

**NOTICE
TO THE HOLDERS OF:**

**MASON COUNTY, WEST VIRGINIA
HOSPITAL REFUNDING REVENUE BONDS
(PLEASANT VALLEY HOSPITAL, INC. PROJECT)
SERIES 2003
575194BF1; 575194BG9; 575194BH7; 575194BJ3;
575194BK0, 575194BL8; 595194BM6
AND
MASON COUNTY, WEST VIRGINIA
HOSPITAL REVENUE BONDS
(PLEASANT VALLEY HOSPITAL, INC.)
SERIES 2006
575194CC7; 575194CD5; 575194CE3; 575194CF0;
575194CG8; 575194CH6**

Notice is hereby given to the owners of the above-referenced Bonds (collectively, the “Bonds”) pursuant to Section 11.02 of that certain Trust Indenture dated as of June 1, 2003, between Mason County, West Virginia, acting by and through the County Commission of Mason County, West Virginia (the “Issuer”) and WesBanco Bank, Inc., as Trustee (the “Trustee”), as supplemented and amended, that the Trustee has received draft financial statements from Pleasant Valley Hospital, Inc. (the “Hospital”) indicating that the Hospital did not meet the rate covenant in Section 521 of the Loan Agreement dated as of June 1, 2003, by and between the Issuer and the Hospital (the “Loan Agreement”), as supplemented and amended, for its Fiscal Year ending September 30, 2019. The draft financial statements also indicate that the Hospital had a loss of approximately \$4,600,000 for its Fiscal Year ending September 30, 2019, which loss is anticipated by the Hospital to increase to over \$5,000,000 once year-end adjustments have been made.

Section 521 of the Loan Agreement entitled “Rate Covenant” provides that the Hospital shall maintain its operations in such manner as is necessary in each Fiscal Year to provide Revenues Available for Debt Service which are at least equal to 120% of the Maximum Annual Debt Service Requirements on all Long-Term Indebtedness, as such terms are defined in the Loan Agreement. The debt service coverage actually achieved by the Hospital for its Fiscal Year ending September 30, 2019, was 78% as reflected in the Debt Covenant Calculation attached hereto.

The Hospital has provided to the Trustee information with respect to the reason the Hospital did not meet the rate covenant in Section 521 of the Loan Agreement for such Fiscal Year and certain actions recently taken by the Hospital. The Hospital has represented that the shortfall was largely the result of a ransomware cyber-attack and declining patient volumes, which is being addressed by the Hospital’s management team, with details in the following paragraphs. The Hospital also noted that the Hospital has not missed any payments due on the subject Bonds and expects to see major improvements in financial performance by the current fiscal year end (September 30, 2020). In addition, the Hospital noted that the Debt Service

Reserve Fund for each series of Bonds is fully funded in the amount of the maximum annual debt service on the respective series of Bonds.

In order to address the cyberattack situation, the Hospital engaged the services of its cyber liability carrier Beazley who connected the Hospital with other vendors to settle and remediate the issue. As to the volume challenge, the Hospital has contracted with healthcare consultants Altuis and are waiting to get back their assessment and recommendations for improved labor efficiencies. As a result of those recommendations, the Hospital expects to implement a number of changes to better align the Hospital labor spend to the current level of volumes. The Hospital has already decreased its labor spend by \$350,000 and expects to decrease by another \$500,000 once all of the recommendations are implemented. The Hospital has also embarked on a strategic plan to convert its doctor offices into two Rural Health Clinics which is a special certification recognized by Medicare that will increase the Hospital's reimbursement by approximately \$2,000,000 a year with essentially no increases in expenses. The Hospital has also partnered with Tritanium Solutions to offer a new medical withdrawal inpatient service that started in October. This new service has already increased the Hospital's inpatient census already 5%. The positive impact of those savings and additional revenue should begin to be fully realized in June of this year. Other cost reduction efforts are underway, which are anticipated to save the organization another \$200,000.

The Hospital with its affiliation agreement with Cabell Huntington Hospital (CHH) and St Mary's Medical Center (SMMC) now known jointly as Mountain Health Network (MHN). MHN hired a new CEO in September for the Hospital to help in the turnaround efforts. The Hospital's joint venture physician management group with MHN and Marshall Health has added a second surgeon (November), second OB/GYN (March) and possibly a pulmonologist and/or urologist. The additional volumes, surgeries and revenue from these additional specialists along with the other steps mentioned above are projected to return the Hospital to sound financial footing.

Notice is further given to the owners of the above-referenced Bonds that the Trustee does not intend to take any further action with respect to such matter unless it is directed otherwise by the owners of not less than 25% in aggregate principal amount of the outstanding Bonds by written notice received by the Trustee at the address below no later than February 24, 2020. Copies of the Trust Indenture, Loan Agreement and draft financial statements referenced above will be made available to any bondholder upon request. Requests for copies of the Trust Indenture, Loan Agreement and/or draft financial statements should be directed to the Trustee at the address or telephone number below.

Dated: January 24, 2020.

WESBANCO BANK, INC.
One Bank Plaza
Wheeling, WV 26003
Attention: Janet L. Shelburne,
Vice President
Corporate Trust
(304) 234-9436