

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

\_\_\_\_\_)  
In re: )  
MODIVCARE, INC., *et al.*<sup>1</sup>) Chapter 11  
Reorganized Debtors.) Case No. 25-90309 (ARP)  
) (Jointly Administered)  
\_\_\_\_\_)

NOTICE OF FILING  
PROPOSED SCHEDULING AND BIFURCATION ORDER

PLEASE TAKE NOTICE THAT on April 6, 2026, the U.S. Bankruptcy Court for the Southern District of Texas (the “Court”) held a status conference in the above-captioned chapter 11 cases (the “Status Conference”) regarding *White & Case LLP’s Final Application for Allowance of Compensation and Reimbursement of Expenses for the Period from September 9, 2025 Through December 29, 2025* [Docket No. 1290] and the *Final Fee Application of AlixPartners, LLP, Financial Advisor to the Official Committee of Unsecured Creditors, for Allowance of Compensation for Professional Services Rendered and Reimbursement of Expenses Incurred for the Period from September 10, 2025 Through December 29, 2025* [Docket No. 1288] (collectively, the “Fee Applications”); the *Objection to Final Fee Application Filed by AlixPartners, LLP* [Docket No. 1351] and the *Objection to Final Fee Application Filed by White & Case, LLP* [Docket No. 1354] (collectively, the “Fee Objections”); and *White & Case LLP’s Reply in Support of Its Final Application for Allowance of Compensation and Reimbursement of Expenses for the*

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



*Period From September 9, 2025 Through December 29, 2025* [Docket No. 1410] and the *Reply of AlixPartners, LLP to Objection to Its Final Fee Application* [Docket No. 1411] (collectively, the “Replies”).

**PLEASE TAKE FURTHER NOTICE THAT** on the record at the Status Conference, the Court directed White & Case, LLP (“White & Case”), AlixPartners, LLP (“AlixPartners”), and ModivCare TopCo, LLC (“TopCo”) to submit a proposed order (the “Original Proposed Bifurcation Order”) governing the bifurcation and scheduling of the disputed issues regarding the Fee Applications, Fee Objections, and Replies.

**PLEASE TAKE FURTHER NOTICE THAT** on April 9, 2026, TopCo filed *Modivcare Topco, LLC’s Emergency Motion for Reconsideration of (I) Order Bifurcating Legal and Factual Issues and (II) Order Requiring Deposit of Funds into Court Registry* [Docket No. 1427] (the “Motion for Reconsideration”) requesting the Court to reconsider its rulings at the Status Conference.

**PLEASE TAKE FURTHER NOTICE THAT** on April 28, 2026, White & Case filed *White & Case LLP’s Objection to ModivCare TopCo, LLC’s Emergency Motion for Reconsideration of (I) Order Bifurcating Legal and Factual Issues and (II) Order Requiring Deposit of Funds into Court Registry* [Docket No. 1466] (the “Objection to Motion for Reconsideration”).

**PLEASE TAKE FURTHER NOTICE THAT** on April 30, 2026, the Court held a hearing in the above-captioned chapter 11 cases (the “Hearing”) regarding the Motion for Reconsideration and Objection to Motion for Reconsideration and directed White & Case to submit a revised proposed order (the “Revised Proposed Bifurcation Order”).

**PLEASE TAKE FURTHER NOTICE THAT** the parties met and conferred regarding the Revised Proposed Bifurcation Order, but were unable to agree on a form of order.

**PLEASE TAKE FURTHER NOTICE THAT** a Revised Proposed Bifurcation Order acceptable to White & Case and AlixPartners is attached hereto for the Court's consideration. For the Court's convenience, a redline comparison of the Revised Proposed Bifurcation Order against the Original Proposed Bifurcation Order is attached hereto as **Exhibit A**.

*[Remainder of Page Intentionally Left Blank]*

May 5, 2026  
Houston, Texas

*/s/ Charles R. Koster*

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*Counsel for the Official Committee of Unsecured  
Creditors*

**CERTIFICATE OF SERVICE**

I certify that on May 5, 2026, I caused a copy of the foregoing document to be served via the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas.

*/s/ Charles R. Koster*

\_\_\_\_\_  
Charles R. Koster

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

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

**SCHEDULING AND BIFURCATION ORDER**

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In connection with consideration of *White & Case LLP’s Final Application for Allowance of Compensation and Reimbursement of Expenses for the Period from September 9, 2025 Through December 29, 2025* [Docket No. 1290] and the *Final Fee Application of AlixPartners, LLP, Financial Advisor to the Official Committee of Unsecured Creditors, for Allowance of Compensation for Professional Services Rendered and Reimbursement of Expenses Incurred for the Period from September 10, 2025 Through December 29, 2025* [Docket No. 1288] (collectively, the “Fee Applications”); the *Objection to Final Fee Application Filed by AlixPartners, LLP* [Docket No. 1351] and the *Objection to Final Fee Application Filed by White & Case, LLP* [Docket No. 1354] (collectively, the “Fee Objections”); *White & Case LLP’s Reply in Support of Its Final Application for Allowance of Compensation and Reimbursement of Expenses for the Period From September 9, 2025 Through December 29, 2025* [Docket No. 1410] and the *Reply of AlixPartners, LLP to Objection to Its Final Fee Application* [Docket No. 1411] (collectively, the “Replies”); *Motion to Compel White & Case LLP to Respond to Discovery Requests* [Docket No.

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

1409]; *Modivcare Topco, LLC's Emergency Motion for Reconsideration of (I) Order Bifurcating Legal and Factual Issues and (II) Order Requiring Deposit of Funds into Court Registry* [Docket No. 1427]; *White & Case LLP's Objection to ModivCare TopCo, LLC's Motion to Compel* [Docket No. 1458]; *White & Case LLP's Objection to ModivCare TopCo, LLC's Emergency Motion for Reconsideration of (I) Order Bifurcating Legal and Factual Issues and (II) Order Requiring Deposit of Funds into Court Registry* [Docket No. 1466]; and in accordance with the United States Bankruptcy Court for the Southern District of Texas (the "Court") rulings on the record at the hearing held on April 30, 2026, it is hereby ORDERED that:

1. The Court will adjudicate the reasonableness of White & Case LLP's ("White & Case") and AlixPartners LLP's ("AlixPartners") fees under section 330 of chapter 11 of title 11 of the United States Code (the "Bankruptcy Code") first based on the evidentiary record already established in the chapter 11 cases, the Fee Applications, the Fee Objections, and the Replies ("Phase 1"). The issues adjudicated during Phase 1 shall include, but not be limited to whether:

- i. this Court may or should amend its October 31, 2025 orders authorizing the retention of (a) White & Case as bankruptcy counsel to the official committee of unsecured creditors (the "Committee") effective as of September 9, 2025 and approving White & Case's billing rates for this representation [Docket No. 616] and (b) AlixPartners as financial advisor to the Committee effective as of September 10, 2025 and approving the compensation terms set forth in the applicable engagement letter [Docket No. 644];
- ii. TopCo may object to the reasonableness of any time entry or expense item not specifically identified in the Fee Objections;
- iii. there is a basis to establish a different standard under which to assess the reasonableness of the Debtors' professionals' fees which this Court has approved without objection and the Committee's professionals' fees sought in the Fee Applications;
- iv. under the applicable standard and without any additional discovery, the Court can determine the reasonableness of the fees being sought; and

2. The parties shall submit any additional briefing for the Phase 1 issues on or before June 3, 2026. Any response briefs shall be due on or before June 8, 2026.

3. In Phase 1 the Court will not consider any additional evidence beyond the Fee Applications, the Fee Objections, the Replies, and matters as to which this Court may take judicial notice. The hearing on Phase 1 will be on June 9, 2026, at 10:00 a.m.

4. If the Court determines that it cannot fully resolve the Objection and the Fee Applications in Phase 1, the Court will consider additional evidence related to the Fee Objections that are not resolved in Phase 1 (“Phase 2”). All Parties reserve the right to seek any appropriate discovery in Phase 2 related to any issues not adjudicated in Phase 1. A hearing on Phase 2 will, if necessary, be set by further order of the Court.

5. All discovery related to the Fee Applications shall be stayed pending resolution of Phase 1 or other order of the Court.

6. The terms and conditions of this Order are immediately effective and enforceable upon its entry.

7. This Court retains jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Dated \_\_\_\_\_, 2026  
Houston, Texas

\_\_\_\_\_  
Alfredo R. Pérez  
United States Bankruptcy Judge

**Exhibit A**

**Redline**

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

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

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**SCHEDULING AND BIFURCATION ORDER**

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In connection with consideration of *White & Case LLP’s Final Application for Allowance of Compensation and Reimbursement of Expenses for the Period from September 9, 2025 Through December 29, 2025* [Docket No. 1290] and the *Final Fee Application of AlixPartners, LLP, Financial Advisor to the Official Committee of Unsecured Creditors, for Allowance of Compensation for Professional Services Rendered and Reimbursement of Expenses Incurred for the Period from September 10, 2025 Through December 29, 2025* [Docket No. 1288] (collectively, the “Fee Applications”); the *Objection to Final Fee Application Filed by AlixPartners, LLP* [Docket No. 1351] and the *Objection to Final Fee Application Filed by White & Case, LLP* [Docket No. 1354] (collectively, the “Fee Objections”); *White & Case LLP’s Reply in Support of Its Final Application for Allowance of Compensation and Reimbursement of Expenses for the Period From September 9, 2025 Through December 29, 2025* [Docket No. 1410] and the *Reply of AlixPartners, LLP to Objection to Its Final Fee Application* [Docket No. 1411] (collectively, the “Replies”); *Motion to Compel White & Case LLP to Respond to*

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

Discovery Requests [Docket No. 1409] ~~(the “Motion to Compel”)~~; Modivcare Topco, LLC’s Emergency Motion for Reconsideration of (I) Order Bifurcating Legal and Factual Issues and (II) Order Requiring Deposit of Funds into Court Registry [Docket No. 1427]; White & Case LLP’s Objection to ModivCare TopCo, LLC’s Motion to Compel [Docket No. 1458]; White & Case LLP’s Objection to ModivCare TopCo, LLC’s Emergency Motion for Reconsideration of (I) Order Bifurcating Legal and Factual Issues and (II) Order Requiring Deposit of Funds into Court Registry [Docket No. 1466]; and in accordance with the United States Bankruptcy Court for the Southern District of Texas (the “Court”) rulings on the record at the ~~status-conference~~ hearing held on April 630, 2026, it is hereby ORDERED that:

1. The Court will adjudicate the reasonableness of White & Case LLP’s (“White & Case”) and AlixPartners LLP’s (“AlixPartners”) fees under section 330 of chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) first based on the evidentiary record already established in the chapter 11 cases, the Fee Applications, the Fee Objections, and the Replies (“Phase 1”). The issues adjudicated during Phase 1 shall include, but not be limited to whether:

~~i. ModivCare TopCo, LLC (“TopCo”) has standing to object to the Fee Applications;~~

i. ~~ii.~~ this Court may or should amend its October 31, 2025 orders authorizing the retention of (a) White & Case as bankruptcy counsel to the official committee of unsecured creditors (the “Committee”) effective as of September 9, 2025 and approving White & Case’s billing rates for this representation [Docket No. 616] and (b) AlixPartners as financial advisor to the Committee effective as of September 10, 2025 and approving the compensation terms set forth in the applicable engagement letter [Docket No. 644];

ii. ~~iii.~~ TopCo may object to the reasonableness of any time entry or expense item not specifically identified in the Fee Objections;

~~iv. the Court should consider, in connection with the Fee Applications, any documents or testimony concerning any offers, statements, or other communications made in the~~

~~context of settlement discussions involving the Committee, including those alleged in the Fee Objections;~~

iii. ~~v.~~ there is a basis to establish a different standard under which to assess the reasonableness of the Debtors' professionals' fees which this Court has approved without objection and the Committee's professionals' fees sought in the Fee Applications;

iv. ~~vi.~~ under the applicable standard and without any additional discovery, the Court can determine the reasonableness of the fees being sought; and

~~vii. under the applicable standard and without any additional discovery, the Court should grant the Fee Applications.~~

2. The parties shall submit any additional briefing for the Phase 1 issues on or before June 3, 2026. Any response briefs shall be due on or before June 8, 2026.

3. ~~2.~~ In Phase 1 the Court will not consider any additional evidence beyond the Fee Applications, the Fee Objections, the Replies, and matters as to which this Court may take judicial notice. The hearing on Phase 1 will be on ~~\_\_\_\_\_~~ June 9, 2026, at 10:00 a.m.

4. ~~3.~~ If the Court determines that it cannot fully resolve the Objection and the Fee Applications in Phase 1, the Court will consider additional evidence related to the Fee Objections that are not resolved in Phase 1 ("Phase 2"). All Parties reserve the right to seek any appropriate discovery in Phase 2 related to any issues not adjudicated in Phase 1. A hearing on Phase 2 will, if necessary, be set by further order of the Court.

5. ~~4. White & Case shall submit responses to the Motion to Compel by April 24, 2026. Other than litigation of the Motion to Compel, all~~ All discovery related to the Fee Applications shall be stayed pending resolution of Phase 1 or other order of the Court.

6. ~~5.~~ The terms and conditions of this Order are immediately effective and enforceable upon its entry.

7. ~~6.~~ This Court retains jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Dated \_\_\_\_\_, 2026  
Houston, Texas

\_\_\_\_\_  
Alfredo R. Pérez  
United States Bankruptcy Judge