

**AMENDMENT NO. 1
TO THE
EMORY HEALTHCARE, INC.
RETIREMENT PLAN
(As Amended and Restated Effective as of December 31, 2019)**

THIS AMENDMENT made and entered into this 21st day of December, 2022 by Emory Healthcare, Inc. (the “Employer”);

W I T N E S S E T H

WHEREAS, the Employer established effective as of January 1, 2003, the Emory Healthcare, Inc. Retirement Plan (the “Plan”) for the benefit of eligible employees of the Employer and which was amended to freeze benefit accruals effective as of January 1, 2012; and

WHEREAS, pursuant to action taken by the Board, the Employer hereby amends the Plan to spin off the portion of the Plan that covers retirees in pay status and active or deferred vested participants whose lump sum value is greater than \$5,000 into the Emory Healthcare, Inc. Retirement Plan 2. This amendment memorializes the spinoff of the Plan on December 31, 2022.

NOW, THEREFORE, the Plan is hereby amended by adding a new Exhibit 1 to the end thereof which shall read as follows:

“Exhibit 1

Effective as of the Spinoff Time, the portion of the Emory Healthcare, Inc. Retirement Plan that covers Designated Spinoff Participants will be spun off from the Plan into a new plan, the Spinoff Plan. Immediately thereafter, all of the liabilities for pension benefits under the Plan, to the extent they related to the Designated Spinoff Participants, shall become liabilities of the Spinoff Plan so that, immediately after the Spinoff Time, the Plan no longer retains any liability for the pension benefits of (or on behalf of) the Designated Spinoff Participants.

In connection with this spinoff, the corresponding portion of the assets of the Plan, as determined by the Actuary, will be spun off from the Plan and maintained with the master trust holding the assets of the Spinoff Plan. The Actuary has determined that this spinoff is a de minimis spinoff pursuant to Treas. Reg. Section 1.411(l)-1(d)(n)(2). This spinoff of liabilities and assets complies with section 414(l) of the Code and, to the extent required by the anti-cutback rules of section 411(d)(6) of the Code, the spinoff preserved the accrued benefits and rights of the Designated Spinoff Participants, as they existed immediately prior to the spinoff from the Plan. There is no change in the calculation of the pension benefits of (or derived from) a Designated Spinoff Participant as a result of the spinoff.

As of immediately after the Spinoff Time, all the spun off assets with respect to the Designated Spinoff Participants shall become available to pay pension benefits to (and on

behalf of) all participants of the Spinoff Plan, but subject to any special schedule of benefits that the Actuary determined was required by Code section 414(l).

This paragraph shall not be interpreted to result in any augmentation of any Participant or beneficiary rights relative to what would apply under this Exhibit considered by itself. Nothing in this Exhibit shall be construed as providing greater benefits or rights to Participants in this Plan than are required by Code section 411(d)(6) or ERISA section 204(g) (or the regulations associated with those sections).

Further, to the extent that any individual may be entitled to a reinstated benefit pursuant to Section 8.6(b) of the Plan prior to the Spinoff Time, the reinstated benefit shall be payable from the Spinoff Plan after the Spinoff Time.

The following definitions apply for the purposes of this Exhibit 1 when the terms listed appear in initial capital letters.

Definitions

Actuary. The enrolled actuary of the Plan as determined by EHC and the Plan Administrator.

Designated Spinoff Participants. “Designated Spinoff Participants” are each Participant, Beneficiary or Alternate Payee who:

- (a) has commenced payment of benefits or who will have an Annuity Starting Date pursuant to Article V of the Plan on or before the Spinoff Time; or
- (b) has a vested Accrued Benefit, with a lump sum present value that may exceed \$5,000 for any Annuity Starting Date in the 2023 calendar year (i.e., applying the “applicable interest rate” for September 2022); or
- (c) has an Accrued Benefit that is subject to a qualified domestic relations order.

Plan. “Plan” is the Emory Healthcare, Inc. Retirement Plan.

Spinoff Plan. “Spinoff Plan” is the Emory Healthcare, Inc. Retirement Plan 2.

Spinoff Time. “Spinoff Time” means immediately prior to midnight Eastern time on December 31, 2022.

* * * *

Except as herein amended, the provisions of the Plan shall remain in full force and effect.

IN WITNESS WHEREOF, Emory Healthcare, Inc. has caused this Amendment No. 1 to the Plan to be executed by its duly authorized representative this _21st_ day of December, 2022.

EMORY HEALTHCARE, INC.

By: 
Name: Dane C. Peterson

Title: Interim CEO & President & COO