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

In re:

GENESIS HEALTHCARE INC. et. al.¹,

Debtors.

Chapter 11

Case No. 25-80185 (SGJ)

(Jointly Administered)

**HEALTHCARE NEGLIGENCE CLAIMANTS'
EMERGENCY MOTION TO (A) APPOINT EXAMINER TO REVIEW
IMPLEMENTATION OF BIDDING PROCEDURES WITH EXPANDED POWERS
TO SELECT THE SUCCESSFUL BIDDER AND (B) CONTINUE SALE HEARING**

Emergency relief has been requested. Relief is requested not later than 9:30 a.m. on December 10, 2025. If you object to the relief requested or you believe that emergency consideration is not warranted, you must appear at the hearing if one is set, or file a written response prior to the date that relief is requested in the preceding paragraph. Otherwise, the Court may treat the pleading as unopposed and grant the relief requested.

Pursuant to Bankruptcy Code §1104(c), Paragraph 34 of the Complex Case Procedures,

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.

and other applicable law, a set of 338 healthcare negligence tort claimants² (collectively, the “Healthcare Negligence Claimants”), hereby move on an emergency basis for (a) appointment of a neutral examiner for the purposes of reviewing and investigating all aspects of the Debtors’ implementation of the bidding procedures and auction process ordered by this Court pursuant to the Bidding Procedures Order³ with expanded powers to select the successful bidder at the auction that occurred on November 18 and 19, 2025 (the “Auction”), and (b) continuance of the hearing scheduled for December 10, 2025 (the “Sale Hearing”) scheduled to consider approval of the Debtors’ proposed sale of assets to the bidder that they believe prevailed at the Auction, CPE 88988, LLC (the “Stalking Horse”), so that the examiner can investigate and make an independent determination as to whether the Stalking Horse or the arms’-length bidder, Genie 3 Partners, LLC (“Genie 3”), has actually made a higher and better bid.

A. PRELIMINARY STATEMENT

1. Sunlight is the best disinfectant, and the Auction process implemented by the Debtors now sorely needs sunlight. The Debtors have decided to proceed with a sale of all their assets to the Stalking Horse, over the objectively better and higher competing bid from Genie 3. In doing so, they would provide these insiders and their complicit lenders with broad releases to ensure they face no repercussions for the conduct necessitating these above-

² The full list of Healthcare Negligence Claimants appears in the attached Schedule “A.” The list includes (a) 153 creditors with liquidated claims in the aggregate amount of \$42,656,430.34, (b) 180 creditors with unliquidated claims in the aggregate amount of \$330,579,086.10, and (c) 5 creditors with post-petition claims in the aggregate amount of \$6,800,000, or a total of \$380,035,516.44. This figure reflects the independent standing of the Healthcare Negligence Claimants to request relief as set forth herein.

³ “Order (I) Approving Bidding Procedures And Expense Reimbursement, (II) Approving The Debtors’ Entry Into The Stalking Horse Apa With Stalking Horse Bidder And Subject To Higher Or Otherwise Better Offers At The Auction In Accordance With The Bidding Procedures, (III) Scheduling Certain Dates And Deadlines, (IV) Approving The Form And Manner Of Notice Thereof, And (V) Establishing Notice And Procedures For The Assumption And Assignment Of Contracts And Leases” [Doc. 685].

captioned reorganizations (the “Reorganizations”). The manner in which the Auction has been conducted leaves no doubt but that Joel Landau, the de facto principal of both the Debtors and the Stalking Horse, planned these Reorganizations with an ultimate goal of washing the assets of all liability to the Healthcare Negligence Claimants and other similarly situated victims of systemic negligence, by buying back the assets in such a way as to inoculate himself and others from the logical consequences of his business plan.

2. The Auction was originally scheduled to commence on November 13, 2025, but was continued for no good reason by the Debtors unilaterally shortly after Genie 3 appeared through counsel and presented itself as a credible bidder. The Auction finally occurred over two days on November 18 and 19, 2025, and it appeared at that time to many onlookers that Genie 3 had the higher and better bid, and that the insider Stalking Horse had an objectively worse bid. However, the Debtors then took an additional 12 days to deliberate on their selection, finally announcing the same December 1, 2025, fully 18 days later than expected. Although this may not seem significant, the Debtors have undertaken to market and sell the assets over a period of only several weeks, and have adamantly refused without good cause to move the Sale Hearing so that the two competing bids can be thoughtfully scrutinized to the extent appropriate under controlling bankruptcy law principles.

3. The Debtors have (a) provided no credible justification for their selection of their affiliate as the winning bidder, (b) refused to answer questions regarding their selection, (c) omitted use of their own scorecard⁴, and (d) inexplicably refused to even designate Genie 3 as a Back-up Bidder. Particularly when the entire process is chilled by a stalking horse that

⁴ The Debtors had heretofore used their own scorecard for each round of bidding, now mysteriously absent.

is a known insider of equity, the obvious problems with the process strongly suggest that a deeper dive is indicated. And that dive should be entrusted to a completely independent fiduciary.

4. In Bankruptcy Code §1104(c)(2), Congress makes the installation of an examiner mandatory in cases of this size. A neutral examiner with expanded powers to examine the bids, request diligence from the bidders, and select the winning bidder is the surgical and right solution to ensure the integrity of the process. The Debtors and other parties in interest will not be prejudiced by this relief: Compared to the original bid of the Stalking Horse, it is now pellucid that general unsecured creditors are the constituency impacted by the determination of whether Genie 3 or the Stalking Horse prevails. As much as equity and the complicit lenders may wish to inoculate themselves from liability by utilizing the Stalking Horse to de facto purchase and bury claims that have not yet been fully vetted by this Court, this self-serving motive runs counter to the best interest of the estates.

5. Under Bankruptcy Code §1104(c)(2), because the Debtors have in excess of \$5,000,000 in liquidated unsecured claims, and because the Healthcare Negligence Claimants are requesting the relief, appointment of an examiner is mandatory. See In re FTX Trading Ltd., 91 F.4th 148, 153 (3d Cir. 2024). And as noted above, the Healthcare Negligence Claimants independently satisfy the threshold for seeking this relief whether or not the Creditors Committee ultimately joins in this request.

6. Appointment of an examiner under Bankruptcy Code §1104(c)(1) to review implementation of the bidding procedures and select the successful bid is appropriate to ensure a fair and transparent auction process as a neutral party is necessary to select the winning bid

given the clear conflict of interest that exists between the Debtors and the Stalking Horse,⁵ and because it is in the best interests of creditors that the highest and best bid is accepted, rather than the bid that would return the Facilities to Mr. Landau.

7. The best interests of residents are also served by fair consideration of Genie 3's bid. A neutral examiner evaluating competing bids may present an opportunity for new management to properly manage the Facilities and to end the continued maladministration that caused the Debtors to accumulate hundreds of millions of dollars of negligence and wrongful death claims. Throughout these Reorganizations, the Debtors have taken the position that expedited bidding procedures are necessary to protect residents, but the Healthcare Negligence Claimants contend that the ulterior purposes of expedited procedures are to channel the assets to the Stalking Horse while immunizing Mr. Landau and others from claims that are presently property of the estates. In point of fact, the Healthcare Negligence Claimants are all residents, former residents, or family members of former residents directly harmed by systemic healthcare negligence.

8. Because the Debtors' handling of the process has become progressively more opaque, the "fishbowl of chapter 11" is no longer descriptive of the handling of the Auction. It is incumbent upon the Court to appoint an examiner to review and investigate the Debtors' implementation of the bidding procedures, and grant expanded powers to the examiner to select the successful bidder and manage the auction process through closing. And while it seems inevitable that the examiner will select Genie 3 as the winning bidder after diligent

⁵ A clear conflict of interest also exists between the DIP Lenders, who have consent rights over the sale. While their claims are satisfied in full under both bids, they are getting releases under the Stalking Horse bid and thus have inappropriate interests to favor the Stalking Horse bid over the better and higher Genie 3 bid.

objective review, it cannot be gainsaid that the faith and confidence of creditors in the transparency of this system will be restored regardless of the fiduciary's ultimate determination.

9. Relief is sought on an emergency basis because the Sale Hearing to approve the sale of the Debtors' assets is scheduled for December 10, 2025, and unless the Sale Hearing is adjourned, there will be insufficient time for an examiner to conduct an investigation in advance of that date and select the highest and best bid, if appointed. Further grounds supporting adjourning the Sale Hearing include that the Debtors have yet to file the Stalking Horse APA that they are seeking to have the Court approve at the Sale Hearing, and in fact are still negotiating the same, and there is no indication of when the same will be finalized and filed of record. See Doc. 1692 at pg. 5. Without the Stalking Horse APA, the Healthcare Negligence Claimants are prejudiced as discovery cannot be conducted, objections cannot be finalized for filing, and the presentation of evidence cannot be adequately prepared. Accordingly, the Sale Hearing should be adjourned.

10. The Healthcare Negligence Claimants, one of whom is on the Creditors Committee⁶, are aware that the Creditors Committee, the Debtors, and other constituencies have been included in a mediation process that commenced on October 27, 2025, and has continued through the present date. The mediation process is being conducted by Judge Harlin D. Hale. Although the final determination on the identity of the proposed examiner is the responsibility of the Office of the United States Trustee, the Healthcare Negligence Claimants opine that Judge Hale would optimize the entire process by bringing a breadth of judicial

⁶ Ignacio Garcia is one of the Healthcare Negligence Claimants, and is also represented by David Adams, Esquire and Charles Parnall, Esquire of Parnall & Adams Law.

service and gravitas to the undertaking, as well as familiarity with the parties and their positions.

11. An examiner and adjournment of the hearing are further needed because the Debtors refuse to allow public disclosure of the competing bids at the Auction or the Auction transcript, despite the fact the notice of the Auction was published in The New York Times and The Wall Street Journal. The Debtors have taken the position that the Bidding Procedures Order requires that all bids be confidential and can only be shared with the Creditors Committee and U.S. Trustee. See email thread with Dan Simon, attached hereto as Exhibit “A.” They have threatened litigation and monetary damages against the undersigned for his disclosure of this information post-auction. This intimidation campaign—aimed at preventing scrutiny of their conduct—reveals the Debtors’ expectation that every other party in interest must simply accept, on faith, that the insider Stalking Horse bid is “best and highest” and that the Auction process was conducted fairly. How are fulcrum unsecured creditors supposed to determine whether to challenge a sale predicated on the Stalking Horse bid when the Debtors deny them access to the competing bids? How are they to determine whether the Auction was fair, value-maximizing, or instead engineered to benefit an insider, when the Debtors refuse disclosure of the Auction transcript itself? The Debtors’ deliberate efforts to shield their actions from scrutiny constitute gross abuse of the bankruptcy process and an intolerable violation of fundamental due process. Only an examiner, and an adjournment to allow for proper investigation, can restore confidence in the integrity of this sale process.

12. In addition to all of the foregoing, the Sale Hearing is only four (4) business days away. And yet the Stalking Horse has yet to even circulate an APA or other proposed closing documents that should have been due as part of its “winning bid.” The proposition

that a fair hearing can be conducted by this Court on December 10 when documents remain a mystery that were expected on the original Auction date, November 13, is beyond peradventure.

B. JURISDICTION AND VENUE

13. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§157, and 1334.

14. This is a core proceeding pursuant to 28 U.S.C. §157(b)(2).

15. Venue is proper pursuant to 28 U.S.C. §§1408 and 1409.

C. OVERVIEW OF THE HEALTHCARE NEGLIGENCE CLAIMANTS

16. The Healthcare Negligence Claimants are creditors in the “Reorganizations, represented by a de facto consortium of seventy-three (73) healthcare negligence plaintiff firms, throughout all twenty (20) states in which the Debtors operate, whose claims all arise from systemic healthcare negligence of one or more of the Debtors at the Facilities.

17. On the petition dates of the Debtors, an aggregate sum of no less than \$42,656,430.34, was due and owing to all of the Settlement Claimants pursuant to their respective Settlement Agreements. The Debtors anticipate treating the Settlement Claimants as general unsecured creditors in these Reorganizations, and inoculating co-obligors from any liability in connection with the underlying negligence or events leading up to the bankruptcy filings.

D. BACKGROUND ALLEGATIONS

18. On July 9, 2025 (the “Petition Date”), each Debtor commenced a voluntary petition for relief under chapter 11 of the Bankruptcy Code (the “Petitions”). The filings appear to have been planned for many months prior to the Petition Date if not longer.

19. On July 15, 2025, the Debtors filed the Bidding Procedures Motion⁷ seeking to sell all of the Debtors' assets, using vague language to describe sales of claims, conditional releases, and other consideration for contemplated transactions, without providing adequate information required for the Court or the Healthcare Negligence Claimants to reasonably understand what claims are being sold or released, what those claims could be worth, why such claims are being sold or released rather than reserved to the estates, and why anyone interested in acquiring the Debtors' business footprint would pay reasonably equivalent value to acquire claims that are not core to the business. The answer is now clear that the claims are being sold because the intended targets of the claims—Mr. Landau and his affiliates—want to purchase them.

20. In support of the Bidding Procedures Motion, the Debtors filed the Robichaux Declaration and Kanwal Declaration (together, the "Debtor Declarations"). The Debtor Declarations broadly overview a tremendously large and complex business and financial matrix. The Debtor Declarations reflect that financial advisors for the Debtors first having been retained five (5) years ago, indicating that the Debtors have presumably been very well managed from a financial point of view.

21. The Debtor Declarations seem to indicate that the Facilities would be very profitable were it not for the fact that business operations are impacted by healthcare negligence lawsuits. See Robichaux Declaration at 46, ¶ 98 ("...the Company's liquidity profile has worsened, as available cash flow is quickly depleted by, among other things...

⁷ "Debtors' Motion For Entry Of An Order (I) Approving Bidding Procedures And Expense Reimbursement, (II) Approving The Debtors' Entry Into The Stalking Horse Apa, (III) Scheduling Certain Dates And Deadlines, (IV) Approving The Form And Manner Of Notice Thereof, (V) Establishing Notice And Procedures For The Assumption And Assignment Of Contracts And Leases, (VI) Authorizing The Assumption And Assignment Of Assumed Contracts, And (VII) Authorizing The Sale Of Assets" [Doc. 117].

Litigation Claim settlements and defense costs (nearly \$100 million annually)...”). However, this premise is tautological, because the profitability of the business revolves around substandard care for residents, such as the victims whose claims were reduced to the Settlement Agreements. This is reflected by the precipitous decline in patient care at the Facilities after ReGen obtained its interest in the Debtors. See Ganti Declaration at ¶ 25.

22. On August 21 and 22, 2025, the Court conducted evidentiary hearings that produced colloquy, testimony, and record evidence relied upon by the Court in reaching a result regarding not only the Bidding Procedures Motion but also other matters under consideration. The Court then continued proceedings for several days.

23. On August 27, 2025, the Court resumed proceedings and considered final testimony and closing arguments.

24. On August 28, 2025, over the objections of the Healthcare Negligence Claimants, the Creditors Committee, and numerous other tort claimants, the Court entered the Bidding Procedures Order, approving bidding procedures, setting a deadline for submission of qualified bids of November 7, 2025 (the “Bid Deadline”), and setting the auction to occur on November 13, 2025.

25. Despite the Debtors running the marketing and auction process to favor the insider Stalking Horse, a competing qualified bid for purchase of all of the Debtors’ available assets was submitted by Genie 3 in compliance with the Bid Deadline. The submission of the Genie 3 bid caused the Debtors to continue the auction from November 13, 2025, to November 18, 2025. It appears that despite all of the Debtors’ meticulous planning, they were unprepared to deal with a bidder willing and able to compete with the Stalking Horse.

26. On November 18, 2025, to no one’s surprise, the Debtors valued the Stalking

Horse bid as the highest and best bid. The bidding procedures require that the Debtors consult with a group defined under the Bidding Procedures Order as the “Consultation Parties,” which consists of the Debtors’ prepetition lenders, the Debtors’ post-petition lenders, and the Creditors Committee. Notably, at the auction the Creditors Committee stated on the record that the Creditors Committee did not agree with the Debtors that the Stalking Horse bid was the highest and best.

27. Following the Debtors’ announcement that the Stalking Horse bid was the highest and best, there were several rounds of bidding with the auction adjourning after 1:00 a.m. on November 19, 2025, to resume at 12:30 p.m. later that same day. During the course of the auction, the Debtors began producing scorecards reflecting how the Debtors were scoring the bids. During several rounds of bidding, the Genie 3 bid was declared the topping bid and presented as such on the scorecard.

28. The auction was contentious due to disagreement between the Debtors, Genie 3, and the Creditors Committee, regarding (a) the value of the Debtors’ causes of action against insiders which the Stalking Horse was seeking to purchase and Genie 3 was leaving for the estates, (b) the extent to which a qualitative adjustment was made by the Debtors in favor of Genie 3 relating to the fact that it made a \$25,000,000 deposit whereas the Stalking Horse only was committing to a \$1,500,000 deposit, (c) the discount rate being applied to promissory notes included as part of the bids,

29. During the evening of November 19, 2025, the Debtors and the Creditors Committee agreed that the Stalking Horse and Genie 3 would submit their best and final bids as sealed bids. The sealed bids were submitted by the Stalking Horse and Genie 3 off the record; however, the contents of the sealed bids remained unknown to all but the bidders, the

Debtors, and the Consultation Parties for almost two weeks.

30. The Bidding Procedures Order requires that the Debtors file the notice of the successful bidder within one business day of the conclusion of the auction. Despite having had the best and final bids in their possession since November 19, 2025, the Debtors withheld announcing who the successful bidder was until December 1, 2025, and only agreed to announce by December 1 after the Creditors Committee filed its “Emergency Motion Of The Statutory Unsecured Claimholders’ Committee To Extend Deadlines And Postpone Hearings In Connection With (I) Debtors’ Motion For Entry Of An Order Authorizing The Sale Of Assets And (II) Debtors’ Motion For Entry Of Order Extending Debtors’ Exclusive Periods To File A Chapter 11 Plan And Solicit Acceptances Thereof” [Doc. 1665] (the “Committee Extension Motion”). On December 1, 2025, the Debtors filed their “Notice Of Results Of Auction And Successful Bidder” [Doc. 1692], announcing the unsurprising result that the Debtors selected the Stalking Horse bid as the successful bidder.

31. The delay in announcing the successful bidder was not only violative of the bidding procedures, but also inconsistent with the Debtors’ conduct during the auction process. After each bid was submitted, the Debtors were able to analyze the competing bids relatively quickly and announce whether they considered the bid an overbid. Not only did the time for the Debtors to analyze the bids go from minutes to weeks, but the Debtors also failed to produce a scorecard for the final bids, indicating that the Debtors are unable to produce a scorecard comparing the final bids that would both score the Stalking Horse bid as the highest and best, and also be consistent with the scorecards produced during the auction. Although there was disagreement regarding the Debtors’ scoring, the scorecards at least gave some indication of how the Debtors were comparing the bids and what would need to be included in

their best and final bids. The absence of scorecards for the final bids should therefore be viewed askance.

32. The Debtors' delay in announcing the successful bid does not inspire confidence that the auction process has been handled in a fair and objective manner. Instead, it suggests that the Debtors, confronted with the prospect that the Court will find that the Genie 3 bid is objectively higher and better than the Stalking Horse bid, are using the delay to contrive a basis for their acceptance of the lesser, insider bid. Further, the Debtors' delay is condensing the time to object in advance of the Sale Hearing to prevent full consideration of the Debtors' decision by the Court, the Creditors Committee, and the creditor body. These circumstances trigger the need for an independent investigation into the Debtors' handling of the auction process including the extent of insider influence, the fairness and openness of the process, the extent to which the bidding procedures and the Debtors implementation of the same chilled bidding, and which bid was the highest and best.

33. Despite the Debtors selection of the Stalking Horse bid, the Genie 3 bid was objectively better for unsecured creditors as it offers significantly more overall consideration, including hundreds of millions in cash, than the Stalking Horse bid. Further, the Genie 3 bid leaves all of the causes of action to the Debtors' estates, including causes of action against insiders. By contrast, the Stalking Horse bid seeks to purchase all of the causes of action against insiders, creating a significant delta between the possible recovery to unsecured creditors under the Genie 3 bid versus the Stalking Horse bid.

34. This is where the inherent conflict of interest in having the Debtors select the successful bid, with the consent of the conflicted lenders, is most apparent. The Debtors are attempting to sell the causes of action to the Stalking Horse for pennies on the dollar because

that is the will of Mr. Landau, other insiders of the Debtors, and his lenders. As unencumbered property that is a critical source of a meaningful recovery to the unsecured creditors, it is in the best interest of the Debtors' estates that those claims are brought and litigated.

E. COMMITTEE EXTENSION MOTION

35. On November 26, 2025, Creditors Committee filed its Committee Extension Motion. In the Committee Extension Motion, the Creditors Committee provides a more detailed chronicle of the auction process, the complications, changes, delays, and problems encountered through that date. In light of the same, the Creditors Committee sought an extension of deadlines imposed for not only the Creditors Committee but other parties in interest to object to the sale and to grant other relief under Federal Rule of Bankruptcy Procedure 9006(b)(1). The deadlines at issue were imposed pursuant to the Bidding Procedures Order, that is separately the subject of an appeal (the "Bidding Procedures Appeal") pending before the District Court for the Northern District of Texas, filed by the Healthcare Negligence Claimants.⁸

36. The Healthcare Negligence Claimants contend that the Bidding Procedures Order, while problematic for all the reasons that prompted their original objection to the relief that had been requested by the Debtors, and that are the subject of the Bidding Procedures Appeal, are all the more problematic in light of the manner in which the auction has actually unfolded. For this reason, the Healthcare Negligence Claimants supported the relief requested in the Committee Extension Motion, and incorporate by reference herein the factual allegations set forth in the Committee Extension Motion in support of the Healthcare Negligence

⁸ Adam Hoffman et al. v. Genesis Healthcare Inc et al., Case No. 3:25-cv-02559-B.

Claimants' request to appoint an examiner and continue the Sale Hearing.

37. On November 25, 2025, the Court entered its order [Doc. 1670] on the Committee Extension Motion granting an extension of the deadline to object to the sale, but denying the request to continue the Sale Hearing. Without a continuation of the Sale Hearing, there is no time to conduct discovery following the Debtors' announcement of the successful bidder, and no time for the examiner to conduct an investigation and review of the Debtors' implementation of the bidding procedures, analyze the bids, and select the successful bidder. Appointment of the examiner is mandatory. The Debtors have not provided the Court with any basis to rush this sale process. Accordingly, it is appropriate and in the best interest of creditors to delay the Sale Hearing to ensure that the sale process was fair and equitable and that the successful bid truly is the highest and best.

F. ALLEGATIONS RELATING TO RELIEF REQUESTED

38. The Healthcare Negligence Claimants seek appointment of an examiner to review and investigate the Debtors' implementation of the bidding procedures, and with expanded powers to select the successful bidder at the auction and manage the sale process through closing. Given the substantial and ongoing irregularities with the auction process, which, in addition to the issues outlined above and in the Committee Extension Motion, include the following:

- a. **Valuation of Causes of Action:** The Court has acknowledged that the Debtors' causes of action are the only likely source of meaningful recovery for unsecured creditors in these Reorganizations. The Debtors are incentivized to give a low valuation to the causes of action so that (a) the insider Stalking Horse can acquire the same at a discount for the benefit of its principals and affiliates which

are the targets of the causes of action, and (b) the Stalking Horse bid is artificially inflated to look more attractive than outsider bids that would assign the causes of action to the unsecured creditors rather than acquire them.

- b. **Assumption of Secured Debt:** While Genie 3 pays hundreds of millions of cash to satisfy asserted secured and property claims, the Stalking Horse bid assumes these debts. These debts, however, are subject to pending objections. The Debtors, nevertheless, gave the Stalking Horse full, dollar-for-dollar credit on their scorecard for the assumption of debts that may turn out to be disallowed, avoided, subject subordination, or undersecured. Just as secured debt subject to an objection cannot be credit bid by the holder of the debt, a third party cannot credit bid debt that it does not hold, and certainly should not be given full credit for doing so.
- c. **Pennsylvania Poison Pill:** The master lease governing 22 Facilities located in Pennsylvania contains a 30-day landlord termination right that materially impacts the desirability of those Facilities given the uncertainty an outside bidder would face in acquiring those Facilities. The provision is a poison pill, likely inserted into the master lease in anticipation of these Reorganizations that invariably had a chilling effect on outside bidders. The insider Stalking Horse, having already established relationships with the Debtors' landlords, is likely not impacted at all.
- d. **Verification of Confidentiality and Lack of Collusion:** The bidding procedures preclude collusion between bidders, and require all communications with bidders to be conducted through Jefferies LLC, the Debtors' investment

banker. In light of these prohibitions, the Healthcare Negligence Claimants seek confirmation that the Stalking Horse, the Debtors, and Jefferies all complied with the bidding procedures' anti-collusion provisions. To be sure, the relationship between the Stalking Horse and the Debtors is rife with potential for collusion as there is no apparent mechanism for the Healthcare Negligence Claimants or other interested parties to monitor their communications and ensure compliance with the bidding procedures.

- e. **Genie 3 Bombshell**: Although the Debtors refused to provide any explanation for their decision to select the Stalking Horse and refusal to designate Genie 3 as Back-Up Bidder, it appears they are setting up to argue that a mysterious “new and significant fact” about Genie 3 led to their decision. This fact seems to have given them the cover they were looking for to select the insider over the objectively better bid. Unsecured creditors should have a neutral examiner investigate this fact, if such fact exists, rather than leave this to the sole discretion of the conflicted Debtors.

Given the foregoing irregularities, the appointment of an examiner to investigate and review the Debtors' compliance with implementing the bidding procedures and conducting the auction, and to select the successful bidder, is in the best interests of the Debtors and the creditors.

G. MEMORANDUM OF LAW

i. Authority for Appointment of an Examiner

39. Pursuant to Bankruptcy Code §1104(c):

[O]n request of a party in interest or the United States trustee, and after notice and a hearing, the court **shall** order the appointment of an examiner to conduct such an investigation of [the Debtors] as is appropriate, including an investigation of any allegations of fraud, dishonesty, incompetence, misconduct, mismanagement, or irregularity in the management of the affairs of [the Debtors] of or by current or former management of [the Debtors], if -

(1) such appointment is in the interests of creditors, any equity security holders, and other interests of the estate; **or**

(2) [the Debtors'] fixed, liquidated, unsecured debts, other than debts for goods, services, or taxes, or owing to an insider, exceed \$5,000,000.

(emphasis added).

ii. Appointment of an Examiner Under Bankruptcy Code §1104(c)(2) is Mandatory

40. The Debtors have liquidated unsecured debts exceeding \$900,000,000. Accordingly, pursuant to Bankruptcy Code §1104(c)(2), the appointment of an examiner is mandatory. See FTX Trading, 91 F.4th 148, 153 (“Congress made plain its intention to mandate the appointment of an examiner by using the word ‘shall,’ as in the Bankruptcy Court ‘shall’ appoint an examiner if the terms of the statute have been met.”); Morgenstern v. Revco D.S., Inc. (In re Revco D.S., Inc.), 898 F.2d 498, 500-01 (6th Cir. 1990) (“[Section 1104(c)(2)] plainly means that the bankruptcy court ‘shall’ order the appointment of an examiner when the total fixed, liquidated, unsecured debt exceeds \$5 million”); In re Loral Space & Communications Ltd., No. 04 Civ. 8645RPP, 2004 WL 2979785, at *4, 5 (S.D.N.Y. Dec. 23, 2004) (reversing bankruptcy court’s decision denying appointment of examiner for the purpose of investigating whether the debtors’ and the creditors’ committees’ professionals had followed the proper procedures in conducting their valuation analyses of the going concern value of the debtor where the \$5,000,000 debt threshold under section 1104(c)(2) was met and parties seeking appointment had standing to do so); In re UAL Corp., 307 B.R. 80, 83-86 (Bankr. N.D.

Ill. 2004) (“best reading of the statute” is that appointment of an examiner is mandatory if the requirements of section 1104(c)(2) are satisfied); see also In re Mechem Fin. of Ohio, Inc., 92 B.R. 760, 761 (Bankr. N.D. Ohio 1988); In re The Bible Speaks, 74 B.R. 511, 514 (Bankr. D. Mass.1987).

41. Although this Court has authority under Bankruptcy Code §1104(c)(2) to specify the appropriate scope of the examination, the “as is appropriate” language in that statutory subsection does not confer discretion upon this Court to decide whether an examiner should be appointed once it is clear that monetary threshold is met. FTX Trading, 91 F.4th 148, 154 (holding that the “as is appropriate” language refers to the nature of the investigation, not whether the examiner shall be appointed); Loral, 2004 WL 2979785, at *5 (“[i]t is [the bankruptcy court’s] duty to fashion the role of an examiner to avoid substantial interference with the ongoing bankruptcy proceedings.”). Here, given the importance of the auction to the creditors in these Reorganizations, many of whom are tort victims like the Healthcare Negligence Claimants trying to be made whole for the harm they suffered at the hands of the Debtors, and in particular whether the causes of action will be sold to the targets of those claims at a discount, this Court should authorize an examiner to investigate “any allegations of fraud, dishonesty, incompetence, misconduct, mismanagement, or irregularity” in the implementation of the bidding procedures and conduct of the auction. 11 U.S.C. §1104(c).

iii. Appointment of an Examiner Under Bankruptcy Code §1104(c)(1) is Appropriate

42. Even if an examiner were not mandated under Bankruptcy Code §1104(c)(2)—which it is—the Court should appoint an examiner under §1104(c)(1) as the appointment would be in the best interests of the Debtors’ estates and their creditors.

43. The Debtors have selected the insider Stalking Horse bid because it ensures that

claims against insiders will not be pursued. The failure of the Debtors to pursue causes of action, and their “apparent inability to do so because of conflicts of interest, is a violation of its fiduciary duty, amounts to gross mismanagement and warrants the appointment of” an examiner. Sharon Steel, 86 B.R. 455, 465 (Bankr. W.D. Pa. 1988), subsequently aff’d, 871 F.2d 1217 (3d Cir. 1989). The Debtors have failed to appropriately value the causes of action in analyzing the bids, which is fatal to approval of the Stalking Horse bid. See In re Family Christian, LLC, 533 B.R. 600, 625 (Bankr. W.D. Mich. 2015). A neutral examiner will give due consideration to the value of the causes of action in analyzing the bids, and will not be beholden to Mr. Landau and his objectives.

44. Further, if the Stalking Horse bid is approved by the Court, then the residents will continue to receive the same substandard level of care that existed prepetition. It has been the routine business practice of Mr. Landau to reduce costs to increase profits at the expense of the quality of the care. The deterioration in patient care at the Facilities since Mr. Landau invested in the Debtors through ReGen in 2021 can be measured by the decline in ratings issued to the Facilities by the Centers for Medicare & Medicaid Services (“CMS”). On a rating of one to five stars, the Facilities given a rating of four to five stars by CMS declined from 37.8% of the Facilities to only 15.3% in 2025. See Ganti Declaration at ¶¶25-26. Further, the Debtors’ average facility rating per year declined from 2.98 stars to 2.29 from 2021 to 2025. Further evidence of the gross mismanagement of the Facilities is reflected by the Debtors’ \$8,000,000, per month expense in funding settlement and defenses costs (see Robichaux Declaration at ¶5) relating to negligence and wrongful death claims. Given the foregoing, the Debtors cannot reasonably argue that the Facilities were not grossly mismanaged prepetition.

45. Moreover, the deliberate understaffing and related mismanagement of the

Facilities has continued post-petition with predictable results. Despite asking the Court to approve the sale to the insider Stalking Horse, the Debtors have not improved conditions at the Facilities, as reflected by the following examples of negligence and wrongful death that have occurred post-petition:

- a. On July 18, 2025, William Robinson, Sr. was noted with a sacral wound measuring 6.31 x 4.84 x 0.5 cm. See Doc. 1514 at ¶ 12. At that time, the wound was treatable and not life threatening, but required proper attention, care, and treatment. See id. Unfortunately, from July 18, 2025, through August 27, 2025, Mr. Robinson received deplorable wound care, hygiene, and nursing care directly causing the wound to deteriorate to a massive Stage IV wound, reaching muscle, tendon, and bone. Due to the negligence of the Facility staff, Mr. Robinson died on August 31, 2025. The causes of death listed on the death certificate include: “sepsis” and “necrotic sacral decubitus wound.”
- b. On October 3, 2025, due to the failure of his Facility to adequately supervise, assist, and safeguard William Campion, he suffered a catastrophic fall while exiting the bathroom in his room while using a walker. See Doc. 1437 at ¶ 11. No one at the Facility attended to Mr. Campion and he was forced to use his cell phone to call emergency services. See id. Upon EMS arriving, significant blood loss was observed and Mr. Campion was transferred to Riddle Hospital and then Lankenau Hospital, where he underwent surgical repair of his leg and received two blood transfusions. See id.
- c. On October 18, 2025, Danial Dusza was at the nurse’s station where he had access to a sandwich despite being on a “chopped” diet due to dysphagia and

choking risk. See Doc. 1515 at ¶ 13. Mr. Dusza had dementia and was known to wander. See id. Due to a failure to supervise Mr. Dusza he died as a result of choking on the sandwich that he should not have had access to. See id. at ¶ 13, Exhibit B.

- d. On November 3, 2025, David Hairston was given a lethal dose of potassium by his Facility despite instructions from his dialysis clinic discontinuing the supplements. See Doc. 1629 at ¶11. Luckily, Mr. Hairston survived the poisoning, but only after being revived by a defibrillator four times during his transport from the Facility to the hospital. See id.
- e. On November 13, 2025, Innes Forbes suffered either a physical assault or a fall which sent her to the Lankenau Hospital where she was diagnosed with a fractured cheek bone and brain bleed. See Doc. 1644 at ¶11, Exhibit A. Review of video footage of the hallway leading to her room reflects that Ms. Forbes was left unattended to for long periods of time. See id.

The Debtors have not provided the Court with any reason to believe that the Facilities will not be operated with the same level of neglect reflected above if the same are conveyed to the Stalking Horse.

46. Finally, bankruptcy courts regularly give heightened scrutiny to proposed sales above the ordinary business judgment standard that would primarily benefit insiders of the debtors, in part, because it may reflect a lack of good faith and unfair value. In re Family Christian, LLC, 533 B.R. 600, 622, 627 (W.D. Mich. 2015); In re Flour City Bagels, LLC, 557 B.R. 53, 78 (W.D.N.Y. 2016); In re Garbinski, 465 B.R. 423, 425, 428 (W.D. Pa. 2012); see also Matter of Fabricators, Inc., 926 F.2d 1458, 1465 (5th Cir. 1991) (“A claim arising from

dealings between a debtor and an insider is to be rigorously scrutinized by the courts.”).

47. Here, the Court should view askance the fact that the Debtors are proposing a rushed sale process, with an insider stalking horse buyer, and outside of a plan of reorganization. Expedited §363 sales also cast doubt on whether the debtor is proceeding in good faith. In Flour City Bagels, the court held that an auction conducted less than six months after the filing that resulted in a §363 sale to an insider did not satisfy good faith and ultimately denied the debtor’s sale motion. 557 B.R. at 80–82. The court noted that it was not convinced there was a need for such a rushed sale process. Id. at 80 (“The Court must be concerned about a slippery slope. Not every sale is an emergency”) (quoting Gulf Coast, 404 B.R. at 424).

48. Similarly, in this instance, the Debtors’ proposed sale contains all of the problematic characteristics that would normally serve as grounds for denial. The Debtors’ sale process put creditors and other interested parties on an incredibly short timeline for reviewing and voicing any objections. The Sale Hearing itself is also set to occur only four (4) months after the Debtors initiated these Reorganizations. Like in Garbinski, the sale is structured in a way that the Stalking Horse, who is an insider, seems to be the only de facto option as a purchaser and would receive most of the benefit from the transaction.

49. Moreover, “an entity that the debtor controls, or that the debtor’s principal controls, must not benefit from the sale of the asset.” In re 9 Houston LLC, 578 B.R. 600, 615 (Bankr. S.D. Tex. 2017) (citing Gulf Coast, 404 B.R. at 424); see also Flour City Bagels, 557 B.R. 53, 82. Here, ReGen and its principals including Mr. Landau, would benefit from the sale having acquired the Debtors’ assets free and clear of tort liability without having to compensate the victims, and with broad releases of the valuable claims the estates possess against them.

50. Given all of the reasons for the creditor body to distrust the Debtors' motives and intentions for the sale process articulated above, appointing an examiner to review the Debtors' implementation and compliance with the bidding procedures and the Court's Bidding Procedures Order, and with expanded powers to select the successful bidder is crucial to ensuring a fair and transparent sale process. Moreover, the examiner can provide the Court with the enhanced scrutiny that must be applied to the proposed sale as required for it to be approved outside of the plan confirmation process.

iv. The Examiner should be granted expanded powers to select the successful bidder

51. Pursuant to Bankruptcy Code §1106(b), the Court has the authority to expand the examiner's duties to include the duties of a trustee and "may further expand the powers of an examiner to undertake 'any other duties of the trustee that the court orders the debtor in possession not to perform.'" In re GTI Capital Holdings, LLC, No. 2-03-BK-07923-SSC, 2005 WL 8245434, at *31 (Bankr. D. Ariz. Nov. 21, 2005) (quoting Bankruptcy Code §1106(b)). In light of the Debtors' unavoidable conflict of interest, and the irregularities apparent in the Debtors' handling of the auction process, the Court should grant the examiner the expanded powers to select the successful bidder at the auction, and to manage the sale process through closing. See Williamson v. Roppollo, 114 B.R. 127, 129 (W.D. La. 1990) (supporting expanded powers for an examiner to pursue preferences and fraudulent conveyances).

WHEREFORE, the Healthcare Negligence Claimants respectfully request the order of this Court that will appoint an examiner to review and investigate the Debtors' implementation of the bidding procedures, select the successful bidder, and manage the sale process, and provide for such other relief as this Court determines to be necessary and appropriate under the circumstances.

Dated this 4th day of December, 2025.

/s/ John A. Anthony

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CERTIFICATE OF CONFERRAL

On December 3, 2025, Nicholas Lafalce, Esquire, corresponded via telephone with Daniel M. Simon, Esquire, counsel for the Debtors regarding the subject matter of the foregoing motion, and confirmed that the Debtors are opposed to relief requested in the same. Additionally, John Anthony, Esquire, has conferred with the Creditors Committee, which has indicated that it is unable to take a position because they are continuing good faith mediation efforts. Attempts have also been made to confer with Meredyth Kippes of the Office of the U.S. Trustee, however it is recognized that she has several other matters to attend to.

CERTIFICATE OF SERVICE

I hereby certify that on December 4, 2025, a true and correct copy of the foregoing document was electronically filed in the above captioned case with the Clerk of the United States Bankruptcy Court by using the CM/ECF system and a copy was served on the parties who receive notice via the Court's ECF notification system.

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/s/ John A. Anthony
ATTORNEY

Schedule “A”

List of Healthcare Negligence Claimants

	Settlement Healthcare Claimants
1.	Adam Hoffman, as Power of Attorney of Rita Hoffman
2.	Addie Logan as the Administratrix of the Estate of Cheryl Lynn Logan
3.	Albert Robinson, Individually and as Administrator Ad Prosequendum and General Administrator of the Estate of Mary Robinson
4.	Alice Sultemeier as Power of Attorney for Rita Sultemeier
5.	Amanda Stover, as Administratrix of the Estate of William Dale Stulter
6.	Ameena Collier, on behalf of the Estate of Thurman Kirby
7.	Angela Rivera Cornish, on behalf of the Estate of Nicholas R. Rivera, Sr.
8.	Anita Fay Tekman, as Administratrix of the Estate of Lucy Gail Long
9.	Anita Molinar, Deceased, by the Personal Representative of the Wrongful Death Estate, David Molinar
10.	Ann S. Kelley, on behalf of the Estate of Lawrence F. Kelley
11.	Anthony Wilson, on behalf of Jullian Murray
12.	Aretha Caldwell, Administrator Ad Prosequendum of the Estate of Isabel Loatman
13.	Ashley Johnson, on behalf of Virginia Graham
14.	Barbara A. Clark, as Administrator of the Estate of Louise Andrews
15.	Barbara J. Milton, on behalf of the Estate of Abdul Baa'Ith Muwwakkil
16.	Barbara L. Sieminski on behalf of the Estate of Richard Albert Ford, Sr.
17.	Barbara Law and other heirs Russell Eugene Law and Leslie Kay Higgins
18.	Barry Green, as Personal Representative of the Wrongful Death Estate of Lila Gonzales
19.	Barry Green, as the Personal Representative to the Wrongful Death Estate of Urah Lee Hodge
20.	Barry Green, Esq., as Personal Representative of the Wrongful Death Estate of Rosalina Blea
21.	Barry Green, Esq., as Personal Representative of the Wrongful Death Estate of Cordelia Weseman
22.	Barry Green, Esq., as Personal Representative to the Wrongful Death Estate of Edwin Romero
23.	Beverly Reed, as Executrix of the Estate of Thelma Reed, and on behalf of any wrongful death beneficiaries
24.	Brenda Howard, on behalf of the Estate of Mildred Lewis
25.	Bridget Y. Hannibal and Anita Maria Butler, as Co-Executors of the Estate of Jean Butler
26.	Carol Ann Guthrie
27.	Carol McKnight, on behalf of the Estate of Nancy Randall
28.	Carolyn Woehl, as representative of the Estate of Louis Woehl
29.	Carroll Cagle, as Personal Representative of the Wrongful Death Estate of Stephanie La Fortune
30.	Cassandra Williams, Individually and on behalf of the Estate of Linda Williams
31.	Charles V. DiLabbio, Administrator of the Estate of Harry J. DiLabbio

32.	Christina Brown-Hudson, as Administratrix of the Estate of Dell'I Brown
33.	Christina Civils, as Power of Attorney and Next Friend of James Civils, incapacitated
34.	Christine Kattermann, as Executrix of the Estate of Eleanor Bretzger
35.	Clare Ann Gobelny, Individually and on Behalf of the Estate of John F. Ruiz
36.	Contricia Scutching, Individually and as Executrix of the Estate of Willie Triplet, Deceased
37.	Cornelia Joiner, on behalf of the Estate of Christa Bridge and in her own right
38.	Crystal Lawrence, as Administratrix of the Estate of Kenneth White, Sr.
39.	David Rogers, Jr., Executor of the Estate of David W. Rogers
40.	Dean McMurphy, Individually and as Administrator of the Estate of Tracey D. McMurphy
41.	Deborah Pindell, Individually, and as Personal Representative of the Estate of Marguerite Brooks, Vera Grayson, Tanowa Brooks, Denise Williams, and Marguerite Horton
42.	Dianne Smith, on behalf of Mary Jane Smith
43.	Dominic Mannella, as Executor for the Estate of Sally Mannella
44.	Donald Berry, Individually
45.	Donna Arera, individually and as Administrator of the Estate of Helen Stalgaitis
46.	Donna Brownstein, on behalf of the Estate of Steven Brownstein
47.	Donna Schley, Administratrix of the Estate of Sylvester Schley
48.	Douglas Cerbie, Executor of the Estate of Mary Ann Cerbie
49.	Edward Clark, Richard Clark, Elizabeth Sparr, Individually, and Edward Clark on behalf of the Estate of Aleene Clark
50.	Erin Pearson, as Personal Representative of the Wrongful Death Estate of James Sanderson
51.	Estate of Barbara Louise Matalucci, through Barbara Schlager, Executrix
52.	Estate of Jean F. Miller, through Sherrie A. Martinez, Administrator
53.	Estate of Sheila J. Craig Mitchell, through Kimberly Lucky, Administrator
54.	Eunice Fuentes Marquez, as Personal Representative of the Wrongful Death Estate of Cointa Marquez Aragon
55.	Faith Marietta Boose, as Administratrix of the Estate of Earl Morris
56.	Franchesca Rodriguez, Individually
57.	Frank C. Taylor, Administrator of the Estate of Maria A. Taylor, Deceased
58.	Frank Jordan, Jr., as Administrator of the Estate of Mary Kathleen Jordan
59.	Frauline Wolfe, as Representative of the Estate of Bryan Wolfe
60.	Gabe Betancourt, Individually, and Vanessa Betancourt, as the Personal Representative of the Wrongful Death Estate of Nellie Betancourt
61.	Glen Ray Hodge, as Administrator of the Estate of Mary Evelyn Hodge
62.	Glenn Howard, as Successor Administrator of the Estate of Joseph T. Bland, deceased

63.	Gloria Cabrera and Francisco Ramirez, Co-Personal Representatives of the Estate of Ramona Ramirez, on behalf of the Estate of Ramona Ramirez
64.	Greg L. Hunt, as Administrator of the Estate of Nancy R. Hunt
65.	Guy Morra, Wayne Morra, Albert Morra, the Estate of Roberta Furnier and Robert C. Collins, II, as Administrator of the Estate of Maryanna Morra
66.	Helen Laura Lopez, as Personal Representative of the Estate of Tom Pearl
67.	Holly Hampton, Individually, and on Behalf of the Estate of Lydia Hampton
68.	Ignacio Garcio, Individually and as Personal Representative of the Estate of Frances Lupasita Serna
69.	Jacobo Castro
70.	Jacqueline Redmond
71.	James E. Novak, Individually and as Personal Representative of the Estate of Janice C. Novak
72.	James Kolea, On Behalf Of The Estate Of David J. Patterson
73.	James M. Saxon, Jr., on behalf of the Estate of Joyce Barber
74.	James Williams, as Personal Representative of the Wrongful Death Estate of Josephine Garcia
75.	Janet Katinowsky, Administratrix of the Estate of Jennie A. Katinowsky
76.	Jennifer M. Palumbo and Laura A. Good, on behalf of the Estate of George Ilco
77.	Jessica Hugar, Individually
78.	Jo Harp, Executrix of the Estate of Nona Walker
79.	Joan Birmingham on behalf of the Estate of Melady Siegfried
80.	Joan K. Shayer
81.	Joann Parlett, Individually and as Personal Representative of the Estate of Shirley Boulton, Debbie Durling, Bryan Howlin, and Ronald Howlin
82.	Joe F. Byers, by and through his Successor-in-Interest, Courtland Byers; Courtland Byers, Individually; Armond Byers, Individually; and Joe Byers, Jr., Individually
83.	Joetta McDowney, on behalf of the Estate of Thomasine Jones
84.	Joleen Youngers, as Personal Representative of the Wrongful Death Estate of Presciliana Sanchez
85.	Joseph Y. Sweeney as Administrator DBN/CTA of the Estate of Joseph A. Sweeney
86.	Karen Peterson, as Administratrix of the Estate of Gladys Straight
87.	Karla Evans, as Guardian of Person and Property of Kathy D. Williams
88.	Kathleen Phipps on behalf of the Estate of Rose Russell
89.	Kathryn Williamson, on behalf of Gina Thiel
90.	Kelvin Arrington, Individually, and as the Personal Representative of the Estate of Alma Page; Maria Arrington; Adrienne Page; Gregory Page; and Linwood Page
91.	Landria Adams
92.	Larrice Harris, individually

93.	Larry B. Kline, on behalf of the Estate of David W. Kline, Sr.
94.	Laurie Ann Bright on behalf of Kay A. Bright
95.	Lawrence Zukowski, on behalf of the Estate of Frances Zukowski
96.	Lisa Collado
97.	Louis Rossignol, as Administrator of the Estate of Carlotta W. Elkins, deceased
98.	Maria Dematteo, on behalf of the Estate of Gerard Berrigan
99.	Maria L. Ayala, as Administratrix for the Estate of Oscar Rene Martinez
100.	Mark F. Busch, as Administrator of the Estate of Joel D. Busch
101.	Mark Moss, Administrator of the Estate of Billy M. Moss
102.	Mark Musso, on behalf of the Estate of Opal O. Musso
103.	Mark Salfi, as Executor of the Estate of Salvatore Salfi
104.	Marleen Chrzanowski, Individually
105.	Martha Bennett-Ryder, Administratrix of the Estate of Virginia Smith
106.	Mary Martinez, as Personal Representative of the Wrongful Death Estate of Candido Martinez
107.	Melissa Devericks, as Personal Representative of the Estate of Charles Everett Devericks, Sr.
108.	Melody Blake, on behalf of Arthur M. Blake
109.	Merla Graves, as Administratrix of the Estate of Christal Graves
110.	Michael Burdine, as Administrator of the Estate of Judy Burdine
111.	Michelle Hoffmaster, on behalf of the Estate of Rita Bommarito
112.	Michelle Sturtz, Individually and as Administratrix of the Estate of Jocelyn L. Wilson
113.	Murisa Anderson as Administrator and Personal Representative of the Estate of Helen Anderson and Ronnal J. Anderson
114.	Neil Gomillion and Lanita Gomillion
115.	Nicole Abramson, Personal Representative of the Estate of Aery Lawson, on behalf of the Estate of Aery Lawson
116.	Nina Devito, on behalf of the Estate of Vincent Devito
117.	Patricia A. Clifford, as Administratrix of the Estate of John Thomas Baker
118.	Patricia Hanna, as Administratrix of the Estate of Jo Ann Robinson
119.	Penny Raff, as Administratrix of the Estate of Tami Michelle Jennings
120.	Ralph Albert Romeo, as Power of Attorney for Anna Patricia Vaccaro
121.	Randall H. Alter, on behalf of the Estate of James Thompson Alter, IV
122.	Renita Adams, Conservator Of The Estate Of Pearl Parks
123.	Richard D. Schibell, on behalf of the Estate of Dolores Schibell-Tomaine
124.	Richard James Kirk, Individually, and as Personal Representative of the Estate of Helen Marie Kirk; and Thomas Edward Kirk, Individually, and as Personal Representative of the Estate of Helen Marie Kirk
125.	Riley Schaffer, as Personal Representative, of the Estate of Rachael Schaffer
126.	Robert M. Brown, Jr. as Administrator of the Estate of Robert M. Brown, Sr.
127.	Rosa Toledo-Lopez, Administratrix of the Estate of Adalberto Toledo
128.	Rosemarie Bucciarelli, on behalf of the Estate of Joseph Bucciarelli

129.	Roy Glen La Dirke Gaskins on behalf of the Estate of Roy Glen Gaskins
130.	Russell Barnes, on behalf of Carrie Barnes
131.	Samantha Ritter, on behalf of the Estate of Michelle M. Coquet
132.	Scott Wabals, on behalf of the Estate of Sally Martin
133.	Sharifah Bell and Joel Belcher as Co-Guardians of Antoinette Bell
134.	Sheryl Sligh-Anderson, Individually and as Personal Representative of the Estate of Barbara Lee Sligh, Marcia Sligh, and Marion Sligh
135.	Stacy Tyler, individually, and as Special Administrator of the Estate of Gary Tyler
136.	Stanley Melton
137.	Stephanie Claudio, as Power of Attorney for Cheryl Kulis
138.	Steven Robson, Administrator of the Estate of Marie Robson
139.	Steven S. Tucker and Amir L. Tucker, as Administrators of the Estate of Steven Seals
140.	Sylvester McElhaney, Individually and as Administrator Ad Prosequendum of the Estate of Christine Folds
141.	Tammy Riemenschnitter, on behalf of Heinrich Riemenschnitter
142.	Teresa Fowler, as Administratrix of the Estate of Reva L. Buckbee
143.	Teresa Thompson, as Personal Representative of the Estate of Orencl Barlow, deceased
144.	The Estate of John Labruce Brown, By and Through the Administratrix of the Estate, Odette Brown
145.	Thomas Lembessis Administrator Of The Estate Of Caroline Lembessis
146.	Tiffany Diane Wiggins, as Personal Representative of the Estate of Diane McDonald Wiggins
147.	Tommy Wayne White, Personal Representative of the Estate of Pauline White
148.	Valerie Bess, Administrator of the Estate of Mark Bess, Deceased
149.	Vicki Ann Miller, individually and as Personal Representative of the Estate of Brian Michael Miller, Joshua Miller, Nicolas Miller, and Analisa Miller
150.	Wendy Mongillo, Administratrix Of The Estate Of Audrey Childress
151.	William Brown, Individually
152.	William Chadwell, as Next Friend and Power of Attorney of Patsy Chadwell
153.	William P. Watson, on behalf of the Estate of Joanne M. Watson
	Unliquidated Healthcare Claimants
154.	Alan Levine (deceased), by the Personal Representative of the Wrongful Death Estate, Ellen Levine
155.	Alfred C. Edwards, Executor of the Estate of Barbara Edwards, Deceased
156.	Andrew A. Dietz, as Executor for the Estate of Jeffrey A. Dietz
157.	Andrew Henderson, As Administrator Of The Estate Of Marcy Henderson, Deceased
158.	Andrew MacDonald, Administrator of the Estate of Marlena Mack, Deceased
159.	Angie Morales, As Attorney In Fact For Ana C. Ortiz

160.	Ann Simmons
161.	Antolino Jacquez, Deceased, By The Personal Representative Of The Wrongful Death Estate, Barry Green, Esq.
162.	Arthur Wlodarski
163.	Barbara Corum
164.	Barbara Montague-Graham
165.	Barbara Willard, Administrator Of The Estate Of Evelyn Casey
166.	Barry Green, as Personal Representative for the Wrongful Death Estate of Christopher Sanchez
167.	Barry Green, as Personal Representative for the Wrongful Death Estate of Geraldine Thompson
168.	Betty Lou Shadle
169.	Betty Waggoneer
170.	Candace Whiteside as attorney-in-fact for Frank Whiteside
171.	Carrie Dorsey As Attorney-In-Fact For Lucille Hopson
172.	Cathy Cicala
173.	Charles Cobb
174.	Charles Freeman
175.	Cherae Tate, On Behalf Of Lorraine Brown
176.	Cheryl Beaudoin, on Behalf of the Estate of Barry H. Beaudoin, Amanda Beaudoin, Christopher Beaudoin, and Matthew Beaudoin
177.	Christopher J. Lynagh, Co-Executor of the Estate of Sonia A. Lynagh, Deceased
178.	Christopher Lucero, As Personal Representative Of The Estate Of Dorothy Rice
179.	Cindy Thomas as Executor of the Estate of Eloise R. Queen, deceased
180.	Cleo K. Stewart, By Charles E. Stewart Jr, Power Of Attorney
181.	Craig Gendreau, on Behalf of the Estate of Roger Gendreau
182.	Darrel Fedrick, Administrator of the Estate of Katherine Jackson
183.	David Alison and Linda Alison
184.	Deborah Gallagher
185.	Deborah Trogdon As Attorney-In-Fact For Johnnie Mae Devlin
186.	Denise M. Beck, Administratrix for the Estate of Naomi C. Brown, Deceased
187.	Denise R. Smaniotto, Executrix of the Estate of Patricia A. Russo, Deceased
188.	Dolores A. Rich, Executrix of the Estate of Helen R. Byers, Deceased
189.	Donald Gress, Administrator Of Estate for Joyce Kajmo
190.	Donald H. Thomas, Jr. individually and as Personal Representative of the Estate of Donald H. Thomas Sr., Patricia R. Thomas, and Michelle Howard
191.	Donald Messier, on Behalf of Janet Messier
192.	Donald Treimann, Deceased, By The Personal Representative Of The Wrongful Death Estate, Barry Green, Esq.
193.	Doreen Wind
194.	Doristene Walker

195.	Dorothy Dukes
196.	Douglas C. Martinson, II, As Personal Representative Of The Estate Of Bonnie Louise Blanton, Deceased
197.	Edwin Moulton, by his Legal Guardian, Joanne Moulton, and Joanne Moulton, Individually
198.	Eileen Walton
199.	Elizabeth Castro, Administratrix of the Estate of Ana Luz de Fernandez, Deceased
200.	Elizabeth Harkins
201.	Estate Of Alfred G. Giombetti, Through Carol Specht, Executor, And Rita Giombetti, Individually
202.	Estate Of Beverly White, By Ian White, Administrator
203.	Estate of Darla J. Adolini
204.	Estate Of Dorothy Scovil, Deceased, By And Through Cassandra Hamlett
205.	Estate of Harding Zelaya
206.	Estate of Michael Wulstein
207.	Estate Of Michelle Davis, By And Through Derek Patterson, Esquire, Administrator Of The Estate Of Michelle Davis
208.	Estate of Richard Jay Janowski, by Carolyn Janowski, Personal Representative, Carolyn Janowski, individually, Richard Janowski, Jr., and David Janowski
209.	Estate of Rosalie Parol, by Thomas Parol, Personal Representative, Thomas Parol, individually, Albert Parol, Lillian Lazzi, and Ruth Parol
210.	Estate Of Timothy Jones, By And Through Olivia Jones, Administratrix
211.	Ethel Saunders, as Testatrix of the Estate of Richard Saunders
212.	Feliz A. Rael, As Personal Representative For Eduardo Triste, Deceased
213.	Feliz Rael, As Personal Representative For David Cox, Deceased
214.	Frances Sydnor, Individually, and as Administratrix Of The Estate Of Jerome Sydnor, Deceased
215.	Frederick L. Couzzens, Individually And As Administrator Of The Estate Of Lana J. Couzzens-Heywood, Deceased
216.	Geraldine Faust
217.	Greg Coleman
218.	Gwendolyn Smith
219.	Horace Davis, Administrator of the Estate of Grace Kelly Davis, Deceased
220.	Hugh Williams
221.	Ivory Walker As Attorney-In-Fact For Barbara Barron
222.	Jacqueline L. Ostrander, Individually, And As Special Administrator, Personal Representative, And Statutory Heir To The Estate Of Sally Lou Scanlon and Denise Pauley, Individually, And As Statutory Heir To The Estate Of Sally Lou Scanlon
223.	Jacqueline McManus
224.	James Moyers as Personal Representative for Marilyn Mabery

225.	James R. Antonio, as Representative of the Estate of Donna J. Wayant, deceased, and Ruth Carter, as Wrongful Death Beneficiary
226.	James R. Caldwell, Jr., as Administrator of the Estate of James Caldwell
227.	Janet Smith, As Administratrix For The Estate Of La'toya Y. Gaither, Deceased
228.	Jania Boyd, Individually, and as Personal Representative of the Estate of Parker Frances, Deceased
229.	Jeffrey Zonfrillo, on Behalf of the Estate of Michael Zonfrillo Sr., Brian Zonfrillo, Dennis Zonfrillo, Michael Zonfrillo
230.	Jennifer A. Laparch as Executor of the Estate of Kathleen Camara
231.	Jerry Pickeral
232.	John Edward Clibbens Jr., Individually and as Executrix of the Estate of Virginia Clibbens, Deceased
233.	John Giancaterino, as Executor for the Estate Of June Giancaterino, Deceased
234.	John McCabe, Administrator of Estate for Lois McCabe
235.	Joleen K. Youngers, As Next Friend To Shealynn Garnenez
236.	Jonathan Baldwin, Deceased, By The Personal Representative Of The Wrongful Death Estate, Barry Green, Esq.
237.	Josefina Garcia, Deceased, By The Personal Representative Of The Wrongful Death Estate, Barry Green, Esq.
238.	Joseph Dugon, Power of Attorney on Behalf of Marianne Gilgore
239.	Joshua Blackwell, on Behalf of Randy Blackwell
240.	Joyce A. Dawson, Executor of the Estate of Audrey A. Walton, Deceased
241.	Karen Brant
242.	Karen Toto
243.	Katherine Aranda, Through Her Power Of Attorney, Michael Gutierrez
244.	Kathleen Bohr, Individually, as Executrix of the Estate of David William Bohr, Deceased, and as Guardian of Gabriel William Bohr
245.	Kathleen V. Donaghue, Personal Representative Of The Estate Of Dorothy F. Atkinson
246.	Kathryn Reveille
247.	Kathryn Thomas
248.	Kathy Langelo as Administratrix of the Estate of Diana DeRosato
249.	Kearicia J. Valiant, Individually And As Administratrix Of The Estate Of Alphonso H.W. Valiant
250.	Kevin Wormley, Attorney in Fact for Edward Wormley
251.	Larry May, as Guardian and Next Friend of Matthew May, Incapacitated
252.	Latoya Mitchell Individually, As Administrator And Administrator Ad Prosequendum Of The Estate Of Carolyn Mitchell
253.	Linda Doleno, Individually and as Executrix of the Estate of Anna M. Thomas
254.	Linda Lopez
255.	Lisa Tinch, As Statutory Heir And Special Administrator For The Estate Of Barbara Tinch; Robert Tinch, As Statutory Heir To Barbara Tinch; And Diana Carter, As Statutory Heir To Barbara Tinch

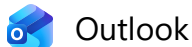
256.	Lois Carroll, Executor of the Estate of Arthur R. Pomerleau
257.	Lois Toby Smith
258.	Lori A. Potteiger, Executrix of the Estate of Ray G. Fegely, Deceased
259.	Lynn Capell
260.	Mabel Hill, By Her Attorney-In-Fact, Beverly Lane
261.	Macario Chavez, Deceased, By The Personal Representative Of The Wrongful Death Estate, Laura Horton
262.	Magnolia Terry, Deceased, By The Personal Representative Of The Wrongful Death Estate, Barry Green, Esq.
263.	Marcia Vaiuso Executrix Of The Estate Of Nancy H. Verneris
264.	Margaret Auman, Administrator of Estate for Paul Auman
265.	Maria Fernandez, By The Personal Representative Of The Wrongful Death Estate Of Rafael Fernandez, Deceased
266.	Marianne Reichwein
267.	Marilyn A. Sapone, Administrator for the Estate of Kathleen A. Wolff
268.	Marilyn Nouhan by and through Pamela Von Gizycki and Walter Von Gizycki, Court Appointed Guardians
269.	Mark E. Doorly, Administrator of the Estate of Shirleen D. Doorly, Deceased
270.	Mark Szypulski, Individually And As Administrator And Administrator Ad Prosequendum Of The Estate Of Honorata Szypulski, And Heronim Joseph Szypulski
271.	Marlin Kyle Allen
272.	Martha Watson, By Her Attorney-In-Fact, Anthony Watson
273.	Mary Bianco, Administrator of Estate for Louise Byers
274.	Mary Conte
275.	Mary Ramos, Deceased, By The Personal Representative Of The Wrongful Death Estate, Frances Ramos, And Nick Ramos, Sr.
276.	Mary Vogel, Individually and as The Personal Representative of The Estate Of Margaret Vogel, and John Vogel, and James Vogel
277.	Matthew Baillie, as Administrator Ad Prosequendum of the Estate of Robert Baillie, Deceased
278.	Matthew Fincher, as Personal Representative of Gayle Fincher, Plaintiff
279.	Maureen Greim, Executrix of the Estate of Patricia E. Kelly, Deceased
280.	Melanie Logan, As Administrator Of The Estate Of Ronald Gochenauer
281.	Michael Overend As Executor Of The Estate Of Joseph Overend
282.	Monica Jackson, Individually and as Personal Representative for the Estate Of Wallace Hayden Jr., and Rosalie Hayden
283.	Monique Tapia, Individually And By The Personal Representative Of The Wrongful Death Estate Of Manuel Medina, Deceased
284.	Myeson Brigerman, Administrator of the Estate of Gregory Brigerman
285.	Nancy Burkert
286.	Nancy Parker
287.	Nassar Goudarzi, Executor Of The Estate Of Emmajane Goudarzi, Deceased

288.	Neal R. Batdorf, Administrator for the Estate Of Tammy L. Beatty, Deceased
289.	Neil Shotton
290.	Nicholas Pomilio
291.	Njeri Ware Campbell as Attorney-In-Fact for William Campbell
292.	Pam Peters as Executor of the Estate of Darlene Davies
293.	Pamela Shreve, on behalf of the Estate of James Shreve
294.	Patricia Urey
295.	Patricia Waddell, Power of Attorney on Behalf of Kirk Dixon
296.	Patrick Burke
297.	Pedro Celestino Benavidez, Deceased, By The Personal Representative Of The Wrongful Death Estate, Barry Green, Esq.
298.	Peter Terzoglou And Roula Myers, Co-Administrators Of The Estate Of Niki Terzoglou, Deceased
299.	Pier Felton, as the Administrator of the Estate of Joyce Harris
300.	Priscilla Carr, Deceased, By The Personal Representative Of The Wrongful Death Estate, Barry Green, Esq.
301.	Quanisha Greenfield
302.	Raymond Carrillo, Deceased, By The Personal Representative Of The Wrongful Death Estate, Barry Green, Esq.
303.	Richard Woods, Jr. And Tonya Henry As Co-Administrators Of The Estate Of Sharly Battle
304.	Robert Butera
305.	Robert Parker, by and through his next friend, Isabell Parker
306.	Robert Sharp As Administrator & Personal Representative Of The Estate Of Marjorie Carroll
307.	Roxanne Curry as Administratrix of the Estate of Roberta Quinn
308.	Sandra Thomas-Camp As Administratrix Of The Estate Of Allan Camp, Sr., Deceased
309.	Sarah Velez, Individually, and as Administrator of the Estate of Michael Lawley, deceased
310.	Shahidah Adams, Individually, and as Administrator of the Estate of Inez B. Wallace, deceased
311.	Sharon Ann Haniebnik, Executrix of the Estate of Joan Ann Haniebnik
312.	Sharon Yapple (deceased), by the Personal Representative of the Wrongful Death Estate, Penny Anderson
313.	Sheila Sanders-Green, as Administratrix of the Estate of Harold L. Sanders, deceased
314.	Shirley Lavenia Refile, As Administratrix For The Estate Of Shirley Refile, Deceased
315.	Stephanie Ellis, As Attorney-In-Fact For Thomas Rozier
316.	Stephanie Nickelson, Individually, and as Executrix of the Estate of Steven R. Wilkerson and the Estate of Debra Wilkerson
317.	Susan Poli, Administrator Of Estate for Clyde Baker

318.	Susan Udinsky
319.	Tamara Nunley, as Administratrix of the Estate of Shirley Haskins
320.	Tammy Carita
321.	Tammy Umbrell as Administratrix for the Estate of Darlene Umbrell
322.	Terri Monaldi As Administratrix Of The Estate Of Patricia A. Smith, Deceased
323.	Terry R. Leiss, As Administrator for the Estate Of Joanne C. Leiss, Deceased
324.	The Estate Of George Velez, By And Through Grace Velez, Personal Representative; And Grace Velez, Individually
325.	The Estate Of Leroy Stock, By Rachel Stock, The Executor
326.	Thomas W. Banner, As Personal Representative To The Wrongful Death Estate Of Maria Escajeda
327.	Timothy Stubbs
328.	Vernetta Floyd
329.	Vicki Staller
330.	Vivian Montoya, Personal Representative Of The Wrongful Death Estate Of Tommy D. Chavez, Deceased
331.	Walter Brauer
332.	William Carter and Marla R. Carter, as Guardians of Linda C. Schoene, incapacitated
333.	Willis Dillon
	Administrative Healthcare Claimants
334.	Anthony Robinson, as Administrator of the Estate of William Robinson, Sr.
335.	Darlene Dusza, as Administrator of the Estate of Daniel Dusza
336.	William Campion
337.	David Hairston
338.	Thomas Nichols as Attorney-in-Fact of Innes Forbes

EXHIBIT

“A”



RE: Boston Globe

From Desatnik, Daniel <DDesatnik@proskauer.com>

Date Thu 12/4/2025 12:13 PM

To Helt, Marcus <Mhelt@mwe.com>

Cc Simon, Daniel <dsimon@mwe.com>; John Anthony <janthony@anthonyandpartners.com>; Nicholas Lafalce <nlafalce@anthonyandpartners.com>; MWS-Genesis <MWS-Genesis@mwe.com>; louis.robichaux <louis.robichaux@ankura.com>; Russell Perry <russell.perry@ankura.com>; Zluticky, Nicholas <nicholas.zluticky@stinson.com>; Rosen, Brian S. <brosen@proskauer.com>; Zach Hemenway <zachary.hemenway@stinson.com>

CAUTION: This email originated from outside of the organization. Do not click links or open attachments unless you recognize the sender and know the content is safe.

Dan, thanks for the call. To memorialize our conversation, the Debtors do not have a view today on whether the transcripts can be filed unsealed with legal filings. Moreover, to the extent an unsecured creditor (not a committee member), calls me and asks me for details regarding the bids, if I disclose that information to them I do so at my own risk that it violates the Bid Procedures Order.

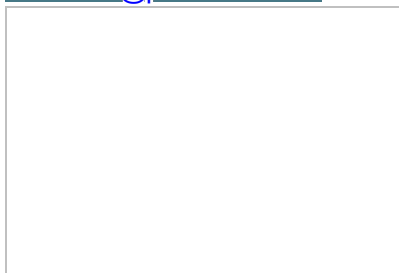
If you disagree with the above, please let me know.

Daniel S. Desatnik

Partner

[Proskauer](#)

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d 212.969.3191
c 917.582.9525
ddesatnik@proskauer.com



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Please consider the environment before printing this email

From: Helt, Marcus <Mhelt@mwe.com>

Sent: Thursday, December 4, 2025 11:13 AM

To: Desatnik, Daniel <DDesatnik@proskauer.com>

Cc: Simon, Daniel <dsimon@mwe.com>; John Anthony <janthony@anthonyandpartners.com>; Nicholas Lafalce <nlafalce@anthonyandpartners.com>; MWS-Genesis <MWS-Genesis@mwe.com>; louis.robichaux <louis.robichaux@ankura.com>; Russell Perry <russell.perry@ankura.com>; Zluticky, Nicholas <nicholas.zluticky@stinson.com>; Rosen, Brian S. <brosen@proskauer.com>; Zach Hemenway

This email sent by mhelt@mwe.com originated from outside the Firm.

You might be right, Danny. We will think about your point.

But we still would like to see them, again. If you could send them as soon as you can, that would be great.

Thank you.

Sent from my iPad

On Dec 4, 2025, at 9:25 AM, Desatnik, Daniel <DDesatnik@proskauer.com> wrote:

[External Email]

I believe they were shared with you in the beginning of the case. Why do you need them? The Committee's request on whether it can file the auction transcripts publicly or disclose the contents of the bids has nothing to do with its bylaws.

Daniel S. Desatnik

Partner

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Please consider the environment before printing this email

From: Simon, Daniel <dsimon@mwe.com>

Sent: Thursday, December 4, 2025 10:22 AM

To: Desatnik, Daniel <DDesatnik@proskauer.com>; John Anthony

<janthony@anthonyandpartners.com>; Nicholas Lafalce <nlafalce@anthonyandpartners.com>

Cc: MWS-Genesis <MWS-Genesis@mwe.com>; louis.robichaux <louis.robichaux@ankura.com>;

Russell Perry <russell.perry@ankura.com>; Zluticky, Nicholas <nicholas.zluticky@stinson.com>;

Rosen, Brian S. <brosen@proskauer.com>; Zach Hemenway <zachary.hemenway@stinson.com>

Subject: RE: Boston Globe

This email sent by dsimon@mwe.com originated from outside the Firm.

Good morning Danny,

Please send me the Committee bylaws (or the confidentiality provisions thereof) and then I will call you today.

Dan Simon

Partner, Restructuring

T: +1 404 260 8554 | M: +1 440 666 1970

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From: Desatnik, Daniel <DDesatnik@proskauer.com>

Sent: Thursday, December 4, 2025 10:18 AM

To: Simon, Daniel <dsimon@mwe.com>; John Anthony <janthony@anthonyandpartners.com>;
Nicholas Lafalce <nlafalce@anthonyandpartners.com>

Cc: MWS-Genesis <MWS-Genesis@mwe.com>; louis.robichaux <louis.robichaux@ankura.com>;
Russell Perry <russell.perry@ankura.com>; Zluticky, Nicholas <nicholas.zluticky@stinson.com>;
Rosen, Brian S. <brosen@proskauer.com>; Zach Hemenway <zachary.hemenway@stinson.com>

Subject: RE: Boston Globe

[External Email]

Dan, following up on times to discuss the issue below. I never received a response from you. Please let me know when you can speak today or just give me a call directly at 212.969.3191. I need an answer today.

Daniel S. Desatnik

Partner

[Proskauer](#)

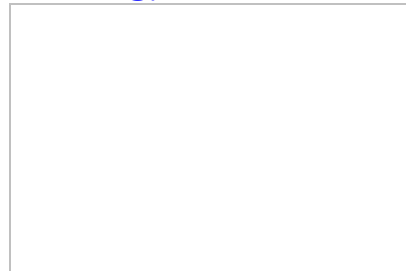
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c 917.582.9525

d-desatnik@proskauer.com



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Please consider the environment before printing this email

From: Desatnik, Daniel

Sent: Tuesday, December 2, 2025 3:06 PM

To: 'Simon, Daniel' <dsimon@mwe.com>; John Anthony <janthony@anthonyandpartners.com>;
Nicholas Lafalce <nlafalce@anthonyandpartners.com>

Cc: MWS-Genesis <MWS-Genesis@mwe.com>; louis.robichaux <louis.robichaux@ankura.com>;

Russell Perry <russell.perry@ankura.com>; Zluticky, Nicholas <nicholas.zluticky@stinson.com>;
Rosen, Brian S. <brosen@proskauer.com>; Zach Hemenway <zachary.hemenway@stinson.com>
Subject: RE: Boston Globe

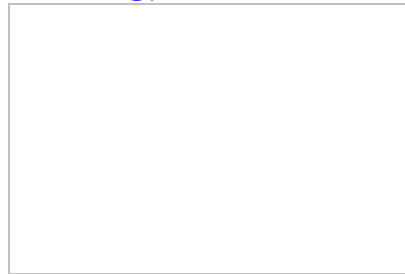
We will attach them to the appropriate pleadings at the appropriate time. If you believe we need a live discussion rather than an email exchange, please let me know what times you are available today or tomorrow to discuss.

Daniel S. Desatnik

Partner

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Please consider the environment before printing this email

From: Simon, Daniel <dsimon@mwe.com>

Sent: Tuesday, December 2, 2025 2:54 PM

To: Desatnik, Daniel <DDesatnik@proskauer.com>; John Anthony <janthony@anthonyandpartners.com>; Nicholas Lafalce <nlafalce@anthonyandpartners.com>
Cc: MWS-Genesis <MWS-Genesis@mwe.com>; louis.robichaux <louis.robichaux@ankura.com>; Russell Perry <russell.perry@ankura.com>; Zluticky, Nicholas <nicholas.zluticky@stinson.com>; Rosen, Brian S. <brosen@proskauer.com>; Zach Hemenway <zachary.hemenway@stinson.com>

Subject: RE: Boston Globe

This email sent by dsimon@mwe.com originated from outside the Firm.

I'm happy to engage with you regarding the filing of the auction transcript. I imagine it wouldn't occur until next Monday (alongside your objection), but if it occurs sooner, please let me know, and we can discuss sooner.

Dan Simon

Partner, Restructuring

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From: Desatnik, Daniel <DDesatnik@proskauer.com>

Sent: Tuesday, December 2, 2025 2:43 PM

To: Simon, Daniel <dsimon@mwe.com>; John Anthony <janthony@anthonyandpartners.com>; Nicholas Lafalce <nlafalce@anthonyandpartners.com>

Cc: MWS-Genesis <MWS-Genesis@mwe.com>; louis.robichaux <louis.robichaux@ankura.com>; Russell Perry <russell.perry@ankura.com>; Zluticky, Nicholas <nicholas.zluticky@stinson.com>; Rosen, Brian S. <brosen@proskauer.com>; Zach Hemenway <zachary.hemenway@stinson.com>

Subject: RE: Boston Globe

[External Email]

Dan,

Once again you have avoided my question on the use of transcripts for the hearing. You request that the parties consult but then you don't actually engage with us. I will take your non-engagement to indicate you do not object.

The section your reference deals with bids prior to the auction for purposes of determining the starting bid. It restricts sharing of the pre-auction bids to only the Consultation Parties and the U.S. Trustee. It has no applicability to the auction. If it did, bidders could not bid against each other as they would not be allowed to know each others' bids.

If you believe that section applies to bids made at the auction, please show a record where each of the incremental bids at the auction were supplied to the U.S. Trustee by the Debtors within 24 hours in compliance with that section.

Thanks,

Daniel S. Desatnik

Partner

[Proskauer](#)

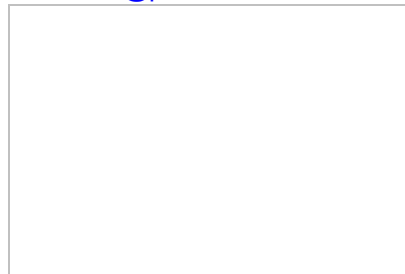
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New York, NY 10036-8299

d 212.969.3191

c 917.582.9525

ddesatnik@proskauer.com



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Please consider the environment before printing this email

From: Simon, Daniel <dsimon@mwe.com>

Sent: Tuesday, December 2, 2025 2:23 PM

To: Desatnik, Daniel <DDesatnik@proskauer.com>; John Anthony <janthony@anthonyandpartners.com>; Nicholas Lafalce <nlafalce@anthonyandpartners.com>

Cc: MWS-Genesis <MWS-Genesis@mwe.com>; louis.robichaux <louis.robichaux@ankura.com>; Russell Perry <russell.perry@ankura.com>; Zluticky, Nicholas <nicholas.zluticky@stinson.com>

Rosen, Brian S. <brosen@proskauer.com>, Zach Hemenway <zachary.hemenway@stinson.com>

Subject: RE: Boston Globe

This email sent by dsimon@mwe.com originated from outside the Firm.

My apologies, I meant top of p.14, not top of p.13.

Dan Simon

Partner, Restructuring

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From: Desatnik, Daniel <DDesatnik@proskauer.com>

Sent: Tuesday, December 2, 2025 2:04 PM

To: Simon, Daniel <dsimon@mwe.com>; John Anthony <janthony@anthonyandpartners.com>;
Nicholas Lafalce <nlafalce@anthonyandpartners.com>

Cc: MWS-Genesis <MWS-Genesis@mwe.com>; louis.robichaux <louis.robichaux@ankura.com>;
Russell Perry <russell.perry@ankura.com>; Zluticky, Nicholas <nicholas.zluticky@stinson.com>;
Rosen, Brian S. <brosen@proskauer.com>; Zach Hemenway <zachary.hemenway@stinson.com>

Subject: RE: Boston Globe

[External Email]

Dan,

As I told you below, we take this issue seriously and have asked you to provide the basis for your position. I do not see any language in what you cited that places any restrictions on the use of the auction transcript. Absent such language, I do not see how the strong bankruptcy policy favoring public auctions has been overridden.

I also note that you did not answer my question regarding your position on whether the auction transcripts can be attached to our pleadings. In the spirit of consulting with you first: we intend to file them publicly, so if you disagree, I expect you to voice that now.

I would hope before you accuse a Committee member of violating his confidentiality obligations and seek to silence him by threatening a lawsuit with monetary damages, you would raise the issue with us first.

Thanks,

Daniel S. Desatnik

Partner

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Please consider the environment before printing this email

From: Simon, Daniel <dsimon@mwe.com>
Sent: Tuesday, December 2, 2025 1:05 PM
To: Desatnik, Daniel <DDesatnik@proskauer.com>; John Anthony <janthony@anthonyandpartners.com>; Nicholas Lafalce <nlafalce@anthonyandpartners.com>
Cc: MWS-Genesis <MWS-Genesis@mwe.com>; louis.robichaux <louis.robichaux@ankura.com>; Russell Perry <russell.perry@ankura.com>; Zluticky, Nicholas <nicholas.zluticky@stinson.com>; Rosen, Brian S. <brosen@proskauer.com>; Zach Hemenway <zachary.hemenway@stinson.com>
Subject: RE: Boston Globe

This email sent by dsimon@mwe.com originated from outside the Firm.

Top of page 13 of Bidding Procedures are pretty clear to me. As is the fact that the Bidding Procedures contemplate that the only parties able to attend are those that have signed confidentiality agreements (other than the UST).

The only reason Mr. Anthony was in attendance was in his role as a Committee member. And I imagine anything that he obtains in his role as a Committee member cannot be freely shared with the press, without violating the terms of your bylaws. I would also hope that the Committee to take such an action more seriously than using it as yet another opportunity to cast aspersions on the Debtors.

We are always open to a discussion as to whether to waive such confidentiality to address disclosure in the upcoming hearing, but I would have strongly preferred that the discussion occur prior to widespread dissemination by a Committee member.

Dan Simon

Partner, Restructuring

T: +1 404 260 8554 | **M:** +1 440 666 1970
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From: Desatnik, Daniel <DDesatnik@proskauer.com>
Sent: Tuesday, December 2, 2025 12:47 PM
To: Simon, Daniel <dsimon@mwe.com>; John Anthony <janthony@anthonyandpartners.com>; Nicholas Lafalce <nlafalce@anthonyandpartners.com>
Cc: MWS-Genesis <MWS-Genesis@mwe.com>; louis.robichaux <louis.robichaux@ankura.com>; Russell Perry <russell.perry@ankura.com>; Zluticky, Nicholas <nicholas.zluticky@stinson.com>; Rosen, Brian S. <brosen@proskauer.com>; Zach Hemenway <zachary.hemenway@stinson.com>
Subject: RE: Boston Globe

[External Email]

Dan,

We are reviewing the allegations you raise. As you know, the Committee and its professionals take confidentiality obligations seriously and expect all parties—including the Debtors—to adhere strictly to the requirements imposed by the Court and the governing documents.

Before addressing the substance of your demands, we request that you identify the specific legal and factual basis for your assertion that the auction transcript is “confidential.” We have reviewed the Bid Procedures Order and the public notices issued in connection with the auction. The Bidding Procedures Order requires notice to be published in *The New York Times* and the *Wall Street Journal* and filed publicly on the docket, and nothing in the Bid Procedures Order states that the auction would be conducted in camera or otherwise closed to the public. To the contrary, the procedures expressly contemplate a transcribed auction and broad public notice, which strongly indicates that the auction was open and not subject to confidentiality protections. If the Debtors intended the auction to be confidential, contrary to strong bankruptcy policy favoring public auctions, that would have needed to be made explicit in the Bid Procedures Order. We have not identified such language.

Relatedly, please point us to the specific provision of the protective order or bylaws that you believe designates the transcript itself as confidential and advise whether the Debtors are taking the position that the transcripts cannot be publicly filed in pleadings relating to the sale. If that is the case, this is an issue that may require us to go before the Court.

While we investigate and obtain clarity from Mr. Anthony as to the facts, we want to be clear that the Committee does not concede that any breach of confidentiality has occurred in this instance or other “leaks”. The tone and demands in your email, particularly in the absence of citation to any governing provision designating the transcript as confidential, raise serious concerns that the communication is intended to chill participation by Committee members and other parties in interest. Such an approach is inconsistent with the transparency required in a section 363 sale process and FRBP Rule 6004. The Committee is very concerned that the Debtors are trying to keep the auction record in the dark, including by refusing to answer any questions about their selection of the successful bidder, the refusal to designate a back-up bid, and their refusal to share their final auction scorecard. Your email appears to be part and parcel of your desire to keep the auction and sale process behind closed doors and hidden from scrutiny.

Nevertheless, we will remind Committee members of their ongoing obligations under the bylaws pending further review. Once you provide the basis for your confidentiality assertion and we complete our factual inquiry, we will respond further.

All rights of the Committee, its members, and its professionals are reserved.

Daniel S. Desatnik

Partner

[Proskauer](#)

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Please consider the environment before printing this email

From: Simon, Daniel <dsimon@mwe.com>
Sent: Tuesday, December 2, 2025 12:13 PM
To: John Anthony <janthony@anthonyandpartners.com>; Nicholas Lafalce <nlafalce@anthonyandpartners.com>
Cc: MWS-Genesis <MWS-Genesis@mwe.com>; louis.robichaux <louis.robichaux@ankura.com>; Russell Perry <russell.perry@ankura.com>; Zluticky, Nicholas <nicholas.zluticky@stinson.com>; Rosen, Brian S. <brosen@proskauer.com>; Desatnik, Daniel <DDesatnik@proskauer.com>; Zach Hemenway <zachary.hemenway@stinson.com>
Subject: Boston Globe

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Committee counsel, you need to immediately ask your committee members to reaffirm the confidentiality provisions in the Committee bylaws. This is not the first leak we have heard, but certainly the most obvious. Please confirm that you will do this immediately.

Dan Simon

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