

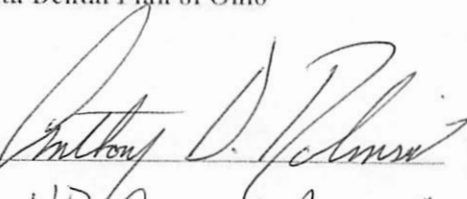
## Exhibit B - Delta Dental Letter of Understanding

For existing IUC clients, DDPOH will renew those groups at the OSU fee plus 4%. Thereafter, existing IUC clients' fees will increase 4% annually until those fees equal the applicable corresponding tiered fee schedule set forth above. For example, an existing IUC client with 350 subscribers will have its fees increased annually by 4% until its fees equal the OSU fee + \$2.00 (assuming that the client does not have a change in subscribers during this time period that would move it either up or down a prospective tier).

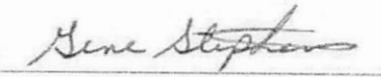
Delta Dental Plan of Ohio

The Inter-University Council Purchasing  
Group of Ohio

By:



By:



Its:

VP, SALES + ACCT. MGMTs

Director of Strategic Procurement



Exhibit B - Delta Dental Letter of Understanding

February 1, 2012

The Inter-University Council Purchasing Group of Ohio
Attn: Gene Stephens
IUC-PG, Director of Strategic Procurement
10 West Broad Street, Suite 450
Columbus, Ohio 43215

Letter of Understanding

This letter of understanding hereby serves as agreement between The Inter-University Council Purchasing Group of Ohio ("IUC") and Delta Dental Plan of Ohio, Inc. ("DDPOH") to extend a preferred pricing to IUC based on Ohio State University ("OSU") pricing effective January 1, 2012 until December 31, 2013, subject to the terms and conditions set forth below. Further, the parties to this Letter of Understanding agree to the following:

DDPOH agrees to extend OSU's administrative pricing to IUC, subject to the pricing table below which is contingent upon the enrolled subscribers. This agreement is based on similar benefits and levels of service. DDPOH reserves the right to adjust administrative fees for different funding contracts or if significantly different benefit levels and service arrangements are required by the individual schools. Fully insured agreements will include risk charges and premium taxes. DDPOH reserves the right to include an agent or broker at the individual schools request and adjust rates based on commissions.

DDPOH agrees to extend pricing to IUC according to the below schedule for new groups. The OSU fee for 2012 is \$3.41 and 2013 is \$3.51.

Table with 2 columns: Number of Subscribers, Fee Schedule. Rows include subscriber ranges from 5,000 or more down to less than 100, with corresponding fee schedules like OSU Fee, OSU Fee + \$0.25, etc.