

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

In re

MODIVCARE INC., et al.,¹

Debtors.

Chapter 11

Case No. 25-90309 (ARP)

(Jointly Administered)

**SUPPLEMENTAL DECLARATION
OF GREGORY F. PESCE IN SUPPORT OF APPLICATION OF
THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR ENTRY
OF AN ORDER AUTHORIZING THE EMPLOYMENT AND RETENTION OF
WHITE & CASE LLP AS COUNSEL EFFECTIVE AS OF SEPTEMBER 9, 2025**

[Relates to Docket Nos. 472, 562]

I, Gregory F. Pesce, pursuant to 28 U.S.C. § 1746, hereby declare that the following is true and correct to the best of my knowledge, information, and belief:

1. I am a partner of the firm of White & Case LLP (“**White & Case**” or the “**Firm**”), an international law firm, which maintains offices for the practice of law at, among other locations, 111 South Wacker Drive, Suite 5100, Chicago, IL 60606-4302, and 609 Main Street, Suite 2900, Houston, TX 77002. Among other admissions, I am a member in good standing of the Bar of the State of Illinois, and I have been admitted to practice *pro hac vice* in these Chapter 11 Cases [Docket No. 158]. There are no disciplinary proceedings pending against me in any jurisdiction.

¹ A complete list of each of the Debtors in the 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 the Chapter 11 Cases is 6900 E. Layton Avenue, Suite 1100 & 1200, Denver, Colorado 80237.



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2. I submit this supplemental declaration (the “**Supplemental Declaration**”) in support of the *Application of the Official Committee of Unsecured Creditors for Entry of an Order Authorizing the Employment and Retention of White & Case LLP as Counsel Effective as of September 9, 2025* (the “**Application**”), filed on October 8, 2025 [Docket No. 472],² and as a supplemental to my prior declaration in support of the Application filed as Exhibit B to the Application (the “**Prior Declaration**”). The objection deadline for the Application is October 30, 2025. On October 21, 2025, a revised proposed order addressing certain informal comments from the U.S. Trustee was filed [Docket No. 562].

3. To the extent that any information disclosed herein requires amendment or modification upon White & Case’s completion of further analysis or as additional information becomes available to it, a supplemental declaration will be submitted to the Court reflecting the same. Except as otherwise noted, I have personal knowledge of the matters set forth herein.³

ADDITIONAL DISCLOSURE

4. As noted in my Prior Declaration, the reports generated by White & Case’s conflicts department assist White & Case in identifying clients that White & Case either (i) currently represents, (ii) does not currently represent but has represented within the last two (2) years, or (iii) reasonably anticipates that it will represent in the near future. The parties searched in connection with my Prior Declaration included Guardian Medical Monitoring, LLC (“**Guardian**”), a Debtor in these Chapter 11 Cases. In preparing my Prior Declaration, White & Case’s conflicts department did not identify any connections with respect to Guardian due to the

² Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Application.

³ Certain of the disclosures herein relate to matters within the knowledge of attorneys or employees of White & Case and are based on information provided by them.

Firm's standard practice of searching for connections during the two-year period prior to the commencement of a bankruptcy case, as described above.

5. Subsequently, the White & Case team representing the Committee in these Chapter 11 Cases became aware that the Debtors had served discovery on Guardian's former corporate parent, which is an affiliate of private equity sponsor Certares Management LLC ("**Certares**"). Thereafter, the White & Case team representing the Committee became aware that White & Case had represented an affiliate of Certares in connection with Certares's sale of the equity of Guardian to the Debtors in 2022. In response, I directed White & Case's conflicts department to expand its prior search for connections to Guardian. Following that search, the White & Case team representing the Committee determined that beginning in September 2021 (i.e., approximately 4 years prior to the commencement of these Chapter 11 Cases), White & Case represented an affiliate of Certares, GA Cayman Holdco ("**Guardian Holdco**"), with respect to a potential sale or other transaction with respect to its ownership stake in Guardian. Ultimately, Guardian Holdco sold Guardian to ModivCare, Inc., which sale closed on or about May 11, 2022. In August 2022, White & Case's representation of Guardian Holdco with respect to that matter was closed on White & Case's internal systems. As a result of such representation, White & Case received payments for its fees and reimbursements for its expenses in the approximate amount of \$675,000, which was paid on behalf of Certares. White & Case's prior representation of Certares and Guardian Holdco is unrelated to the Debtors, the Debtors' Chapter 11 Cases, or such parties in interest's claims against or interests in the Debtors and does not preclude the Firm from satisfying the standard for retention of counsel under section 1103(b) of the Bankruptcy Code.

6. Based upon the foregoing, I respectfully submit that the requirements for White & Case's retention as attorneys for the Committee have been met.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information, and belief.

Dated: October 29, 2025
Chicago, Illinois

/s/ Gregory F. Pesce
Gregory F. Pesce
Partner, White & Case LLP