

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

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

**THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS' EMERGENCY
MOTION FOR ENTRY OF AN ORDER (I) SCHEDULING CERTAIN DATES AND
DEADLINES IN CONNECTION WITH CONFIRMATION OF THE DEBTORS' PLAN
OF REORGANIZATION AND ASSOCIATED PROCEEDINGS, (II) ESTABLISHING
CERTAIN PROTOCOLS, AND (III) GRANTING RELATED RELIEF**

Emergency relief has been requested. Relief is requested not later than October 10, 2025.

If you object to the relief requested or you believe that emergency consideration is not warranted, you must appear at the hearing if one is set, or file a written response prior to the date that relief is requested in the preceding paragraph. Otherwise, the Court may treat the pleading as unopposed and grant the relief requested.

The Official Committee of Unsecured Creditors (the “**Committee**”) appointed in the cases (the “**Chapter 11 Cases**”) of the above-captioned debtors and debtors-in-possession (collectively, the “**Debtors**”) hereby submits this motion (the “**Motion**”) for entry of a scheduling order establishing certain dates and deadlines in connection with the proposed confirmation of the *First Amended Joint Chapter 11 Plan of Reorganization of ModivCare Inc. and its Debtor Affiliates*

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’ proposed 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.



[Docket No. 445] (as may be amended, supplemented or modified from time to time, the “**Plan**”).

In support of this Motion, the Committee respectfully represents as follows:²

PRELIMINARY STATEMENT

1. Based on the Committee’s current diligence, there are two primary issues to be tried at the Confirmation Hearing in these Chapter 11 Cases: (i) valuation and (ii) potential claims and causes of action that are set to be released under the proposed Plan. Valuation is critical, as the Plan is only confirmable if the value of the Debtors’ enterprise is less than the Debtors’ outstanding secured debt. The Debtors are not market-testing their assets, and they will necessarily rely on expert evidence to prove value. The Committee is entitled to sufficient time and information to present its own evidence and refute the Debtors’ evidence. Plan releases of potential causes of action are also critically important. The Committee has a statutory duty under the Bankruptcy Code to investigate prepetition transactions that could give rise to potential claims being released, and must be afforded the time and information necessary to understand the scope of the proposed releases.

2. The Debtors have produced minimal information to date as to either critically important topic. As of the filing of this Motion, the Debtors have produced fewer than 3,000 Plan-related documents in total, with more than 2,000 of those representing emails and attachments from just one of the Debtors’ initial six agreed-to custodians for Plan Discovery and the balance consisting of certain high-priority “off the shelf” board materials (relevant to both valuation and an investigation of potential causes of action), which the Committee has requested be produced

² Capitalized terms not defined in this Preliminary Statement shall have the meanings given to them in the body of this Motion, and capitalized terms not defined in this Motion, shall have the meaning given to them in the *Declaration of Erin M. Smith in Support of the Objection of the Official Committee of Unsecured Creditors to the Debtors’ Emergency Motion for Approval of the Disclosure Statement and Related Solicitation Procedures* [Docket No. 422] (the “**Smith Declaration**”).

repeatedly over the last month, and which Debtors' counsel has advised will not be substantially produced until October 10.

3. Last Monday, this Court approved solicitation of the Debtors' Disclosure Statement, which contemplates an aggressive confirmation schedule that culminates in the Confirmation Hearing starting on November 18 and continuing through the following week.³ This Court did not rule on the intervening dates and deadlines and instructed the parties to agree on a fair schedule, but it was clear that it had concerns about the parties' ability to complete all the required work in the allotted time, expressing "hope that there would be significant cooperation and a willingness to go above and beyond what's needed in order to have a fair process under the circumstances."⁴

4. In response to this direction, the same day as the hearing, the Committee sent the Debtors a proposed scheduling order. Among other things, the Committee's proposed schedule required the Debtors to complete the substantial production of documents by this weekend, based on the Committee's good faith belief that such a schedule was the only reasonable way to give the Committee a chance to prepare properly for a November 18 Confirmation Hearing.

5. On Wednesday afternoon, the Debtors sent the Committee a counterproposal on a scheduling order, which contain at least three fundamental problems.

6. **First**, the Debtors' proposed schedule provides for the Debtors' substantial completion of document production on October 30—seven weeks after receiving the Committee's requests for production. This provides the Committee with only eight days to review documents between substantial completion and its Plan objection deadline, and is less than three weeks before

³ See Hr'g Tr. at 50:22-51:3 (the "**DS Hr'g Tr.**") ("[W]e could start on the 18th and then the -- we can do 24 the 19th. . . the 21st, and then . . . every day [next week] except Thanksgiving.").

⁴ See *id.* at 48:1-48:4

trial. This is not a criticism of the Debtors' diligence, but the Debtors' proposed schedule to complete document production at the end of this month confirms what the Committee has long suspected and repeatedly raised: the Debtors will simply be unable to complete their production of relevant and necessary documents in time for a fair, contested November 18 Confirmation Hearing.

7. The Debtors' solution that the Committee will just have to do its best with incomplete information and inadequate time is unacceptable. The Debtors' schedule would force the Committee to choose between either (i) completing fact depositions without the benefit of relevant documents (and noticing second depositions with certain witnesses to address late-produced documents, or worse, examining witnesses for the first time on the stand at the Confirmation Hearing); or (ii) cramming all of its fact depositions into an unreasonable one-week window and hoping the Committee has the time to review and analyze relevant documents sufficiently in advance. Neither option provides the Committee with the fair process that this Court implored the Debtors to provide. Nor is either option consistent with what due process demands.

8. **Second**, the Debtors' proposed schedule contains the unworkable provision that the Committee must serve its expert report the day before the Debtors are required to substantially complete their document production. Shockingly, the Debtors are insistent that, while its expert has had months of unfettered access to the Debtors' business information to complete its report, the Committee's expert must complete its valuation work before the Debtors' document production is even complete. Not only is this inconsistent with regular practice in which fact discovery is completed before expert discovery commences, but it calls into question the Debtors' incentives to increase its current snail's-pace of rolling productions. Due process demands that the Committee and its expert have some opportunity to review and consider relevant information before completing a report.

9. **Third**, the Debtors' counterproposal eliminates any deadline by which the Independent Director would need to submit a report or findings about whether there are any valuable claims or causes of action being released, to the extent such report or finding will be offered into evidence at the Confirmation Hearing. The Committee had proposed that such findings be made available no later than 21 days before the deadline to object to Plan confirmation on the theory that, to the extent the Debtors intend to use the results of the Independent Director's investigation to justify Plan releases, any release would be a "settlement" of identified claims and causes of action, and stakeholders should be given the required amount of time under Bankruptcy Rule 2002(a)(3) to assess any such settlement before being required to vote on the Plan. The Debtors' scheduling counterproposal would instead leave open the possibility that the Debtors might introduce a report or findings from the Independent Director in support of the broad Plan releases immediately before or even during the Confirmation Hearing. This is contrary to the process this Court has endorsed and what due process requires.⁵

10. The milestones under the Final DIP Order⁶ require this Court to enter a confirmation order by November 18.⁷ The Debtors will surely miss this milestone unless the Consenting Creditors waive or extend it. And this is only relevant if the Debtors can meet their obligations to start the Confirmation Hearing on time. Accordingly, the Committee respectfully submits that, given the current state of Plan-related production and the Debtors' statement that it will not be in a position to complete its plan discovery obligations until at least October 30, this

⁵ See DS Hr'g Tr. at 47:14-18 ("But I really implore the parties to provide -- if we're going to have a contested confirmation hearing, to provide all of the information that's necessary in order to have a trial on the merits and not a trial that some -- that we ran out the clock").

⁶ "**Final DIP Order**" refers to the *Final Order (A) Authorizing the Debtors to Obtain Postpetition Financing, (B) Granting Liens and Providing Claims with Superpriority Administrative Expense Status, (C) Authorizing the Use of Cash Collateral, (D) Modifying the Automatic Stay, and (E) Granting Related Relief* [Docket No. 463].

⁷ See Final DIP Order, Ex. A ("As of the 11:59 p.m. prevailing Eastern Time on November 18, 2025, the Court shall have entered a confirmation order providing for confirmation of the Plan").

Court should enforce a fair and rational process to get to a confirmation hearing that would give the Committee approximately 78 days (including the holidays) to prepare with the necessary documents and information it needs from the Debtors.

RELIEF REQUESTED

11. The Committee seeks entry of an order substantially in the form attached hereto (the “**Order**”) scheduling dates and deadlines in connection with the proposed confirmation of the Plan.

JURISDICTION AND VENUE

12. The United States Bankruptcy Court for the Southern District of Texas (this “**Court**”) has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2). Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

13. The bases for the relief requested herein are rules 2002(b) and (d), 3016, 3017, and 3020 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”).

BACKGROUND

14. On September 10, 2025, White & Case LLP (“**W&C**”), as proposed counsel to the Committee, sent a letter to Elizabeth Marks at Latham & Watkins, LLP (“**Latham**”), proposed counsel for the Debtors, serving the Committee’s initial deposition notices and document requests to the Debtors in connection with both the second day pleadings (the “**Second Day Discovery**”) and the Plan and Disclosure Statement (the “**Plan Discovery**”).⁸

15. On September 15, 2025, proposed counsel to the Committee and the Debtors had their first meet and confer on Plan Discovery, including discussion of the 34 confirmation and

⁸ Smith Decl. ¶ 5.

valuation-related requests for production the Committee served five days prior.⁹ During that meet and confer, the Committee requested that the Debtors (i) produce, as soon as possible, “off the shelf” priority documents, including the Disclosure Statement exhibits and all board materials for the relevant time period regarding the key transactions that would be the subject of the Committee’s investigation, and (ii) propose custodians and formulate Plan-related search terms responsive to the Committee’s requests for production which the Committee would immediately comment on.¹⁰ Since that meet and confer, the Committee repeatedly requested the high-priority “off the shelf” documents, particularly board materials, that it had first identified on September 15.¹¹

16. For the next three weeks the Debtors focused on completing their Second Day Discovery. As became evident, and in spite of the Committee’s repeat requests, the Debtors made a unilateral decision to complete the Second Day Discovery in its entirety before beginning its Plan Discovery efforts in earnest.¹²

17. Starting on September 28, and prior to the October 6 hearing on the Debtors’ *Disclosure Statement for First Amended Joint Chapter 11 Plan of Reorganization of ModivCare Inc. and its Debtor Affiliates* [Docket No. 466] (the “**Disclosure Statement**”), the Debtors produced approximately 2,500 documents in response to the Plan Discovery and previously granted access to the Committee to a data room.¹³

⁹ See *id.* ¶ 9.

¹⁰ See *id.* ¶ 9.

¹¹ See *id.* ¶ 15, 17.

¹² See *id.* ¶ 9.

¹³ The data room contains certain responsive financial and insurance information sought in diligence by AlixPartners, but the information provided therein is supplemental to the approximately 18,000 documents the Debtors have agreed to produce based on the agreed-upon search terms.

18. On October 6, 2025, this Court held a hearing on the Debtors’ motion to approve the Disclosure Statement. Ultimately this Court approved the Disclosure Statement, including setting a hearing on the proposed confirmation of the Plan (the “**Confirmation Hearing**”) to begin on November 18, 2025.¹⁴ While this Court expressed that it was “very concerned about the timeline here,” it approved the November 18 Confirmation Hearing date “to give the Debtors the benefit of the doubt and assume that we can do fair process given the timeline that we’re on.”¹⁵ This Court did not rule on any of the intervening dates and deadlines but instructed the parties “to address those issues” and “implored” the parties to “provide all of the information that’s necessary in order to have a trial on the merits” and not “r[u]n out the clock.”¹⁶

19. Later in the afternoon on October 6, proposed counsel to the Committee and the Debtors met and conferred on the schedule and other open Plan Discovery issues. Having heard this Court’s instructions during the hearing that morning, the Committee proposed that it would draft a discovery confirmation schedule consistent with this Court’s instructions to construct a fair process and allow the Committee to fulfill its statutory duties in the weeks leading to a November 18 Confirmation Hearing.¹⁷

20. That same night, proposed counsel to the Committee sent proposed counsel to the Debtors its proposed schedule with identifying intervening deadlines for the completion of factual discovery, followed by expert discovery, followed by briefing and the submission of an expert

¹⁴ *Order (A) Approving Disclosure Statement; (B) Scheduling Confirmation Hearing; (C) Establishing Related Objection and Voting Deadlines; (D) Approving Related Solicitation Procedures, Ballots, and Release Opt-Out Forms and Form and Manner of Notice; (E) Approving Procedures for Assumption of Executory Contracts and Unexpired Leases; (F) Approving Equity Rights Offering Procedures and Related Materials; and (G) Granting Related Relief* [Docket No. 457] at 4.

¹⁵ *See* DS Hr’g Tr. at 47:9-47:23.

¹⁶ *See id.* at 47:14-47:20.

¹⁷ *See* 11 U.S.C. §§ 1103(c)(2), (3) & (5).

rebuttal report in connection with the confirmation hearing commencing on November 18 (the “**Committee’s Schedule**”). Most relevant to this Motion, the Committee’s Schedule proposed October 10 as the date by which the Debtors would substantially produce Plan Discovery responsive to the Committee’s September 10 requests for production. Because many of the other deadlines in the Committee’s Schedule (such as the noticing and taking of depositions, and drafting and submission of any expert rebuttal report) depend on the Committee having requested the documents—and time to review them—the Committee believed that its proposed schedule was the only reasonable schedule that would allow the Debtors to keep their ambitious Confirmation Hearing date while balancing the need for fairness to the Committee. The Committee’s Schedule would provide the Debtors with 30 days to substantially complete its document production and would provide the Committee with 28 days to review documents, review and rebut expert testimony, take fact and expert depositions, and work the documents and testimony into the Committee’s objection to the confirmation of the Plan. This is significantly less than the 45-60 days after document production the Committee previously asked this Court to approve in connection with its objection to the Debtors’ Disclosure Statement.

21. In the early hours of October 8, the Debtors made their fourth document production, containing approximately 500 Plan Discovery documents.

22. In the afternoon of October 8, more than 36 hours after receiving the Committee’s Schedule, the Debtors sent the Committee a counterproposal on a scheduling order (the “**Debtors’ Schedule**”). Among other things, the Debtors’ Schedule proposed that:

- a. The Debtors would substantially complete document production on October 30, 2025, just eight days before the Committee’s objection deadline;

- b. The Committee would notice depositions, begin to take depositions, draft and submit an expert rebuttal report, and draft and file any standing motion(s) **before** the Debtors must substantially (not totally) complete the production of their Plan Discovery;
 - c. The Committee's expert rebuttal report would be due only fourteen days after the Debtors' submission of their expert report and more troublingly, the day before the Debtors would commit to providing the Committee with substantially all of the necessary documents and information;
 - d. The Committee would need to file any standing motions by a fixed deadline and have them heard in the week between the close of fact discovery and the commencement of the Confirmation Hearing; and
 - e. The Independent Director would not be required to submit any report or findings by a fixed deadline even if such findings would be offered into evidence at the Confirmation Hearing to justify the broad releases contemplated under the Plan.
23. Proposed counsel to the Committee quickly requested a meet and confer to discuss the Debtors' Schedule. At an impasse, the parties agreed to request a status conference with this Court.

BASIS FOR RELIEF

24. The Committee will be unable to perform its statutory duties to assess valuation and investigate potential prepetition causes of action in connection with confirmation of the Plan if this Court does not enter the Committee's proposed order and extend the confirmation schedule. Through their proposed schedule, the Debtors have essentially admitted that they will not be able

to substantially complete document production before the end of the month (*i.e.*, by October 30, 2025).

25. This is not surprising. The Debtors have only produced a small number of documents in response to Plan Discovery to date. In fact, the Debtors have expressed no urgency in producing responsive documents; rather, they have held documents back for later-anticipated productions even after these documents have been specifically requested by the Committee and located by the Debtors. To date, in addition to access to a data room and some overlap in the more narrowly-tailored Second Day Discovery and broader Plan Discovery, the Debtors have made the following productions of Plan Discovery:

Date Requested by the Committee	Date Received by the Committee	Number of Documents	Types of Documents
September 10, 2025	September 28, 2025	212	Board Materials ranging from July 2024 through August 2025, with a significant portion of minutes in draft form.
September 10, 2025	October 1, 2025	64	Board Materials ranging from July 2024 through August 2025.
September 10, 2025	October 4, 2025	1,893	Emails and attachments, with the majority (1, 764 documents) from one custodian, Chad Shandler.
September 10, 2025	October 8, 2025	557	Board Materials (133 documents) from December 2023 through April 2024 Emails and attachments, with the majority (374 documents) from one custodian, Chad Shandler.

26. Despite the Debtors’ proposed counsel’s statements to this Court that the Debtors are “well into that document review already, and have staffed up a large team to be able to plow through them and make rolling productions,” the pace of the Debtors’ production of Plan

Discovery speaks for itself.¹⁸ As demonstrated in the chart above, the Debtors have produced just 2,726 documents responsive to the Committee’s requests for Plan Discovery. Yet, the Debtors’ proposed counsel represented that it has estimated that there are approximately 18,000 documents to review before it can substantially complete its production of relevant Plan Discovery to the Committee,¹⁹ and that estimate excludes a significant amount of relevant Plan Discovery, such as (i) “off the shelf,” high-priority Plan Discovery including the board materials described above and additional board materials that are expected to be produced on October 10; (ii) documents from certain agreed-to custodians (including an attorney at Kirkland & Ellis, LLP, counsel to the Debtors at the time of the early 2025 transactions, which may give rise to potential prepetition claims that are subject to broad releases under the current plan); and (iii) any additional documents that will be produced in connection with discovery the Committee served Tuesday in connection with the *Motion of Debtors for Entry of an Order Pursuant to Bankruptcy Rule 9019 (A) Approving a Global Settlement Agreement by and Among the Debtors and UHC, and (B) Granting Related Relief* [Docket. No. 439]. At best, the Debtors have produced 15% of their total Plan Discovery documents—a small subset that does not even include all of the “off the shelf” board materials requested nearly one month ago.²⁰

27. This Court should enter a realistic schedule for the completion of discovery based on the Debtors’ own expectations for the completion of Plan Discovery. In addition, the proposed

¹⁸ See DS Hr’g Tr. at 41:11-42:5.

¹⁹ See Smith Decl. ¶ 23.

²⁰ For example, the Debtors’ advisors relayed to AlixPartners that the valuation support, including the underlying assumptions, is included in a Moelis presentation to the Board from September 23, 2025. Despite numerous requests for this information, and after testifying at the September 30 hearing that AlixPartners had not received this key information, the Debtors have yet to produce this Board presentation. See Hr’g Tr. (Sept. 30, 2025) at 154:23-155:3 (D. McGreevy Direct) (“Q As you sit here today, have the Debtors provided to AlixPartners or the Committee the backup analysis that I think you heard Mr. Jamal testify about, that underlies that valuation? A We don’t have any backup to that. We just have what was filed with the exhibits.”).

Order corrects the fundamental problems created by the overly ambitious confirmation schedule. **First**, the proposed Order would provide the Committee with time to review critical information relevant to valuation and the investigation of potential prepetition claims and causes of action before it commences fact depositions, submits expert testimony or briefs arguments to this Court about confirmation of the Plan. Consistent with regular practice, the proposed Order will also give the Committee time to complete fact discovery (on a rational schedule without any inefficiencies caused by the production of key documents after a deposition has concluded) and before expert discovery commences. **Second**, the proposed Order would ensure that the Committee (and all other stakeholders) have the requisite time to understand and evaluate any findings of the Independent Director that the Debtors may introduce as evidence to justify Plan releases at the Confirmation Hearing, in accordance with directions of this Court and the demands of due process.

EMERGENCY CONSIDERATION

28. In light of the facts and circumstances of these Chapter 11 Cases, the impending date of the Confirmation Hearing, the insufficient pace of the Debtors' production of Plan Discovery to date, and the Debtors' unwillingness or inability to (i) commit to produce Plan Discovery more than eight days *before* the Committee's objection deadline on November 7 and *after* the proposed deadline for the Committee to submit its own expert valuation analysis, and (ii) submit evidence regarding support for the broad releases contemplated under the Plan at any time before the commencement of the Confirmation Hearing, the Committee respectfully requests emergency consideration of this Motion.

NOTICE

29. The Committee will provide notice of this Motion to the following parties: (a) the Debtors and their counsel thereto; (b) the First Lien Agent, the Consenting Creditors, and the DIP

Lenders, and their counsel thereto; and (c) the Office of the U.S. Trustee for Region 7. The Committee submits that, in light of the nature of the relief requested, no other or further notice need be given.

CONCLUSION

The Committee requests that this Court enter the Order granting the relief requested in this Motion and such other and further relief as the Court deems appropriate under the circumstances.

October 9, 2025
Houston, Texas

/s/ Charles R. Koster

WHITE & CASE LLP

Charles R. Koster (Texas Bar No. 24128278)
609 Main Street, Suite 2900
Houston, Texas 77002
Telephone: (713) 496-9700
Facsimile: (713) 496-9701
Email: charles.koster@whitecase.com

WHITE & CASE LLP

J. Christopher Shore (admitted *pro hac vice*)
Scott Greissman (admitted *pro hac vice*)
Andrew Zatz (admitted *pro hac vice*)
Erin Smith (admitted *pro hac vice*)
1221 Avenue of the Americas
New York, New York 10020
Telephone: (212) 819-8200
Facsimile: (212) 354-8113
Email: cshore@whitecase.com
sgreissman@whitecase.com
azatz@whitecase.com
erin.smith@whitecase.com

- and -

WHITE & CASE LLP

Gregory F. Pesce (admitted *pro hac vice*)
111 South Wacker Drive, Suite 5100
Chicago, Illinois 60606
Telephone: (312) 881-5400
Facsimile: (312) 881-5450
Email: gregory.pesce@whitecase.co

*Proposed Counsel for the Official Committee of
Unsecured Creditors*

Certificate of Accuracy

I certify that the foregoing statements are true and accurate to the best of my knowledge.
This statement is being made pursuant to Bankruptcy Local Rule 9013-1(i).

/s/ Charles R. Koster
Charles R. Koster

Certificate of Service

I certify that on October 9, 2025, I caused a copy of the foregoing document to be served
by 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:

MODIVCARE INC., *et al.*,

Debtors.¹

)
) Chapter 11
)
) Case No. 25-90309 (ARP)
) (Jointly Administered)
)
) (Emergency Hearing Requested)
) **Re: Docket No. ____**

ORDER (I) SCHEDULING CERTAIN DATES AND DEADLINES IN CONNECTION WITH CONFIRMATION OF THE DEBTORS' PLAN OF REORGANIZATION AND ASSOCIATED PROCEEDINGS, (II) ESTABLISHING CERTAIN PROTOCOLS, AND (III) GRANTING RELATED RELIEF

Upon the motion (the “**Motion**”) of the official committee of unsecured creditors (the “**Committee**”) for entry of an order (this “**Order**”) setting a schedule in connection with the confirmation of the *First Amended Joint Chapter 11 Plan of Reorganization of ModivCare Inc. and its Debtor Affiliates* [Docket No. 445] (the “**Plan**”),² and this Court having jurisdiction over this matter pursuant to 28 U.S.C. § 1334; and that this Court may enter a final order consistent with Article III of the United States Constitution; and this 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 this Court having found that the relief requested in the Motion is in the best interests of the Debtors’ estates, their creditors, and other parties in interest; and this Court having found that the Committee’s notice of the Motion and opportunity for a hearing on the Motion were appropriate

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’ proposed 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 not defined herein shall have the meaning given to them in the Motion.

under the circumstances and no other notice need be provided; and this Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing before this Court (the “**Hearing**”); and this Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefore, it is **HEREBY ORDERED THAT**:

1. The following dates and deadlines (the “**Schedule**”) in connection with discovery for the confirmation of the Plan are approved:

Event	Dates
Deadline for Debtors to file responses and objections and designate witnesses in response to the Committee’s First Requests for the Production of Documents and the 30(b)(6) Deposition Notice served on September 10, 2025	Friday, October 10, 2025
Deadline for plan supporters to submit expert reports	Friday, October 17, 2025
Deadline to file responses/objections to the Committee’s Standing Motions	14 days after the filing of any Standing Motion
Deadline for the Debtors’ substantial completion of document production in response to the Committee’s First Requests for the Production of Documents served on September 10, 2025	Thursday, October 30, 2025
Deadline for objecting parties to serve any additional 30(b)(6) or individual deposition notices to the Debtors	Thursday, November 6, 2025
Deadline for Independent Director to submit his investigation report or findings, to the extent such report or findings will be offered into evidence at the Confirmation Hearing	Tuesday, November 25, 2025 or the earlier of 21 days before the deadline to object to plan confirmation
Deadline for the conclusion of fact discovery from the Debtors, including the depositions of Debtor witnesses	Wednesday, December 10, 2025
Deadline to file Plan Supplements	Thursday, December 11, 2025, at 4:00 p.m. (Central Time)
Deadline for objecting parties to serve rebuttal expert reports	Tuesday, December 16, 2025 at 4:00 p.m. (Central Time)
Voting Deadline and deadline to return Release Opt-Out Form	Friday, December 19, 2025 at 4:00 p.m. (Central Time)

Deadline to file objections to plan confirmation	Friday, December 19, 2025 at 4:00 p.m. (Central Time)
Deadline for expert discovery to conclude	Monday, December 22, 2025
Deadline to exchange deposition designations, exhibit lists, and final witness lists for the confirmation hearing	Monday, January 5, 2026
Deadline to file objections and counter-objections to deposition designations and objections to exhibit lists	Thursday, January 8, 2026
Confirmation Hearing	Tuesday, January 13, 2026 at 8:00 am (Central Time)

2. The failure of any party to produce documents by the applicable deadline shall preclude such party from introducing such documents as evidence at the Confirmation Hearing.

3. The failure of any party to produce expert reports by the applicable deadline shall preclude such party from submitting such expert testimony.

4. The extension of any applicable deadline will only be by consent of all participating parties or for good cause with Court approval; provided, however, that written agreement by both the noticing party and the party producing the witness will be sufficient to schedule a deposition after the applicable deadline for depositions set forth above. The failure of Debtors to meet any deadline may be cause to adjourn the Confirmation Hearing subject to Court approval.

5. Expert reports shall conform with the requirements in Federal Rules of Civil Procedure Rule 26(a)(2)(B).

6. No participating party waives any objection by agreeing to this Order.

7. The foregoing recitals are hereby incorporated by reference into this Order with the same force and effect as if fully set forth hereinafter.

8. The Schedule is hereby approved and the participating parties shall comply with the dates and deadlines set forth therein.

9. The Schedule may be modified, amended, extended, or supplemented by written agreement of the parties without further order of the Court; *provided* that upon any modification,

amendment, extension, or supplement, the parties shall provide notice to the Court (email being sufficient) of the modified dates and deadlines.

10. Nothing in this Order shall preclude any party in interest from raising a formal objection to the dates and deadlines set forth in the Schedule.

11. Anyone seeking to become a participating party later than the date of this Order may seek written agreement from the participating parties or relief from the Court.

12. All time periods set forth in this Order shall be calculated in accordance with Bankruptcy Rule 9006(a).

13. Notice of the Motion as provided therein shall be deemed good and sufficient notice of such Motion and the requirements of Bankruptcy Rule 2002 and the Bankruptcy Local Rules are satisfied by such notice.

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

15. The Committee is authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Motion.

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

Dated: _____, 2025
Houston, Texas

Alfredo R. Pérez
United States Bankruptcy Judge