



OFFER TO PURCHASE BONDS
made by
Hartford HealthCare Corporation
(the “*Corporation*”)
to the Holders described herein relating to the

Hartford HealthCare
Taxable Bonds, Series 2020
CUSIP¹ 41652PAC3
(“*Target Bonds*”)
(Subject to the Maximum Aggregate Purchase Price of \$64,500,000)

<u>CUSIP</u>	<u>Interest Rate</u>	<u>Maturity Date</u>	<u>Outstanding Par Amount</u>	<u>Maximum Aggregate Purchase Price²</u>	<u>Reference Security</u>	<u>Fixed Spread (Basis Points)</u>	<u>Early Tender Premium per \$1,000 Par Amount</u>
41652PAC3	3.447%	July 1, 2054	\$368,115,000	\$64,500,000	4.625% due February 15, 2046, CUSIP 912810UT3	+100 bps	\$50.00

The Tender Offer (as defined herein) will expire at 5:00 p.m., New York City time, on April 6, 2026, or any other date and time to which the Corporation extends the Tender Offer (such date and time, as it may be extended, the “*Expiration Date*”), unless earlier terminated. You must validly tender your Target Bonds prior to or at 5:00 p.m., New York City time, on March 20, 2026 (such date and time, as it may be extended, the “*Early Tender Date*”), to be eligible to receive the Total Consideration plus Accrued Interest (as defined below). If you validly tender your Target Bonds after the Early Tender Date but prior to or on the Expiration Date, you will only be eligible to receive the Late Tender Offer Consideration (as defined below) plus Accrued Interest. Tenders of Target Bonds may be withdrawn prior to or at, but not after, 5:00 p.m. New York City time, on March 20, 2026 (such date and time, as it may be extended, the “*Withdrawal Deadline*”). The Tender Offer is subject to the satisfaction of certain conditions as set forth under the heading “The Terms of the Tender Offer— Other Conditions of the Tender Offer.”

The Dealer Manager for the Tender Offer is:

Jefferies LLC

March 9, 2026

¹ CUSIP is a registered trademark of the American Bankers Association. CUSIP numbers herein are provided by CUSIP Global Services, managed on behalf of the American Bankers Association by FactSet Research Systems Inc., solely for the convenience of the Holders of the Target Bonds and the Corporation is not responsible for the selection or correctness of the CUSIP numbers printed herein and does not make any representation with respect to such numbers or undertake any responsibility for their accuracy.

² The Tender Offer for the Target Bonds is subject to the Maximum Aggregate Purchase Price as defined herein which is the maximum amount the Corporation intends to spend, exclusive of accrued interest, to purchase Target Bonds. See “The Terms of the Tender Offer – Tender Offer: Maximum Aggregate Purchase Price and Proration.”

Upon the terms and subject to the conditions described in this offer to purchase (as the same may be amended or supplemented, the “*Offer to Purchase*”), Hartford HealthCare Corporation (the “*Corporation*”) hereby offers to purchase for cash a portion of its bonds designated as the Hartford HealthCare Taxable Bonds, Series 2020 (the “*Target Bonds*”), identified by the maturity date and CUSIP number listed on the cover page of this Offer to Purchase. The Corporation is offering to purchase a portion of the Target Bonds for an aggregate price, exclusive of accrued interest, of not more than \$64,500,000.00 (the “*Maximum Aggregate Purchase Price*”). The offer by the Corporation to purchase Target Bonds is referred to herein as the “*Tender Offer*.”

The consideration offered per \$1,000 principal amount of Target Bonds validly tendered and accepted for purchase pursuant to the Tender Offer (the “*Offer Purchase Price*”) will be determined in the manner described in this Offer to Purchase by reference to the fixed spread for the Target Bonds (the “*Fixed Spread*”) specified on the cover page of this Offer to Purchase plus the yield (the “*Reference Yield*”) equal to the bid-side yield of the United States Treasury security specified on the cover page of this Offer to Purchase (the “*Reference Security*”) as quoted on the Bloomberg Bond Trader FIT1 series of pages (with respect to the Reference Security, the “*Reference Page*”) at 10:00 a.m., New York City time, on the date referred to as the “*Price Determination Date*.” The sum of the Fixed Spread and the Reference Yield is referred to as the “*Repurchase Yield*.” The formula for determining the Offer Purchase Price is set forth on SCHEDULE A. The Offer Purchase Price will be determined utilizing the Early Settlement Date (as defined herein).

The price per \$1,000 principal amount of Target Bonds to be paid to Holders of any Target Bonds that are validly tendered prior to or on the Early Tender Date and that are accepted for purchase will be the sum of (i) the Offer Purchase Price plus (ii) the early tender premium per \$1,000 principal amount set forth in the table on the cover page of the Offer to Purchase under the heading “Early Tender Premium per \$1,000 Par Amount” (the “*Early Tender Premium*”). As used herein, the sum of the Offer Purchase Price and the Early Tender Premium is herein referred to as the “*Total Consideration*.”

The price per \$1,000 principal amount of Target Bonds to be paid to Holders of any Target Bonds that are validly tendered after the Early Tender Date but prior to or on the Expiration Date and that are accepted for purchase will be only the Offer Purchase Price per \$1,000 of Target Bonds. As used herein, the Offer Purchase Price, for purposes of any Target Bonds tendered after the Early Tender Date, is also referred to as the “*Late Tender Offer Consideration*.”

In addition to the Total Consideration or the Late Tender Offer Consideration, as applicable, all Holders of Target Bonds accepted for purchase will also receive accrued and unpaid interest on Target Bonds validly tendered and accepted for purchase from the last interest payment date for the Target Bonds (January 1, 2026) up to, but not including, the Early Settlement Date or Late Settlement Date (each as defined below and each a “*Settlement Date*”) (“*Accrued Interest*”), payable on such Settlement Date.

Target Bonds validly offered on or prior to the Early Tender Date (the “*Early Tender Period*”) will be accepted before any such Target Bonds validly offered after the Early Tender Date are accepted.

Target Bonds offered during the Early Tender Period will be accepted in whole (if acceptance of such offers results in an aggregate purchase price not in excess of the Maximum Aggregate Purchase Price) or prorated (if acceptance of all such offers would otherwise result in an aggregate purchase price in excess of the Maximum Aggregate Purchase Price).

Target Bonds offered after the Early Tender Date but prior to the Expiration Date will only be accepted in whole (if acceptance of such offers, after accounting for Target Bonds offered during the Early Tender Period, results in an aggregate purchase price not in excess of the Maximum Aggregate Purchase Price) or prorated (if acceptance of such offers, after accounting for acceptance of Target Bonds offered during the Early Tender Period, would otherwise result in an aggregate purchase price in excess of the Maximum Aggregate Purchase Price). See “The Terms of the Tender Offer—Tender Offer: Maximum Aggregate Purchase Price and Proration” for more information.

The Corporation reserves the right, but is under no obligation, to increase or decrease the Maximum Aggregate Purchase Price at any time without extending withdrawal rights, subject to applicable law.

The Tender Offer is open to all holders (each individually, a “*Holder*,” and collectively, the “*Holder*s”) of the Target Bonds. All of the Target Bonds are held in book-entry form through the facilities of The Depository Trust Company (“*DTC*”). If a Holder desires to tender Target Bonds, the Holder must transfer such Target Bonds through *DTC*’s Automated Tender Offer Program (“*ATOP*”), for which the transaction will be eligible, and deliver the tendered Target Bonds by book-entry transfer through *ATOP*. Upon receipt of your acceptance through *ATOP*, *DTC* will verify the acceptance and send an Agent’s Message (as defined below) to Globic Advisors Inc. for its acceptance. If you hold Target Bonds through a broker, dealer, commercial bank, trust company or other nominee, you should contact such custodian or nominee if you wish to tender your Target Bonds.

There are no guaranteed delivery procedures for the Tender Offer and there will be no letter of transmittal for the Tender Offer. For more information regarding the procedures for tendering your Target Bonds, see “The Terms of the Tender Offer—Procedures for Tendering” below.

The Corporation’s obligation to accept for purchase and to pay for the Target Bonds in the Tender Offer is subject to the satisfaction or waiver of a number of conditions, including the Financing Conditions, as applicable, as discussed and defined in “The Terms of the Tender Offer—Other Conditions of the Tender Offer.” The Corporation intends to fund the purchase price of the Target Bonds accepted for purchase in the Tender Offer with legally available cash on hand or other sources of liquidity, subject to the Maximum Aggregate Purchase Price. If the conditions of the Tender Offer are not met, such Tender Offer may be canceled or reduced in size at the Corporation’s sole determination. The amount of Target Bonds that may be purchased in the Tender Offer may be prorated as set forth in this Offer to Purchase. See “The Terms of the Tender Offer—Tender Offer: Maximum Aggregate Purchase Price and Proration” for more information.

In this Offer to Purchase, the Corporation has used the convention of referring to all Target Bonds that have been validly tendered and not validly withdrawn as having been “validly tendered.” As used herein, unless otherwise specified or unless the context indicates otherwise, the terms “we,” “us,” and “our” refer to the Corporation.

The Tender Offer will expire on the Expiration Date. Except as set forth below, payment for the Target Bonds that are validly tendered prior to or on the Early Tender Date and that are accepted for purchase will be made on the date referred to as the “*Early Settlement Date*.” It is anticipated that the *Early Settlement Date* will be March 25, 2026, the third business day after the Early Tender Date. Except as set forth below, payment for the Target Bonds that are validly tendered after the Early Tender Date but prior to or on the Expiration Date and that are accepted for purchase will be made on the date referred to as the “*Late Settlement Date*.” It is anticipated that the *Late Settlement Date* for the Target Bonds will be April 8, 2026, the second business day after the Expiration Date.

If you validly tender your Target Bonds prior to the Withdrawal Deadline (as defined below), you may validly withdraw your tendered Target Bonds at any time prior to such Withdrawal Deadline. After such time, you may not withdraw your Target Bonds unless the Corporation amends the Tender Offer, in which case withdrawal rights may be extended as the Corporation determines, to the extent required by law, appropriate to allow tendering Holders a reasonable opportunity to respond to such amendment. The Corporation, in its sole discretion, may extend the Withdrawal Deadline for any purpose. If a custodian bank, broker, dealer, commercial bank, trust company or other nominee holds your Target Bonds, such nominee may have an earlier deadline or deadlines for receiving instructions to withdraw tendered Target Bonds.

NONE OF THE CORPORATION OR ITS AFFILIATES, THEIR RESPECTIVE BOARDS OF DIRECTORS, THE DEALER MANAGER, THE TENDER AND INFORMATION AGENT OR THE TRUSTEE WITH RESPECT TO THE TARGET BONDS IS MAKING ANY RECOMMENDATION AS TO WHETHER HOLDERS SHOULD TENDER ANY TARGET BONDS IN RESPONSE TO THE TENDER OFFER, AND NEITHER THE CORPORATION NOR ANY SUCH OTHER PERSON HAS AUTHORIZED ANY PERSON TO MAKE ANY SUCH RECOMMENDATION. HOLDERS MUST MAKE THEIR OWN DECISION AS TO WHETHER TO TENDER ANY OF THEIR TARGET BONDS, AND, IF SO, THE PRINCIPAL AMOUNT OF SUCH TARGET BONDS TO TENDER.

Any questions or requests for assistance or additional copies of this Offer to Purchase or other related materials may be directed to Globic Advisors Inc., the tender agent and information agent (together, the “*Tender and Information Agent*”), at the address and telephone numbers set forth under the heading “Miscellaneous” herein. Beneficial owners also may contact Jefferies, LLC (the “*Dealer Manager*”) at the address and telephone number set forth under the heading “Miscellaneous” herein or their broker, dealer, commercial bank, trust company or other nominee for assistance concerning the Tender Offer.

See “Certain United States Federal Income Tax Considerations” for a discussion of U.S. federal income tax considerations that should be considered in evaluating the Tender Offer.

All terms used below with initial capitalization where not required by the rules of grammar and not otherwise defined have the meanings given to them in this Offer to Purchase.

If you do not tender your Target Bonds, they will remain outstanding immediately following the Tender Offer. If the Corporation consummates the Tender Offer, the trading market for your outstanding Target Bonds may be significantly more limited. For a discussion of this and certain other matters to be considered in connection with the Tender Offer, see “Certain Significant Considerations for Holders.”

The Tender Offer may be terminated, subject to applicable law. The Corporation reserves the right, subject to applicable law, at any time to (i) waive any and all conditions to the Tender Offer, (ii) extend or terminate the Tender Offer, (iii) increase or decrease the Maximum Aggregate Purchase Price; or (iv) otherwise amend the Tender Offer in any respect.

If the Corporation makes a material change in the terms of the Tender Offer or waives a material condition of the Tender Offer, the Corporation will disseminate additional materials related to such Tender Offer and extend such Tender Offer to the extent required by law. In addition, the Corporation may, if it deems appropriate, extend the Tender Offer for any other reason. Any extension, amendment or termination will be followed promptly by public announcement thereof, the announcement in the case of an extension of the Tender Offer to be issued prior to or promptly following the Early Tender Date or Expiration Date, as applicable. Without limiting the manner in which the Corporation may choose to make a public

announcement of any extension, amendment or termination of the Tender Offer, the Corporation will not be obligated to publish, advertise or otherwise communicate any such public announcement, other than by making a timely press release. The Corporation will announce the determination of the Total Consideration promptly on the Price Determination Date by issuance of a press release.

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IMPORTANT DATES

Date	Calendar Date and Time	Event
<i>Commencement Date</i>	March 9, 2026	The commencement date of the Tender Offer.
<i>Early Tender Date</i>	5:00 p.m., New York City time, on March 20, 2026, unless extended or earlier terminated by the Corporation.	The last time and day for you to tender the Target Bonds in order to be eligible to receive the Total Consideration, plus Accrued Interest. If you validly tender Target Bonds after the Early Tender Date but prior to or on the Expiration Date, you will be eligible to receive only the Late Tender Offer Consideration, which is equal to the Total Consideration, <i>minus</i> the Early Tender Premium, plus Accrued Interest.
<i>Withdrawal Deadline</i>	5:00 p.m., New York City time, on March 20, 2026, unless extended or earlier terminated by the Corporation.	The last time and day for you to validly withdraw tenders of the Target Bonds.
<i>Price Determination Date</i>	For determining Total Consideration: 10:00 a.m., New York City time on March 23, 2026, unless extended or earlier terminated by the Corporation. For determining the Late Tender Offer Consideration: 10:00 a.m., New York City time on March 23, 2026, unless extended or earlier terminated by the Corporation.	The date for determining the Offer Purchase Price, the Total Consideration, and the Late Tender Offer Consideration with respect to the Target Bonds.
<i>Early Settlement Date</i>	It is anticipated that the Early Settlement Date will be March 25, 2026, the third business day after the Early Tender Date.	The date for payment of the Total Consideration plus Accrued Interest with respect to Target Bonds that are validly tendered prior to or on the Early Tender Date and that are accepted for purchase.

Date	Calendar Date and Time	Event
<i>Expiration Date and Late Tender Date</i>	5:00 p.m., New York City time, on April 6, 2026, unless extended or earlier terminated by the Corporation.	<p>The last time and day for you to tender the Target Bonds pursuant to the Tender Offer.</p> <p>If you validly tender Target Bonds after the Early Tender Date but prior to or on the Expiration Date, you will be eligible to receive only the Late Tender Offer Consideration, which is equal to the Total Consideration, <i>minus</i> the Early Tender Premium, plus Accrued Interest.</p>
<i>Late Settlement Date</i>	It is anticipated that the Late Settlement Date will be April 8, 2026, the second business day after the Expiration Date.	The date for payment of the Late Tender Offer Consideration plus Accrued Interest with respect to Target Bonds that are validly tendered after the Early Tender Date but prior to or on the Expiration Date and that are accepted for purchase.

The above times and dates are subject to our right to extend, amend and/or terminate the Tender Offer (subject to applicable law and as provided in this Offer to Purchase). Beneficial owners of Target Bonds are advised to check with any bank, securities broker or other intermediary through which they hold Target Bonds as to when such intermediary would need to receive instructions from a beneficial owner in order for that beneficial owner to be able to participate in, or withdraw their instruction to participate in, the Tender Offer before the deadlines specified in this Offer to Purchase. The deadlines set by any such intermediary and DTC for the submission of tender instructions will be earlier than the relevant deadlines specified above.

IMPORTANT INFORMATION

You should read this Offer to Purchase carefully before making a decision to tender your Target Bonds.

The Corporation has not filed this document with, and it has not been reviewed by, any federal or state bond commission or regulatory authority of any country. No authority has passed upon the accuracy or adequacy of this document, and it is unlawful and may be a criminal offense to make any representation to the contrary.

Only registered Holders of Target Bonds are entitled to tender Target Bonds pursuant to the Tender Offer. A beneficial owner of Target Bonds that are held of record by a custodian bank, broker, dealer, commercial bank, trust company or other nominee must contact the nominee and request that such nominee tender such Target Bonds on the beneficial owner's behalf prior to the Early Tender Date in order to receive the Total Consideration for such Target Bonds, or after the Early Tender Date but prior to the Expiration Date in order to receive the Late Tender Offer Consideration for such Target Bonds. Beneficial owners should be aware that their custodian bank, broker, dealer, commercial bank, trust company or other nominee

may establish its own earlier deadline for participation in the Tender Offer. Accordingly, beneficial owners wishing to participate in the Tender Offer should contact their custodian bank, broker, dealer, commercial bank, trust company or other nominee as soon as possible in order to determine the time by which such owner must take action in order to so participate.

All Target Bonds are registered in the name of Cede & Co., the nominee of DTC. Because only registered Holders of Target Bonds may tender Target Bonds, beneficial owners of Target Bonds must instruct the custodian bank, broker, dealer, commercial bank, trust company or other nominee that holds Target Bonds on their behalf to tender Target Bonds on such beneficial owners' behalf. DTC has authorized DTC participants that hold Target Bonds on behalf of beneficial owners of Target Bonds through DTC to tender their Target Bonds as if they were Holders. To tender a Target Bond, a Holder must transfer such Target Bond through ATOP and deliver the tendered Target Bond by book-entry transfer through the ATOP system. See "The Terms of the Tender Offer—Procedures for Tendering." Tendering Holders will not be required to pay brokerage fees or commissions to the Dealer Manager, the Corporation or the Tender and Information Agent.

Requests for additional copies of this Offer to Purchase and requests for assistance relating to the procedures for tendering Target Bonds may be directed to the Tender and Information Agent at its address and telephone number under the heading "Miscellaneous" in this Offer to Purchase. Requests for assistance relating to the terms and conditions of the Tender Offer may be directed to the Dealer Manager at its address and telephone number under the heading "Miscellaneous" in this Offer to Purchase. Beneficial owners may also contact their custodian bank, broker, dealer, commercial bank, trust company or other nominee for assistance regarding the Tender Offer.

This document and related documents do not constitute offers to buy or the solicitation of offers to sell Target Bonds in any jurisdiction or in any circumstances in which such offers or solicitations are unlawful.

Neither the delivery of this document and related documents nor any purchase of Target Bonds by the Corporation will, under any circumstances, create any implication that the information contained in this document or in any related document is current as of any time subsequent to the date of such information.

No dealer, salesperson or other person has been authorized to give any information or to make any representations with respect to the Tender Offer other than the information and representations contained or incorporated by reference in this Offer to Purchase and, if given or made, such information or representations must not be relied upon as having been authorized.

From time to time after completion of the Tender Offer, the Corporation or its affiliates may purchase additional Target Bonds in the open market, in privately negotiated transactions, through tender or exchange offers, or otherwise, or the Corporation may redeem Target Bonds that the Corporation is permitted to redeem pursuant to their terms. Any future purchases may be on the same terms or on terms that are more or less favorable to Holders of the Target Bonds than the terms of the Tender Offer. Any future purchases by the Corporation or its affiliates will depend on various factors existing at that time. There can be no assurance as to which, if any, of these alternatives (or combinations thereof) the Corporation or its affiliates may choose to pursue in the future.

Any statement made in this Offer to Purchase or in a document incorporated or deemed to be incorporated by reference in this Offer to Purchase will be deemed to be modified or superseded for purposes of this Offer to Purchase to the extent that a statement contained herein or in any other subsequently filed document that is also incorporated or deemed to be incorporated by reference in this

Offer to Purchase modifies or supersedes that statement. Any statement so modified or superseded will not be deemed, except as so modified or superseded, to constitute a part of this Offer to Purchase.

The information relating to the Corporation contained in this Offer to Purchase should be read together with the information in the documents incorporated or deemed to be incorporated by reference in this Offer to Purchase.

The Tender and Information Agent will provide to each person to whom this Offer to Purchase is delivered, upon the request of such person, a copy of any or all of the documents incorporated by reference. Requests for such documents should be directed to the Tender and Information Agent at its address and telephone number set forth under the heading “Miscellaneous” in this Offer to Purchase.

CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING STATEMENTS

Certain statements included or incorporated by reference in this Offer to Purchase constitute “forward-looking statements.” Such statements generally are identifiable by the terminology used such as “plan,” “expect,” “estimate,” “budget” or other similar words. The achievement of certain results or other expectations contained in such forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause actual results, performance or achievements described to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. The Corporation does not plan to issue any updates or revisions to those forward-looking statements if or when their expectations change, or events, conditions or circumstances on which such statements are based occur.

A wide variety of other information, including financial information concerning the Corporation and certain affiliates, including members of the Obligated Group (as defined herein), is available from publications and websites of the Corporation and certain such affiliates. Any such information that is inconsistent with the information set forth in this Offer to Purchase should be disregarded. No such information is a part of or incorporated into this Offer to Purchase, except as expressly noted herein.

PROVISIONS APPLICABLE TO ALL HOLDERS

Holders should make their own independent decisions (on their own and/or through independent professional advice) whether, and when, to tender or hold their Target Bonds for purchase pursuant to the Tender Offer, as to the terms thereof, and whether tendering their Target Bonds at the Offer Purchase Price or without specifying an Offer Purchase Price is appropriate for each Holder; such decisions are based upon the Holder’s own judgment and upon advice from such advisors as the Holder has consulted.

Holders shall not rely on any communication from the Corporation or the Dealer Manager as investment advice or as a recommendation to tender their Target Bonds and at what Offer Purchase Price or without specifying an Offer Purchase Price, it being understood that the information from the Corporation and the Dealer Manager related to the terms and conditions of the Tender Offer shall not be considered investment advice or a recommendation to tender bonds and at what Offer Purchase Price or without specifying an Offer Purchase Price.

Holders are capable of assessing the merits of and understanding (on their own and/or through independent professional advice), and do understand, agree and accept, the terms and conditions of the Tender Offer.

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SUMMARY

The following summary is provided solely for the convenience of Holders of the Target Bonds. This summary is not intended to be complete and is qualified in its entirety by reference to, and should be read in conjunction with, the information appearing elsewhere or incorporated by reference in this Offer to Purchase or any amendments or supplements hereto. Each undefined capitalized term used in this summary has the meaning set forth elsewhere in this Offer to Purchase. Before tendering any Target Bonds, you should read carefully this Offer to Purchase.

The Target Bonds.....The Target Bonds for which the Tender Offer is being made, the CUSIP number therefor, and the principal amount outstanding are each set forth in the table below.

Title of Security	CUSIP	Principal Amount Outstanding	Maximum Aggregate Purchase Price
Series 2020	41652PAC3	\$368,115,000	\$64,500,000

The Tender Offer for the Target Bonds is also subject to the Maximum Aggregate Purchase Price as defined herein which is the maximum amount the Corporation intends to spend, exclusive of accrued interest, to purchase Target Bonds.

The Tender OfferThe Tender Offer is for cash, upon the terms and subject to the conditions set forth in this Offer to Purchase, subject to the Maximum Aggregate Purchase Price.

The Corporation reserves the right to increase or decrease the Maximum Aggregate Purchase Price in its sole discretion, subject to compliance with applicable law.

Purpose of the Tender Offer.....The Corporation is making the Tender Offer to reduce its ongoing debt service and the total amount of its outstanding debt. Target Bonds purchased pursuant to the Tender Offer will be retired and cancelled.

Source of FundsThe Corporation intends to fund the purchase price of the Target Bonds accepted for purchase pursuant to the Tender Offer with legally available cash on hand or other sources of liquidity, subject to the Maximum Aggregate Purchase Price.

Offer Purchase Price, Early Tender Premium,
Total Consideration and Late Tender
Offer Consideration

The Offer Purchase Price for each \$1,000 principal amount of Target Bonds tendered and accepted for purchase pursuant to the Tender Offer will be determined in the manner described in this Offer to Purchase by reference to the Fixed Spread specified on the cover page of this Offer to Purchase plus the Reference Yield equal to the bid-side yield of the Reference Security specified on the cover page of this Offer to Purchase as quoted on the Reference Page at 10:00 a.m., New York City time, on the Price Determination Date. *The formulas for determining the Offer Purchase Price, Total Consideration and Late Tender Offer Consideration are set forth on SCHEDULE A. The Offer Purchase Price will be determined utilizing the Early Settlement Date (as defined herein).*

Subject to the terms and conditions described in this Offer to Purchase, including the Maximum Aggregate Purchase Price and proration, if applicable, if a Holder validly tenders its Target Bonds pursuant to this Tender Offer prior to or on the Early Tender Date, and such Holder's Target Bonds are accepted for purchase, such Holder will receive the Total Consideration for each \$1,000 principal amount of its tendered Target Bonds, plus Accrued Interest thereon. The Total Consideration for the Target Bonds, as calculated using the Fixed Spread, is inclusive of the Early Tender Premium.

Subject to the terms and conditions described in this Offer to Purchase, including the Maximum Aggregate Purchase Price and proration, if applicable, if a Holder validly tenders its Target Bonds pursuant to this Tender Offer after the Early Tender Date, but prior to or on the Expiration Date, and such Holder's Target Bonds are accepted for purchase, such Holder will receive only the Late Tender Offer Consideration, which consists only of the Offer Purchase Price for each \$1,000 principal amount of its tendered Target Bonds, plus the Accrued Interest thereon.

Tender Offer:
Maximum Aggregate
Purchase Price and Proration

Subject to the terms and conditions of the Tender Offer, the Corporation is offering to purchase, for cash, Target Bonds provided that the total aggregate purchase price to be paid by the Corporation, exclusive of accrued interest, will not be more than the Maximum Aggregate Purchase Price.

Potential proration of offers received on or prior to the Early Tender Date. Target Bonds tendered on or prior to

the Early Tender Date will be eligible for purchase in whole but only if the aggregate purchase price for all such Target Bonds, exclusive of accrued interest, is less than the Maximum Aggregate Purchase Price. If the aggregate purchase price for all such Target Bonds, exclusive of accrued interest, would otherwise be more than Maximum Aggregate Purchase Price, the principal amount of each such offer will be reduced pro rata.

Potential proration of offers received after the Early Tender Date but on or prior to the Expiration Date.

Target Bonds tendered after the Early Tender Date but on or prior to the Expiration Date will be eligible for purchase only if and to the extent that the aggregate purchase price, exclusive of accrued interest, for all Target Bonds validly tendered and accepted for purchase as of the Early Tender Date is less than the Maximum Aggregate Purchase Price. Further, Target Bonds tendered after the Early Tender Date but on or prior to the Expiration Date will be eligible for purchase in whole but only if the aggregate purchase price for all tendered Target Bonds, after accounting for Target Bonds accepted for purchase as of the Early Tender Date, exclusive of accrued interest, is less than the Maximum Aggregate Purchase Price. If the aggregate purchase price for all tendered Target Bonds, after accounting for Target Bonds accepted for purchase as of the Early Tender Date, exclusive of accrued interest, is more than Maximum Aggregate Purchase Price, the principal amount of each offer received after the Early Tender Date but on or prior to the Expiration Date will be reduced pro rata.

Proration of Offers. When proration of a Holder's tender offer is required, the principal amount of such tender offer will be multiplied by the proration rate and then rounded down to the nearest \$1,000 principal amount. The proration rate used will be that percentage, such that the aggregate purchase price, exclusive of accrued interest, of all Target Bonds that are accepted for purchase in the Tender Offer comes nearest to but does not exceed the Maximum Aggregate Purchase Price. If, after applying the proration rate as described above, the Holder is entitled to a credit or return of a portion of its tendered Target Bonds which is less than the authorized minimum denomination as set forth under "The Terms of the Tender Offer—Procedures for Tendering—Minimum Tender Denomination; Partial Tenders" below, then all or none (at the Corporation's sole discretion) of the Target Bonds tendered by the Holder will be accepted without proration. In no event will the aggregate purchase price, exclusive of accrued interest, of all Target Bonds purchased

pursuant to the Tender Offer exceed the Maximum Aggregate Purchase Price.

Any tendered Target Bonds not accepted for purchase will be credited to such Holder's account with DTC or otherwise returned to the Holder without cost.

The Corporation reserves the right to increase or decrease the Maximum Aggregate Purchase Price without extending withdrawal rights, subject to compliance with applicable law. There can be no assurance that the Corporation will exercise its right to increase or decrease the Maximum Aggregate Purchase Price.

Early Tender Date The Early Tender Date for the Tender Offer is 5:00 p.m., New York City time, on March 20, 2026, unless extended or earlier terminated. If a custodian bank, broker, dealer, commercial bank, trust company or other nominee holds your Target Bonds, such nominee may have an earlier deadline or deadlines for accepting the Target Bonds. You should promptly contact the custodian bank, broker, dealer, commercial bank, trust company or other nominee that holds your Target Bonds to determine its deadline.

Withdrawal Deadline The Withdrawal Deadline for the Tender Offer is 5:00 p.m., New York City time, on March 20, 2026, unless extended or earlier terminated.

Price Determination Date The Price Determination Date to determine the Offer Purchase Price, the Total Consideration and the Late Tender Offer Consideration will occur at 10:00 a.m., New York City time, on March 23, 2026, unless extended or earlier terminated.

Early Settlement Date It is anticipated that the Early Settlement Date will be March 25, 2026, the third business day following the Early Tender Date.

Expiration Date The Tender Offer will expire at 5:00 p.m., New York City time, on April 6, 2026, unless extended or earlier terminated. If a custodian bank, broker, dealer, commercial bank, trust company or other nominee holds your Target Bonds, such nominee may have an earlier deadline for accepting the Target Bonds. You should promptly contact the custodian bank, broker, dealer, commercial bank, trust company or other nominee that holds your Target Bonds to determine its deadline.

Late Settlement Date It is anticipated that the Late Settlement Date will be April 8, 2026, the second business day following the Expiration Date.

Withdrawal RightsTenders of Target Bonds made prior to the Withdrawal Deadline may be validly withdrawn at any time prior to or at the Withdrawal Deadline unless the Corporation amends the Tender Offer, in which case withdrawal rights may be extended as the Corporation determines, to the extent required by law, appropriate to allow tendering Holders a reasonable opportunity to respond to such amendment. The Corporation, in its sole discretion, may extend the Withdrawal Deadline for any purpose.

Target Bonds withdrawn prior to the Withdrawal Deadline may be tendered again prior to the Early Tender Date or the Expiration Date, as applicable, in accordance with the procedures set forth in this Offer to Purchase.

To validly withdraw Target Bonds from the Tender Offer, Holders must deliver a properly transmitted “Request Message” through ATOP (as set forth below under “The Terms of the Tender Offer—Withdrawal of Tenders”) prior to or at the Withdrawal Deadline.

Subject to applicable law, the Corporation may increase or decrease the Maximum Aggregate Purchase Price without extending or reinstating withdrawal rights.

Target Bonds tendered after the Withdrawal Deadline, but on or before the Expiration Date, may not be withdrawn at any time, unless the Withdrawal Deadline is extended by the Corporation, in its sole discretion, or as otherwise required by law (as determined by the Corporation).

How to Tender Target Bonds.....See “The Terms of the Tender Offer—Procedures for Tendering.” For further information, call the Tender and Information Agent at its telephone number set forth under the heading “Miscellaneous” in this Offer to Purchase or consult your custodian bank, broker, dealer, commercial bank, trust company or other nominee for assistance.

Extension; Amendment; Termination; and Conditions of the Tender Offer.....The obligation of the Corporation to accept and pay for Target Bonds in the Tender Offer is subject to the satisfaction or waiver of a number of conditions, including the Financing Conditions.

The purchase of the Target Bonds pursuant to the Tender Offer is conditioned upon the limiting the Corporation’s aggregate purchase price, exclusive of accrued interest, for the Target Bonds of \$64,500,000 (the “*Maximum Aggregate Purchase Price*”). Target Bonds validly tendered and accepted for purchase may be subject to proration as described herein. Subject to applicable law,

the Corporation expressly reserves the right, in its sole discretion, to amend, extend or terminate the Tender Offer. If the Tender Offer is terminated at any time, Target Bonds tendered pursuant to such Tender Offer will be promptly returned to the tendering Holders.

Untendered or Unpurchased Target Bonds.....DTC will return any tendered Target Bonds not accepted for purchase to the tendering Holder without expense to the tendering Holder. Target Bonds not tendered or otherwise not purchased pursuant to the Tender Offer will remain outstanding. If the Tender Offer is consummated, the aggregate principal amount outstanding of Target Bonds will be reduced. This may adversely affect the liquidity of and, consequently, the market price for the Target Bonds that remain outstanding after consummation of the Tender Offer. The Target Bonds are subject to annual mandatory sinking fund redemption. If any of the Target Bonds are purchased by the Corporation, their respective mandatory sinking fund redemption requirements, and the amount due upon maturity, will be reduced, pro rata, by an amount equal to the ratio of such purchased Target Bonds divided by the original outstanding amount of such Target Bonds, with the remaining mandatory sinking fund redemption requirements and the amount due at maturity rounded to the nearest authorized denomination of such Target Bonds. The remaining average life of each such Target Bonds not purchased will therefore remain approximately unchanged. *See* “Certain Significant Considerations for Holders.”

Other Purchases of Target Bonds.....The Corporation or its affiliates may from time to time, after completion of the Tender Offer, purchase additional Target Bonds in the open market, in privately negotiated transactions, through tender or exchange offers or otherwise, or the Corporation may redeem Target Bonds that are redeemable pursuant to their terms. Any future purchases may be on the same terms or on terms that are more or less favorable to Holders of Target Bonds than the terms of the Tender Offer. Any future purchases by the Corporation will depend on various factors existing at that time. There can be no assurance as to which, if any, of these alternatives (or combinations thereof) the Corporation may choose to pursue in the future.

U.S. Federal Income Tax ConsiderationsFor a discussion of U.S. federal income tax considerations of the Tender Offer applicable to Holders of Target Bonds, *see* “Certain United States Federal Income Tax Considerations.”

Dealer Manager.....Jefferies LLC is serving as Dealer Manager in connection with the Tender Offer. The Dealer Manager’s contact

information appears under the heading “Miscellaneous” in this Offer to Purchase.

Tender and Information Agent.....Globic Advisors Inc. is serving as Tender and Information Agent in connection with the Tender Offer. Requests for additional copies of this Offer to Purchase should be directed to the Tender and Information Agent using the contact information appearing under the heading “Miscellaneous” in this Offer to Purchase.

Brokerage CommissionsNo brokerage commissions are payable by Holders to the Corporation, the Dealer Manager or the Tender and Information Agent.

INTRODUCTION

This Offer to Purchase Bonds, dated March 9, 2026 (as it may be amended or supplemented, including the cover page and schedules hereto, this “*Offer to Purchase*”), describes an offer by Hartford HealthCare Corporation (the “*Corporation*”), with the assistance of Jefferies LLC, as Dealer Manager (the “*Dealer Manager*”), to the beneficial owners (the “*Holder*s”) of the Corporation’s outstanding bonds of the series and maturity listed on the cover page of this Offer to Purchase (collectively, the “*Target Bonds*”) to tender their Target Bonds for purchase at the purchase price set forth on the cover page of this Offer to Purchase.

The Target Bonds were issued by the Corporation pursuant to the Bond Indenture dated as of January 1, 2020 (the “*2020 Indenture*”), between the Corporation and U.S. Bank Trust Company, National Association, as successor bond trustee (the “*Bond Trustee*”), relating to the Target Bonds. To secure the Corporation’s obligations under the 2020 Indenture, the Corporation and certain of its affiliates (collectively referred to as the “*Obligated Group*”) issued to the Bond Trustee an obligation, in the principal amount of the Target Bonds (the “*Series 2020 Obligation*”), under and pursuant to the Amended and Restated Master Trust Indenture, dated as of September 1, 2011 and amended and restated as of January 1, 2020, among the members of the Obligated Group and U.S. Bank Trust Company, National Association, as successor master trustee. The Series 2020 Obligation constitutes a joint and several obligation of each member of the Obligated Group.

CORPORATE INFORMATION

Information regarding the Corporation and certain affiliates, including members of the Obligated Group, including certain periodic reports and other information, is filed by or on behalf of the Corporation with the Municipal Securities Rulemaking Board (“*MSRB*”), and made available via the Electronic Municipal Market Access website (“*EMMA*”, <https://emma.msrb.org/Home/Index>) maintained by the MSRB and retrievable using CUSIP¹ Number 20775DP48.

Reference is made to below-identified portions of the official statement, dated February 5, 2026 (the “*2026 Official Statement*”), relating to the State of Connecticut Health and Educational Facilities Authority Revenue Bonds, Hartford HealthCare Issue, Series 2026B and Series 2026C, which is available at: <https://emma.msrb.org/P22004057-P21525341-P21980763.pdf>. The portions of the 2026 Official Statement incorporated herein by reference are as follows:

- information about the Corporation and certain affiliates, including members of the Obligated Group, set forth in APPENDIX A – “Hartford Healthcare Corporation” and
- the audited Consolidated Financial Statements and Supplementary Information of Hartford Healthcare Corporation and Subsidiaries for the years ended September 30, 2025 and 2024, with Report of Independent Auditors as set forth in APPENDIX B thereto.

Only the specific portions of the 2026 Official Statement expressly referenced above are incorporated herein by reference. No other information contained in the 2026 Official Statement, including any information contained in the forepart regarding investment considerations or any other subject matter, is incorporated herein. Holders should not rely on any other portion of the 2026 Official Statement. Holders

¹ CUSIP is a registered trademark of the American Bankers Association. CUSIP numbers herein are provided by CUSIP Global Services, managed on behalf of the American Bankers Association by FactSet Research Systems Inc., solely for the convenience of the Holders of the Target Bonds and the Corporation is not responsible for the selection or correctness of the CUSIP numbers printed herein and does not make any representation with respect to such numbers or undertake any responsibility for their accuracy.

should independently evaluate the Corporation, its affiliates, and relevant market conditions when determining whether and when to tender any of their Target Bonds and, if so, the principal amount to tender.

Since the date of the 2026 Official Statement, the Corporation has made the following additional filing with the EMMA system of the MSRB, which is also incorporated herein by reference:

- the Hartford HealthCare Unaudited Financials & Operating Data, Fiscal Year 2026 First Quarter Ending December 31, 2025, copies of which are on file with and available from the EMMA website at: <https://emma.msrb.org/P22011179-P21531811-P21988105.pdf>.

PURPOSE OF THE TENDER OFFER

The Corporation is making the Tender Offer to reduce its ongoing debt service and the total amount of its outstanding debt. Target Bonds purchased in the Tender Offer will be retired and cancelled.

THE TERMS OF THE TENDER OFFER

General

Upon the terms and subject to the conditions described in this Offer to Purchase and any amendments or supplements hereto, the Corporation hereby offers to purchase for cash a portion of the Target Bonds for a maximum aggregate purchase price, exclusive of accrued interest, of \$64,500,000 (the “*Maximum Aggregate Purchase Price*”). The Total Consideration or Late Tender Offer Consideration, as applicable, per \$1,000 principal amount of Target Bonds validly tendered and accepted for purchase pursuant to the Tender Offer is discussed below under “—Total Consideration and Late Tender Offer Consideration.” In addition to the Total Consideration or Late Tender Offer Consideration, as applicable, the Corporation will pay Accrued Interest on purchased Target Bonds from the last interest payment date of January 1, 2026 up to, but not including, the relevant Settlement Date. Under no circumstances will any interest be payable because of any delay in the transmission of funds to Holders by DTC.

The Tender Offer is open to all registered Holders of the Target Bonds. The Corporation’s decision whether to accept for purchase and to pay for Target Bonds in the Tender Offer is subject to the Maximum Aggregate Purchase Price and satisfaction or waiver of the conditions, including the Financing Conditions, discussed below under “—Other Conditions of the Tender Offer.” **For more information regarding proration, see “—Tender Offer: Maximum Aggregate Purchase Price and Proration” below.**

The Tender Offer will commence on March 9, 2026, and will expire on the Expiration Date. No tenders of Target Bonds will be valid if submitted after the Expiration Date. If a custodian bank, broker, dealer, commercial bank, trust company or other nominee holds your Target Bonds, such nominee may have an earlier deadline or deadlines for accepting the Target Bonds. You should promptly contact the custodian bank, broker, dealer, commercial bank, trust company or other nominee that holds your Target Bonds to determine its deadline or deadlines.

If you validly tender your Target Bonds prior to the Withdrawal Deadline, you may validly withdraw your tendered Target Bonds at any time prior to or at the Withdrawal Deadline. After such time, you may not withdraw your Target Bonds unless the Corporation amends the Tender Offer, in which case withdrawal rights may be extended as the Corporation determines, to the extent required by law, appropriate to allow tendering Holders a reasonable opportunity to respond to such amendment. The Corporation, in its sole discretion, may extend the Withdrawal Deadline for any purpose. If a custodian bank, broker, dealer, commercial bank, trust company or other nominee holds your Target Bonds, such nominee may have an earlier deadline or deadlines for receiving instructions to withdraw tendered Target Bonds.

The Tender Offer may be terminated, subject to compliance with applicable law. The Corporation reserves the right, subject to applicable law, to (i) waive any and all conditions to the Tender Offer, (ii) extend or terminate the Tender Offer, (iii) increase or decrease the Maximum Aggregate Purchase Price, or (iv) otherwise amend the Tender Offer in any respect.

If the Corporation makes a material change in the terms of the Tender Offer or waives a material condition of the Tender Offer, the Corporation will disseminate additional materials related to the Tender Offer and extend the Tender Offer to the extent required by law. In addition, the Corporation may, if it deems appropriate, extend the Tender Offer for any other reason. Any extension, amendment or termination will be followed promptly by public announcement thereof. The announcement in the case of an extension of the Tender Offer will be issued no later than 9:00 a.m., New York City time, on the next business day after the previously scheduled Early Tender Date or Expiration Date, as applicable. Without limiting the manner in which the Corporation may choose to make a public announcement of any extension, amendment or termination of the Tender Offer, the Corporation will not be obligated to publish, advertise or otherwise communicate any such public announcement, other than by making a timely press release. For additional information, see “—Extension, Amendment or Termination of the Tender Offer.”

None of the Corporation or its affiliates, their respective boards of directors, the Dealer Manager, the Tender and Information Agent or the Bond Trustee is making any recommendation as to whether Holders should tender their Target Bonds in response to the Tender Offer, and neither the Corporation nor any such other person has authorized any person to make any such recommendation. Holders must make their own decision as to whether to tender any of their Target Bonds, and, if so, the principal amount of Target Bonds to tender.

Offer Purchase Price, Total Consideration and Late Tender Offer Consideration

The Offer Purchase Price offered per \$1,000 principal amount of Target Bonds validly tendered and accepted for purchase pursuant to the Tender Offer will be calculated in accordance with standard market practice, as described in SCHEDULE A hereto. The Offer Purchase Price will be determined utilizing the Early Settlement Date.

Subject to the terms and conditions described in this Offer to Purchase, including the Maximum Aggregate Purchase Price and proration, as applicable, if a Holder validly tenders its Target Bonds pursuant to the Tender Offer prior to or on the Early Tender Date and such Holder’s Target Bonds are accepted for purchase, such Holder will receive the Total Consideration for each \$1,000 principal amount of its tendered Target Bonds. ***The Total Consideration for the Target Bonds is inclusive of the Offer Purchase Price plus the Early Tender Premium.***

Subject to the terms and conditions described in this Offer to Purchase, including the Maximum Aggregate Purchase Price and proration, as applicable, if a Holder validly tenders its Target Bonds pursuant to the Tender Offer after the Early Tender Date, but prior to or on the Expiration Date, and such Holder’s Target Bonds are accepted for purchase, such Holder will receive only the Late Tender Offer Consideration. ***The Late Tender Offer Consideration for the Target Bonds is inclusive only of the Offer Purchase Price.***

In addition to the Total Consideration or Late Tender Offer Consideration, as applicable, all Holders of Target Bonds accepted for purchase will also receive Accrued Interest on such Target Bonds from their last interest payment date (January 1, 2026) up to, but not including, the relevant Settlement Date, payable on such date.

Because the consideration to the Tender Offer is based on a fixed spread pricing formula linked to the yield on the Reference Security, the actual amount of consideration that may be received

by a tendering Holder pursuant to the Tender Offer will be affected by changes in such yield during the term of the Tender Offer prior to the Price Determination Date. After the Price Determination Date, when the consideration for the Tender Offer is no longer linked to the yield on the Reference Security, the actual amount of cash that may be received by a tendering Holder pursuant to the Tender Offer will be known, and Holders will be able to ascertain the Total Consideration or Late Tender Offer Consideration, as applicable, that would be received by all tendering Holders whose Target Bonds are accepted for purchase pursuant to such Tender Offer in the manner described above.

In the event of any dispute or controversy regarding the (i) Total Consideration or Late Tender Offer Consideration, as applicable, (ii) Reference Yield, (iii) Repurchase Yield or (iv) amount of Accrued Interest for Target Bonds tendered and accepted for purchase pursuant to the Tender Offer, the Corporation's determination shall be conclusive and binding, absent manifest error.

As soon as practicable after the Price Determination Date, but in any event no later than 9:00 a.m., New York City time, on the next business day, the Corporation will publicly announce the pricing information by press release, if applicable.

Tender Offer: Early Tender Date; Price Determination Date; Expiration Date; Extensions; Amendments

The Early Tender Date for the Tender Offer is 5:00 p.m., New York City time, on March 20, 2026, unless extended, in which case the Early Tender Date will be such date to which the Early Tender Date is extended. The Price Determination Date for all Target Bonds subject to the Tender Offer is 10:00 a.m., New York City, time on March 23, 2026, unless extended, in which case the Price Determination Date will be such date to which the Price Determination Date is extended for such Tender Offer.

The Expiration Date for the Tender Offer is 5:00 p.m., New York City time, on April 6, 2026, unless extended, in which case the Expiration Date will be such date to which the Expiration Date is extended. The Corporation, in its sole discretion, may extend the Early Tender Date, Price Determination Date or Expiration Date or otherwise amend the Tender Offer for any purpose, including to permit the satisfaction or waiver of any or all conditions of the Tender Offer. To extend the Early Tender Date, Price Determination Date, or Expiration Date or otherwise amend the Tender Offer, the Corporation will notify the Tender and Information Agent, and the Tender and Information Agent will make a public announcement thereof as promptly as practicable. In the case of an extension of the Early Tender Date or the Expiration Date, an announcement will be issued no later than 9:00 a.m., New York City time, on the next business day after the previously scheduled Early Tender Date or Expiration Date, respectively. Such announcement will specify whether the Corporation is extending the Tender Offer for a specified period or on a daily basis. Without limiting the manner in which the Corporation may choose to make a public announcement of any extension, amendment or termination of the Tender Offer, the Corporation will not be obligated to publish, advertise or otherwise communicate any such public announcement, other than by making a timely press release.

Tender Offer: Maximum Aggregate Purchase Price and Proration

Subject to the terms and conditions of the Tender Offer, the Corporation is offering to purchase for cash Target Bonds provided that the total aggregate purchase price to be paid by the Corporation, exclusive of accrued interest, will not be more than the Maximum Aggregate Purchase Price (\$64,500,000).

Target Bonds tendered after the Early Tender Date but prior to or on the Expiration Date will be eligible for purchase only if and to the extent that the aggregate purchase price, exclusive of accrued interest,

of Target Bonds that are validly tendered and accepted for purchase as of the Early Tender Date is less than the Maximum Aggregate Purchase Price.

The Corporation reserves the right to increase or decrease the Maximum Aggregate Purchase Price without extending withdrawal rights, subject to compliance with applicable law. There can be no assurance that the Corporation will exercise its right to increase or decrease the Maximum Aggregate Purchase Price.

Potential proration of offers received on or prior to the Early Tender Date. Target Bonds tendered on or prior to the Early Tender Date will be eligible for purchase in whole but only if the aggregate purchase price for all such Target Bonds, exclusive of accrued interest, is less than the Maximum Aggregate Purchase Price. If the aggregate purchase price for all such Target Bonds, exclusive of accrued interest, would otherwise be more than Maximum Aggregate Purchase Price, the principal amount of each such offer will be reduced pro rata.

Potential proration of offers received after the Early Tender Date but on or prior to the Expiration Date. Target Bonds tendered after the Early Tender Date but on or prior to the Expiration Date will be eligible for purchase only if and to the extent that the aggregate purchase price, exclusive of accrued interest, for all Target Bonds validly tendered and accepted for purchase as of the Early Tender Date is less than the Maximum Aggregate Purchase Price. Further, Target Bonds tendered after the Early Tender Date but on or prior to the Expiration Date will be eligible for purchase in whole but only if the aggregate purchase price for all tendered Target Bonds, after accounting for Target Bonds accepted for purchase as of the Early Tender Date, exclusive of accrued interest, is less than the Maximum Aggregate Purchase Price. If the aggregate purchase price for all tendered Target Bonds, after accounting for Target Bonds accepted for purchase as of the Early Tender Date, exclusive of accrued interest, is more than Maximum Aggregate Purchase Price, the principal amount of each offer received after the Early Tender Date but on or prior to the Expiration Date will be reduced pro rata.

Proration of Offers. When proration of a Holder's tender offer is required, the principal amount of such tender offer will be multiplied by the proration rate and then rounded down to the nearest \$1,000 principal amount. The proration rate used will be that percentage, such that the aggregate purchase price, exclusive of accrued interest, of all Target Bonds that are accepted for purchase in the Tender Offer comes nearest to but does not exceed the Maximum Aggregate Purchase Price. If, after applying the proration rate as described above, the Holder is entitled to a credit or return of a portion of its tendered Target Bonds which is less than the authorized minimum denomination as set forth under “—Procedures for Tendering—Minimum Tender Denomination; Partial Tenders” below, then all or none (at the Corporation's sole discretion) of the Target Bonds tendered by the Holder will be accepted without proration. In no event will the aggregate purchase price, exclusive of accrued interest, of all Target Bonds purchased pursuant to the Tender Offer exceed the Maximum Aggregate Purchase Price.

Any tendered Target Bonds not accepted for purchase will be credited to such Holder's account with DTC or otherwise returned to the Holder without cost.

Source of Funds

The Corporation intends to fund the purchase price of the Target Bonds accepted for purchase in the Tender Offer with legally available cash on hand or other sources of liquidity subject to the Maximum Aggregate Purchase Price.

Other Conditions of the Tender Offer

Notwithstanding any other provision of the Tender Offer and in addition to (and not in limitation of) the Corporation's right to extend or amend the Tender Offer, the Corporation shall not be required to accept for purchase, purchase or pay for, and may delay acceptance for purchase of, any tendered Target Bonds, subject to Rule 14e-1(c) promulgated under the Securities Exchange Act of 1934 (the "*Exchange Act*"), and may terminate the Tender Offer, before such time any Target Bonds have been accepted for purchase pursuant to the Tender Offer, if any of the following events or conditions exist or shall occur and remain in effect or shall be determined by the Corporation in its sole judgment to exist or to have occurred (collectively, the "*Financing Conditions*"):

- (i) any general suspension of trading in, or limitation on prices for, trading in securities in the United States securities or financial markets or any other significant adverse change in the United States securities or financial markets, (ii) any significant changes in the prices for the Target Bonds, (iii) a material impairment in the trading market for debt securities generally, (iv) a declaration of a banking moratorium or any suspension of payments in respect of banks in the United States (whether or not mandatory), (v) any limitation (whether or not mandatory) by any governmental authority on, or other event that, in the sole judgment of the Corporation, might affect the nature or extension of credit by banks or other lending institutions in the United States, (vi) any attack on, outbreak or escalation of hostilities, acts of terrorism or any declaration of a national emergency, commencement of war, armed hostilities or other national or international crisis directly or indirectly involving the United States or (vii) any significant adverse change in the United States currency exchange rates or securities or financial markets generally or, in the case of any of the foregoing existing on the date hereof, a material acceleration, escalation or worsening thereof;
- the existence of an order, statute, rule, regulation, executive order, stay, decree, judgment or injunction that shall have been enacted, entered, issued, promulgated, enforced or deemed applicable by any court or governmental, regulatory or administrative agency or instrumentality that, in the sole judgment of the Corporation, would or would be reasonably likely to prohibit, prevent or materially restrict or delay the consummation of the Tender Offer or that is, or is reasonably likely to be, materially adverse to the business, operations, properties, condition (financial or otherwise), assets, liabilities or prospects of the Corporation or its subsidiaries or would materially impair the contemplated benefits of the Tender Offer or be material to Holders of Target Bonds in deciding whether to accept the Tender Offer;
- any instituted or pending action or proceeding before or by any court or governmental, regulatory or administrative agency or instrumentality, or by any other person, that challenges the making of the Tender Offer or is reasonably likely to directly or indirectly prohibit, prevent, restrict or delay the consummation of the Tender Offer or otherwise adversely affect the Tender Offer in any material manner;
- the existence of any other actual or threatened legal impediment (including a default under an agreement, indenture or other instrument or obligation to which the Corporation or any of its affiliates is a party or by which the Corporation or any of its affiliates is bound) to the Tender Offer or any other circumstances that would materially adversely affect the transactions contemplated by the Tender Offer, or the contemplated benefits to the Corporation or its affiliates of the Tender Offer;

- the actual or prospective occurrence of any event or events that, in the sole judgment of the Corporation, could prevent, restrict or delay consummation of the Tender Offer or materially impair the contemplated benefits of the Tender Offer to the Corporation or its affiliates; or
- any change or development, including any prospective change or development, that in the sole judgment of the Corporation, has or may have a material adverse effect on the Corporation, the market price of the Target Bonds or the value of the Target Bonds to the Corporation.

If the Financing Conditions are not met, the Tender Offer for the Target Bonds may be canceled or reduced in size at the Corporation's sole determination.

The Corporation intends to fund the purchase price of the Target Bonds accepted for payment in the Tender Offer with legally available cash on hand or other sources of liquidity, subject to the Maximum Aggregate Purchase Price.

The conditions described above are solely for the Corporation's benefit and may be asserted by the Corporation regardless of the circumstances giving rise to any such condition, including any action or inaction by the Corporation, and may be waived by the Corporation, in whole or in part, at any time and from time to time prior to the Expiration Date. The Corporation's failure at any time to exercise any of its rights will not be deemed a waiver of any other right, and each right will be deemed an ongoing right which may be asserted at any time and from time to time.

The Corporation reserves the right to increase or decrease the Maximum Aggregate Purchase Price in its sole discretion, subject to compliance with applicable law. The Corporation may also seek to optionally redeem or repay any of its other outstanding indebtedness. As of the date of this Offer to Purchase, the Corporation is not obligated to undertake any such optional redemption or repayment under the documentation governing such indebtedness.

Extension, Amendment or Termination of the Tender Offer

The Corporation expressly reserves the right, subject to applicable law, to:

- delay accepting Target Bonds, extend any Expiration Date, Price Determination Date, Withdrawal Deadline or Early Tender Date, or terminate the Tender Offer and not accept Target Bonds; and
- amend, modify or waive at any time, or from time to time, the terms of the Tender Offer in any respect, including waiving any conditions to the consummation of the Tender Offer.

If the Corporation exercises any such right, the Corporation will give written notice thereof to the Tender and Information Agent and will make a public announcement thereof as promptly as practicable. Such announcement in the case of an extension of any Expiration Date or Early Tender Date will be issued no later than 9:00 a.m., New York City time, on the next business day after the previously scheduled Expiration Date or Early Tender Date, respectively.

The minimum period during which the Tender Offer will remain open following material changes in the terms or in the information concerning the Tender Offer will depend upon applicable law, and in particular Rule 14e-1 promulgated under the Exchange Act, and the facts and circumstances of such change, including the relative materiality of the change. If any of the terms of the Tender Offer are amended in a manner determined by the Corporation to constitute a material change adversely affecting any Holder, the Corporation will promptly disclose any such amendment in a manner reasonably calculated to inform Holders of such amendment, and the Corporation will extend such Tender Offer for a time period that the

Corporation deems appropriate, depending upon the significance of the amendment and the manner of disclosure to Holders.

Subject to applicable law, the Corporation expressly reserves the right, in its sole discretion, to amend, extend or terminate the Tender Offer. If the Tender Offer is terminated at any time, the Target Bonds tendered pursuant to such Tender Offer will be promptly returned to the tendering Holders.

Procedures for Tendering

General

The following summarizes the procedures to be followed by all Holders in tendering their Target Bonds. The tender by a Holder pursuant to the procedures set forth herein will constitute an agreement between such Holder and the Corporation in accordance with the terms and subject to the conditions set forth in this Offer to Purchase.

How to Tender Target Bonds

All Target Bonds are held in book-entry form. Any beneficial owner whose Target Bonds are held in book-entry form through a custodian bank, broker, dealer, commercial bank, trust company or other nominee and who wishes to tender Target Bonds should contact such custodian bank, broker, dealer, commercial bank, trust company or other nominee promptly and instruct such nominee to submit instructions on such beneficial owner's behalf. In some cases, the custodian bank, broker, dealer, commercial bank, trust company or other nominee may request submission of such instructions on a beneficial owner's instruction form. Please check with your nominee to determine the procedures for such firm.

To tender Target Bonds that are held through DTC, DTC participants must electronically transmit their acceptance through ATOP (and thereby tender Target Bonds) and deliver the tendered Target Bonds by book-entry transfer through ATOP. There are no guaranteed delivery procedures for the Tender Offer and there will be no letter of transmittal for the Tender Offer.

Any acceptance of an Agent's Message (as defined below) transmitted through ATOP is at the election and risk of the person transmitting such Agent's Message and delivery will be deemed made only when actually received by the Tender and Information Agent. No documents should be sent to the Corporation, the Bond Trustee or the Dealer Manager.

By tendering Target Bonds pursuant to the Tender Offer, the Holder will be deemed to have represented and warranted as to the matters provided herein, including that such Holder has full power and authority to tender, sell, assign and transfer the Target Bonds tendered thereby and that when such Target Bonds are accepted for purchase and paid for by the Corporation, the Corporation will acquire good title thereto, free and clear of all liens, restrictions, charges and encumbrances and not subject to any adverse claim or right. If a Holder tenders less than all of the Target Bonds owned by such Holder, the Holder will also be deemed to have represented and warranted that, immediately following such tender, such Holder beneficially owns Target Bonds in an aggregate principal amount of at least the authorized denomination. The Holder will also be deemed to have agreed to, upon request, execute and deliver any additional documents deemed by the Tender and Information Agent or by the Corporation to be necessary or desirable to complete the sale, assignment and transfer of the Target Bonds tendered thereby and that the Holder is otherwise accepting the Tender Offer upon the terms and subject to the conditions set forth in this Offer to Purchase.

By tendering Target Bonds pursuant to the Tender Offer, the Holder will be deemed to have agreed that the delivery and surrender of the Target Bonds is not effective, and the risk of loss of the Target Bonds does not pass to the Tender and Information Agent, until receipt by the Tender and Information Agent of a properly transmitted Agent's Message together with all accompanying evidences of authority and any other required documents in a form satisfactory to the Corporation. All questions as to the form of all documents and the validity (including time of receipt) and acceptance of tenders and withdrawals of Target Bonds will be determined by the Corporation, in its sole discretion, which determination shall be final and binding.

The Tender and Information Agent will establish an account with respect to the Target Bonds at DTC for purposes of the Tender Offer, and any financial institution that is a participant in DTC may make book-entry delivery of Target Bonds by causing DTC to transfer such Target Bonds into the Tender and Information Agent's account in accordance with DTC's procedures for such transfer. However, although delivery of Target Bonds may be effected through book-entry transfer into the Tender and Information Agent's account at DTC, an Agent's Message, and any other required documents, must, in any case, be transmitted to and received by the Tender and Information Agent at its address set forth under the heading "Miscellaneous" in this Offer to Purchase prior to or on the Early Tender Date in order to be eligible to receive the Total Consideration, or prior to or on the Expiration Date in order to be eligible to receive the Late Tender Offer Consideration. The confirmation of a book-entry transfer into the Tender and Information Agent's account at DTC as described above is referred to herein as a "*Book-Entry Confirmation*." **Delivery of documents to DTC does not constitute delivery to the Tender and Information Agent.**

The term "*Agent's Message*" means a message transmitted by DTC to, and received by, the Tender and Information Agent and forming a part of the Book-Entry Confirmation, which states that DTC has received an express and unconditional acknowledgment from the participant in DTC described in such Agent's Message, stating (i) the aggregate principal amount of Target Bonds that have been tendered by such participant pursuant to the Tender Offer, (ii) that such participant has received the Offer to Purchase and agrees to be bound by the terms of the Tender Offer as described therein, and (iii) that the Corporation may enforce such agreement against such participant.

Holders desiring to tender Target Bonds must allow sufficient time for completion of the ATOP procedures during the normal business hours of DTC prior to the Expiration Date or the Early Tender Date, as the case may be.

Participation by Holders of any Target Bonds that have been insured in the secondary market is subject to the terms, conditions and availability of such offer by the respective insurer, custodian, paying agent or registrar.

Minimum Tender Denomination; Partial Tenders

Target Bonds may be tendered only in principal amounts equal to the authorized minimum denominations of \$1,000 and any integral multiple of \$1,000 in excess thereof. No alternative, conditional or contingent tenders will be accepted. Holders who tender less than all of their Target Bonds must continue to hold Target Bonds in the minimum authorized denomination of \$1,000 principal amount.

If the entire principal amount of a Holder's Target Bonds is not tendered or not accepted for purchase, the principal amount of such Target Bonds not tendered or not accepted for purchase will be returned by credit to the account at DTC designated in the Agent's Message, unless otherwise requested by such Holder.

Other Matters

Notwithstanding any other provision of the Tender Offer, payment of the Total Consideration or Late Tender Offer Consideration, as applicable, plus Accrued Interest in exchange for Target Bonds tendered and accepted for purchase pursuant to the Tender Offer will occur only after timely compliance with the procedures for tender specified in this Offer to Purchase. Tenders of Target Bonds pursuant to the procedures described above, and acceptance thereof by the Corporation, will constitute a binding agreement between the tendering Holder and the Corporation upon the terms and subject to the conditions of the Tender Offer as set forth in this Offer to Purchase. All questions as to the form of all documents and the validity (including time of receipt) and acceptance of all tenders and withdrawals of Target Bonds will be determined by the Corporation, in its sole discretion, the determination of which shall be final and binding. **Alternative, conditional or contingent tenders will not be considered valid.** The Corporation reserves the right, in its sole discretion, to reject any or all tenders of Target Bonds that are not in proper form or the acceptance of which would, in its opinion, be unlawful. The Corporation also reserves the right, in its sole discretion, to waive any defects, irregularities or conditions of tender as to the Target Bonds or to grant Holders an opportunity to cure any defect or irregularity in connection with tenders within such time as it determines. A waiver of one defect does not obligate waivers of other defects. Tenders of Target Bonds shall not be deemed to have been made until all defects and irregularities have been waived by the Corporation or cured. None of the Corporation, the Dealer Manager, the Tender and Information Agent or any other person will be under any duty to give notice of any defects or irregularities in tenders of Target Bonds or will incur any liability to Holders for failure to give any such notice. The Corporation's interpretations of the terms and conditions of the Tender Offer will be final and binding.

Compliance with "Short Tendering" Rule in the Tender Offer

It is a violation of Rule 14e-4 promulgated under the Exchange Act for any person acting alone or in concert with others, directly or indirectly, to tender Target Bonds in a partial tender offer for such person's own account unless at the time of tender and on the Expiration Date such person has a "net long position" in the Target Bonds that is equal to or greater than the amount tendered and will deliver or cause to be delivered such Target Bonds for the purpose of tendering to the Corporation within the period specified in the Tender Offer. Rule 14e-4 also provides a similar restriction applicable to the tender on behalf of another person. A tender of Target Bonds in the Tender Offer made pursuant to any method of delivery set forth herein will constitute the tendering Holder's representation and warranty to the Corporation that (a) such Holder has a "net long position" in Target Bonds at least equal to the Target Bonds being tendered within the meaning of Rule 14e-4, and (b) such tender of Target Bonds complies with Rule 14e-4.

Acceptance of Target Bonds for Purchase; Payment for Target Bonds

Subject to the terms and conditions of the Tender Offer, the Corporation will accept for purchase, and pay for, the Target Bonds, subject to the Maximum Aggregate Purchase Price, upon the satisfaction or waiver of the conditions to the Tender Offer specified under "—Other Conditions of the Tender Offer." The Corporation will promptly pay for the Target Bonds accepted for purchase in connection with the Tender Offer on the relevant Settlement Date.

The Corporation expressly reserves its rights, in its sole discretion, but subject to applicable law, to (1) delay acceptance for purchase of Target Bonds tendered pursuant to the Tender Offer or the payment for Target Bonds accepted for purchase (subject to Rule 14e-1 under the Exchange Act, which requires that the Corporation pay the consideration offered or return Target Bonds deposited by or on behalf of the Holders promptly after the termination or withdrawal of the Tender Offer), or (2) terminate the Tender Offer at any time prior to acceptance. For purposes of the Tender Offer, the Corporation will be deemed to

have accepted for purchase validly tendered Target Bonds (or defectively tendered Target Bonds with respect to which it has waived such defect) if, as and when the Corporation gives oral (promptly confirmed in writing) or written notice thereof to the Tender and Information Agent.

The Corporation will pay for Target Bonds accepted for purchase in the Tender Offer by depositing such payment in cash directly with DTC. Payment by the Corporation shall for all purposes be deemed to have been completed upon its deposit with DTC of the Total Consideration and Late Tender Offer Consideration, as applicable, plus Accrued Interest. Under no circumstances will the Corporation pay interest on the Total Consideration or Late Tender Offer Consideration by reason of any delay on the part of DTC in making payment to Holders.

If, for any reason, acceptance for purchase of, or payment for, validly tendered Target Bonds pursuant to the Tender Offer is delayed, or the Corporation is unable to accept for purchase or to pay for validly tendered Target Bonds pursuant to the Tender Offer, then the Tender and Information Agent may, nevertheless, on behalf of the Corporation, retain the tendered Target Bonds, without prejudice to the rights of the Corporation described under “—Procedures for Tendering” and “—Other Conditions of the Tender Offer” above and “—Withdrawal of Tenders” below, but subject to Rule 14e-1 under the Exchange Act, which requires that the Corporation pay the consideration offered or return the Target Bonds tendered promptly after the termination or withdrawal of the Tender Offer.

If any tendered Target Bonds are not accepted for purchase for any reason pursuant to the terms and conditions of the Tender Offer, such Target Bonds will be promptly credited to an account maintained at DTC or otherwise returned without cost to the tendering Holders.

The Corporation may transfer or assign, in whole or from time to time in part, to one or more of its affiliates or any third party the right to purchase any or all of the Target Bonds tendered pursuant to the Tender Offer, but any such transfer or assignment will not relieve the Corporation of its obligations under the Tender Offer and will in no way prejudice the rights of tendering Holders to receive payment for Target Bonds validly tendered and accepted for purchase pursuant to the Tender Offer.

Tendering Holders of Target Bonds purchased in the Tender Offer will not be obligated to pay brokerage commissions or fees to the Dealer Manager, the Tender and Information Agent, or the Corporation or to pay transfer taxes with respect to the purchase of their Target Bonds. Holders should check with their own brokers to determine if they will assess a fee (such fees, if any, will be payable by the Holders). The Corporation will pay all other charges and expenses in connection with the Tender Offer. *See “Dealer Manager and Tender and Information Agent.”*

Withdrawal of Tenders

Tenders of Target Bonds made prior to the Withdrawal Deadline may be validly withdrawn at any time prior to or at the Withdrawal Deadline, but not thereafter. Target Bonds tendered at or after the Withdrawal Deadline may not be withdrawn at any time, unless the Corporation amends the Tender Offer, in which case withdrawal rights may be extended as the Corporation determines, to the extent required by law, appropriate to allow tendering Holders a reasonable opportunity to respond to such amendment. The Corporation, in its sole discretion, may extend a Withdrawal Deadline for any purpose.

Target Bonds withdrawn prior to the Withdrawal Deadline may be tendered again prior to the Early Tender Date or the Expiration Date, as applicable, in accordance with the procedures set forth in this Offer to Purchase. Subject to applicable law, the Corporation may increase or decrease the Maximum Aggregate Purchase Price without extending or reinstating withdrawal rights.

Bondholders who are not DTC participants can only withdraw their offers by making arrangements with and instructing the custodial intermediary through which they hold their Target Bonds to submit the Bondholder's notice of withdrawal through the Corporation's ATOP Account. A notice of withdrawal must be submitted in substantially the same manner as an offer. A Bondholder may withdraw its Target Bonds tendered for purchase pursuant to this Tender Offer by causing a withdrawal notice to be transmitted via ATOP prior to or at the Withdrawal Deadline.

A withdrawal of Target Bonds may only be accomplished if done so prior to or at the Withdrawal Deadline and in accordance with the foregoing procedures.

Holders of Target Bonds tendered after the Early Tender Date but prior to or on the Expiration Date will not be eligible to receive the Total Consideration; rather, if their Target Bonds are validly tendered and accepted for purchase, Holders of Target Bonds tendered after the Early Tender Date but prior to or on the Expiration Date will be eligible to receive the Late Tender Offer Consideration.

Withdrawal Rights

Subject to applicable law, the Corporation may at any time increase or decrease the Maximum Aggregate Purchase Price in its sole discretion and is not required to extend the Withdrawal Deadline in connection with any such increase or decrease. If Holders tender more Target Bonds in the Tender Offer than they expect to be accepted for purchase by the Corporation based on the Maximum Aggregate Purchase Price and the Corporation subsequently increases the Maximum Aggregate Purchase Price on or after the Withdrawal Deadline, such Holders will not be able to withdraw any of their previously tendered Target Bonds. **Accordingly, Holders should not tender any Target Bonds that they do not wish to be accepted for purchase.**

The Corporation will not be able to definitively determine whether the Tender Offer is oversubscribed or what the effect of proration due to the application of the Maximum Aggregate Purchase Price may be with respect to the Target Bonds until after Early Tender Date, the Price Determination Date, or the Expiration Date have passed, as applicable. Therefore, you will not be able to withdraw tenders of your Target Bonds at the time the Corporation establishes the amount of Target Bonds to be purchased pursuant to the Tender Offer.

Other

The Corporation will determine, in its sole discretion, all questions as to the form and validity (including time of receipt) of any notice of withdrawal of a tender, which determination shall be final and binding. None of the Corporation, the Dealer Manager, the Tender and Information Agent or any other person will be under any duty to give notification of any defect or irregularity in any notice of withdrawal of a tender or incur any liability for failure to give any such notification.

The Target Bonds issued by the Corporation are obligations of the Corporation and are governed by the 2020 Indenture. There are no appraisal or other similar statutory rights available to Holders in connection with the Tender Offer.

MARKET AND TRADING INFORMATION

The Target Bonds are neither listed on any national or regional securities exchange nor reported on a national quotation system. To the extent that the Target Bonds are traded, prices and trading volumes of the Target Bonds can be difficult to monitor. Quotations for securities that are not widely traded, such as

the Target Bonds, may differ from actual trading prices and should be viewed as approximations. Holders are urged to obtain current information with respect to market prices for the Target Bonds.

CERTAIN SIGNIFICANT CONSIDERATIONS FOR HOLDERS

In deciding whether to participate in the Tender Offer, each Holder should consider carefully, in addition to the information contained in and incorporated by reference in this Offer to Purchase, the following considerations:

Limited Trading Market

Historically, the trading market for the Target Bonds has been limited. To the extent that Target Bonds are tendered and accepted in the Tender Offer, the trading market for such Target Bonds will likely become further limited. A bid for a debt security with a smaller outstanding principal amount available for trading or “float,” may be lower than a bid for a comparable debt security with a greater float. Therefore, the market price for and liquidity of Target Bonds not purchased in the Tender Offer may be affected adversely to the extent that the principal amount of Target Bonds purchased pursuant to the Tender Offer reduces the float of such Target Bonds. The reduced float may also tend to make the trading price of the Target Bonds more volatile.

Holders of unpurchased Target Bonds may attempt to obtain quotations for their Target Bonds from their brokers. However, there can be no assurance that an active trading market will exist for the Target Bonds following consummation of the Tender Offer. The extent of the public market for the Target Bonds following consummation of the Tender Offer will depend upon a number of factors, including the size of the float, the number of Holders remaining at such time, and the interest in maintaining a market in the Target Bonds on the part of securities firms.

Position of the Corporation Concerning the Tender Offer

None of the Corporation or its affiliates, their respective boards of directors, the Dealer Manager, the Tender and Information Agent or the Bond Trustee is making any recommendation as to whether Holders should tender any Target Bonds in response to the Tender Offer, and neither the Corporation nor any such other person has authorized any person to make any such recommendation. Holders are urged to evaluate carefully all information in this Offer to Purchase, including the documents incorporated by reference herein, consult their own investment and tax advisors and make their own decisions whether to tender some or all of their Target Bonds.

Target Bonds Tendered after the Withdrawal Deadline May Not Be Withdrawn

Target Bonds tendered prior to the Withdrawal Deadline may be validly withdrawn at any time prior to or at the Withdrawal Deadline. Target Bonds tendered at or after the Withdrawal Deadline may not be withdrawn at any time, unless the Corporation amends the Tender Offer, in which case withdrawal rights may be extended as the Corporation determines, to the extent required by law, appropriate to allow tendering Holders a reasonable opportunity to respond to such amendment.

The Amount of Target Bonds That Will Be Accepted for Purchase Is Uncertain

The amount of Target Bonds accepted for purchase will depend on several factors, including without limitation (i) the par amount of Target Bonds that are tendered on or prior to the Early Tender Date and the par amount of Target Bonds that are tendered after the Early Tender Date and on or before the Expiration Date, (ii) the Offer Purchase Price determined on the Price Determination Date, (iii) the

Aggregate Maximum Purchase Price and, (iv) subject to applicable law, the right of the Corporation at any time to increase or decrease the Aggregate Maximum Purchase Price in its sole discretion.

Consequently, the amount of Target Bonds purchased pursuant to the Tender Offer will not be known until after the Early Tender Date or the Expiration Date and a Holder's tender offer may be subject to proration as described herein. If Holders tender more Target Bonds in the Tender Offer than they expect to be accepted for purchase based on the Aggregate Maximum Purchase Price or otherwise, and the Corporation subsequently increases the Aggregate Maximum Purchase Price on or after the Withdrawal Deadline, such Holders will not be able to withdraw any of their previously tendered Target Bonds after the Withdrawal Deadline. Accordingly, Holders should not tender any Target Bonds that they do not wish to be accepted for purchase.

Early Tender Premium and Priority of Acceptance for Target Bonds Tendered on or Prior to the Early Tender Date

You must validly tender your Target Bonds on or prior to the Early Tender Date in order to be eligible to receive the Total Consideration, which includes the Early Tender Premium. If you validly tender your Target Bonds after the Early Tender Date but on or prior to the Expiration Date, you will only be eligible to receive the Late Tender Offer Consideration, which does not include the Early Tender Premium.

If any Target Bonds are purchased in the Tender Offer, Target Bonds validly tendered on or prior to the Early Tender Date will be accepted for purchase in priority to other Target Bonds validly tendered after the Early Tender Date. Accordingly, if the Maximum Aggregate Purchase Price is reached based on tender offers received by the Early Tender Date and the Offer Purchase Price, no Target Bonds that are tendered after the Early Tender Date will be accepted for purchase unless the Maximum Aggregate Purchase Price is increased by the Corporation, in its sole discretion. There can be no assurance that the Corporation will increase the Maximum Aggregate Purchase Price.

Conditions to the Consummation of the Tender Offer

The consummation of the Tender Offer is subject to satisfaction of the conditions of the Tender Offer, including the Financing Conditions. The Corporation intends to fund the purchase price of the Target Bonds accepted for payment in the Tender Offer with cash on hand or other sources of liquidity, subject to the Maximum Aggregate Purchase Price. If the other conditions of the Tender Offer do not exist or occur, the Tender Offer may be canceled, reduced in size, or delayed at the Corporation's sole determination. These conditions are described in more detail in this Offer to Purchase under "The Terms of the Tender Offer—Other Conditions of the Tender Offer." There can be no assurance that such conditions will be met with respect to the Tender Offer.

Holdings Should Consult Their Tax, Accounting, Financial and Legal Advisers Before Participating in the Tender Offer

Holdings should consult their tax, accounting, financial and legal advisers as they may deem appropriate regarding the suitability to themselves of the tax, accounting, financial and legal consequences of participating or declining to participate in the Tender Offer. In particular, due to the number of different jurisdictions where tax laws may apply to a Holder, this Offer to Purchase does not discuss all tax consequences for Holdings arising from the purchase by the Corporation of the Target Bonds. Holdings are urged to consult their professional advisers regarding the possible tax consequences under the laws of the jurisdictions that apply to them. Holdings are liable for their own taxes (other than certain transfer taxes) and have no recourse to the Corporation, the Dealer Manager, the Tender and Information Agent or the Bond Trustee with respect to taxes (other than certain transfer taxes) arising in connection with the Tender Offer.

See “Certain United States Federal Income Tax Considerations” for a discussion of certain U.S. federal income tax considerations relating to the Tender Offer.

Treatment of Target Bonds Not Tendered and Purchased in the Tender Offer; Potential Adverse Effects

Target Bonds not tendered and purchased in the Tender Offer will remain outstanding. The terms and conditions governing the Target Bonds, including the covenants and other protective provisions contained in the 2020 Indenture, will remain unchanged. No amendments to the 2020 Indenture are being sought.

Target Bonds may currently be included in benchmark bond indices, which may change if Target Bonds tendered and accepted by the Corporation for purchase reduce the par amount outstanding of each maturity below relevant index thresholds.

The Target Bonds are subject to annual mandatory sinking fund redemption. If any of the Target Bonds are purchased by the Corporation, their respective mandatory sinking fund redemption requirements, and the amount due upon maturity, will be reduced, pro rata, by an amount equal to the ratio of such purchased Target Bonds divided by the original outstanding amount of such Target Bonds, with the remaining mandatory sinking fund redemption requirements and the amount due at maturity rounded to the nearest authorized denomination of such Target Bonds. The remaining average life of each such Target Bond not purchased will therefore remain approximately unchanged.

The Corporation is not obligated to, nor is there any assurance that the Corporation will, redeem or otherwise repurchase any Target Bonds that are not tendered and accepted in the Tender Offer. Statements of intent in this Offer to Purchase shall not constitute a notice of redemption or repurchase under the 2020 Indenture. Any such notice, if made, will only be made in accordance with the provisions of the 2020 Indenture.

OTHER PURCHASES OF TARGET BONDS

Following consummation or termination of the Tender Offer, the Corporation and its affiliates reserve the right to acquire the Target Bonds from time to time otherwise than pursuant to the Tender Offer through open market purchases, privately negotiated transactions, one or more additional tender or exchange offers or otherwise, on pricing terms that may or may not be equal to the Total Consideration or Late Tender Offer Consideration, as applicable, plus Accrued Interest, or to exercise any of the Corporation’s rights (including redemption rights) under the 2020 Indenture. There can be no assurance as to which, if any, of these alternatives or combination thereof that the Corporation or its affiliates will choose to pursue in the future.

SUMMARY OF CERTAIN UNITED STATES FEDERAL INCOME TAX CONSIDERATIONS

The following is a summary of certain U.S. federal income tax consequences generally applicable to U.S. Holders (as defined below) that respond to this Offer to Purchase and have their offer to tender Target Bonds accepted by the Corporation. This discussion is based on the Internal Revenue Code of 1986, as amended (the “Code”), the Treasury Regulations promulgated thereunder, and relevant rulings and decisions now in effect, all of which are subject to change or differing interpretations, possibly with retroactive effect. No assurances can be given that future changes in U.S. federal income tax laws will not alter the information contained herein. The discussion below does not purport to deal with U.S. federal income tax consequences applicable to all categories of investors. The following discussion does not address tax considerations applicable to any Holder of the Target Bonds other than Holders that are “United

States persons,” as defined in section 7701(a)(30) of the Code (“*U.S. Holders*”). Further, this summary does not discuss all aspects of U.S. federal income taxation that may be relevant to a particular investor in the Target Bonds in light of the investor’s particular circumstances or to certain types of investors subject to special treatment under U.S. federal income tax laws (including individuals who are neither citizens nor residents of the United States, foreign corporation, trusts and estates, in each case as defined for U.S. federal income tax purposes; insurance companies; tax-exempt organizations; financial institutions; brokers-dealers; partnerships and other entities classified as partnerships for U.S. federal income tax purposes; and persons who have hedged the risk of owning the Target Bonds). Tendering Holders should note that no rulings have been or will be sought from the Internal Revenue Service (the “*IRS*”), and no assurance can be given that the IRS will not take contrary positions, with respect to any of the U.S. federal income tax consequences discussed below.

This U.S. federal income tax discussion is included for general information only and should not be construed as a tax opinion nor tax advice by the Corporation, the Dealer Manager, the Tender and Information Agent, or any of the Corporation’s advisors or agents to the Holders, and Holders therefor should not rely upon such discussion. This discussion does not purport to address all aspects of federal income taxation that may be relevant to a particular Holder. Holders should consult their tax advisors to determine the particular federal income, state, local, and foreign tax consequences of sales made by them pursuant to a tender of the Target Bonds.

This discussion does not deal with special classes of beneficial owners of the Target Bonds, such as dealers or traders in securities, investors that elect mark to market accounting, banks, financial institutions, insurance companies, retirement plans or other tax-deferred or tax-advantaged accounts, tax-exempt organizations, partnerships or other pass-through entities (or entities treated as such for U.S. federal income tax purposes), U.S. expatriates, persons holding the Target Bonds as a part of a hedging, integration, conversion or constructive sale transaction or a straddle, U.S. Holders that have a functional currency other than the U.S. dollar, and persons who are not U.S. Holders. Furthermore, it does not address: (a) alternative minimum tax consequences, (b) the net investment income tax imposed under Section 1411 of the Code, (c) the consequences of any discount or premium with respect to the Target Bonds, or (d) the indirect effects on persons who hold equity interests in a Holder. This summary also does not consider the tax consequences of a tender of the Target Bonds under state, local, or non-U.S. tax laws. In addition, this summary generally is limited to U.S. tax considerations applicable to Holders who hold their Target Bonds as “capital assets” within the meaning of Section 1221 of the Code. All of such Holders of the Target Bonds should consult their tax advisors regarding the U.S. federal income tax consequences of the Tender Offer.

If a partnership or other flow-through entity holds the Target Bonds, the tax treatment of a partner in the partnership or beneficial owner of the flow-through entity generally will depend upon the status of the partner owner and the activities of the partnership or flow-through entity. A partner of a partnership or a beneficial owner of a flow-through entity holding Target Bonds should consult its own tax advisor regarding the U.S. federal income tax consequences of this Offer to Purchase.

Non-tendering Holders will not be subject to any U.S. federal income tax consequences in connection with this Offer to Purchase.

HOLDERS SHOULD CONSULT THEIR OWN TAX ADVISORS IN DETERMINING THE U.S. FEDERAL, STATE, LOCAL, FOREIGN AND ANY OTHER TAX CONSEQUENCES TO THEM FROM THE TENDER OF THE TARGET BONDS PURSUANT TO THIS OFFER TO PURCHASE.

A Holder who tenders their Target Bonds pursuant to this Offer to Purchase generally will recognize gain or loss for U.S. federal income tax purposes in an amount equal to the difference between

(1) the amount realized by the Holder and (2) the Holder's adjusted tax basis in the Target Bonds. A Holder's adjusted tax basis in a tendered Target Bond generally will equal the purchase price paid by the Holder for the tendered Target Bond, decreased by any amortized bond premium, and increased by the amount of any original issue discount previously included in income by such Holder with respect to such tendered Target Bond or otherwise required to be added to the adjusted tax basis of the Holder in the tendered Target Bond.

In the event of a Holder who tenders Target Bonds for cash pursuant to this Offer to Purchase, the amount realized will be the amount of money received by the Holder, exclusive of any amount paid for Accrued Interest, which will be taxed as ordinary interest income.

Any gain or loss arising in connection with a sale pursuant to this Offer to Purchase will be a taxable event for U.S. federal income tax purposes, and may be capital gain or loss (either long-term or short-term, depending on the Holder's holding period for the Target Bonds) or may be ordinary income or loss, depending on the particular circumstances of the tendering Holder, and may be long-term capital gain if the Holder has held the Target Bond for a period exceeding one year. Non-corporate holders may be eligible for reduced rates of U.S. federal income tax on long-term capital gains. The deductibility of capital losses is subject to various limitations.

The tax treatment of the Early Tender Premium is uncertain. The Early Tender Premium may be treated as additional consideration received for the Target Bonds, or could be treated as a separate fee, and therefor ordinary income which is separately taxable. Although the proper treatment of the Early Tender Premium is not free from doubt, this discussion assumes that the Early Tender Premium will be treated as additional consideration for the Target Bonds.

Holders that are U.S. Holders will be subject to "backup withholding" of federal income tax in the event they fail to furnish a taxpayer identification number or there are other related compliance failures.

DEALER MANAGER AND TENDER AND INFORMATION AGENT

The Corporation has retained Jefferies LLC as Dealer Manager, and Globic Advisors Inc. as the Tender and Information Agent, in connection with the Tender Offer. The Corporation has agreed to pay the Dealer Manager and the Tender and Information Agent customary fees for their services in connection with the Tender Offer. The Corporation has also agreed to reimburse the Dealer Manager and the Tender and Information Agent for certain of their out-of-pocket expenses and to indemnify the Dealer Manager and the Tender and Information Agent against certain liabilities, including liabilities under the federal securities laws.

The Dealer Manager and/or its affiliates, in the ordinary course of business, makes markets in bonds of the Corporation, including the Target Bonds. As a result, from time to time, the Dealer Manager and/or its affiliates may own certain of the bonds of the Corporation, including the Target Bonds. To the extent that the Dealer Manager or an affiliate of the Dealer Manager owns Target Bonds during the Tender Offer, they may tender such Target Bonds pursuant to the terms of the Tender Offer. The Dealer Manager is not obligated to make a market in the Target Bonds.

In the ordinary course of business, the Dealer Manager and its affiliates have in the past provided, currently provide, and may in the future from time to time provide, investment banking and general financing and commercial banking services to the Corporation and certain of its affiliates, including the provision of credit facilities, and/or the performance of financial advisory services for the Corporation and its affiliates, for which they received, or will receive, customary fees and expenses.

None of the Dealer Manager or the Tender and Information Agent assumes any responsibility for the accuracy or completeness of the information concerning the Corporation or the Target Bonds contained or referred to in this Offer to Purchase or in the documents incorporated by reference herein or for any failure by the Corporation to disclose events that may have occurred and may affect the significance or accuracy of such information.

NONE OF THE CORPORATION OR ITS AFFILIATES, INCLUDING THE MEMBERS OF THE OBLIGATED GROUP, THEIR RESPECTIVE BOARDS OF DIRECTORS, THE DEALER MANAGER, THE TENDER AND INFORMATION AGENT OR THE BOND TRUSTEE IS MAKING ANY RECOMMENDATION AS TO WHETHER HOLDERS SHOULD TENDER ANY TARGET BONDS IN RESPONSE TO THE TENDER OFFER, AND NEITHER THE CORPORATION NOR ANY SUCH OTHER PERSON HAS AUTHORIZED ANY PERSON TO MAKE ANY SUCH RECOMMENDATION. HOLDERS MUST MAKE THEIR OWN DECISION AS TO WHETHER TO TENDER ANY OF THEIR TARGET BONDS AND, IF SO, THE PRINCIPAL AMOUNT OF TARGET BONDS TO TENDER.

The Dealer Manager is not acting as a financial or municipal advisor to the Corporation in connection with the Tender Offer.

In connection with the Tender Offer, the Corporation's officers and regular employees (who will not be specifically compensated for such services) may solicit tenders by use of the mails personally or by telephone. The Corporation will also pay brokerage houses and other custodians, nominees and fiduciaries the reasonable out-of-pocket expenses incurred by them in forwarding copies of this Offer to Purchase and related documents to the Holders and in handling or forwarding tenders of Target Bonds by their customers.

MISCELLANEOUS

The Corporation is not aware of any jurisdiction in which the making of the Tender Offer is not in compliance with the laws of such jurisdiction. If the Corporation becomes aware of any jurisdiction where the making of the Tender Offer would not be in compliance with such laws, the Corporation will make a good-faith effort to comply with any such laws. If, after such good-faith effort, the Corporation cannot comply with any such applicable laws, the Tender Offer will not be made to the Holders of Target Bonds residing in such jurisdiction.

No person has been authorized to give any information or make any representations on the Corporation's behalf that is not contained in this Offer to Purchase, and, if given or made, that information or representation should not be relied upon as having been authorized.

Any questions regarding procedures for tendering Target Bonds or requests for additional copies of this Offer to Purchase should be directed to the Tender and Information Agent.

The Tender and Information Agent for the Tender Offer is:

Globic Advisors Inc.

477 Madison Avenue, 6th Floor

New York, New York 10022

Tel: (212) 227-9698

Attn: Patrick Seguritan

E-mail: pseguritan@globic.com

Document Site URL: www.globic.com/hartfordhealthcare

If a Holder has questions about the Tender Offer or the procedures for tendering Target Bonds, the Holder should contact the Tender and Information Agent or the Dealer Manager at its respective telephone number.

The Dealer Manager for the Tender Offer is:

Jefferies LLC

520 Madison Avenue
New York, New York 10022
Tel: (212) 336-7151
Attn: Municipal Syndicate Desk
E-mail: muni_underwriting@jefferies.com

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This Offer to Purchase has been issued by the Corporation and is not to be construed as a contract or agreement between the Corporation and the Holders of any of the Target Bonds.

HARTFORD HEALTHCARE CORPORATION

By: /s/ Chibueze Okey Agba
Executive Vice President & Chief Financial
Officer

SCHEDULE A

Formula for Determining Offer Purchase Price

<i>YLD</i>	=	The Repurchase Yield expressed as a decimal number.
<i>CF_i</i>	=	The aggregate amount per \$1,000 principal amount scheduled to be paid on the Target Bonds on the “i-th” out of the N remaining interest payment dates for the Target Bonds. Scheduled payments include interest and, on each mandatory sinking fund date or maturity date, as applicable, principal.
<i>N</i>	=	The number of remaining interest payment dates for the Target Bonds from, but excluding, the date of payment of the Total Consideration to and including their par call or maturity date, as applicable.
<i>S</i>	=	The number of days from and including the last interest payment date for the Target Bonds to but excluding the Early Settlement Date. The number of days is computed using the 30/360 day count method in accordance with market convention.
/	=	Divide. The term immediately to the left of the division symbol is divided by the term immediately to the right of the division symbol before any other addition or subtraction operations are performed.
<i>exp</i>	=	Exponentiate. The term to the left of “exp” is raised to the power indicated by the term to the right of “exp.”
$\sum_{i=1}^N$	=	Summate. The term in the brackets to the right of the summation symbol is separately calculated “N” times (substituting for “i” in that term each whole number between 1 and N, inclusive), and the separate calculations are then added together.
<i>acc int</i>	=	Accrued and unpaid interest on each \$1,000 principal amount of purchased Target Bonds from and including the last interest payment date for the Target Bonds to, but excluding, the relevant Settlement Date.
<i>Offer Purchase Price</i>	=	The price per \$1,000 principal amount of the Target Bonds.
<i>Formula for Offer Purchase Price</i>	=	$\sum_{i=1}^N \left[\frac{CF_i}{(1 + YLD / 2) \exp(i - S / 180)} \right] - acc\ int$

Total Consideration

= Offer Purchase Price + Early Tender Premium
A Holder tendering on or prior to the Early Tender Date will receive a total amount equal to the par amount of its Target Bonds accepted for purchase multiplied by the sum of (i) the Offer Purchase Price plus (ii) the Early Tender Premium, divided by 1,000. Holders whose Target Bonds are purchased will also receive Accrued Interest.

Late Tender Offer Consideration

= Offer Purchase Price
A Holder tendering after the Early Tender Date and on or prior to the Expiration Date will receive a total amount equal to the par amount of its Target Bonds accepted for purchase multiplied by the Offer Purchase Price divided by 1,000. Holders whose Target Bonds are purchased will also receive Accrued Interest.