

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

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In re:	:	Chapter 11
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MODIVCARE INC., <i>et al.</i> ,	:	Case No. 25-90309 (ARP)
	:	
Debtors. ¹	:	(Jointly Administered)
	:	
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**SECOND SUPPLEMENTAL CERTIFICATION OF JAMES LEE REGARDING
THE SOLICITATION OF VOTES AND TABULATION OF
BALLOTS CAST ON THE FIRST AMENDED JOINT CHAPTER 11 PLAN
OF REORGANIZATION OF MODIVCARE INC. AND ITS DEBTOR AFFILIATES**

I, James Lee, declare, under the penalty of perjury, that the following is true and correct:

1. I am Vice President of Public Securities Services at Kurtzman Carson Consultants, LLC dba Verita Global (“*Verita*”), located at 222 North Pacific Coast Highway, Suite 300, El Segundo, California 90245. I am over the age of eighteen (18) years and not a party to the above-captioned action.

2. On December 4, 2025, the Debtors filed the *Certification of James Lee Regarding the Solicitation of Votes and Tabulation of Ballots Cast on the First Amended Joint Chapter 11 Plan of Reorganization of ModivCare Inc. and Its Debtor Affiliates* [Docket No. 916] (the “*Vote Certification*”) with respect to the solicitation of votes and the tabulation of Ballots cast on the *First Amended Joint Chapter 11 Plan of Reorganization of ModivCare Inc. and its Debtor*

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.



Affiliates [Docket No. 465] (the “**Plan**”).² On December 9, 2025, the Debtors filed the *Supplemental Certification of James Lee Regarding the Solicitation of Votes and Tabulation of Ballots Cast on the First Amended Joint Chapter 11 Plan of Reorganization of ModivCare Inc. and Its Debtor Affiliates* [Docket No. 993] (the “**First Supplemental Vote Certification**”) in further support of the Plan and to provide additional information related to the votes on the Plan and the Release Opt-Out Forms in response to questions from the United States Trustee.

3. I submit this second supplemental certification (the “**Second Supplemental Certification**”) in response to a request from the Court on the record at the Confirmation Hearing.

4. Except as otherwise noted, all facts set forth herein are based on (a) my personal knowledge, (b) knowledge that I acquired from individuals under my supervision, including Sydney Reitzel, Director of Corporate Restructuring Services, who assisted in the service and tabulation described herein, (c) my discussions with the Debtors’ other advisors, and (d) my review of the relevant documents. I am authorized to submit this Supplemental Certification on behalf of Verita. If I were called to testify, I could and would testify competently as to the facts set forth herein.

5. As described in the Vote Certification, Verita caused the Solicitation Packages to be sent to Holders of Claims in the Voting Classes (*i.e.*, Classes 3, 4, and 5) who held Claims as of the October 6, 2025 Voting Record Date, based on the claims register and the Debtors’ schedules and statements. As described in my testimony, neither Verita nor any of the Debtors’ advisors performed an analysis to determine whether any Claims in the Voting Classes had been partially or fully paid prior to the Voting Record Date. At the request of the Court, the Debtors’ financial

² Capitalized terms not otherwise defined herein shall have the same meanings ascribed to them in the Vote Certification.

advisors, FTI Consulting, Inc. (“**FTI**”), analyzed the Claims of those Holders of Claims in Class 4 who voted on the Plan to determine which Claims have been paid (partially and/or in full) prior to the Voting Record Date. FTI then provided this data to Verita.

6. **General Unsecured Claims Voting Results Adjusted for Paid Claims.** In total, Verita received and tabulated 810³ Ballots from Holders of Class 4 General Unsecured Claims, comprised of: (a) 737 General Unsecured Claims and (b) 73 Second Lien Notes Claims. Based on FTI’s analysis (a) 462 Ballots were counted on account of Claims that were fully satisfied as of the Voting Record Date (the “**Fully Satisfied Claims**”) and (b) 34 Ballots were counted on account of Claims that were partially satisfied as of the Voting Record Date (the “**Partially Satisfied Claims**”).

7. The total dollar amount of (a) the Fully Satisfied Claims is approximately \$24,350,560 and (b) the Partially Satisfied Claims is approximately \$160,135 (out of a total of approximately \$293,161,975 in General Unsecured Claims (excluding Second Lien Notes)). After excluding the Fully Satisfied Claims and the dollar amounts that were satisfied with respect to the Partially Satisfied Claims, the voting results for the General Unsecured Creditors (excluding the Second Lien Notes) is set forth below.

General Unsecured Claims (Excluding Second Lien Notes)				
Total Votes Remaining	Accept (Count)	Reject (Count)	Accept (\$)	Reject (\$)
275	221	54	\$146,264,834	\$122,386,446
Percentage	80.4%	19.6%	54.4%	45.6%

8. The above reflects (a) an 8.5% decrease in voting numbers accepting the Plan and (b) a 3.8% decrease in dollar amount accepting the Plan. Notwithstanding the foregoing, a

³ As described in the Vote Certification, 96 Ballots submitted on account of General Unsecured Claims were not counted.

supermajority of general unsecured creditors, by number, still voted to accept the Plan. In addition, because the Second Lien Notes Claims are classified in Class 4, as shown in the below chart, Class 4 voted to accept the Plan.

Class 4 Adjusted Voting Results (Including Second Lien Notes)				
Total Votes Remaining	Accept (Count)	Reject (Count)	Accept (\$)	Reject (\$)
348	293	55	\$459,259,332	\$125,536,446
Percentage	84.2%	15.8%	78.5%	21.5%

9. While the adjusted voting results reflect a small decrease in overall acceptance rate, Class 4 remains an accepting Class.

10. **Further Claim Adjustments.** In addition to the Court's requests, I understand that counsel to the Committee took issue with including an acceptance vote for a claimant who asserted a \$100 million Claim because the Debtors filed an objection to such Claim after the Voting Record Date. Based on conversations with the Debtors' counsel, I also understand that there is an approximate \$90.4 million Claim that voted to reject the Plan, but the claimant has since agreed in principle to a settlement equal to \$980,000. At the direction of counsel, Verita and FTI prepared a tabulation excluding the \$100 million accepting vote and replacing the approximate \$90.4 million rejecting vote with a new \$980,000 rejecting vote. The voting results for General

Unsecured Claims (excluding Second Lien Notes) after making these adjustments are shown in the below chart.

General Unsecured Claims (Excluding Second Lien Notes)				
Total Votes Remaining	Accept (Count)	Reject (Count)	Accept (\$)	Reject (\$)
274	220	54	\$46,264,834	\$32,961,934
Percentage	80.3%	19.7%	58.4%	41.6%

11. In addition, to demonstrate that none of these adjustment alters the outcome of the Class 4 vote as a whole, Debtors' counsel advised FTI and Verita to only exclude the \$100 million accepting vote. In such a scenario, the voting results for Class 4 are as follows:

Class 4 Adjusted Voting Results (Including Second Lien Notes)				
Total Votes Remaining	Accept (Count)	Reject (Count)	Accept (\$)	Reject (\$)
347	292	55	\$359,259,332	\$125,536,446
Percentage	84.1%	15.9%	74.1%	25.9%

12. **Conclusion.** As described in the Vote Declaration and my live testimony, Verita followed the Solicitation and Voting Procedures set forth in the Disclosure Statement Orders. Such procedures did not require Verita to perform a claims reconciliation process, however, at the request of the Court, with input from FTI, Verita re-tabulated the votes as set forth herein for informational purposes. As described herein, none of the adjustments change the overall vote, and Class 4 (along with Class 3) voted to accept the Debtors' Plan in sufficient numbers (in both amount and dollars) to satisfy the requirements set forth in the Bankruptcy Code.

Executed on December 10, 2025

/s/ James Lee
James Lee
Vice President of Public Securities Services
Verita Global