

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

In re: VYAIRE MEDICAL, INC., <i>et al.</i> , ¹ Debtors.	)))))))	Chapter 11 Case No. 24-11217 (BLS) (Joint Administration Requested)
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**VERIFIED STATEMENT OF THE 1L AD HOC GROUP
PURSUANT TO BANKRUPTCY RULE 2019**

Pursuant to Rule 2019 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), certain beneficial holders or the investment advisors or managers for certain beneficial holders as identified on **Exhibit A** hereto (collectively, the “**1L Ad Hoc Group**”) hereby submit this verified statement (this “**Verified Statement**”), and in support hereof state as follows:

1. In March 2022, the 1L Ad Hoc Group (as comprised from time to time) formed and retained Gibson, Dunn & Crutcher LLP (“**Gibson Dunn**”) to represent it as legal counsel in connection with a potential restructuring of the outstanding debt obligations of the above-captioned debtors (the “**Debtors**”) and certain of their subsidiaries and affiliates. Subsequently, in June 2024, Gibson Dunn contacted Pachulski Stang Ziehl & Jones LLP (“**PSZJ**”) to serve as Delaware co-counsel to the 1L Ad Hoc Group.

2. As of the date of this Verified Statement, Gibson Dunn and PSZJ represent (as that term is defined in Bankruptcy Rule 2019(a)(2)) the 1L Ad Hoc Group, comprised of the beneficial holders or the investment advisors or managers for certain beneficial holders that are identified on

¹A 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’ proposed 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.

Exhibit A hereto in their capacities as lenders under that certain First Lien Credit Agreement, dated as of April 16, 2018 (as amended, restated, amended and restated, supplemented, or otherwise modified from time to time, the “**First Lien Credit Agreement**” and the Loans (as defined in the First Lien Credit Agreement) made thereunder, the “**First Lien Term Loans**”), by and among Vyair Company, as holdings, Vyair Medical, Inc., as the U.S. borrower, Vyair Finance B.V., as the Dutch borrower, the other lenders from time to time party thereto, and Bank of America, N.A., as administrative and collateral agent.

3. Gibson Dunn and PSZJ do not represent or purport to represent any other entities in connection with the Debtors’ chapter 11 cases. Gibson Dunn and PSZJ do not represent the 1L Ad Hoc Group as a “committee” (as such term is used in the Bankruptcy Code and Bankruptcy Rules) and do not undertake to represent the interests of, and are not fiduciaries for, any creditor, party in interest, or other entity that has not signed a retention agreement with Gibson Dunn or PSZJ. In addition, the 1L Ad Hoc Group does not represent or purport to represent any other entities in connection with the Debtors’ chapter 11 cases. Each member of the 1L Ad Hoc Group does not represent the interests of, nor act as a fiduciary for, any person or entity other than itself in connection with the Debtors’ chapter 11 cases.

4. Upon information and belief formed after due inquiry, Gibson Dunn and PSZJ do not hold any disclosable economic interests (as that term is defined in Bankruptcy Rule 2019(a)(1)) in relation to the Debtors.

5. The names and addresses of each of the members of the 1L Ad Hoc Group, together with the nature and amount of the disclosable economic interests held by each of them in relation to the Debtors, are set forth in **Exhibit A** attached hereto. The information set forth in **Exhibit A**

is based on information provided to Gibson Dunn and PSZJ by the members of the 1L Ad Hoc Group and is intended only to comply with Bankruptcy Rule 2019 and not for any other purpose.

6. The undersigned verifies that the foregoing is true and correct to the best of its knowledge.

7. Nothing contained in this Verified Statement is intended or shall be construed to constitute: (i) a waiver or release of the rights of any of the members of the 1L Ad Hoc Group to have any final order entered by, or other exercise of the judicial power of the United States performed by, an Article III court; (ii) a waiver or release of the rights of any of the members of the 1L Ad Hoc Group to have any and all final orders in any and all non-core matters entered only after de novo review by a United States District Judge; (iii) consent to the jurisdiction of the Court over any matter; (iv) an election of remedy; (v) a waiver of release of any rights of any of the members of the 1L Ad Hoc Group may have to a jury trial; (vi) a waiver or release of the right to move to withdraw the reference with respect to any matter or proceeding that may be commenced in these chapter 11 cases against or otherwise involving any of the members of the 1L Ad Hoc Group; or (vii) a waiver or release of any other rights, claims, actions, defenses, setoffs or recoupments to which any of the members of the 1L Ad Hoc Group are or may be entitled under the First Lien Credit Agreement, in law or in equity, applicable law or under any agreement or otherwise, with all such rights, claims, actions, defenses, setoffs or recoupments being expressly reserved in all respects.

8. The 1L Ad Hoc Group, through its undersigned counsel, reserves the right to amend or supplement this Verified Statement in accordance with the requirements of the Bankruptcy Rule 2019 at any time in the future.

Dated: June 11, 2024
Wilmington, Delaware

/s/ Laura Davis Jones

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