

**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)

Re: Docket No. 236

**CERTIFICATION OF COUNSEL
REGARDING DEBTORS' APPLICATION
FOR ENTRY OF AN ORDER AUTHORIZING THE
RETENTION AND EMPLOYMENT OF KIRKLAND & ELLIS LLP
AND KIRKLAND & ELLIS INTERNATIONAL LLP AS ATTORNEYS FOR
THE DEBTORS AND DEBTORS IN POSSESSION EFFECTIVE AS OF JUNE 9, 2024**

The undersigned counsel to Vyaire Medical, Inc. and certain of its affiliates, the debtors and debtors in possession in the above-captioned cases (collectively, the “Debtors”), hereby certifies as follows:

1. On July 9, 2024, the *Debtors’ Application for Entry of an Order Authorizing the Retention and Employment of Kirkland & Ellis LLP and Kirkland & Ellis International LLP as Attorneys for the Debtors and Debtors in Possession Effective as of June 9, 2024* [Docket No. 236] (the “Application”) was filed with the United States Bankruptcy Court for the District of Delaware (the “Court”). Attached thereto as Exhibit A was a proposed form of order granting the relief requested in the Application (the “Proposed Order”).

2. Pursuant to the *Notice of Debtors' Application for Entry of an Order Authorizing the Retention and Employment of Kirkland & Ellis LLP and Kirkland & Ellis International LLP*

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.

as Attorneys for the Debtors and Debtors in Possession Effective as of June 9, 2024 [Docket No. 236-1], objections or responses to the Application and entry of the Proposed Order were to be filed and served on the undersigned proposed counsel by July 23, 2024, at 4:00 p.m. (prevailing Eastern Time) (the “Objection Deadline”), except for the Office of the United States Trustee for the District of Delaware (the “U.S. Trustee”), whose deadline was extended to August 2, 2024.

3. Prior to the U.S. Trustee’s extended Objection Deadline, the Debtors received informal comments to the Application and Proposed Order from the U.S. Trustee.

4. The Debtors have not received any objections or other informal comments to the Application and Proposed Order.

5. The Debtors filed a supplemental declaration in support of the Application to address certain informal comments received from the U.S. Trustee, and the parties agreed to a revised Proposed Order, a copy of which is attached hereto as **Exhibit 1** (the “Revised Proposed Order”).

6. A blackline comparing the Revised Proposed Order against the Proposed Order is attached hereto as **Exhibit 2**.

7. The Debtors respectfully request that the Court enter the Revised Proposed Order at its earliest convenience.

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Dated: August 2, 2024
Wilmington, Delaware

/s/ Patrick J. Reilley

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