

Nathan Ochsner, Clerk

² Capitalized terms used and not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.

to 28 U.S.C. §§ 1408 and 1409; and this Court having found that due, sufficient, and proper notice of the Motion was provided under the circumstances and in accordance with the Bankruptcy Rules and the Bankruptcy Local Rules, and it appearing that no other or further notice need be provided; and upon consideration of the Motion and the First Day Declaration, and a hearing having been held to consider the relief requested in the Motion (the “**Hearing**”); and all objections to the Motion, if any, having been withdrawn, resolved, or overruled; and the relief requested in the Motion being in the best interests of the Debtors, their estates, their creditors, and all other parties in interest; and this Court having determined that the legal and factual bases set forth in the Motion and the First Day Declaration establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, IT IS HEREBY ORDERED THAT:

1. The Debtors are authorized, but not directed, to pay or otherwise satisfy any and all prepetition obligations owed on account of the Compensation and Benefits to it is in the ordinary course of business. The Court has made no determination on the independent directors compensation..

2. The Debtors are authorized, but not directed, to continue to pay and honor Compensation and Benefits to the Notified Employees during the Transition Period (and for any such longer period that the Notified Employees are employed by the Debtors).

3. The Debtors are authorized, but not directed, to continue, modify, and/or discontinue the Compensation and Benefits on a postpetition basis, in the ordinary course of business, in accordance with the Debtors’ prepetition policies and practices, and, in the Debtors’ discretion, to pay and honor prepetition and postpetition amounts related thereto.

4. The Debtors are authorized, but not directed, to continue to obtain Shared Services, to utilize the services of the Shared Services Providers, and to continue to account for the Debtors’ intercompany obligations with respect to the employee-related Shared Services consistent with prepetition practice; *provided that*, for the avoidance of doubt, the rights of the Debtors or their

estates to dispute the Debtors' intercompany obligations on any grounds (including the manner with which such intercompany obligations are accounted for postpetition) are reserved; *provided further that*, for the avoidance of doubt, nothing in this Order shall authorize the Debtors to make any payment to, or reimburse, any non-Debtor affiliate with respect to the provision of any Shared Services by a Shared Services Provider.

5. The Debtors are authorized, but not directed, to implement new programs, policies, and benefits, in the ordinary course of business during these Chapter 11 Cases and without need for further Court approval, subject to applicable law.

6. The Debtors shall not (i) honor any prepetition amounts related to the Compensation and Benefits to any individual that exceeds the priority amounts set forth in sections 507(a)(4) and 507(a)(5) of the Bankruptcy Code nor (ii) pay any amounts to "insiders" of the Debtors as that term is defined in section 101(31) of the Bankruptcy Code under any bonus, incentive, or retention plan without further order of the Court; *provided*, that the Debtors may, in the ordinary course of business and consistent with historical practices, permit Employees to use Paid Leave Benefits earned prepetition and pay Employees on account of accrued but unused PTO in excess of the priority amounts set forth in sections 507(a)(4) and 507(a)(5) of the Bankruptcy Code.

7. Nothing contained herein is intended or should be construed to create an administrative priority claim on account of the Compensation and Benefits obligations.

8. The Debtors are authorized, but not directed, to take all actions necessary to effectuate the relief granted in this Order.

9. The banks and financial institutions on which checks were drawn or electronic payment requests made in payment of the prepetition obligations approved herein are authorized and directed to receive, process, honor, and pay all such checks issued, or to be issued, and

electronic fund transfers requested, or to be requested, by the Debtors relating to such obligations, to the extent that sufficient funds are on deposit in available funds in the applicable accounts to cover such payments. When presented for payment, all such banks and financial institutions are authorized to rely on all representations made by the Debtors with respect to which checks, drafts, wires or transfers should be honored or dishonored in accordance with this or any other order of this Court, whether any such checks, drafts, wires or transfers are dated prior to, on, or subsequent to the Petition Date, without any duty to inquire otherwise.

10. The Debtors are authorized, but not directed, to issue new postpetition checks or effect new postpetition electronic fund transfer requests, and to replace any prepetition checks or electronic fund transfer requests that are inadvertently dishonored as a consequence of these Chapter 11 Cases with respect to any prepetition amounts that are authorized to be paid in connection with the relief granted herein.

11. All time periods set forth in this Order shall be calculated in accordance with Bankruptcy Rule 9006(a).

12. Notwithstanding anything to the contrary contained in the Motion or in this Order, any payment to be made hereunder, and any authorization contained herein, shall be subject to any interim and final orders, as applicable, approving the use of cash collateral and/or any postpetition debtor-in-possession financing (such orders, collectively, the “**Cash Collateral Orders**”), or authorizing the Debtors to continue their existing cash management system (such orders, collectively, the “**Cash Management Orders**”), and any budgets in connection with the Cash Collateral Orders. To the extent there is any inconsistency between the terms of the Cash Collateral Orders and the Cash Management Orders, as applicable, and any action taken or proposed to be

taken hereunder, the terms of the Cash Collateral Orders and the Cash Management Orders shall control.

13. Nothing contained in the Motion or this Order, nor any action taken pursuant thereto, nor any payment made pursuant to the authority granted thereby, is intended to be or shall be construed as: (a) an admission as to the amount of, basis for, or validity of any claim against a Debtor entity under the Bankruptcy Code or other applicable non-bankruptcy law; (b) a waiver of the Debtors' rights to dispute any claim on any grounds; (c) a promise or requirement to pay any claim; (d) an implication or admission that any claim is of a type specified or defined in this Motion or any order granting the relief requested by this Motion; (e) a release, waiver, or limitation of any claim or cause of action that the Debtors have (or may have) against any creditor or interest holder; (f) a request or authorization to assume, adopt, or reject any agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code; (g) a release, waiver, or limitation of any of the Debtors' rights under the Bankruptcy Code or any other applicable law; or (h) a concession by the Debtors that any liens (contractual, common law, statutory, or otherwise) that may be satisfied pursuant to this Motion are valid and the Debtors expressly reserve their rights to contest the extent, validity, or perfection or seek avoidance of any such liens.

14. Notice of the Motion as provided therein shall be deemed good and sufficient notice of such Motion, and the requirements of the Bankruptcy Rules, the Bankruptcy Local Rules, and the Procedures for Complex Cases in the Southern District of Texas are satisfied by such notice.

15. The requirements of Bankruptcy Rule 6003(a) have been satisfied.

16. Notwithstanding Bankruptcy Rule 6004(h), the terms and conditions of this Order are immediately effective and enforceable upon its entry.

17. Any party that accepts payments from the Debtors pursuant to this Order shall be deemed to have voluntarily submitted themselves to the jurisdiction of this Court on account of accepting payment pursuant to an order of this Court.

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

Signed: August 03, 2026


Alfredo R Pérez
United States Bankruptcy Judge