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

In re: : Chapter 11

MODIVCARE INC., et al., : Case No. 25-90309 (ARP)

Debtors.<sup>1</sup> : (Jointly Administered)

# FIRST SUPPLEMENTAL DECLARATION OF GEORGE KLIDONAS PROVIDING ADDITIONAL DISCLOSURES RELATED TO THE RETENTION OF LATHAM & WATKINS LLP AS BANKRUPTCY COUNSEL

[Relates to Docket No.338]

- I, George Klidonas, declare as follows:
- 1. I am a partner in the law firm of Latham & Watkins LLP ("L&W"), an international law firm with offices across the United States, Europe, and Asia. I am admitted in, practicing in, and a member in good standing of the bars of New York and New Jersey, and there are no disciplinary proceedings pending against me. I am over the age of eighteen, am authorized to submit this declaration, and am competent to testify on the matters contained herein.
- 2. I submit this first supplemental declaration (the "First Supplemental Declaration") to supplement the disclosures set forth in the Declaration of George Klidonas and Disclosure Statement of Latham & Watkins LLP (the "Initial Klidonas Declaration"), which was attached as Exhibit A to the Debtors' Application for Entry of an Order Authorizing the Employment and Retention of Latham & Watkins LLP as Bankruptcy Co-Counsel Effective as of the Petition Date

A complete list of each of the Debtors in the chapter 11 cases (the "<u>Chapter 11 Cases</u>") 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.



[Docket No. 338] (the "*Retention Application*").<sup>2</sup> This First Supplemental Declaration is intended to supplement the disclosures made in the Initial Klidonas Declaration.

- 3. All facts set forth in this First Supplemental Declaration are based upon my personal knowledge, information supplied to me by other L&W professionals or paraprofessionals, or learned from my review of relevant documents. To the extent any information disclosed herein requires amendment or modification as additional information becomes available to L&W, an additional supplemental declaration will be submitted to this Court reflecting such amended or modified information.
- 4. On October 12, 2025, the Court entered the *Order Authorizing the Employment and Retention of Latham & Watkins LLP as Bankruptcy Co-Counsel Effective as of the Petition Date* [Docket No. 502] (the "*Retention Approval Order*").
- 5. Since the Retention Application was filed, L&W has continued to review its connections to parties in interest in the Chapter 11 Cases using the Firm Disclosure Procedures described in paragraph 23 of the Initial Klidonas Declaration. Specifically, L&W searched its Client Database for connections to the parties listed in **Exhibit A** hereto (the "Supplemental Parties in Interest List") as such parties were not included in the Master List of Potential Parties in Interest attached as Appendix 1 to the Initial Klidonas Declaration. L&W's inquiry revealed that certain parties included in the Supplemental Parties in Interest List are current or former clients of L&W. Such parties and their relationship to L&W, are listed on **Exhibit B** hereto (the "Supplemental Client Match List").
- 6. Based on L&W's internal review, it was determined that L&W's representation of its current or former clients disclosed in the Supplemental Client Match List concern matters in

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<sup>&</sup>lt;sup>2</sup> Capitalized terms used but not defined herein have the meanings ascribed to them in the Retention Application.

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which such current or former clients were not and are not adverse to the Debtors or the Debtors'

estates.

7. Based on the information available to me, I believe that L&W: (a) has no

connection to the Debtors, their creditors, or their related parties except as may be disclosed herein

or in the Initial Klidonas Declaration; and (b) does not hold or represent any interest adverse to the

interests of the Debtors or their estates.

Pursuant to 28 U.S.C. § 1746, to the best of my knowledge, information and belief, and

after reasonable inquiry, I declare under penalty of perjury that the foregoing is true and correct.

Dated: November 25, 2025

New York, New York

/s/ George Klidonas

George Klidonas

Partner

Latham & Watkins LLP

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# **Certificate of Service**

I certify that on November 25, 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

Supplemental List of Potentially Interested Parties<sup>1</sup>

This list (and the categories contained herein) are for purposes of a conflicts check only and should not be relied upon by any party as a list of creditors or for any other purpose. Latham has attempted to remove duplicate entries where possible. Accordingly, a party that otherwise would fall under multiple categories is likely to be listed under only one category. Additionally, certain of the Debtors' debt obligations may be held by more than one affiliated entity within the same financial institution. Where the affiliation of such entities is obvious based on their names, only one entity is included herein.

#### DEBTORS' RETAINED RESTRUCTURING PROFESSIONALS

MILLS HALSTEAD & ZALOUDEK, LLC CRESA, LLC

#### **DEBTORS' ORDINARY COURSE PROFESSIONALS**

STEVENS & LEE P.C.

JL MORGAN COMPANY INC

MANATT, PHELPS & PHILLIPS LLP

ANDERSON RICHARD CONSULTING LLC

MAINE STREET SOLUTIONS PERRY, WHITE, ROSS & JACOBSON LLC

MERCURY PUBLIC AFFAIRS, LLC

MCCALL HAMILTON ADVOCACY LLC

GAFFNEY, BENNETT AND ASSOCIATES, CENTERPOINT 360 LLC

INC. 1868 PUBLIC AFFAIRS

SAUL EWING ARNSTEIN & LEHR LLP SMITH ANDERSON BLOUNT DORSETT

KRAMON & GRAHAM PA MITCHELL

BONDURANT MIXSON & ELMORE LLP

AMBER INTEGRATED LLC

HONIGMAN LLP RIDGE POLICY GROUP

BALCH & BINGHAM LLP WEST VIRGINIA LOBBYIST GROUP

DERRYBERRY & NAIFEH, LLP CASTLEBERRY LAW FIRM

BOWLES RICE LLP GORDON REES SCULLY MANSUKHANI

LLP

JAMES MILLER & ASSOCIATES WILLCOX SAVAGE PC

NIELSEN MERKSAMER PARRINELLO
WILLCOX SAVAGE CONSULTING LLC

GROSS & LEONI LLP

BYRDGOMES LLC

THE SOUTHERN GROUP OF SOUTH

CAROLINA 2005, LLC

BAKER & HOSTETLER LLP MONTANA GROUP, LTD

VERRILL DANA LLP WILLOUGHBY HUMPHREY & D'ANTONI

PWC US BUSINESS ADVISORY PA

FAEGRE DRINKER BIDDLE & REATH LLP HINMAN STRAUB ADVISORS

CAPITAL CITY CONSULTING, LLC

#### PROFESSIONALS FOR OTHER MAJOR STAKEHOLDERS

ALIX PARTNERS LLP WHITE & CASE LLP

BRESLIN, YOUNG & SLAUGHTER, LLC

# TRUSTEES, AGENTS, SECURED LENDERS (INCLUDING CERTAIN BOND HOLDERS), AND OTHER POTENTIAL LIENHOLDERS

ALLSPRING GLOBAL INVESTMENTS THRIVENT ASSET MANAGEMENT

CSS, LLC NEWFLEET ASSET MANAGEMENT

SABA CAPITAL MANAGEMENT VIRTUS FIXED INCOME ADVISERS, LLC

## SUPPLIERS, VENDORS, AND OTHER SERVICE PROVIDERS

MEDEX MEDICAL TRANSPORT SERVICE INC.





## **DEBTORS' BANKS AND OTHER BANKING PARTIES**

GUGGENHEIM SECURITIES, LLC FIRST CITIZENS BANK & TRUST

**COMPANY** 

# ADVERSE PARTIES IN LITIGATION, ADMINISTRATIVE PROCEEDINGS, AND OTHER LEGAL OR REGULATORY MATTERS

NEW YORK STATE OFFICE OF MEDICAID MARITIKA USA LLC

INSPECTOR GENERAL STATE OF NEW JERSEY DEPARTMENT OF

ANNETTE L. JENKINES LABOR AND WORKFORCE

AUDREY JOHNSON DEVELOPMENT

DAVID M. BEACH SARAH CAR CARE, INC.

DEBORAH SLAUGHTER SHINICQUA WILLIAMS

JUSTIN T. BAMBERG SONIA BURGOS

GEORGIA INSURERS INSOLVENCY POOL

MARK K. STROBEL

GERMANTOWN CAB YVETTE PROPHETE

JOAN NEWMAN ZAYDA STENGER

KAITLYN CLEMONS CHRISTOPHER SKRYPSKI

BRITTANY HANLEY LISA SALLAJ

LEWIS HAGAR

MARIE LONGUEFOSSE

#### **NOTICE OF APPEARANCE FILERS**

SAN JACINTO COMMUNITY COLLEGE HUMBLE INDEPENDENT SCHOOL

DISTRICT DISTRICT

CITY OF HOUSTON KLEIN INDEPENDENT SCHOOL DISTRICT

ALIEF INDEPENDENT SCHOOL DISTRICT

LA PORTE INDEPENDENT SCHOOL CHILDRESS COUNTY, TEXAS APPRAISAL **DISTRICT DISTRICT** PASADENA INDEPENDENT SCHOOL **GRAY COUNTY, TEXAS** DISTRICT HALE COUNTY, TEXAS APPRAISAL SPRING INDEPENDENT SCHOOL **DISTRICT** DISTRICT **HUTCHINSON COUNTY TEXAS TAX** SPRING BRANCH INDEPENDENT SCHOOL **OFFICE** DISTRICT OCHILTREE COUNTY, APPRAISAL TOMBALL INDEPENDENT SCHOOL DISTRICT DISTRICT BAILEY CENTRAL APPRAISAL DISTRICT BROWNSVILLE INDEPENDENT SCHOOL LUBBOCK CENTRAL APPRAISAL DISTRICT **DISTRICT** FRISCO INDEPENDENT SCHOOL MIDLAND COUNTY, TEXAS DISTRICT SCURRY COUNTY, TEXAS TAX OFFICE PLANO INDEPENDENT SCHOOL DISTRICT BEXAR COUNTY, TEXAS CITY OF FRISCO, TEXAS CITY OF EL PASO, TEXAS GREGG COUNTY, TEXAS HARRIS COUNTY, TEXAS TOM GREEN COUNTY, TEXAS CENTRAL APPRAISAL DISTRICT KEYSTONE QUALITY TRANSPORT NAVARRO COUNTY, TEXAS GALVESTON COUNTY, TEXAS HOUSTON COMMUNITY COLLEGE GRAYSON COUNTY, TEXAS **SYSTEM** SMITH COUNTY, TEXAS FORT BEND COUNTY, TEXAS STEPHENVILLE INDEPENDENT SCHOOL TEXAS CITY, TEXAS INDEPENDENT DISTRICT SCHOOL DISTRICT LEWISVILLE INDEPENDENT SCHOOL **DISTRICT** LONE STAR COLLEGE SYSTEM CYPRESS-FAIRBANKS INDEPENDENT ALLEN INDEPENDENT SCHOOL DISTRICT SCHOOL DISTRICT ELLIS COUNTY, TEXAS JEFFERSON COUNTY, TEXAS CITY OF STEPHENVILLE, TEXAS MONTGOMERY COUNTY, TEXAS PARKER CENTRAL APPRAISAL DISTRICT KATY, INDEPENDENT SCHOOL DISTRICT VIRGINIA DEPARTMENT OF MEDICAL TARRANT COUNTY, TEXAS ASSISTANCE SERVICES

APPRAISAL DISTRICT
RANDALL COUNTY, TEXAS TAXING
DISTRICT
POTTER COUNTY, TEXAS TAXING
DISTRICT

ECTOR COUNTY, TEXAS, CENTRAL

WICHITA COUNTY, TEXAS
CENTRAL APPRAISAL DISTRICT OF
TAYLOR COUNTY
REEVES COUNTY TAX DISTRICT

HAYS COUNTY, TEXAS

DALLAS COUNTY, TEXAS

DENTON COUNTY, TEXAS

COMAL COUNTY, TEXAS

BRAZOS COUNTY, TEXAS

BURNET CENTRAL APPRAISAL DISTRICT

AUTOMOTIVE RENTALS, INC.

ARI FLEET LT

NUECES COUNTY, TEXAS

CAMERON COUNTY, TEXAS

HIDALGO COUNTY, TEXAS

MCCLENNAN COUNTY, TEXAS

HAYS CONSOLIDATED INDEPENDENT SCHOOL DISTIRCT

SAN MARCOS CONSOLIDATED INDEPENDENT SCHOOL DISTRICT

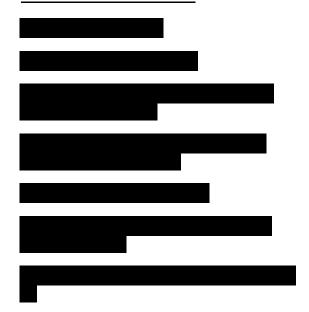
OKLAHOMA COUNTY TREASURER

TEXAS COMPTROLLER OF PUBLIC ACCOUNTS, REVENUE ACCOUNTING DIVISION

PEGGY AARON

LIFESTAR RESPONSE OF MARYLAND, INC.

#### **POTENTIAL INVESTORS**



#### Exhibit B

# Supplemental Client Match List

Searched Entity	Relationship to Debtors	Relationship to L&W
Alix Partners LLP	Professionals for Unsecured Creditors Committee	Current Client
	Potential Investor	Current Client
	Potential Investor	Current Client
First Citizens Bank & Trust Company	Banking Party	Current Client
Guggenheim Securities, LLC	Banking Party	Current Client
Mercury Public Affairs, LLC	Ordinary Course Professional	Current Client
	Potential Investor	Current Client
Newfleet Asset Management	Secured Lender	Former Client <sup>1</sup>
PWC US Business Advisory <sup>2</sup>	Ordinary Course Professional	Current Client
	Potential Investor	Current Client
	Potential Investor	Former Client
Summit House Capital Management, LLC <sup>3</sup>	Secured Lender	Former Client
Thrivent Asset Management	Secured Lender	Current Client
Virtus Fixed Income Advisors, LLC	Secured Lender	Former Client <sup>4</sup>

Newfleet Asset Management is a division of Virtus Fixed Income Advisers, LLC ("Virtus"). L&W's former client is Virtus Investment Partners, Inc.

The Initial List of Potentially Interested Parties included an affiliate of PWC US Business Advisory ("PWC BA"), Pricewaterhouse Coopers LP ("PWC LP"), as one of the Debtors' ordinary course professionals and listed PWC LP as a current client. However, PWC BA rather than PWC LP is rendering services to the Debtors as an ordinary course professional. Because of the affiliation between PWC LP and PWC BA, PWC BA is listed herein as a current client.

Due to a typographical error, this entity was submitted to L&W's conflicts department as "Summit Houser Capital Management, LLC" which resulted in this relationship being omitted from disclosure in the Initial Klidonas Declaration.

<sup>&</sup>lt;sup>4</sup> Virtus is an affiliate of Virtus Investment Partners, Inc.