

Exhibit 5.2 – Projected Shares for New Health System

Shares of the Geographic Service Area for general acute care inpatient services were calculated using Calendar Year 2014 discharge data for all Tennessee and Virginia hospitals using the Tennessee Hospital Discharge Data System and the Virginia Health Information's patient level database system.

A list of hospitals physically located in the Geographic Service Area is provided below. In addition, the table lists the top ten (10) out-of-area hospitals that serve patients in the Geographic Service Area.

Hospital Name	City	State
Wellmont Health System		
Wellmont Hancock County Hospital	Sneedville	TN
Wellmont Hawkins County Memorial Hospital	Rogersville	TN
Mountain View Regional Medical Center	Norton	VA
Wellmont Lonesome Pine Hospital	Big Stone Gap	VA
Wellmont Bristol Regional Medical Center	Bristol	TN
Wellmont Holston Valley Medical Center	Kingsport	TN
Mountain State Health Alliance		
Dickenson Community Hospital	Clintwood	VA
Johnson County Community Hospital	Mountain City	TN
Quillen Rehabilitation Hospital	Johnson City	TN
Unicoi County Memorial Hospital, Inc.	Erwin	TN
Smyth County Community Hospital	Marion	VA
Russell County Medical Center	Lebanon	VA
Norton Community Hospital	Norton	VA
Sycamore Shoals Hospital	Elizabethton	TN
Woodridge Psychiatric Hospital	Johnson City	TN
Franklin Woods Community Hospital	Johnson City	TN
Indian Path Medical Center	Kingsport	TN
Johnston Memorial Hospital	Abingdon	VA
Johnson City Medical Center	Johnson City	TN
Other Hospitals in the Geographic Service Area		
Takoma Regional Hospital	Greeneville	TN
Carilion Tazewell Community Hospital	Tazewell	VA
Buchanan General Hospital	Grundy	VA
Wythe County Community Hospital	Wytheville	VA
Tennova Healthcare-Lakeway Regional Hospital	Morristown	TN
Tennova Healthcare-Newport Medical Center	Newport	TN
Laughlin Memorial Hospital, Inc.	Greeneville	TN
Clinch Valley Medical Center	Richlands	VA
Morristown-Hamblen Healthcare System	Morristown	TN
Top 10 Hospitals Outside Geographic Service Area Serving Geographic Service Area Patients		
University Of Tennessee Medical Center	Knoxville	TN
Carilion Medical Center	Dayton	VA

Hospital Name	City	State
Tennova Healthcare-Physicians Regional Medical Center	Knoxville	TN
Vanderbilt University Hospitals	Nashville	TN
University Of Virginia Medical Center	Charlottesville	VA
Fort Sanders Regional Medical Center	Knoxville	TN
Carilion New River Valley Medical Center	Christiansburg	VA
Peninsula Hospital	Louisville	TN
East Tennessee Children's Hospital	Knoxville	TN
Twin County Regional Hospital	Galax	VA

Below are the aggregated system shares for Mountain States, Wellmont, and both combined. These shares are based on the hospital discharges including MDCs 19 and 20.

System	Total	Share of Total Discharges
Mountain States	58,441	45.6%
Wellmont	35,075	27.4%
Other	34,584	27.0%

System	Total	Share of Total Discharges
New Health System	93,516	73.0%
Independent Competition	34,584	27.0%

In the two tables below, Wellmont hospitals are highlighted in blue and Mountain States hospitals are highlighted in green. There are a number of independent hospitals located in the Geographic Service Area and these are highlighted in orange. There are a number of hospitals located outside of the Geographic Service Area used by patients in the area; the top several of these hospitals are shown (without highlighting).

Hospital and health system shares were calculated using a denominator of the total number of discharges of residents in the Geographic Service Area. An individual hospital's share is its total discharges of residents from the Geographic Service Area divided by the total number of area discharges. Health system shares are calculated as the sum of all of its hospitals' shares.

To estimate the share that a given Wellmont (Mountain States) hospital accounts for of the combined system share, its total discharges are shown as a percentage of the combined systems' discharges. These percentages are shown in the column labeled Shares of Wellmont and Mountain States Discharges.

Shares were calculated for general acute care services excluding normal newborns (DRG 795) and including/excluding MDC 19 and 20 and for all payers.

A. Inpatient (Including MDCs 19 and 20)

Hospital Name	Hospital Affiliation	Total	Shares of Total Discharges	Shares of Wellmont and Mountain States Discharges
Total		128,100	100.0%	
Total GSA Hospitals		115,691	90.3%	
Total non-GSA Hospitals		12,409	9.7%	
Share Outside GSA		9.7%		
WELLMONT HANCOCK COUNTY HOSPITAL	Wellmont	181	0.1%	0.2%
WELLMONT HAWKINS COUNTY MEMORIAL HOSPITAL	Wellmont	1,025	0.8%	1.1%
MOUNTAIN VIEW REGIONAL MEDICAL CENTER	Wellmont	1,168	0.9%	1.2%
WELLMONT LONESOME PINE HOSPITAL	Wellmont	1,712	1.3%	1.8%
WELLMONT BRISTOL REGIONAL MEDICAL CENTER	Wellmont	14,158	11.1%	15.1%
WELLMONT HOLSTON VALLEY MEDICAL CENTER	Wellmont	16,831	13.1%	18.0%
DICKENSON COMMUNITY HOSPITAL	Mountain States	5	0.0%	0.0%
JOHNSON COUNTY COMMUNITY HOSPITAL	Mountain States	14	0.0%	0.0%
QUILLEN REHABILITATION HOSPITAL	Mountain States	491	0.4%	0.5%
UNICOI COUNTY MEMORIAL HOSPITAL, INC.	Mountain States	760	0.6%	0.8%
SMYTH COUNTY COMMUNITY HOSPITAL	Mountain States	1,779	1.4%	1.9%
RUSSELL COUNTY MEDICAL CENTER	Mountain States	1,957	1.5%	2.1%
NORTON COMMUNITY HOSPITAL	Mountain States	3,132	2.4%	3.3%
SYCAMORE SHOALS HOSPITAL	Mountain States	3,438	2.7%	3.7%
WOODRIDGE PSYCHIATRIC HOSPITAL	Mountain States	4,337	3.4%	4.6%
FRANKLIN WOODS COMMUNITY HOSPITAL	Mountain States	5,160	4.0%	5.5%
INDIAN PATH MEDICAL CENTER	Mountain States	5,972	4.7%	6.4%
JOHNSTON MEMORIAL HOSPITAL	Mountain States	8,182	6.4%	8.7%
JOHNSON CITY MEDICAL CENTER	Mountain States	23,214	18.1%	24.8%
CARILION TAZEWELL COMMUNITY HOSPITAL	Other	546	0.4%	
BUCHANAN GENERAL HOSPITAL	Other	1,048	0.8%	
WYTHE COUNTY COMMUNITY HOSPITAL	Other	1,809	1.4%	
TENNOVA HEALTHCARE-LAKEWAY REGIONAL HOSPITAL	Other	1,830	1.4%	
TENNOVA HEALTHCARE-NEWPORT MEDICAL CENTER	Other	2,028	1.6%	
TAKOMA REGIONAL HOSPITAL	Other	2,452	1.9%	
LAUGHLIN MEMORIAL HOSPITAL, INC.	Other	3,230	2.5%	
CLINCH VALLEY MEDICAL CENTER	Other	4,131	3.2%	
MORRISTOWN-HAMBLÉN HEALTHCARE SYSTEM	Other	5,101	4.0%	
UNIVERSITY OF TENNESSEE MEDICAL CENTER	Other	1,766	1.4%	
CARILION MEDICAL CENTER	Other	1,228	1.0%	
TENNOVA HEALTHCARE-PHYSICIANS REGIONAL	Other	1,047	0.8%	
VANDERBILT UNIVERSITY HOSPITALS	Other	874	0.7%	
UNIVERSITY OF VIRGINIA MEDICAL CENTER	Other	869	0.7%	
All Other		6,625	5.2%	

B. Inpatient (Excluding MDCs 19 and 20)

Hospital Name	Hospital Affiliation	Total	Shares of Total Discharges	Shares of Wellmont and Mountain States Discharges
Total		119,282	100.0%	
Total GSA Hospitals		108,392	90.9%	
Total Non-GSA Hospitals		10,890	9.1%	
Share Outside GSA		9.1%		
WELLMONT HANCOCK COUNTY HOSPITAL	Wellmont	179	0.2%	0.2%
WELLMONT HAWKINS COUNTY MEMORIAL HOSPITAL	Wellmont	1,012	0.8%	1.2%
MOUNTAIN VIEW REGIONAL MEDICAL CENTER	Wellmont	1,160	1.0%	1.3%
WELLMONT LONESOME PINE HOSPITAL	Wellmont	1,704	1.4%	2.0%
WELLMONT BRISTOL REGIONAL MEDICAL CENTER	Wellmont	13,000	10.9%	15.0%
WELLMONT HOLSTON VALLEY MEDICAL CENTER	Wellmont	16,773	14.1%	19.4%
DICKENSON COMMUNITY HOSPITAL	Mountain States	5	0.0%	0.0%
JOHNSON COUNTY COMMUNITY HOSPITAL	Mountain States	14	0.0%	0.0%
WOODRIDGE PSYCHIATRIC HOSPITAL	Mountain States	32	0.0%	0.0%
QUILLEN REHABILITATION HOSPITAL	Mountain States	491	0.4%	0.6%
UNICOI COUNTY MEMORIAL HOSPITAL, INC.	Mountain States	757	0.6%	0.9%
RUSSELL COUNTY MEDICAL CENTER	Mountain States	1,313	1.1%	1.5%
SMYTH COUNTY COMMUNITY HOSPITAL	Mountain States	1,753	1.5%	2.0%
NORTON COMMUNITY HOSPITAL	Mountain States	3,120	2.6%	3.6%
SYCAMORE SHOALS HOSPITAL	Mountain States	3,167	2.7%	3.7%
FRANKLIN WOODS COMMUNITY HOSPITAL	Mountain States	5,138	4.3%	5.9%
INDIAN PATH MEDICAL CENTER	Mountain States	5,939	5.0%	6.9%
JOHNSTON MEMORIAL HOSPITAL	Mountain States	8,123	6.8%	9.4%
JOHNSON CITY MEDICAL CENTER	Mountain States	22,983	19.3%	26.5%
CARILION TAZEWELL COMMUNITY HOSPITAL	Other	543	0.5%	
BUCHANAN GENERAL HOSPITAL	Other	1,041	0.9%	
WYTHE COUNTY COMMUNITY HOSPITAL	Other	1,801	1.5%	
TENNOVA HEALTHCARE-LAKEWAY REGIONAL HOSPITAL	Other	1,820	1.5%	
TENNOVA HEALTHCARE-NEWPORT MEDICAL CENTER	Other	2,011	1.7%	
TAKOMA REGIONAL HOSPITAL	Other	2,270	1.9%	
LAUGHLIN MEMORIAL HOSPITAL, INC.	Other	3,225	2.7%	
CLINCH VALLEY MEDICAL CENTER	Other	4,102	3.4%	
MORRISTOWN-HAMBLEN HEALTHCARE SYSTEM	Other	4,916	4.1%	
UNIVERSITY OF TENNESSEE MEDICAL CENTER	Other	1,764	1.5%	
CARILION MEDICAL CENTER	Other	1,159	1.0%	
TENNOVA HEALTHCARE-PHYSICIANS REGIONAL	Other	1,045	0.9%	
UNIVERSITY OF VIRGINIA MEDICAL CENTER	Other	862	0.7%	
VANDERBILT UNIVERSITY HOSPITALS	Other	856	0.7%	
All Other		5,204	4.4%	