

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

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

**NOTICE OF FILING OF UPDATED DISCLOSURE STATEMENT AND
SOLICITATION PROCEDURES ORDER**

PLEASE TAKE NOTICE that, on August 20, 2025 (the “**Petition Date**”), the above-captioned debtors and debtors-in-possession (collectively, the “**Debtors**”) filed voluntary petitions for relief under title 11 of the United States Code in the United States Bankruptcy Court for the Southern District of Texas, Houston Division (the “**Court**”) commencing these chapter 11 cases (the “**Chapter 11 Cases**”).

PLEASE TAKE FURTHER NOTICE that, on October 6, 2025, the Court entered the *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] (the “**Solicitation Procedures Order**”), which, among other things, (i) approved the Disclosure Statement² and solicitation procedures, and (ii) set an original hearing to consider confirmation of the Plan³ for November 18, 2025.

PLEASE TAKE FURTHER NOTICE that, the Court continued the confirmation hearing to December 8, 2025, at 9:00 a.m. (prevailing Central Time) (the “**Confirmation Hearing**”).

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 the Chapter 11 Cases is 6900 E. Layton Avenue, Suite 1100 & 1200, Denver, Colorado 80237.

² The “**Disclosure Statement**” means the *Disclosure Statement For First Amended Joint Chapter 11 Plan of Reorganization of ModivCare Inc. and Its Debtor Affiliates* [Docket No. 446].

³ The “**Plan**” means the *First Amended Joint Chapter 11 Plan of Reorganization of ModivCare Inc. and Its Debtor Affiliates* [Docket No. 445].



PLEASE TAKE FURTHER NOTICE that, on October 16, 2025, the Debtors filed an updated version of the Disclosure Statement [Docket No. 550].

PLEASE TAKE FURTHER NOTICE that, attached hereto as **Exhibit A** is an updated Solicitation Procedures Order reflecting updates to the dates and deadlines included in the original Solicitation Procedures Order. Attached hereto as **Exhibit B** is a redline comparing the updated Solicitation Procedures Order to the original Solicitation Procedures Order.

PLEASE TAKE FURTHER NOTICE that, all documents filed in the Chapter 11 Cases and other relevant case information are available free of charge on the following website maintained by the Debtors' claims and noticing agent, Kurtzman Carson Consultants, LLC (d/b/a Verita Global), in connection with the Chapter 11 Cases: <https://www.veritaglobal.net/ModivCare>. Copies of any pleadings or papers filed with the Court may also be obtained by visiting the Court's website at <https://ecf.txsb.uscourts.gov> in accordance with the procedures and fees set forth therein.

[Remainder of page intentionally left blank.]

Dated: October 16, 2025
Houston, Texas

Respectfully submitted,

/s/ Timothy A. ("Tad") Davidson II

HUNTON ANDREWS KURTH LLP

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*Co-Counsel for the Debtors
and Debtors in Possession*

Certificate of Service

I certify that on October 16, 2025, a true and correct copy of the foregoing document was served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas on those parties registered to receive electronic notices.

/s/ Timothy A. ("Tad") Davidson II

Timothy A. ("Tad") Davidson II

Exhibit A

(Updated Solicitation Procedures Order)

**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	

**AMENDED 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**
[Relates to Motion at Docket No. 122]

Upon the emergency motion (the “***Motion***”)² of the Debtors for entry of an order (this “***Order***”) (a) approving the Disclosure Statement (as defined below); (b) scheduling a hearing (the “***Confirmation Hearing***”) to consider confirmation of the Plan (as defined below); (c) establishing a deadline for all objections to the approval of the Disclosure Statement (the “***Disclosure Statement Objection Deadline***”) and confirmation of the Plan (the “***Confirmation Objection Deadline***”); (d) approving the proposed form of notice of (i) the Confirmation Hearing,

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 defined herein have the meanings ascribed to them in the Motion.

the Voting Deadline, and the Confirmation Objection Deadline (the “***Confirmation Notice***”), attached to the Initial Order (as defined below) as **Exhibit 1-A**, and (ii) the hearing on the approval of the Disclosure Statement (the “***Disclosure Statement Hearing***”) and the Disclosure Statement Objection Deadline (the “***Disclosure Statement Hearing Notice***”), attached to the Initial Order as **Exhibit 1-B**; (e) approving the Solicitation Procedures with respect to the Plan, including the proposed forms of Ballots and Voting Instructions, attached the Initial Order as **Exhibits 3, 4-A, 4-B, 4-C, 5-A, and 5-B**; (f) approving (i) the proposed form of notice of non-voting status and release opt-out for third-party Holders of Claims and certain third-party Holders Interests in Classes 1, 2, 7, and 9 (the “***General Non-Voting Notice and Release Opt-Out Form***”), attached to the Initial Order as **Exhibit 2-A**, and (ii) the proposed form of notice of non-voting status and release opt-out for beneficial Holders of Interests in Class 9 (the “***Non-Voting Beneficial Interest Holder Notice and Release Opt-Out Form***” and together with the General Non-Voting Notice and Release Opt-Out Form, the “***Notices of Non-Voting Status and Release Opt-Out Forms***”), attached to the Initial Order as **Exhibit 2-B**; (g) approving the Assumption Procedures and the proposed form of Assumption Notice, attached to the Initial Order as **Exhibit 6**; (h) approving the Equity Rights Offering, the proposed procedures to govern the Equity Rights Offering (the “***Equity Rights Offering Procedures***”), attached to the Initial Order as **Exhibit 7-A**, and the proposed form to be submitted by Holders of Allowed Unsecured Notes Claims in order to subscribe to the Equity Rights Offering (the “***Subscription Form***” and together with the Equity Rights Offering Procedures, the “***Equity Rights Offering Materials***”), attached to the Initial Order as **Exhibit 7-B**; (i) approving the timing and manner of service and publication (as applicable) of the Confirmation Notice, the Non-Voting Status Notice, the Release Opt-Out Form, the Assumption Notice, and the Equity Rights Offering Materials; and (j) granting related relief, all as more fully

set forth in the Motion; and the Court having entered the *Order (A) Approving Disclosure Statement; (B) Scheduling Confirmation Hearing; (C) Establishing Related Objection and Voting Deadlines; (D) Approving Related Solicitation Procedure, 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] (the “**Initial Order**”) on October 6, 2025; and the Court having reviewed the Motion; 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 notice of the Motion has been given and that no other or further notice is necessary, except as set forth in the Motion with respect to entry of this Order; and upon the record herein; and after due deliberation thereon; 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. The *Disclosure Statement for First Amended Joint Chapter 11 Plan of Reorganization of ModivCare Inc. and its Debtor Affiliates*, dated as of October 16, 2025 [Docket No. 550] (as may be amended, modified, or supplemented from time to time, the “**Disclosure Statement**”) is approved as containing adequate information within the meaning of section 1125 of the Bankruptcy Code, and the Debtors are authorized to distribute the Disclosure Statement and the Solicitation Packages in order to solicit votes on, and pursue confirmation of,

the *First Amended Joint Chapter 11 Plan of Reorganization of ModivCare Inc. and its Debtor Affiliates*, dated as of October 6, 2025 [Docket No. 465] (as may be amended, modified, or supplemented from time to time, the “***Plan***”).

2. The Disclosure Statement Hearing Notice, as proposed in the Motion and substantially in the form attached to the Initial Order as **Exhibit 1-B**, is approved. Service of the Disclosure Statement Hearing Notice as set forth in the Motion is deemed to have been good and sufficient notice of the Disclosure Statement Hearing, the Disclosure Statement Objection Deadline, and procedures for objecting to the adequacy of the Disclosure Statement.

3. The Confirmation Hearing, at which the Court will consider, among other things, the final approval of the Disclosure Statement and confirmation of the Plan, shall begin **December 8, 2025, at 9:00 a.m. (prevailing Central Time)**. The Confirmation Hearing may be adjourned from time to time without further notice other than an announcement of the adjourned date or dates in open court or at the Confirmation Hearing and notice of such adjourned date(s) will be available on the electronic case filing docket.

4. The Confirmation Schedule set forth below is hereby approved, except as may be modified by the Debtors in accordance with this Order:

Event	Date/Deadline	Notes
Voting Record Date (as defined below)	October 6, 2025	N/A
Solicitation Deadline (as defined below)	October 23, 2025 (or as soon as reasonably practicable thereafter)	Approximately 46 days before Confirmation Hearing
Publication Deadline (as defined below)	As soon as reasonably practicable and no later than October 23, 2025	Approximately 46 days before Confirmation Hearing

Event	Date/Deadline	Notes
Deadline to file initial Assumption Notice	October 30, 2025, at 4:00 p.m. (prevailing Central Time)	N/A
Assumption Objection Deadline (as defined below)	4:00 p.m. prevailing central time on the date that is 14 days after the filing of any initial, supplemental, or revised Assumption Notice	N/A
Deadline to file Plan Supplement	November 14, 2025, at 4:00 p.m. (prevailing Central Time)	11 days before Confirmation Objection Deadline
Voting Deadline and deadline to return Release Opt-Out Form (as defined below)	November 25, 2025, at 4:00 p.m. (prevailing Central Time)	Solicitation Deadline <i>plus</i> 33 days
Confirmation Objection Deadline	November 25, 2025, at 4:00 p.m. (prevailing Central Time)	Solicitation Deadline <i>plus</i> 33 days
Deadline to file Confirmation Materials	December 4, 2025, at 12:00 p.m. (prevailing Central Time)	Two business days before Confirmation Hearing
Confirmation Hearing	December 8, 2025, at 9:00 a.m. (prevailing Central Time)	47 days after Solicitation Deadline

5. The record date with respect to all Holders of Claims entitled to vote on the Plan (the “***Voting Record Date***”) shall be **October 6, 2025**.

6. The Debtors are authorized to solicit votes on the Plan from Holders of Claims in the Voting Classes as set forth in the Motion and the procedures for such solicitation set forth in the Motion, including, without limitation, the **Voting Deadline of November 25, 2025, at 4:00 p.m. (prevailing Central Time)** (unless extended by the Debtors), are hereby approved.

7. The Debtors shall (a) serve (i) the Confirmation Notice, and (ii) Notices of Non-Voting Status and the Release Opt-Out Forms, and (b) transmit Solicitation Packages by no later than **October 23, 2025** (or as soon as reasonably practicable thereafter) (the “***Solicitation***”).

Deadline”) via email (where available) and first class mail on all creditors and interested parties. The Solicitation Agent is authorized to serve the Solicitation Packages in electronic (stored on USB flash drives) or paper format.

8. As soon as reasonably practicable and no later than five business days following the entry of this Order (the “**Publication Deadline**”), the Debtors shall publish notice in a form substantially similar to the Confirmation Notice once in the national edition of the *New York Times* or a similar publication of national distribution so as to provide notice to any third-party Holders of Claims and/or Interests that are unknown to, or not reasonably ascertainable by, the Debtors.

9. Any objections to the confirmation of the Plan shall be: (a) in writing; (b) filed with the Clerk of Court together with proof of service thereof; (c) set forth the name of the objecting party, and the nature and amount of any claim or interest asserted by the objecting party against the estate or property of the Debtors; (d) state the legal and factual basis for such objection; and (e) conform to the applicable Bankruptcy Rules, the Bankruptcy Local Rules and any other case management rules and orders of the Court, by no later than **November 25, 2025, at 4:00 p.m. (prevailing Central Time)** (the “**Confirmation Objection Deadline**”). In addition to being filed with the Clerk of the Court, any such Objections shall be served upon the following parties in accordance with the Bankruptcy Local Rules:

- a. ModivCare Inc., 6900 E. Layton Avenue, Suite 1100 & 1200, Denver, CO 80237, Attn: Faisal Khan (faisal.khan@modivcare.com) and Chad Shandler (chad.shandler@fticonsulting.com);
- b. co-counsel to the Debtors, (i) Latham & Watkins LLP, 1271 Avenue of the Americas New York, NY 10020, Attn: Ray C. Schrock (ray.schrock@lw.com); Keith A. Simon (keith.simon@lw.com); George Klidonas (george.Klidonas@lw.com); and Jonathan Weichselbaum (jon.weichselbaum@lw.com); and (ii) Hunton Andrews Kurth LLP, 600 Travis, Suite 4200, Houston, Texas 77002, Attn: Tad Davidson (taddavidson@hunton.com), Catherine Rankin (crankin@hunton.com), and Brandon Bell (bbell@hunton.com);

- c. counsel for the Prepetition First Lien Agent, Consenting Creditors, and DIP Lenders, (i) Paul Hastings LLP, 200 Park Avenue, New York, NY 10166, Attn: Kris Hansen (krishansen@paulhastings.com); and (ii) Paul Hastings LLP 71 South Wacker Drive, Chicago, IL 60606, Attn: Matt Warren (mattwarren@paulhastings.com) and Lindsey Henrikson (lindseyhenrikson@paulhastings.com);
- d. the U.S. Trustee, 515 Rusk Street, Suite 3516, Houston, TX 77002, Attn: Jana Whitworth (jana.whitworth@usdoj.gov); and
- e. counsel to the Committee, (i) White & Case LLP, 609 Main Street, Suite 2900, Houston, TX 77002, Attn: Charles Koster (charles.koster@whitecase.com); (ii) White & Case LLP, 111 South Wacker Drive, Suite 5100, Chicago, IL 60606, Attn: Gregory Pesce (gregory.pesce@whitecase.com); and (iii) White & Case LLP, 1221 Avenue of the Americas, New York, NY 10020, Attn: Scott Greissman (sgreissman@whitecase.com); and Andrew Zatz (azatz@whitecase.com).

10. The Debtors are authorized to file and serve a supplement to the Plan (the “***Plan Supplement***”) on or before **November 14, 2025, at 4:00 p.m. (prevailing Central Time)** and to further supplement the Plan Supplement as necessary thereafter. If the Confirmation Objection Deadline is extended, the Debtors shall be authorized to file the Plan Supplement by no later than seven days before such extended Confirmation Objection Deadline.

11. Notice of the Confirmation Hearing and service thereof complies with the requirements of the Bankruptcy Code, the Bankruptcy Rules, and the Bankruptcy Local Rules and are approved and deemed to be sufficient and appropriate under the circumstances; *provided*, that if any Holder of a Claim against, or Interest in, a Debtor requests from the Debtors, the Debtors’ counsel, or the Solicitation Agent a copy of the Plan or Disclosure Statement, regardless of whether such Holder is in the Voting Class, the Debtors’ counsel or the Solicitation Agent (as applicable) shall serve the requested document or documents on the holder at the Debtors’ cost, no later than two business days from the date such request is made; *provided, further*, that any provision of Bankruptcy Rule 3017(d) requiring the Debtors to distribute the Disclosure Statement and the Plan to parties not entitled to vote, whether because they are Unimpaired or because they are deemed

to reject the Plan, or any parties in interest other than as prescribed in this Order, shall be waived; *provided, further*, that the Debtors shall cause various documents related to the Chapter 11 Cases to be posted to the Case Website (to the extent not already posted), including: (a) the Plan; (b) the Disclosure Statement; (c) the Motion and this Order; and (d) the Confirmation Notice. The Debtors shall also serve a copy of the Confirmation Notice on all known creditors, interest holders, and interested parties. For the avoidance of doubt, the requirement that the Debtors serve any notices or materials on Holders of Claims in Class 6 (Intercompany Claims) or Interests in Class 8 (Intercompany Interests) is hereby waived.

12. The Solicitation Procedures, including the setting of the Voting Record Date, utilized by the Debtors for distribution of the Solicitation Packages as set forth in the Motion in soliciting acceptances and rejections of the Plan, satisfy the requirements of the Bankruptcy Code, the Bankruptcy Rules, and the Bankruptcy Local Rules and are approved; *provided*, that subparagraphs (1)(f) and (1)(g) of paragraph 49 the Motion shall be disregarded and shall have no force or effect on the Debtors' compliance with the Solicitation Procedures as set forth in the Motion. The Debtors and the Solicitation Agent are authorized to accept Ballots and Release Opt-Out Forms through the E-Ballot Portal. The encrypted data and audit trail created by such electronic submission shall become part of the record of any Ballot or Release Opt-Out Form submitted in this manner, and the Holder's electronic signature will be deemed to be immediately legally valid and effective.

13. The authorization of the Solicitation Agent is approved and any obligation for the Debtors or the Solicitation Agent to conduct additional research for updated addresses based on undeliverable Solicitation Packages (including undeliverable Ballots, Non-Voting Status Notices, Release Opt-Out Forms, and Confirmation Notices) is hereby waived.

14. The Solicitation Package used to solicit votes to accept or reject the Plan as set forth in the Motion is approved.

15. For the avoidance of doubt, (i) the Debtors and the Solicitation Agent shall not distribute or cause to be distribute Solicitation Packages (or any Ballots or Release Opt-Out Forms) to the Second Lien Notes Trustee and (ii) the Second Lien Notes Trustee shall not be responsible for the distribution of Solicitation Packages (or any portion thereof) or the distribution, completion, tabulation, or return of any Ballots or Release Opt-Out Forms.

16. The Confirmation Notice, substantially in the form attached to the Initial Order as **Exhibit 1-A**, is approved.

17. The Ballots and Voting Instructions, substantially in the forms attached to the Initial Order as **Exhibits 3, 4-A, 4-B, 4-C, 5-A, and 5-B**, and the terms and conditions therein, are approved.

18. The (a) General Non-Voting Notice and Release Opt-Out Form, substantially in the form attached to the Initial Order as **Exhibit 2-A**, and (b) the Non-Voting Beneficial Interest Holder Notice and Release Opt-Out Form, substantially in the form attached to the Initial Order as **Exhibits 2-B**, are approved.

19. The Equity Rights Offering Procedures and the Subscription Form, substantially in the forms attached to the Initial Order as **Exhibit 7-A** and **Exhibit 7-B**, respectively, are approved.

20. The Equity Rights Offering is approved and the Debtors are authorized to commence the Equity Rights Offering in accordance with, and as described in, the Equity Rights Offering Materials, the Plan, and the Disclosure Statement.

21. The Solicitation Procedures that will be used for tabulations of votes to accept or reject the Plan as set forth in the Motion and as provided by the Ballots, as applicable, are approved.

22. The notice and objection procedures set forth in this Order and the Motion constitute good and sufficient notice of the Confirmation Hearing; and the deadline and procedures for objections to approval of the Solicitation Procedures, approval of the Disclosure Statement, and confirmation of the Plan, and no other or further notice shall be necessary.

23. The Assumption Procedures, as set forth in the Motion, are hereby approved. The Debtors shall file and serve an initial Assumption Notice by October 30, 2025, at 4:00 p.m. (prevailing Central Time) via email, where available or, alternatively, by first class mail, substantially in the form attached to the Initial Order as **Exhibit 6** (the “**Assumption Notice**”), to the contractual counterparties (the “**Counterparties**”) to the executory contracts and unexpired leases that the Debtors may assume pursuant to the Plan (such executory contracts and unexpired leases, the “**Designated Contracts**”). The Debtors reserve the right to serve supplemental and/or revised Assumption Notices up until the Effective Date (including after the Confirmation Hearing); *provided*, that Counterparties will be afforded the opportunity to assert Assumption Objections in accordance with procedures and time limits described below for each Assumption Notice. The Debtors shall not be required to include intercompany contracts, which the Debtors or their non-Debtor affiliates are party to, on any Assumption Notice.

24. The Assumption Notice shall include the following information for each Designated Contract: (i) its title or other identifying information; (ii) the counterparty; (iii) any applicable cure amounts, whether arising prepetition or post-petition (the “**Cure Amount**”) exclusive of any ordinary course post-petition charges which the Debtors have not paid which are not overdue and have not otherwise triggered a default under the Designated Contract; and (iv) the deadline by which any such Counterparty must object to the assumption of such executory contract or unexpired lease.

25. Objections to the proposed Cure Amount and adequate assurance of the satisfaction of performance obligations owed to the Counterparties must: (i) be in writing; (ii) set forth the nature of the objector's claims against or interests in the Debtors' estates and the basis for the objection and the specific grounds therefor; (iii) comply with the Bankruptcy Rules, Bankruptcy Local Rules, and orders of this Court; and (iv) be filed with the Clerk of the Court by the 14th day after the date that the Debtors file and serve any Assumption Notice (the "***Assumption Objection Deadline***").

26. If the Assumption Objection Deadline has elapsed and a Counterparty to a Designated Contract has failed to timely file an Assumption Objection, then the Cure Amounts (if any) owed to such Counterparty shall be paid as soon as reasonably practicable after Effective Date, and such Counterparty shall be deemed to have consented to the assumption of the Designated Contract and the Cure Amount, if any, set forth in the applicable Assumption Notice and such Counterparty shall forever be barred and estopped from objecting to assumption or refusing to perform obligations owed under the Designated Contract, on the basis of: (i) the inaccuracy or incompleteness of the Cure Amount listed in the Assumption Notice; (ii) the existence of any conditions to assumption must be satisfied under such executory contract or unexpired lease before it can be assumed; (iii) the Debtors' failure to provide adequate assurance of future performance as contemplated by section 365 of the Bankruptcy Code; or (iv) any prohibition or restriction on assumption provided for under the Bankruptcy Code (including, but not limited to, any right or objection that a Counterparty may seek to assert under section 365(c) of the Bankruptcy Code) or other applicable law.

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

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

Signed: _____, 2025

UNITED STATES BANKRUPTCY JUDGE

Exhibit B

(Redline)

**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)
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Debtors. ¹	:	(Jointly Administered)
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**AMENDED 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**
[Relates to Motion at Docket No. 122]

Upon the emergency motion (the “*Motion*”)² of the Debtors for entry of an order (this “*Order*”) (a) approving the Disclosure Statement (as defined below); (b) scheduling a hearing (the “*Confirmation Hearing*”) to consider confirmation of the Plan (as defined below); (c) establishing a deadline for all objections to the approval of the Disclosure Statement (the “*Disclosure Statement Objection Deadline*”) and confirmation of the Plan (the “*Confirmation Objection Deadline*”); (d) approving the proposed form of notice of (i) the Confirmation

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 defined herein have the meanings ascribed to them in the Motion.

Hearing, the Voting Deadline, and the Confirmation Objection Deadline (the “**Confirmation Notice**”), attached ~~hereto~~to the Initial Order (as defined below) as **Exhibit 1-A**, and (ii) the hearing on the approval of the Disclosure Statement (the “**Disclosure Statement Hearing**”) and the Disclosure Statement Objection Deadline (the “**Disclosure Statement Hearing Notice**”), attached ~~hereto~~to the Initial Order as **Exhibit 1-B**; (e) approving the Solicitation Procedures with respect to the Plan, including the proposed forms of Ballots and Voting Instructions, attached ~~hereto~~to the Initial Order as Exhibits 3, 4-A, 4-B, 4-C, 5-A, and 5-B; (f) approving (i) the proposed form of notice of non-voting status and release opt-out for third-party Holders of Claims and certain third-party Holders Interests in Classes 1, 2, 7, and 9 (the “**General Non-Voting Notice and Release Opt-Out Form**”), attached ~~hereto~~to the Initial Order as **Exhibit 2-A**, and (ii) the proposed form of notice of non-voting status and release opt-out for beneficial Holders of Interests in Class 9 (the “**Non-Voting Beneficial Interest Holder Notice and Release Opt-Out Form**” and together with the General Non-Voting Notice and Release Opt-Out Form, the “**Notices of Non-Voting Status and Release Opt-Out Forms**”), attached ~~hereto~~to the Initial Order as **Exhibit 2-B**; (g) approving the Assumption Procedures and the proposed form of Assumption Notice, attached ~~hereto~~to the Initial Order as Exhibit 6; (h) approving the Equity Rights Offering, the proposed procedures to govern the Equity Rights Offering (the “**Equity Rights Offering Procedures**”), attached ~~hereto~~to the Initial Order as Exhibit 7-A, and the proposed form to be submitted by Holders of Allowed Unsecured Notes Claims in order to subscribe to the Equity Rights Offering (the “**Subscription Form**” and together with the Equity Rights Offering Procedures, the “**Equity Rights Offering Materials**”), attached to the ~~Proposed~~Initial Order as **Exhibit 7-B**; (i) approving the timing and manner of service and publication (as applicable) of the Confirmation Notice, the Non-Voting Status

Notice, the Release Opt-Out Form, the Assumption Notice, and the Equity Rights Offering Materials; and (j) granting related relief, all as more fully set forth in the Motion; and the Court having entered the Order (A) Approving Disclosure Statement; (B) Scheduling Confirmation Hearing; (C) Establishing Related Objection and Voting Deadlines; (D) Approving Related Solicitation Procedure, 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] (the “Initial Order”) on October 6, 2025; and the Court having reviewed the Motion; 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 notice of the Motion has been given and that no other or further notice is necessary, except as set forth in the Motion with respect to entry of this Order; and upon the record herein; and after due deliberation thereon; 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. The *Disclosure Statement for First Amended Joint Chapter 11 Plan of Reorganization of ModivCare Inc. and its Debtor Affiliates*, dated as of October 416, 2025 [Docket No. 446550] (as may be amended, modified, or supplemented from time to time, the “*Disclosure Statement*”) is approved as containing adequate information within the meaning of

section 1125 of the Bankruptcy Code, and the Debtors are authorized to distribute the Disclosure Statement and the Solicitation Packages in order to solicit votes on, and pursue confirmation of, the *First Amended Joint Chapter 11 Plan of Reorganization of ModivCare Inc. and its Debtor Affiliates*, dated as of October 46, 2025 [Docket No. 445465] (as may be amended, modified, or supplemented from time to time, the “*Plan*”).

2. The Disclosure Statement Hearing Notice, as proposed in the Motion and substantially in the form attached ~~hereto~~ to the Initial Order as Exhibit 1-B, is approved. Service of the Disclosure Statement Hearing Notice as set forth in the Motion is deemed to have been good and sufficient notice of the Disclosure Statement Hearing, the Disclosure Statement Objection Deadline, and procedures for objecting to the adequacy of the Disclosure Statement.

3. The Confirmation Hearing, at which the Court will consider, among other things, the final approval of the Disclosure Statement and confirmation of the Plan, shall ~~be held on November 18~~ begin December 8, 2025, at ___:___9:00 a.m. (prevailing Central Time). The Confirmation Hearing may be adjourned from time to time without further notice other than an announcement of the adjourned date or dates in open court or at the Confirmation Hearing and notice of such adjourned date(s) will be available on the electronic case filing docket.

4. The Confirmation Schedule set forth below is hereby approved, except as may be modified by the Debtors in accordance with this Order:

Event	Date/Deadline	Notes
Disclosure Statement Objection Deadline	September 29, 2025, at 4:00 p.m. (prevailing Central Time)	24 days after service of the Disclosure Statement Hearing Notice
Hearing on approval of the Disclosure Statement	October 6, 2025	31 days after service of the Motion and Disclosure Statement Hearing

Event	Date/Deadline	Notes
		Notice
Voting Record Date (as defined below)	October 6, 2025	N/A
Solicitation Deadline (as defined below)	October 10 <u>23</u> , 2025 (or as soon as reasonably practicable thereafter)	39 <u>Approximately 46</u> days before Confirmation Hearing
Publication Deadline (as defined below)	As soon as reasonably practicable and no later than October 14 <u>23</u> , 2025	No later five business days after entry of the Proposed Order <u>Approximately 46 days before Confirmation Hearing</u>
Deadline to file initial Assumption Notice	October 23 <u>30</u> , 2025, at 4:00 p.m. (prevailing Central Time)	N/A
Assumption Objection Deadline (as defined below)	4:00 p.m. prevailing central time on the date that is 14 days after the filing of any initial, supplemental, or revised Assumption Notice	N/A
Deadline to file Plan Supplement	October 31 <u>November 14</u> , 2025, at 4:00 p.m. (prevailing Central Time)	7 <u>11</u> days before Confirmation Objection Deadline
Voting Deadline and deadline to return Release Opt-Out Form (as defined below)	November 7 <u>25</u> , 2025, at 4:00 p.m. (prevailing Central Time)	Solicitation Deadline <i>plus</i> 28 <u>33</u> days
Confirmation Objection Deadline	November 7 <u>25</u> , 2025, at 4:00 p.m. (prevailing Central Time)	Solicitation Deadline <i>plus</i> 28 <u>33</u> days
Deadline to file Confirmation Materials	November 14 <u>December 4</u> , 2025, at 12:00 p.m. (prevailing Central Time)	Two business days before Confirmation Hearing
Confirmation Hearing	November 18 <u>December 8</u> , 2025, at a time to be announced <u>9:00 a.m. (prevailing Central Time)</u>	39 <u>47</u> days after Solicitation Deadline

5. The record date with respect to all Holders of Claims entitled to vote on the Plan (the “***Voting Record Date***”) shall be **October 6, 2025**.

6. The Debtors are authorized to solicit votes on the Plan from Holders of Claims in the Voting Classes as set forth in the Motion and the procedures for such solicitation set forth in the Motion, including, without limitation, the **Voting Deadline of November 7~~25~~²³, 2025, at 4:00 p.m. (prevailing Central Time)** (unless extended by the Debtors), are hereby approved.

7. The Debtors shall (a) serve (i) the Confirmation Notice, and (ii) Notices of Non-Voting Status and the Release Opt-Out Forms, and (b) transmit Solicitation Packages by no later than **October 10~~23~~²³, 2025** (or as soon as reasonably practicable thereafter) (the “***Solicitation Deadline***”) via email (where available) and first class mail on all creditors and interested parties. The Solicitation Agent is authorized to serve the Solicitation Packages in electronic (stored on USB flash drives) or paper format.

8. As soon as reasonably practicable and no later than five business days following the entry of this Order (the “***Publication Deadline***”), the Debtors shall publish notice in a form substantially similar to the Confirmation Notice once in the national edition of the *New York Times* or a similar publication of national distribution so as to provide notice to any third-party Holders of Claims and/or Interests that are unknown to, or not reasonably ascertainable by, the Debtors.

9. Any objections to the confirmation of the Plan shall be: (a) in writing; (b) filed with the Clerk of Court together with proof of service thereof; (c) set forth the name of the objecting party, and the nature and amount of any claim or interest asserted by the objecting party against the estate or property of the Debtors; (d) state the legal and factual basis for such objection; and (e) conform to the applicable Bankruptcy Rules, the Bankruptcy Local Rules and

any other case management rules and orders of the Court, by no later than **November 7~~25~~, 2025**, at 4:00 p.m. (prevailing Central Time) (the “*Confirmation Objection Deadline*”). In addition to being filed with the Clerk of the Court, any such Objections shall be served upon the following parties in accordance with the Bankruptcy Local Rules:

- a. ModivCare Inc., 6900 E. Layton Avenue, Suite 1100 & 1200, Denver, CO 80237, Attn: Faisal Khan (faisal.khan@modivcare.com) and Chad Shandler (chad.shandler@fticonsulting.com);
- b. ~~proposed~~—co-counsel to the Debtors, (i) Latham & Watkins LLP, 1271 Avenue of the Americas New York, NY 10020, Attn: Ray C. Schrock (ray.schrock@lw.com); Keith A. Simon (keith.simon@lw.com); George Klidonas (george.Klidonas@lw.com); and Jonathan Weichselbaum (jon.weichselbaum@lw.com); and (ii) Hunton Andrews Kurth LLP, 600 Travis, Suite 4200, Houston, Texas 77002, Attn: Tad Davidson (taddavidson@hunton.com), Catherine Rankin (crankin@hunton.com), and Brandon Bell (bbell@hunton.com);
- c. counsel for the Prepetition First Lien Agent, Consenting Creditors, and DIP Lenders, (i) Paul Hastings LLP, 200 Park Avenue, New York, NY 10166, Attn: Kris Hansen (krishansen@paulhastings.com); and (ii) Paul Hastings LLP 71 South Wacker Drive, Chicago, IL 60606, Attn: Matt Warren (mattwarren@paulhastings.com) and Lindsey Henrikson (lindseyhenrikson@paulhastings.com);
- d. the U.S. Trustee, 515 Rusk Street, Suite 3516, Houston, TX 77002, Attn: Jana Whitworth (jana.whitworth@usdoj.gov); and
- e. counsel to the Committee, (i) White & Case LLP, 609 Main Street, Suite 2900, Houston, TX 77002, Attn: Charles Koster (charles.koster@whitecase.com); (ii) White & Case LLP, 111 South Wacker Drive, Suite 5100, Chicago, IL 60606, Attn: Gregory Pesce (gregory.pesce@whitecase.com); and (iii) White & Case LLP, 1221 Avenue of the Americas, New York, NY 10020, Attn: Scott Greissman (sgreissman@whitecase.com); and Andrew Zatz (azatz@whitecase.com).

10. The Debtors are authorized to file and serve a supplement to the Plan (the “*Plan Supplement*”) on or before ~~October 31~~November 14, 2025, at 4:00 p.m. (prevailing Central Time) and to further supplement the Plan Supplement as necessary thereafter. If the

Confirmation Objection Deadline is extended, the Debtors shall be authorized to file the Plan Supplement by no later than seven days before such extended Confirmation Objection Deadline.

11. Notice of the Confirmation Hearing and service thereof complies with the requirements of the Bankruptcy Code, the Bankruptcy Rules, and the Bankruptcy Local Rules and are approved and deemed to be sufficient and appropriate under the circumstances; *provided*, that if any Holder of a Claim against, or Interest in, a Debtor requests from the Debtors, the Debtors' counsel, or the Solicitation Agent a copy of the Plan or Disclosure Statement, regardless of whether such Holder is in the Voting Class, the Debtors' counsel or the Solicitation Agent (as applicable) shall serve the requested document or documents on the holder at the Debtors' cost, no later than two business days from the date such request is made; *provided, further*, that any provision of Bankruptcy Rule 3017(d) requiring the Debtors to distribute the Disclosure Statement and the Plan to parties not entitled to vote, whether because they are Unimpaired or because they are deemed to reject the Plan, or any parties in interest other than as prescribed in this Order, shall be waived; *provided, further*, that the Debtors shall cause various documents related to the Chapter 11 Cases to be posted to the Case Website (to the extent not already posted), including: (a) the Plan; (b) the Disclosure Statement; (c) the Motion and this Order; and (d) the Confirmation Notice. The Debtors shall also serve a copy of the Confirmation Notice on all known creditors, interest holders, and interested parties. For the avoidance of doubt, the requirement that the Debtors serve any notices or materials on Holders of Claims in Class 6 (Intercompany Claims) or Interests in Class 8 (Intercompany Interests) is hereby waived.

12. The Solicitation Procedures, including the setting of the Voting Record Date, utilized by the Debtors for distribution of the Solicitation Packages as set forth in the Motion in soliciting acceptances and rejections of the Plan, satisfy the requirements of the Bankruptcy

Code, the Bankruptcy Rules, and the Bankruptcy Local Rules and are approved; *provided*, that subparagraphs (1)(f) and (1)(g) of paragraph 49 the Motion shall be disregarded and shall have no force or effect on the Debtors' compliance with the Solicitation Procedures as set forth in the Motion. The Debtors and the Solicitation Agent are authorized to accept Ballots and Release Opt-Out Forms through the E-Ballot Portal. The encrypted data and audit trail created by such electronic submission shall become part of the record of any Ballot or Release Opt-Out Form submitted in this manner, and the Holder's electronic signature will be deemed to be immediately legally valid and effective.

13. The authorization of the Solicitation Agent is approved and any obligation for the Debtors or the Solicitation Agent to conduct additional research for updated addresses based on undeliverable Solicitation Packages (including undeliverable Ballots, Non-Voting Status Notices, Release Opt-Out Forms, and Confirmation Notices) is hereby waived.

14. The Solicitation Package used to solicit votes to accept or reject the Plan as set forth in the Motion is approved.

15. For the avoidance of doubt, (i) the Debtors and the Solicitation Agent shall not distribute or cause to be distribute Solicitation Packages (or any Ballots or Release Opt-Out Forms) to the Second Lien Notes Trustee and (ii) the Second Lien Notes Trustee shall not be responsible for the distribution of Solicitation Packages (or any portion thereof) or the distribution, completion, tabulation, or return of any Ballots or Release Opt-Out Forms.

16. The Confirmation Notice, substantially in the form attached ~~hereto~~ to the Initial Order as Exhibit 1-A, is approved.

17. The Ballots and Voting Instructions, substantially in the forms attached ~~hereto~~to the Initial Order as Exhibits 3, 4-A, 4-B, 4-C, 5-A, and 5-B, and the terms and conditions therein, are approved.

18. The (a) General Non-Voting Notice and Release Opt-Out Form, substantially in the form attached to ~~hereto~~the Initial Order as Exhibit 2-A, and (b) the Non-Voting Beneficial Interest Holder Notice and Release Opt-Out Form, substantially in the form attached ~~hereto~~to the Initial Order as Exhibits 2-B, are approved.

19. The Equity Rights Offering Procedures and the Subscription Form, substantially in the forms attached ~~hereto~~to the Initial Order as Exhibit 7-A and Exhibit 7-B, respectively, are approved.

20. The Equity Rights Offering is approved and the Debtors are authorized to commence the Equity Rights Offering in accordance with, and as described in, the Equity Rights Offering Materials, the Plan, and the Disclosure Statement.

21. The Solicitation Procedures that will be used for tabulations of votes to accept or reject the Plan as set forth in the Motion and as provided by the Ballots, as applicable, are approved.

22. The notice and objection procedures set forth in this Order and the Motion constitute good and sufficient notice of the Confirmation Hearing; and the deadline and procedures for objections to approval of the Solicitation Procedures, approval of the Disclosure Statement, and confirmation of the Plan, and no other or further notice shall be necessary.

23. The Assumption Procedures, as set forth in the Motion, are hereby approved. The Debtors shall file and serve an initial Assumption Notice by October ~~23~~30, 2025, at 4:00 p.m. (prevailing Central Time) via email, where available or, alternatively, by first class mail,

substantially in the form attached to ~~this~~the Initial Order as Exhibit 6 (the “*Assumption Notice*”), to the contractual counterparties (the “*Counterparties*”) to the executory contracts and unexpired leases that the Debtors may assume pursuant to the Plan (such executory contracts and unexpired leases, the “*Designated Contracts*”). The Debtors reserve the right to serve supplemental and/or revised Assumption Notices up until the Effective Date (including after the Confirmation Hearing); *provided*, that Counterparties will be afforded the opportunity to assert Assumption Objections in accordance with procedures and time limits described below for each Assumption Notice. The Debtors shall not be required to include intercompany contracts, which the Debtors or their non-Debtor affiliates are party to, on any Assumption Notice.

24. The Assumption Notice shall include the following information for each Designated Contract: (i) its title or other identifying information; (ii) the counterparty; (iii) any applicable cure amounts, whether arising prepetition or post-petition (the “*Cure Amount*”) exclusive of any ordinary course post-petition charges which the Debtors have not paid which are not overdue and have not otherwise triggered a default under the Designated Contract; and (iv) the deadline by which any such Counterparty must object to the assumption of such executory contract or unexpired lease.

25. Objections to the proposed Cure Amount and adequate assurance of the satisfaction of performance obligations owed to the Counterparties must: (i) be in writing; (ii) set forth the nature of the objector’s claims against or interests in the Debtors’ estates and the basis for the objection and the specific grounds therefor; (iii) comply with the Bankruptcy Rules, Bankruptcy Local Rules, and orders of this Court; and (iv) be filed with the Clerk of the Court by the 14th day after the date that the Debtors file and serve any Assumption Notice (the “*Assumption Objection Deadline*”).

26. If the Assumption Objection Deadline has elapsed and a Counterparty to a Designated Contract has failed to timely file an Assumption Objection, then the Cure Amounts (if any) owed to such Counterparty shall be paid as soon as reasonably practicable after Effective Date, and such Counterparty shall be deemed to have consented to the assumption of the Designated Contract and the Cure Amount, if any, set forth in the applicable Assumption Notice and such Counterparty shall forever be barred and estopped from objecting to assumption or refusing to perform obligations owed under the Designated Contract, on the basis of: (i) the inaccuracy or incompleteness of the Cure Amount listed in the Assumption Notice; (ii) the existence of any conditions to assumption must be satisfied under such executory contract or unexpired lease before it can be assumed; (iii) the Debtors' failure to provide adequate assurance of future performance as contemplated by section 365 of the Bankruptcy Code; or (iv) any prohibition or restriction on assumption provided for under the Bankruptcy Code (including, but not limited to, any right or objection that a Counterparty may seek to assert under section 365(c) of the Bankruptcy Code) or other applicable law.

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

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

Signed: _____, 2025

UNITED STATES BANKRUPTCY JUDGE