

ENTERED

November 26, 2025

Nathan Ochsner, Clerk

**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)

**ORDER AUTHORIZING THE DEBTORS TO
ENTER INTO AND PERFORM UNDER THE EXIT
FINANCING ENGAGEMENT LETTERS AND GRANTING RELATED RELIEF**
[Relates to Docket Nos. 660 and 661]

Upon the motion (the “*Motion*”)² of the Debtors for entry of an order (this “*Order*”) authorizing the Debtors to enter into and perform under the Fee and Reimbursement Letters, and granting related relief, all as more fully set forth in the Motion; 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 Debtors’ notice of the Motion and opportunity for a hearing on the Motion were appropriate under the circumstances and no other notice need be provided; and this Court having reviewed the Motion; and this Court having determined that the legal and factual bases set forth in the Motion establish

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 Capitalized terms used herein but not defined shall have the meanings ascribed to such terms in the Motion.



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 therefor, it is hereby

ORDERED, ADJUDGED, AND DECREED THAT:

1. The Debtors are authorized to enter into and perform under the Fee and Reimbursement Letters attached to this Order as Exhibit 1 (filed under seal) and the prior execution thereof is hereby ratified, approved, and authorized.

2. The Debtors are further authorized to comply with the terms of the Fee and Reimbursement Letters and take any and all actions necessary or appropriate to effectuate the relief granted pursuant to this Order in accordance with the Motion.

3. The Exit Financing Fees are approved and payable upon entry of this Order. Notwithstanding anything to the contrary in the Fee and Reimbursement Letters, the Debtors shall provide the Committee notice of any proposed payment of the out-of-pocket fees and expenses incurred by each Potential Exit Lender, and the Committee shall have three business days to object to the reasonableness of such out-of-pocket fees and expenses; *provided that*, notwithstanding anything to the contrary, the foregoing shall not apply to the non-refundable portions of the Exit Financing Fees.


4. Under the facts and circumstances of the Motion, notice of the Motion is adequate under Bankruptcy Rule 6004(h) and the Bankruptcy Local Rules.

5. Notwithstanding Bankruptcy Rule 6004(h), to the extent applicable, this Order shall be effective and enforceable immediately upon entry hereof.

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

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

Signed: November 26, 2025



Alfredo R Pérez
United States Bankruptcy Judge

Exhibit 1

Fee and Reimbursement Letters

(FILED UNDER SEAL)