#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

#### FORM 8-K

Current Report Pursuant to Section 13 OR 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 30, 2019 (May 30, 2019)

#### MOLINA HEALTHCARE, INC. (Exact name of registrant as specified in its charter)

1-31719

Delaware (State or other jurisdiction of incorporation)

(Commission File Number)

13-4204626 (IRS Employer Identification No.)

200 Oceangate, Suite 100, Long Beach, California 90802 (Address of principal executive offices) Registrant's telephone number, including area code: (562) 435-3666

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, \$0.001 Par Value	MOH	New York Stock Exchange

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

[] Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

[ ] Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

[] Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

[ ] Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company  $\Box$ 

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section13(a) of the Exchange Act.

#### Item 7.01. Regulation FD Disclosure.

On May 30, 2019, the Company presented and webcast certain slides as part of the Company's presentation at its Investor Day Conference held in New York City. The slide presentation contains statements regarding, among other things, the Company's 2019 guidance, its business plans, expectations, growth prospects and aspirations, and longer-term outlook for the future. The Company cannot guarantee that it will actually achieve the plans, outlook, or expectations described in such statements. A copy of the Company's complete slide presentation is included as Exhibit 99.1 to this report.

An audio and slide replay of the live webcast of the Company's Investor Day presentation will be available for 30 days from the date of the presentation at the Company's website, <u>www.molinahealthcare.com</u>. The information contained in such websites is not part of this current report.

Note: The information furnished herewith pursuant to Item 7.01 of this current report on Form 8-K shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act") or otherwise subject to the liabilities of that section, and shall not be incorporated by reference into any registration statement or other document filed by the Company under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

#### Item 9.01. Financial Statements and Exhibits.

Description

(d) Exhibits:

#### Exhibit No.

99.1 Slide presentation given at the Investor Day Conference of Molina Healthcare, Inc. on May 30, 2019.

#### SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MOLINA HEALTHCARE, INC.

Date:

By: /s/ Jeff D. Barlow Jeff D. Barlow Chief Legal Officer and Secretary

May 30, 2019

Exhibit No. <u>99.1</u>

Description Slide presentation given at the Investor Day Conference of Molina Healthcare, Inc. on May 30, 2019.

EXHIBIT INDEX



# Molina Healthcare, Inc. Investor Day 2019

May 30, 2019

WIFI: Molina Healthcare Password: #MOH2019

# Agenda

	Welcome and Overview	Julie Trudell	
Pivot to Growth:			
9:30 am - A - N - C	– Who We Are	Joe Zubretsky	
	<ul> <li>A Strong Foundation</li> </ul>		
	<ul> <li>Margin Sustainability</li> </ul>		
	<ul> <li>Disciplined and Steady Growth</li> </ul>		
	<ul> <li>Financial Outlook</li> </ul>		
11:15 am	Break		
	Panel Discussion:		
11:30 am	<ul> <li>Margin Sustainability</li> </ul>	Jim Woys	
	<ul> <li>Growth Prospects</li> </ul>	Pam Sedmak	
	<ul> <li>Financial Profile</li> </ul>	Tom Tran	
	Management Team Q&A		
	Lunch		

#### Safe Harbor Statement under the Private Securities Litigation Reform Act of 1995:

This presentation and the accompanying oral remarks include forward-looking statements regarding, without limitation, the Company's 2019 guidance, its business plans, expectations, and longer-term outlook for the future. The Company intends such forward-looking statements to be covered by the safe harbor provisions for forward-looking statements contained in the Private Securities Litigation Reform Act of 1995. The Company cannot guarantee that it will actually achieve the plans, outlook, or expectations disclosed in its forward-looking statements and, accordingly, you should not place undue reliance on the Company's forward-looking statements. Those risks and uncertainties are discussed under Item 1A in the section entitled "Risk Factors" in the Company's Annual Report on Form 10-K for the year ended December 31, 2018, and also in the Company's quarterly reports and other reports and filings with the Securities and Exchange Commission, or SEC. These reports can be accessed under the investor relations tab of the Company's website or on the SEC's website at www.sec.gov. Given these risks and uncertainties, the Company can give no assurances that its forward-looking statements will prove to be accurate, or that the results or events projected or contemplated by its forward-looking statements will in fact occur. All forward-looking statements in this presentation represent management's judgment as of May 30, 2019, and, except as otherwise required by law, the Company disclaims any obligation to update any forward-looking statements to conform the statement to actual results or changes in its expectations.



# **Pivot to Growth**

Joe Zubretsky President & Chief Executive Officer

## **Pivoting to Growth**

Margin recovery complete, sustainability well under way, pivot to growth has begun



#### **Investment Thesis**

Focused on sustainable industry leading margins and double digit growth



# Outlook: Total Company Long-Term Growth 3 to 5 Years

Long-term, compound annual growth rates - average over time

Premium Revenue Growth	10% - 12%	
After-Tax Margin	3.8% - 4.2%	Additional upside could be provided
Net Income Growth	9% - 11%	through capital deployment
EPS Growth	12% - 15%	

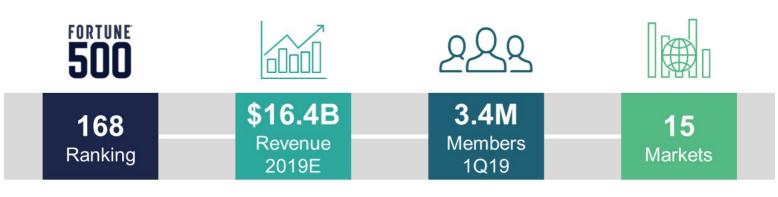


# Who We Are

Joe Zubretsky President & Chief Executive Officer

## Franchise

High-quality healthcare through government programs for disadvantaged people

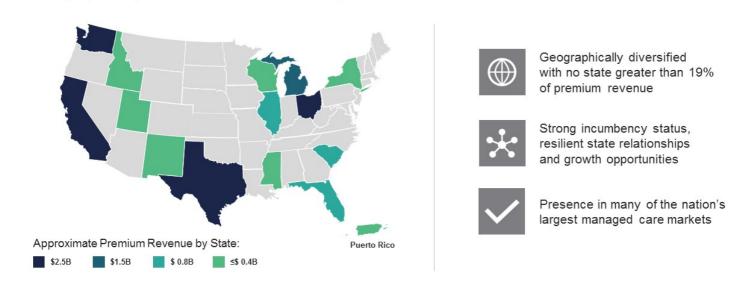


### Mission

Commitment to providing high-quality care while delivering value to all stakeholders



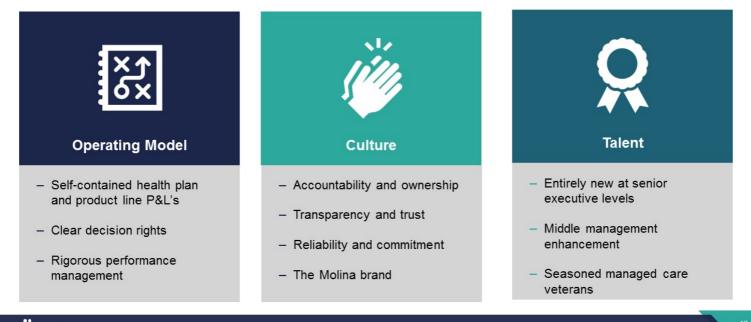
## Footprint



Geographically diverse and national in scope

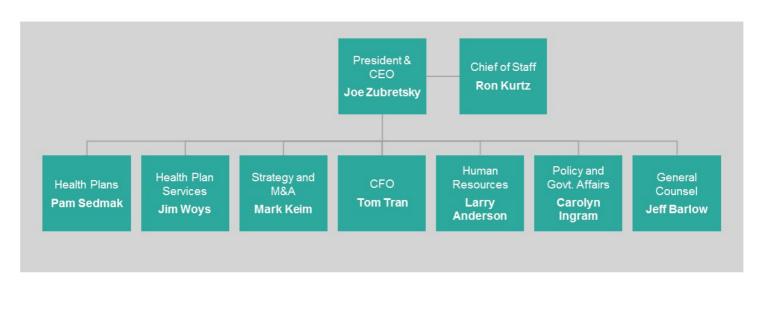
## **Transforming Molina**

### Transformation addressed each major component of the enterprise



## **Management Team**

Team of industry-leading executives with over 20 decades of experience



#### 



## Full Year 2019 Guidance

Strong financial performance in a high-growth industry

As of 1Q19 <sup>(1)</sup>
~ \$16.4B
~ 86%
~7.7%
\$1,080M - \$1,120M
\$680M - \$710M
4.1% - 4.3%
\$10.50 - \$11.00

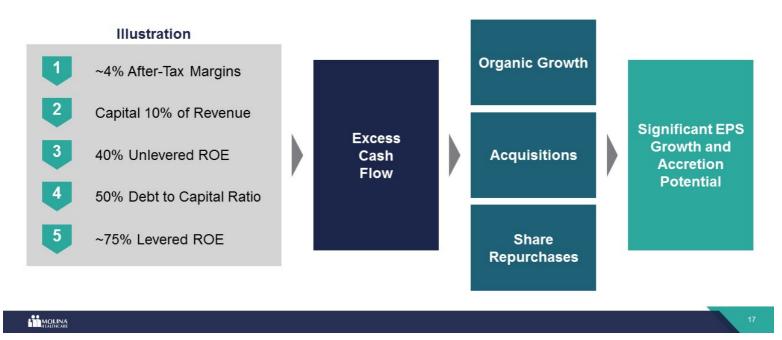
All amounts are estimates and do not include non-recurring significant items.
 Medical care ratio represents medical costs as a percentage of premium revenue
 G&A ratio represents general and administrative expenses as a percentage of total revenue
 See reconciliation of non-GAAP financial measures at the end of this presentation
 After-tax margin represents net income as a percentage of total revenue

Best in class margins produce significant free cash flow



#### Full Year 2019 Guidance After-Tax Margins

Significant cash generation creates flexibility for deployment



## A Strong and Stable Balance Sheet to Support Growth

In one year, restored a challenging balance sheet, now a strength

1Q19 Credit Stats		Reserve Strength		
Debt to EBITDA Ratio 1.0x		Reserves at 3/31/19	\$2.0E	
Interest Coverage Rat	io	14.7x	PYD 2018	¢405M
Debt / Capitalization		~45%		~\$135N
Debt Ratings	S&P: BB-	Moody's: B2	PYD 2019 YTD	~\$55N
Сар	ital Levels 1Q19		Liquidity	
			Parent Company Cash 1Q19	~\$440N
~460% of RBC			Remaining Subsidiary Dividends 2019E	~\$500N
	$\overline{\mathbf{v}}$	Debt Capacity as of May 2019	~\$900N	
			Total Deployable Capital	~\$1.8E

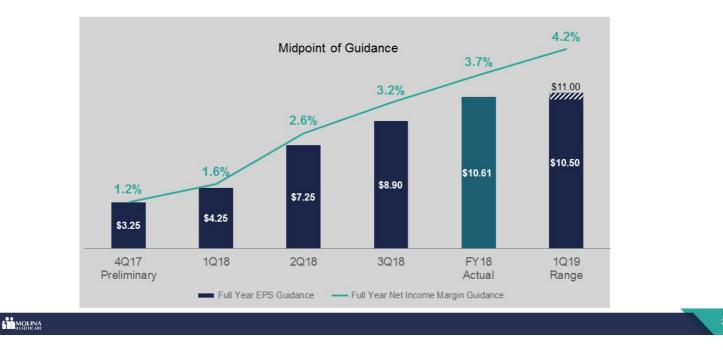
## Excess Cash Flow Will be Invested Prudently

## Will deploy capital to achieve stable, consistent growth and accretion

Re-invest in business	<ul> <li>Organic growth is the highest priority</li> <li>Most efficient use of capital to grow</li> <li>All lines of business are high growth</li> </ul>
Accretive bolt-on membership acquisitions	<ul> <li>Expert acquisition team in place</li> <li>Robust pipeline, disciplined approach</li> <li>Strategic fit, operational synergies and EPS accretion</li> </ul>
Return to Shareholders	<ul> <li>Balanced approach to returning capital to shareholders</li> <li>Retire convertible debt</li> <li>Share repurchase</li> </ul>



## **Guidance Increases**



Focusing on managed care fundamentals has yielded continued margin improvement

## High-Performing Health Plan Portfolio



Focus on underperforming business has improved portfolio margins

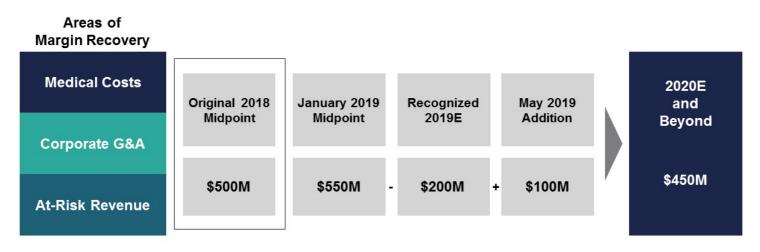
## The Rate Environment and Outlook

Rational and actuarially sound Medicaid rate environment with premium tracking to medical cost trend

## The typical rating dynamics:



An actionable inventory of initiatives to improve operating and financial performance



## **Utilization Control**

Ensuring members receive the right service, in the right setting, at the right cost



## **Payment Integrity**

Building "best in class" payment integrity capabilities to improve performance

Capabilities	Vendor	Improvement Opportunity	
Coordination of Benefits	Cohms 🍳 ортим <sup>.</sup>	CAQH Cotiviti	<u>t</u>
Pre-Pay	CHANGE Coti	iviti 📔 🔷 ортим	Î
Post-Pay	HEALTHCARE		
Fraud, Waste and Abuse	Dele	oitte.	
Subrogation	€	QUIAN	1
			<ul><li>↑ Significant Opportunity</li><li>✓ Opportunity</li></ul>
			26

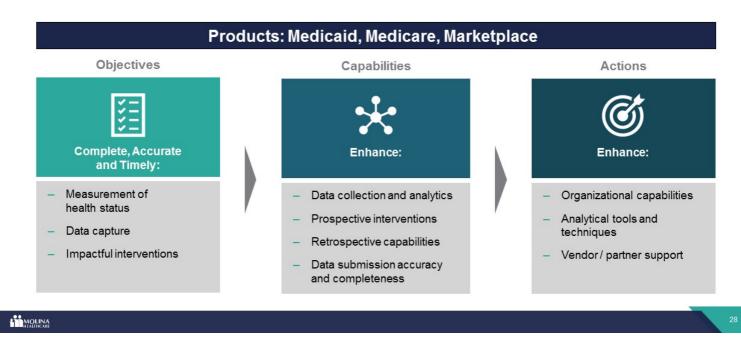
## **G&A Cost Scalability and Leverage**

Continued cost actions and positive operating leverage fund investments while reducing G&A ratio



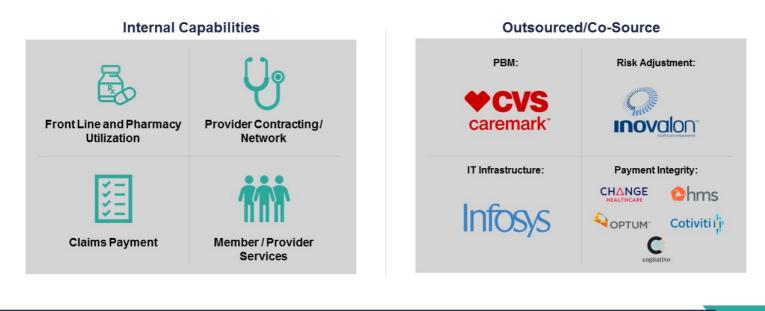
## **Quality Scores and Risk Adjustment**

Consistent quality gap closure and risk score data capture will retain at-risk revenue



## **Optimal Operating Model**

Fully integrated proprietary and rent-to-own operating model provides winning combination





## Addressable Markets

High growth and synergistic portfolio

### Government Sector Managed Care Spending Growth (2016 - 2021 CAGR)

Medicaid	5% - 8%	<ul> <li>Underlying segment growth</li> <li>Increase in managed care, high-acuity populations</li> </ul>
Medicare Duals	8% - 12%	<ul> <li>Elderly population continues to grow</li> <li>Increasing managed care penetration</li> <li>Medicare-Medicaid integration</li> </ul>
Marketplace	3% - 5%	<ul> <li>Stabilized enrollment</li> <li>Government subsidies</li> </ul>

Source: NHE, Medicaid Actuarial, Medicaid.gov, Medicare Trustees, CMS, CBO

## **Pivot to Growth**

Ongoing growth-oriented investments will drive top-line growth while sustaining margins



# **Market Share Opportunity**



Current national and local market shares present significant upside opportunity

# Molina's Growth Strategy



# Molina's Multi-Dimensional Growth Strategy Framework



Leverage the Existing Portfolio

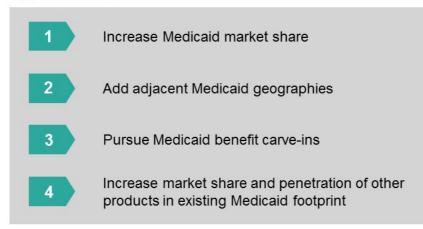
# Molina's Multi-Dimensional Growth Strategy Framework



# Growth Lens One: Actionability...The "How"

Execute on highly actionable opportunity sets

#### **Opportunity Set:**



#### LEVERAGE THE EXISTING PORTFOLIO > ACTIONABILITY > MEDICAID MARKET SHARE

# **Opportunity Set One: Increase Medicaid Market Share**

Capture Medicaid market share through tactical operating changes



#### LEVERAGE THE EXISTING PORTFOLIO > ACTIONABILITY > ADJACENT GEOGRAPHIES

## **Opportunity Set Two: Add Adjacent Medicaid Geographies**

Achieve adjacent Medicaid geography growth through successful procurements in existing markets





- Foster relationships with community based organizations
- Continue to maintain strong standing within the state

## **Opportunity Set Three: Increase Medicaid Benefit Carve-Ins**

Drive Medicaid benefit carve-ins with state partners and capture with capabilities

# Opportunity

- Managing MLTSS benefits for 225K+ members
- \$40B+ of LTSS spend in Molina service areas
- Carve-in opportunities: MLTSS and BH
- Minimal MLTSS penetration in 6 Molina states
- Near-term opportunities for MLTSS in: IL, MI, SC, WI
- Near-term opportunity for BH in MI

# Actions

- Work with states to drive mandatory managed care movement legislatively
- Leverage the \$2B MLTSS platform
- Leverage BH integration capabilities in WA
- Work with states to ensure carve-ins are attached to existing Medicaid contracts
- Recent "wins" in OH and WA behavioral

#### LEVERAGE THE EXISTING PORTFOLIO > ACTIONABILITY > PRODUCT PENETRATION

#### **Opportunity Set Four: Penetration of Medicare Products in Medicaid Footprint**

Achieve growth in existing and additional counties through enhanced offering

# Opportunity

- Increase market share in existing markets
- Offer DSNP in 400+ Medicaid-only counties
- Leverage Medicaid operational infrastructure

# Actions

- File DSNP in 150 new counties in 2019
- Develop products with competitive features and supplemental benefits
- Price competitively, balance margin and membership
- Leverage broker relationships and footprint

#### LEVERAGE THE EXISTING PORTFOLIO > ACTIONABILITY > PRODUCT PENETRATION

#### **Opportunity Set Four: Penetration of Marketplace Products in Medicaid Footprint**

Drive Marketplace growth in existing and additional counties with focused products and pricing

# Opportunity Unique Marketplace product serving working poor Extension of, and priced off, Medicaid network Specialized broker channel specific to the Company's population

 Room to grow: Marketplace revenue previously \$4 billion gross in 2017

# Actions

- Tailor network unit cost to match pricing
- Refresh product suite
- Re-focus on high value metallic tiers
- Renew focus on outstanding broker relationships
- Intense analysis of pricing strategy vs. competitor position

#### LEVERAGE THE EXISTING PORTFOLIO > ACTIONABILITY > PRODUCT PENETRATION

# **Opportunity Set Four: Marketplace Profit Pool Illustration**

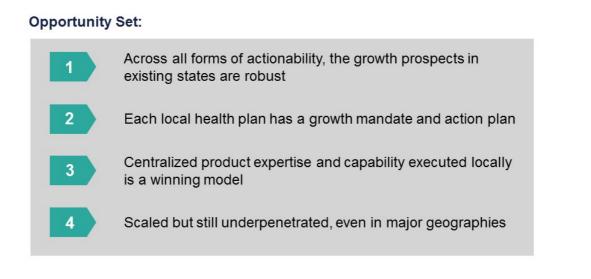
There are many possible paths to growing the profit pool longer-term

		Illustration	
		Scenario 1:	Scenario 2:
	Full Year 2019 Guidance	Margin Optimization	Market Share Gain
Premium Revenue (Net of Risk Adjustment)	~\$1.5B	~ \$2.4B	~ 3.8B
After-Tax Income	~\$165M	~ \$216M	~ \$235M
After-Tax Margin %	~11%	~ 9%	~ 6%



# Growth Lens Two: Geography...The "Where"

Geographic growth presents multiple opportunity sets



# Growth Lens Two: Geography...The "Where" (cont'd)

Each local health plan has a growth mandate and the opportunities are compelling



# Growth Lens Two: Geography... Case Studies

Washington and Illinois case studies are instructive

	Case Study		
Washington	Washington:		
	Von re-procurement		
	Increased Medicaid market share		
	Carved-in benefits		
	✓ Offered DSNP and Marketplace products		
Illinois	Illinois:		
	Von Re-procurement expanded footprint		
	Increased market share - bonus auto-assigns		
	✓ Carved-in benefits		
	Expanding MMP		



## Growth Lens Three: Growth Trajectory by Product Offering...The "What"

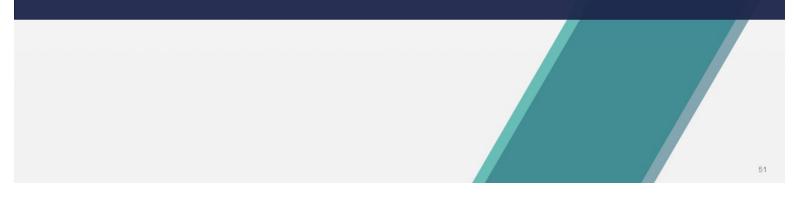
Even without new RFP wins, long-term growth trajectories by line of business are strong



1. Long-term premium revenue growth rates represent 3 - 5 year CAGR off 2019E Guidance

#### 

# Win New Territories



# Molina's Multi-Dimensional Growth Strategy Framework



# Win New Territories: 2020 Addressable Market

Remain selective in choosing new states to pursue



# Win New Territories: 2021 - 2022 Addressable Market

Remain selective in choosing new states to pursue



# Win New Territories: 2023 Addressable Market

Remain selective in choosing new states to pursue



## Win New Territories: Foreseeable Addressable Market is ~\$60 Billion

Will target opportunities based on probabilities of success



# Molina's Multi-Dimensional Growth Strategy Framework



# Win New Territories: Prioritizing Opportunities

Disciplined approach to selecting opportunities based on probability of success



# Molina's Multi-Dimensional Growth Strategy Framework



# Win New Territories: Winning Capabilities

Procurement is a technical sale; Molina has proven capabilities and solutions to win



## **Table Stake Capabilities**

- Member experience
- Provider experience
- Compliance excellence
- Low friction
- High quality and access to healthcare
- Managing high acuity members

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#### Innovation

- Long-term services and supports (LTSS)
- Complex care management
- PBM and Rx transparency
- Behavioral integration
- Social determinants of health
- Opioid use disorder

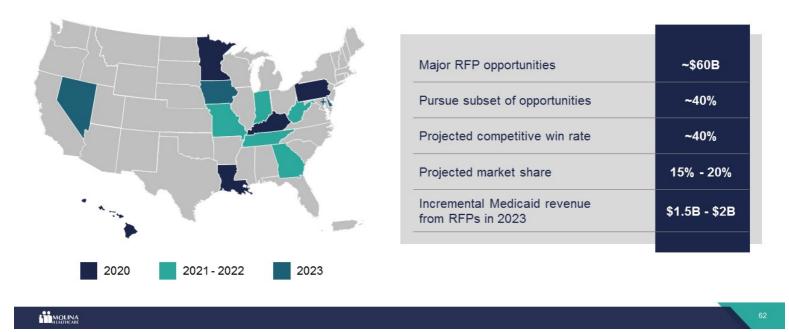
# **Molina's Value Proposition**

Partner of choice by delivering cost effective, reliable and seamless service



# Win New Territories: Reprocurement Pipeline

A conservative view of RFP success still drives incremental long-term revenue growth



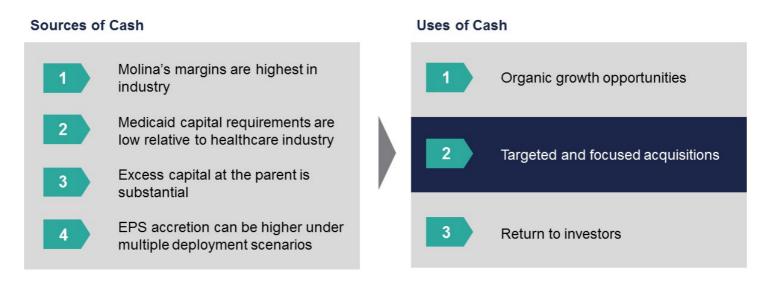
# Inorganic Growth Opportunities

# Molina's Multi-Dimensional Growth Strategy Framework



# Well-Positioned for Responsible Capital Deployment

Significant cash generation creates flexibility for deployment



# Capital Requirements and Capacity for Growth

Molina's strong cash flow make acquisitions actionable

Annual Capital Deployment Illustration	
Net income Full-Year 2019E	~\$700M
Statutory Capital Required for 10% Growth	~\$(150)M
Remaining Deployable Capital	~\$550M
Leverage	~2x
Levered Deployable Capital	~\$1.1B
Incremental Annual Revenue Potential at 0.5x Multiple	~\$2.0B

#### **Inorganic Growth Opportunities**

Focus on strategic fit, operational synergies and EPS accretion





Business model provides good revenue visibility into 2020

Growth Ranges		Assumptions	
		Growth in all three lines of business	
Premium Revenue	\$17.0B - \$17.3B	✓ Does not include new RFP wins	
		<ul> <li>Assumes steady state in Texas</li> </ul>	
% Growth	7% - 9%	V Premium yield ~2%	
		Volume and mix ~6%	
		✓ Health insurer fees not included	

Long-term, compound annual growth rates - average over time

Premium Revenue Growth	10% - 12%	
After-Tax Margin	3.8% - 4.2%	Additional upside could be provided
Net Income Growth	9% - 11%	through capital deployment
EPS Growth	12% - 15%	

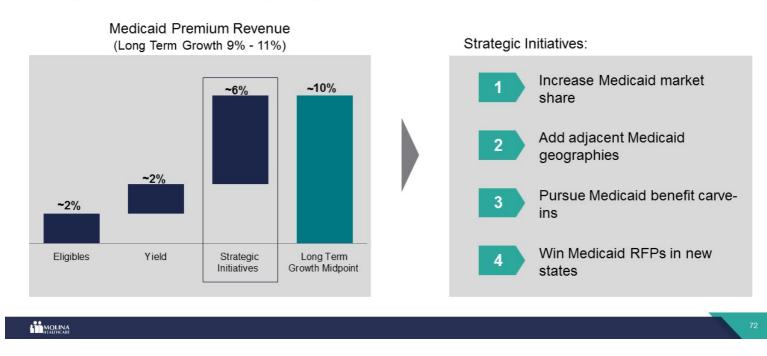
## **Outlook: Premium Revenue Growth by Line of Business**

Remain disciplined, as the opportunity is significant even without inorganic growth

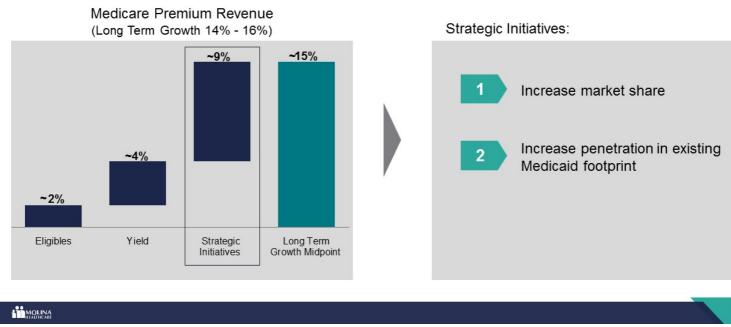


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Strategic initiatives that drive long-term growth in Medicaid

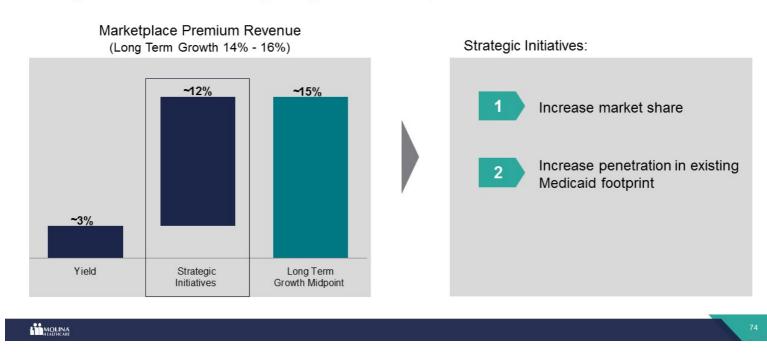


Strategic initiatives that drive long-term growth in Medicare



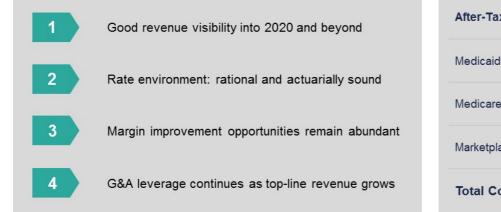
## **Outlook: Drivers of Long-Term Growth**

Strategic initiatives that drive long-term growth in Marketplace



Long-term after-tax margins are expected to be attractive

#### Assumptions



After-Tax Margin	2019 Guidance	3 - 5 Year Target
Medicaid	~3%	2.8% - 3.2%
Medicare	~6%	5.0% - 5.5%
Marketplace	~11%	8.5% - 9.5%
Total Company	4.1% - 4.3%	3.8% - 4.2%

# Outlook: Total Company Long-Term EPS Growth 3 to 5 Years

Excess cash at the parent of ~\$45 per share provides upside to outlook

Growth Ranges (Assumes no Acquisitions)	Included in EPS Growth of 12% - 15%
	Outlook generates ~\$4B of cash
Net Income Growth 9% - 11	℃ Outlook assumes ~35% of cash for share repurchase or ~300 bps of EPS accretion
	Debt to capitalization ratio maintained at ~45%
EPS Growth 12% - 15	5% Upside to EPS Growth of 12% - 15%
	Excess cash at the parent of ~\$45 per share provides potential for additional EPS accretion

# **Pivoting to Growth**

With margin recovery complete, sustainability well under way, pivot to growth has already begun













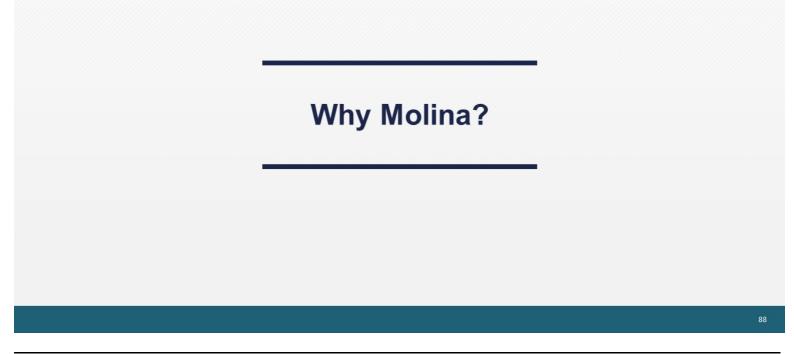


# Pam Sedmak Growth Prospects

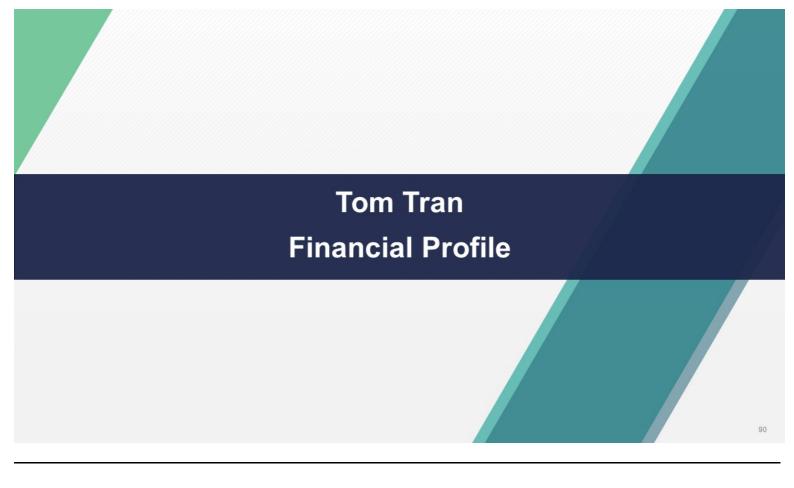








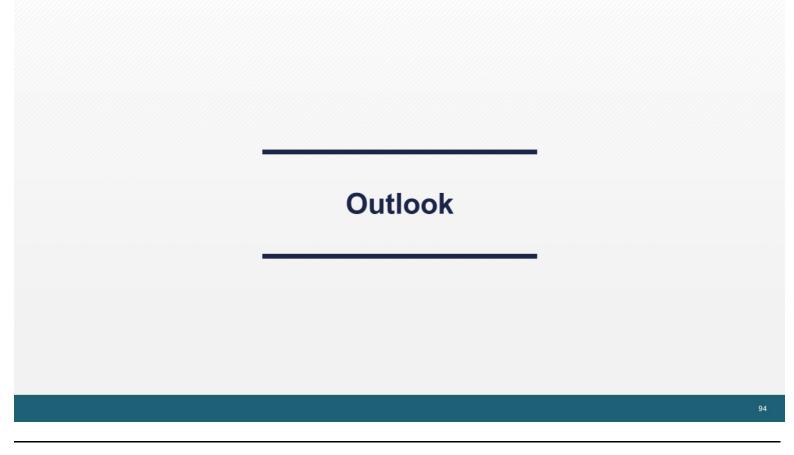














#### **Investment Thesis**

Focused on sustainable industry leading margins and double digit growth





97

# Reconciliation of Non-GAAP Financial Measures

# **Reconciliation of Non-GAAP Financial Measures**

### 2019 revised guidance as of 1Q19

	Low End	High End
Net Income	\$680M	\$710M
Adjustments:		
Depreciation, and Amortization of Intangible Assets and Capitalized Software	\$90M	\$90M
Interest Expense	\$90M	\$90M
Income Tax Expense	\$220M	\$230M
EBITDA	\$1,080	\$1,120