

April 2024 Board Meeting Handouts

10C. Seven Hills Pharmacy

NEVADA STATE BOARD OF PHARMACY

985 Damonte Ranch Parkway, Suite 206 - Reno, NV 89521 - (775) 850-1440

Pharmacy Application**Non-Refundable \$500.00 Fee**

Rev (8/02/2022)

Facility Location	Application Type (check all applicable)	Pharmacy Type (check all applicable)	Services the Pharmacy will Provide (check all applicable)
<input type="checkbox"/> Nevada <input checked="" type="checkbox"/> Out-of-State	<input checked="" type="checkbox"/> New Pharmacy <input type="checkbox"/> Ownership Change* <input type="checkbox"/> Location Change* <input type="checkbox"/> Name Change* * If making a change, provide license #: PH _____	<input checked="" type="checkbox"/> Retail/Community <input type="checkbox"/> Hospital (# beds _____) <input type="checkbox"/> Internet <input type="checkbox"/> Nuclear <input type="checkbox"/> Other:	<input checked="" type="checkbox"/> Retail/Community <input type="checkbox"/> Non-sterile Compounding <input type="checkbox"/> Sterile Compounding <input checked="" type="checkbox"/> Mail-Order Service <input type="checkbox"/> Off-site Cognitive Services <input type="checkbox"/> Long Term Care <input type="checkbox"/> Hospital <input type="checkbox"/> Other:
Days of Operation		Ownership Type (check applicable box)	
<input checked="" type="checkbox"/> Monday <input checked="" type="checkbox"/> Tuesday <input checked="" type="checkbox"/> Wednesday <input checked="" type="checkbox"/> Thursday	<input checked="" type="checkbox"/> Friday <input type="checkbox"/> Saturday <input type="checkbox"/> Sunday <input type="checkbox"/> Holidays	<input type="checkbox"/> Publicly Traded (complete sections 1, 2, 3, 4, 5, 9, 10, 11, 12) <input checked="" type="checkbox"/> Non-Publicly Traded (complete sections 1, 2, 3, 4, 6, 9, 10, 11, 12) <input type="checkbox"/> Partnership (complete sections 1, 2, 3, 4, 7, 9, 10, 11, 12) <input type="checkbox"/> Sole Owner (complete sections 1, 2, 3, 4, 8, 9, 10, 11, 12)	

Section 1: General Information

Pharmacy Name: Seven Hills Pharmacy, LLC
 Physical Address: 2722 E. Kemper Rd
 City: Sharonville State: OH Zip: 45241
 Mailing Address (if different from physical address): same
 City: _____ State: _____ Zip: _____
 Telephone: 513-771-0367 Toll Free # (NAC 639.708, NRS 639.23286): 844-643-0169
 Fax: 513-771-0369 Contact Email: compliance@truepill.com
 Website: N/A
 Nevada Business License # (if applicable) N/A
 Supervising/Managing Pharmacist Name (NRS 639.220): Christopher Spitzer
 Supervising/Managing Pharmacist NV Pharmacist Registration #: 21780

Section 2: List all Nevada Registered Pharmacist(s) that will be Providing Pharmacy Services in/into Nevada for the pharmacy (NRS 639.100, NRS 639.015) (Use a separate piece of paper if additional space is needed.)

Name: <u>Christopher Spitzer</u>	NV Pharmacist Registration #: <u>21780</u>
Name: <u>Christopher Gibson</u>	NV Pharmacist Registration #: <u>22645</u>
Name: _____	NV Pharmacist Registration #: _____
Name: _____	NV Pharmacist Registration #: _____
Name: _____	NV Pharmacist Registration #: _____
Name: _____	NV Pharmacist Registration #: _____
Name: _____	NV Pharmacist Registration #: _____
Name: _____	NV Pharmacist Registration #: _____
Name: _____	NV Pharmacist Registration #: _____
Name: _____	NV Pharmacist Registration #: _____

Section 3: History of Company

	Yes	No
1. Has the corporation, any owner(s), shareholder(s) or partner(s) with any interest, ever been charged, or convicted of a felony or gross misdemeanor (including by way of a guilty plea or no contest plea)?		✓
2. Has the corporation, any owner(s), shareholder(s) or partner(s) with any interest, ever been denied a license, permit or certificate of registration from any jurisdiction?		✓
3. Has the corporation, any owner(s), shareholder(s) or partner(s) with any interest, ever been subject of an administrative action, board citation, cite fine, or proceeding relating to the pharmaceutical industry?	✓	
4. Has the corporation, any owner(s), shareholder(s) or partner(s) with any interest, ever been found guilty, pled guilty or entered a plea of nolo contendere to any offense federal or state, related to controlled substances?		✓
5. Has the corporation, any owner(s), shareholder(s) or partner(s) with any interest, ever surrendered a license, permit or certificate of registration voluntarily or otherwise (other than upon voluntary close of a facility)?		✓

If you marked YES to any of the number questions (1-5) above, a signed statement of explanation must be attached. Copies of any documents that identify the circumstance or contain an order, agreement or other disposition is required.

Section 4: Are any of the owners a health professional (i.e. Practitioner as defined by NRS 639.0125, Advanced Practice Registered Nurse, Physician's Assistant, Physical Therapist, Occupational Therapist, Registered Nurse, Respiratory Therapist, etc.)? If yes, please provide the name(s) of the owner(s), their credentials and their percent ownership. Write NA if not applicable. NRS 639.232. (Use a separate piece of paper if additional space is needed.)

Name: <u>N/A</u>	Credentials: _____	%: _____
Name: _____	Credentials: _____	%: _____
Name: _____	Credentials: _____	%: _____
Name: _____	Credentials: _____	%: _____
Name: _____	Credentials: _____	%: _____

- The Board shall not issue a license to conduct a pharmacy:
 - To any practitioner; or
 - To any partnership, corporation, or association in which a practitioner has a controlling interest or owns more than 10 percent of the available stock.
- This section does not:
 - Apply to a hospital pharmacy or a health maintenance organization which holds a certificate of authority under chapter 695C of NRS.
 - Prohibit ownership by a practitioner of a building in which a pharmacy is located, if space for the pharmacy is rented at the prevailing rate.

Section 5: Publicly Traded Corporation

State of Incorporation: N/A

Parent Company (if any): _____

Corporation Name: _____

Mailing Address: _____

City: _____ State: _____ Zip: _____

Telephone: _____ Email: _____

Contact Person Name: _____

Date of SEC Registration:	SEC Registration Number:	Stock Exchange Symbol:
---------------------------	--------------------------	------------------------

Does the number of stockholders/shareholders of the corporation exceed four? NRS 639.231 ☐ Yes ☐ No

Section 6: Non-Publicly Traded Corporation or Company

State of Incorporation/Organization: DE

Parent Company (if any): Postmeds, Inc.

Corporation/Organization Name: Seven Hills Pharmacy LLC

Mailing Address: 2722 E. Kemper Rd

City: Sharonville State: OH Zip: 45241

Telephone: 650-353-5495 Email: compliance@truepill.com

Contact Person Name: Quynh Do

Does the number of stockholders/shareholders of the corporation or members exceed four? NRS 639.231 ☐ Yes ☒ No

Section 7: Partnership

Partnership Name: N/A

Mailing Address: _____

City: _____ State: _____ Zip: _____

Telephone: _____ Email: _____

Contact Person Name: _____

Please check type of partnership (NAC 639.214) ☐ General ☐ Limited

Does the number of partners or members of the partnership exceed four? NRS 639.231 ☐ Yes ☒ No

Section 8: Sole Owner

Owner's Name: N/A

Business Name: _____

Business Address: _____

City: _____ State: _____ Zip: _____

Telephone: _____ Email: _____

Section 9: Statement of Responsibility - MUST BE COMPLETED by an Authorized Person (NAC 639.945)

Statement of Responsibility

1. I am the Co-Manager (title) for Seven Hills Pharmacy, LLC (name of Pharmacy) and in that capacity, I am authorized to speak on the Pharmacy's behalf.
2. I understand and acknowledge that any owner(s), shareholder(s), member(s), or partner(s) may be responsible for any violations of pharmacy law that may occur in the Pharmacy owned by such owner(s), shareholder(s), member(s), or partner(s).
3. I further understand and acknowledge that any owner(s), shareholder(s), member(s), or partner(s) may be named in any action taken by the Nevada State Board of Pharmacy against the Pharmacy.
4. I further understand and acknowledge that any owner(s), shareholder(s), member(s), or partner(s) cannot require or permit the pharmacist(s) in said Pharmacy to violate any provision of local, state, or federal laws or regulations pertaining to the practice of pharmacy.
5. I further understand and acknowledge that Nevada law requires that each pharmacist engaged in providing pharmacy services into Nevada is licensed by the Nevada State Board of Pharmacy (NRS 639.100).

Paul Greenall

Print Name of Authorized Person

DocuSigned by:

Paul Greenall

F716F9B604924A4

Original signature of Authorized Person (copies or stamps not accepted)

4/4/2024

Date

Section 10: Affidavit for Pharmacies- MUST BE COMPLETED by pharmacies NOT CURRENTLY PERFORMING Sterile Compounding

Affidavit for Pharmacy License

I, Paul Greenall hereby certify that the assertions in this Affidavit are true and correct to the best of my knowledge and belief, and state as follows:

1. I am the Co-Manager (title) for Seven Hills Pharmacy, LLC (name of Pharmacy) and in that capacity, I am authorized to speak on the Pharmacy's behalf.
2. I certify that upon licensure, the Pharmacy will not perform sterile compounding or ship sterile compounds into Nevada.
3. I understand and acknowledge that the Pharmacy and any of its staff members may be subject to discipline by the Board if the Pharmacy performs sterile compounding or ships any sterile compounds into Nevada without first obtaining written authorization from the Board to do so.
4. I certify that if the Pharmacy makes the decision to perform sterile compounding or to ship any sterile compounds into Nevada, the Pharmacy, through an authorized representative, will first notify the Board via a written request, and obtain written approval to perform sterile compounding or to ship any sterile compounds into Nevada.
5. I understand that if the Pharmacy seeks approval to perform sterile compounding or to ship any sterile compounds into Nevada, an authorized representative of the Pharmacy may be required to appear before the Board to answer questions before such approval is granted.

FURTHER YOUR AFFIANT SAYETH NAUGHT.

DocuSigned by:
Paul Greenall
F716F9B604924A4...
Signature


SUBSCRIBED AND SWORN TO
Before me, a notary public this _____ day of _____, 20____

Notary Public

I certify under penalty of perjury that the information contained in this application is accurate, true and complete in all material respects. I understand that making any false representation in this application is a crime under NRS 639.281. I understand that, pursuant to NRS 239.010, this entire application and any portion thereof is a public record unless otherwise declared confidential by law, and will be considered by the Nevada State Board of Pharmacy at a public meeting pursuant to NRS 241.020. In the event this application is approved I agree to comply with all applicable federal and state statutes and regulations governing this license or registration and understand that any violation may result in discipline.

Paul Greenall

Print Name of Authorized Person Submitting Application (If the applicant is a partnership or corporation, the application must be signed by a partner or by an officer of the corporation). NAC 639.215

DocuSigned by:

F710F9B004924A4...

Original signature of Authorized Person (copies or stamps not accepted)

4/4/2024

Date

Board Use Only	Date Received: _____	Amount: _____
----------------	----------------------	---------------

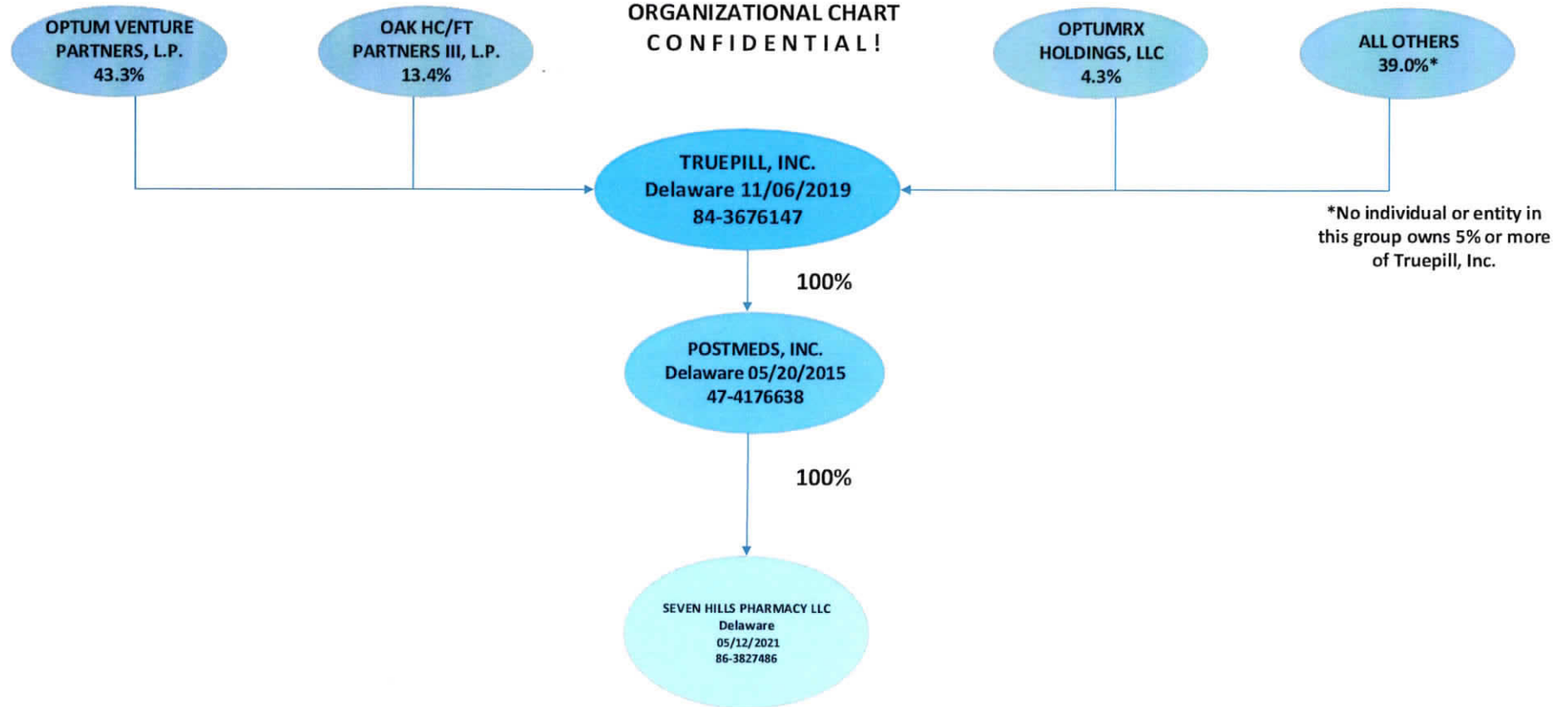
List of Managers

1) Paull Greenall – Manager – DOB: [REDACTED] - [REDACTED]

2) Aaron Wurst – Manager - DOB: [REDACTED] - [REDACTED]

03/13/2024

SEVEN HILLS PHARMACY LLC
ORGANIZATIONAL CHART
CONFIDENTIAL!



This organizational chart was prepared by Truepill, Inc.'s Legal Team and may not be distributed to third parties without prior approval. For further information, please reach out to entities@truepill.com

Truepill, Inc.
3121 Diablo Ave.
Hayward, CA 94545



State of Ohio Board of Pharmacy

77 South High Street, 17th Floor, Columbus, Ohio 43215-6126

(614) 466-4143 | Fax (614) 752-4836 | <http://www.pharmacy.ohio.gov>

License 0232000312

Seven Hills Pharmacy Llc

2722 E Kemper Rd
Sharonville, OH 45241-1818
Hamilton County

Terminal - Pharmacy - Category 3

Outpatient Pharmacy Inspection

November 7, 2022



License 0232000312 - Seven Hills Pharmacy Llc

Full

State of Ohio Board of Pharmacy

77 South High Street, 17th Floor, Columbus, Ohio 43215-6126
 (614) 466-4143 | Fax (614) 752-4836
<http://www.pharmacy.ohio.gov>

Completed by Sharon Shields

Start 11/7/2022 9:06 AM

End 11/7/2022 11:48 AM

Organization

Name Seven Hills Pharmacy Llc	License Type Terminal - Pharmacy - Category 3	Category
License Number 0232000312	Business Type II - Independent Community Retail (1 Outlet)	DEA Number
Responsible Person Christopher Spitzer, R.Ph.	Hours of Operation M-F 9a-5p; Sat/Sun closed	

Contact

Address 2722 E Kemper Rd Sharonville, OH 45241-1818 Hamilton County	Primary Number [REDACTED]	Fax Number (513) 771-0369	Website
---	-------------------------------------	-------------------------------------	----------------

Personnel

<u>Name</u>	<u>Initials</u>	<u>Position</u>	<u>I.D. No.</u>	<u>Phone</u>	<u>Email</u>
Christpoher Gibson, R.Ph.		Pharmacist	03236967		
Lisa Beth Klein		Certified Pharmacy Technician	09305487	[REDACTED]	[REDACTED]
Christopher Spitzer, R.Ph.		Responsible Person	03236754		

1) Initial Inspection Information

3) What is the name and current version of the dispensing software being used by the pharmacy?

Observation

Pharmacy uses both Pioneer and TruePill operating system. Operating systems are client specific in their use. Pharmacy is phasing out use of Pioneer.

5) Facility description

Observation

Facility is a retail pharmacy servicing the patients of various online prescriber entities. Pharmacy has the ability to serve the community (walk-in patient). Pharmacy does not accept insurance. Pharmacy has limited drug stock. Pharmacy processes approximately 150 prescriptions per day. Pharmacy employs two pharmacists and one certified pharmacy technician. Pharmacy ships prescriptions to patients in Ohio and in other states using USPS, UPS, and FedEx.

2) * Licensing, Responsible Person and DEA Registration

1) Have there been any changes in the facility's ownership, business name or trade name, category, or address without submitting a new application to the Board?

No

2) Does the responsible person match what is indicated in eLicense?

Yes

3) Does the pharmacy have a valid registration issued by the Drug Enforcement Administration?

Yes

Observation

FS1293884 expires 2/28/2025

3) * Minimum Standards

1) Does the pharmacy have internet access to current federal and state laws, regulations, and rules governing the legal distribution of drugs in Ohio?

Yes

2) Does the pharmacy have access to the telephone number of a poison control center?

Yes

3) Are the pharmacy's hours publicly posted?

Yes

4) Are all pharmacy staff wearing name tags/badges that include the employee's job title?

Yes

7) Are the library and equipment housed in a suitable, well-lit and well-ventilated room or department and maintained in a clean, sanitary and orderly condition?

Yes

8) Are areas where drugs and devices are stored and prepared dry, well-lit, well-ventilated, and maintained in a clean, sanitary and orderly condition?

Yes

9) Are storage areas maintained at temperatures and conditions which will ensure the integrity of the drug stock?

Yes

4) Personnel

1) Are staff working at the pharmacy properly licensed/registered with the Board?

Yes

5) Are certified pharmacy technicians working within their applicable scope of practice?

Yes

8) Are pharmacy support personnel working within their permitted scope?

Not Applicable - No support personnel working or employed during inspection.

ObservationList of support personnel responsibilities: www.pharmacy.ohio.gov/supportres**OAC 4729:3-1-01 (Z)**

(1) An individual employed or performing contracted services at a location licensed as a terminal distributor of dangerous drugs, trained to perform clerical duties associated with the practice of pharmacy, including pricing, cashiering, drug purchasing, delivering, scheduling deliveries, answering non-professional telephone inquiries, transportation of dispensed medications within a hospital, documenting and processing third-party billing information for reimbursement, or any other activity as determined by the board.

(2) An individual contracted by a terminal distributor of dangerous drugs to perform drug inventories.

(3) Except for those responsible for the delivery of dangerous drugs, support personnel shall not have unsupervised access to dangerous drugs.

(4) Support personnel shall not perform the tasks of a pharmacist, pharmacy intern, certified pharmacy technician, registered pharmacy technician, or pharmacy technician trainee.

(5) Support personnel may have access to or retrieve information from patient records, including a database or patient profile to perform clerical duties associated with the practice of pharmacy. Support personnel shall not enter prescription information into a patient profile.

(6) Support personnel may perform the following:

(a) Transporting dangerous drugs from a loading dock, warehouse or other area that receives shipments from a licensed wholesaler or other person licensed in accordance with section 4729.52 of the Revised Code; and

(b) Stocking and retrieving from inventory non-controlled dangerous drugs that are not dispensed by the pharmacy.

(7) The terminal distributor of dangerous drugs shall be responsible for ensuring all support personnel comply with state and federal requirements to ensure the confidentiality of patient health records.

(8) Stocking of automated drug dispensing units and floor stock with intravenous fluids that are non-controlled dangerous drugs and are not dispensed by an institutional pharmacy.*

(9) Overwrapping/placing in plastic dangerous drugs that have been compounded or dispensed (i.e. appropriately labeled) by a terminal distributor of dangerous drugs.*

(10) Entering demographic and insurance information into a patient's profile.*

10) Drug Purchases

1) Does the licensee maintain complete and accurate records of drugs purchased?

Yes

Observation

Wholesalers:

- McKesson
- TopRx
- KeySource
- Anda

2) Has the licensee performed and documented an annual query of eLicense prior to purchasing drugs at wholesale?

Yes

11) * Security, Control, and Storage of Dangerous Drugs**1) Is a pharmacist providing supervision of the dangerous drugs, hypodermics, D.E.A. controlled substance order forms, and all records relating to the distribution of dangerous drugs in the pharmacy?**

Yes

3) Are all dangerous drugs, controlled substances, and hypodermics that are delivered onto the premises of the store or business are immediately placed and secured in the pharmacy under the physical control?

Yes

4) Are there any unauthorized persons present in the pharmacy?

No

7) Can the pharmacy be secured by a physical barrier or alarm system?

Yes

Observation

The only change to the barricade since March 2022 inspection was the replacement of the garage-style door. Door was replaced with a metal roll down bay-style door. Door is secured by the alarm system. No other changes to the barricade have been made since inspection in March 2022. Barricade is adequate.

8) Is a licensed pharmacist the only person with access to keys or other methods for accessing the pharmacy?

Yes

10) Does the pharmacy have a secure area only accessible by pharmacists for customers to deposit new or refill prescription orders when the pharmacy is closed?

No - Not applicable

11) Does the pharmacy maintain dangerous drugs or hypodermics outside of the confines of the pharmacy?

No

12) Does the pharmacy provide services by means of a secured drive-through facility?

No

12) Temperature Controls**1) Are refrigerators and/or freezers used for the storage of drugs maintained at the proper temperature?**

Yes

Observation

Pharmacy has one refrigerator for vaccine storage. Pharmacy uses TempAlert to monitor the temperature of the refrigerator. Observed refrigerator to be at appropriate temperature. Pharmacy does not have vaccine stock or any refrigerator/freezer drug stock on site at the time of inspection.

2) Does the pharmacy have a policy to respond to any out of range individual temperature readings or excursions to ensure the integrity of stored drugs?

Yes

3) Are refrigerators and freezers use for the storage of drugs free of food or beverage products?

No

13) *Theft or Significant Loss of Drugs and Drug Documents

1) Has the licensee experienced any theft or significant loss of any dangerous drugs in the past twenty-four months?

No

3) REMINDER: Theft or significant loss of dangerous drugs and drug documents.Observation****REMINDER****

A licensee is required to report to the the Board and law enforcement authorities of any theft or significant loss of dangerous drugs (controlled and non-controlled prescription drugs) immediately upon discovery of the theft or significant loss. This includes dangerous drugs in transit that were either shipped from or to a prescriber, terminal distributor, or drug distributor.

A licensee is required to report, immediately upon discovery, to the Board and law enforcement authorities any theft or loss of uncompleted prescription blank(s) used for writing a prescription, D.E.A. controlled substance order forms (Form 222), written prescription order(s) not yet dispensed, and original prescription order(s) that have been dispensed.

For more information on reporting, visit: www.pharmacy.ohio.gov/theft

14) * Controlled Substance Inventory**1) Does the licensee conduct an annual inventory of controlled substances?**

Yes

Observation

Pharmacy does not have any controlled substance drug stock on site at the time of inspection.

OAC 4729:5-3-07

All Category III licensees must complete an annual inventory even if drugs are not on-site (zero balance). Records of inventories must be maintained for at least three years. Inventories must follow the process for conducting a DEA controlled substance inventory.

16) Drug Collection Receptacles**1) Does the pharmacy operate a drug take back program (i.e. collection receptacle)?**

No

17) Drug Samples**1) Does the pharmacy have sample drugs as part its inventory?**

No

23) Return to Stock**4) Does the pharmacy use delivery agents?**

Yes - Compliant

Observation

Pharmacy uses USPS, UPS, and FedEx. Pharmacy does not return any delivered drugs back to stock for redispensing. All drug stock returned from delivery agents are sent to Inmar for destruction.

8) REMINDER: The contents of a prescription vial or container shall not be returned to the manufacturer's stock bottle.Observation

REMINDER: The contents of a prescription vial or container shall not be returned to the manufacturer's stock bottle.

OAC 4729:5-5-22 (B)(4)

25) Customized Medication Packaging (Adherence Packaging)**1) Does the pharmacy dispense customized patient medication packages (sometimes referred to as adherence packaging)?**

No

27) Charitable Pharmacies**1) Is this pharmacy a charitable pharmacy?**

No

31) *Expired/Adulterated Drugs**2) Are there expired/adulterated drugs present in the licensee's active drug stock?**

No

33) Prescription Pick-Up Station**1) Does the pharmacy accept prescriptions from pick-up stations or other intermediaries?**

No

39) Drug Repository Program**1) Does this pharmacy operate a drug repository program?**

No

40) Temporary Removal of Drugs**1) Does the licensee engage in the temporary off-site storage of dangerous drugs?**

No

46) Substance Abuse and Mental Health Resources for Healthcare Professionals**1) Substance Abuse and Mental Health Resources for Healthcare Professionals**Observation

The healthcare profession is not immune to substance use disorder and mental health conditions. Such medical conditions impair a healthcare professional's competency, ability, and judgment. Substance use disorder and/or mental health conditions that are left untreated may not only cause a healthcare professional to risk their career, but may also endanger the life of a patient.

These medical conditions can be effectively treated, and it is possible for healthcare professionals that are in treatment or recovery to return to practice.

The State of Ohio Board of Pharmacy encourages all healthcare professionals who may be struggling with substance use disorder or mental health condition to seek help. The following are resources that can assist healthcare professionals in getting help: (the resources listed here are for informational purposes only and do not constitute an endorsement by the State of Ohio Board of Pharmacy. They do not represent a complete list of the resources available)

Ohio Careline 1-800-720-9616, emotional support, with referral to other resources if needed.

Crisis text line, text "4hope" to 741 741 to speak with a crisis counselor.

Treatment Bridge 1-877-275-6364, for addiction and mental health services.

National Suicide prevention dial 988, or call 1-800-273-8255.

Ohio Domestic Violence Network 1-800-934-9840

Pharmacist Rehabilitation Organization (www.ohiopros.org) for pharmacists and pharmacy interns.

Ohio Physicians Health Program (www.ophp.org)

50) Inspection Affirmation**1) Inspection Affirmation**Observation

As the person in charge at the time of this inspection, I affirm that I have reviewed this inspection report with the Specialist/Agent/Inspector, and understand its content.

If this inspection report requires a written response, I understand, per OAC 4729:5-3-03, that either of the following must be submitted to the State of Ohio Board of Pharmacy within 30 days of this inspection:

(1) The action(s) the licensee or applicant has taken to correct the violation(s) and the date of implementation of the corrective action(s); or

(2) An explanation disputing the observed violations.

I understand that if I am not the responsible person documented on this site's Ohio terminal distributor of dangerous drugs license, I will ensure the responsible person is provided a complete copy of this inspection report in a timely manner.

I further acknowledge that a written response does not release the licensee listed in this inspection report from potential disciplinary action.

Responses must be either emailed (with a copy of the inspection report) to writtenresponse@pharmacy.ohio.gov or mailed to 77 South High Street, 17th Floor, Columbus, Ohio 43215.

Summary

No Issue Found

Reviewed by Christopher Spitzer, R.Ph.



(signature)

License Look Up

4/5/2024 11:27 AM

Seven Hills Pharmacy LLC

License Number	0232000312
Status	Active
Sub-Status	
Board	Board of Pharmacy
License Type	Terminal - Pharmacy - Category 3
License Issue Date	03/22/2022
License Expiration Date	03/31/2025
License Effective Date	04/01/2023
Street Address	2722 E Kemper Rd
City	Sharonville
State	OH
Zipcode	45241-1818
Country	United States
Board Action	No

Supervised By:

Supervisor Name	Supervisor License	Status	Start Date	End Date
CHRISTOPHER SPITZER	03236754	Active	Mon Jan 03 00:00:00 GMT 2022	

Current date & time: 4/5/2024 11:27 AM

Disclaimer: The Joint Commission and NCQA consider on-line status information as fulfilling the primary source verification requirement for verification of licensure in compliance with their respective credentialing standards.

Truepill
CA old license PHY 56100
ME old license MO40002429
NC old license 13413
LA license PHY.007761-NR
KS license 22-117859
DEA license FP6189725
AL license 114861
PA license NP000931
AK license 166601

Alaska Board of Pharmacy

The Alaska Board issued the pharmacy a Consent Order of Discipline effective **February 15, 2024** resolving alleged violations of the Alaska Pharmacy Practice Act stemming from disciplinary actions by proper licensing authority of another state. As per the terms of the Consent Order, Pharmacy has agreed to pay a \$5,000 administrative fine to the Alaska State Board of Pharmacy.

Pennsylvania Board of Pharmacy

The Pennsylvania Board issued the pharmacy a Consent Order of Discipline effective **November 7, 2023** resolving alleged violations of the Pennsylvania Pharmacy Practice Act stemming from disciplinary actions by proper licensing authority of another state. As per the terms of the Consent Order, Pharmacy has agreed to pay a \$3,500 administrative fine to the Pennsylvania State Board of Pharmacy.

DEA Order to Show Cause

On December 15, 2022, the federal Drug Enforcement Agency ("DEA") issued Postmeds, Inc ("Truepill-Hayward") an administrative Order to Show Cause ("OSC") regarding revocation of its DEA registration FP6189725. **On September 28, 2023**, Truepill-Hayward and DEA reached a non-monetary resolution of the OSC proceedings through a Memorandum of Agreement ("MOA"). Under the MOA, Truepill-Hayward will maintain its active DEA registration without paying a fine and without suspension or revocation of its registration, while making certain agreed changes to its processes and procedures going forward. The MOA is specific to Truepill-Hayward and does not involve other Truepill pharmacies commonly owned by or affiliated with Truepill-Hayward.

Alabama Board of Pharmacy

The Alabama Board issued the pharmacy a Consent Order of Discipline dated **June 6, 2023**. The Pharmacy has resolved alleged violations of the Alabama Pharmacy Practice Act through entry of a Consent Order with the Alabama State Board of Pharmacy on June 8, 2023. As per the terms of the Consent Order, Pharmacy has agreed to pay a \$3,000 administrative fine to the Alabama State Board of Pharmacy.

Kansas Board of Pharmacy

The Kansas Board of Pharmacy issued the pharmacy an amended Summary Order effective **February 8, 2023**. The pharmacy did not report the change of ownership in a timely manner, and paid a fine. The Kansas Board of Pharmacy approved the change of ownership application, and issued license 22-117859 on May 20, 2022.

Louisiana Board of Pharmacy

The Louisiana Board of Pharmacy issued the pharmacy a Consent Order of Discipline dated **May 11, 2022**. The pharmacy did not report the change of ownership in a timely manner. The Louisiana Board of Pharmacy approved the change of ownership application with a new permit number PHY.008479-NR as a successor to permit number PHY.007761-NR.

North Carolina Board of Pharmacy

The North Carolina Board of Pharmacy issued the pharmacy a Consent Order of Discipline dated **March 8, 2022**. The pharmacy made inaccurate statements about its ownership and officers on its initial application in November 2017 and did not correct this until November 2021. The North Carolina Board of Pharmacy approved the change of ownership application with a new permit number 14900 as a successor to permit number 13413.

Maine Board of Pharmacy

The Maine Board of Pharmacy notified the pharmacy on **March 30, 2022** that its non-resident license was terminated effective November 6, 2019 for reporting deficiencies related to its ownership. The pharmacy submitted a change of ownership application for licensure, and has been issued a new pharmacy license on November 2, 2022.

California Board of Pharmacy

The California Board of Pharmacy issued the pharmacy a letter of admonishment CI 2019 84877 dated **January 23, 2020**, concluding an investigation that found the pharmacy shipped a prescription to the wrong patient and shipped two prescriptions with the wrong return address.

The California Board of Pharmacy issued the pharmacy a modified citation and fine CI 2019 78633 dated **June 16, 2020**, with the fine amount of \$0.00. In 2018, certain prescriptions were issued to the pharmacy by prescribers that were either not yet licensed to prescribe in California or who had not yet entered into an established standardized procedure or protocol developed by a supervising physician.

Also, The California Board of Pharmacy issued the pharmacy a citation and fine order of abatement CI 2020 89223 dated **August 25, 2021**, with the fine amount of \$5,000. The pharmacy was in violation when dangerous drugs were stored in temperatures exceeding the recommended storage temperatures. Truepill did not consider the manufacturer's stability data for drugs which may have been adulterated by heat.

STATE OF ALASKA
DEPARTMENT OF COMMERCE, COMMUNITY AND ECONOMIC DEVELOPMENT
DIVISION OF CORPORATIONS, BUSINESS AND PROFESSIONAL LICENSING
BEFORE THE BOARD OF PHARMACY

In the Matter of:)
)
Postmeds, Inc. doing business as (Db) TRUEPILL)
Respondent)
Case No. 2022-000434

CONSENT AGREEMENT

IT IS HEREBY AGREED by the Department of Commerce, Community and Economic Development, Division of Corporations, Business and Professional Licensing (Division) and TRUEPILL (Respondent) as follows:

1) **Licensure.** Respondent is currently registered as an Out-of-State Pharmacy in the State of Alaska and holds License number #166601. This license was first issued on 08/27/2020 and will lapse unless renewed by 06/30/2024.

2) **Admission/Jurisdiction.** Respondent admits and agrees that the Board of Pharmacy has jurisdiction over the subject matter of their license in Alaska and over this Consent Agreement.

3) **Admission/Facts.** Respondent admits to the following facts:

a) On September 25, 2017, Staff Pharmacist working for TRUEPILL, Curtis Ancar, received a disciplinary order from the California Board of Pharmacy for failure to exercise corresponding responsibility and excessive furnishing of controlled substances.

b) On January 24, 2019, the California Board of Pharmacy cited former Pharmacist-in-Charge and former owner of TRUEPILL, Mohammad Umar Afridi, for failure to provide documentation substantiating completion of continuing education and knowingly making or signing a document with false information.

c) On December 16, 2019, the California Board of Pharmacy cited former Pharmacist-in-Charge and former owner of TRUEPILL, Mohammad Umar Afridi, for furnishing and dispensing dangerous drugs without a prescription and dispensing on order of nurse practitioner (or person of similar status).

1 d) On January 23, 2020, the California Board of Pharmacy issued a letter of admonishment
2 to Respondent for shipping a prescription to the wrong address and shipping two prescriptions
3 with the wrong return address.

4 e) On June 16, 2020, the California Board of Pharmacy issued a modified citation and fine
5 CI 2019 78633 with the fine amount of \$0.00 for receiving prescriptions by prescribers that were
6 not licensed or have not entered into procedures with supervising physicians.

7 f) On April 08, 2022, Respondent submitted an Out-of-State Pharmacy Registration
8 Ownership Change Application from license no. 166601 to license no. 193858 (now withdrawn)
9 to the Division. Professional Fitness Question #1 was marked "Yes" indicating disciplinary
10 actions had been issued against their license as listed above in sections a) through e).

11 g) Subsequent background investigation revealed Respondent failed to disclose the
12 abovementioned 2017, 2019, and 2020 licensing actions from the California Board of Pharmacy
13 on previous State of Alaska applications for TRUEPILL (formerly DBA Postmeds, Inc.) for
14 licenses 137655 and 166601 dated June 08, 2018, August 06, 2020, and August 27, 2020.

15 h) Respondent admits that as a result of the above facts, grounds exist for possible
16 suspension, revocation, or other disciplinary sanctions of their license pursuant to AS 08.01.075,
17 AS 08.80.261(a)(1), AS 08.80.261(a)(6), AS 08.80.261(a)(9), AS 08.80.261(a)(11)(12)(14), 12
18 AAC 52.920(a)(13), and 52.920(a)(14)(c).

19 **4) Formal Hearing Process.** It is the intent of the parties to this Consent Agreement to provide
20 for the compromise and settlement of all issues addressed in Paragraph 3 (above) that could be
21 raised by an Accusation to revoke, suspend, or impose disciplinary sanctions against Respondent's
22 license through a formal hearing process.

23 **5) Waiver of Rights.** Respondent understands they have the right to consult with an attorney
24 of their own choosing and has a right to an administrative hearing on the facts in this case.
25 Respondent understands and agrees that by signing this Consent Agreement, Respondent is waiving
26 their rights to counsel and to a hearing. Further, Respondent understands and agrees that they are
27 relieving the Division of any burden it has of proving the facts admitted above. Respondent further
28 understands and agrees that by signing this Consent Agreement they are voluntarily and knowingly
29 giving up their right to present oral and documentary evidence, to present rebuttal evidence, to
30 cross-examine witnesses against Respondent, and to appeal the Board's decision to Superior Court.

1 **6) Effect of Non-Acceptance of Consent Agreement.** Respondent and the Division agree that
2 this Consent Agreement is subject to the approval of the Board. They agree that, if the Board rejects
3 this Consent Agreement, it will be void, and an Accusation may be filed. If this Consent Agreement
4 is rejected by the Board, it will not constitute a waiver of Respondent's right to a hearing on the
5 matters alleged in an Accusation and the admissions contained herein will have no effect.
6 Respondent agrees that, if the Board rejects this Consent Agreement, the Board may decide the
7 matter after a hearing, and its consideration of this Consent Agreement shall not alone be grounds
8 for claiming that the Board is biased against Respondent, that it cannot fairly decide the case, or
9 that it has received ex parte communication.

10 **7) Consent Agreement, Decision, and Order.** Respondent agrees that the Board has the
11 authority to enter into this Consent Agreement and to issue the following Decision and Order.

12
13 **PROPOSED DECISION AND ORDER**

14 IT IS HEREBY ORDERED that any license issued to Respondent by the Board shall be subject to
15 the following terms and conditions:

16 **A. Violation of Agreement**

17 If Respondent fails to comply with any term or condition of this Consent Agreement, the
18 Division may enforce this agreement by immediately suspending Respondent's license, without an
19 additional order from the Board or without a prior hearing, for a violation of this agreement. In
20 addition, any suspended portion of the civil fine will be immediately due.

21 If Respondent's license is suspended under this paragraph, as provided above, they will be
22 entitled to a hearing, on an expedited basis, regarding the issue of the suspension. If Respondent's
23 license is suspended, they will continue to be responsible for all license requirements pursuant to
24 AS 08.80.

25 Respondent shall maintain an active license for the entire duration of this Consent
26 Agreement. If the Respondent lets their license lapse, and after receiving adequate notice from the
27 Board fails to correct the problem, the failure to maintain active licensure will be considered a
28 violation of this Consent Agreement.

1 **B. Respondent Address**

2 It is the responsibility of the Respondent to keep the Board's agent advised, in writing, at
3 all times of their current mailing address, physical address, telephone number, current employment
4 and any change in employment.

5 Failure to provide notice of any changes within 10 calendar days will constitute grounds for
6 suspension of his or her license in accordance with paragraph 'B' above.

7 **C. Compliance with Laws**

8 Respondent shall obey all federal, state and local laws governing their license.

9 **D. Authorization**

10 Within 10 calendar days of a request by the Board agent, Respondent will sign all
11 authorizations necessary for the release of information required by this Consent Agreement.

12 **E. Good Faith**

13 All parties agree to act in good faith in carrying out the stated intentions of this Consent
14 Agreement.

15 **F. Address of the Board**

16 All required reports or other communication concerning compliance with this Consent
17 Agreement shall be addressed to:

18 Attn: Holly Handley, Investigator
19 Division of Corporations, Business and Professional Licensing
20 550 West 7th Avenue, Suite 1500
21 Anchorage, Alaska 99501-3567
22 (907) 269-8124 Fax (907) 269-8195

23 **G. Civil Fine**

24 Respondent shall pay a fine of five thousand dollars (\$5,000.00). This civil fine is due
25 within 180 days of the adoption of this agreement and is payable to the "State of Alaska" in cash,
26 certified check, or money order or via credit card.

27 All payments required by this Consent Agreement shall be addressed to:

28 Erika Prieksat, Chief Investigator
29 Division of Corporations, Business and Professional Licensing
30 550 West 7th Avenue, Suite 1500
31 Anchorage, Alaska 99501-3567

32
33 //

34 //

IT IS HEREBY FURTHER ORDERED that this Decision and Order shall take effect immediately upon its adoption by the Board of Pharmacy and is a public record of the Board of Pharmacy and the State of Alaska. The State may provide a copy of it to any person or entity, professional licensing board, federal, state, or local government, or other entity making a relevant inquiry.

The action taken by the Board of Pharmacy in this Consent Agreement will be reported to the National Association of Boards of Pharmacy (NABP) and the National Practitioner Data Bank (NPDB) other entities as required by law.

DATED this 5 day of October 2023, at Anchorage, Alaska.

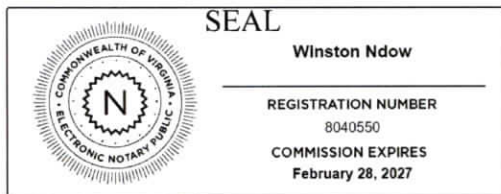
JULIE SANDE, COMMISSIONER

DocuSigned by:
Erika Priksat
By: 34F98CE5F1DF40C...
Erika Priksat, Chief Investigator for
Sylvan Robb, Director
Division of Corporations, Business and
Professional Licensing

I, TRUEPILL, have read the Consent Agreement, understand it, and agree to be bound by its terms and conditions.

Joseph Alexander Cipriani
DATED: 20th November 2023

SUBSCRIBED AND SWORN TO before me this 20th day of
November, 2023, at Newport News, Virginia
(city) (state)



Winston Ndow
Notary Public in and for Virginia
(state)
Winston Ndow

Notarized online using audio-video communication Notary Printed Name 02/28/2027
My commission expires: _____

State of Alaska
Department of Commerce, Community and Economic Development
Division of Corporations, Business and Professional Licensing
550 West 7th Avenue, Suite 1500
Anchorage, Alaska 99501-3567
Telephone 907-269-8160 Fax 907-269-8195

STATE OF ALASKA
DEPARTMENT OF COMMERCE, COMMUNITY AND ECONOMIC DEVELOPMENT
DIVISION OF CORPORATIONS, BUSINESS AND PROFESSIONAL LICENSING
BEFORE THE BOARD OF PHARMACY

In the Matter of:)
)
Postmeds, Inc. dba TRUEPILL)
)
Respondent)
Case No. 2022-000434

ORDER

The Board of Pharmacy for the State of Alaska, having examined the Consent Agreement and Proposed Decision and Order, Case No. 2022-000434, Respondent, license number #166601, adopts the Consent Agreement and Decision and Order in this matter.

This Consent Agreement takes effect immediately upon signature of this Order in accordance with the approval of the Board of Pharmacy.

The Division may enforce the Consent Agreement by immediately suspending Respondent's license, without an additional order from the Board or without a prior hearing, for a violation of the Consent Agreement.

DATED this 15th day of February, 2024, at
Anchorage, Alaska.

Board of Pharmacy

By: Ashley Schaber
Chairperson

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE
BEFORE THE STATE BOARD OF PHARMACY

Commonwealth of Pennsylvania
Bureau of Professional and
Occupational Affairs

vs.

PostMeds Inc
Respondent

Case Nos. 21-54-004050
22-54-008273

ORDER

AND NOW, this 7th day of November 2023, the STATE BOARD OF PHARMACY ("Board") approves and adopts the foregoing Consent Agreement and incorporates the terms of paragraph 5, which shall constitute the Board's Order and is now issued in resolution of this matter.

This Order shall take effect immediately.

BUREAU OF PROFESSIONAL AND
OCCUPATIONAL AFFAIRS



Arion R. Claggett
Acting Commissioner

For the Commonwealth:

For the Respondent:

Date of mailing: November 8, 2023

BY ORDER:
STATE BOARD OF PHARMACY



Theresa Talbott, R.Ph.
Chairperson

Glenn P. Masser, Esquire
2601 North Third Street
P.O. Box 69521
Harrisburg, PA 17106-9521

PostMeds Inc
3121 Diablo Ave
Hayward, CA 94545

**COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE
BEFORE THE STATE BOARD OF PHARMACY**

**Commonwealth of Pennsylvania
Bureau of Professional and
Occupational Affairs**

vs.

**PostMeds Inc
Respondent**

**Case Nos. 21-54-004050
 22-54-008273**

CONSENT AGREEMENT AND ORDER

PARTIES

The Commonwealth of Pennsylvania, Department of State, Bureau of Professional and Occupational Affairs ("Commonwealth") and PostMeds Inc ("Respondent") stipulate as follows in settlement of the above-captioned case.

APPLICABLE LAW

1. This matter is before the Pennsylvania State Board of Pharmacy ("Pennsylvania Board") pursuant to the Pharmacy Act, act of September 27, 1961, P.L. 1700, ("Act"), *as amended*, 63 P.S. §§ 390-1 to 390-13; and/or 63 Pa.C.S. Chapter 31 ("Chapter 31").

LICENSURE STATUS

2. At all relevant and material times, Respondent held the following registration to practice as a nonresident pharmacy in the Commonwealth of Pennsylvania: registration no. NP000931, which was originally issued on July 3, 2017, and which is currently set to expire on August 31, 2023.

STIPULATED FACTS

3. Respondent admits the following:

Prothonotary Filed On:
Nov 08 2023 12:04 PM
Department of State

a. Absent additional Pennsylvania Board action, Respondent's registration may be continually reactivated or reinstated upon the filing of the required documentation and payment of the applicable fees.

b. Respondent's address is: 3121 Diablo Ave, Hayward, CA 94545.

c. At all relevant and material times, Respondent was authorized to practice as a nonresident pharmacy in the State of North Carolina.

d. On or about March 8, 2022, the State of North Carolina Board of Pharmacy ("North Carolina Board"), by way of Consent Order of Discipline, found Respondent to be in violation of the laws, rules, code and/or regulations of the State of North Carolina because Respondent failed to report a restructuring of ownership to the North Carolina Board.

e. In the March 8, 2022 Consent Order of Discipline, the North Carolina Board voided Respondent's permit from the time it was issued until the time the restructuring began and approved Respondent's change of ownership application as a successor permit.

f. A true and correct copy of the North Carolina Board's March 8, 2022 Consent Order of Discipline is attached as **EXHIBIT A** and is incorporated by reference.

g. At all relevant and material times, Respondent was authorized to practice as a nonresident pharmacy in the State of Louisiana.

h. On or about May 11, 2022, the State of Louisiana Board of Pharmacy ("Louisiana Board"), by way of Consent Agreement at Louisiana Board Case Number 21-0456, found Respondent to be in violation of the laws, rules, code

and/or regulations of the State of Louisiana because Respondent failed to report a restructuring of ownership to the Louisiana Board.

i. In the May 11, 2022 Consent Agreement, the Louisiana Board imposed a ten thousand dollar (\$10,000.00) fine, two hundred fifty dollars (\$250.00) in administrative costs, and three hundred twenty-four dollars and forty-eight cents (\$324.48) in investigative costs.

j. A true and correct copy of the Louisiana Board's May 11, 2022 Consent Agreement, Louisiana Board Case Number 21-0456, is attached as **EXHIBIT B** and is incorporated by reference.

k. At all relevant and material times, Respondent was authorized to practice as a nonresident pharmacy in the State of Kansas.

l. On or about January 20, 2023, the State of Kansas Board of Pharmacy ("Kansas Board"), by way of Amended Summary Order at Kansas Board Case Number 22-183, found Respondent to be in violation of the laws, rules, code and/or regulations of the State of Kansas because Respondent failed to report a restructuring of ownership to the Kansas Board and failed to report disciplinary actions from North Carolina, Alabama, and California which also pertained to a failure to report a restructuring of ownership to each respective Board.

m. In the January 20, 2023 Amended Summary Order, the Kansas Board imposed a three thousand five hundred dollar (\$3,500.00) fine.

n. A true and correct copy of the Kansas Board's January 20, 2023 Amended Summary Order, Kansas Board Case Number 22-183, is attached as **EXHIBIT C** and is incorporated by reference.

AUTHORITY OF THE BOARD

4. The Pennsylvania Board is authorized to suspend or revoke, or otherwise restrict Respondent's registration under section 4.1(e) of the Act, 63 P.S. §§ 390-4.1(e); impose a civil penalty under 63 Pa.C.S. § 3108(b)(4); and/or impose the costs of investigation upon Respondent under section 63 Pa.C.S. § 3108(b)(5).

PROPOSED ORDER

5. The parties, intending to be legally bound, consent to the issuance of the following Order in settlement of this matter:

a. **VIOLATIONS:** Respondent violated the Act at section 4.1(g), 63 P.S. § 390-4.1(g), in that Respondent had a permit to conduct a pharmacy suspended or revoked or the nonresident pharmacy was otherwise disciplined by the proper licensing authority of another state.

b. **CIVIL PENALTY:** Respondent shall pay a civil penalty of three thousand five hundred dollars (\$3,500.00).

c. Payment of the civil penalty is subject to the following terms:

(1) The full civil penalty shall be tendered to the prosecution division of the Department of State with the executed consent agreement;

(2) The civil penalty shall be paid by certified check, cashier's check, attorney's check, or money order issued by a usual, customary, and reputable issuer (e.g. U.S. Postal Money Order, Western Union Money Order, etc.);

(3) Payment shall be valid for a period of at least 180 days and shall be **made payable to the "Commonwealth of Pennsylvania"**; and

(4) Respondent agrees that payment shall only be made by one of the methods indicated and shall not be made by uncertified personal or corporate check.

d. This Order constitutes disciplinary action by the Pennsylvania Board. This Order will be reported to other licensing authorities and any applicable national licensing databank as a disciplinary action by the Pennsylvania Board.

e. This case shall be deemed settled and discontinued upon the Pennsylvania Board issuing an order adopting this Consent Agreement.

ADMISSIBILITY OF CONSENT AGREEMENT IN FUTURE PROCEEDINGS

6. Respondent agrees that this Consent Agreement and Order shall be admitted into evidence, without objection, in any proceeding before the Department of State.

ACKNOWLEDGMENT OF NOTICE AND WAIVER OF HEARING

7. Respondent acknowledges receipt of an Order to Show Cause in this matter. Respondent knowingly and voluntarily waives the right to an administrative hearing in this matter and the following rights related to that hearing: to be represented by counsel; to present witnesses and testimony in defense or in mitigation of any sanction that may be imposed for a violation; to cross-examine witnesses and to challenge evidence presented by the Commonwealth; to present legal arguments by means of a brief; and to take an appeal from any adverse final decision.

ACKNOWLEDGMENT OF RIGHT TO ATTORNEY

8. Respondent acknowledges the right to consult with and be represented by private legal counsel of Respondent's choosing and at Respondent's expense when reviewing, considering, and

accepting the terms of this Consent Agreement. To the extent that Respondent is not represented by legal counsel, Respondent has knowingly elected to proceed without the assistance of legal counsel.

WAIVER OF CLAIMS

9. Should the Pennsylvania Board vote not to adopt the Order proposed in this Consent Agreement, the presentation and consideration of this Consent Agreement shall not prejudice the Pennsylvania Board or any of its members from further participation in the adjudication of this matter. Respondent expressly waives the right to raise any claims or issues, including any and all constitutional claims or issues, which may arise or have arisen during the review, presentation and deliberation of this Consent Agreement. These claims or issues include, but are not limited to, bias, the commingling of prosecutorial and adjudicative functions by the Pennsylvania Board or its counsel, and the Pennsylvania Board, in its discretion, recommending a different sanction based upon the facts set forth in the Consent Agreement. If a hearing is subsequently held, neither this Consent Agreement nor the proposed terms of settlement may be admitted into evidence and any facts, averments, and allegations contained in the Consent Agreement must be proven at a hearing unless otherwise separately stipulated.

LIMITS ON MODIFICATION OF ORDER

10. Respondent agrees not to seek modification of the Order adopting and implementing this Consent Agreement without first obtaining the express written permission from the prosecution division. Any modification is at the sole discretion of the Pennsylvania Board.

AGREEMENT NOT BINDING UNTIL APPROVED

11. This Consent Agreement is between the Commonwealth and Respondent. The Office of General Counsel has approved this Consent Agreement as to form and legality. The disciplinary

provisions of this Consent Agreement do not take effect unless and until the Pennsylvania Board issues an order adopting this Consent Agreement.

ENTIRE AGREEMENT

12. This Consent Agreement contains the entire agreement between the parties. There are no other terms, obligations, covenants, representations, statements, or conditions, oral or otherwise, of any kind whatsoever concerning this agreement.

AGREEMENT DOES NOT PREVENT FUTURE DISCIPLINE

13. Nothing in this Order shall preclude the prosecution division of the Department of State from filing charges, or the Pennsylvania Board from imposing disciplinary or corrective measures, for violations or facts not contained in this Consent Agreement.

VERIFICATION OF FACTS AND STATEMENTS

14. Respondent verifies that the facts and statements set forth in this Consent Agreement are true and correct to the best of Respondent's knowledge, information, and belief. Respondent understands that statements in this Consent Agreement are made subject to the criminal penalties of 18 Pa.C.S.A. §4904 relating to unsworn falsification to authorities.

/s/Glenn P. Masser
Glenn P. Masser

Prosecuting Attorney

DATED: 9/18/23

DocuSigned by:
Rich Hagan Myers
Richard J. Hagan Jr., PIC
PostMeds Inc
Respondent

DATED: 9/1/2023

March 21, 2024

VIA EMAIL TRANSMISSION (P.KEEGAN@PHARMACY.NV.GOV)

Peter Keegan
General Counsel
Nevada Board of Pharmacy
985 Damonte Ranch Pkwy, Ste 206
Reno, NV 89521


Re: [Truepill] Postmeds, Inc in Hayward, California (DEA COR No. FP6189725), Non-Resident License No. [PH03813]

Dear Mr. Keegan:

As requested, enclosed, as **Exhibit A**, is summary of the U.S. Drug Enforcement Administration ("DEA") Memorandum of Agreement ("MOA") entered into with Truepill-Hayward on September 28, 2023. The MOA is enclosed as **Exhibit B**.

Please let us know if you should require additional information.

Very truly yours,

DocuSigned by:

50A9EB4E650F40E...

3/22/2024

Quynh Nhu Do
Truepill Compliance Team

EXHIBIT A

SUMMARY OF MEMORANDUM OF AGREEMENT

Relevant Background. The DEA issued an Order to Show Cause (“OSC”) to Truepill’s Hayward, California pharmacy (for purposes of this Exhibit, “Truepill-Hayward”) on December 15, 2022. Truepill-Hayward is located at 3121 Diablo Avenue in Hayward, California and holds DEA Certificate of Registration Number FP6189725. The OSC was issued to Truepill-Hayward only. The OSC was not issued to and made no allegations about any other Truepill pharmacy.

The OSC concerned Truepill-Hayward’s dispensing of controlled substances during the period September 2020 to September 2022. During that time, controlled substances accounted for only 1% of Truepill-Hayward’s total dispensing volume; 99% of Truepill-Hayward’s dispensing volume was for non-controlled substances. Consistent with its historical focus on non-controlled substances, even before the issuance of the OSC, Truepill-Hayward had made the decision to stop dispensing controlled substances. Truepill-Hayward voluntarily stopped dispensing Schedule II controlled substances in May 2022. And the last federally controlled substance Truepill-Hayward dispensed was on December 12, 2022. Truepill-Hayward has dispensed only federal non-controlled substances since then.

Effective September 28, 2023, Truepill-Hayward and DEA entered into a Memorandum of Agreement (“MOA”) to resolve the OSC proceedings. Under the MOA, Truepill-Hayward will maintain its active DEA registration without paying a fine or monetary penalty and without suspension or revocation of its registration, while making certain agreed changes to its processes and procedures going forward. Below we discuss the issues addressed in the MOA, which were disclosed to DEA during the OSC proceedings.

Online Pharmacy Registration. The MOA states that Truepill-Hayward did not register with DEA as an “online pharmacy” under the Ryan Haight Act of 2008 (“RHA”). The RHA requires a pharmacy whose dispensing of controlled substances is caused or facilitated by means of the internet to register as an “online pharmacy.” The RHA was passed in 2008, and DEA issued final regulations implementing the RHA in 2020. To our knowledge, DEA has never issued an online pharmacy registration under the RHA before.

Given the lack of DEA guidance and industry precedent, and out of a desire to comply with the RHA without DEA prompting, Truepill-Hayward applied in 2019 for an online pharmacy modification of its DEA registration. In response, DEA visited Truepill-Hayward’s pharmacy twice in early 2019 and collected information about the pharmacy from employees. Following those visits and discussions with DEA, Truepill-Hayward understood that it operated as a mail-order pharmacy and did not need to obtain an online pharmacy modification. As a result, Truepill-Hayward withdrew its application for an online pharmacy modification in May 2019. DEA was aware of Truepill-Hayward’s withdrawal of its modification application, and raised no issue with Truepill-Hayward’s decision.

In the intervening years, the use of telemedicine in the prescribing of controlled substances increased because of the COVID-19 pandemic and regulatory flexibilities enacted by DEA and

state regulators to increase patient access to healthcare. With the filing of the OSC, DEA signaled that now Truepill-Hayward should apply to register as an online pharmacy. Truepill-Hayward has no objection to that registration and has committed in the MOA to apply to register with DEA as an online pharmacy.

Additional information may be relevant to understanding Truepill's operations. Truepill's corporate website (<https://truepill.com/>) is for informational purposes only. No patient can order a medication, submit a prescription, or contact a prescriber through Truepill's corporate website. Truepill-Hayward has no involvement with patients until after they receive a prescription from an independent prescriber and choose to have the prescription filled by Truepill-Hayward. A patient must first see a prescriber of their choosing, who in the exercise of his or her medical judgment will decide whether to prescribe the patient a medication. If the prescriber issues the patient a prescription, the patient must choose to have the prescription filled by Truepill-Hayward. Only once the patient chooses to have Truepill-Hayward fill the prescription will the prescriber send an electronic prescription to Truepill-Hayward through industry recognized means (Surescripts). Upon receiving the prescription, Truepill-Hayward reviews and validates the prescription, and, if appropriate as determined by a licensed pharmacist, dispenses the medication and ships it to the patient in compliance with industry standards—Truepill-Hayward's operations are NABP, LegitScript, and URAC accredited. This same process existed when Truepill submitted its online pharmacy application to DEA in 2019.

90 Days' Supply. The MOA acknowledges that in certain historical instances, Truepill-Hayward dispensed Schedule II controlled substances pursuant to prescriptions written by an individual practitioner on a single date that together exceeded a 90-day supply. Truepill-Hayward and DEA investigated this issue and determined it occurred in a limited number of instances during a limited time. Specifically, this issue occurred in 36 instances for electronic prescriptions written by 6 prescribers between August 2020 and December 2021. The prescriptions were all written during the COVID-19 pandemic and none occurred after December 2021. None of these prescriptions were issued to patients in Nevada. Note: All these scripts were dispensed to patients only in California. In each instance, Truepill-Hayward dispensed the prescriptions only at therapeutically appropriate intervals and according to the prescriber's instructions (e.g., at 30-day intervals for multiple 30-day prescriptions). Truepill-Hayward never dispensed more than one prescription at a time and never filled a prescription early. Although Truepill-Hayward used a leading pharmacy software, PioneerRx, its controls did not consistently identify and reject such electronic prescriptions. As reflected in the MOA, Truepill-Hayward has revised its controls to ensure prescriptions like this will be consistently identified and rejected going forward.

Prescriber Licensure. The MOA reflects that during the COVID-19 pandemic, in more than 113 and up to 403 instances, Truepill-Hayward filled prescriptions for patients in California written by prescribers without sufficient licensure or emergency authorization to issue controlled substance prescriptions in California. Truepill-Hayward had attempted to address this issue by contractually requiring telehealth companies whose prescribers submitted prescriptions to Truepill-Hayward to ensure their prescribers held appropriate state licensure. The OSC proceedings revealed that Truepill-Hayward's controls did not consistently identify and reject such prescriptions. Through the MOA, Truepill-Hayward has committed to implementing controls that ensure prescribers possess the appropriate state authority.

DEA Audit. In September 2022, DEA audited Truepill-Hayward's records relating to eight controlled substances. The MOA indicates that during the onsite visit, Truepill-Hayward could not locate certain records relating to dextroamphetamine-amphetamine ER 20 mg. Within about a week of DEA's onsite visit, Truepill-Hayward identified the unaccounted-for records – two DEA Form 222s – within its pharmacy. One was in the controlled substances document box, where it had been inadvertently overlooked; the other was in the controlled substances cage, where it was being kept because it related to an open order still awaiting shipment from the manufacturer. Truepill-Hayward regularly conducts controlled substances inventories under both DEA requirements and California law, and will continue doing so. The MOA also reflects Truepill-Hayward's agreement to go beyond that requirement by retaining a reputable third-party consultant to conduct regular audits of Truepill-Hayward's controlled substances and annual trainings on Truepill-Hayward's controlled substances policies.

Conclusion. DEA thoroughly investigated the issues in the OSC and determined it did not need to take action against Truepill-Hayward's registration. Although Truepill-Hayward is not currently dispensing controlled substances, the MOA confirms that Truepill has the processes and procedures to appropriately dispense controlled substances should it choose to resume doing so.

Truepill has always prided itself on its commitment to providing the highest quality pharmacy services and compliance with state and federal law. The resolution between Truepill-Hayward and DEA coincides with a redoubling of efforts at Truepill in that regard. Over the last year, Truepill has strategically restructured its corporate governance; overhauled leadership overseeing its compliance, pharmacy operations, and legal functions; and quadrupled its headcount and spend in compliance, quality, standards, and legal – all to ensure Truepill not only meets but exceeds its legal, regulatory, and contractual requirements. These changes will enable Truepill to continue performing to the high standards it has set for itself into the future.

MEMORANDUM OF AGREEMENT

This Memorandum of Agreement (“Agreement”) is entered into by and between the United States Department of Justice, Drug Enforcement Administration (“DEA”), and Postmeds, Inc. d/b/a Truepill, on behalf of its Hayward, California pharmacy operating under DEA Certificate of Registration FP6189725 (for purposes of this Agreement, “Hayward”) (DEA and Hayward each a “Party” and together the “Parties”), through their authorized representatives.

FINDINGS OF FACT

Background

1. Postmeds, Inc. d/b/a Truepill is a Delaware corporation with a principal place of business in Hayward, California. Hayward is operated by Postmeds, Inc.
2. Hayward is registered with DEA as a retail pharmacy to handle controlled substances in Schedules II through V under DEA COR number FP6189725. For purposes of this Agreement, the term “controlled substances” means substances scheduled under 21 U.S.C. § 812. Hayward’s registered location is 3121 Diablo Avenue, Hayward, California, 94545. Hayward’s COR expires by its own terms on November 30, 2025.
3. Hayward is not registered with DEA as an online pharmacy.
4. Hayward is currently licensed by the California Department of Consumer Affairs as a Community Pharmacy operating under the name Truepill under license number PHY 58585. This license expires on March 1, 2024.
5. On December 15, 2022, DEA issued an Order to Show Cause to Hayward pursuant to Sections 303 and 304 of the Controlled Substances Act, 21 U.S.C. §§ 823 & 824, seeking to revoke Hayward’s DEA COR number FP6189725.

6. On January 13, 2023, Hayward requested a hearing on the Order to Show Cause pursuant to 21 U.S.C. § 824 and 21 C.F.R. § 1316.47. The matter was docketed as *In the Matter of Truepill*, Docket No. 23-18.

Dispensing Controlled Substances by Means of the Internet

7. Hayward dispensed controlled substances pursuant to prescriptions issued by practitioners affiliated with Hayward's corporate customers, including telehealth companies that delivered, distributed, or dispensed, or offered to deliver, distribute or dispense, controlled substances by means of the Internet. Hayward provided an application programming interface (API) to its corporate customers to assist in dispensing and delivering medications, including controlled substances.

8. As of the Effective Date of this Agreement, the last Schedule II controlled substance Hayward dispensed was on May 16, 2022. The last controlled substance of any kind Hayward dispensed was on December 12, 2022.

9. In 2019, Hayward submitted an application for an online pharmacy modification of its DEA registration. In response to the application being submitted, DEA visited Hayward's registered location and collected information from Hayward regarding its business model. Following these visits, on June 25, 2019, Hayward withdrew its application.

10. Hayward failed to put on its Internet site the following information:

- a. A statement on its homepage that Hayward complies with the requirements of 21 U.S.C. § 831 with respect to the delivery or sale or offer for sale of controlled substances. 21 U.S.C. § 831(a) and 21 C.F.R. § 1304.45(a).
- b. A visible and clear statement on its homepage, or a page clearly linked from its homepage, of the following information:

- i. the name, professional degree, and states of licensure of its pharmacist-in-charge;
- ii. a telephone number at which its pharmacist-in-charge can be contacted;
- iii. a list of states in which Hayward is licensed to dispense controlled substances;
- iv. a certification that Hayward is licensed under the CSA to deliver, distribute, or dispense controlled substances by means of the Internet; and
- v. the following statement: "This online pharmacy is obligated to comply fully with the Controlled Substances Act and DEA regulations. As part of this obligation, this online pharmacy has obtained a modified DEA registration authorizing it to operate as an online pharmacy. In addition, this online pharmacy will only dispense a controlled substance to a person who has a valid prescription issued for a legitimate medical purpose based upon a medical relationship with a prescribing practitioner. This includes at least one prior in-person medical evaluation in accordance with section 309 of the Controlled Substances Act (21 U.S.C. 829) or a medical evaluation via telemedicine in accordance with section 102(54) of the Controlled Substances Act (21 U.S.C. 802(54))."

21 U.S.C. § 831(c) and 21 C.F.R. § 1304.45.

11. Hayward did not notify the DEA Administrator of the information listed in ¶ 10.b., *supra*, through the submission of an application for a modified registration thirty days before offering a controlled substance for sale, delivery, distribution, or dispensing together with a certification that such information is true and accurate. 21 U.S.C. § 831(d) and 21 C.F.R.

§ 1304.40(a)(1). Hayward also did not notify the DEA Administrator of each Internet site address it used, nor of the DEA registration numbers of every pharmacy that delivers, distributes or dispenses controlled substances pursuant to orders made through each of those identified websites. 21 U.S.C. § 831(d); 21 C.F.R. § 1304.40(b)(3) and (4).

12. Hayward failed to display on the homepage of its Internet site that it had made an appropriate notification to the DEA Administrator under 21 U.S.C. § 831(d) and 21 C.F.R. § 1304.40(b).

13. Hayward failed to provide the DEA Administrator with any monthly reports under 21 C.F.R. § 1304.55.

Dispensing of Schedule II Controlled Substances Pursuant to Prescriptions for Greater Than a 90-Day Supply

14. Between September 14, 2020, and April 1, 2022, in 36 instances, Hayward dispensed Schedule II controlled substances pursuant to prescriptions where an individual practitioner had written multiple prescriptions on a single date to an individual patient that together exceeded a 90-day supply. An individual practitioner is not authorized to issue, on a single occasion, multiple prescriptions that together provide a patient with more than a 90-day supply of a Schedule II controlled substance. *See* 21 C.F.R. § 1306.12(b). In none of these instances did Hayward dispense more than one prescription at a time or fill a prescription early. During this time, Hayward did not have sufficient controls in place to consistently identify and reject such prescriptions. Through this Agreement, Hayward is committing to ensure such controls are in place.

Dispensing of Controlled Substances Pursuant to Prescriptions Issued by Practitioners Without State Authority

15. Between September 30, 2020, and April 25, 2022, in more than 113 instances and up to 403 instances, Hayward dispensed controlled substances to patients located in California pursuant to prescriptions written by practitioners who were neither sufficiently licensed in California to issue the controlled substance prescriptions they issued, nor holders of an Authorization for Out-of-State Health Care Practitioner issued by the California Emergency Medical Services Authority (Temporary Emergency Authorization). During this time, Hayward did not have sufficient controls in place to consistently identify and reject such prescriptions. Through this Agreement, Hayward is committing to ensure such controls are in place.

Records Related to Dextroamphetamine-Amphetamine ER 20 mg

16. In September and October of 2022, DEA investigators conducted an audit of, among other things, Hayward's dextroamphetamine-amphetamine ER 20 mg records. DEA investigators conducted this audit during its onsite inspection of Hayward's registered location from September 13 through September 15, 2022, by inventorying the dextroamphetamine-amphetamine ER 20 mg present at Hayward's registered location, and comparing that inventory to the records maintained and provided by Hayward during the onsite inspection. During DEA's onsite inspection Hayward was unable to demonstrate recordkeeping related to over 1,600 dosage units of dextroamphetamine-amphetamine extended release (ER) 20 mg.

STIPULATION, TERMS, AND CONDITIONS

17. In consideration of the mutual promises and obligations of this Agreement, the Parties agree and covenant as follows:

18. Hayward represents that it has had an opportunity to seek advice of counsel prior to entering into this Agreement and that it has knowledge of the events described herein.

19. Hayward agrees that the above Findings of Fact are true and accurate, and fully accepts responsibility for the conduct described therein.

20. Hayward agrees to and will comply with the compliance measures set forth in Paragraphs 21 through 34 of this Agreement for a period of four years from the Effective Date of this Agreement.

21. Not later than 30 days after the Effective Date of this Agreement, Hayward will apply for a modified DEA registration authorizing it to operate as an online pharmacy and, when that modification is granted, will meet the requirements applicable to online pharmacies under 21 C.F.R. §§ 1304.40–1304.55. Hayward will implement policies and procedures to meet these requirements applicable to online pharmacies under 21 C.F.R. §§ 1304.40–1304.55 by no later than the date upon which a modified DEA registration authorizing it to operate as an online pharmacy is granted.

22. Within each report that Hayward submits to the Administrator under 21 C.F.R. § 1304.55, Hayward shall also identify, in a sortable format, the prescriber of the controlled substance, the corporate customer associated with each dispensed prescription, and the delivery address zip code.

23. Hayward shall report to DEA, on a monthly basis, identifying information (*e.g.*, prescriber name, prescriber DEA registration number, prescriber address, associated corporate customer, controlled substance form, controlled substance quantity, patient name, patient address, delivery address, date prescription issued, etc.) for all rejected controlled substance fills, together with documentation indicating why the fills were rejected, not later than the fifteenth day of the month succeeding the month for which the report is submitted. In addition, if based on a rolling 30-day period, Hayward rejects 10 such controlled substance fills for an individual

prescriber, or rejects 50 such controlled substance fills for one or more prescribers associated with a single corporate customer, Hayward will report this information within 24 hours of the rejection of the tenth fill for an individual prescriber, or the fiftieth fill for a single corporate customer, together with documentation of why the fills were rejected.

24. Not later than 30 days after the Effective Date of this Agreement, Hayward will implement controls to identify and prevent the dispensing of Schedule II controlled substance prescription(s) issued to a patient on a single day by an individual prescriber where those prescription(s) together provide the patient in excess of a 90-day supply of a Schedule II controlled substance. Specifically, Hayward's controls will include the following:

- a. Hayward's pharmacy system will direct prescriptions for controlled substances into a specific controlled substances workflow;
- b. As part of the controlled substances workflow, Hayward's pharmacy system will apply a hold to prescriptions for Schedule II controlled substances, which will require a designated controlled substance pharmacist review and approval for the prescription to proceed to dispensing;
- c. As part of the pharmacist's review, the pharmacy system will require the pharmacist to review the previous six-month dispensing history, confirm that the patient did not receive multiple Schedule II controlled substance prescriptions that were issued on a single day by an individual prescriber and that together provide the patient with more than a 90-day supply of a Schedule II controlled substance, and document this was completed;
- d. To assist, but not substitute for, the pharmacist's review, Hayward's pharmacy system will also alert the pharmacist to all Schedule II controlled substance

prescriptions within the same Group Product Identifier (“GPI”) 14 that were written on the same day by placing a hold that requires approval or cancellation prior to proceeding in the workflow;

- e. In any instance where Hayward identifies that an individual prescriber issued a patient Schedule II controlled substance prescription(s) on a single day that provide the patient with a greater than 90-day supply, Hayward will reject the prescriptions and notify the patient, the prescriber, and, if Hayward has entered into a contractual relationship with a company affiliated with the prescriber, such company, of the basis for the rejection;
- f. In addition, Hayward’s pharmacy system will not allow any Schedule II controlled substance prescription to proceed to dispensing if, based on the GPI 14, the patient received greater than a 60-day supply of medications with the same GPI 14 written on the same day.

25. Not later than 30 days after the Effective Date of this Agreement, Hayward will revise its written policies and procedures to reflect the processes described above in Paragraph 24.

26. Hayward will retain a reputable third-party consultant (“DEA Compliance Consultant”), initially Susannah Herkert of Guidepost Solutions LLC, or her designee. Starting with the first full quarter after the Effective Date of this Agreement, each quarter the DEA Compliance Consultant will audit five percent of the total Schedule II controlled substances dispensed in the prior quarter (up to 500 prescriptions per audit) to ensure that Hayward did not fill prescriptions for Schedule II controlled substances issued to a patient on the same day by an individual prescriber where such prescriptions issued on the same day by an individual prescriber

provided the patient with greater than a 90-day supply. Each audit set will be obtained using a commonly accepted randomization technique. Hayward will provide the results of these audits to DEA by notifying DEA whether it identified any Schedule II controlled substance prescriptions written on a single day providing a patient with greater than a 90-day supply that Hayward filled and, if such prescriptions are identified, of details related to the prescriptions. If the audit indicates that Hayward filled Schedule II controlled substance prescriptions written on a single day that, in total, provided a patient with greater than a 90-day supply, the DEA Compliance Consultant will conduct a root cause analysis to determine why such prescriptions were not rejected, and Hayward will take appropriate steps to remediate the identified cause.

27. Not later than 30 days after the Effective Date of this Agreement, Hayward will implement a control to identify and prevent the dispensing of controlled substance prescriptions where the prescriber is not licensed in the state to which the patient has specifically requested the medication be mailed (hereinafter, "patient delivery state") and is not otherwise authorized to write prescriptions to a patient located in that state. Specifically, Hayward will implement the following:

- a. When Hayward enters into contractual relationships with companies affiliated with prescribers and the contractual formulary of drugs Hayward may dispense for such companies includes controlled substances, Hayward will contractually require those companies to identify all affiliated prescribers who may submit controlled substance prescriptions to Hayward and the state(s) in which each prescriber is licensed. Hayward will independently verify all state license information of the prescribers so identified, to confirm the accuracy of such information; will contractually require such companies to provide monthly

updates on such prescriber state licensure information; and will independently verify all such prescriber state licensure information no less than every six months.

- b. Hayward will create and maintain an internal database of the state licensure information provided by companies and verified by Hayward pursuant to Paragraph 27.a.;
- c. As described above, Hayward's pharmacy system will direct prescriptions for all controlled substances to a controlled substance workflow and place such prescriptions on hold pending pharmacist review for the designated controlled substance pharmacist team;
- d. As part of that review, the pharmacist will verify, based on reference to Hayward's internal database described above in Paragraph 27.b, that the prescriber has authority to write controlled substance prescriptions in the patient delivery state;
- e. Before the prescription may be filled, Hayward's pharmacy system will require the pharmacist to input the prescriber's state license number into a designated field to approve. The designated controlled substance pharmacist will reject the prescription if the prescriber's state license number cannot be verified based on Hayward's internal database;
- f. In any instance where Hayward's pharmacy system or pharmacist identifies a controlled substance prescription issued by a prescriber not authorized to write prescriptions in the patient delivery state, Hayward will reject the prescription and notify the patient, the prescriber, and, if Hayward has entered into a contractual

relationship with a company affiliated with the prescriber, such company, of the basis for the rejection.

28. Not later than 30 days after the Effective Date of this Agreement, Hayward will revise its written policies and procedures to reflect the processes described above in Paragraph 27.

29. Starting with the first full quarter after the Effective Date of this Agreement, the DEA Compliance Consultant will audit five percent of the total controlled substances dispensed (up to 500 prescriptions per audit) to verify that Hayward did not fill controlled substance prescriptions where the prescriber was not licensed in the patient delivery state. This may be the same set of prescriptions described above in Paragraph 26, and in any event, will be obtained using a commonly accepted randomization technique. Hayward will provide the results of these audits to DEA by notifying DEA whether it identified any controlled substance prescriptions written by prescribers who were not licensed in the patient delivery state and, if such prescriptions are identified, of details of the prescriptions. If the audit indicates that Hayward filled controlled substance prescriptions written by prescribers who were not licensed in the patient delivery state, the DEA Compliance Consultant will conduct a root cause analysis to determine why such prescriptions were not rejected, and Hayward will take appropriate steps to remediate the identified cause.

30. Hayward currently performs full Schedule II controlled substances inventory reconciliations each quarter, and the DEA Compliance Consultant will continue doing so. Each audit set will be obtained using a commonly accepted randomization technique. Starting with the first full quarter after the Effective Date of this Agreement, Hayward will provide the results of those audits to DEA within two weeks of the audit being completed.

31. Hayward's existing pharmacists and pharmacy technicians/clerks will undergo an annual training on the policies referenced in Paragraphs 21 through 30, and Hayward will train all newly hired pharmacists and pharmacy technicians/clerks on those policies.

32. Hayward's existing pharmacists and pharmacy technicians/clerks will undergo an annual training on Hayward's controlled substances inventory policies, and Hayward will train all newly hired pharmacists and pharmacy technicians/clerks on those policies.

33. The DEA Compliance Consultant will conduct an annual training for Hayward's pharmacists and pharmacy technicians/clerks on Hayward's controlled substances policies, including but not limited to those described above, and on the identification and resolution of red flags for diversion. Hayward will provide confirmation to DEA that this training has occurred within two weeks of the training being completed.

34. Hayward will provide the information required to be provided to DEA under Paragraphs 23, 26, 29, 30, and 33 to the Diversion Program Manager of the San Francisco Division. Such information will be provided on behalf of Hayward by the Senior Vice President of Pharmacy Operations, or, if such position is vacant, by another management-level employee, within two weeks of the quarter close or two weeks after the annual training, as applicable.

35. Within three business days of the Effective Date of this Agreement, DEA will move to discontinue the Order to Show Cause proceedings.

36. Within three business days of the Effective Date of this Agreement, Postmeds, Inc. will move to dismiss the proceedings in *Postmeds, Inc. v. Drug Enf't Admin.* No. 1:23-cv-648 (E.D.Va.).

37. DEA will not file any other Order to Show Cause based on the facts alleged in the December 15, 2022 Order to Show Cause unless Hayward does not fulfill its obligations under this Agreement.

38. Hayward acknowledges and agrees that breach or violation of any term of this Agreement may be grounds to immediately suspend any DEA registration associated with Hayward pursuant to 21 U.S.C. § 824(d) and may therefore result in administrative action in DEA's sole discretion. Furthermore, nothing in this Agreement shall be construed as a waiver on the part of DEA to utilize any other grounds for revocation or denial of any DEA registration associated with Hayward, nor shall it be construed as waiver of any defense or reservation of rights by Hayward.

39. DEA and Hayward will bear their own legal and other costs incurred in connection with this matter, including the preparation and performance of this Agreement.

40. This Agreement constitutes the complete agreement between the Parties related to the subject matter herein. This Agreement may not be amended except by written consent of the Parties.

41. This Agreement is binding on Hayward's successors, transferees, and assigns.

42. DEA, Hayward, and each signatory to this Agreement represents that it freely and voluntarily enters into this Agreement without any degree of duress or compulsion.

43. The undersigned represent and warrant that they are fully authorized to execute this Agreement on behalf of the entities indicated below.

44. For purposes of construing this Agreement, this Agreement shall be deemed to have been drafted by all Parties to this Agreement and shall not, therefore, be construed against any Party for that reason in any subsequent dispute.

45. This Agreement may be executed in counterparts, each of which constitutes an original and all of which constitute one and the same Agreement.

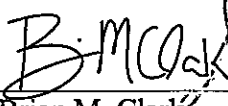
46. This Agreement will become final and binding only upon signing by all Parties.

47. This Agreement is effective on the date of signature of the last signatory to the Agreement ("Effective Date of this Agreement"). Facsimiles and electronic transmissions of signatures will constitute acceptable, binding signatures for purposes of this Agreement.


[Signature Page Follows]

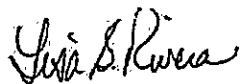
ACCEPTED AND AGREED TO BY:

DRUG ENFORCEMENT ADMINISTRATION

DATED: September 28, 2023 BY:  Digitally signed by
BRIAN CLARK
Date: 2023.09.28
14:03:47 -07'00'
Brian M. Clark
Special Agent in Charge
San Francisco Field Division

RESPONDENT

DATED: September 28, 2023 BY: 
James M. Cole
SIDLEY AUSTIN LLP
Counsel for Postmeds, Inc. d/b/a Truepill

DATED: September 28, 2023 BY: 
Lisa S. Rivera
BASS, BERRY & SIMS PLC
Counsel for Postmeds, Inc. d/b/a Truepill

ADDENDUM TO MEMORANDUM OF AGREEMENT

Under the Memorandum of Agreement executed between the Drug Enforcement Administration and Hayward, Hayward may retain whomever it chooses to fill the role of DEA Compliance consultant as identified in Paragraph 26. The selection of that third party consultant is entirely within the discretion of Hayward, so long as the selected consultant can fulfill the obligations set forth in the MOA.

ACCEPTED AND AGREED TO BY:

DRUG ENFORCEMENT ADMINISTRATION

DATED: 10/11/2023

BY:



Digitally signed by

BRIAN CLARK

Date: 2023.10.11

19:23:01 -07'00'

Brian M. Clark

Special Agent in Charge

San Francisco Field Division

RESPONDENT

DATED: 10/11/2023

BY:



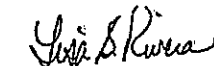
James M. Cole

SIDLEY AUSTIN LLP

Counsel for Postmeds, Inc. d/b/a Truepill

DATED: 10/10/2023

BY:



Lisa S. Rivera

BASS, BERRY & SIMS PLC

Counsel for Postmeds, Inc. d/b/a Truepill

Certificate Of Completion

Envelope Id: 27161B0C85A14BE8866F7EBF208AABE2

Status: Completed

Subject: Complete with DocuSign: Postmeds Inc - Nevada - MOA Requested Letter (03-21-2024)(PH03813).pdf,...

Source Envelope:

Document Pages: 21

Signatures: 1

Envelope Originator:

Certificate Pages: 4

Initials: 0

Artiom Solovei

AutoNav: Enabled

3121 Diablo Avenue

Envelopeld Stamping: Enabled

Hayward, CA 94545

Time Zone: (UTC-08:00) Pacific Time (US & Canada)

artiom.solovei@truepill.com

IP Address: 72.185.103.117

Record Tracking

Status: Original

Holder: Artiom Solovei

Location: DocuSign

3/22/2024 8:05:50 AM

artiom.solovei@truepill.com

Signer Events**Signature****Timestamp**

Quynh Do

quynh@truepill.com

Pharmacist in Charge - Hayward

Truepill

Security Level: Email, Account Authentication
(None)DocuSigned by:

55A9EB4E050F40E...

Sent: 3/22/2024 8:13:10 AM

Viewed: 3/22/2024 8:18:05 AM

Signed: 3/22/2024 8:18:30 AM

Signature Adoption: Drawn on Device

Using IP Address: 174.194.195.210

Signed using mobile

Electronic Record and Signature Disclosure:

Accepted: 3/22/2024 8:18:05 AM

ID: 57efd536-85a8-44b4-b82b-098cca5e7982

In Person Signer Events**Signature****Timestamp****Editor Delivery Events****Status****Timestamp****Agent Delivery Events****Status****Timestamp****Intermediary Delivery Events****Status****Timestamp****Certified Delivery Events****Status****Timestamp****Carbon Copy Events****Status****Timestamp****Witness Events****Signature****Timestamp****Notary Events****Signature****Timestamp****Envelope Summary Events****Status****Timestamps**

Envelope Sent

Hashed/Encrypted

3/22/2024 8:13:10 AM

Certified Delivered

Security Checked

3/22/2024 8:18:05 AM

Signing Complete

Security Checked

3/22/2024 8:18:30 AM

Completed

Security Checked

3/22/2024 8:18:30 AM

Payment Events**Status****Timestamps****Electronic Record and Signature Disclosure**

ELECTRONIC RECORD AND SIGNATURE DISCLOSURE

From time to time, Postmeds, Inc. (we, us or Company) may be required by law to provide to you certain written notices or disclosures. Described below are the terms and conditions for providing to you such notices and disclosures electronically through the DocuSign system. Please read the information below carefully and thoroughly, and if you can access this information electronically to your satisfaction and agree to this Electronic Record and Signature Disclosure (ERSD), please confirm your agreement by selecting the check-box next to 'I agree to use electronic records and signatures' before clicking 'CONTINUE' within the DocuSign system.

Getting paper copies

At any time, you may request from us a paper copy of any record provided or made available electronically to you by us. You will have the ability to download and print documents we send to you through the DocuSign system during and immediately after the signing session and, if you elect to create a DocuSign account, you may access the documents for a limited period of time (usually 30 days) after such documents are first sent to you. After such time, if you wish for us to send you paper copies of any such documents from our office to you, you will be charged a \$0.00 per-page fee. You may request delivery of such paper copies from us by following the procedure described below.

Withdrawing your consent

If you decide to receive notices and disclosures from us electronically, you may at any time change your mind and tell us that thereafter you want to receive required notices and disclosures only in paper format. How you must inform us of your decision to receive future notices and disclosure in paper format and withdraw your consent to receive notices and disclosures electronically is described below.

Consequences of changing your mind

If you elect to receive required notices and disclosures only in paper format, it will slow the speed at which we can complete certain steps in transactions with you and delivering services to you because we will need first to send the required notices or disclosures to you in paper format, and then wait until we receive back from you your acknowledgment of your receipt of such paper notices or disclosures. Further, you will no longer be able to use the DocuSign system to receive required notices and consents electronically from us or to sign electronically documents from us.

All notices and disclosures will be sent to you electronically

Unless you tell us otherwise in accordance with the procedures described herein, we will provide electronically to you through the DocuSign system all required notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you during the course of our relationship with you. To reduce the chance of you inadvertently not receiving any notice or disclosure, we prefer to provide all of the required notices and disclosures to you by the same method and to the same address that you have given us. Thus, you can receive all the disclosures and notices electronically or in paper format through the paper mail delivery system. If you do not agree with this process, please let us know as described below. Please also see the paragraph immediately above that describes the consequences of your electing not to receive delivery of the notices and disclosures electronically from us.

How to contact Postmeds, Inc.:

You may contact us to let us know of your changes as to how we may contact you electronically, to request paper copies of certain information from us, and to withdraw your prior consent to receive notices and disclosures electronically as follows:

To contact us by email send messages to: ari@truepill.com

To advise Postmeds, Inc. of your new email address

To let us know of a change in your email address where we should send notices and disclosures electronically to you, you must send an email message to us at ari@truepill.com and in the body of such request you must state: your previous email address, your new email address. We do not require any other information from you to change your email address.

If you created a DocuSign account, you may update it with your new email address through your account preferences.

To request paper copies from Postmeds, Inc.

To request delivery from us of paper copies of the notices and disclosures previously provided by us to you electronically, you must send us an email to ari@truepill.com and in the body of such request you must state your email address, full name, mailing address, and telephone number. We will bill you for any fees at that time, if any.

To withdraw your consent with Postmeds, Inc.

To inform us that you no longer wish to receive future notices and disclosures in electronic format you may:

- i. decline to sign a document from within your signing session, and on the subsequent page, select the check-box indicating you wish to withdraw your consent, or you may;
- ii. send us an email to ari@truepill.com and in the body of such request you must state your email, full name, mailing address, and telephone number. We do not need any other information from you to withdraw consent.. The consequences of your withdrawing consent for online documents will be that transactions may take a longer time to process..

Required hardware and software

The minimum system requirements for using the DocuSign system may change over time. The current system requirements are found here: <https://support.docusign.com/guides/signer-guide-signing-system-requirements>.

Acknowledging your access and consent to receive and sign documents electronically

To confirm to us that you can access this information electronically, which will be similar to other electronic notices and disclosures that we will provide to you, please confirm that you have read this ERSD, and (i) that you are able to print on paper or electronically save this ERSD for your future reference and access; or (ii) that you are able to email this ERSD to an email address where you will be able to print on paper or save it for your future reference and access. Further, if you consent to receiving notices and disclosures exclusively in electronic format as described herein, then select the check-box next to 'I agree to use electronic records and signatures' before clicking 'CONTINUE' within the DocuSign system.

By selecting the check-box next to 'I agree to use electronic records and signatures', you confirm that:

- You can access and read this Electronic Record and Signature Disclosure; and
- You can print on paper this Electronic Record and Signature Disclosure, or save or send this Electronic Record and Disclosure to a location where you can print it, for future reference and access; and
- Until or unless you notify Postmeds, Inc. as described above, you consent to receive exclusively through electronic means all notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you by Postmeds, Inc. during the course of your relationship with Postmeds, Inc..

IN THE MATTER OF:)	
)	
POSTMEDS INC. dba TRUEPILL)	BEFORE THE ALABAMA STATE
and/or TRUEPILL f/k/a POSTMEDS)	BOARD OF PHARMACY
INC.)	
)	
Non-Resident Pharmacy)	CASE NO: 22-L-0114
Permit Number: 114861)	

CONSENT ORDER

THIS MATTER comes before the Alabama State Board of Pharmacy (hereinafter referred to as the "Board") on a complaint against **PostMeds Inc. dba Truepill and/or Truepill f/k/a PostMeds Inc.** which resulted in the filing of a Statement of Charges and Notice of Hearing ("Statement") alleging violations of the Alabama Pharmacy Practice Act as are more particularly set out in the Statement which is attached hereto as **Exhibit "A."**

Prior to a hearing in this cause, and pursuant to Code of Alabama (1975), § 41-22-12(f), the matters at issue were resolved informally by the parties and the parties negotiated a Consent Order, the terms of which are as follows:

1. The Board finds that **PostMeds Inc. dba Truepill and/or Truepill f/k/a PostMeds Inc.** has violated the provisions of law set out in the Statement.

2. **PostMeds Inc. dba Truepill and/or Truepill f/k/a PostMeds Inc.** shall pay an administrative fine in the amount of Three Thousand Dollars (\$3,000.00) within thirty (30) days of the effective date of this consent order that being the day the same is signed on behalf of the Board. This payment shall not be subject to discharge in bankruptcy nor shall **PostMeds Inc. dba Truepill and/or Truepill f/k/a PostMeds Inc.** attempt to discharge the same. Payments shall be made payable to Alabama State Board of Pharmacy and mailed to 111 Village Street, Birmingham, Alabama 35242.

3. **PostMeds Inc. dba Truepill and/or Truepill f/k/a PostMeds Inc.** expressly waives its rights pursuant to the Alabama Pharmacy Practice Act, the Alabama

Administrative Procedure Act and the Alabama Uniform Controlled Substances Act, including but not limited to the Code of Alabama (1975), §34-23-34 and §34-23-92(12), Code of Alabama (1975), §41-22-12 and §40-22-20 and Code of Alabama (1975), §20-2-50 et seq., and including but not limited to the opportunity for a hearing before the Board in connection with any charges against it and any judicial review. **PostMeds Inc. dba Truepill and/or Truepill f/k/a PostMeds Inc.** further waives any objection to the attorney for the Board preparing, drafting, or making this Order, including the waiver of any objection or right pursuant to Code of Alabama (1975), §41-22-18.

4. By execution of this Consent Order, **PostMeds Inc. dba Truepill and/or Truepill f/k/a PostMeds Inc.** hereby releases the Board, its members, agents, representatives, servants, and employees from any and all liability, claims, damages, fees, or expenses arising out of or made in connection with the matters relating to this Consent Order and Statement.

5. **PostMeds Inc. dba Truepill and/or Truepill f/k/a PostMeds Inc.** acknowledges and agrees that any future violation of the Alabama Pharmacy Practice Act, the laws that regulate the sale and/or dispensing of prescription or legend drugs and/or narcotics or any Rules and regulations of the Alabama State Board of Pharmacy or the pharmacy law or rules of the Board of Pharmacy of another state or any other applicable laws may, upon proof and hearing thereof, result in further disciplinary sanctions against **PostMeds Inc. dba Truepill and/or Truepill f/k/a PostMeds Inc.'s** permit, including, but not limited to revocation.

6. **PostMeds Inc. dba Truepill and/or Truepill f/k/a PostMeds Inc.** acknowledges and agrees that it has read this Consent Order and that it fully understands the terms, conditions, and contents of the same. **PostMeds Inc. dba Truepill and/or**

Truepill f/k/a PostMeds Inc. acknowledges and agrees that it voluntarily and of its own free will accepts the terms and conditions set out in this Consent Order and agrees that it had the right to seek advice of counsel before executing this Consent Order.

DONE this the 6th of June, 2023.

**PostMeds Inc. dba Truepill and/or Truepill
f/k/a PostMeds Inc.**

BY: Donny Simkin
Donny Simkin

ITS: General Counsel, Truepill, Inc.

James Hoover
James Hoover
Counsel for PostMeds Inc. dba Truepill and/or
Truepill f/k/a PostMeds Inc.

DONE this the 8th of JUNE, 2023.

ALABAMA STATE BOARD OF PHARMACY

By: Robert M. Colburn, Jr., R. Ph., President

Jennifer Muro Neumann,
Jennifer Muro Neumann,
Attorney for the Alabama State
Board of Pharmacy

OF COUNSEL:

Jennifer Muro Neumann, PC
Post Office Box 381082
Birmingham, AL 35238
(205) 451-3092

BEFORE THE KANSAS BOARD OF PHARMACY

In the Matter of)	
)	Case No. 22-183
PostMeds, Inc dba Truepill)	
)	
<u>Registration No. 22-117859</u>)	

AMENDED SUMMARY ORDER

NOW on this 20th day of January, 2023, comes before the Kansas Board of Pharmacy (the "Board"), through its Executive Director, the matter of PostMeds, Inc dba Truepill ("Respondent").

Pursuant to the authority granted to the Board by the Kansas Pharmacy Act, K.S.A. 65-1625, *et seq.*, and in accordance with the Kansas Administrative Procedure Act, K.S.A. 77-501, *et seq.*, the Board's Executive Secretary enters this Amended Summary Order in the above-captioned matter. After reviewing the investigation materials and being otherwise duly advised in the premises, makes the following findings, conclusions and order:

FINDINGS OF FACT

1. The Board has previously issued Respondent Registration No. 22-104228 which entitled Respondent to operate as a non-resident pharmacy in the State of Kansas.
2. On November 6, 2019, the ownership of Respondent's non-resident pharmacy changed.
3. On May 22, 2020, the Board received a renewal application for Respondent's Registration No. 22-104228, which was approved on June 3, 2020 with an expiration date of June 30, 2021. Respondent answered "No" to the question: "Has any license or registration, currently or previously held by the applicant or the PIC been surrendered to, denied, disciplined, censured, suspended, limited, placed on probation, or revoked by any state or federal government?"

SUMMARY ORDER
Page 1 of 7

DOS Prothonotary:
Nov 08 2023

Respondent certified the information submitted was true, correct, and complete to the best of Respondent's knowledge.

4. On June 1, 2021, the Board received a renewal application for Respondent's Registration No. 22-104228, which was approved on June 21, 2021 with an expiration date of June 30, 2022. Respondent answered "No" to the question: "Has any license or registration, currently or previously held by the applicant or the PIC been surrendered to, denied, disciplined, censured, suspended, limited, placed on probation, or revoked by any state or federal government?" Respondent certified the information submitted was true, correct, and complete to the best of Respondent's knowledge.

5. Due to staffing challenges, personnel turnover and administrative oversight resulting from its early, rapid growth and restructuring and the corresponding COVID-19 pandemic, Respondent mistakenly failed to report the 2019 ownership change and related disclosures to the Board in its May 22, 2020 and June 1, 2021 renewal applications.

6. On April 18, 2022, the Board received notification from Respondent of an ownership change and several past disciplinary actions not previously reported to the Board including: North Carolina Board of Pharmacy Consent Order of Discipline dated March 8, 2022; California State Board of Pharmacy Letter of Admonishment dated January 23, 2020; California State Board of Pharmacy Citation and Fine dated June 16, 2020; California State Board of Pharmacy Citation and Fine Order of Abatement dated August 25, 2021; Alabama State Board of Pharmacy Final Order dated October 25, 2021; California State Board of Pharmacy Citation and Fine dated January 24, 2019; and California State Board of Pharmacy Citation dated December 16, 2019.

7. On April 28, 2022, the Board received from Respondent a Form BA-22 Non-Resident Pharmacy Registration Application ("Respondent's Application"), notifying of the change in ownership effective November 6, 2019, and applying for a new non-resident pharmacy registration under the new ownership.

8. On May 20, 2022, the Board approved Respondent's Application and issued Respondent the new Non-Resident Pharmacy Registration No. of 22-117859 ("Respondent's Registration") under their new ownership.

9. Prior to receiving the ownership change application, registrant provided a letter notifying of the late ownership change, as well as unreported discipline. Ownership change application completed indicating discipline had occurred and providing details of discipline (5 occurrences).

10. In mitigation, Respondent states that it has invested in additional staff, engaged internal and external legal counsel and implemented training efforts to prevent any such reporting oversights in the future.

CONCLUSIONS OF LAW

1. Pursuant to K.S.A. 65-1658, the Board may assess a civil fine not to exceed \$5,000, after notice and an opportunity to be heard, to any registrant for violation of the pharmacy act of the state of Kansas or any other rules or regulations of the state board of pharmacy.

2. Pursuant to K.S.A. 65-1627(f), the Board may take action against a registration on any ground that would authorize the board to take action against the registration of a pharmacy under K.S.A. 65-1627, and amendments thereto.

3. Pursuant to K.S.A. 65-1627(e)(1), the Board may take action against the registration of a pharmacy upon a finding that such pharmacy has been operated in such manner

SUMMARY ORDER

Page 3 of 7

that violations of the provisions of the pharmacy act of the state of Kansas or of the rules and regulations of the board have occurred in connection therewith.

4. Pursuant to K.S.A. 65-1627(e)(4), the Board may take action against the registration of a pharmacy upon a finding that the registrant has had a registration revoked, suspended or limited, has been censured or has had other disciplinary action taken, or an application for registration denied, by the proper registering authority of another state, territory, District of Columbia or other country.

5. Pursuant to K.S.A. 65-1657, no nonresident pharmacy shall ship, mail, or deliver, in any manner, prescription drugs to a patient in this state unless registered with the Board as a nonresident pharmacy.

6. Pursuant to K.S.A. 65-1645(f), registrations shall not be transferable.

7. Pursuant to K.A.R. 68-2-9, each registrant shall notify the executive secretary of the Board in writing of any change in majority ownership of the operation for which the registration was issued within five days after the date the change in ownership becomes effective.

8. Pursuant to K.A.R. 68-2-23, each pharmacy owner shall notify the board in writing within 30 days of any denial, limitation, suspension, revocation, voluntary surrender, or other disciplinary action taken by the state of Kansas or another jurisdiction against the pharmacy or the pharmacy owner or any application, license, registration, or permit held by the pharmacy owner.

9. Respondent's registered facility changed ownership on November 6, 2019 but Respondent did not provide notification or file a new application with the Board until April 18 and 28, 2022, respectively.

10. Respondent's failure to submit the complete change of ownership to the Board until April 2022 is a violation pursuant to K.A.R. 68-2-9 and an unlawful transfer of the previous

registration to the new ownership. Respondent's actions are a violation pursuant to K.S.A. 65-1657 and K.S.A. 65-1627(e)(1), and a basis to take action against Respondent's Registration.

11. Respondent failed to notify the Board of the six disciplinary actions by North Carolina, California, and Alabama until April 18, 2022, nearly one to two years after they were effective, is a violation of K.A.R. 68-2-23 and a basis to take action against Respondent's Registration pursuant to K.S.A. 65-1627(e)(1) and (e)(4).

ORDER

Taking into account the mitigating and corrective actions of Respondent, the Board finds and concludes that Respondent's conduct, as described above, violates the Act and such conduct warrants the imposition of a fine pursuant to K.S.A. 65-1658, in the amount of \$3,500.00. Respondent has 30 days from the date of this order to pay the fine.

NOTICES

The Respondent is hereby notified as follows:

1. The Respondent may request a hearing pursuant to the Kansas Administrative Procedure Act by filing a written request with the Kansas Board of Pharmacy, 800 SW Jackson, Suite 1414, Topeka, KS 66612-1231 within fifteen (15) days after service of this order.
2. If a hearing is not requested as described above, the Order shall become a final order of the Board, effective upon the expiration of the time to request a hearing.
3. Within fifteen (15) days after entry of a final agency order, either party may file a petition for reconsideration pursuant to K.S.A. 77-529.
4. Within the time limits established in K.S.A. 77-613, either party may seek judicial review of a final agency order, pursuant to said statute. The agency officer designated to receive service of a petition for judicial review is:

SUMMARY ORDER

Page 5 of 7

Alexandra Blasi
Executive Secretary
Kansas Board of Pharmacy
800 SW Jackson, Suite 1414
Topeka, KS. 66612

IT IS SO ORDERED.

1/20/2023
Date

Alex Blasi
Kansas Board of Pharmacy

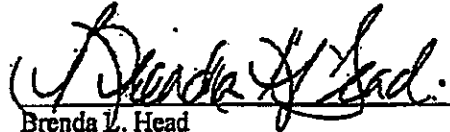
CERTIFICATE OF SERVICE

I hereby certify that I did, on the 24th day of January, 2023, deposit in business mail a copy of the foregoing Amended Summary Order, which is then placed in the United States Mail, postage prepaid, properly addressed to the following:

PostMeds, Inc dba Truepill
3121 Diablo Ave.
Hayward, CA 94545

and via email to:

Christopher C. Tillery
Seigfreid Bingham, P.C.
ctillery@sb-kc.com
Attorney for Respondent



Brenda L. Head
Disciplinary Counsel for the Kansas Board of Pharmacy

**LOUISIANA BOARD OF PHARMACY
BATON ROUGE, LOUISIANA**

IN THE MATTER OF:

CONSENT ORDER

POSTMEDS, INC.

LOUISIANA PHARMACY PERMIT NO. 7761

Case No. 21-0456

CONSENT AGREEMENT

WHEREAS, an informal conference was conducted by the Violations Committee of the Louisiana Board of Pharmacy (hereinafter referred to as the "Board") on March 16, 2022 at the Board office, 3388 Brentwood Drive, Baton Rouge, LA 70809, in the matter of POSTMEDS, INC. (hereinafter referred to as "Respondent"), holding Louisiana Pharmacy Permit No. 7761, 3121 Diablo Ave., Hayward, CA 94545-2701, with attorney Skip Philips and Postmeds Corporate Counsel Donnie Simkin appearing on behalf of Respondent.

WHEREAS, WHEREAS, on August 27, 2018, the Louisiana Board of Pharmacy issued a non-resident pharmacy permit, PHY.007761-NR, to Postmeds Inc. At that time, Postmeds Inc. was 31.5% owned by Mohammad Umar Afridi, 31.5% owned by Siddharth Viswanathan, 16.5% owned by Initialized III L.P., and 20.5% owned by others with no individual owner holding more than 4%. On December 17, 2021 the Board received an "Application for New Louisiana Pharmacy Permit for Nonresident Pharmacy" from Postmeds, Inc. d/b/a Truepill. Accompanying correspondence and organization chart detailed a 100% change in the ownership structure of Postmeds Inc., effective November 6, 2019. Postmeds Inc. went from being owned 31.5% by Mohammad Umar Afridi, 31.5% by Siddharth Viswanathan, 16.5% by Initialized III L.P., and 20.5% by others with no individual owner holding more than 4%, to being owned 100% by Truepill, Inc.

WHEREAS, the Board alleges that such actions constitute violations of the following:

La. R.S. 37:1241 (A)(1): Practiced or assisted in the practice of pharmacy, or knowingly permitted or has permitted anyone in his employ or under his supervision to practice or assist in the practice of pharmacy, in violation of the provisions of this Chapter and any rules and regulations promulgated thereto in accordance with the Administrative Procedure Act.

La. R.S. 37:1221(B). No out-of-state pharmacy providing pharmacy services to residents of this state shall open, establish, operate, or maintain a pharmacy, located out-of-state, unless the pharmacy is issued a permit by the board.

La. R.S. 37:1222(A). A person applying for a permit to open, establish, operate, or maintain a pharmacy, within or outside of this state, shall complete an application in such form and contain such data as the board may require, and complete such other requirements as deemed necessary by the board, including but not limited to designation and identification of a pharmacist-in-charge.

POSTMEDS, INC., Permit No. 7761
CONSENT AGREEMENT
Page 2 of 4

La. R.S. 37:1222(E). A permit to operate a pharmacy shall not be transferable.

La. R.S. 37:1232(A). A pharmacy located outside this state which does business in this state within the meaning of this Chapter, shall hold a current pharmacy permit as provided in this Chapter. The pharmacy shall be designated a "nonresident pharmacy" and the permit shall be designated a "nonresident pharmacy permit."

LAC, Title 46: LIII §1101(A). Individuals, partnerships, corporations, limited liability companies, or associations desiring to operate a pharmacy in Louisiana, or outside the state where prescriptions drugs/devices are dispensed and delivered to Louisiana residents, shall execute an application for a pharmacy permit for their particular classification of pharmacy.

LAC, Title 46: LIII §1135(A)(1)(e). The holder of a pharmacy permit shall notify the board, in writing, prior to the transfer of ownership, in order for the board to complete an inspection of the pharmacy premises. A change of ownership of a pharmacy is evident under the following conditions: a 50 percent, or more, change in ownership of a corporation, limited liability company, or association since the issuance of the original permit or the last renewal application.

LAC, Title 46: LIII §1135(A)(2). The new owner(s) of the pharmacy shall submit a properly completed pharmacy permit application, with appropriate fee, to the board.

LAC, Title 46: LIII §1135(A)(4). Pharmacy permits are not transferable from the original holder(s) of the permit to the new owner(s).

LAC, Title 46: LIII §2305(A). The out-of-state pharmacy shall apply for a permit and annual permit renewals on forms provided by the board.

LAC, Title 46: LIII §2307(C). Authority and Accountability. The designated pharmacist-in-charge of the pharmacy and the pharmacy owner(s), or partners, or corporate officer(s) of the permit holder, where applicable, shall be responsible for the complete supervision, management, and compliance with all federal and state pharmacy laws and regulations pertaining to the practice of pharmacy of the entire prescription department. This responsibility necessarily includes accountability for any violation involving federal or state laws or regulations occurring within the prescription department supervised by a pharmacist-in-charge.

To facilitate the submission of this Consent Agreement, Respondent does not contest the allegations and agrees that there is sufficient evidence upon which to predicate a finding of those violations.

Respondent further understands that this Consent Agreement shall constitute a Public Record, pursuant to La. R.S. 44:1 et seq., and is considered disciplinary action by the Board.

POSTMEDS, INC., Permit No. 7761
CONSENT AGREEMENT
Page 3 of 4

Respondent further understands that this Consent Agreement shall constitute a Public Record, pursuant to La. R.S. 44:1 et seq., and is considered disciplinary action by the Board.

In order to avoid further administrative and judicial proceedings, Respondent hereby consents to accept and abide by the following order of the Board:

POSTMEDS, INC., holder of Louisiana Pharmacy Permit No. 7761, is ordered to pay a fine of \$10,000.00 and to reimburse the Board \$250.00 for administrative costs, and \$324.48 for investigative costs with total payment due the Board of \$10,574.80, due by *certified check or money order* to be paid simultaneously with the execution of this Consent Agreement by Respondent.

By signing this Consent Agreement, Respondent agrees that the Board has jurisdiction in this matter, waives all rights to informal conference, to Notice of Hearing, to a formal Administrative Hearing and to judicial review of this Consent Agreement. Moreover, at no time shall Respondent request the expungement, rescission or removal of this Consent Agreement.

By signing this Consent Agreement, Respondent agrees that any failure to comply with the terms of this Agreement is a basis for discipline by the Board.

Both Respondent and the Board stipulate that this Consent Order shall not become effective and shall not become binding on the Board unless and until approved by the Board at formal meeting. However, Respondent agrees that this Consent Order shall be effective and binding upon Respondent without recourse upon its authorized representative signing said Order.

Respondent agrees to authorize the Board to report this action to the National Practitioner Data Bank – Healthcare Integrity and Protection Data Bank (NPDB-HIPDB) as required by law.

I, Matt Davis-Ratner, authorized to act on behalf of and acting on behalf of POSTMEDS, INC., understand that this Consent Agreement is effective as a Board Order upon affirmative vote by the Board at formal hearing. It is also understood that, should the Board not approve this Consent Agreement, the agreement therein does not preclude the Louisiana Board of Pharmacy from requiring a formal hearing of this case.

It is further understood that, should this Consent Agreement not be accepted by the Board, the presentation to and consideration by the Board of this Agreement, including presented documentary evidence and information, shall not unfairly or illegally prejudice or preclude the Board or any of its members from further participation in hearings or resolution of these proceedings.

[Remainder of page intentionally left blank; signature page to follow.]

POSTMEDS, INC., Permit No. 7761
CONSENT AGREEMENT
Page 4 OF 4

SIGNED, AGREED TO AND ENTERED ON THIS 6th DAY OF April, 2022.

POSTMEDS, INC.
Louisiana Pharmacy Permit No. 7761

Matt Davis-Ratner

BY: Matt Davis-Ratner
Authorized Representative

Harry J. "Skip" Philips

HARRY J. "SKIP" PHILIPS
Taylor Porter
450 Laurel St, 8th Floor
Baton Rouge, LA 70801
Attorney for Respondent

APPROVED FOR SUBMISSION TO THE LOUISIANA BOARD OF PHARMACY:

Carlos M. Finalet, III

CARLOS M. FINALET, III
General Counsel, Louisiana Board of Pharmacy

ACCEPTANCE OF THE CONSENT AGREEMENT BY THE LOUISIANA BOARD OF PHARMACY:

By a majority vote of the Board members voting in favor of the foregoing Consent Agreement at the Board meeting on May 11, 2022, the Board hereby adopts said Agreement as a Final Order of the Board.

FOR THE BOARD:

Matty R. McKay

Matty R. McKay
Hearing Officer for the Board

**STATE OF NORTH CAROLINA
NORTH CAROLINA BOARD OF PHARMACY**

IN THE MATTER OF)	
)	
POSTMEDS, INC. d/b/a Truepill,)	CONSENT ORDER
)	OF DISCIPLINE
Permit No. 13413 and Its Successor Permit(s).)	

THIS MATTER came to be considered before a member of the North Carolina Board of Pharmacy (hereinafter, the "Board") pursuant to 21 N.C.A.C. 46 .2008. The Conference was scheduled for Thursday, February 24, 2022, and, after appropriate notice, was heard on that day by Board member Wallace E. Nelson. Respondent PostMeds, Inc. was informed of its right to be present at the pre-hearing conference and declined. The Board's General Counsel, Clinton R. Pinyan, represented the Board.

Respondent has agreed to waive a formal hearing in the above-referenced matter. It stipulates and agrees to the findings of fact and conclusions of law recited herein and to the order of discipline imposed. By its consent, Respondent also stipulates that it waives its right to appeal this Consent Order or challenge in any way the sufficiency of the findings of this Order as a basis for the action taken. Based upon the consent of the parties, the Board hereby enters the following:

FINDINGS OF FACT

1. On November 20, 2017, the Board issued Permit No. 13413 to Respondent PostMeds, Inc. d/b/a Truepill (Permit No. 13413) ("PostMeds").
2. On PostMeds' initial permit application, its then-pharmacist manager, Mohammad Umar Afridi, submitted an inaccurate statement that he was the sole owner and officer of PostMeds. In fact, PostMeds now acknowledges that Afridi and Siddharth

Viswanathan each owned 47 percent of PostMeds on November 20, 2017, with others owning six percent, and that Viswanathan was also an officer of PostMeds.

3. Viswanathan and the minority owners' interests would not have raised questions about the permit application in this particular case. If PostMeds had disclosed the true ownership and officers of PostMeds, the Board still would have granted PostMeds a permit. However, it was an inaccurate statement that Afridi, as the person who submitted the application, knew was inaccurate. That statement prevented the Board from vetting Viswanathan as the owner of the pharmacy. Because of the inaccuracy of the representations, the initial permit was void ab initio.

4. In November 2019, PostMeds went through a corporate restructuring. During that restructuring, Truepill, Inc. was created as a holding company for PostMeds. At that time, Truepill, Inc. became the sole owner of PostMeds. Afridi, Viswanathan and the other former direct owners of PostMeds became indirect owners with the same ownership interests in the holding company, Truepill, Inc., that they had before the transfer of ownership.

5. This restructuring required PostMeds to submit a transfer of ownership application and have that application granted before the restructuring closed. PostMeds failed to do this. Therefore, even if the initial permit had been valid (which it was not), it would have become invalid upon the corporate restructuring.

6. Insertion of a new holding company between the ultimate owners and PostMeds would not have raised questions about the permit application in this particular case. The ownership interests of the ultimate owners did not change. If PostMeds had disclosed the new holding company, the Board still would have granted the transfer of ownership. However,

PostMeds failed to submit the transfer of ownership application or otherwise disclose the interests of Truepill, Inc.

7. In each of its subsequent renewals, PostMeds failed to correct the ownership information that it had inaccurately submitted on its initial application or to list Truepill, Inc., as the direct owner of the pharmacy.

8. On November 4, 2021, counsel for PostMeds informed the Board that its "current ownership information on file with the North Carolina Board of Pharmacy is out of date." Upon follow-up questioning, the next day, PostMeds disclosed that it should have submitted a transfer of ownership application in November 2019. It further was apparent from the ownership information that PostMeds provided that Afridi made inaccurate representations about ownership and officers on PostMed's initial application that had never been corrected.

9. PostMeds agreed to stop shipping any drugs, devices or medical equipment into the State of North Carolina until the matter was resolved. It further agreed to stop shipping or dispensing any drugs, devices or medical equipment from six other pharmacies under its ownership until the matter was resolved (even though those pharmacies did not receive permits until after the transfer of ownership had occurred, and so did not suffer from the same problem).

10. PostMeds submitted a transfer of ownership application promptly.

11. Although PostMed's disclosure of its inaccuracies was tardy, its remedial actions are a mitigating factor in this matter.

CONCLUSIONS OF LAW

1. Reporting of correct and complete ownership information on an initial pharmacy permit application or a renewal application is material, indeed essential, to the Board's ability to ensure that a pharmacy will provide services safely and competently to the public.

2. PostMeds made inaccurate statements about its ownership and officers on its initial application, which it failed to correct at any point through its 2022 renewal. That initial permit was therefore void ab initio and violated G.S. § 90-85.38(b).

3. The creation of Truepill, Inc. as a holding company further triggered a requirement to report the ownership change and obtain a successor permit, and to do so before the closing of the transaction that created Truepill, Inc. The transaction "result[ed] in a different person . . . owning more than 50 percent interest in the permit holder . . ." 21 NCAC 46.1603. Failure to apply for and obtain a successor permit prior to the transaction, and a continuing failure to disclose the ownership interest of Truepill, Inc., violated G.S. § 90-85.38(b).

IT IS THEREFORE ORDERED:

PostMeds was in violation of G.S. § 90-85.38(b) in North Carolina from November 20, 2017 until at least November 4, 2021. Respondent PostMed's Permit No. 13413 was **VOID** from the time that it was granted on November 20, 2017. G.S. § 90-85.38(c).

Respondent PostMed's change of ownership application is **APPROVED** as a successor permits to Permit No. 13413 (the "Successor Permit") with the following **CONDITIONS**:

I. PostMeds shall provide timely advance notice of any contemplated change in ownership to the current pharmacist-manager and any future pharmacist-manager(s) of the Successor Permit. PostMeds shall consult with the Successor Permit's pharmacist-manager(s) to determine whether any contemplated transaction triggers the need to obtain new permits. PostMeds shall authorize the Successor Permit's pharmacist-manager(s) to take any necessary action to update that ownership information with the Board or to apply for new permits. If a contemplated transaction triggers the need for new permits, PostMeds shall not complete that

transaction unless and until either the Board issues new permits or PostMeds ceases all practice of pharmacy at the permitted location.

2. The Successor Permit shall violate no laws governing the practice of pharmacy or the distribution of drugs.

3. The Successor Permit shall violate no rules or regulations of the Board.

4. If the Successor Permit fail to comply with any term or condition of this Order, it may be subject to additional disciplinary action by the Board.

This is the 8th day of March, 2022

NORTH CAROLINA BOARD OF PHARMACY

By:

/s/ William A. Mixon
William A. Mixon
President

Respondent PostMeds, Inc. has full knowledge that it has the right to a formal hearing, at which it would have the right to be represented at its expense by counsel, in this matter. Respondent freely, knowingly and voluntarily waives its right to such a hearing by entering into this Consent Order.

Respondent understands and agrees that by entering into this Consent Order, it certifies that it has read the foregoing Consent Order and that it voluntarily consents to the terms and conditions set forth therein and relinquishes any right to judicial review of Board actions that may be taken concerning this matter.

Respondent further understands that should it violate the terms and conditions of this Consent Order, the Board may take additional action.

Respondent understands and agrees that this Consent Order will not become effective unless and until approved by the Board.

Respondent understands that it has the right to have counsel of its choice review and advise them with respect to their rights and this Consent Order, and represents that it enters this Consent Order after consultation with counsel or after knowingly and voluntarily choosing not to consult with counsel. Respondent further agrees that the person who is executing this Consent Order has been duly authorized by any required corporation action to execute on behalf of Respondent.

CONSENTED TO BY:

 Date 3/7/22

Printed Name: Matt Davis-Ratner

Title: General Counsel

STATE OF _____

_____ COUNTY

I, the undersigned Notary Public of the County and State aforesaid, do hereby certify that the above-named representative of PostMeds, Inc. personally appeared before me this day, and acknowledged the due execution of the foregoing document.

Date: _____

Notary Public

My commission expires: _____

EXHIBIT C

**STATE OF NORTH CAROLINA
NORTH CAROLINA BOARD OF PHARMACY**

IN THE MATTER OF)	
)	
POSTMEDS, INC. d/b/a Truepill,)	CONSENT ORDER
)	OF DISCIPLINE
Permit No. 13413 and Its Successor Permit(s).)	

THIS MATTER came to be considered before a member of the North Carolina Board of Pharmacy (hereinafter, the "Board") pursuant to 21 N.C.A.C. 46 .2008. The Conference was scheduled for Thursday, February 24, 2022, and, after appropriate notice, was heard on that day by Board member Wallace E. Nelson. Respondent PostMeds, Inc. was informed of its right to be present at the pre-hearing conference and declined. The Board's General Counsel, Clinton R. Pinyan, represented the Board.

Respondent has agreed to waive a formal hearing in the above-referenced matter. It stipulates and agrees to the findings of fact and conclusions of law recited herein and to the order of discipline imposed. By its consent, Respondent also stipulates that it waives its right to appeal this Consent Order or challenge in any way the sufficiency of the findings of this Order as a basis for the action taken. Based upon the consent of the parties, the Board hereby enters the following:

FINDINGS OF FACT

1. On November 20, 2017, the Board issued Permit No. 13413 to Respondent PostMeds, Inc. d/b/a Truepill (Permit No. 13413) ("PostMeds").
2. On PostMeds' initial permit application, its then-pharmacist manager, Mohammad Umar Afridi, submitted an inaccurate statement that he was the sole owner and officer of PostMeds. In fact, PostMeds now acknowledges that Afridi and Siddharth

X

Viswanathan each owned 47 percent of PostMeds on November 20, 2017, with others owning six percent, and that Viswanathan was also an officer of PostMeds.

3. Viswanathan and the minority owners' interests would not have raised questions about the permit application in this particular case. If PostMeds had disclosed the true ownership and officers of PostMeds, the Board still would have granted PostMeds a permit. However, it was an inaccurate statement that Afridi, as the person who submitted the application, knew was inaccurate. That statement prevented the Board from vetting Viswanathan as the owner of the pharmacy. Because of the inaccuracy of the representations, the initial permit was void ab initio.

4. In November 2019, PostMeds went through a corporate restructuring. During that restructuring, Truepill, Inc. was created as a holding company for PostMeds. At that time, Truepill, Inc. became the sole owner of PostMeds. Afridi, Viswanathan and the other former direct owners of PostMeds became indirect owners with the same ownership interests in the holding company, Truepill, Inc., that they had before the transfer of ownership.

5. This restructuring required PostMeds to submit a transfer of ownership application and have that application granted before the restructuring closed. PostMeds failed to do this. Therefore, even if the initial permit had been valid (which it was not), it would have become invalid upon the corporate restructuring.

6. Insertion of a new holding company between the ultimate owners and PostMeds would not have raised questions about the permit application in this particular case. The ownership interests of the ultimate owners did not change. If PostMeds had disclosed the new holding company, the Board still would have granted the transfer of ownership. However,

PostMeds failed to submit the transfer of ownership application or otherwise disclose the interests of Truepill, Inc.

7. In each of its subsequent renewals, PostMeds failed to correct the ownership information that it had inaccurately submitted on its initial application or to list Truepill, Inc., as the direct owner of the pharmacy.

8. On November 4, 2021, counsel for PostMeds informed the Board that its “current ownership information on file with the North Carolina Board of Pharmacy is out of date.” Upon follow-up questioning, the next day, PostMeds disclosed that it should have submitted a transfer of ownership application in November 2019. It further was apparent from the ownership information that PostMeds provided that Afridi made inaccurate representations about ownership and officers on PostMed’s initial application that had never been corrected.

9. PostMeds agreed to stop shipping any drugs, devices or medical equipment into the State of North Carolina until the matter was resolved. It further agreed to stop shipping or dispensing any drugs, devices or medical equipment from six other pharmacies under its ownership until the matter was resolved (even though those pharmacies did not receive permits until after the transfer of ownership had occurred, and so did not suffer from the same problem).

10. PostMeds submitted a transfer of ownership application promptly.

11. Although PostMed’s disclosure of its inaccuracies was tardy, its remedial actions are a mitigating factor in this matter.

CONCLUSIONS OF LAW

1. Reporting of correct and complete ownership information on an initial pharmacy permit application or a renewal application is material, indeed essential, to the Board’s ability to ensure that a pharmacy will provide services safely and competently to the public.

2. PostMeds made inaccurate statements about its ownership and officers on its initial application, which it failed to correct at any point through its 2022 renewal. That initial permit was therefore void ab initio and violated G.S. § 90-85.38(b).

3. The creation of Truepill, Inc. as a holding company further triggered a requirement to report the ownership change and obtain a successor permit, and to do so before the closing of the transaction that created Truepill, Inc. The transaction “result[ed] in a different person . . . owning more than 50 percent interest in the permit holder . . .” 21 NCAC 46.1603. Failure to apply for and obtain a successor permit prior to the transaction, and a continuing failure to disclose the ownership interest of Truepill, Inc., violated G.S. § 90-85.38(b).

IT IS THEREFORE ORDERED:

PostMeds was in violation of G.S. § 90-85.38(b) in North Carolina from November 20, 2017 until at least November 4, 2021. Respondent PostMed’s Permit No. 13413 was **VOID** from the time that it was granted on November 20, 2017. G.S. § 90-85.38(c).

Respondent PostMed’s change of ownership application is **APPROVED** as a successor permits to Permit No. 13413 (the “Successor Permit”) with the following **CONDITIONS**:

1. PostMeds shall provide timely advance notice of any contemplated change in ownership to the current pharmacist-manager and any future pharmacist-manager(s) of the Successor Permit. PostMeds shall consult with the Successor Permit’s pharmacist-manager(s) to determine whether any contemplated transaction triggers the need to obtain new permits. PostMeds shall authorize the Successor Permit’s pharmacist-manager(s) to take any necessary action to update that ownership information with the Board or to apply for new permits. If a contemplated transaction triggers the need for new permits, PostMeds shall not complete that

transaction unless and until either the Board issues new permits or PostMeds ceases all practice of pharmacy at the permitted location.

2. The Successor Permit shall violate no laws governing the practice of pharmacy or the distribution of drugs.

3. The Successor Permit shall violate no rules or regulations of the Board.

4. If the Successor Permit fail to comply with any term or condition of this Order, it may be subject to additional disciplinary action by the Board.

This is the 8th day of March, 2022

NORTH CAROLINA BOARD OF PHARMACY

By:

/s/ William A. Nixon
William A. Nixon
President

Respondent PostMeds, Inc. has full knowledge that it has the right to a formal hearing, at which it would have the right to be represented at its expense by counsel, in this matter. Respondent freely, knowingly and voluntarily waives its right to such a hearing by entering into this Consent Order.


Respondent understands and agrees that by entering into this Consent Order, it certifies that it has read the foregoing Consent Order and that it voluntarily consents to the terms and conditions set forth therein and relinquishes any right to judicial review of Board actions that may be taken concerning this matter.

Respondent further understands that should it violate the terms and conditions of this Consent Order, the Board may take additional action.

Respondent understands and agrees that this Consent Order will not become effective unless and until approved by the Board.

Respondent understands that it has the right to have counsel of its choice review and advise them with respect to their rights and this Consent Order, and represents that it enters this Consent Order after consultation with counsel or after knowingly and voluntarily choosing not to consult with counsel. Respondent further agrees that the person who is executing this Consent Order has been duly authorized by any required corporation action to execute on behalf of Respondent.

CONSENTED TO BY:

 Date 3/7/22

Printed Name: Matt Davis-Ratner

Title: General Counsel

STATE OF _____

_____ COUNTY

I, the undersigned Notary Public of the County and State aforesaid, do hereby certify that the above-named representative of PostMeds, Inc. personally appeared before me this day, and acknowledged the due execution of the foregoing document.

Date: _____

Notary Public

My commission expires: _____

**LOUISIANA BOARD OF PHARMACY
BATON ROUGE, LOUISIANA**

IN THE MATTER OF:

CONSENT ORDER

POSTMEDS, INC.

LOUISIANA PHARMACY PERMIT NO. 7761

Case No. 21-0456

CONSENT AGREEMENT

WHEREAS, an informal conference was conducted by the Violations Committee of the Louisiana Board of Pharmacy (hereinafter referred to as the "Board") on March 16, 2022 at the Board office, 3388 Brentwood Drive, Baton Rouge, LA 70809, in the matter of POSTMEDS, INC. (hereinafter referred to as "Respondent"), holding Louisiana Pharmacy Permit No. 7761, 3121 Diablo Ave., Hayward, CA 94545-2701, with attorney Skip Philips and Postmeds Corporate Counsel Donnie Simkin appearing on behalf of Respondent.

WHEREAS, WHEREAS, on August 27, 2018, the Louisiana Board of Pharmacy issued a non-resident pharmacy permit, PHY.007761-NR, to Postmeds Inc. At that time, Postmeds Inc. was 31.5% owned by Mohammad Umar Afridi, 31.5% owned by Siddharth Viswanathan, 16.5% owned by Initialized III L.P., and 20.5% owned by others with no individual owner holding more than 4%. On December 17, 2021 the Board received an "Application for New Louisiana Pharmacy Permit for Nonresident Pharmacy" from Postmeds, Inc. d/b/a Truepill. Accompanying correspondence and organization chart detailed a 100% change in the ownership structure of Postmeds Inc., effective November 6, 2019. Postmeds Inc. went from being owned 31.5% by Mohammad Umar Afridi, 31.5% by Siddharth Viswanathan, 16.5% by Initialized III L.P., and 20.5% by others with no individual owner holding more than 4%, to being owned 100% by Truepill, Inc.

WHEREAS, the Board alleges that such actions constitute violations of the following:

La. R.S. 37:1241 (A)(1): Practiced or assisted in the practice of pharmacy, or knowingly permitted or has permitted anyone in his employ or under his supervision to practice or assist in the practice of pharmacy, in violation of the provisions of this Chapter and any rules and regulations promulgated thereto in accordance with the Administrative Procedure Act.

La. R.S. 37:1221(B). No out-of-state pharmacy providing pharmacy services to residents of this state shall open, establish, operate, or maintain a pharmacy, located out-of-state, unless the pharmacy is issued a permit by the board.

La. R.S. 37:1222(A). A person applying for a permit to open, establish, operate, or maintain a pharmacy, within or outside of this state, shall complete an application in such form and contain such data as the board may require, and complete such other requirements as deemed necessary by the board, including but not limited to designation and identification of a pharmacist-in-charge.

La. R.S. 37:1222(E). A permit to operate a pharmacy shall not be transferable.

La. R.S. 37:1232(A). A pharmacy located outside this state which does business in this state within the meaning of this Chapter, shall hold a current pharmacy permit as provided in this Chapter. The pharmacy shall be designated a "nonresident pharmacy" and the permit shall be designated a "nonresident pharmacy permit."

LAC, Title 46: LIII §1101(A). Individuals, partnerships, corporations, limited liability companies, or associations desiring to operate a pharmacy in Louisiana, or outside the state where prescriptions drugs/devices are dispensed and delivered to Louisiana residents, shall execute an application for a pharmacy permit for their particular classification of pharmacy.

LAC, Title 46: LIII §1135(A)(1)(e). The holder of a pharmacy permit shall notify the board, in writing, prior to the transfer of ownership, in order for the board to complete an inspection of the pharmacy premises. A change of ownership of a pharmacy is evident under the following conditions: a 50 percent, or more, change in ownership of a corporation, limited liability company, or association since the issuance of the original permit or the last renewal application.

LAC, Title 46: LIII §1135(A)(2). The new owner(s) of the pharmacy shall submit a properly completed pharmacy permit application, with appropriate fee, to the board.

LAC, Title 46: LIII §1135(A)(4). Pharmacy permits are not transferable from the original holder(s) of the permit to the new owner(s).

LAC, Title 46: LIII §2305(A). The out-of-state pharmacy shall apply for a permit and annual permit renewals on forms provided by the board.

LAC, Title 46: LIII §2307(C). Authority and Accountability. The designated pharmacist-in-charge of the pharmacy and the pharmacy owner(s), or partners, or corporate officer(s) of the permit holder, where applicable, shall be responsible for the complete supervision, management, and compliance with all federal and state pharmacy laws and regulations pertaining to the practice of pharmacy of the entire prescription department. This responsibility necessarily includes accountability for any violation involving federal or state laws or regulations occurring within the prescription department supervised by a pharmacist-in-charge.

To facilitate the submission of this Consent Agreement, Respondent does not contest the allegations and agrees that there is sufficient evidence upon which to predicate a finding of those violations.

Respondent further understands that this Consent Agreement shall constitute a Public Record, pursuant to La. R.S. 44:1 et seq., and is considered disciplinary action by the Board.

Respondent further understands that this Consent Agreement shall constitute a Public Record, pursuant to La. R.S. 44:1 et seq., and is considered disciplinary action by the Board.

In order to avoid further administrative and judicial proceedings, Respondent hereby consents to accept and abide by the following order of the Board:

POSTMEDS, INC., holder of Louisiana Pharmacy Permit No. 7761, is ordered to pay a fine of \$10,000.00 and to reimburse the Board \$250.00 for administrative costs, and \$324.48 for investigative costs with total payment due the Board of \$10,574.80, due by *certified check or money order* to be paid simultaneously with the execution of this Consent Agreement by Respondent.

By signing this Consent Agreement, Respondent agrees that the Board has jurisdiction in this matter, waives all rights to informal conference, to Notice of Hearing, to a formal Administrative Hearing and to judicial review of this Consent Agreement. Moreover, at no time shall Respondent request the expungement, rescission or removal of this Consent Agreement.

By signing this Consent Agreement, Respondent agrees that any failure to comply with the terms of this Agreement is a basis for discipline by the Board.

Both Respondent and the Board stipulate that this Consent Order shall not become effective and shall not become binding on the Board unless and until approved by the Board at formal meeting. However, Respondent agrees that this Consent Order shall be effective and binding upon Respondent without recourse upon its authorized representative signing said Order.

Respondent agrees to authorize the Board to report this action to the National Practitioner Data Bank – Healthcare Integrity and Protection Data Bank (NPDB-HIPDB) as required by law.

I, Matt Davis-Ratner, authorized to act on behalf of and acting on behalf of POSTMEDS, INC., understand that this Consent Agreement is effective as a Board Order upon affirmative vote by the Board at formal hearing. It is also understood that, should the Board not approve this Consent Agreement, the agreement therein does not preclude the Louisiana Board of Pharmacy from requiring a formal hearing of this case.

It is further understood that, should this Consent Agreement not be accepted by the Board, the presentation to and consideration by the Board of this Agreement, including presented documentary evidence and information, shall not unfairly or illegally prejudice or preclude the Board or any of its members from further participation in hearings or resolution of these proceedings.

[Remainder of page intentionally left blank; signature page to follow.]

SIGNED, AGREED TO AND ENTERED ON THIS 6th DAY OF April, 2022.

POSTMEDS, INC.
Louisiana Pharmacy Permit No. 7761

Matt Davis-Ratner

BY: Matt Davis-Ratner
Authorized Representative

Harry J. "Skip" Philips

HARRY J. "SKIP" PHILIPS
Taylor Porter
450 Laurel St, 8th Floor
Baton Rouge, LA 70801
Attorney for Respondent

APPROVED FOR SUBMISSION TO THE LOUISIANA BOARD OF PHARMACY:

Carlos M. Finalet, III

CARLOS M. FINALET, III
General Counsel, Louisiana Board of Pharmacy

ACCEPTANCE OF THE CONSENT AGREEMENT BY THE LOUISIANA BOARD OF PHARMACY:

By a majority vote of the Board members voting in favor of the foregoing Consent Agreement at the Board meeting on May 11, 2022, the Board hereby adopts said Agreement as a Final Order of the Board.

FOR THE BOARD:

Marty R. McKay

Marty R. McKay
Hearing Officer for the Board

svb

**Silicon Valley Bank**3003 Tasman
Santa Clara, California 95054
408-654-740090-4039
1211**CASHIER'S CHECK**

No. 208457

Remitter: **Postmeds, Inc.**
Permit No. 7761Date
Apr 13, 2022Check No.
208457Amount
\$10,574.80**PAY EXACTLY**

*** Ten Thousand Five Hundred Seventy-Four and 80/100

Dollars

TWO SIGNATURES REQUIRED OVER \$50,000.00

Pay to the
order of: **Louisiana Board of Pharmacy**

⑈ 208457 ⑈



California State Board of Pharmacy
1625 North Market Boulevard, Suite N219, Sacramento, CA 95834
Phone (916) 574-7900
Fax (916) 574-8618
www.pharmacy.ca.gov

BUSINESS, CONSUMER SERVICES AND HOUSING AGENCY
DEPARTMENT OF CONSUMER AFFAIRS
GOVERNOR EDMUND G. BROWN JR.

January 23, 2020

VIA CERTIFIED MAIL
LETTER OF ADMONISHMENT

TRUEPILL
ATTN: MOHAMMAD UMAR AFRIDI, CEO
3121 DIABLO AVE
HAYWARD, CA 94545

RE: CI 2019 84877
TRUEPILL
PHY 56100

This LETTER OF ADMONISHMENT is being issued pursuant to Business and Professions Code section 4315 for failure to comply with the laws and regulations that govern the practice of pharmacy in California. (For exact language refer to the California Pharmacy Law and Index, located on the board's website at www.pharmacy.ca.gov, under Forms and Publications.)

The Board of Pharmacy has completed its investigation in the above referenced matter. All documentation and/or statements relating to the investigation have been accepted and included in an Investigation Report on file in this office. Facts contained in this report lead to the conclusion that the following violations of pharmacy laws or regulations have occurred:

JURISDICTION: Bus. & Prof. Code § 4315; 1764/56.10(a) - Unauthorized disclosure of prescription and medical information

Unauthorized disclosure of prescriptions: California Code of Regulations section 1764 states in pertinent part that no pharmacist shall exhibit, discuss, or reveal the contents of any prescription or any medical information furnished by the prescriber with any person other than the patient or his or her authorized representative and Civil Code section 56.10 subdivision (a) states, in pertinent part, no provider of health care shall disclose medical information regarding a patient of the provider of health care without first obtaining an authorization. Truepill Pharmacy was not in compliance with these regulations. Specifically, on 4/17/2019, Truepill Pharmacy (PHY56100) located at 3121 Diablo Avenue in Hayward, CA shipped prescription RX#1186395 to the wrong person. The prescription was intended for AR but was shipped to the address of MS in error. Also, Truepill Pharmacy shipped prescriptions to patients with a shipping label showing the return address of NuRx located at 6838 Ellicott Drive in East Syracuse, NY and from Apostrophe located at 330 2nd Street in Oakland, CA. NuRx and Apostrophe are not licensed pharmacies and prescription packages returned as undeliverable to these locations would cause the disclosure of medical information without authorization.

Shipping prescriptions to an unauthorized person violates California Code of Regulations section 1764 and Civil Code 56.10.

If you wish to contest this Letter of Admonishment, you may do so by submitting, within 30 days of the date of service of this Letter of Admonishment, namely February 22, 2020, the attached "Request for an Office Conference" form. If an office conference is not requested, compliance with the Letter of Admonishment shall not constitute an admission of the violations described in the Letter of Admonishment.

Unless it is dismissed following an office conference or you receive other instructions from the Board in writing, Pharmacy Law requires that you maintain and have readily available for inspection a copy of this Letter of Admonishment and any written corrective action plan, if any, for at least three years from the date of issuance at the top of this letter. The Letter of Admonishment will be considered a public record for purposes of disclosure for three years from issuance. The issuance of this Letter of Admonishment does not limit the board's ability to pursue other disciplinary or administrative action under Business and Professions Code section 4315, subdivision (f).

If you have any questions regarding this Letter of Admonishment, please contact Barbera Schleicher, Public Inquiry Analyst at (916) 518-3081.

Sincerely

A handwritten signature in black ink, appearing to read "Virginia Herold", with a stylized flourish at the end.

Virginia Herold
Executive Officer
Board of Pharmacy

**BOARD OF PHARMACY
DEPARTMENT OF CONSUMER AFFAIRS
STATE OF CALIFORNIA**

MODIFIED CITATION AND FINE

Citation Number	Name, License No
CI 2017 78633	TRUEPILL (FORMERLY POSTMEDS INC.), PHY 56100

JURISDICTION: Bus. & Prof. Code § 4314; CCR, title 16, § 1775; Bus. & Prof. Code § 4301, subd. (o)

VIOLATION CODE SECTION	OFFENSE	AMT OF FINE
Bus. & Prof. Code § 4059 subd. (a)/Bus. & Prof. Code § 4067 subd. (a)	Furnishing dangerous drugs without a prescription/Internet; Dispensing Dangerous Drugs or Devices without Prescription; No person shall dispense or furnish, or cause to be furnished dangerous drugs...on the internet...without a prescription issued pursuant to a good faith examination	Citation without a fine
Bus. & Prof. Code § 4174	Dispensing on order of nurse practitioner or person of similar status.	Citation without a fine

CONDUCT:

Furnishing Dangerous Drugs or Devices Prohibited Without Prescription: Business and Professions Code 4059 (a) states in pertinent part a person may not furnish any dangerous drug, except upon the prescription of a physician, dentist, podiatrist, optometrist, veterinarian, or naturopathic doctor pursuant to Section 3640.7. A person may not furnish any dangerous device, except upon the prescription of a physician, dentist, podiatrist, optometrist, veterinarian, or naturopathic doctor pursuant to Section 3640.7. In conjunction with Business and Professions Code 4067 (a) which states no person or entity shall dispense or furnish, or cause to be dispensed or furnished, dangerous drugs or dangerous devices, as defined in Section 4022, on the Internet for delivery to any person in this state without a prescription issued pursuant to a good faith prior examination of a human or animal for whom the prescription is meant if the person or entity either knew or reasonably should have known that the prescription was not issued pursuant to a good faith prior examination of a human or animal, or if the person or entity did not act in accordance with Section 1761 of Title 16 of the California Code of Regulations and (f) for the purposes of this section, "good faith prior examination" includes the requirements for a physician and surgeon in Section 2242. In conjunction with Business and Professions Code 2290.5 (a) For purposes of this division, the following definitions shall apply: (3) "Health care provider" means either of the following: (A) a person who is licensed under this division. Between 4/1/2018 to 10/31/2018, Postmeds Inc. (PHY56100) located at 3121 Diablo Ave. Hayward, CA dispensed prescriptions issued by prescribers who were not licensed in California. Specifically, 2 prescriptions were issued by Nurse Practitioner Jenny Ingle; 9 prescriptions were issued by Dr. Brook Randal; 6 prescriptions were issued by Dr. Jessica Rubino and 4 prescriptions were issued by Dr. Sudhi Trye. These prescribers were not licensed in California at the time the prescriptions were initiated and shipped to a California resident. Postmeds pharmacy dispensed the prescriptions issued by unlicensed prescribers to

California residents in violation of Business and Professions Code 4059 (a) and Business and Professions Code 4067 (a).

Dispensing by Pharmacist Upon Order of Nurse Practitioner: Business and Professions Code 4174 states in pertinent part notwithstanding any other law, a pharmacist may dispense drugs or devices upon the drug order of a nurse practitioner functioning pursuant to Section 2836.1 or a certified nurse-midwife functioning pursuant to Section 2746.51, a drug order of a physician assistant functioning pursuant to Section 3502.1 or a naturopathic doctor functioning pursuant to Section 3640.5, or the order of a pharmacist acting under Section 4052.1, 4052.2, 4052.3, or 4052.6. Postmeds Inc. (PHY56100) located at 3121 Diablo Ave. Hayward, CA dispensed prescriptions issued by Nurse Practitioners and Physicians Assistants who had not yet entered into an established standardized procedure or protocol developed by a supervising physician. Between 4/1/2018 and 10/31/2018, the following prescribers issued prescriptions to Postmeds without an established protocol in place: Physician's Assistant Leanne Mays issued 8 prescriptions and Physician's Assistant Susan Owen issued 6 prescriptions. Between 4/1/2018 and 10/31/2018, the following prescribers issued prescriptions to Postmeds entering into a protocol after the prescriptions were issued: Nurse Practitioner Joni Gunzburger issued 4,782 prescriptions; Nurse Practitioner Cristin Hackel issued 10,819 prescriptions and Nurse Practitioner Jessica Horwitz issued 4,711 prescriptions. Postmeds Pharmacy dispensed the prescriptions issued by Nurse Practitioners and Physicians Assistants who had not yet entered into standardized procedures or protocols as required by Business and Professions Code 4174.

CITATION ISSUED ON: June 16, 2020

TOTAL AMOUNT OF FINE(S): \$0.00

PAYMENT OF FINE(S) DUE BY: July 16, 2020



California State Board of Pharmacy
2720 Gateway Oaks Drive, Suite 100
Sacramento, CA 95833
Phone: (916) 518-3100 Fax: (916) 574-8614
www.pharmacy.ca.gov

Business, Consumer Services and Housing Agency
Department of Consumer Affairs
Gavin Newsom, Governor



August 25, 2021

TRUEPILL
ATTN: FRANCESCO CONSOLE, PIC
3121 DIABLO AVE
HAYWARD, CA 94545

RE: CI 2020 89223
TRUEPILL
PHY 56100

The attached Citation CI 2020 89223, has been issued to TRUEPILL, PHY 56100. A copy has been sent to the pharmacy, and a copy is being sent to the pharmacist-in-charge for informational purposes only. As pharmacist in charge it is your responsibility to insure the pharmacy's compliance with the term(s) and condition(s) of the citation by the date(s) ordered, and to ensure the pharmacy's compliance with all pharmacy laws.

The Citation references the specific statutes and regulations violated, and defines each violation charged. The Citation details the conduct that resulted in the issuance of the citation. In addition the citation may also include information regarding fine(s) assessed. If fine(s) have been assessed, the citation specifies the amount and the specific violation for which the fine was levied.

If you have any questions please contact Joshua Monforte, Citation and Fine Analyst at (916) 518-3014.

Sincerely

Joshua Monforte
Citation and Fine Analyst

Attachments

**BOARD OF PHARMACY
DEPARTMENT OF CONSUMER AFFAIRS
STATE OF CALIFORNIA**

**CITATION AND FINE
ORDER OF ABATEMENT**

COPY

Citation Number	Name, License No
CI 2020 89223	TRUEPILL, PHY 56100

JURISDICTION: Bus. & Prof. Code § 4314; CCR, title 16, § 1775; Bus. & Prof. Code § 4301, subd. (o)

VIOLATION CODE SECTION	OFFENSE	AMT OF FINE
CCR, Title 16, § 1714 subd. (b)	Operational Standards and Security; pharmacy responsible for pharmacy security	\$5,000.00
Bus. & Prof. Code § 4169 subd. (a)(2)/Health & Safety Code § 111295	Prohibited Acts; Purchase, trade, sell, or transfer dangerous drugs to that the person knew or reasonably should have known were adulterated.../It is unlawful for any person to manufacture, sell, deliver, hold, or offer for sale any drug or device that is adulterated	Citation without a fine

CONDUCT:

California Code of Regulations 1714, section b states, (b) Each pharmacy licensed by the board shall maintain its facilities, space, fixtures, and equipment so that drugs are safely and properly prepared, maintained, secured and distributed. The pharmacy shall be of sufficient size and unobstructed area to accommodate the safe practice of pharmacy. Specifically, Truepill Pharmacy, PHY56100, located at 3121 Diablo Ave, Hayward, CA 94545 was in violation when they failed to keep dangerous drugs stored according to policy and procedure 2001.4, Oversight of Pharmacy Safety, which states: "The Pharmacy will make all attempts at maintaining a room temperature below 85F and ideally between 68-77F". Between 7/1/2020 and 9/14/2020, on numerous occasions, dangerous drug storage temperatures, summarized in Table 2, exceeded the recommended storage temperatures. The most egregious of these temperature spikes were:

- a) On 8/13/2020, in the cage area of the warehouse, dangerous drugs were stored approximately 161 hours over 77 F and 47 hours over 85F.
- b) On 9/6/2020, in the cage area of the warehouse, dangerous drugs were stored approximately 59 hours over 77 F and 17 hours above 85F.
- c) On 8/13/2020, in the Parata Automated dispensing machine located in the warehouse, dangerous drugs were stored for approximately 163 hours above 77 F and 44 hours above 85 F.

Business and Professions Code 4169 section (a), subdivision (2) states, A person or entity shall not do any of the following: (2) Purchase, trade, sell, or transfer dangerous drugs that the person knew or reasonably should have known were adulterated, as set forth in Article 2 (commencing with Section 111250) of Chapter 6 of Part 5 of Division 104 of the Health and Safety Code as it relates to Health and Safety Code 111295 which states, It is unlawful for any person to manufacture, sell, deliver, hold or offer for sale any drug or device that is adulterated. Specifically, Truepill Pharmacy, PHY56100, located at 3121 Diablo Ave, Hayward, CA 94545 was in violation when they used the MKT calculation alone instead of in conjunction with manufactures stability data as stated in USP <1079>, which provides guidance for assessing possible adulteration to dangerous drugs stored at the pharmacy due to excessive heat. In particular, USP<1079> states, "Knowing the MKT for an excursion is useful for evaluating the potential impact on product quality. However, it is also essential to know the upper and lower temperature limits of any excursion. If these extreme temperatures are outside available stability data, it may not be possible to predict the quality impact of the excursion with any confidence regardless of the MKT. At higher temperatures the kinetics of degradation may change or new degradation reactions may occur. Truepill Pharmacy did not consider the manufacture's stability data for at least 72 dangerous drugs stored in the cage area of the warehouse which were held and offered for sale when determining if a dangerous drug was adulterated by the extreme heat, summarized in Table 3. For each one of the 72 dangerous drugs, the maximum temperature for storage was listed by the manufacturer as 77F or storage information was not listed. As there was no stability temperature for at least the 72 drugs in question and per USP<1079>, the MKT cannot be without the stability data, these drugs which were held and offered for sale were adulterated.

ORDER OF ABATEMENT

By the Abatement date/payment date submit to the Board the following:

- Either (1) full payment of the assessed fine(s) in the amount of \$5,000.00; or payment in the amount of \$1,000.00 and (2) provide proof of new temperature control systems in addition to central HVAC systems installed throughout the pharmacy and 30 days of temperature log from the various drug storage locations within ninety (90) days.

If you choose option (2), within 90 days of this citation, you shall submit proof of new temperature control systems in addition to central HVAC systems installed throughout the pharmacy and 30 days of temperature log from the various drug storage locations. Any failure to do so shall be deemed a failure to meet the abatement requirements of this citation.

If you timely submit proof of new temperature control systems in addition to central HVAC systems installed throughout the pharmacy and 30 days of temperature log from the various drug storage locations within 90 days from the date the citation was issued, this citation shall be reduced to \$1,000.00 and proof of compliance of new temperature control systems in addition to central HVAC systems installed throughout the pharmacy and 30 days of temperature log from the various drug storage locations shall be considered satisfactory abatement of the citation.

COPY

If you fail to submit proof of compliance of new temperature control systems in addition to central HVAC systems installed throughout the pharmacy and 30 days of temperature log from the various drug storage locations within 90 days from the date the citation was issued, the stay shall be lifted and the fine(s) in the amount of \$5,000.00 shall be due and owing from you within thirty (30) days of any such failure.

CITATION ISSUED ON: August 25, 2021

TOTAL AMOUNT OF FINE(S): \$5,000.00

PROOF OF ABATEMENT AND PAYMENT OF FINE(S) DUE BY: September 24, 2021

COPY



**U.S. Department of Justice
Drug Enforcement Administration**

www.dea.gov

Springfield, Virginia 22152

IN THE MATTER OF

Truepill
3121 Diablo Ave
Hayward, CA 94545

DEA Certificate of Registration FP6189725

ORDER TO SHOW CAUSE

Telemedicine is an important tool for providing increased access to medical treatment that has been relied upon by hundreds of millions of Americans since the onset of the COVID-19 pandemic in 2020. Unfortunately, this access is being exploited by a subset of medical practitioners and businesses seeking opportunities to profit by wrongfully providing controlled substances without a legitimate medical purpose.

DEA has an obligation to protect the public by ensuring that pharmacists only fill prescriptions for controlled substances which are prescribed for legitimate medical purposes by practitioners acting in the usual course of professional practice. It is critical that entities engaged in the practice of online pharmacy are appropriately registered and subject to reporting, disclosure, and other requirements imposed under law. These requirements allow entities engaged in the legitimate practice of telemedicine to continue safely providing critical services and protect the safety and health of the American public.

The Ryan Haight Online Pharmacy Consumer Protection Act of 2008 (Ryan Haight Act) and its implementing regulations prohibit actors from operating as an "online pharmacy" without the appropriate DEA registration. Truepill does not have the requisite registration to act as an online pharmacy. But since September 2020, it has acted as an online pharmacy, and in a two-year period filled 72,000 controlled substance prescriptions, of which 60% were for stimulants, such as amphetamines used in the treatment of Attention Deficit/Hyperactivity Disorder (ADHD).

Truepill was the pharmacy for telehealth companies, including Cerebral, that marketed ADHD treatments, including Adderall ® and its generic forms, directly to consumers using Internet advertisements and social media. Cerebral arranged for patients to receive prescriptions for ADHD treatments through a telehealth visit, and for Truepill to fill those prescriptions. In numerous instances, Truepill dispensed controlled substances pursuant to prescriptions that were not issued for a legitimate medical purpose in the usual course of professional practice. Many of these prescriptions were written by providers that lacked the requisite state certifications to prescribe and who issued multiple prescriptions for a patient to receive more than a 90-day supply of a

Schedule II controlled substance, including prescriptions for the treatment of ADHD, in violation of federal regulations.

Accordingly,

PURSUANT to Sections 303 and 304 of the Controlled Substances Act, Title 21, United States Code, Sections 823 and 824,

NOTICE is hereby given to afford Truepill an opportunity to Show Cause before the Drug Enforcement Administration (DEA), at the DEA Hearing Facility, 700 Army Navy Drive, 2nd Floor, Arlington, Virginia 22202, or a location designated by the Administrative Law Judge, on March 21, 2023, or on such a subsequent date designated by the Administrative Law Judge (if Truepill requests such a hearing), as to why DEA should not revoke Truepill's DEA Certificate of Registration (COR or registration), Number FP6189725, pursuant to 21 U.S.C. § 824(a)(4), and deny any applications for any other DEA registrations, because Truepill's registration would be inconsistent with the public interest, as that term is defined in 21 U.S.C. § 823(f).

As detailed below, this Order states DEA's basis to revoke the above-referenced DEA registration, including a *non-exhaustive summary* of the matters of fact and law at issue, as well as citations to laws and regulations that Truepill has violated (*see* 21 C.F.R. §§ 1301.36(e) and 1301.37(c), which DEA construes *in pari materia*). In order to preserve Truepill's rights in this proceeding, Truepill may appear in these revocation proceedings by filing a notice of appearance or request for hearing in the manner prescribed by regulations within 30 days from the receipt of this Order. On or before the date of Truepill's appearance, Truepill may submit a corrective action plan that will be considered by DEA in accordance with 21 U.S.C. § 824(c).

LEGAL REQUIREMENTS

Entities That Must Register as Online Pharmacies

Federal law proscribes any person from distributing or dispensing a controlled substance except as authorized by the Controlled Substances Act (CSA). *See* 21 U.S.C. §§ 841(a)(1); 842(a)(1). Federal law further explicitly provides that it is unlawful for "any person" to "deliver, distribute, or dispense a controlled substance by means of the Internet, except as authorized" by the CSA. 21 U.S.C. § 841(h)(1).

An "online pharmacy" is "a person, entity, or Internet site . . . that knowingly or intentionally delivers, distributes, or dispenses, or offers or attempts to deliver, distribute, or dispense, a controlled substance by means of the Internet." 21 U.S.C. § 802(52)(A); *see also* 21 C.F.R. § 1300.04(h) (same). Further, the term "'deliver, distribute, or dispense by means of the Internet' refers, respectively, to any delivery, distribution, or dispensing of a controlled substance that is caused or facilitated by means of the Internet." 21 U.S.C. § 802(51). To act as an online pharmacy, a pharmacy must "request that the Administrator modify its registration to authorize the pharmacy to dispense controlled substances by means of the Internet as an online pharmacy." 21 C.F.R. § 1301.19(a); *see* 21 C.F.R. § 1301.11(b).

The CSA instructs that "it is unlawful for any person who falls within the [CSA's] definition of 'online pharmacy' . . . to deliver, distribute, or dispense a controlled substance by means of the

Internet” unless that person is “validly registered with a modification of such registration authorizing such activity.” 21 C.F.R. § 1301.11(b). “Accordingly, any pharmacy registered” with DEA “that falls within the definition of an online pharmacy and proposes to dispense controlled substances by means of the Internet must obtain a modification of its registration authorizing such activity.” *Id.*; *see also* 21 C.F.R. § 1301.19(f) (“No person . . . required to obtain a modification of a registration . . . authorizing it to operate as an online pharmacy may engage in any activity for which such modification of registration is required until the application for such modified registration is granted and an active Certificate of Registration indicating the modification of the registration has been issued by the Administrator to such person.”). The CSA explicitly provides that “delivering, distributing, or dispensing a controlled substance by means of the Internet by an online pharmacy that is not validly registered with a modification authorizing such activity” is a violation of section 841(h)(1). 21 U.S.C. § 841(h)(2)(A).

Requirements Applicable to Online Pharmacies

An online pharmacy is subject to a number of requirements under the CSA. Among other things, an online pharmacy must:

- “[D]isplay in a visible and clear manner on its homepage a statement that it complies with the requirements of this section with respect to the delivery or sale or offer for sale of controlled substances.” 21 U.S.C. § 831(a); 21 C.F.R. § 1304.45(a); *see also* 21 U.S.C. § 802(53) (“The term ‘homepage’ means the opening or main page or screen of the website of an online pharmacy that is viewable on the Internet.”).
- Post “in a visible and clear manner” on its homepage or a page clearly linked from its homepage, the following information:
 - “The name, professional degree, and States of licensure of the pharmacist-in-charge, and a telephone number at which the pharmacist-in-charge can be contacted.”
 - “A list of the States in which the pharmacy is licensed to dispense controlled substances.”
 - “A certification that the pharmacy is registered under” the CSA “to deliver, distribute, or dispense” controlled substances “by means of the Internet.”
 - The following statement: “This online pharmacy is obligated to comply fully with the Controlled Substances Act and DEA regulations. As part of this obligation, this online pharmacy has obtained a modified DEA registration authorizing it to operate as an online pharmacy. In addition, this online pharmacy will only dispense a controlled substance to a person who has a valid prescription issued for a legitimate medical purpose based upon a medical relationship with a prescribing practitioner. This includes at least one prior in-person medical evaluation in accordance with section 309 of the Controlled Substances Act (21 U.S.C. 829) or a medical evaluation via telemedicine in

accordance with section 102(54) of the Controlled Substances Act (21 U.S.C. 802(54)).”

See 21 U.S.C. § 831(c); 21 C.F.R. § 1304.45.

- Notify the DEA Administrator, thirty days before offering a controlled substance for sale, delivery, distribution, or dispensing, of, among other things: the information the online pharmacy is required to post on its Internet site under 21 U.S.C. § 831(c), and 21 C.F.R. § 1304.45; each Internet site address used by the online pharmacy; the DEA registration numbers of every pharmacy that delivers, distributes or dispenses controlled substances pursuant to orders made through each of those identified websites; and a certification that the information provided on its Internet site under 21 U.S.C. § 831(c), and 21 C.F.R. § 1304.45 is true and accurate. *See* 21 U.S.C. § 831(d); 21 C.F.R. § 1304.40(b).
- Display on its homepage a declaration that it has made an appropriate notification to the DEA Administrator. *See* 21 U.S.C. § 831(e); 21 C.F.R. § 1304.40(d).
- Monthly report to the DEA Administrator of the total quantity of controlled substances the online pharmacy has dispensed for each calendar month in which it dispenses either 100 or more controlled substance prescriptions, or 5,000 or more dosage units of controlled substances. If the pharmacy’s dispensing does not meet either threshold in a given month, it must report a negative response for that month. *See* 21 C.F.R. § 1304.55.

Requirements Applicable to All Pharmacies

A “prescription for a controlled substance may only be filled by a pharmacist, acting in the usual course of his professional practice.” 21 C.F.R. § 1306.06. A pharmacist is only permitted to fill prescriptions “issued for a legitimate medical purpose by an individual practitioner acting in the usual course of his professional practice.” 21 C.F.R. § 1306.04(a). Although “[t]he responsibility for the proper prescribing and dispensing of controlled substances is upon the prescribing practitioner, . . . a corresponding responsibility rests with the pharmacist who fills the prescription.” *Id.*

“DEA has consistently interpreted this provision as prohibiting a pharmacist from filling a prescription for a controlled substance when [s]he either knows or has reason to know that the prescription was not written for a legitimate medical purpose.” *Wheatland Pharmacy*, 78 Fed. Reg. 69,441, 69,445 (2013) (internal quotation marks and citation omitted, alternation in original). Section 1306.04(a) “expressly requires pharmacists to identify and resolve suspicions that a prescription is illegitimate.” *Trinity Pharmacy II*, 83 Fed. Reg. 7304, 7331 (2018).

A violation of these regulations is a violation of federal law. *See* 21 U.S.C. § 842(a)(1) (making it unlawful to dispense controlled substances in violation of 21 U.S.C. § 829, whose scope is defined in part by 21 C.F.R. §§ 1306.04, 1306.06). Any attempt to violate these regulations is also a violation of federal law. *See* 21 U.S.C. § 846.

Additionally, DEA may find that a registrant's DEA COR is inconsistent with the public interest if the registrant acted carelessly or negligently in handling controlled substances, even if the registrant did not intend to violate the Controlled Substances Act. *See, e.g., Med. Shoppe*, 79 Fed. Reg. 59,504, 59,506 (2014) ("Careless or negligent handling of controlled substances creates the opportunity for diversion and [can] justify revocation or denial." (quoting *Paul J. Caragine, Jr.*, 63 Fed. Reg. 51,592, 51,601 (1998))).

Pharmacies are also required to keep appropriate records as set forth in the CSA. "Recordkeeping is one of the CSA's principal tools for preventing the diversion of controlled substances." *Wayne Pharmacy*, 85 Fed. Reg. 63,579, 63,582 (2020). Such recordkeeping is one of the central features of the CSA's regulatory regime because "a registrant's accurate and diligent adherence to this obligation is absolutely essential to protect against the diversion of controlled substances." *Superior Pharmacy I & Superior Pharmacy II*, 81 Fed. Reg. 31,310, 31,337 (2016). Thus, a finding that a registrant "failed to maintain complete and accurate records . . . supports the conclusion that [the registrant] has committed such acts as to render its continued registration 'inconsistent with the public interest.'" *Id.* at 31,338 (quoting 21 U.S.C. § 824(a)(4)).

Pharmacies are also required to, among other things, "maintain, on a current basis, a complete and accurate record of each [controlled] substance . . . received, sold, delivered, or otherwise disposed of." 21 U.S.C. § 827(a)(3); 21 C.F.R. § 1304.21(a); *see also* 21 C.F.R. § 1304.22(c) (specific recordkeeping requirements for dispensers).

An individual practitioner is not authorized, on a single occasion, to issue multiple prescriptions for a patient to receive more than a 90-day supply of a Schedule II controlled substance. *See* 21 C.F.R. § 1306.12(b).

State of California Authority to Dispense Controlled Substances

As noted above, a pharmacy may only fill valid prescriptions. *See* 21 U.S.C. § 829; 21 C.F.R. § 1306.06.

California law provides that to practice as a nurse practitioner in California, a nurse practitioner must hold, among other things, a valid and active registered nursing license issued by the Board of Registered Nursing (Nursing Board). Cal. Bus. & Prof. Code § 2835.5. Additionally, for a nurse practitioner licensed in California to prescribe a controlled substance, the Nursing Board must certify that the nurse practitioner satisfactorily completed a course in pharmacology covering the controlled substances to be prescribed and must issue a Furnishing Number to the nurse practitioner. *See id.* §§ 2836.1(g)(1), 2836.2, 2836.3.

To practice as a doctor of naturopathic medicine in California, one must hold a valid and active naturopathic medicine license issued by the California Naturopathic Medicine Committee. *See* Cal. Bus. & Prof. Code §§ 3630, 3633, 3644(d)(2). Schedule III through V controlled substances may only be dispensed by a naturopathic doctor under supervision by a physician or surgeon and pursuant to standardized procedures or protocols established between them. *See* Cal. Bus. & Prof. Code § 3640.5(f).

To practice as a physician assistant in California, one must hold a valid physician assistant license issued by the California Physician Assistant Board. *See* Cal. Bus. & Prof. Code § 3519;

see also Cal. Bus. & Prof. Code §§ 3501, 3503, 3516. Schedule II through V controlled substances may only be prescribed by a physician assistant under supervision by a physician or surgeon and pursuant to a practice agreement. *See* Cal. Bus. & Prof. Code §§ 3502.1 and 3516.

Additionally, practitioners licensed outside California may only be authorized to practice within California by the California Director of Emergency Medical Services Authority during a gubernatorially declared state of emergency. *See* Cal. Bus. and Prof. Code § 900.

BACKGROUND

1. Truepill is registered as a retail pharmacy under DEA COR Number FP6189725 in Schedules II through V with a registered address of 3121 Diablo Avenue, Hayward, California 94545. Truepill's registration expires by its own terms on November 30, 2025.
2. Truepill is not registered as an online pharmacy with DEA.
3. Truepill is licensed by the State of California as a community pharmacy with license number PHY58585. Truepill's pharmacy license expires by its own terms on March 1, 2023.
4. Between on or about September 14, 2020, and September 13, 2022, of the more than 72,000 controlled substances Truepill filled, nearly 46,000 were stimulants, accounting for more than 60% of the controlled substances Truepill dispensed.
5. Truepill's DEA COR should be revoked, and any applications for registration should be denied, because Truepill has committed such acts as would render its registration inconsistent with the public interest. *See* 21 U.S.C. §§ 823(f), 824(a)(4). Specifically, Truepill has acted as an online pharmacy without obtaining an appropriate DEA registration and without meeting a number of legal requirements applicable to online pharmacies. Truepill has, on numerous occasions, unlawfully filled controlled stimulant prescriptions issued by prescribers with no state authority to issue such prescriptions. Truepill has also repeatedly filled controlled stimulant prescriptions there were for more than a 90-day supply, in violation of 21 C.F.R. § 1306.12(b).
6. Dextroamphetamine-amphetamine, which is often sold under the brand names Adderall® and Adderall XR®, is a Schedule II stimulant.
7. Methylphenidate, which is often sold under the brand name Ritalin®, is a Schedule II stimulant.

OPERATING AS AN ONLINE PHARMACY WITHOUT DEA REGISTRATION

8. Truepill provides both pharmacy and technical services to corporate customers, including telehealth companies such as Cerebral. Moreover, Truepill employs a number of customer service representatives to assist its corporate customers.

9. On its Internet site, Truepill describes itself as a “virtual pharmacy,” providing “[a]n end-to-end virtual pharmacy experience.” Furthermore, Truepill claims that “Truepill’s virtual pharmacy enables you to create the convenient experience your customers want.”
10. Truepill provides its corporate customers with a software platform containing, among other things, patient information, prescriber information, and prescription information to facilitate the delivery of prescriptions by means of the Internet.
11. Truepill’s Internet site also extensively describes how its software programs assist its corporate customers in providing patients with prescriptions. Among other things, the Truepill’s Internet site includes the following statements:
 - a. Truepill states that it can help companies “[d]eliver medications to your patients using powerful programmatic APIs [Application Programing Interfaces] that give you full control.” It further states that these companies can “[p]air our pharmacy fulfillment services with our telehealth solutions to make your programs more accessible to patients who may find it difficult to commute to a doctor’s office.”
 - b. Truepill informs that it provides other software that uses the Internet to facilitate the filling of prescriptions, including, among others, telehealth APIs to help practitioners create and update patient records, and to provide the practitioners’ patients with patient health questionnaires, all in “the Truepill ecosystem.” Truepill makes clear that its telehealth API customers are “third-party provider networks and physician groups that that can diagnose, treat and prescribe for your patient population. These providers are all part of licensed professional medical corporations who are independently owned and operated.”
 - c. Truepill explains that it uses a “fulfillment API” to assist providers to “efficiently get medications to your patient’s door across all 50 states.” Truepill goes on to explain how its software platform uses the Internet to electronically create patient records, obtain prescriptions, and allow practitioners to create fill requests that they submit to Truepill electronically.
 - d. Truepill states that it offers a “team of marketers, merchandisers, and fulfillment experts” to help telehealth companies “maximize the value of your e-commerce program.”
12. Through these services, Truepill “deliver[ed], distribute[ed], or dispense[ed]” “a controlled substance by means of the Internet,” despite not being registered as an online pharmacy, in violation of 21 U.S.C. § 841(h)(1) and 21 C.F.R. §§ 1301.11(b) & 1301.19(f).

FAILURE TO MAKE AND DISPLAY REQUIRED REPORTS AND NOTIFICATIONS

13. Despite operating as an online pharmacy, Truepill failed to put on its Internet site information required by the CSA, including:

- a. A statement on its homepage that Truepill complies with the requirements of 21 U.S.C. § 831 with respect to the delivery or sale or offer for sale of controlled substances, in violation of 21 U.S.C. § 831(a) and 21 C.F.R. § 1304.45(a).
- b. A visible and clear statement on its homepage, or a page clearly linked from its homepage including:
 - i. the name, professional degree, and states of licensure of its pharmacist-in-charge;
 - ii. a telephone number at which its pharmacist-in-charge can be contacted;
 - iii. a list of states in which Truepill is licensed to dispense controlled substances;
 - iv. a certification that Truepill is licensed under the CSA to deliver, distribute, or dispense controlled substances by means of the Internet; and
 - v. the following statement: "This online pharmacy is obligated to comply fully with the Controlled Substances Act and DEA regulations. As part of this obligation, this online pharmacy has obtained a modified DEA registration authorizing it to operate as an online pharmacy. In addition, this online pharmacy will only dispense a controlled substance to a person who has a valid prescription issued for a legitimate medical purpose based upon a medical relationship with a prescribing practitioner. This includes at least one prior in-person medical evaluation in accordance with section 309 of the Controlled Substances Act (21 U.S.C. 829) or a medical evaluation via telemedicine in accordance with section 102(54) of the Controlled Substances Act (21 U.S.C. 802(54)).";

all in violation of 21 U.S.C. § 831(c) and 21 C.F.R. § 1304.45.

- 14. Truepill failed to notify the DEA Administrator of the information listed in 13.b., *supra*, through the submission of an application for a modified registration thirty days before offering a controlled substance for sale, delivery, distribution, or dispensing together with a certification that such information is true and accurate, in violation of 21 U.S.C. § 831(d) and 21 C.F.R. § 1304.40(a)(1). Truepill also did not notify the DEA Administrator of each Internet site address it used, nor of the DEA registration numbers of every pharmacy that delivers, distributes or dispenses controlled substances pursuant to orders made through each of those identified websites, in violation of 21 U.S.C. § 831(d) and 21 C.F.R. § 1304.40(b)(3) and (4).
- 15. Truepill failed to display on the homepage of its Internet site that it had made an appropriate notification to the DEA Administrator under 21 U.S.C. § 831(d) and 21 C.F.R. § 1304.40(b), in violation of 21 U.S.C. § 831(e) and 21 C.F.R. § 1304.40(d).
- 16. Truepill failed to provide the DEA Administrator with any of the monthly reports required by 21 C.F.R. § 1304.55.

UNLAWFUL DISPENSING OF SCHEDULE II CONTROLLED SUBSTANCES PURSUANT TO PRESCRIPTIONS FOR GREATER THAN 90-DAY SUPPLY

17. Between on or about September 13, 2020, and September 13, 2022, in dozens of instances, Truepill dispensed Schedule II controlled substances for prescriptions written on a single date by an individual practitioner to an individual patient for a greater than 90-day supply. A non-exhaustive set of examples is provided below.
18. On August 24, 2020, a practitioner issued **Patient N.S.** five prescriptions amounting to a 150-day supply of dextroamphetamine-amphetamine extended release (ER) 10 mg capsules, which are often sold under the brand name Adderall XR®, a total of 300 capsules, which Truepill dispensed.
19. On January 12, 2021, a practitioner issued **Patient L.H.** four prescriptions amounting to a 120-day supply of methylphenidate 20 mg tablets, which are often sold under the brand name Ritalin®, a total of 120 tablets, which Truepill dispensed.
20. On January 12, 2021, a practitioner issued **Patient L.H.** four prescriptions amounting to a 120-day supply of methylphenidate ER 54 mg tablets, which are often sold under the brand name Ritalin®, a total of 120 tablets, which Truepill dispensed.
21. On February 11, 2021, a practitioner issued **Patient D.K.** two prescriptions amounting to a 120-day supply of dextroamphetamine-amphetamine 20 mg tablets, which are often sold under the brand name Adderall®, a total of 120 tablets, which Truepill dispensed.
22. On February 11, 2021, a practitioner issued **Patient D.K.** two prescriptions amounting to a 180-day supply of dextroamphetamine-amphetamine ER 30 mg capsules, which are often sold under the brand name Adderall XR®, a total of 180 capsules, which Truepill dispensed.
23. On March 9, 2021, a practitioner issued **Patient H.M.** three prescriptions amounting to a 210-day supply of dextroamphetamine-amphetamine 10 mg tablets, which are often sold under the brand name Adderall®, a total of 315 tablets, which Truepill dispensed.
24. On November 8, 2021, a practitioner issued **Patient N.B.** four prescriptions amounting to a 120-day supply of dextroamphetamine-amphetamine ER 15 mg capsules, which are often sold under the brand name Adderall XR®, a total of 120 capsules, which Truepill dispensed.
25. On November 8, 2021, a practitioner issued **Patient N.B.** four prescriptions amounting to a 120-day supply of dextroamphetamine-amphetamine 5 mg tablets, which are often sold under the brand name Adderall®, a total of 120 tablets, which Truepill dispensed.

UNLAWFUL DISPENSING OF CONTROLLED SUBSTANCES PURSUANT TO PRESCRIPTIONS ISSUED BY PRACTITIONERS WITHOUT STATE AUTHORITY

26. Between on or about September 13, 2020, and September 13, 2022, Truepill dispensed controlled substances to patients located in California pursuant to prescriptions written by numerous practitioners who were neither sufficiently licensed in California to do so nor holders of an Authorization for Out-of-State Health Care Practitioner issued by the California Emergency Medical Services Authority (Temporary Emergency Authorization). These practitioners included nurse practitioners, physician assistants, and doctors of naturopathic medicine.
27. A non-exhaustive set of insufficiently licensed practitioners who also did not hold a Temporary Emergency Authorization include: **Nurse Practitioner N.B.; Nurse Practitioner T.C.; Nurse Practitioner D.S.; Nurse Practitioner H.M.; Nurse Practitioner J.M.; Nurse Practitioner A.N.; Nurse Practitioner S.O.; Nurse Practitioner A.S.; and Nurse Practitioner N.S.**

RECORDKEEPING AND AUDIT FINDINGS

28. In September and October of 2022, DEA investigators conducted an audit of Truepill's controlled substance records by conducting an inventory of certain controlled substances present at Truepill's registered location and comparing that inventory to the records maintained and provided by Truepill. DEA's audit identified 1,674 missing dosage units of dextroamphetamine-amphetamine ER 20 mg, often sold under the brand name Adderall XR[®], for which Truepill was unable to account, in violation of 21 C.F.R. §§ 1304.21(a) and 1304.22(c). *See Bill Lloyd Drug*, 64 Fed. Reg. 1,823, 1,824 (1999) ("The shortages and overages revealed by the accountability audit show that Respondent does not keep complete and accurate records of its controlled substance handling as required by 21 U.S.C. 827 and 21 CFR 1304.21.").
29. This shortage of 1,674 units constituted over two percent of the dextroamphetamine-amphetamine ER 20 mg, often sold under the brand name Adderall XR[®], for which Truepill was accountable during the audit period. Truepill's failure to account for a significant number of dosage units of controlled substances not only violated its obligation to maintain accurate records, but also constituted a failure to comply with its obligation to maintain effective controls against the diversion of controlled substances into illicit channels. *See, e.g., Superior Pharmacy*, 81 Fed. Reg. at 31,337.

THE following procedures are available to Truepill in this matter:

1. Within 30 days after the date of receipt of this Order to Show Cause, Truepill may file with DEA a written request for a hearing in the form set forth in 21 C.F.R. § 1316.47. *See* 21 C.F.R. § 1301.43(a). If Truepill fails to file such a request, the hearing shall be cancelled in accordance with paragraph 3, below.
2. Within 30 days after the date of receipt of this Order to Show Cause, Truepill may file with DEA a waiver of hearing together with a written statement regarding its position on the matters of fact and law involved. *See* 21 C.F.R. § 1301.43(c).
3. Should Truepill decline to file a request for a hearing, or should Truepill request a hearing and then fail to appear at the designated hearing, Truepill shall be deemed to

have waived the right to a hearing, and DEA may cancel such hearing and may enter a final order in this matter without a hearing based upon the evidence presented. *See* 21 C.F.R. §§ 1301.43(d), 1301.43(e).

Requests for hearing should be filed by email with the Office of Administrative Law Judges at the following address: ECF-DEA@dea.gov, with a copy simultaneously provided to the Government at the following address: DEA.Registration.Litigation@dea.gov. Except as provided below with respect to a corrective action plan, correspondence concerning this matter, including requests referenced in paragraphs 1 and 2 above, should be addressed to the Hearing Clerk, Office of Administrative Law Judges, Drug Enforcement Administration, 8701 Morrisette Drive, Springfield, VA 22152. A copy of the same shall also be served on Government counsel, Edward O. Siclari, and be addressed to the Office of Chief Counsel, Diversion and Regulatory Litigation Section, 8701 Morrisette Drive, Springfield, VA 22152. Matters are deemed filed upon receipt by the Hearing Clerk. *See* 21 C.F.R. § 1316.45.

OPPORTUNITY TO SUBMIT CORRECTIVE ACTION PLAN

In addition to the procedural options set forth in paragraphs 1 and 2 above, in accordance with 21 U.S.C. § 824(c)(2)(C), Truepill has the opportunity to submit a corrective action plan, which must be received by the Acting Assistant Administrator, Diversion Control Division, on or before the date of its appearance. Truepill is not required to submit a corrective action plan, nor will any adverse inference be drawn if Truepill chooses not to do so. If Truepill wishes to submit a corrective action plan, it must be submitted directly to the Acting Assistant Administrator, Diversion Control Division, who will decide whether, in view of the plan and the allegations set forth in this Order to Show Cause, the proceedings to revoke Truepill's registration should be discontinued, or deferred for the purposes of modification, amendment, or clarification of such plan. Any corrective action plan should be clearly labeled "Corrective Action Plan" and submitted by email to Thomas W. Prevoznik, Acting Assistant Administrator, Diversion Control Division, at the following address: CAPresponse@usdoj.gov.

A copy of the corrective action plan shall also be served on Government counsel, Edward O. Siclari, and be addressed to the Office of Chief Counsel, Diversion and Regulatory Litigation Section, 8701 Morrisette Drive, Springfield, VA 22152.

In the event Truepill submits a corrective action plan and the Acting Assistant Administrator decides not to discontinue or postpone the proceedings, please note that such a decision is not a final determination by the agency regarding Truepill's corrective action plan or registration. In such circumstances, the Administrator may nonetheless consider the corrective action plan in issuing the final order at the conclusion of the proceedings.

Finally, please be advised that the submission of a corrective action plan shall not constitute a request for a hearing under paragraph 1 above or a written statement regarding Truepill's position on the matters of fact and law involved under paragraph 2 above. As indicated, if Truepill chooses to submit a corrective action plan and also wishes to proceed under paragraph 1 or 2 above, it must separately submit its request for a hearing (paragraph 1) or written statement (paragraph 2) in accordance with the instructions above.

THOMAS
PREVOZNIK

Digitally signed by
THOMAS PREVOZNIK
Date: 2022.12.15 17:15:08
-05'00'

Thomas W. Prevoznik
Acting Assistant Administrator
Diversion Control Division
Drug Enforcement Administration

cc: Hearing Clerk, Office of Administrative Law Judges
Edward O. Siclari, Counsel for the Government

BEFORE THE KANSAS BOARD OF PHARMACY

In the Matter of)

PostMeds, Inc dba Truepill)

Registration No. 22-117859)

Case No. 22-183

AMENDED SUMMARY ORDER

NOW on this 20th day of January, 2023, comes before the Kansas Board of Pharmacy (the "Board"), through its Executive Director, the matter of PostMeds, Inc dba Truepill ("Respondent").

Pursuant to the authority granted to the Board by the Kansas Pharmacy Act, K.S.A. 65-1625, *et seq.*, and in accordance with the Kansas Administrative Procedure Act, K.S.A. 77-501, *et seq.*, the Board's Executive Secretary enters this Amended Summary Order in the above-captioned matter. After reviewing the investigation materials and being otherwise duly advised in the premises, makes the following findings, conclusions and order:

FINDINGS OF FACT

1. The Board has previously issued Respondent Registration No. 22-104228 which entitled Respondent to operate as a non-resident pharmacy in the State of Kansas.
2. On November 6, 2019, the ownership of Respondent's non-resident pharmacy changed.
3. On May 22, 2020, the Board received a renewal application for Respondent's Registration No. 22-104228, which was approved on June 3, 2020 with an expiration date of June 30, 2021. Respondent answered "No" to the question: "Has any license or registration, currently or previously held by the applicant or the PIC been surrendered to, denied, disciplined, censured, suspended, limited, placed on probation, or revoked by any state or federal government?"

SUMMARY ORDER

Page 1 of 7

Respondent certified the information submitted was true, correct, and complete to the best of Respondent's knowledge.

4. On June 1, 2021, the Board received a renewal application for Respondent's Registration No. 22-104228, which was approved on June 21, 2021 with an expiration date of June 30, 2022. Respondent answered "No" to the question: "Has any license or registration, currently or previously held by the applicant or the PIC been surrendered to, denied, disciplined, censured, suspended, limited, placed on probation, or revoked by any state or federal government?" Respondent certified the information submitted was true, correct, and complete to the best of Respondent's knowledge.

5. Due to staffing challenges, personnel turnover and administrative oversight resulting from its early, rapid growth and restructuring and the corresponding COVID-19 pandemic, Respondent mistakenly failed to report the 2019 ownership change and related disclosures to the Board in its May 22, 2020 and June 1, 2021 renewal applications.

6. On April 18, 2022, the Board received notification from Respondent of an ownership change and several past disciplinary actions not previously reported to the Board including: North Carolina Board of Pharmacy Consent Order of Discipline dated March 8, 2022; California State Board of Pharmacy Letter of Admonishment dated January 23, 2020; California State Board of Pharmacy Citation and Fine dated June 16, 2020; California State Board of Pharmacy Citation and Fine Order of Abatement dated August 25, 2021; Alabama State Board of Pharmacy Final Order dated October 25, 2021; California State Board of Pharmacy Citation and Fine dated January 24, 2019; and California State Board of Pharmacy Citation dated December 16, 2019.

7. On April 28, 2022, the Board received from Respondent a Form BA-22 Non-Resident Pharmacy Registration Application ("Respondent's Application"), notifying of the change in ownership effective November 6, 2019, and applying for a new non-resident pharmacy registration under the new ownership.

8. On May 20, 2022, the Board approved Respondent's Application and issued Respondent the new Non-Resident Pharmacy Registration No. of 22-117859 ("Respondent's Registration") under their new ownership.

9. Prior to receiving the ownership change application, registrant provided a letter notifying of the late ownership change, as well as unreported discipline. Ownership change application completed indicating discipline had occurred and providing details of discipline (5 occurrences).

10. In mitigation, Respondent states that it has invested in additional staff, engaged internal and external legal counsel and implemented training efforts to prevent any such reporting oversights in the future.

CONCLUSIONS OF LAW

1. Pursuant to K.S.A. 65-1658, the Board may assess a civil fine not to exceed \$5,000, after notice and an opportunity to be heard, to any registrant for violation of the pharmacy act of the state of Kansas or any other rules or regulations of the state board of pharmacy.

2. Pursuant to K.S.A. 65-1627(f), the Board may take action against a registration on any ground that would authorize the board to take action against the registration of a pharmacy under K.S.A. 65-1627, and amendments thereto.

3. Pursuant to K.S.A. 65-1627(e)(1), the Board may take action against the registration of a pharmacy upon a finding that such pharmacy has been operated in such manner

that violations of the provisions of the pharmacy act of the state of Kansas or of the rules and regulations of the board have occurred in connection therewith.

4. Pursuant to K.S.A. 65-1627(e)(4), the Board may take action against the registration of a pharmacy upon a finding that the registrant has had a registration revoked, suspended or limited, has been censured or has had other disciplinary action taken, or an application for registration denied, by the proper registering authority of another state, territory, District of Columbia or other country.

5. Pursuant to K.S.A. 65-1657, no nonresident pharmacy shall ship, mail, or deliver, in any manner, prescription drugs to a patient in this state unless registered with the Board as a nonresident pharmacy.

6. Pursuant to K.S.A. 65-1645(f), registrations shall not be transferable.

7. Pursuant to K.A.R. 68-2-9, each registrant shall notify the executive secretary of the Board in writing of any change in majority ownership of the operation for which the registration was issued within five days after the date the change in ownership becomes effective.

8. Pursuant to K.A.R. 68-2-23, each pharmacy owner shall notify the board in writing within 30 days of any denial, limitation, suspension, revocation, voluntary surrender, or other disciplinary action taken by the state of Kansas or another jurisdiction against the pharmacy or the pharmacy owner or any application, license, registration, or permit held by the pharmacy owner.

9. Respondent's registered facility changed ownership on November 6, 2019 but Respondent did not provide notification or file a new application with the Board until April 18 and 28, 2022, respectively.

10. Respondent's failure to submit the complete change of ownership to the Board until April 2022 is a violation pursuant to K.A.R. 68-2-9 and an unlawful transfer of the previous

registration to the new ownership. Respondent's actions are a violation pursuant to K.S.A. 65-1657 and K.S.A. 65-1627(e)(1), and a basis to take action against Respondent's Registration.

11. Respondent failed to notify the Board of the six disciplinary actions by North Carolina, California, and Alabama until April 18, 2022, nearly one to two years after they were effective, is a violation of K.A.R. 68-2-23 and a basis to take action against Respondent's Registration pursuant to K.S.A. 65-1627(e)(1) and (e)(4).

ORDER

Taking into account the mitigating and corrective actions of Respondent, the Board finds and concludes that Respondent's conduct, as described above, violates the Act and such conduct warrants the imposition of a fine pursuant to K.S.A. 65-1658, in the amount of \$3,500.00. Respondent has 30 days from the date of this order to pay the fine.

NOTICES

The Respondent is hereby notified as follows:

1. The Respondent may request a hearing pursuant to the Kansas Administrative Procedure Act by filing a written request with the Kansas Board of Pharmacy, 800 SW Jackson, Suite 1414, Topeka, KS 66612-1231 within fifteen (15) days after service of this order.

2. If a hearing is not requested as described above, the Order shall become a final order of the Board, effective upon the expiration of the time to request a hearing.

3. Within fifteen (15) days after entry of a final agency order, either party may file a petition for reconsideration pursuant to K.S.A. 77-529.

4. Within the time limits established in K.S.A. 77-613, either party may seek judicial review of a final agency order, pursuant to said statute. The agency officer designated to receive service of a petition for judicial review is:

SUMMARY ORDER

Page 5 of 7

Alexandra Blasi
Executive Secretary
Kansas Board of Pharmacy
800 SW Jackson, Suite 1414
Topeka, KS 66612

IT IS SO ORDERED.

1/20/2023

Date

Alex Blasi

Kansas Board of Pharmacy

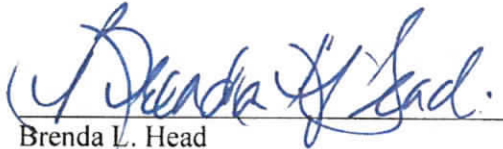
CERTIFICATE OF SERVICE

I hereby certify that I did, on the 24th day of January, 2023, deposit in business mail a copy of the foregoing Amended Summary Order, which is then placed in the United States Mail, postage prepaid, properly addressed to the following:

PostMeds, Inc dba Truepill
3121 Diablo Ave
Hayward, CA 94545

and via email to:

Christopher C. Tillery
Seigfreid Bingham, P.C.
ctillery@sb-kc.com
Attorney for Respondent



Brenda L. Head
Disciplinary Counsel for the Kansas Board of Pharmacy

Regulatory Licensing & Permitting

Search Result

3 records found.

Download a [spreadsheet](#) or [PDF](#) file

Sort by: Name  Sort

Number of records per page: 25  ☐ Active Only Refresh

Page: 1

Name	Number	Location	Profession	Status
POSTMEDS INC	MO40002303	SAN MATEO, CA 94402	MAIL ORDER PHARMACY	CANCELED
POSTMEDS INC	MO40002429	HAYWARD, CA 94545	MAIL ORDER PHARMACY	WITHDRAWN/TERMINATED BY LICENSEE
POSTMEDS INC	MO40003167	HAYWARD, CA 94545	MAIL ORDER PHARMACY	ACTIVE

Page: 1

Date: 04/08/2024 02:45:06 PM

Regulatory Licensing & Permitting

**DEPARTMENT OF PROFESSIONAL AND FINANCIAL REGULATION
OFFICE OF PROFESSIONAL AND OCCUPATIONAL REGULATION
MAINE BOARD OF PHARMACY****POSTMEDS INC****MAIL ORDER PHARMACY**

License Number: MO40003167

Status: [Active](#)

Expiration Date: 12/31/2024

Street Location: 3121 DIABLO AVE
HAYWARD, CA 94545-2701Mailing: 3121 DIABLO AVE
HAYWARD, CA 94545-2701

Phone: +1 (650) 353-5495

Fax: +1 (650) 435-5932

History

License Type	Start Date	End Date
MAIL ORDER PHARMACY	11/02/2022	12/31/2024

Alias, DBA or Trade Name [\(1 record\) hide](#)

Name
TRUEPILL

Employee

None.

Authority [\(1 record\) hide](#)

Description	Issue Date	Termination Date	Expiration Date	Status
INDEPENDENT PHARMACY	03/29/2022		None	Active

Responsible Individual [\(1 record\) hide](#)

Name	License Number
RICHARD JAMES HAGAN JR	OPR71023

Contacts [\(4 records\) hide](#)

Type	Contact
Designated Corporate Officer	CEO PAUL GREENALL

Corporate Officer	3121 DIABLO AVE HAYWARD, CA 94545-2701 Phone: +1 (650) 353-5495
Registered Agent	CEO PAUL GREENALL 3121 DIABLO AVE HAYWARD, CA 94545-2701 Phone: +1 (650) 353-5495
Shareholder	CORPORATION SERVICE COMPANY 45 MEMORIAL CIR AUGUSTA, ME 04330-6400 Phone: +1 (800) 927-9800
	TRUEPILL INC 3121 DIABLO AVE HAYWARD, CA 94545-2701 Phone: +1 (650) 353-5495

License/Disciplinary Action

None.

GENERAL INFORMATION

Other Phone Numbers (1 record) [hide](#)

Phone Number	Type
+1 (855) 910-8606	Toll-Free

The Office of Professional and Occupational Regulation is providing information about this licensee as a public service. The information on this page is a secure, primary source for license verification. The information on this page is maintained by Office staff and is updated immediately upon a change to our licensing database. The information may not show a complete history. Licensing history prior to January 1, 2000 is unavailable online.

If you need further information, contact us directly.

Date: 04/08/2024 02:42:49 PM

Regulatory Licensing & Permitting

**DEPARTMENT OF PROFESSIONAL AND FINANCIAL REGULATION
OFFICE OF PROFESSIONAL AND OCCUPATIONAL REGULATION
MAINE BOARD OF PHARMACY****POSTMEDS INC****MAIL ORDER PHARMACY**

License Number: MO40002429

Status: [Withdrawn/Terminated by Licensee](#)

Expiration Date: 11/09/2019

Street Location: 3121 DIABLO AVE
HAYWARD, CA 94545-2701Mailing: 3121 DIABLO AVE
HAYWARD, CA 94545-2701

Phone: +1 (650) 353-5495

Fax: +1 (650) 435-5932

History

License Type	Start Date	End Date
MAIL ORDER PHARMACY	07/30/2018	11/08/2019

Employee

None.

Authority (1 record) [hide](#)

Description	Issue Date	Termination Date	Expiration Date	Status
INDEPENDENT PHARMACY	07/30/2018	11/09/2019	None	Terminated

Contacts (4 records) [hide](#)

Type	Contact
Registered Agent	CORPORATION SERVICE COMPANY 45 MEMORIAL CIR AUGUSTA, ME 04330-6400 Phone: +1 (800) 927-9800
Designated Corporate Officer	CEO MOHAMMAD UMAR AFRIDI [REDACTED] BEE CAVE, TX 78738-6190 Phone: +1 [REDACTED]
Shareholder	CEO MOHAMMAD UMAR AFRIDI [REDACTED] BEE CAVE, TX 78738-6190

Corporate Officer	Phone: +1 [REDACTED] CEO MOHAMMAD UMAR AFRIDI [REDACTED] BEE CAVE, TX 78738-6190 Phone: +1 [REDACTED]
-------------------	--

License/Disciplinary Action

None.

The Office of Professional and Occupational Regulation is providing information about this licensee as a public service. The information on this page is a secure, primary source for license verification. The information on this page is maintained by Office staff and is updated immediately upon a change to our licensing database. The information may not show a complete history. Licensing history prior to January 1, 2000 is unavailable online.

If you need further information, contact us directly.

Date: 04/08/2024 02:44:12 PM

NEVADA STATE BOARD OF PHARMACY

985 Damonte Ranch Parkway, Suite 206 – Reno, NV 89521 – 775-850-1440

Personal History Application

Rev (05/13/2022)

Section 1: Pharmacy/MDEG/Wholesaler Information

Name of Pharmacy/MDEG/Wholesaler Seven Hills Pharmacy, LLC

Pharmacy/MDEG/Wholesaler License # (if applicable) OH 0232000312

Physical Address 2722 E. Kemper Rd

City Sharonville

State OH

Zip 45241

Mailing Address (if different from physical address) same

City _____

State _____

Zip _____

Telephone 5137710367

Website n/a

Licensing Company Email compliance@truepill.com

Section 2: Personal Information

First Aaron

Middle Michael

Last Wurst

Alias(es, nicknames, name changes, etc.) _____

Date of Birth [REDACTED]

SSN or ITIN [REDACTED]

Sex ☒ M ☐ F ☐ X

Mailing Address [REDACTED] Woodbury Street

City Providence

State RI

Zip 02906

Telephone [REDACTED]

Email [REDACTED]

Are you a citizen of the United States? ☒ Yes ☐ No

Section 3: Military Service (NRS 622.120)

1. Have you ever served on active duty in the Armed Forces of the United States and separated from such service under conditions other than dishonorable? (Mark "Yes" if discharged honorably.)

Yes ☒

No ☐

2. Have you ever been assigned to duty for a minimum of 6 continuous years in the National Guard or a reserve component of the Armed Forces of the United States and separated from such service under conditions other than dishonorable? (Mark "Yes" if discharged honorably.)

No ☒

3. Have you ever served the Commissioned Corps of the United States Public Health Service or the Commissioned Corps of the National Oceanic and Atmospheric Administration of the United States in the capacity of a commissioned officer while on active duty in defense of the United States and separated from such service under conditions other than dishonorable? (Mark "Yes" if discharged honorably.)

No ☒

Section 4: Federally Mandated Requirement (NRS 425.520, NRS 639.129)

1. Are you the subject of a court order for the support of a child? (If "yes", answer question 2.)

No ☒

2. Are you in compliance with the order or the plan approved by the district attorney or other public agency enforcing the order for the repayment of the amount owed pursuant to the order?

Section 5: List your high school and college experience beginning with the most current. (Use a separate piece of paper if additional space is needed.)				
School Name		From - To (MM/YY - MM/YY)		
Harvard Business School		08/13 - 05/15		
Address	City	State	Zip	
Harvard Business School	Boston	MA	02163	
Diploma/Degree obtained, if any				
MBA				
School Name		From - To (MM/YY - MM/YY)		
Cornell University		09/05 - 05/07		
Address	City	State	Zip	
Cornell University	Ithaca	NY	14850	
Diploma/Degree obtained, if any				
Bachelor of Science				
School Name		From - To (MM/YY - MM/YY)		
United States Military Academy		06/03 - 06/05		
Address	City	State	Zip	
606 Thayer Rd	West Point	NY	10996	
Diploma/Degree obtained, if any				
no degree				
School Name		From - To (MM/YY - MM/YY)		
University of Toledo		08/02 - 05/03		
Address	City	State	Zip	
2801 Bancroft St	Toledo	OH	43606	
Diploma/Degree obtained, if any				
no degree				
School Name		From - To (MM/YY - MM/YY)		
Address	City	State	Zip	
Diploma/Degree obtained, if any				

Section 6: List all residences you have had for the last 10 years beginning with the most current. (Use a separate piece of paper if additional space is needed.)				
From - To (MM/YY - MM/YY)	Address	City	State	Zip
09/16 - current	Woodbury Street	Providence	RI	02906
From - To (MM/YY - MM/YY)	Address	City	State	Zip
08/15 - 08/16	Park Row West, APT 512	Providence	RI	02903
From - To (MM/YY - MM/YY)	Address	City	State	Zip
06/13 - 07/15	Kron Street APT 418	Cambridge	MA	02138
From - To (MM/YY - MM/YY)	Address	City	State	Zip
From - To (MM/YY - MM/YY)	Address	City	State	Zip
From - To (MM/YY - MM/YY)	Address	City	State	Zip
From - To (MM/YY - MM/YY)	Address	City	State	Zip
From - To (MM/YY - MM/YY)	Address	City	State	Zip
From - To (MM/YY - MM/YY)	Address	City	State	Zip

Section 7: Beginning with the most current employment, list your work history and corporations, partnerships or any other business ventures with which you have been associated as an officer, director, shareholder, stockholder, partner, owner, or related capacity within the last 10 years.

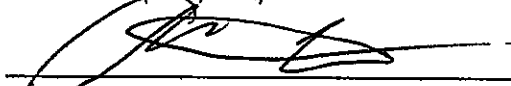
Business Name Truepill		From - To (MM/YY - MM/YY) 11/23 - current	
Business Address 3121 Diablo Ave	City Hayward	State CA	Zip 94545
Phone	Title President		
Description of Duties Oversee P&L and the development and execution of our business strategy, and commercial growth.			
Business Name The Carlyle Group		From - To (MM/YY - MM/YY) 01/21 - 11/23	
Business Address 1001 Pennsylvania Ave NW	City Washington	State DC	Zip 20004
Phone	Title Principal		
Description of Duties Lead the Healthcare team for Carlyle's Global Portfolio Solutions (GPS) group			
Business Name CVS Health		From - To (MM/YY - MM/YY) 08/11 - 01/23	
Business Address 1 CVS Drive	City Woonsocket	State RI	Zip 02895
Phone	Title Vice President		
Description of Duties Managed and sat on the Retail Leadership Team			
Business Name		From - To (MM/YY - MM/YY)	
Business Address	City	State	Zip
Phone	Title		
Description of Duties			
Business Name		From - To (MM/YY - MM/YY)	
Business Address	City	State	Zip
Phone	Title		
Description of Duties			
Continue on next page if additional space is needed.			

Section 8: Arrests, Detentions, Litigations, Arbitrations.	Yes	No
1. Have you ever been convicted of, or entered, a plea of guilty, guilty by mentally ill or nolo contendere to any criminal offense or civil violation, federal or state, for any reason whatsoever, regardless of the disposition of the event? (Except minor traffic citations.)		✓
2. If you answered "yes" to question 1, was the offense or violation related to drugs, including prescription drugs and/or controlled substances, the manufacturer or distribution of drugs or the practice of pharmacy?		✓
3. Have you ever had a civil or criminal record expunged or sealed by a court order?		✓
4. Have you, as an individual, member or a company, partner, or owner, director or officer of a corporation, ever been a party to a lawsuit as either a plaintiff or defendant (including any administrative proceedings before a licensing board) or of an arbitration as either a claimant or respondent? (Other than divorces.)		✓
5. Has any general or limited partnership, company or limited liability company, business venture, sole proprietorship or closely held corporation, corporation (while you were associated with it as an owner, partner, member, officer, or director) been a party to a lawsuit (including any administrative proceedings before a licensing board), arbitration or bankruptcy?		✓
6. Have you or any general or limited partnership, company or limited liability company, business venture, sole proprietorship or closely held corporation, corporation (while you were associated with it as an owner, partner, member, officer or director) ever appeared before any licensing agency or similar authority in or outside the State of Nevada for any reason whatsoever (including any disciplinary or board citation)?		✓
7. Have you ever been denied a personal license, permit, certificate or registration for a privileged, occupational or professional activity?		✓
8. Has any general or limited partnership, company or limited liability company, business venture, sole proprietorship or closely held corporation, corporation (while you were associated with it as an owner, partner member, officer or director) ever been refused a business license.		✓
9. Have you or any general or limited partnership, company or limited liability company, business venture, sole proprietorship or closely held corporation, corporation (while you were associated with it as an owner, partner, member, officer, or director) ever surrendered a license, permit, certificate or registration relating to the pharmaceutical industry voluntarily or otherwise (other than upon voluntary closure of a manufacturer).		✓
10. Have you been diagnosed or treated for any mental illness, including alcohol or substance abuse, or physical condition that would impair your ability to perform the essential functions of your license?		✓

I certify under penalty of perjury that the information contained in this application is accurate, true and complete in all material respects. I understand that making any false representation in this application is a crime under NRS 639.281. I understand that, pursuant to NRS 239.010, this entire application and any portion thereof is a public record unless otherwise declared confidential by law, and will be considered by the Nevada State Board of Pharmacy at a public meeting pursuant to NRS 241.020. In the event this application is approved I agree to comply with all applicable federal and state statutes and regulations governing this license or registration and understand that any violation may result in discipline.

Aaron Wurst

Print Name (First, Last)


Original Signature (electronic, copies or stamps not accepted)

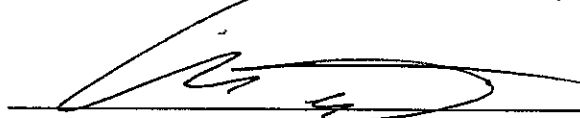
27 March 2024

Date

Please have this section completed in the presence of a Notary Public.

State of RI, ss. County of Providence

I, Aaron Wurst, being duly sworn, depose and say I have read the foregoing application and know the contents thereof; that the statements contained herein are true and correct and contain a full and true account of the information requested; that I executed this statement with the knowledge that misrepresentation or failure to reveal information requested may be deemed sufficient cause for denial or revocation of the license, registration, permit, certificate or certification for which I am applying for.


Original Signature

27 March 2024

Date

Subscribed and Sworn to before me this 27th day of March, 2024.


Notary Public Signature

Jason Williams
Notary Public State of Rhode Island
My Commission Expires August 5, 2027
Notary # 764388

(Seal)

NEVADA STATE BOARD OF PHARMACY

985 Damonte Ranch Parkway, Suite 206 – Reno, NV 89521 – 775-850-1440

Personal History Application

Rev (05/13/2022)

Section 1: Pharmacy/ MDEG/Wholesaler Information

Name of Pharmacy/MDEG/Wholesaler Seven Hills Pharmacy, LLC

Pharmacy/MDEG/Wholesaler License # (if applicable) OH 0232000312

Physical Address 2722 EE. Kemper Rd

City Sharonville State OH Zip 45241

Mailing Address (if different from physical address) same

City _____ State _____ Zip _____

Telephone 513-771-0367 Website n/a

Licensing Company Email compliance@truepill.com

Section 2: Personal Information

First Paul Middle James Last Greenall

Alias(es, nicknames, name changes, etc.) _____

Date of Birth [REDACTED] SSN or ITIN [REDACTED] Sex ☒ M ☐ F ☐ X

Mailing Address [REDACTED] Benjamin Way

City Healdsburg State CA Zip 95448

Telephone [REDACTED] Email [REDACTED]

Are you a citizen of the United States? ☒ Yes ☐ No

Section 3: Military Service (NRS 622.120)

	Yes	No
1. Have you ever served on active duty in the Armed Forces of the United States and separated from such service under conditions other than dishonorable? (Mark "Yes" if discharged honorably.)		✓
2. Have you ever been assigned to duty for a minimum of 6 continuous years in the National Guard or a reserve component of the Armed Forces of the United States and separated from such service under conditions other than dishonorable? (Mark "Yes" if discharged honorably.)		✓
3. Have you ever served the Commissioned Corps of the United States Public Health Service or the Commissioned Corps of the National Oceanic and Atmospheric Administration of the United States in the capacity of a commissioned officer while on active duty in defense of the United States and separated from such service under conditions other than dishonorable? (Mark "Yes" if discharged honorably.)		✓

Section 4: Federally Mandated Requirement (NRS 425.520, NRS 639.129)

	Yes	No
1. Are you the subject of a court order for the support of a child? (If "yes", answer question 2.)		✓
2. Are you in compliance with the order or the plan approved by the district attorney or other public agency enforcing the order for the repayment of the amount owed pursuant to the order?		✓

Section 5: List your high school and college experience beginning with the most current. (Use a separate piece of paper if additional space is needed.)

School Name Bayes Business School, University of London		From - To (MM/YY – MM/YY) 10/98-07/02	
Address 106 Bunhill Row	City London	State UK	Zip EC1Y 8TZ
Diploma/Degree obtained, if any BSc Business Management			
School Name Abbotsfield School		From - To (MM/YY – MM/YY) 09/91-07/98	
Address Clifton Gardens	City Hillingdon	State UK	Zip UB10 0EX
Diploma/Degree obtained, if any			
School Name		From - To (MM/YY – MM/YY)	
Address	City	State	Zip
Diploma/Degree obtained, if any			
School Name		From - To (MM/YY – MM/YY)	
Address	City	State	Zip
Diploma/Degree obtained, if any			
School Name		From - To (MM/YY – MM/YY)	
Address	City	State	Zip
Diploma/Degree obtained, if any			

Section 6: List all residences you have had for the last 10 years beginning with the most current. (Use a separate piece of paper if additional space is needed.)

From - To (MM/YY – MM/YY) 07/20 - Date	Address [REDACTED] Benjamin Way	City Healdsburg	State CA	Zip 95448
From - To (MM/YY – MM/YY) 09/11 - 07/20	Address [REDACTED] Church St Apt H	City San Francisco	State CA	Zip 94114
From - To (MM/YY – MM/YY)	Address	City	State	Zip
From - To (MM/YY – MM/YY)	Address	City	State	Zip
From - To (MM/YY – MM/YY)	Address	City	State	Zip
From - To (MM/YY – MM/YY)	Address	City	State	Zip
From - To (MM/YY – MM/YY)	Address	City	State	Zip
From - To (MM/YY – MM/YY)	Address	City	State	Zip
From - To (MM/YY – MM/YY)	Address	City	State	Zip
From - To (MM/YY – MM/YY)	Address	City	State	Zip

Section 7: Beginning with the most current employment, list your work history and corporations, partnerships or any other business ventures with which you have been associated as an officer, director, shareholder, stockholder, partner, owner, or related capacity within the last 10 years.

Business Name Postmeds Inc D/B/A Truepill		From - To (MM/YY – MM/YY) 07/22 - Date	
Business Address 3121 Diablo Ave	City Hayward	State CA	Zip 94545
Phone 855-910-8606	Title CEO		
Description of Duties Managing the overall resources and operations of company, making major corporate decisions, and acting as the main point of contact between the board of directors, employees, and the public.			

Business Name Prophet Brand Strategy LLC		From - To (MM/YY – MM/YY) 04/19 - 06/22	
Business Address 150 Spear St Ste 1300	City San Francisco	State CA	Zip 94105
Phone (415) 518-5692	Title Senior Partner, Chief Strategy Officer		
Description of Duties Primary responsibility for strategy formulation and management, including developing the corporate vision and strategy, overseeing strategic planning, and leading strategic initiatives, including M&A, transformation, partnerships, and costs			

Business Name McKesson Corporation		From - To (MM/YY – MM/YY) 07/09-12/18	
Business Address 1 Post Street	City San Francisco	State CA	Zip 94104
Phone 415-983-8300	Title Sr Vice President, Enterprise Strategy		
Description of Duties Primary responsibility for strategy formulation and management, including developing the corporate vision and strategy, overseeing strategic planning, and leading strategic initiatives, including M&A, transformation, partnerships, and costs			

Business Name		From - To (MM/YY – MM/YY)	
Business Address	City	State	Zip
Phone	Title		
Description of Duties			

Business Name		From - To (MM/YY – MM/YY)	
Business Address	City	State	Zip
Phone	Title		
Description of Duties			

Continue on next page if additional space is needed.

Section 8: Arrests, Detentions, Litigations, Arbitrations.	Yes	No
1. Have you ever been convicted of, or entered, a plea of guilty, guilty by mentally ill or nolo contendere to any criminal offense or civil violation, federal or state, for any reason whatsoever, regardless of the disposition of the event? (Except minor traffic citations.)	✓	
2. If you answered "yes" to question 1, was the offense or violation related to drugs, including prescription drugs and/or controlled substances, the manufacture or distribution of drugs or the practice of pharmacy?		✓
3. Have you ever had a civil or criminal record expunged or sealed by a court order?	✓	
4. Have you, as an individual, member or a company, partner, or owner, director or officer of a corporation, ever been a party to a lawsuit as either a plaintiff or defendant (including any administrative proceedings before a licensing board) or of an arbitration as either a claimant or respondent? (Other than divorces.)		✓
5. Has any general or limited partnership, company or limited liability company, business venture, sole proprietorship or closely held corporation, corporation (while you were associated with it as an owner, partner, member, officer, or director) been a party to a lawsuit (including any administrative proceedings before a licensing board), arbitration or bankruptcy?		✓
6. Have you or any general or limited partnership, company or limited liability company, business venture, sole proprietorship or closely held corporation, corporation (while you were associated with it as an owner, partner, member, officer or director) ever appeared before any licensing agency or similar authority in or outside the State of Nevada for any reason whatsoever (including any disciplinary or board citation)?		✓
7. Have you ever been denied a personal license, permit, certificate or registration for a privileged, occupational or professional activity?		✓
8. Has any general or limited partnership, company or limited liability company, business venture, sole proprietorship or closely held corporation, corporation (while you were associated with it as an owner, partner member, officer or director) ever been refused a business license.		✓
9. Have you or any general or limited partnership, company or limited liability company, business venture, sole proprietorship or closely held corporation, corporation (while you were associated with it as an owner, partner, member, officer, or director) ever surrendered a license, permit, certificate or registration relating to the pharmaceutical industry voluntarily or otherwise (other than upon voluntary closure of a manufacturer).		✓
10. Have you been diagnosed or treated for any mental illness, including alcohol or substance abuse, or physical condition that would impair your ability to perform the essential functions of your license?		✓

Please use and make copies of this page (if necessary) to provide information regarding any questions, 1-10, you have marked “YES” to in section 8 of the application. A signed statement of explanation for each event and a copy of all documents that identify the circumstance or contain an order, agreement or other disposition for the event must be provided.

This is in response to Question # 1 & 3. Provide all the following where applicable:

Date of Event/Arrest	Disposition Date	State	City	County
06/01/2007	06/01/2007	MN	Metropolitan Airport	Hennepin
Case #		Governing, licensing, Arresting Presiding Body/Agency/Court		
225001		Metropolitan Airport		
Reason/Charge				
Petty Misdemeanor - Airport Ordinance Violation				
Plaintiff/Defendant/Claimant/Respondent			Lawsuit/Arbitration/Bankruptcy	
Self			N/A	
Name of Business/Industry/Entity				
N/A				

Provide explanation below:

Petty Misdemeanor Airport Ordinance Violation with \$300 fine, expunged 9/27/2021 by State Statute. Original documentation unavailable due to fire loss.

MN Statute 609.2 - "Petty misdemeanor" a petty offense which is prohibited by ordinance or statute, which does not constitute a crime and for which a sentence of a fine of not more than \$300 may be imposed.

DocuSigned by:
Paul Grenall
F710F9B504924A4...
Original Signature (electronic, copies or stamps not accepted)

03/31/2024 4/5/2024

Date DS
PG

I certify under penalty of perjury that the information contained in this application is accurate, true and complete in all material respects. I understand that making any false representation in this application is a crime under NRS 639.281. I understand that, pursuant to NRS 239.010, this entire application and any portion thereof is a public record unless otherwise declared confidential by law, and will be considered by the Nevada State Board of Pharmacy at a public meeting pursuant to NRS 241.020. In the event this application is approved I agree to comply with all applicable federal and state statutes and regulations governing this license or registration and understand that any violation may result in discipline.

Paul Greenall

Print Name (First, Last)

DocuSigned by:

Paul Greenall

F716F9B604924A4...

Original Signature (electronic, copies or stamps not accepted)

3/31/2024

4/5/2024

Date

Please have this section completed in the presence of a Notary Public.

State of _____, ss. County of _____

I, _____, being duly sworn, depose and say I have read the foregoing application and know the contents thereof; that the statements contained herein are true and correct and contain a full and true account of the information requested; that I executed this statement with the knowledge that misrepresentation or failure to reveal information requested may be deemed sufficient cause for denial or revocation of the license, registration, permit, certificate or certification for which I am applying for.

Original Signature

Date

Subscribed and Sworn to before me this _____ day of _____.

Notary Public Signature

(Seal)