

Lawson Acquires Healthvision

Frequently Asked Questions – January 7, 2010

Why is Lawson acquiring Healthvision?

First, Lawson’s vision is to be the leader in its target markets. Lawson’s mission is to make our customers stronger. This acquisition helps with both objectives in the healthcare market. Also, this acquisition broadens our ability to serve our healthcare customers. As a result, we become more strategic to our customers and more relevant as they look at key issues related to healthcare reform.

Second, it’s about growth. We have communicated that we are pursuing organic and inorganic (acquisitions) opportunities to grow Lawson. With this acquisition, Lawson moves beyond being “just an apps vendor” to become a healthcare IT (HCIT) vendor. We estimate that this acquisition expands Lawson’s addressable market in healthcare from \$2 billion to \$4.7 billion.

Third, Healthvision is a recognized leader in mission-critical healthcare data integration and interoperability (defined below). Its Cloverleaf product is a strong brand. That makes Healthvision attractive to Lawson.

Fourth, Healthvision is financially sound. It will bring new revenue to Lawson and strong cash flow and will add to our earnings per share.

In summary, Healthvision’s strategic fit, its value, its potential synergy with Lawson, its scale and its global presence were among the factors contributing to our decision to acquire it.

What does Healthvision do?

- 1) Data integration and interoperability. Healthvision connects the many different applications and IT systems in a hospital or a healthcare organization and enables them to talk to one another. Hospitals and healthcare networks often have hundreds of different software applications. Data is often trapped in these disparate systems, affecting the overall performance of healthcare organizations and patient care. It’s been hard for them to connect these various systems.
- 2) Health information exchanges (HIEs): Healthvision’s hosted solution links an entire geographic healthcare ecosystem and enables secure information sharing across the ecosystem. The unified view of a patient’s electronic medical record (EMR) can be delivered to physicians and clinicians through web-based portals. HIEs represent an emerging growth opportunity, with U.S. government stimulus dollars promoting the growth. Healthvision addresses the growing needs of both intra- and inter-enterprise HIE models.
- 3) Healthcare information systems: This is an integrated suite of complementary patient management applications and services targeted at the Canadian acute care, long-term care and community healthcare market.

What's the benefit of Healthvision?

When systems are connected and can talk to one another, healthcare becomes more efficient and patient care improves. Data can move smoothly through disparate systems. As a result, costs go down and the quality of care improves.

Healthvision's lead product is its market-leading Cloverleaf interoperability technology, which connects the disparate software applications and technologies used throughout healthcare organizations, enabling data to flow smoothly to healthcare professionals wherever they are and whenever they need it. Without Healthvision solutions, most healthcare providers find themselves operating in cumbersome, manual and time-intensive IT environments. Healthvision solutions transform what is typically a multitude of complex interfaces into an automated and efficient environment.

What are Healthvision's products?

Healthvision has three product lines:

- Cloverleaf Integration Suite – This product is a recognized interoperability market leader. Cloverleaf connects a healthcare organizations many IT applications and allows operational and clinical data to move seamlessly through complex processes. Cloverleaf is the de facto standard for healthcare integration and data exchange and is No. 1 in terms of marketshare.
 - Replaces manual and expensive point-to-point interfaces
 - Creates an integrated, real-time environment for clinicians, administrators and financial professionals to access the data they need when they need it
 - Deployed in thousands of healthcare facilities around the globe
- MediSuite HIS application solutions – integrated suite of healthcare provider applications (Lab, EHR, Patient Management, Clinical Department Systems, Community Care). Primarily delivered into Canadian market.
 - Integrated suite of complementary software applications and services
 - Systems integration
 - Electronic Health Records
 - Patient management suite
 - Clinical department systems
 - Public health and community care
 - Dominant provider in Quebec market (50% share)
 - Provides access to Canadian market, which has high barriers to entry
- Health Information Exchange (HIE) – Delivered via a web-based portal, this hosted (off-premise) solution connects an entire healthcare network of hospitals, physician practices, labs, pharmacies and patients within a health system (intra-enterprise) or across health systems (inter-enterprise)
 - Links entire healthcare geographic network
 - Hosted solution powered by Cloverleaf
 - Hosted in an AT&T data center in North Dallas
 - Enables secure patient data and information sharing across a network
 - Delivers unified views of electronic medical records to physicians and clinicians through web-based portals

What's cool about Healthvision?

Here's an analogy for the Cloverleaf product. I speak English, you speak Chinese, she speaks Spanish and he speaks Russian. With Healthvision, I can understand all of you and we can all understand one another. IT people call this "interoperability." That's cool in itself. What's even cooler is how Healthvision automates and simplifies this integration task. And what's still cooler is that Lawson can now integrate the financial, operational and clinical systems for our healthcare customers, which means we can deliver more value to them.

What problem does Healthvision address?

Fundamentally, the HCIT market is highly fragmented with hundreds and perhaps thousands of disparate applications and technologies. The industry is unique in that healthcare for over a decade has been a lagging industry in terms of IT adoption. Therefore the rate of adoption has increased dramatically driven by increasing needs for automation and governmental/regulatory requirements. Compounding this problem is the highly complex nature of patient care, clinical processes, and business processes that are part of the healthcare industry. All of which are very unique – requiring unique solutions and technologies to solve. Healthcare is the only industry that does NOT have a single vendor suite of applications such as manufacturing or distribution!

What does interoperability mean?

This is the definition specific to healthcare as approved by the Healthcare Information and Management Systems Society (HIMSS):

Interoperability means the ability of health information systems to work together within and across organizational boundaries in order to advance the effective delivery of healthcare for individuals and communities.

HIMSS has identified six dimensions of healthcare interoperability:

- 1) Uniform movement of healthcare data from one system to another such that the clinical or operational purpose and meaning of the data is preserved and unaltered.
- 2) Uniform presentation of data, enabling disparate stakeholders to use different underlying systems to have consistent presentation of data when doing so is clinically or operationally important.
- 3) Uniform user controls, to the extent that a stakeholder is accessing a variety of underlying systems, and the contextual information and navigational controls are presented consistently and provide for consistent actions in all relevant systems.
- 4) Uniform safeguarding data security and integrity as data moves from system to system such that only authorized people and programs may view, manipulate, create, or alter the data.
- 5) Uniform protection of patient confidentiality even as stakeholders in different organizations access data that has been exchanged across systems, particularly in order to prevent unauthorized access to sensitive information by people who should not, or do not, need to know.
- 6) Uniform assurance of a common degree of system service quality (e.g., reliability, performance, dependability, etc.), so that stakeholders who rely on a set of interoperable systems can count on the availability and responsiveness of the overall system as they perform their jobs. Healthcare example: When a patient presents in an emergency room,

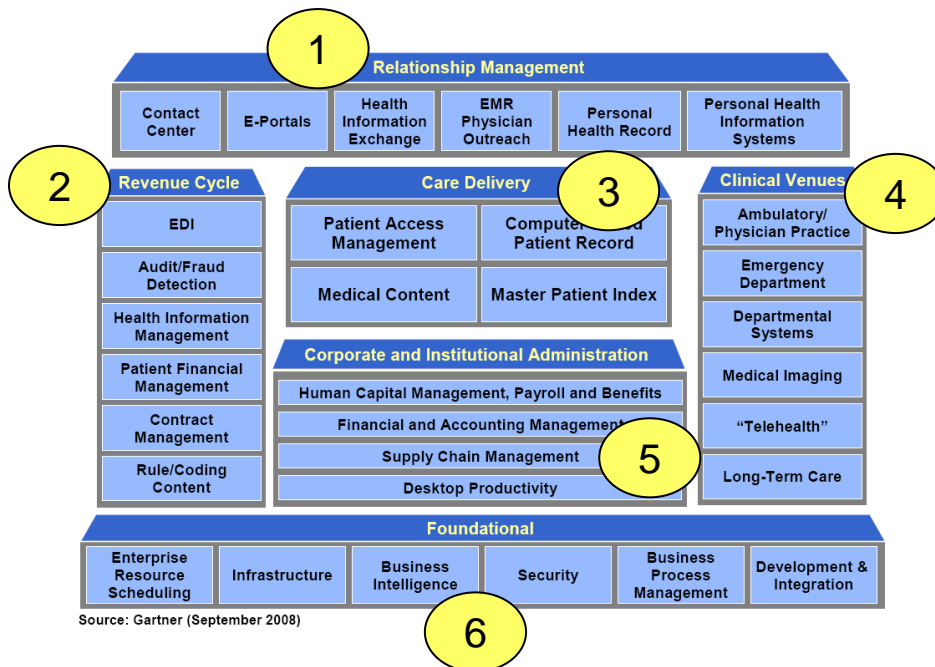
their electronic medical record is quickly and completely available, even though the constituent parts of the record are sourced by multiple underlying systems.

What does this do for Lawson?

We are putting two healthcare market leaders together. As a result, we can now connect the disparate clinical, financial and operational source systems within healthcare organizations. This capability is the cornerstone of HCIT reform. You could say that U.S. healthcare reform starts with reforming HCIT, and the ultimate outcome is better healthcare and lower costs.

For Lawson, the acquisition of Healthvision expands our product offering to our customers and puts us into new product categories. As a result, it expands our addressable market beyond ERP into the broader mainstream HCIT market. To date, Lawson has been able to help our customers primarily in administration and key foundational applications using the Gartner terms (categories 5 and 6 in the chart below).

As you can see in the chart, Gartner places these applications in six categories: 1) relationship management, 2) revenue cycle, 3) care delivery, 4) clinical venues, 5) corporate/institutional administration, and 6) foundational. Healthvision products primarily help hospitals in relationship management, revenue cycle and care delivery, noted as 1, 2 & 3 in the Gartner chart. Lawson has primarily focused on areas 5 and 6.



With Healthvision, Lawson expands its healthcare software presence into three new areas as classified by Gartner: 1 (relationship management), 3 (care delivery) and 4 (clinical venues). Lawson Healthcare has traditionally been in areas 5 (administration) and 6 (foundational). Healthvision's technology connects systems and data across all 6 categories.