

MATERIAL CHANGE NOTICE SUBMISSION DETAILS

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| MCN Number | 2026-03-24-1501 |
| OHCA Review Start Date | 6/4/2026 |
| Anticipated date (unless tolled per regulation) by which OHCA could waive cost and market impact review | 7/20/2026 |
| Anticipated date (unless tolled per regulation) by which OHCA could determine cost and market impact review required | 8/3/2026 |

SUBMITTER

HEALTH CARE ENTITY CONTACT FOR PUBLIC INQUIRY

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|----------------|---------------------------------|
| Title | General Counsel |
| First Name | Momo |
| Last Name | Takahashi |
| Email Address | mtakahashi@naclientservices.com |
| Street Address | 25910 Acero Road |
| City | Mission Viejo |
| State | CA |
| Postal Code | 92691 |

GENERAL

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| Business Name | NAHS Holding, Inc. |
| Website | https://www.naclientservices.com/ |
| Ownership Type | Corporation |
| Other Ownership | |
| Tax Status | For-profit |
| Federal Tax ID | 82-3426740 |
| Description of Submitting Organization | <p>NAHS Holding, Inc. (“Submitter”) is the grandparent entity of the twelve (12) skilled nursing facilities. Submitter is currently structured as an Employee Stock Ownership Plan (“ESOP”). As an ESOP, employees are allowed to acquire beneficial ownership in the company. ESOPs have a trustee, which is why the Stock Purchase Agreement includes Submitter and Argent Trust Company (the “Trustee”). For the transaction, the Trustee is acting solely in its capacity of the Submitter’s ESOP. The Trustee is not acting in any other corporate capacity.</p> <p>Between Submitter and the twelve skilled nursing facilities, there are three parent entities – NAHS North, Inc.; NAHS Southwest, Inc.; and NAHS Southeast, Inc.. See attachment with details about the three</p> |

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| | parent entities and the corresponding skilled nursing facilities. |
| Health Care Provider | Yes |
| For Providers: Desc. of Capacity or Patients served in California | 847 Skilled nursing beds across 12 facilities. |
| For Payers: Enrollees per county | |

LOCATIONS

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| Counties | Lake; Los Angeles; Orange; Riverside; San Joaquin; San Mateo; Sonoma |
| California licenses and numbers | <p>Apple Valley Post-Acute Rehab CA SNF License No. 010000016 CLIA License No. 05D0612311</p> <p>Linda Mar Rehabilitation/ Linda Mar Care Center CA SNF License No. 220000095 CLIA License No. 05D0877876</p> <p>Lincoln Square Post Acute Care CA SNF License No. 100000209 CLIA License No. 05D0879439</p> <p>Rocky Point Care Center CA SNF License No. 110000509 CLIA License No. 05D0612178</p> <p>Courtyard Care Center CA SNF License No. 940000159 CLIA License No. 05D0875354</p> <p>Fireside Health Care Center/Fireside Convalescent Hospital CA SNF License No. 910000048 CLIA License No. 05D0549856</p> <p>Brentwood Health Care Center CA SNF License No. 910000099 CLIA License No. 05D0714394</p> <p>Terrace View Care Center CA SNF License No. 060000176 CLIA License No. 05D0875786</p> <p>Villa Health Care Center CA SNF License No. 250000219 CLIA License No. 05D0926365</p> |

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| | <p>Valencia Gardens Health Care Center CA SNF License No. 250000124 CLIA License No. 05D0575693</p> <p>Beacon Healthcare Center CA SNF License No. 950000025 CLIA License No. 05D0877502</p> <p>Woodcrest Post Acute & Rehabilitation CA SNF License No. 250000170 CLIA License No. 05D0575550</p> |
| Other States Served | None |
| Other state(s) licenses and numbers | Not Applicable. |
| Primary Languages used when providing services | English; Spanish; Tagalog |
| Other language if not listed above | |

MATERIAL CHANGE

ADDITIONAL ENTITIES

| Business Name | Description of the Organization | Ownership Type | Additional MCN Submission |
|---------------|--|----------------|---------------------------|
| MOJUMU, INC | Corporation formed for the purpose of acquiring all equity interests in NAHS Holding, Inc. | Corporation | No |

CRITERIA

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| 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; | Yes |
| 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

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| 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 |
| The transaction involves the formation of a new health care entity, affiliation, partnership, joint venture, or parent corporation for the provision of health care services in California that is projected to have at least \$25 million in California-derived annual revenue at normal or stabilized levels of utilization or operation, or transfer of control of California assets related to the provision of health care services valued at \$25 million or more | Yes |

TRANSACTION DETAILS

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| Anticipated Date of Transaction Closure | 7/21/2026 |
| Description of the Transaction | See attachment. |
| Submitted to US Department of Justice or Federal Trade Commission? | No |
| Date of Submission | |
| Description of the Submission | |
| Submitted to Other Agency? | Yes |
| Date of Submission | 2/6/2026 |
| To Whom Submitted | CDPH |
| Description of Submission (Include Agency name(s) and State(s)) | CDPH application submissions for Change of Indirect Ownership (stock change). |
| Subject to court proceeding | No |
| Name of Court(s), case number | |
| Description of current services provided and expected post-transaction impacts on health care services | Submitter does not anticipate any post-transaction impacts to the health care services provided. Skilled nursing services are currently provided at the twelve SNFs in Sonoma, San Mateo, San Joaquin, Lake, Los Angeles, Orange, and Riverside counties. There are no anticipated post-transaction |

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| | <p>changes to the levels of type of health care services offered, the patient population to be served, any programming, or the acceptance of Medi-Cal and Medicare patients.</p> <p>Below is the number of patients per county served in 2025: Sonoma County: 761, San Mateo County: 284, San Joaquin County: 403, Lake County: 123, Los Angeles County: 1391, Orange County: 527, Riverside County: 1,511</p> |
| <p>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.</p> | <p>Not Applicable.</p> |
| <p>Description of Potential Post Transaction Changes</p> | <p>(A) The Transaction involves a transfer of ownership at the grandparent level for the skilled nursing facilities. (B) There are no changes to staffing levels, contracts, or any other day-to-day operations of the twelve skilled nursing facilities. (C) There are no anticipated changes to contracts due to the transaction. (D) There are no anticipated changes to comparable health care services due to the transaction.</p> |
| <p>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</p> | <p>Not Applicable.</p> |

3. Submitter Business Information – Attachment – Three Parent Entities and Twelve Skilled Nursing Facilities

Parent entity #1: **NAHS North, Inc.**

| SNF Licensee | Facility Name and Address |
|-------------------------------------|--|
| A.V.C.H., Inc. | Apple Valley Post-Acute Rehab 1035 Gravenstein Ave Sebastopol, CA 95472 |
| Pacifica Linda Mar, Inc. | Linda Mar Rehabilitation 751 San Pedro Terrace Rd Pacifica, CA 94044 |
| Stockton Health Care Services, Inc. | Lincoln Square Post-Acute Care 1032 N. Lincoln Street Stockton, CA 95203 |
| Windflower Holdings, LLC | Rocky Point Care Center 625 16th St Lakeport, CA 95453 |

Parent entity #2: **NAHS Southwest, Inc.**

| SNF Licensee | Facility Name and Address |
|---------------------------|--|
| S.C.C.H., Inc. | Courtyard Care Center 1880 Dawson Ave Signal Hill, CA 90755 |
| F.C.H., Inc. | Fireside Convalescent Hospital 947 3rd St Santa Monica, CA 90403 |
| Coastal Health Care, Inc. | Brentwood Health Care Center 1321 Franklin St Santa Monica, CA 90404 |

Parent entity #3: **NAHS Southeast, Inc.**

| SNF Licensee | Facility Name and Address |
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| Sun Haven Care, Inc. | Terrace View Care Center 201 E Bastanchury Rd Fullerton, CA 92835 |
| Villa Convalescent Hospital, Inc. | Villa Health Care Center 8965 Magnolia Ave Riverside, CA 92503 |

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| Riverside Care, Inc. | Valencia Gardens Health Care Center 4301 Caroline Ct Riverside, CA 92506 |
| West Covina Care, Inc. | Beacon Healthcare Center 919 N Sunset Ave West Covina, CA 91790 |
| Magave Care, Inc. | Woodcrest Post Acute & Rehabilitation 8133 Magnolia Ave Riverside, CA 92504 |

6. Description of the Transaction

1. The goals of the transaction;

The goal of the transaction is to transfer 100% of the equity ownership in the twelve skilled nursing facilities' grandparent entity, Submitter, to a newly formed buyer entity, MOJUMU, Inc., created for the sole purpose of this transaction.

2. A summary of the terms of the transaction;

100% of the outstanding equity ownership in Submitter is being sold to MOJUMU, Inc.

3. A statement of why the transaction is necessary or desirable;

The transaction is necessary or desirable for the following reasons:

Submitter is currently structured as an Employee Stock Ownership Plan (ESOP) company. While the ESOP structure has historically aligned employee and organizational interests, it presents structural limitations on strategic flexibility and capital investments, amongst other things, all of which have constrained the organization's ability to compete and invest in care in an increasingly challenging health care environment. Indeed, ESOP-owned companies in capital-intensive industries such as skilled nursing face inherent structural constraints in accessing growth capital and adapting quickly to a rapidly evolving regulatory and reimbursement environment. They also face steep regulatory complexities for compliance. It is perhaps for this reason that we are not aware of and have not been able to identify a single other ESOP-owned skilled nursing facility or skilled nursing facility organization in California. The proposed transaction resolves these constraints and limitations by transitioning Submitter to a new ownership and governance model with deeper financial resources, greater strategic flexibility, broader access to capital, less regulatory complexities and compliance, and a combination of synergies between current leadership and owners of MOJUMU, Inc., who have decades of combined experience of the as administrators and operators of skilled nursing facilities in California (see below for more details). The resulting ownership structure will be much better positioned to be able to invest in its facilities, its workforce, and its technology infrastructure in ways that the current ESOP structure does not readily accommodate. As such this enhanced financial and organizational capacity will directly benefit patients, employees, and communities — with the goal of enabling investment in clinical quality improvement, facility maintenance and enhancement, staff training and development, and competitive employee compensation.

The owners of MOJUMU, Inc. have decades of combined experience in providing skilled nursing services and operating skilled nursing facilities in California, both in the capacity of owners and as administrators, and thus offer their own resources and operational expertise to the organization. They bring committed facility leadership, established community relationships in California, and a culture of hands-on, relationship-based patient care. The same qualities are also valued and exemplified by the current leadership of Submitter (who will remain in place). These complementary strengths will create an organization that is greater than the sum of its parts. The transaction is grounded in a vision that is shared between MOJUMU, Inc. owners and the Submitter's leadership team: the delivery of top-tier patient care and the cultivation of a first-class, rewarding employee culture across every facility. Thus, patients will have the benefit of what we believe will be a greatly enhanced organization.

4. General public impact or benefits of the transaction, including quality and equity measures and impacts;

The parties do not anticipate that this transaction will have any adverse impacts on the general public or the quality of patient care (nor on quality and equity measures). To the contrary, the parties anticipate only benefits by way of meaningful improvements in clinical quality, staffing stability, and care coordination across all facilities as the newly owned organization implements unified quality standards and invests in its clinical workforce. The twelve existing facilities, distributed across California, will continue to serve their respective communities with the same — or enhanced — levels of care and service. In addition, the transaction does not involve any facility closures, bed reductions, or service eliminations or employee reduction.

5. Narrative description of the expected competitive impacts of the transaction;

There are no anticipated competitive impacts of the transaction. There will be no changes to the names, facilities, locations, number of beds, staff, level of clinical services, or day-to-day operations following the transaction. The facilities will remain open, and they will retain the number of beds that they currently have. Accordingly, the transaction will not meaningfully impact patient choice, the ability of Californians to access skilled nursing care within California, the competitive dynamics within the state, or the skilled nursing markets in which they operate.

6. Description of any actions or activities to mitigate any potential adverse impacts of the transaction on the public.

Given that the transaction does not have potential adverse impacts on the public, no mitigation measures are necessary.