



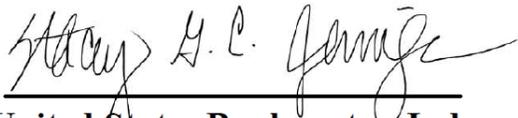
CLERK, U.S. BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS

ENTERED

THE DATE OF ENTRY IS ON
THE COURT'S DOCKET

The following constitutes the ruling of the court and has the force and effect therein described.

Signed October 24, 2025


United States Bankruptcy Judge

IN THE UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION

In re:)	
)	Chapter 11
GENESIS HEALTHCARE, INC., <i>et al.</i> , ¹)	Case No. 25-80185 (SGJ)
)	
Debtors.)	(Jointly Administered)
)	
)	Related to Docket No. 1361

ORDER AUTHORIZING AND DIRECTING MEDIATION

Upon the motion (“Motion”)² of Genesis Healthcare, Inc. and its debtor affiliates, as debtors and debtors-in-possession (collectively, the “Debtors”), the Statutory Unsecured Claimholders’ Committee (the “Committee”), Welltower OP LLC (“Welltower”), Markglen, LLC (“Markglen”), OHI Mezz Lender, LLC (“Omega”), WAX Dynasty Partners LLC (“WAX”), MAO

¹ The last four digits of Genesis Healthcare, Inc.’s federal tax identification number are 4755. There are 299 Debtors in these chapter 11 cases, which are being jointly administered for procedural purposes only. A complete list of the Debtors and the last four digits of their federal tax identification numbers are not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims and noticing agent at <https://dm.epiq11.com/Genesis>. The location of Genesis Healthcare, Inc.’s corporate headquarters and the Debtors’ service address is 101 East State Street, Kennett Square, PA 19348.

² Capitalized terms not otherwise defined herein have the meanings ascribed to them in the Final DIP Order.

22322 LLC (“MAO”), Integra WIP Tenant LLC (“Integra”), ReGen Healthcare, LLC (“ReGen”), and CPE 88988 LLC (“CPE”, and together with the Debtors, Committee, Welltower, Markglenn, Omega, WAX, MAO, Integra, and ReGen, the “Parties”) for entry of an order (this “Order”) (i) approving and authorizing the appointment of the Mediator to conduct the Mediation between the Parties; (ii) extending the Challenge Deadline and the Sale Objection Deadline, with respect to the Committee, until November 19, 2025; and (iii) 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. §§ 157 and 1334 and the *Order of Reference of Bankruptcy Cases and Proceedings Nunc Pro Tunc* dated August 3, 1984, entered by the United States District Court for the Northern District of Texas; and the matter being a core proceeding within the meaning of 28 U.S.C. § 157(b)(2); and venue of this proceeding and the Motion in this District being proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court being able to issue a final order consistent with Article III of the United States Constitution; and due and sufficient notice of the Motion having been given under the particular circumstances; and it appearing that no other or further notice is necessary; and it appearing that the relief requested in the Motion is in the best interests of the Debtors, their estates, their creditors, and other parties in interest; and after due deliberation thereon; and after due deliberation thereon; and good and sufficient cause appearing therefor; it is hereby

ORDERED, ADJUDGED, AND DECREED that:

1. The relief requested in the Motion is GRANTED as set forth herein.
2. The Parties shall mediate the issues and disputes presented in these proceedings, pursuant to a mediation protocol agreed among the Parties. The Parties’ representatives may attend the Mediation in person or may join by either video conference or telephone.

3. The Mediator, identified as the Honorable Harlin D. Hale (Ret.), is designated for the purpose of conducting Mediation proceedings as the neutral mediator. Such Mediation shall be conducted at times and places and in accordance with procedures mutually agreed upon by the Parties and the Mediator.

4. Because the Mediator will be serving as the neutral mediator in this matter and because the nature of the Mediation process requires *ex parte* contacts and communications between the neutral mediator and each of the sides, the prohibitions of FED. R. BANKR. P. 9003 do not apply to communications among the parties, their attorneys, and the Mediator in connection with the Mediation proceedings. The Parties and their attorneys may, therefore, have *ex parte* communications with the Mediator in his/her capacity as the neutral mediator in connection with the Mediation proceedings.

5. All communications made by the Parties or their attorneys to each other or to the Mediator in connection with the Mediation process, the conduct and demeanor of the Parties and their counsel during the Mediation, and any documents prepared or produced in connection with the Mediation process, including the Mediator's notes or records, shall be confidential and shall not be admissible in evidence or the subject of any discovery in any proceeding (unless admissible or discoverable without regard to the Mediation). The Mediation sessions and any conferences or proceedings in connection therewith shall be treated as compromise negotiations for purposes of the Federal Rules of Evidence, the Texas Rules of Evidence, or any rules of evidence of any other jurisdiction. No record will be made of the Mediation proceedings. The Mediator is disqualified from appearing as a witness in any matter, and shall not be called as a witness, with regard to the Mediation or any matter arising out of or related thereto.

6. The Mediator may file a final report advising the Court only whether (a) a settlement (full or partial) was reached, and (b) further mediation would be productive. The Parties may not object to the Mediator's report except on grounds of factual inaccuracy.

7. The reasonable fees and expenses of the Mediator shall be administrative expenses of the Debtors' estates and paid promptly without further order as permitted expenses under the DIP Budget (as defined in the Final DIP Order).

8. Solely as to the Committee, the Challenge Deadline and the Sale Objection Deadline shall be extended until November 19, 2025 at 4:00 pm CT.

9. All Parties' rights, claims, and defenses are fully preserved pending the conclusion of the Mediation. Participation in the Mediation and any disclosures made therein shall not constitute a waiver of any privilege or right.

10. The Court finds and determines that Sections 34 and 35 of the Complex Case Procedures are satisfied and that the relief requested in the Motion is necessary to avoid immediate and irreparable harm.

11. Notice of the Motion as provided therein shall be deemed good and sufficient notice of such Motion and the requirements of Bankruptcy Rule 6004(a), the Local Bankruptcy Rules, and the Complex Case Procedures are satisfied by such notice.

12. The Parties are authorized to take all actions necessary to implement the relief granted in this Order.

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

END OF ORDER

Prepared and presented by:

/s/ Marcus A. Helt

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