-	-	-
50225-01	Other Professional Services		-		-		61	20		108	245	31	465
	RESERVED		-		-		-	-		-	-	-	-
	Total Sub-Capitated Medical Compensation Expenses:		26		80		149	37		188	521	83	1,084
	Sub-Capitated Other Medical Expenses:												
50305-01	Emergency Facility Services		-		-		-	-		-	-	-	-
	PH Pharmacy		-		-		-	-		-	-	-	-
	Laboratory, Radiology and Medical Imaging		-		_		6	2		5	14	4	31
	Outpatient Facility		-		_		-	-		-		_	-
	Durable Medical Equipment		_		_		_	_		_	-	_	_
50330-01											_	_	
	Transportation		-		-		-	-		-	-	-	-
	•		-		-		-	-		-	-	-	-
	Nursing Facility, Home Health Care		-		-		-	-		-	-	-	-
	Therapies		-		-		-	-		-	-	-	-
	Alternative Payment Model Performance Based Payments to Providers		-		-		-	-		-	-	-	-
	Behavioral Health Day Program		-				-	-		-	-	-	-
	Behavioral Health Case Management Services		-		4		24	3		25	86	19	161
	Peer/Family Support		-		-		-	-		-	-	-	-
	Support Services		-		-		-	-		-	-	-	-
	Behavioral Health Crisis Intervention Services		-		-		-	-		-	-	-	-
	Living Skills Training		-		-		-	-		-	-	-	-
50355-12	Supported Employment		-		-		-	-		-	-	-	-
50355-15	Behavioral Health Rehabilitation Services		-		-		-	-		-	-	-	-
50355-20	Behavioral Health Residential Services		-		-		-	-		-	-	-	-
50355-21	Counseling		-		1		-	-		-	2	-	3
50355-22	Assessment, Evaluation and Screening		-		-		-	-		-	-	-	-
	Treatment Services		-		-		-	-		-	-	-	-
50355-25	All Other Behavioral Health Services		-		-		-	-		-	-	-	-
50360-01	RESERVED		-		-		-	-		-	-	-	-
	Other Medical Expenses		-		-		-	-		-	-	-	-
	Total Sub-Capitated Other Medical Expenses:		-		5		30	5		30	102	23	195
	Total Sub-Capitated Expenses:	\$	26	\$	85	\$	179				\$ 623		\$ 1,279

### Detail of Sub-Capitated Expense

### (Dollars in thousands)

### Year Ended September 30, 2021

Account	Account Description	Age <1	Age 1-20	Age 21+	Duals	SSI w/o Med	Prop 204 Childless Adult	Expansion Adults	YTD Amount
								7.00.00	
	Sub-Capitated Hospitalization Expenses:								
50105-01	Hospital Inpatient	\$	- \$ -	\$ -	\$	- \$ -	\$-	\$ -	\$ -
50110-01	Hospital Inpatient -Behavioral Health Services						-	-	-
50115-01	RESERVED			-			-	-	
	Total Sub-Capitated Hospitalization Expenses:			-			-	-	-
	Sub-Capitated Medical Compensation Expenses:			86	; ·	- 97	378	87	648
50205-01	Primary Care Physician Services						-	-	-
50210-01	Behavioral Health Physician Services			-			-	-	-
50215-01	Referral Physician Services			-			-	-	-
50220-01	PH FQHC/RHC Services			· -			-	-	-
50225-01	Other Professional Services			-			-	-	-
50230-01	RESERVED						-	-	-
	Total Sub-Capitated Medical Compensation Expenses:			86		- 97	378	87	648
	Sub-Capitated Other Medical Expenses:								
50305-01	Emergency Facility Services			-			-	-	-
50310-01	PH Pharmacy			-			-	-	-
50315-01	Laboratory, Radiology and Medical Imaging						-	-	-
50320-01	Outpatient Facility						-	_	_
50325-01	Durable Medical Equipment			_				_	_
50330-01	Dental						_		_
50335-01	Transportation							_	
50340-00	Nursing Facility, Home Health Care			-			-	-	-
50345-00	Therapies			-			_	-	-
50350-01	Alternative Payment Model Performance Based Payments to Providers			-			-	-	-
50355-01	Behavioral Health Day Program			-			-	-	-
				12			- 37	-	- 54
50355-05	Behavioral Health Case Management Services			13		- 4	37	-	54
50355-06	Peer/Family Support			-			-	-	-
50355-07	Support Services			-			-	-	-
50355-10	Behavioral Health Crisis Intervention Services			-			-	-	-
50355-11	Living Skills Training			-			-	-	-
50355-12	Supported Employment						-	-	-
50355-15	Behavioral Health Rehabilitation Services			-			-	-	-
50355-20	Behavioral Health Residential Services						-	-	-
50355-21	Counseling			-			3	-	3
50355-22	Assessment, Evaluation and Screening			-			-	-	-
50355-23	Treatment Services						-	-	-
50355-25	All Other Behavioral Health Services			-			-	-	-
50360-01	RESERVED			-			-	-	-
50370-01	Other Medical Expenses			-			-	-	-
	Total Sub-Capitated Other Medical Expenses:			10		- 4	40	-	57
	Total Sub-Capitated Expenses:	\$	-\$-	\$ 99	\$	- \$ 101	\$ 418	\$ 87	\$ 705

# Balance Sheet by Line of Business

# (Dollars in thousands)

## December 31, 2022

	N	Medicaid		Medicare		Total	
ASSETS							
Current assets							
Cash and cash equivalents	\$	54,226	\$	-	\$	54,226	
Investments		86,230		-		86,230	
Receivables		7,789		471		8,260	
Income tax refundable		611		-		611	
Prepaid expenses and other current assets		1,035		-		1,035	
Total current assets		149,891		471		150,362	
Property and equipment, net		185		-		185	
Restricted cash and investments		560		-		560	
Deferred income taxes		3,937		-		3,937	
Other assets		322		-		322	
Total assets	\$	154,895	\$	471	\$	155,366	
LIABILITIES AND STOCKHOLDER'S EQUITY							
Current liabilities							
Medical claims and benefits payable	\$	38,244	\$	1,322	\$	39,566	
Unpaid claims adjustment expenses		215		9		224	
Amounts due government agencies		68,860		21		68,881	
Accounts payable, accrued liabilities and other		1,611		-		1,611	
Due to affiliate		290		2,034		2,324	
Total current liabilities		109,220		3,386		112,606	
Other long-term liabilities		200		-		200	
Total liabilities		109,420		3,386		112,806	
Stockholder's equity							
Common stock, \$1.00 par value;							
authorized, issued and outstanding –							
1,000 shares		1		_		1	
Additional paid-in capital		45,176		_		45,176	
Accumulated earnings (deficit)		2,789		(2,915)		(126)	
Accumulated other comprehensive loss		(2,491)		-		(2,491)	
Total stockholder's equity		45,475		(2,915)		42,560	
Total liabilities and stockholder's equity	\$	154,895	\$	471	\$	155,366	

# Statement of Comprehensive Income by Line of Business

# (Dollars in thousands)

## Year Ended December 31, 2022

	Medicaid		Me	edicare	 Total
Net revenues	\$	241,188	\$	1,711	\$ 242,899
Operating expenses					
Cost of care		194,369		3,340	197,709
Direct service costs		39,487		1,642	41,129
Total operating expenses		233,856		4,982	238,838
Operating income (loss)		7,332		(3,271)	 4,061
Other income					
Net investment gain		2,489		9	2,498
Income (loss) before income tax expense		9,821		(3,262)	 6,559
Income tax expense		2,070		(686)	 1,384
Net income (loss)		7,751		(2,576)	5,175
Other comprehensive loss					
Unrealized investment loss		(2,831)		_	(2,831)
Less: effect of income taxes		664		_	664
Other comprehensive loss, net of tax		(2,167)		_	 (2,167)
Comprehensive income (loss)	\$	5,584	\$	(2,576)	\$ 3,008