

Certification

The undersigned, as Chief Financial Officer of Optum Government Solutions, Inc. (the “Company”) hereby certifies to the Indiana Department of Administration, (the “Customer” or “State”) in connection with our proposal dated July 18, 2024 for Enterprise Decision Support Solutions (EDSS) services, submitted in response to the State’s Request for Proposal No. 24-78424 (the “RFP”) as follows:

1. I have taken personal responsibility for the thoroughness and correctness of any and all financial information supplied with this Proposal.
2. Respondent is a subsidiary of UnitedHealth Group Incorporated which is a publicly traded company and the Respondent is providing copies of UnitedHealth Group’s consolidated audited financial statement that include the financial results of the Respondent, as part of this Proposal. Additional financial information about UnitedHealth Group is attached.
3. In particular, I would draw your attention to the following portions of UnitedHealth Group’s most recent proxy statement with respect to the areas involving the separation of audit functions from corporate boards and board members, if any, the manner in which the organization assures board integrity, and the separation of audit functions and consulting services, as found in the Section of such proxy statement entitled “Corporate Governance”:

“Overview

UnitedHealth Group is committed to high standards of corporate governance and ethical business conduct. Important documents reflecting this commitment are listed below.

Corporate Governance Documents

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| ✓ Certificate of Incorporation | ✓ Code of Conduct: Our Principles of Ethics & Integrity |
| ✓ Bylaws | ✓ Related-Person Transactions Approval Policy |
| ✓ Principles of Governance | ✓ Board of Directors Communication Policy |
| ✓ Board of Directors Committee Charters | ✓ Political Contributions Policy |
| ✓ Standards for Director Independence | ✓ Corporate Environmental Policy |
| ✓ Director Conflict of Interest Policy | ✓ Nominating Advisory Committee Description |

Details about our corporate governance practices can be found in our annual reports at [unitedhealthgroup.com](https://www.unitedhealthgroup.com). We will also provide copies of any of these documents without charge upon written request to the Company’s Secretary to the Board of Directors. Our key corporate governance practices are highlighted below.

Board Structure and Shareholder Rights

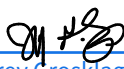
- All members of our Board of Directors are elected annually by our shareholders.

- Our Certificate of Incorporation provides that, in an uncontested election, each director must be elected by a majority vote. To address a provision in Delaware law that allows a director who has not been re-elected to remain in office until a successor is elected and qualified, we have a policy requiring any director who does not receive a greater number of votes “for” than “against” his or her election in an uncontested election to tender his or her resignation from the Board of Directors following certification of the shareholder vote.
- Our Bylaws provide eligible shareholders the right to include shareholder director nominees representing up to 20% of the Board in our proxy statement.
- Our Certificate of Incorporation and Bylaws do not have any supermajority shareholder approval provisions.
- We have a non-executive, independent Chair of the Board. If a future Chair of the Board is not independent, a Lead Independent Director will be appointed by a majority vote of the independent directors.

Board and Board Committee Composition and Performance

- All members of our Audit Committee are “audit committee financial experts” as defined by the Securities and Exchange Commission (“SEC”).
- A non-management director may not serve on more than three other public company boards of directors.
- Our directors are required to offer their resignations upon a change in their primary careers.
- Our Board of Directors and each Board committee regularly conduct executive sessions of non-management directors. Our Chair of the Board presides over each executive session of non-management directors. Committee Chairs preside over executive sessions of their respective committees.
- Our Board of Directors and Board committees have the authority to retain independent advisors.
- Our Board of Directors and Board committees conduct performance reviews annually.
- All directors are required to complete a specified level of director training.”

In Witness Whereof, I have signed this Certificate under oath and penalties of perjury this 16 day of July 2024.


 Jeffrey Grosklags (Jul 16, 2024 17:44 CDT)

Jeffrey Grosklags
 Corporate Vice President, Finance and Accounting