#### CAROLINA COMPLETE HEALTH NETWORK, INC. ("CCHN")

# REGULATION A OFFERING INVESTOR FAOS

## 1. How do I know whether I am eligible to invest?

To purchase a share of Class P Common Stock (a "Share") in this offering (the "Offering"), you must be a physician, physician assistant or nurse practitioner who:

- if a physician or physician assistant, is licensed, or if a nurse practitioner, has approval to practice, pursuant to Article I, Chapter 90 of the North Carolina General Statutes;
- resides in North Carolina, Georgia, South Carolina, Tennessee or Virginia; and
- has executed a Participating Provider Agreement with CCHN and Carolina Complete Health, Inc. or is bound as a "Contracted Provider" (as defined therein) by an existing Participating Provider Agreement between CCHN, Carolina Complete Health, Inc. and a "Provider" (as defined therein) by which he or she is employed or with which he or she has a contractual relationship.

In addition, in order to invest, applicable securities laws require that either (1) you are an "accredited investor" or (2) the purchase price that you pay for the Share (\$750.00) is no more than 10 percent of the greater of your annual income or net worth.

The questions that you answer on the Folio platform will help CCHN to determine whether you meet the eligibility criteria. If the status of your subscription is listed as "Pending" on the Folio platform, that means that CCHN is in the process of verifying your eligibility to invest. If the status of your subscription is listed as "Accepted," CCHN has determined that you meet the eligibility criteria and that CCHN plans to accept your subscription as of the next closing date of the Offering. If the status of your subscription is listed as "Rejected," you are not eligible to participate in this Offering. In that case, your subscription funds will not be debited from your account and will remain in your account with Folio.

#### 2. How many shares may I purchase?

You may purchase only one share of Class P Common Stock. Therefore, your investment in this Offering is limited to \$750.

### 3. When will I need to fund my Folio account?

You may fund your Folio account any time before CCHN holds a closing of the Offering. CCHN anticipates holding an initial closing of the Offering prior to the closing of the joint venture transaction (the "Joint Venture") with Centene Corporation and the North Carolina Medical Society described in the Offering Circular dated March 6, 2018 (the "Offering Circular"). The closing of the Joint Venture is expected to occur in September 2018. After

the Joint Venture closes, CCHN anticipates holding additional closings of the Offering on a quarterly basis. CCHN intends to publish the date of each closing of the Offering in advance on its website at www.cch-network.com/invest-in-cchn.html.

### 4. Can I change my mind and revoke my subscription after I subscribe?

Yes. You may revoke your subscription at any time before the closing of the Offering for which you have subscribed. If you have not revoked your subscription and we accept your subscription, the funds in your account will be delivered to us on the closing date of the Offering. If you revoke your subscription or we do not accept your subscription on the closing date of the Offering, no funds will be provided to us and will stay in your Folio account.

#### 5. Can my subscription be rejected?

Yes. Your subscription may be rejected if you do not meet the specified eligibility criteria or for any other reason at CCHN's sole discretion. If CCHN rejects your subscription (or the sale to you is not consummated for some other reason), your subscription funds will not be debited from your account and will remain in your account with Folio.

#### 6. How does CCHN plan to use the proceeds of the Offering?

CCHN is contractually required to use 45 percent of the net offering proceeds from the Offering to help fund its portion of the initial capitalization of the joint venture company that will be the holding company of Carolina Complete Health, Inc. for purposes of operating the health plan contemplated by the Joint Venture, as further described in the Offering Circular. CCHN intends to use the remaining 55 percent of the net offering proceeds for general working capital purposes, but it may also use such proceeds for certain other limited purposes.

#### 7. Can I transfer my share of Class P Common Stock?

No. Pursuant to the Stockholders' Agreement, dated January 19, 2018 (the "Stockholders' Agreement"), holders of Class P Common Stock may not transfer, assign, pledge or otherwise dispose of or encumber shares of Class P Common Stock (or any interest therein). The Class P Common Stock will not be listed on any securities exchange, and no liquid market for the Class P Common Stock is expected to develop. You should be prepared to hold the Share that you purchase indefinitely, subject to your continued status as an eligible investor.

## 8. What are my voting rights?

Holders of Class P Common Stock have one vote per Share. You should be aware that your ability to influence the outcome of matters submitted to CCHN's stockholders will be limited for two reasons: (a) certain federally-qualified health centers and aspiring health centers and the North Carolina Community Health Center Association (unlike investors in this Offering)

were each permitted to purchase more than one Share in a private placement that occurred in January 2018 and (b) the North Carolina Medical Society will, at all times, continue to hold 50 percent of the aggregate voting power of CCHN's securities through its ownership of Class M Common Stock.

## 9. Does CCHN plan to pay dividends?

Currently, CCHN does not intend to pay dividends on the Class P Common Stock for the foreseeable future. CCHN intends to invest its future earnings, if any, to repay its indebtedness and fund its growth.

## 10. What happens to my Share if the Joint Venture doesn't close?

The closing of the Joint Venture is subject to a number of conditions, as described in the Offering Circular, many of which are beyond CCHN's control. If the Joint Venture closing does not occur, we are contractually required by the Stockholders' Agreement to redeem all Shares sold in this Offering for \$750 per share.

11. What happens to my Share if I no longer satisfy the eligibility criteria as of a future date (i.e., upon the loss of my license or approval to practice under North Carolina law, upon my change of residence to a state other than North Carolina or its adjoining states, upon the loss of my status as a "Provider" or "Contracted Provider" under a Participating Provider Agreement, or in the event of my death)?

CCHN may redeem your Share in the event that you no longer qualify as an eligible investor or in the event of your death, in each case for an amount equal to the fair market value of a Share based on the most recent valuation of CCHN, which valuations are to occur at least annually, as determined by the CCHN Board of Directors.

# 12. What happens to my Share if my license or approval to practice under North Carolina law is suspended by the North Carolina Medical Board?

Pursuant to the Stockholders' Agreement, upon suspension you (a) agree that you will not vote on any matter submitted for a vote of Class P Common Stock holders and (b) grant a proxy for the duration of your suspension to any duly appointed representative of CCHN to vote your Share on any matter so submitted.

# 13. Where can I find more information about the Offering, CCHN, and/or the Joint Venture?

You are strongly encouraged to read the Offering Circular, which contains detailed information about this Offering, CCHN, and the Joint Venture. The Offering Circular is available on the Folio platform and on CCHN's website at <a href="www.cch-network.com">www.cch-network.com</a>. All communications or inquiries regarding the Offering, CCHN, and/or the Joint Venture should be directed to CCHN's Investor Relations department by telephone at 919-719-4161 or by e-mail to <a href="mailto:investorrelations@cch-network.com">investorrelations@cch-network.com</a>.

# 14. What if I have questions about CCHN's provider network or the Participating Provider Agreement that is one of the eligibility criterion for investing in this Offering?

Please see the FAQs regarding the Participating Provider Agreement that are posted on CCHN's website at <a href="www.cch-network.com">www.cch-network.com</a>. All communications or inquiries regarding the Participating Provider Agreement should be directed to CCHN's Network Relations department by telephone at 919-719-4161 or by e-mail to <a href="mailto:networkrelations@cch-network.com">network.com</a>.

### 15. Who should I contact if I have questions about using Folio's platform?

The Folio Investing website (<u>www.folioinvesting.com</u>) describes all of the services that are provided by the Folio online brokerage. The Folio website also has an extensive online <u>Help</u> Center.