

<i>Capital/Business Development Committed (over 4 years)</i>	Splash Requirement		Routine Requirement		EEC /Fruit Hill Sale Proceeds		Total JV Requirement
	\$	50,000,000	\$	40,000,000	\$	12,475,444	\$ 102,475,444
Actual Spend							
Facility Related Splash Capital							
Main Entrance - RWMC		4,056,965					
Main Entrance - Curtain Wall - RWMC		2,296,836					
Main Entrance Redesign Add/Alt Scope - RWMC		17,121					
Emergency Room Renovation - RWMC		12,275,642					
Cancer Center Expansion/USP 800 - 50 Maude RWMC		29,449					
RWMC Pharmacy USP 800		87,703					
Rosebank Parking Lot - RWMC		-					
Upgrade OR HVAC System - RWMC		208,643					
Main Corridor / Central Registration Renovations - OLF		609,187					
Central Registration Renovations / Entrance - OLF		1,662,373					
Main Entrance Infrastructure Repair - OLF		-					
Emergency Room Expansion/Upgrade Phase 1 - OLF		4,274,470					
OLF Pharmacy USP 800		23,830					
Upgrade OR HVAC System - OLF		45,630					
OmniceII Pharmacy Equipment - RWMC & OLF		3,247,932					
Subtotal - Facilities (Capital)		28,835,781					
Business Development							
Capital Infusion		6,000,000					
Physician Practice Acquisitions - CCMA		3,270,000		3,277,526			
Radiation Therapy Joint Venture		367,000					
Blackstone Valley Surgicare		1,567,000					
(A) PMH Capital Contribution/Mgmt Fees		20,000,000					
(A) PMH Reduction of Intercompany		4,700,000					
(B) Creation of CRC - FY14		1,408,200					
Subtotal - Business Development		37,312,200		3,277,526			
Routine Capital Expenditures							
Fiscal Year 14				1,374,575			
Fiscal Year 15				9,677,607			
Fiscal Year 16				8,551,269			
Fiscal Year 17				7,145,868			
Fiscal Year 18				9,218,872			
Fiscal Year 19				754,284	2,706,316		
Subtotal - Routine Capital				36,722,474	2,706,316		
Total Actual Spend	** \$	66,147,981	\$	40,000,000	\$	2,706,316	\$ 108,854,298
Remaining Commitment to spend	\$	(16,147,981)	\$	(0)	\$	9,769,128	\$ (6,378,854)

(A) - Revised from prior submission. The PMH forgiveness of intercompany debt covers the cost of the University Medical Group acquisition of \$7,451,602 and the Acquired Practice Losses of \$14,580,133. Section 4.4(a) of the LLC Agreement allows debt forgiveness to constitutes a contribution to the required capital commitment.

(B) - As part of its Coordinate Regional Care Strategy, Prospect devoted considerable man power to create an Independent Physician Association ("IPA"). This task required the creation of an entity and contracting with physicians and health plans as well as setting up systems and processes that would enable the IPA to become a part of integrated delivery system at CharterCARE capable of taking risk and capitation payments and to participate in Medicare Accountable Care Organizations.