

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

In re:

WELLPATH HOLDINGS, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 24-90533 (ARP)

(Jointly Administered)

**NOTICE OF AMENDED TIMELINE FOR RECOVERY SOLUTIONS /
CONSOLIDATED SALE TRANSACTION**

PLEASE TAKE NOTICE that the above-captioned debtors and debtors in possession (collectively, the “Debtors”) each filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) in the United States Bankruptcy Court for the Southern District of Texas (the “Court”) on November 11, 2024.

PLEASE TAKE FURTHER NOTICE that, on December 11, 2024, the Court entered an amended order (the “Bidding Procedures Order”)² approving, among other things, (a) procedures for the solicitation of Bids in connection with the Sale Transactions and the Auctions (the “Bidding Procedures”), which establish the key dates and times related to the Sale Transactions and the Auctions, (b) the proposed sale of substantially all of the Recovery Solutions Assets to the Recovery Solutions Stalking Horse Bidder, subject to the submission of higher or otherwise better offers, (c) the form and manner of notice related to the Sale Transactions, and (d) procedures for the assumption and assignment of contracts and leases in connection with the Sale Transactions. All parties interested in bidding should carefully read the Bidding Procedures Order and the Bidding Procedures in their entirety.

PLEASE TAKE FURTHER NOTICE that, an “Extension Event” has occurred, and the Debtors, in consultation with the Consultation Parties, have agreed to extend the following key dates and deadlines related to the Recovery Solutions / Consolidated Sale Transaction:

¹ A complete list of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors’ claims and noticing agent at <https://dm.epiq11.com/Wellpath>. The Debtors’ service address for these chapter 11 cases is 3340 Perimeter Hill Drive, Nashville, Tennessee 37211.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Bidding Procedures Order or the Bidding Procedures, as applicable.

Date and Time (all times in Central Time)	Event or Deadline
January 6, 2025 at 4:00 p.m.	Recovery Solutions / Consolidated Bid Deadline
January 7, 2025 at 9:00 a.m.	Recovery Solutions / Consolidated Auction (if required)
January 8, 2025 at 9:00 a.m.	Deadline for objections to the approval of the Recovery Solutions / Consolidated Sale Transaction(s) contemplated by any designated Successful Bid(s) (or Alternate Bid(s), as applicable) (the “ <u>Sale Objection Deadline</u> ”)
January 8, 2025 at 1:00 p.m.	Sale Hearing as to the Recovery Solutions / Consolidated Sale Transaction(s) contemplated by any designated Successful Bid(s) (or Alternate Bid(s), as applicable)

Contact Persons for Parties Interested in Submitting a Bid

The Bidding Procedures set forth the requirements for submitting a Qualified Bid, and any person interested in making an offer to purchase the Assets (or any lot thereof) must comply strictly with the Bidding Procedures. Only Qualified Bids will be considered by the Debtors, in accordance with the Bidding Procedures.

**Any interested bidder should contact, as soon as practicable:
project.starburst.2024@lazard.com and raikin@mtspartners.com.**

Obtaining Additional Information

Copies of the Motion and the Bidding Procedures Order, as well as all related exhibits (including the Bidding Procedures) and all other documents filed with the Court, are available free of charge on the Debtors’ case information website located at <https://dm.epiq11.com/Wellpath> or can be requested by email at WellpathInfo@epiqglobal.com.

Filing Objections

Sale Objections, if any, must (a) be in writing, (b) state, with specificity, the legal and factual bases thereof, (c) comply with the Bankruptcy Code, Bankruptcy Rules, Local Rules, and Complex Procedures, (d) be filed with the Court no later than the Sale Objection Deadline, and (e) no later than the Sale Objection Deadline, be served on , (i) proposed counsel to the Debtors, McDermott Will & Emery, LLP, 444 West Lake Street, Suite 4000 Chicago, Illinois 60606-0029, Attn: Felicia Gerber Perlman, Bradley Thomas Giordano, Jake Jumbeck, Carole Wurzelbacher, and Carmen Dingman, and One Vanderbilt Avenue New York, New York 10017, Attn: Steven Z. Szanzer, (ii) counsel to the DIP Lenders and the Ad Hoc Group, Akin Gump Strauss Hauer & Feld,

LLP, 2001 K Street N.W. Washington, DC 20006, Attn.: Scott L. Alberino and Kate Doorley, (iii) counsel to the Prepetition First Lien Administrative Agent and Prepetition Second Lien Administrative Agent, Cahill Gordon & Reindel LLP, 32 Old Slip, New York, NY 10005, Attn: Joel H. Levitin (jlevitin@cahill.com) and Jordan A. Wishnew (jwishnew@cahill.com) and Norton Rose Fulbright US LLP, 1550 Lamar Street, Suite 2000, Houston, TX 77010, Attn: Bob Bruner (bob.bruner@nortonrosefulbright.com), (iv) proposed counsel to the Committee, Proskauer Rose LLP, 11 Times Square, New York, NY 1036, Attn: Brian Rosen, Ehud Barak, and Daniel Desatnik, and Stinson LLP, 1201 Walnut, Suite 2900, Kansas City, MO 64106, Attn: Nicholas Zluticky and Zachary Hemenway, and (v) the U.S. Trustee, 515 Rusk Street, Suite 3516, Houston, Texas 77002, Attn: Susan Hersch and Ha Nguyen.

CONSEQUENCES OF FAILING TO TIMELY ASSERT AN OBJECTION

Any party or entity who fails to timely make an objection to a Sale Transaction on or before the Sale Objection Deadline in accordance with the Bidding Procedures Order and this Notice shall be forever barred from asserting any objection to any Sale Transaction, including with respect to the transfer of the assets free and clear of all liens, claims, encumbrances, and other interests.

NO SUCCESSOR LIABILITY

For more information on the Debtors' businesses or their products, refer to the Declaration of Timothy J. Dragelin as Chief Restructuring Officer and Chief Financial Officer of Wellpath Holdings, Inc. and Certain of its Affiliates and Subsidiaries in Support of the Debtors' Chapter 11 Petitions and First Day Pleadings [Docket No. 20]. The Debtors seek to sell the Assets in a Sale Transaction free and clear of, among other things, any claim arising from any conduct of the Debtors prior to the closing of a Sale Transaction, whether known or unknown, whether due or to become due, whether accrued, absolute, contingent, or otherwise, so long as such claim arises out of or relates to events occurring prior to the closing of a Sale Transaction. Accordingly, as a result of any Sale Transaction, the Debtors will seek entry of an order providing that the Successful Bidder will not be a successor to any of the Debtors by reason of any theory of law or equity, and the Successful Bidder will have no liability, except as expressly provided in a definitive agreement reached between the Debtors and the Successful Bidder, for any liens, claims, encumbrances, and other interests against or in any of the Debtors under any theory of law, including successor liability theories.

Dated: December 20, 2024

/s/ Marcus A. Helt

Dallas, Texas

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