

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

	X	
	:	
In re:	:	Chapter 11
	:	
MODIVCARE INC., <i>et al.</i> ,	:	Case No. 25-90309 (ARP)
	:	
Debtors. ¹	:	(Jointly Administered)
	:	
	X	

**ORDER AUTHORIZING DEBTORS TO
MAKE PAYMENTS IN EXCESS OF INTERIM
CAP UNDER INTERIM CRITICAL VENDOR ORDER
[Relates to Docket No. 280]**

Upon the emergency motion (the “*Motion*”)² of the Debtors for entry an order (this “*Order*”) authorizing the Debtors to make payments on account of prepetition claims to their critical Trade Vendors in excess of the Interim Vendor Cap prior to the Second Day Hearing on the Debtors’ “first day” motions, all as more fully set forth in the Motion; and the Court having reviewed the Motion, the First Day Declaration, and the Shandler Declaration; and the Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. § 1334; and the Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2) and that the Court may enter a final order consistent with Article III of the United States Constitution; and the Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that proper and adequate

¹ A complete list of each of the Debtors in these chapter 11 cases (the “*Chapter 11 Cases*”) and the last four digits of each Debtor’s taxpayer identification number (if applicable) may be obtained on the website of the Debtors’ claims and noticing agent at <https://www.veritaglobal.net/ModivCare>. Debtor ModivCare Inc.’s principal place of business and the Debtors’ service address in these Chapter 11 Cases is 6900 E. Layton Avenue, Suite 1100 & 1200, Denver, Colorado 80237.

² Capitalized terms used but not otherwise defined herein have the meaning ascribed to them in the Motion.



notice of the Motion has been given and that no other or further notice is necessary; and upon the record herein; and after due deliberation thereon; and all objections, if any, to the Motion having been withdrawn, resolved, or overruled; and the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and the Court having determined that the relief requested in the Motion is in the best interests of the Debtors, their estates, their creditors, and other parties in interest, it is hereby

ORDERED, ADJUDGED, AND DECREED THAT:

1. Paragraph 1 of the Interim Critical Vendor Order is hereby amended by replacing “\$99 million” with “\$150 million.”
2. Except as modified by Paragraph 1 of this Order, the Interim Critical Vendor Order remains in full force and effect and governs all payments made to Trade Vendors on account of prepetition Trade Claims authorized under this Order and the Interim Critical Vendor Order.
3. Notwithstanding anything to the contrary set forth herein, none of this Order, the Interim Critical Vendors Order, or any of the findings contained in either such order waives, limits, or otherwise impairs any objections or arguments that the Creditors’ Committee or any other party in interest has, or may have, with respect to the relief sought by the Debtors in connection with confirmation of the Plan [Docket No. 119] or the Debtors’ motion for postpetition financing and use of cash collateral [Docket No. 4], including (but not limited to) the proposed milestones, adequate protection liens, or waivers of the Debtors’ statutory rights set forth therein. None of the evidence admitted in connection with the First Day Hearing or the hearing on the Motion shall be considered in any future hearing unless that evidence is independently offered and admitted at such future hearing and the rights of all parties with respect to the admission of that evidence are reserved.

4. Under the facts and circumstances of the Motion, notice of the Motion is adequate under Bankruptcy Rule 6004(a) and the Bankruptcy Local Rules.

5. Notwithstanding Bankruptcy Rule 6004(h), to the extent applicable, this Order shall be effective and enforceable immediately upon entry hereof.

6. The Debtors are further authorized and empowered to take all actions necessary or appropriate to implement the relief granted in this Order.

7. The Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

Signed: _____, 2025
Houston, Texas

Alfredo R. Pérez
United States Bankruptcy Judge

Exhibit A

(Redline)

**IN THE UNITED STATES BANKRUPTCY COURT
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CAP UNDER INTERIM CRITICAL VENDOR ORDER**
[Relates to Docket No. ~~280~~ [280](#)]

Upon the emergency motion (the “***Motion***”)² of the Debtors for entry an order (this “***Order***”) authorizing the Debtors to make payments on account of prepetition claims to their critical Trade Vendors in excess of the Interim Vendor Cap prior to the Second Day Hearing on the Debtors’ “first day” motions, all as more fully set forth in the Motion; and the Court having reviewed the Motion, the First Day Declaration, and the Shandler Declaration; and the Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. § 1334; and the Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2) and that the Court may enter a final order consistent with Article III of the United States Constitution; and the Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and

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² Capitalized terms used but not otherwise defined herein have the meaning ascribed to them in the Motion.

it appearing that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and upon the record herein; and after due deliberation thereon; and all objections, if any, to the Motion having been withdrawn, resolved, or overruled; and the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and the Court having determined that the relief requested in the Motion is in the best interests of the Debtors, their estates, their creditors, and other parties in interest, it is hereby

ORDERED, ADJUDGED, AND DECREED THAT:

1. Paragraph 1 of the Interim Critical Vendor Order is hereby amended by replacing “\$99 million” with “\$150 million.”

2. Except as modified by Paragraph 1 of this Order, the Interim Critical Vendor Order remains in full force and effect and governs all payments made to Trade Vendors on account of prepetition Trade Claims authorized under this Order and the Interim Critical Vendor Order.

3. Notwithstanding anything to the contrary set forth herein, none of this Order, the Interim Critical Vendors Order, or any of the findings contained in either such order waives, limits, or otherwise impairs any objections or arguments that the Creditors’ Committee or any other party in interest has, or may have, with respect to the relief sought by the Debtors in connection with confirmation of the Plan [Docket No. 119] or the Debtors’ motion for postpetition financing and use of cash collateral [Docket No. 4], including (but not limited to) the proposed milestones, adequate protection liens, or waivers of the Debtors’ statutory rights set forth therein. None of the evidence admitted in connection with the First Day Hearing or the hearing on the Motion shall be considered in

any future hearing unless that evidence is independently offered and admitted at such future hearing and the rights of all parties with respect to the admission of that evidence are reserved.

4. ~~3.~~ Under the facts and circumstances of the Motion, notice of the Motion is adequate under Bankruptcy Rule 6004(a) and the Bankruptcy Local Rules.

5. ~~4.~~ Notwithstanding Bankruptcy Rule 6004(h), to the extent applicable, this Order shall be effective and enforceable immediately upon entry hereof.

6. ~~5.~~ The Debtors are further authorized and empowered to take all actions necessary or appropriate to implement the relief granted in this Order.

7. ~~6.~~ The Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

Signed: _____, 2025
Houston, Texas

Alfredo R. Pérez
United States Bankruptcy Judge

Summary report: Litera Compare for Word 11.10.0.38 Document comparison done on 9/18/2025 4:59:10 PM	
Style name: Firm Standard	
Intelligent Table Comparison: Active	
Original DMS: iw://hunton.cloudimanage.com/DMS/352884520/2	
Modified DMS: iw://hunton.cloudimanage.com/DMS/352884520/3	
Changes:	
<u>Add</u>	7
Delete	5
Move From	0
<u>Move To</u>	0
<u>Table Insert</u>	0
Table Delete	0
<u>Table moves to</u>	0
Table moves from	0
Embedded Graphics (Visio, ChemDraw, Images etc.)	0
Embedded Excel	0
Format changes	0
Total Changes:	12