



November 29, 2021

**VIA EMAIL AND CERTIFIED
MAIL RETURN RECEIPT**

TO: PHARMPPIX CORP.
ABARCA HEALTH LLC
MC-21 LLC
MEDIMPACT HEALTHCARE SYSTEMS, INC.
CONDUENT BUSINESS SOLUTIONS OF PUERTO RICO, INC.
OPTUMRX. INC.

**NOTICE OF INTENT TO AWARD CONTRACT UNDER THE RFP #Pharmacy-2022;
REQUEST FOR PROPOSALS FOR THE PHARMACY BENEFIT MANAGER (PBM) AND
REBATE AGGREGATOR (RA) SERVICES FOR THE GOVERNMENT HEALTH PLAN**

I. Request for Proposal¹:

On March 31, 2021, the Puerto Rico Health Insurance Administration (“ASES” for its acronym in Spanish) issued its Request for Proposals, RFP# Pharmacy 2022 (herein after the “RFP”), for the selection of a qualified entity(ies) to serve as the Pharmacy Benefit Management (herein after PBM) and/or Rebate Aggregator Provider (herein after RA) for the Government Health Plan (GHP). This document suffered seven (7) amendments.

As a result of this process, ASES will award at this time a three-year contract for only the PBM Services and the RA Services to the most responsive and responsible entity or entities that demonstrate the ability to meet the requirements of the RFP at the most competitive price. In the RFP, ASES stated its preference for the best Combined Services contract but would consider separate RA and PBM Services contracts if in the best interest for Puerto Rico based on quality and value. See Sections 1.1, & 5.6.2 of the RFP, as amended.

The main scope of work and deliverables requested under the RFP are the following services:

Developing, implementing and offering to ASES and the MCOs a comprehensive PBM program including but not limited to the following programs and services:

- Managing and credentialing the Pharmacy Network that covers the whole jurisdiction of Puerto Rico and performing Pharmacy Audits;
- Maintaining a Pharmacy Call Center for the Pharmacy Network;

¹ Capitalized terms used herein and not otherwise defined, shall have the meaning ascribed to them in the RFP.

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- Adjudicating and accurately processing Pharmacy Claims and payment including handling Coordination of Benefits (“COB”) with other health insurance plans, including Medicare;
- Developing, maintaining and updating the Maximum Allowable Cost (“MAC”) list for Pharmacy reimbursement for Generic Drugs and multi-source Brand Drugs and providing an electronic platform to Pharmacies desiring to appeal MAC pricing, and if requested by ASES, coordinating with Puerto Rico’s Department of Consumer Affairs (“DACO”) to provide drug price information for DACO’s drug price control list, as amended from time to time;
- Providing a comprehensive Drug Utilization Review (“DUR”) program, including capabilities to identify potential opioid abuse and suspect prescribing and dispensing patterns, and to track drug utilization for specific prescription drugs identified by ASES for special monitoring;
- Supporting ASES and the contracted MCOs with the High Cost High Need (HCHN) Program and other care management programs;
- Developing and implementing a compliance plan and Fraud, Waste and Abuse detection initiatives;
- Assisting in the support and operation of formulary management through the Pharmacy & Therapeutics Committee and Pharmacy Financial Committee;
- Managing the Academic Detailing program;
- Updating and maintaining standard operating procedure manual(s) for PBM services;
- Maintaining an Information System, Information management processes and technical support to meet the GHP requirements;
- Providing robust reporting and online reporting tool as described in the Contract;
- Retaining and storing data as required under the Contract;
- Developing strategies to promote an active participation of the MCOs in the development of Enrollee and prescribing Provider educational activities.

Providing comprehensive management of the RA Services for all GHP populations, which includes:

- Rebate Services for populations not eligible for MDRP rebate, and
- MDRP Rebate Services for Medicaid and CHIP Eligibles’ covered outpatient drugs in accordance with Section 1927(b)(1) of the Social Security Act and the terms of the Medicaid National Drug Rebate Agreement (NDRA).

The RA Services shall include but are not limited to:

- Producing drug rebate invoices for pharmaceutical manufacturers according to federal schedule requirements for the MDRP and ASES’ schedule requirements for non-MDRP rebates;
- Processing and submitting to the Medicaid Program the CMS drug utilization and information necessary for CMS-64 reporting;
- Providing Rebate program reports for retail Pharmacy drugs and PADs to ASES and its designees on a quarterly basis;
- Reconciling and resolving drug rebate disputes with pharmaceutical manufacturers;
- Ensuring quality control to validate accuracy of drug Rebate Data;
- Maintaining administrative, physical and technical safeguards to ensure security and confidentiality of all drug Rebate Information according to Puerto Rico and federal laws and industry standards;
- Updating and maintaining standard operating procedure manual(s) for Rebate program administration;
- Maintaining a Data repository system that interfaces with multiple Data sources;
- Maintaining a reporting database that can be accessed in real time by ASES to review and analyze rebate information and produce ad hoc reporting;
- Creating and maintaining a secure web portal for Data sharing with pharmaceutical manufacturers;

- Coordinating and assisting in the support and operation of ASES's Pharmacy Financial Committee.

Additional Rebate Aggregator (herein after "ARA") Services, although an element of the RA scope of work, may include any of the following services:

- ✓ Supplemental rebate purchasing pool support
- ✓ Single entity supplemental rebate program development and maintenance
- ✓ Value Based Purchasing (VBP) agreement program development and maintenance
- ✓ State Plan Amendment support for supplemental rebates and/or Value Based Purchasing agreements

The ARA Services may be implemented after joining the MDRP and as finally directed by ASES, who may choose to implement one, a combination or all these services. For this reason, ARA Services were reviewed but not included in the Cost Proposal Evaluation calculation for Cost Proposal Points, as these services may be further negotiated upon ASES finalizing the scope of services and exercising these options. See, Sections 2.2, 5.5.2 and 8.1 of the RFP, as amended. In sum, the present adjudication is for the PBM and RA services only. The final scope and terms of those ARA services that will be eventually selected and notified by ASES to the RA contractor, are not part of the current adjudication.

II. Participating Offerors:

In response to the RFP, the entities herein identified (collectively, "Offerors"), submitted their respective proposals on or before 2:00 PM (AST) on July 12, 2021. Said proposals were submitted electronically to the secure repository of documents created for this purpose. The procurement process under this RFP was designed to promote fair competition and protect the identity of the Offerors from the Executive Committee of the Evaluation Committee of this RFP (herein after "Executive Committee"). For this reason, the Executive Committee evaluated the results of all evaluations without knowing the identity of the Offerors. Likewise, the Board of Directors of ASES (herein after the "BOD") determined at the first meeting and before receiving any information on the submitted proposals to remain blind throughout the entire evaluation and adjudication process.

To instrument this safeguard, the Document Subcommittee of the Evaluation Committee of this RFP (herein after the "Document Subcommittee") selected letters from an envelope and randomly assigning them to each Offeror as the only identifier for the evaluations. Accordingly, the Offerors were identified with the letters A - F, as set below. Their respective representatives, the letter assigned to each Offeror, and their addresses are the following:

A. PharmPix Corp.

Mr. Jaime Figueroa Torres
CEO
Metro Office Park
Bldg.2, Ste. 500
Guaynabo, PR 00968
jaim@pharmpix.com

B. Abarca Health LLC

Mr. Jason Borschow
President & CEO
650 Avenida Muñoz Rivera
Suite 701
San Juan, PR 00918
Jason.Borschow@AbarcaHealth.com

C. MC-21 LLC

Mrs. Marileny Lugo
COO
Call Box 4908
Caguas, PR 00726
MLugo@mc-21.com

D. MedImpact Healthcare Systems, Inc.

Mr. James Gollaher
CFO
10181 Scripps Gateway Ct.
San Diego, CA 92131
James.Gollaher@medimpact.com

E. Conduent Business Solutions of Puerto Rico, Inc.

Mrs. Kelley Carson
Vice President
300 Calle C, Suite 300
Guaynabo, PR 00968-8061
Kelley.Carson@conduent.com

F. OptumRx, Inc.

John Prince
President & CEO
1600 McConnor Parkway
Schaumburg, IL 60173-6801
jeff.gottlieb@optum.com

III. Procedural Background:

ASES published the Notice of RFP in the “Registro Unico de Subastas” of the Management and Budget Office of the Government of Puerto Rico (“OGP” for its acronym in Spanish), two (2) newspapers of general circulation in Puerto Rico and ASES’ webpage. On March 31, 2021, ASES also issued invitations to twenty (20) companies to submit proposals for the provision of PBM and RA services. From April 1-13, 2021, RFP documents were provided to nine (9) companies that acquired the same. A Preproposal Conference was held on April 15, 2021.

The initial proposal submission date was May 5, 2021 and the Go Live date was February 1, 2022. As part of the Question and Answers process, upon review of the Offerors’ request and with the benefit of ASES subject matter consultant’s recommendations, and an open dialogue with personnel

from CMS, the Go Live date was moved to July 1, 2022 to provide a 9-month implementation period. The date for the submission of the Proposal was also moved to June 2, 2021.

On May 28, 2021, CMS issued a proposed ruling moving the date for the inclusion of the US Territories in the MDRP to April 1, 2024 or in the alternative to a date not sooner than January 1, 2023. This situation prompted ASES to once more, move both the proposal submission and Go Live dates to July 12, 2021 and September 1, 2022, respectively. Final scope of work was based on an assumption of a September 1, 2022 start for operations of PBM services and RA services "as is" depending on what start period for MDRP was finally announced by CMS. Accordingly, the cost bids that included RA services needed to consider three (3) different scenarios:

- A. MDRP implementation on the Go Live Date of September 1, 2022;
- B. MDRP implementation on January 1, 2023; or
- C. MDRP implementation on April 1, 2024

Proposals were received on July 12, 2021 from the six (6) Offerors previously mentioned. All Offerors bid for the combined services of PBM and RA. No Offeror bid for only one of these services.

Access to the electronic repository was closed at 2:00 PM (AST) on July 12, 2021. The evaluation process initiated on July 12, 2021 with the Document Subcommittee validating that the Offerors: (i) submitted the Proposals on time, (ii) provided evidence of the Proposal Bond, (iii) submitted the financial and legal documents required in Section 6 of the RFP, as well as a Technical Proposal pursuant to Section 7 of the RFP and a Cost Proposal pursuant to Section 8, and (iv) complied with the format required by Section 4 of the RFP. Therefore, the findings of the Document Subcommittee were shared with the Mandatory Requirements Subcommittee of the Evaluation Committee of this RFP (herein after "MRS").

The results of the Document Committee's evaluation were submitted to the MRS who commenced their evaluation on July 14, 2021. On July 23, 2021, the MRS submitted to the Executive Committee a list of deficiencies or compliance issues that all Offerors had in their Mandatory Requirements Proposals. All six (6) Offerors had one (1) or more deficiency. On July 26, 2021, the Executive Committee concluded its evaluation of this issue and determined that the compliance issues of PharmPix, Abarca, MC-21, MedImpact and Optum were rectifiable and denoted an intention to comply with the requirements of the RFP. For that reason, these Offerors were given an equal opportunity to rectify the deficiencies or further explain and clarify the situation. Having done so in the time provided, that is, on or before 5:00 PM (AST) on August 3, 2021, they were deemed in compliance. See Executive Committee's Report and Recommendation to the BOD of September 15, 2021.

In marked contrast, the deficiencies and omissions of Conduent, which as will be shown under Section V of this Notice, were deemed as an intentional and deliberate refusal to comply with the RFP instructions and mandatory requirements of the RFP. Accordingly, the Executive Committee determined that having failed the Mandatory Requirements Evaluation, no further evaluation of that Offeror's Proposal was required.

After conclusion of the Mandatory Requirements Evaluation of PharmPix, Abarca, MC-21, MedImpact and Optum, the MRS recommended the Executive Committee that each of these five (5) Offerors pass to the Technical and Cost Proposal Evaluation. After a thorough evaluation of the MRS' evaluations, the Executive Committee reached the same conclusions. Consequently, these Offerors were passed to the four (4) Technical Subcommittees and the Cost Proposal Subcommittee (herein after the "CPS") for further evaluation.

The Individual Technical Evaluation commenced on August 3, 2021 and Consensus on August 12, 2021. On the other hand, CPS initiated its separate evaluation of cost on August 5, 2021. Bids were scored on the basis of a total 3-year cost including implementation costs under Scenarios A & B, MDRP Go Live of September 1, 2022 or January 1, 2023, respectively. ASES also requested cost proposals for years 4 and 5 of the contract and cost proposals for Additional Rebate Services which would include supplemental rebates. These elements were not scored but they were reviewed by the CPS given that they may be further negotiated upon ASES' determination to further extend the contract or exercise these services. A round of clarification questions as to cost bids was held with all five (5) Offerors, who were given until August 19, 2021. Finally, on August 25, 2021 the CPS submitted their evaluation.

On August 26, 2021, the Executive Committee reviewed the Technical Scores and accepted the same. On August 27, 2021, the Executive Committee reviewed the cost evaluation. Based on the information provided with the CPS' evaluation and the technical scores, final scoring and ranking was obtained to reach the Top Three Offerors who would move to the Best and Final Offer ("BAFO") Evaluation.

Abarca, Optum and MC-21 had the highest combined scores (technical and cost) for both individual services and combined services, hence they were the Offerors that moved to the BAFO, both for individual bids as well as for the combined services bid. Therefore, on August 30, 2021, they were requested to submit on or before September 6, 2021 their BAFO, as well as to further clarify several aspects of their original bid. Upon timely submission of the BAFO, the CPS evaluated the BAFO and responses provide and on September 8, 2021 submitted their final evaluation to the Executive Committee.

After receiving the BAFO submission, final cost points changed slightly but the rankings among the BAFO Offerors remained the same. After a thorough, holistic and all-encompassing evaluation, on September 10, 2021 the Executive Committee reached the conclusions and formulated the recommendations included in their September 15, 2021 report to the BOD.

During the initial Extraordinary Meeting on September 16, 2021, the BOD discussed, accepted and ratified the Executive Committee's decision not to pass Conduent for further evaluation, thus it was disqualified as an Offeror. The BOD requested additional information regarding the recommendation to award one contract for combined services *vis a vis* two contracts for individual services. Accordingly, on October 1, 2021 the Executive Committee submitted additional clarifying information to the BOD.

At the Extraordinary BOD Meeting held on October 20, 2021 for discussion of the requested additional information, Jorge Galva, Executive Director of ASES and Leader of the Executive

Committee announced to the BOD that, as a prophylactic measure to provide more transparency to the process considering one of the five (5) Offeror's unfounded allegations of bias, he had decided to recuse himself from further participation in the Executive Committee. In turn, the Deputy Director of ASES, Roxanna K. Rosario-Serrano, was designated as a member of said Committee. During that meeting the BOD determined to be in the best interest of the Government Health Plan of Puerto Rico to request a second BAFO to the Top 3 Offerors. Accordingly, on October 21, 2021 Abarca, Optum and MC-21 were given until October 25, 2021 to submit a second BAFO or BAFO BOD.

The CPS reviewed the BAFO BOD and submitted its findings to the Executive Committee on October 27, 2021. The Top 3 Offerors only submitted changes to the PBM services bid. No changes were made to the RA or Additional RA (ARA) services bid. The reranking of the Top Three Offerors was then performed adding the technical points previously awarded to these Offerors and adding the new cost proposal points based on the new submission. On November 3, 2021, the Executive Committee submitted to the BOD the results of the second BAFO which showed that, although total cost proposal points changed, the final rankings did not vary. On November 16, the BOD concluded its comprehensive evaluation of the process and new BAFO results. The BOD determined to accept the Executive Committee's recommendation to award a single contract for combined services to the Offeror with the highest total score contingent upon the result of a final clarifying question to said Offeror. Having provided an answer that was satisfactory to the BOD, the adjudication of the contract was then final.

IV. Offers and Scoring:

A. Original Offers and Scoring Results:

Herein below, are the original scoring tables for all five (5) Offerors who passed the Mandatory Requirements evaluation.

1. Table 1 shows the total technical scores per section of each Offeror, with the highest score per section highlighted:

Table 1

Section	Subject	Section Points	Section Weight	PharmPix	Abarca	MC-21	MedImpact	Optum
7.1	Implementation	40	3%	27.50	30.00	12.50	17.50	22.50
7.2	Pharmacy Network	50	4%	17.50	30.00	17.50	15.00	30.00
7.3	Claims Processing and Payment	280	23%	52.50	122.50	113.75	35.00	96.25
7.4	P&T Committee	60	5%	18.75	41.25	30.00	26.25	56.25
7.5	Pharmacy Financial Committee	30	2%	12.50	15.00	12.50	7.50	30.00
7.6	Formulary Management	30	2%	15.00	22.50	12.50	12.50	30.00

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7.7	Drug Utilization Review and Evaluation	20	2%	10.00	18.00	10.00	8.00	19.00
7.8	Care Management and High Cost High Needs Program	20	2%	2.50	15.00	8.75	6.25	20.00
7.9	Fraud, Waste, and Abuse	30	2%	10.00	30.00	17.50	12.50	30.00
7.10	Other Enrollee Rebate Invoicing and Processing	100	8%	20.00	65.00	55.00	40.00	50.00
7.11	MDRP Invoicing & Processing	240	20%	15.00	180.00	120.00	75.00	120.00
7.12	Additional Rebate I Services: Supplemental Rebates and Value Based Purchasing Agreements	30	2%	0	22.50	22.50	22.50	22.50
7.13	Information System & Management	80	7%	55.00	55.00	52.50	40.00	55.00
7.14	Staffing and Key Personnel	150	12%	75.00	87.50	50.00	12.50	50.00
7.15	Reporting	60	5%	11.25	15.00	30.00	22.50	26.25

2. Table 2 includes the Technical Evaluation Total Scoring, in descending ranking order, per Combined Services, PBM services only and RA services only, as follows:

Table 2

Offeror (In ranked Order)	Combined Technical Points	PBM Technical Points	RA Technical Points
Abarca	749	448	461
Optum	658	409	373
MC-21	565	340	345
MedImpact	353	197	226
PharmPix	343	284	203

3. Table 3 contains the original Cost Proposal bids for years 1-3 for Combined Services (PBM and RA), PBM only and RA only, for the services and the two Go Live scenarios considered for scoring purposes (See Section 5.5.2 of the RFP, as amended), as follows:

Table 3

Combined Cost Proposal					
Worksheet: 2A. PBM & RA Wksht 9-1-22	PharmPix	Abarca	MC-21	MedImpact	Optum
Contract Year 1	\$ 12,385,652.70	\$7,962,909.67	\$14,504,263.82	\$8,999,147.26	\$11,607,581.28
Contract Year 2	\$ 11,995,978.40	\$7,962,909.67	\$14,504,263.82	\$9,224,428.84	\$9,737,924.78
Contract Year 3	\$ -11,607,828.91	\$8,132,333.28	\$14,504,263.82	\$9,534,641.96	\$9,974,014.67

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Subtotal	\$ 35,989,460.01	\$ 24,058,152.62	\$ 43,512,791.46	\$ 27,758,218.06	\$ 31,319,520.73
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Worksheet: 2B. PBM & RA Wksht 1-1-23

Contract Year 1	\$ 12,385,652.70	\$7,962,909.67	\$13,970,930.49	\$8,777,557.11	\$11,494,549.55
Contract Year 2:	\$ 11,995,978.40	\$7,962,909.67	\$14,504,263.82	\$9,224,428.84	\$9,737,924.78
Contract Year 3	\$ 11,607,828.91	\$8,132,333.18	\$14,504,263.82	\$9,534,641.96	\$9,974,014.67
Subtotal	\$ 35,989,460.01	\$ 24,058,152.52	\$ 42,979,458.13	\$ 27,536,627.91	\$ 31,206,489.00

PBM Cost Proposal

Worksheet: 3. PBM Worksheet

	PharmPix	Abarca	MC-21	MedImpact	Optum
Contract Year 1	\$ 11,181,958.26	\$7,115,791.62	\$10,504,263.82	\$6,590,578.43	\$8,555,707.39
Contract Year 2	\$ 10,843,111.04	\$7,115,791.62	\$10,504,263.82	\$6,793,886.76	\$7,962,909.67
Contract Year 3	\$ 10,504,263.82	\$7,285,215.23	\$10,504,263.82	\$7,081,906.90	\$8,132,333.28
Subtotal	\$ 32,529,333.12	\$ 21,516,798.47	\$ 31,512,791.46	\$ 20,466,372.09	\$ 24,650,950.34

RA Cost Proposal

Worksheet: 4A. RA Wksht 9-1-22

	PharmPix	Abarca	MC-21	MedImpact	Optum
Contract Year 1	\$ 2,570,236.10	\$4,525,090.25	\$4,000,000.00	\$2,622,441.79	\$3,051,873.89
Contract Year 2	\$ 2,519,409.02	\$4,525,090.25	\$4,000,000.00	\$2,646,612.39	\$1,775,015.11
Contract Year 3	\$ 2,470,106.75	\$4,525,090.25	\$4,000,000.00	\$2,671,024.65	\$1,841,681.39
Subtotal	\$ 7,559,751.87	\$ 13,575,270.75	\$ 12,000,000.00	\$ 7,940,078.83	\$ 6,668,570.39

Worksheet: 4B. RA Wksht 1-1-23

Contract Year 1: 9/1/2022-12/31/2022	\$ 856,745.37	\$3,176,692.69	\$800,000.00	\$622,341.26	\$1,681,937.84
Contract Year 1: 1/1/2023-8/31/2023	\$ 1,713,490.73	\$1,853,070.74	\$2,666,666.67	\$1,756,351.39	\$1,341,431.21
Contract Year 2	\$ 2,519,409.02	\$2,191,924.71	\$4,000,000.00	\$2,646,612.39	\$1,775,015.11
Contract Year 3	\$ 2,470,106.75	\$4,659,156.03	\$4,000,000.00	\$2,671,024.65	\$1,841,681.39
Subtotal	\$ 7,559,751.87	\$ 11,880,844.17	\$ 11,466,666.67	\$ 7,696,329.69	\$ 6,640,065.55

4. Tables 4-1 through 4-3 show the total points, in descending ranking order, after adding the Technical and Cost points in the three different bid scenarios, as follows:

Table 4-1 Combined Services

Offeror (In ranked Order)	Technical Points	Cost Points	Total Points
Abarca	749	306	1055
Optum	658	214	872
MC-21	565	62	627
MedImpact	353	260	613
PharmPix	343	154	497

Table 4-2 PBM Services only

Offeror (In ranked Order)	Technical Points	Cost Points	Total Points
Abarca	448	184	632
Optum	409	154	563
MC-21	340	89	429
MedImpact	197	194	391
PharmPix	284	80	364

Table 4-3 RA services only:

Offeror (In ranked Order)	Technical Points	Cost Points	Total Points
Optum	373	185	558
Abarca	461	16	477
MC-21	345	44	389
MedImpact	226	153	379
PharmPix	203	160	363

Abarca, Optum and MC-21 had the highest combined scores (technical and cost) for both individual services and combined services. In view of the above, the Top Three Offerors that moved to the BAFO were these Offerors, both for individual bids as well as for the combined services bid.

B. BAFO #1 Cost Offer, Scoring & Ranking Results:

After receiving the BAFO submission, although the final cost points changed slightly, the ranking among the BAFO Offerors remained the same. See the following tables.

1. Table 6 – BAFO #1 Cost Proposal Offers for Scoring purposes

Offeror	Abarca	MC-21	Optum
Combined Cost Proposal			
Worksheet: 2A. PBM & Rebate Wksht 9-1-22			
Contract Year 1: Cell D101	\$5,929,826.35	\$12,818,298.55	\$11,202,618.78
Contract Year 2: Cell E101	\$5,929,826.35	\$12,818,298.55	\$9,535,443.53
Contract Year 3: Cell F101	\$5,929,826.35	\$12,818,298.55	\$9,619,879.26
Subtotal	\$17,789,479.05	\$38,454,895.65	\$30,357,941.57

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Worksheet: 2B. PBM & Rebate Wksht 1-1-23	Abarca	MC-21	Optum
Contract Year 1: Cell E110	\$5,887,470.45	\$12,784,965.22	\$11,174,113.94
Contract Year 2: Cell F110	\$5,951,004.30	\$12,818,298.55	\$9,535,443.53
Contract Year 3: Cell G110	\$5,951,004.30	\$12,818,298.55	\$9,619,879.26
Subtotal	\$17,789,479.05	\$38,421,562.32	\$30,329,436.73
PBM Cost Proposal			
Worksheet: 3. PBM Worksheet	Abarca	MC-21	Optum
Contract Year 1: Cell D62	\$4,913,284.69	\$9,318,298.55	\$8,250,744.89
Contract Year 2: Cell E62	\$4,913,284.69	\$9,318,298.55	\$7,810,428.42
Contract Year 3: Cell F62	\$4,913,284.69	\$9,318,298.55	\$7,878,197.87
Subtotal	\$14,739,854.07	\$27,954,895.65	\$23,939,371.18
RA Cost Proposal			
Worksheet: 4A. Rebate Wksht 9-1-22	Abarca	MC-21	Optum
Contract Year 1: Cell D73	\$4,525,090.25	\$3,500,000.00	\$2,951,873.89
Contract Year 2: Cell E73	\$4,525,090.25	\$3,500,000.00	\$1,725,015.11
Contract Year 3: Cell F73	\$4,525,090.25	\$3,500,000.00	\$1,741,681.39
Subtotal	\$13,575,270.75	\$10,500,000.00	\$6,418,570.39
Worksheet: 4B. Rebate Wksht 1-1-23	Abarca	MC-21	Optum
Contract Year 1: 9/1/2022-12/31/2022: Cell D82	\$1,058,897.55	\$800,000.00	\$1,649,734.45
Contract Year 1: 1/1/2023-8/31/2023: Cell E82	\$3,393,817.66	\$2,666,666.67	\$1,273,634.60
Contract Year 2: Cell F82	\$4,561,277.75	\$3,500,000.00	\$1,725,015.11
Contract Year 3: Cell G82	\$4,561,277.75	\$3,500,000.00	\$1,741,681.39
Subtotal	\$13,575,270.71	\$10,466,666.67	\$6,390,065.55

2. Tables 6-1 through 6-3 capture the BAFO #1 rankings in descending order per bid option, as follows:

Table 6-1: Combined Services

Offeror (In ranked Order)	Technical Points	Cost Points	Total Points
Abarca	749	306	1055
Optum	658	90	748
MC-21	565	0	565

Table 6-2: PBM only

Offeror (In ranked Order)	Technical Points	Cost Points	Total Points
Abarca	448	194	642
Optum	409	73	482
MC-21	340	20	360

Table 6-3: RA Only

Offeror (In ranked Order)	Technical Points	Cost Points	Total Points
Optum	373	185	558
Abarca	461	0	461
MC-21	345	67	412

C. BAFO #2 Results:

Table 7 - BAFO #2 Cost Proposal Offers for Scoring purposes

Offeror	Abarca	MC-21	Optum
Combined Cost Proposal			
Worksheet: 2A. PBM & Rebate Wksht 9-1-22			
Contract Year 1: Cell D101	\$5,590,979.13	\$11,124,062.45	\$10,952,210.69
Contract Year 2: Cell E101	\$5,590,979.13	\$11,124,062.45	\$9,435,144.75
Contract Year 3: Cell F101	\$5,590,979.13	\$11,124,062.45	\$9,469,939.36
Subtotal	\$16,772,937.39	\$33,372,187.35	\$29,857,294.80
Worksheet: 2B. PBM & Rebate Wksht 1-1-23			
	Abarca	MC-21	Optum
Contract Year 1: Cell E110	\$5,548,623.23	\$11,090,729.12	\$10,923,705.84
Contract Year 2: Cell F110	\$5,612,157.08	\$11,124,062.45	\$9,435,144.75
Contract Year 3: Cell G110	\$5,612,157.08	\$11,124,062.45	\$9,469,939.36
Subtotal	\$16,772,937.39	\$33,338,854.02	\$29,828,789.95
PBM Cost Proposal			
Worksheet: 3. PBM Worksheet			
	Abarca	MC-21	Optum
Contract Year 1: Cell D62	\$4,574,437.47	\$7,624,062.45	\$8,000,336.80
Contract Year 2: Cell E62	\$4,574,437.47	\$7,624,062.45	\$7,710,129.64
Contract Year 3: Cell F62	\$4,574,437.47	\$7,624,062.45	\$7,728,257.97
Subtotal	\$13,723,312.41	\$22,872,187.35	\$23,438,724.41
RA Cost Proposal			
Worksheet: 4A. Rebate Wksht 9-1-22			
	Abarca	MC-21	Optum
Contract Year 1: Cell D73	\$4,525,090.25	\$3,500,000.00	\$2,951,873.89
Contract Year 2: Cell E73	\$4,525,090.25	\$3,500,000.00	\$1,725,015.11
Contract Year 3: Cell F73	\$4,525,090.25	\$3,500,000.00	\$1,741,681.39
Subtotal	\$13,575,270.75	\$10,500,000.00	\$6,418,570.39
Worksheet: 4B. Rebate Wksht 1-1-23			
	Abarca	MC-21	Optum
Contract Year 1: 9/1/2022-12/31/2022: Cell D82	\$1,058,897.55	\$800,000.00	\$1,649,734.45
Contract Year 1: 1/1/2023-8/31/2023: Cell E82	\$3,393,817.66	\$2,666,666.67	\$1,273,634.60
Contract Year 2: Cell F82	\$4,561,277.75	\$3,500,000.00	\$1,725,015.11
Contract Year 3: Cell G82	\$4,561,277.75	\$3,500,000.00	\$1,741,681.39
Subtotal	\$13,575,270.71	\$10,466,666.67	\$6,390,065.55

Tables 7-1 through 7-3 capture the prior BAFO scoring in descending order, the new BAFO scoring and the change in points for each bid scenario.

Table 7-1 Combined Services

Offeror (In Ranked Order)	Technical Points	BAFO 1		BAFO 2		Change in Total Points
		Cost Points	Total Points	Cost Points	Total Points	
Abarca	749	306	1055	306	1055	No change
Optum	658	90	748	68	726	- 22
MC-21	565	0	565	3	568	+ 3

Table 7-2 PBM Only

Offeror (In Ranked Order)	Technical Points	BAFO 1		BAFO 2		Change in Total Points
		Cost Points	Total Points	Cost Points	Total Points	
Abarca	448	194	642	194	642	No change
Optum	409	73	482	57	466	- 16
MC-21	340	20	360	65	405	+ 45

Table 7-3 RA Only

Offeror (In Ranked Order)	Technical Points	BAFO 1		BAFO 2		Change in Total Points
		Cost Points	Total Points	Cost Points	Total Points	
Optum	373	185	558	185	558	No change
Abarca	461	0	461	0	461	No change
MC-21	345	67	412	67	412	No change

V. **Principal factors and criteria taken into consideration for the adjudication including the reasons for disqualification of the nonresponding Offeror and the non-selection of the unsuccessful Offerors:**

Table 8 shows the award status of each Offeror, as follows:

Table 8

OFFEROR	Award Status
Conduent Business Solutions of Puerto Rico, Inc.	Disqualified
PharmPix Corp.	Not within the Top 3 Offerors, not selected
MedImpact Healthcare Systems, Inc.	Not within the Top 3 Offerors, not selected
MC-21 LLC	Within the Top 3 Offerors, not selected
OptumRx, Inc.	Within the Top 3 Offerors, not selected
Abarca Healthcare, LLC	Selected

A. Reasons for the Disqualification of Conduent Business Solutions of PR, Inc.

Section 5.3 of the RFP establishes that:

Each Proposal shall be evaluated to determine whether the requirements as specified in this RFP have been met. Failure to adequately meet any Mandatory submission requirement may cause the entire Proposal to be deemed non-responsive and be rejected from further consideration. However, ASES reserves the right to waive minor irregularities and minor instances of non-compliance. See, Section 5.1.3.

In turn, Section 5.1.3 of the RFP provides that failure of the Offeror to comply with the instructions of the RFP and failure to submit a complete Proposal shall be grounds to disqualify the Offeror's Proposal. However, ASES reserves the right to waive minor irregularities and minor instances of non-compliance. ASES reserves the right to use its best judgment to determine what constitutes a minor irregularity and a minor instance of non-compliance.

For the contracting of professional services in the Government of Puerto Rico, it is a mandatory requirement that the professional service provider be registered in the Single Registry of Professional Service Providers (RUP for its Spanish acronym), under the corresponding category and that it has the corresponding certification of registry issued by the Puerto Rico General Services Administration ("Administración de Servicios Generales" or "ASG" for its Spanish acronym). See section 1.5.15 of the RFP. Accordingly, it was required in this RFP that both the Offeror and any subcontractor complied with this requirement. See Sections 6.7.3 & 6.12. If at the time of the submission of the Proposal the Offeror was not registered in the RUP, it had to submit with the Proposal all the

certifications required by ASG, and within a non-extendable term of five (5) business days, from the date of the submission of the Proposal, submit the RUP Certification. If at the term of the five (5) business days, the Offeror did not have the certification, it had to comply with the requirements of Section 6.7.3.1.1 of the RFP. Failure to comply with Section 6.7.3.1.1 and/or Section 6.7.3.1.2, as the case may be, would cause the disqualification of the Offeror.

Conduent informed in the Proposal that it was in the process of requesting the RUP certification to ASG. However, said certification was not submitted to ASES, neither proof that it was requested to ASG. In addition, Conduent failed to submit a Sworn Statement certifying that it has no debts with the Government of Puerto Rico or other state agencies that provide or are related to the provision of health services, instead it provided Form 6096.1 of the Department of the Treasury certifying that it has no debts with said Department. The Certification on HIPAA was not signed and failed to provide the Offeror's Systems Audit.

As to the subcontractor, the Offeror also failed to submit several critical mandatory requirements stating in response for said failure the following:

Table 9

Requirement	Response
A sworn statement certifying that it has no debts with the government of Puerto Rico, or with any state agencies, corporations or instrumentalities that provide or are related to the provision of health services.	Will attempt to obtain after the contract is signed.
Certification from the Puerto Rico Administration of Medical Services ("ASEM", its Spanish acronym) certifying that there is no outstanding debt.	Will attempt to obtain after the contract is signed.
Corporate Resolution identifying the person authorized to represent and legally bind the entity. In case of a Limited Liability Company, the Offeror must submit evidence of the designation as Administrator or as authorized voting member.	Will attempt to obtain after the contract is signed.
Letter to indicate the agencies or government agencies with which has or is in contract negotiation process	Will attempt to obtain after the contract is signed.
Current Certification of the Single Registry of Professional Service Providers (RUP-ASG).	Both the Offeror and the Subcontractor have reviewed the various requirements to obtain certifications required under Section 6.7.3 of this RFP, including a RUP Certification. Neither anticipates any impediment to the issuance of the certificates or RUP Certification to the subcontractor after the Contract is signed.

<p>Copy of insurance policies mentioned in Section 6.9 of this RFP that apply to services to be provided. Section 6.9: Provide a copy of insurance policies If presently do not possess the insurance policies or with the limits mentioned, explain the reason and submit a Certification that, if awarded a contract, will fully comply with these requirements.</p>	<p>Our proposed subcontractors will provide their policies/certificates of insurance within two (2) weeks of the contract effective date that align with the services they will be providing.</p>
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It stems from the above that Conduent failed to comply with the instructions of the RFP and to submit a complete responsive proposal. The Offeror and the sub-contractor failed to submit relevant and pertinent documentation and information that was specifically requested in the RFP and this constitutes a clear violation of Section 5.1.3. More so, as to the sub-contractor, the Offeror specifically refused to submit the documentation and stated that it “will attempt” to obtain it, after the contract is signed. This is not acceptable since these omissions are not minor irregularities or minor instances of non-compliance. On the contrary and in marked contrast with the deficiencies of the other Offerors², they denote an intentional and deliberate refusal to comply with clear and

² The deficiencies of the other Offerors are as follows:

A. PharmPix:

1. Unable to identify a Directors and Officers Professional Responsibility Insurance Policy;
2. The Single Registry of Professional Service Providers (RUP for its Spanish acronym), certification issued by ASG submitted for the proposed subcontractor was issued on April 27, 2021 and expired on June 30, 2021.
3. Municipal Patent submitted for the proposed subcontractor expired on June 30, 2021

B. Abarca:

1. RUP certification submitted for the proposed subcontractor was issued on April 27, 2021 and expired on June 30, 2021.
2. Municipal Patent submitted for the proposed subcontractor expired on June 30, 2021

C. MC-21:

1. Appendix D (Suspension and Debarment Form) submitted was signed and dated. However, answers to questions A-F of the Appendix were not provided.
2. The Workmen Compensation Policy Certification from the CFSE had expired on June 30, 2021.

D. MedImpact:

1. All insurance policies submitted had expired on April 30, 2021.
2. No Directors and Officers Professional Responsibility Insurance Policy was included and the Errors and Omissions Policy did not state whether it included Electronic Data Processes E&O Policy.

E. Optum:

specific RFP instructions and mandatory requirements, thus entailing its disqualification from the process for having failed the Mandatory Requirements Evaluation.

B. Reasons for the non-selection of MedImpact and PharmPix:

Section 5.6.2 of the RFP states that from the Top 5 Technical Score selections in each category, the Evaluation Committee will add the Cost Proposal Evaluation Scores to narrow the selection to determine the Offerors to be considered for BAFO negotiations. Likewise, Section 5.6.3 of the RFP established that the Evaluation Committee would add the Cost Proposal Points to the Top 5 Technical Proposal Offers. Subsequently, the Offerors' Combined Technical and Cost Proposal Scores would be re ranked to determine the Top 3 Offerors for Combined Services and/or the Top 3 Offerors for separate PBM Services and RA Services that would move onto the BAFO Evaluation.

As shown in Tables 4-1 through 4-3 of Section IV, above, MedImpact ranked #4 and PharmPix ranked #5 in Combined services, PBM only and RA Only. In the case of MedImpact, their technical score points were far away from the top third offeror's score, so there was no basis to expand the Top 3 to the Top 4. See Section 5.6.3 of the RFP. Hence, neither MedImpact nor PharmPix complied with the requirements to move on to the BAFO. For this reason, they were not selected to continue in the process.

C. Reasons for the non-selection of MC-21:

Table 10-1 captures the new total amounts for all services to be awarded under each type of bid (combined, PBM only and RA only) for contract years 1-3. Highlighted are the lower bids for each

1. Worker's Compensation & Employer's Liability Insurance Policy and the Umbrella Policy expired on May, 2021.
2. No evidence of Unemployment Insurance Policy was found.
3. It was informed in the Proposal that the SAM registration was requested on May 20, 2021 but there was no current status information.
4. The Certification on HIPAA was not signed.
5. Appendix D (Suspension and Debarment Form) submitted did not answer questions B & C either in the affirmative or negative, only provided general information.
6. The Proposal Bond did not include language stating that it will be valid beginning on the proposal due date for 180 calendar days, as required in the RFP. Instead, the bond included a clause stating that any suits must be brought against surety within 90 days of acceptance of bid.
7. RUP certification was requested to ASG on May 26, 2021, there was no update on the status and some documents were missing:
 - A. Certificate of Incorporation, Certification of current insurance policy with the Commonwealth of Puerto Rico Workmen's Compensation fund, the Certificate of Criminal Record of the CEO or President of the Offeror issued by the Puerto Rico Police Department, Certificate of Merchant's Registry
 - B. The certification of no debt and registration as employer under the Chauffer Insurance Act was expired, did not have the name of the Offeror and the tax ID number was not that of the Offeror.

All the deficiencies were corrected on a timely fashion upon notice.

category and in parenthesis the corresponding rank in accordance with total points. Table 10-2 captures the final rankings per bid category and highlighted are the Rank #1 Offeror's points.

TABLE 10-1

Offeror	Average PBM per Rx fee	Combined Services		Total Combined Bid	PBM Only Bid	RA Only Bid
		PBM	RA			
Abarca	.27	\$13,723,312	\$ 3,049,625	\$16,772,937 (Rank #1)	\$13,723,312 (Rank #1)	\$13,575,271 (Rank #2)
Optum	.46	\$23,438,724	\$ 6,390,066	\$29,828,790 (Rank #2)	\$23,438,724 (Rank #2)	\$ 6,390,066 (Rank #1)
MC-21	.45	\$22,872,187	\$10,466,667	\$33,338,854 (Rank #3)	\$22,872,187 (Rank #3)	\$10,466,667 (Rank #3)

Table 10-2

Offeror	Combined Total Points	PBM Total Points	RA Total Points
Abarca	1055	642	461
Optum	726	466	558
MC-21	568	405	412

MC-21's total points never placed it in a 1st ranking position for any of the award options. The ample gap between MC-21's Total Score Points both in the Combined Services bid as well as in the PBM Services Only bid and RA Services Only bid, in comparison with Abarca's & Optum's Total Points, clearly did not place this Offeror as an award option. For this reason, it was not selected for a contract.

D. Reasons for the non-selection of Optum:

The RFP allows for the selection of either one contractor for the provision of combined services or two contractors, one for PBM and another for RA services. Sections 1.1 and 5.6.2 of the RFP clearly state that ASES' preference is for the best Combined Services contract but that it will consider separate RA and PBM Services contracts if it is in the best interest for Puerto Rico based on quality and value.

Table 11 captures the monetary amounts of the combined versus separate contract award options.

Table 11

3-Year Totals: Combined Versus Separate Contracts

	Average PBM per Rx fee	PBM 3 Year Total based on an estimate of 16,942,361 annual final paid claims	RA 3 Year Total	Grand Total (PBM + RA) 3 Year Total
Abarca Combined - rank #1	0.27	\$13,723,312	\$ 3,049,625	\$ 16,772,937
Optum Combined - rank #2	0.46	\$23,438,724	\$ 6,390,066	\$ 29,828,790
Separate:				
Abarca - PBM (rank #1)	0.27	\$13,723,312		
Optum - RA (rank #1)			\$ 6,390,066	
Total				\$ 20,113,378

Optum has the second ranking in the combined services bid option with a cost of .19 cents more per final paid claim than Abarca's offer or \$13M more in a three-year period based on an annual estimated number of 16,942,361 final paid claims. Not only is Optum's offer more expensive but in terms of technical quality is also inferior as its technical score is 91 points inferior to Abarca's.

Although Optum has the rank #1 in RA services only option, the total amount of awarding the separate services bid option of PBM to Abarca and RA to Optum, still represents an increase of over \$3.3M from the combined services bid of Abarca.

In addition to the approximate \$3.3 M difference in costs over three (3) years between awarding a single contract to Abarca *versus* individual contracts to Abarca and Optum there are other important operational impacts and considerations that weigh in favor of awarding a single contract. Two areas of operational efficiencies of selecting a single vendor are administrative simplicity and communication and data sharing.

- ASES has limited resources with regard to staffing levels and expertise in the pharmacy business. Staff resources will be needed for readiness review, implementation oversight and ongoing management of the contract. These oversight concerns will be exacerbated, especially considering the expanded scope of the additional MDRP requirements. Examples of impact include the volume and content of reports and meetings and the necessity to review and validate data coming from multiple sources. Selecting a single Contractor reduces the impact on already strained resources and allows for a more optimal oversight of the contract performance.
- The pharmacy services and particularly the administration of the MDRP require high quality data and communication. A single contract reduces the risk of inaccurate data and resource stress due to ASES been required to act as referee between competitor contractors in issues related to sharing information critical to business functions.

For these reasons Optum was not selected.

E. Reasons for the selection of the successful Offeror:

Abarca has the highest technical score in the 5 technical areas with the highest weight. Even in the RA only option, where Optum ranked #1, Abarca has 88 technical points more than Optum. Its cost offer is \$13 M less than Optum’s Combined Services offer and \$3.3 M less than awarding separate contracts for PBM and RA services. As mentioned before, there are ample operational benefits in awarding a single contract.

ASES is cognizant that the cost savings advantage (\$3.3 M) that Abarca’s combined services bid has over the two contracts option could be diminished to some degree due to the differences in the Additional Rebate Services’ cost estimates between Abarca and Optum.³ However, ARA services are not being awarded at this time and the real cost of these services is uncertain, as the costs will depend on the final scope of services determined by ASES, the final negotiation of their terms and when they are implemented. Therefore, the maximum possible uncertainty of approximately \$2.9 million dollars of additional funds contrasted with the certainty of a \$3.3 million dollars savings of a single contract plus the additional operational benefits that said option affords ASES in the oversight of contract performance, communication, and data transfers, among others, outweigh the possibility of a reduction in the initial savings. In other words, the certain benefits of a single contract award tip the balance in its favor.

In sum, Abarca meets all the requirements of this RFP, is financially stable and in terms of technical quality, value and cost, is the best option for the Government Health Plan. For all these reasons it was selected as the successful Offeror.

VI. Notice of Final Determination:

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		PBM 3 Year Total	RA 3 Year Total	Grand Total (PBM + RA) 3 Year Total	OPTIONAL: Additional RA Services 3 Year Total	PBM + RA + Maximum Cost of Optional ARA for a total of 3 years if ASES were to acquire all ARA services after January 1, 2023
Option 1	Offeror B Combined - rank #1	\$ 13,723,312	\$ 3,049,625	\$ 16,772,937		
					\$ 6,839,596	\$ 23,612,533
Option 2	Separate:					
	Offeror B - PBM (rank #1)	\$ 13,723,312				
	Offeror F - RA (rank #1)		\$ 6,390,066			
	Total			\$ 20,113,378		
					\$ 626,667	\$ 20,740,045
			Certain savings of Option 1	\$ 3,340,441	Uncertain savings of Option 2	\$ 2,872,488

In consideration of the delays in the schedule of events of this RFP process and in order to maintain the 9-month implementation period, ASES determined to move the Go Live date of this RFP for January 1, 2023. Hence, the term of the Contract Years 1-3 will now run from January 1, 2023 until December 31, 2025.

On November 19, 2021 CMS announced that it will delay the effective date of the inclusion of the five U.S. territories in the regulatory definitions of "States" and "United States" for purposes of participating the MDRP until January 1, 2023.

In view of all of the above, and pursuant to Sections 3.3.8 and 5.10.1 of the RFP, you are hereby notified of ASES' determination to:

1. Disqualify Conduent Business Solutions of PR, Inc.; and
2. Award one (1) single contract for the combined services of PBM and RA services to Abarca Healthcare LLC under the terms of its BAFO #2 Cost Proposal, as clarified on November 18, 2022, as follows:

Contract Year	Per final paid claim PBM Fee	RA Services	Term
1	.27	\$1,016,541.66	January 1, 2023 – December 31, 2023
2	.27	\$1,016,541.66	January 1, 2024 – December 31, 2024
3	.27	\$1,016,541.66	January 1, 2025 – December 31, 2025

WARNINGS REGARDING RECONSIDERATION AND JUDICIAL REVIEW:

Any Offeror who understands that it has been affected by the final determination of ASES in the adjudication of this RFP may submit to the ASES' Board of Directors a Petition for Reconsideration within twenty (20) calendar days from the date of the mailing of this notice. This is a jurisdictional term. The petition must comply with the requirements stated in Section 3.3.9.5 of the RFP and be filed at the following addresses:

**Attention of: ASES Board of Directors
Urb. Caribe Sector El Cinco
1549 Calle Alda
San Juan, PR 00926-2712**


Or

pharmacyrfp2022@asespr.org

The Offeror seeking the reconsideration of this decision must notify all other Offerors who participated in the RFP with a copy of the Petition of Reconsideration within the same twenty (20) day term to file the petition. This is a requirement of strict compliance. ASES shall consider the Petition for Reconsideration within thirty (30) calendar days of the filing of the petition. ASES may extend said term only once, for an additional term of fifteen (15) calendar days. Failure to consider the Petition for Reconsideration shall be deemed as an outright rejection of the petition and thereafter, shall run the twenty (20) calendar day's term to request a judicial review before the Court of Appeals. If a determination is made in its consideration, the term for requesting judicial review will begin from the date on which a copy of the notification of the decision of ASES was deposited in the mail, resolving the petition.

Likewise, the party adversely affected by a decision on reconsideration filed before ASES, may request judicial review before the Court of Appeals within a jurisdictional period of twenty (20) calendar days from the date of the mailing of notice of the final order or resolution on reconsideration.

REGISTER AND NOTIFY



Roxanna K. Rosario-Serrano, MS
Deputy Director

NOTIFICATION

I CERTIFY that today this Notice of Award was registered and filed in the administrative file of this process and a true and exact copy was sent and notified by federal certified mail and email to all parties in this process, as noted below:

A. PharmPix Corp.

Mr. Jaime Figueroa Torres
CEO
Metro Office Park
Bldg.2, Ste. 500
Guaynabo, PR 00968
jaime@pharmpix.com

B. Abarca Health LLC

Mr. Jason Borschow
President & CEO
650 Avenida Muñoz Rivera
Suite 701
San Juan, PR 00918
Jason.Borschow@AbarcaHealth.com

C. MC-21 LLC

Mrs. Marileny Lugo
COO
Call Box 4908
Caguas, PR 00726
MLugo@mc-21.com

D. MedImpact Healthcare Systems, Inc.

Mr. James Gollaher
CFO
10181 Scripps Gateway Ct.
San Diego, CA 92131
James.Gollaher@medimpact.com

E. Conduent Business Solutions of Puerto Rico, Inc.

Mrs. Kelley Carson
Vice President
300 Calle C, Suite 300
Guaynabo, PR 00968-8061
Kelley.Carson@conduent.com

Notice of Award
RFP #Pharmacy 2022

F. OptumRx. Inc.
John Prince
President & CEO
1600 McConnor Parkway
Schaumburg, IL 60173-6801
jeff.gottlieb@optum.com

In San Juan, Puerto Rico, on November 29, 2022.



Maria L. Cruz Morales
Managerial Affairs Assistant
Executive Office
Puerto Rico Health Insurance Administration (PRHIA)