

MATERIAL CHANGE NOTICE SUBMISSION DETAILS

MCN Number	2026-07-16-1529
OHCA Review Start Date	9/15/2026
Anticipated date (unless tolled per regulation) by which OHCA could waive cost and market impact review	10/30/2026
Anticipated date (unless tolled per regulation) by which OHCA could determine cost and market impact review required	11/14/2026

SUBMITTER

HEALTH CARE ENTITY CONTACT FOR PUBLIC INQUIRY

Title	CEO
First Name	Scott
Last Name	Walton
Email Address	Scott@millenniumhealth.com
Street Address	16981 Via Tazon
City	San Diego
State	California
Postal Code	92127

GENERAL

Business Name	Millennium Health, LLC
Website	https://www.millenniumhealth.com/
Ownership Type	Limited Liability Company
Tax Status	For-profit
Federal Tax ID	26-1565558
Description of Submitting Organization	Millennium is an accredited specialty laboratory located in San Diego, California. Millennium has over 15 years of experience in medication monitoring and drug testing services and helps clinicians monitor the use of prescription medications and illicit drugs. Millennium processes over a million specimens each year. Business lines or segments: Millennium's drug testing solutions offer information to support improved clinical decision-making related to monitoring and supporting decisions about medication therapy, specifically controlled substances; identifying recent use of prescription medications, non-prescribed medications, and illicit substances; detecting medications that may result in drug-drug interactions; advocating for and communicating with patients about individual treatment plans;

	and identifying possible illicit drug use, medication misuse, or diversion. Ownership type: Limited Liability Company Governance type and operational structure: Submitter's Articles of Organization (Attachment 1) and organizational chart (Attachment 2) are attached.
Health Care Provider	Yes
For Providers: Desc. of Capacity or Patients served in California	The Submitter is a national provider of laboratory services related to medication monitoring and drug testing. Submitter owns and operates one clinical laboratory in San Diego, CA: Millennium Health, LLC 16981 Via Tazon San Diego, CA 92127 CAP Participant No: 7211451 CLIA Certificate No: 05D1078705 California Clinical Laboratory License No: CDF-00336807 Service Lines: 1 (laboratory services – toxicology) Number of Staff: Lab Operations total onsite – 184 individuals. California total – 349 regular employees, 2 temp employees, and 2 contractors Geographic Service Area(s): Nationwide Capacity or Patients Served in California: In 2025, 51,661 patients had specimens tested in California.

LOCATIONS

Counties	All Counties; Alameda; Alpine; Amador; Butte; Calaveras; Colusa; Contra Costa; Del Norte; El Dorado; Fresno; Glenn; Humboldt; Imperial; Inyo; Kern; Kings; Lake; Lassen; Los Angeles; Madera; Marin; Mariposa; Mendocino; Merced; Modoc; Mono; Monterey; Napa; Nevada; Orange; Placer; Plumas; Riverside; Sacramento; San Benito; San Bernardino; San Diego; San Francisco; San Joaquin; San Luis Obispo; San Mateo; Santa Barbara; Santa Clara; Santa Cruz; Shasta;
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	Sierra; Siskiyou; Solano; Sonoma; Stanislaus; Sutter; Tehama; Trinity; Tulare; Tuolumne; Ventura; Yolo; Yuba
California licenses and numbers	Millennium Health, LLC 16981 Via Tazon San Diego, CA 92127 CAP Participant No: 7211451 CLIA Certificate No: 05D1078705 California Clinical Laboratory License No: CDF-00336807
Other States Served	None; AK; AL; AR; AZ; CO; CT; DC; DE; FL; GA; HI; IA; ID; IL; IN; KS; KY; LA; MA; MD; ME; MI; MN; MO; MS; MT; NC; ND; NE; NH; NJ; NM; NV; NY; OH; OK; OR; PA; RI; SC; SD; TN; TX; UT; VA; VT; WA; WI; WV; WY
Other state(s) licenses and numbers	Submitter holds clinical laboratory licenses in other states.
Primary Languages used when providing services	English

MATERIAL CHANGE

ADDITIONAL ENTITIES

Business Name	Description of the Organization	Ownership Type	Additional MCN Submission
Laboratory Corporation of America Holdings	Please refer to the Labcorp Submission.	Corporation	Yes

CRITERIA

A health care entity with annual revenue, as defined in section 97435(d) , of at least \$25 million or that owns or controls California assets of at least \$25 million, or;	No
A health care entity with annual revenue, as defined in section 97435(d) , of at least \$10 million or that owns or controls California assets of at least \$10 million and is a party to a transaction with any health care entity satisfying subsection (b)(1), or	Yes
A health care entity located in a designated primary care health professional shortage area in California, as defined in Part 5 of Subchapter A of Chapter 1 of Title 42 of the Code of Federal Regulations (commencing with section 5.1), available at data.hrsa.gov . To determine if you are located in a primary health care professional shortage area, please visit here	No

CIRCUMSTANCES FOR FILING

The proposed fair market value of the transaction is \$25 million or more and the transaction concerns the provision of health care services.	Yes
The transaction is more likely than not to increase annual California-derived revenue of any health care entity that is a party to the transaction by either \$10 million or more or 20% or more of annual California-derived revenue at normal or stabilized levels of utilization or operation.	Yes
The transaction involves the sale, transfer, lease, exchange, option, encumbrance, or other disposition of 25% or more of the total California assets of the submitter(s).	Yes
The transaction involves a transfer or change in control, responsibility or governance of the Submitter. A transaction will directly or indirectly transfer control, responsibility, or governance in whole or in part of a material amount of the assets or operations of a health care entity to one or more entities if: (1) The transaction would result in the transfer of 25% or more of the voting power of the members of the governing body of a health care entity, such as by adding one or more members, substituting one or more members, or through any other type of arrangement, written or oral; or (2) The transaction would vest voting rights significant enough to constitute a change in control such as supermajority rights, veto rights, and similar provisions even if ownership shares or representation on a governing body are less than 25%;	Yes

TRANSACTION DETAILS

Anticipated Date of Transaction Closure	8/30/2026
Description of the Transaction	1. By acquiring Millennium, Labcorp will improve its ability to provide patients, physicians, and customers greater access to comprehensive, high-quality laboratory services, especially in key complementary clinical drug testing health areas. 2. Pursuant to a Membership Interest Purchase Agreement ("MIPA") dated June 16, 2026, by and among LCAH and Millennium, Labcorp will acquire 100% of the outstanding non-corporate interests of MH MidCo, LLC. MH MidCo, LLC is a holding company for Millennium, which is a laboratory that specializes in toxicology testing. 3. By acquiring Millennium, Labcorp will improve its ability to provide patients, physicians, and customers greater access to comprehensive, high-quality laboratory services, especially in key complementary

	clinical drug testing health areas. The transaction is necessary and desirable because with the acquisition of Millennium, Labcorp will enhance its toxicology offerings and will be able to more effectively compete by utilizing its logistical capabilities to lower costs and deliver superior service quality to customers across the country. 4. The transaction will have a positive public impact as Labcorp will be better positioned to provide patients and providers with superior levels of service quality and robust test offerings. 5. The transaction is expected to enhance competition as Millennium's complementary offerings will bolster Labcorp's ability to provide superior service levels. 6. There is no expected adverse impact to the public that will result from the transaction as described above.
Submitted to US Department of Justice or Federal Trade Commission?	Yes
Date of Submission	5/28/2026
Description of the Submission	The Parties submitted HSR on May 29, 2026. Labcorp pulled its HSR filing on June 30, 2026, and refiled on July 1, 2026. Description of Submission: Premerger notification and report form submitted pursuant to Hart-Scott-Rodino Act
Submitted to Other Agency?	Yes
Date of Submission	6/11/2026
To Whom Submitted	Indiana Attorney General
Subject to court proceeding	No
Description of current services provided and expected post-transaction impacts on health care services	(A) Tests may be ordered for individuals in all California counties. For post-transaction changes, please refer to Labcorp's submission. (B) Submitter provides medication monitoring and drug testing services. o Millennium's drug testing solutions offer objective information to support improved clinical decision-making related to monitoring and supporting decisions about medication therapy, specifically controlled substances; identifying recent use of prescription medications, non-prescribed medications, and illicit substances; detecting medications that may result in drug-drug

interactions; advocating for and communicating with patients about individual treatment plans; and identifying possible illicit drug use, medication misuse, or diversion.

- o Millennium offers tests that detect more than 100 drugs and metabolites encompassing over 400 brand name drugs. These include, but are not limited to:
 - ☐ Alcohol/Alcohol Metabolites
 - ☐ Antiepileptics
 - ☐ Antipsychotics
 - ☐ Barbiturates
 - ☐ Benzodiazepines
 - ☐ Cathinones (Bath Salts)
 - ☐ Natural & Semi Synthetic Opioids
 - ☐ Illicit Substances
 - ☐ Muscle Relaxants
 - ☐ Novel Psychoactive Substances (Benzodiazepines and Opioids)
 - ☐ Selective Serotonin Reuptake Inhibitors (SSRIs)
 - ☐ Stimulants
 - ☐ Synthetic Cannabinoids (Spice)
 - ☐ Synthetic Opioids
 - ☐ Tricyclic Antidepressants
- o Millennium reports provide clinically actionable results with clinical interpretation comments on results to better inform clinical decision-making; easy to recognize “attention needed” icon highlighting when consultation with a toxicologist is recommended; historical results table displaying current and up to five previous test results; reported in-office point-of-care test results; and customizable report settings that meet needs of individual practices.
- o For post-transaction changes, please refer to Labcorp’s submission.

(C) Please refer to the attached Excel workbook setting out the 2025 California patient data for Millennium.

(D) Millennium offers a Patient Financial Assistance Program. Patients unable to afford to pay for Millennium’s services may be eligible for financial support to help with testing costs. Millennium encourages those patients who may not be able to pay fully for Millennium’s services to contact the lab for an assessment of eligibility for financial support in accordance with federal guidelines. For

	post-transaction changes related to the Patient Financial Assistance Program, please refer to Labcorp's submission. (E) Submitter provides services for Medi-Cal and Medicare patients. For post-transaction changes, please refer to Labcorp's submission.
Prior mergers or acquisitions that: (A) involved the same or related health care services; (B) involved at least one of the entities, or their parents, subsidiaries, predecessors, or successors, in the proposed transaction; and (C) were closed in the last ten years.	Other than internal corporate restructuring of Millennium, there have been no prior mergers or acquisitions for Millennium in the past 10 years. Millennium filed a petition for prepackaged bankruptcy in 2015, and as a result, the debtholders of Millennium (of which there were almost 100) became the owners of Millennium. In 2020, certain of the owners sold their interests to a smaller group of lenders who continue to own Millennium.
Description of Potential Post Transaction Changes	(A) Labcorp will replace Millennium's officers and directors and will replace these individuals with Labcorp's management team. Millennium will operate as a standalone entity and as a wholly-owned subsidiary of Laboratory Corporation of America Holdings. (B) Labcorp intends to retain all of Submitter's employees, and will maintain their same level of compensation. These employees will transition to Labcorp benefits at or shortly after close. (C) Submitter does not expect to make any changes to these contracts. (D) The parties are unaware of any potential post-transaction changes to comparable health services offered by other health care entities within 20 miles of any party location.
Description of the nature, scope, and dates of any pending or planned material changes occurring between the Submitter and any other entity, within the 12 months following the date of the notice	None other than what is described in this Notice.