

HALYARD* Surgical and Infection Prevention (S&IP) Transition to Owens & Minor Frequently Asked Questions

General Information

1. Who is purchasing the S&IP product portfolio from Halyard Health?
On Nov. 1, 2017, Halyard Health announced plans to sell its S&IP business to Owens & Minor. As part of the transaction, the HALYARD* brand will also be purchased.
2. When will the sale of the S&IP product portfolio to Owens & Minor close?
May 1, 2018 will be the first day that Halyard S&IP and Medical Device Products will be operating as two distinct businesses. The transition will take place in multiple phases between now and into 2019 (specific dates of these phases to be communicated). When the sale closes, O&M and Halyard will be handling business on shared systems, and you will continue to work with us as usual during the first phase.

Product Information

3. Which product categories are included in the sale to Owens & Minor?

Surgical Solutions

- **Sterilization Solutions**
- **Surgical Gowns**
- **Surgical Drapes, Packs and Equipment Covers**
- **Surgical Accessories**
- **Temperature Management**

Infection Prevention

- **Medical Exam Gloves**
- **Protective Apparel**
- **Facial and Respiratory Protection**
- **Patient Care**
- **Hand Hygiene**
- **PPE Dispensers**
- **Armboard Covers and Tourniquet Covers**
- **Straps and Utility Items**

Halyard Medical Device Products in the areas of Acute Pain, Interventional Pain, Respiratory Health, Digestive Health and IV Therapy are not Included in the sale to Owens & Minor. For these products, please continue to work with your current Halyard Medical Device Representative and ordering process.

4. Will any products be discontinued as part of integration?

No. There are no planned product discontinuations at this time. Any future changes and/or discontinuations will be communicated.

5. Will code numbers change?

No. Product code numbers will remain the same.

Packaging Information

6. Will my Halyard Packaging change?

There will be no changes to HALYARD* branded S&IP packaging.

7. Will product names change?

No. As part of the sale, Owens & Minor has also purchased the HALYARD* brand. The Medical Device company plans to adopt a new name in early summer, 2018.

Sales Representation

8. Will my sales representative change?

No. You will continue to work with your current Halyard S&IP Sales Representative and your current O&M Representatives. For Halyard Medical Device Products in the areas of Acute Pain, Interventional Pain, Digestive Health, Respiratory Health and IV Therapy, please continue to work with your current Halyard Medical Device Representative.

Ordering & Shipping Information

9. Do I continue to buy S&IP and Medical Device products on one purchase order?

Yes. There will be no change to the order placement process during the first phase of the divestiture.

10. Will there be changes to the ordering process or contacts with Halyard?

No. During the first phase of the divestiture, there will be no change to the current order placement process or current customer service contacts. Halyard will continue to accept orders via phone, fax, email, EDI (GHX, MedAssets, Direct) and the Halyard online Customer Portal. (The Customer Portal provides 24/7 access to orders, pricing, invoices, etc. Visit www.halyardhealth.com/solutions/customer-portal.aspx for more details and to sign up for access.)

11. Will there be any change to the shipment of purchase orders?

Yes, Halyard S&IP and Medical Device products will be shipped separately. Each shipment will contain a BOL/packing list referencing the purchase order. S&IP shipping documents will reference O&M Halyard, Inc. as the supplier.

Halyard Medical Device shipping documents will reference Halyard Sales, LLC as the supplier.

12. Should a new vendor number/ID be developed for the S&IP product portfolio?

Not at this time. During the first phase of the divestiture, there will be NO change to the current order placement process for Halyard products: orders from Halyard's full product portfolio will continue to be placed on one purchase order. Once systems are developed and in place, a follow up communication will be provided detailing the changes required for order entry and timing.

Invoicing & Payment Information

13. Will I be invoiced by two separate entities?

If you purchase both Halyard S&IP products and Medical Devices, you will now be receiving invoices from two different entities. The S&IP entity will be O&M Halyard, Inc. and the Medical Device entity will be Halyard Sales, LLC. In this initial phase, all remittances should be sent to the current Halyard Lockbox or EFT address.

14. Does a new Sales Tax Exemption Certificate need to be issued and communicated?

Yes. A new Sales Tax Exemption Certificate (or a Multijurisdiction Certificate) referencing O&M Halyard, Inc. as the seller/supplier name and the existing Halyard Health customer number(s) should be emailed to ar@hyh.com.

15. Will multiple invoices be sent for one purchase order of combined S&IP and Medical Device products?

Yes, as is the case today, each shipment will be invoiced separately. S&IP products will be invoiced from O&M Halyard, Inc. and Medical Device products will be invoiced from Halyard.

16. Do I send my payment for S&IP Invoices to a different lockbox (Invoice Payments)?

No, in this initial phase all remittances will be sent to the current Halyard Lockbox or EFT address.

Other Transactional Information

17. Will there be a blackout period during the transition?

No. Since there will be no change to the current order placement process, there is no need for a blackout period.

18. Additionally, during the first phase of the divestiture, there will be no changes in following areas.

- **Pricing**
- **Terms and Conditions**
- **Customer numbers(s)**
- **SKU/product numbers**
- **Packaging**
- **Sales representatives**
- **Customer service representatives**
- **Submission of rebates/chargebacks and sales tracings**
- **Overstock return policy**
- **Accounts receivable contacts**
- **Product complaint process**