

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

VYAIRE MEDICAL, INC., *et al.*,¹

Debtors.

)
) Chapter 11
)

) Case No. 24-11217 (BLS)
)

) (Jointly Administered)
)

**NOTICE OF AGENDA OF MATTERS SCHEDULED
FOR HEARING ON AUGUST 19, 2024, AT 11:00 A.M. (PREVAILING
EASTERN TIME) BEFORE THE HONORABLE BRENDAN L. SHANNON**

**This proceeding will be conducted in person.
The hearing will be held on the 6th Floor in Courtroom No. 1.**

**Please refer to Judge Shannon's Chambers Procedures
(<https://www.deb.uscourts.gov/content/judge-brendan-l-shannon>) and the Court's website
(<http://www.deb.uscourts.gov/ecourt-appearances>) for information on the method of allowed
participation (video or audio), Judge Shannon's expectations of remote participants, and the
advance registration requirements. Registration is required by one-hour prior to the hearing
unless otherwise noticed using the eCourtAppearances tool available on the Court's website.**

MATTER GOING FORWARD

1. Motion of Debtors for Entry of an Order (I) Approving Bidding Procedures in Connection with the Sale of Substantially All of The Debtors' Assets, (II) Authorizing The Debtors to Enter into a Stalking Horse Agreement and Provide Bid Protections, (III) Approving the Form and Manner of Notice Thereof, (IV) Scheduling an Auction and Sale Hearing, (V) Approving Procedures for the Assumption and Assignment of Contracts, (VI) Approving the Sale of The Debtors' Assets Free and Clear, and (VII) Granting Related Relief (Filed June 10, 2024) [Docket No. 16]

Related Document(s):

- (a) Order (I) Approving Bidding Procedures in Connection with the Sale of Substantially All of The Debtors' Assets, (II) Authorizing The Debtors to Enter into a Stalking Horse Agreement and Provide Bid Protections, (III) Approving the Form and Manner of Notice Thereof,

¹ The last four digits of Debtor Vyair medical, Inc.'s federal tax identification number are 6495. A complete list of each of the Debtors in these chapter 11 cases and each such Debtor's federal tax identification number may be obtained on the website of the Debtors' claims and noticing agent at <https://omniagentsolutions.com/Vyair>. The location of Debtor Vyair Medical, Inc.'s principal place of business and the Debtors' service address in these chapter 11 cases is 26125 North Riverwoods Boulevard, Mettawa, Illinois, USA 60045.

- (IV) Scheduling an Auction and Sale Hearing, (V) Approving Procedures for the Assumption and Assignment of Contracts, (VI) Approving the Sale of The Debtors' Assets Free and Clear, and (VII) Granting Related Relief (Entered July 11, 2024) [Docket No. 249]
- (b) Notice of Bidding Procedures, Auction, and Sale Hearing (Filed July 11, 2024) [Docket No. 255]
- (c) First Notice to Contract Parties of Potentially Assumed and Assigned Executory Contracts and Unexpired Leases (Filed July 11, 2024) [Docket No. 256]
- (d) Notice of Extension of Certain Key Dates and Deadlines (Filed July 17, 2024) [Docket No. 263]
- (e) Second Notice of Extension of Certain Key Dates and Deadlines (Filed July 24, 2024) [Docket No. 311]
- (f) Third Notice of Extension of Certain Key Dates and Deadlines (Filed August 7, 2024) [Docket No. 353]
- (g) Notice of Auction for the Sale of the Debtors' Assets (Filed August 9, 2024) [Docket No. 371]

Response(s) Received:

- (a) Limited Objection and Reservation of Rights of Kuehne + Nagel Inc. to of Motion of Debtors for Entry of an Order (I) Approving Bidding Procedures in Connection with the Sale of Substantially All of The Debtors' Assets, (II) Authorizing The Debtors to Enter into a Stalking Horse Agreement and Provide Bid Protections, (III) Approving the Form and Manner of Notice Thereof, (IV) Scheduling an Auction and Sale Hearing, (V) Approving Procedures for the Assumption and Assignment of Contracts, (VI) Approving the Sale of The Debtors' Assets Free and Clear, and (VII) Granting Related Relief (Filed July 2, 2024) [Docket No. 133]
- (b) Objection of The Chubb Companies to (1) First Notice to Contract Parties of Potentially Assumed and Assigned Executory Contracts and Unexpired Leases and (2) Motion of Debtors for Entry of an Order (I) Approving Bidding Procedures in Connection with the Sale of Substantially All of the Debtors Assets, (II) Authorizing the Debtors to Enter into a Stalking Horse Agreement and Provide Bid Protections, (III) Approving the Form and Manner of Notice Thereof, (IV) Scheduling an Auction and Sale Hearing, (V) Approving Procedures for the Assumption and Assignment of Contracts, (VI) Approving the Sale of the Debtors Assets Free and Clear, and (VII) Granting Related Relief (Filed July 18, 2024) [Docket No. 264]

- (c) Limited Objection to First Notice to Contract Parties of Potentially Assumed and Assigned Executory Contracts and Unexpired Leases filed by Data-Modul, Inc. (Filed July 23, 2024) [Docket No. 299]
- (d) Objection of Cigna to First Notice to Contract Parties of Potentially Assumed and Assigned Executory Contracts and Unexpired Leases (Filed July 23, 2024) [Docket No. 301]
- (e) Objection of Airgas Therapeutics, LLC to Debtors' First Notice to Contract Parties of Potentially Assumed and Assigned Executory Contracts and Unexpired Leases (Filed July 24, 2024) [Docket No. 305]
- (f) Limited Objection of Greatbatch Medical to Notice to Contract Parties of Potentially Assumed and Assigned Executory Contracts and Unexpired Leases and Procedures for the Assumption and Assignment of its Contract (Filed July 24, 2024) [Docket No. 307]
- (g) Objection of Dell-Mettawa, LLC to First Notice to Contract Parties of Potentially Assumed and Assigned Executory Contracts and Unexpired Leases (Filed July 24, 2024) [Docket No. 309]
- (h) Limited Objection of Ewald Fleet Solutions LLC to First Notice to Contract Parties of Potentially Assumed and Assigned Executory Contracts and Unexpired Leases (Filed July 24, 2024) [Docket No. 310]
- (i) Objection of Spectrum Plastics Group to the Debtors' First Notice to Contract Parties of Potentially Assumed and Assigned Executory Contracts and Unexpired Leases (Filed July 25, 2024) [Docket No. 313]
- (j) Oracle's Limited Objection to and Reservation of Rights Regarding (A) Debtors' Sale Motion and (B) Debtors' First Notice to Contract Parties of Potentially Assumed and Assigned Executory Contracts and Unexpired Leases (Filed July 25, 2024) [Docket No. 314]
- (k) Objection of Kuehne + Nagel Inc. to Debtors' First Notice to Contract Parties of Potentially Assumed and Assigned Executory Contracts and Unexpired Leases (Filed July 25, 2024) [Docket No. 315] and Notice of Filing Exhibit (Filed July 25, 2024) [Docket No. 318]
- (l) Limited Objection and Reservation of Rights of Fischer USA, Inc. to Vyaire Medical, Inc.'s First and Second Notice to Contract Parties of Potentially Assumed and Assigned Executory Contracts and Unexpired Leases (Filed August 1, 2024) [Docket No. 342]
- (m) Objection and Reservation of Rights of Kilmainham Vyaire, LLC to Proposed Cure Amounts (Filed August 1, 2024) [Docket No. 345]

- (n) Objection of Quad DBC Holdings LLC to First Notice to Contract Parties of Potentially Assumed and Assigned Executory Contracts and Unexpired Leases (Filed August 1, 2024) [Docket No. 346]
- (o) Limited Objection and Reservation of Rights of Covington & Burling LLP and Reed Smith LLP to the Proposed Sale Transaction Filed by Reed Smith LLP, Covington & Burling LLP (Filed August 2, 2024) [Docket No. 348]
- (p) Limited Objection and Reservation of Rights of Fischer USA, Inc. to Debtors' Motion for Entry of an Order (I) Approving Bidding Procedures in Connection With the Sale of Substantially All of the Debtors Assets, (II) Authorizing the Debtors to Enter Into a Stalking Horse Agreement and Provide Bid Protections, (III) Approving the Form and Manner of Notice Thereof, (IV) Scheduling an Auction and Sale Hearing, (V) Approving Procedures for the Assumption and Assignment of Contracts, (VI) Approving the Sale of the Debtors Assets Free and Clear, and (VII) Granting Related Relief (Filed August 13, 2024) [Docket No. 376]
- (q) Hartford Fire Insurance Company and Hartford Insurance Company of the Midwests' Reservation of Rights and Limited Objection to the Debtors' Successful Bidder Notice to be Filed Pursuant to the Debtors Motion for Entry of an Order (I) Approving Bidding Procedures in Connection with the Sale of Substantially All of the Debtors' Assets, (II) Authorizing the Debtors to Enter into a Stalking Horse Agreement and Provide Bid Protections, (III) Approving the Form and Manner or Notice Thereof, (IV) Scheduling an Auction and Sale Hearing, (V) Approving Procedures for the Assumption and Assignment of Contracts, (VI) Approving the Sale of the Debtors' Assets Free and Clear, and (VII) Granting Related Relief (Filed August 13, 2024) [Docket No. 379]
- (r) Informal comments from Salesforce, Vestis Services, LLC f/k/a Aramark Uniform & Career Apparel LLC, Teledyne Marine/Teledyne Cable Solutions, Zensar Technologies Inc., Amazon Web Services, ProSymmetry, LLC, CEVA, SunMed, Jabil Inc., Cognizant Technology Solutions, WorkDay, Concur Technologies, Sarasota Memorial Hospital, Zensar Technologies, Integer, Merchants Automotive Group, Inc. d/b/a Merchants Fleet, and Global Healthcare Exchange.

Status: This matter is going forward. All cure objections will be continued to a hearing at a date to be determined.

Dated: August 15, 2024
Wilmington, Delaware

/s/ Patrick J. Reilley

COLE SCHOTZ P.C.

Patrick J. Reilley, Esq. (No. 4451)
500 Delaware Avenue, Suite 1410
Wilmington, Delaware 19801
Telephone: (302) 652-3131
Facsimile: (302) 652-3117
Email: preilley@coleschotz.com

- and -

Michael D. Sirota, Esq. (admitted *pro hac vice*)
Warren A. Usatine, Esq. (admitted *pro hac vice*)
Court Plaza North, 25 Main Street
Hackensack, New Jersey 07601
Telephone: (201) 489-3000
Facsimile: (201) 489-1536
Email: msirota@coleschotz.com
wusatine@coleschotz.com

*Co-Counsel to the Debtors
and Debtors in Possession*

KIRKLAND & ELLIS LLP

KIRKLAND & ELLIS INTERNATIONAL LLP

Joshua A. Sussberg, P.C. (admitted *pro hac vice*)
601 Lexington Ave
New York, New York 10022
Telephone: (212) 446-4800
Facsimile: (212) 446-4900
Email: joshua.sussberg@kirkland.com

- and -

Spencer A. Winters, P.C. (admitted *pro hac vice*)
Yusuf U. Salloum (admitted *pro hac vice*)
333 West Wolf Point Plaza
Chicago, Illinois 60654
Telephone: (312) 862-2000
Facsimile: (312) 862-2200
Email: spencer.winters@kirkland.com
yusuf.salloum@kirkland.com

*Co-Counsel to the Debtors
and Debtors in Possession*