

**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)
)

**AT THE COURT'S DIRECTION,
THE HEARING IS CANCELLED**

**NOTICE OF AMENDED AGENDA OF MATTERS SCHEDULED
FOR HEARING ON JULY 31, 2024, AT 2:00 P.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.**

ADJOURNED MATTERS

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,

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.

(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, (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]

Response(s) Received:

- (f) 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]
- (g) 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]

- (h) 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]
- (i) 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]
- (j) 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]
- (k) 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]
- (l) 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]
- (m) 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]
- (n) 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]
- (o) 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]
- (p) 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]
- (q) Informal Comments from Salesforce, Vestis Services, LLC fka Aramark Uniform & Career Apparel LLC, Teledyne Marine/Teledyne Cable Solutions, Zensar Technologies Inc., Amazon Web Services, ProSymmetry, LLC, CEVA, SunMed, Merchants Automotive Group, Inc. d/b/a Merchants Fleet, Jabil Inc., Cognizant, Fischer USA.

Status: This matter is adjourned to a hearing at a date to be determined.

2. 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 (SEALED) (Filed July 17, 2024) [Docket No. 259]; (REDACTED) (Filed July 9, 2024) [Docket No. 236]

Related Document(s):

- (a) Supplement Declaration of Spencer A. Winters in Support of 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 (SEALED) (Filed July 26, 2024) [Docket No. 325]; (REDACTED) (Filed July 26, 2024) [Docket No. 326]

Objection Deadline: July 23, 2024, at 4:00 p.m. (prevailing Eastern Time)

Response(s) Received:

- (a) Informal comments from the U.S. Trustee

Status: This matter is adjourned to a hearing at a date to be determined. The Debtors are working to resolve informal comments and intend to submit a revised proposed order under certification of counsel.

3. Debtors' Application for Entry of an Order Authorizing the Retention and Employment of BDO USA P.C. as Tax Accountant for the Debtors and Debtors in Possession Effective as of the Petition Date, and Modifying Certain Timekeeping Requirements (Filed July 9, 2024) [Docket No. 238]

Objection Deadline: July 23, 2024, at 4:00 p.m. (prevailing Eastern Time)

Response(s) Received:

- (a) Limited Objection of the United States Trustee to Debtors' Application to Employ BDO USA P.C. (Filed July 23, 2024) [Docket No. 300]

Status: This matter is adjourned to a hearing at a date to be determined.

MATTERS WITH CERTIFICATES OF NO OBJECTION OR CERTIFICATIONS OF COUNSEL

4. Application of the Official Committee of Unsecured Creditors of Vyair Medical, Inc., *et al.*, to Retain and Employ McDermott Will & Emery LLP as Counsel, Effective June 28, 2024 (SEALED) (Filed July 9, 2024) [Docket No. 215]; (REDACTED) (Filed July 9, 2024) [Docket No. 230]

Related Document(s):

- (a) Supplemental Declaration of Sasha L. Azar in Support of Application of the Official Committee of Unsecured Creditors of Vyaire Medical, Inc., *et al.*, to Retain and Employ McDermott Will & Emery LLP as Counsel, Effective June 28, 2024 (Filed July 26, 2024) [Docket No. 321]
- (b) Supplemental Declaration of Darren Azman in Support of Application of the Official Committee of Unsecured Creditors of Vyaire Medical, Inc., *et al.*, to Retain and Employ McDermott Will & Emery LLP as Counsel, Effective June 28, 2024 (SEALED) (Filed July 26, 2024) [Docket No. 322]; (REDACTED) (Filed July 26, 2024) [Docket No. 323]
- (c) Certification of Counsel Regarding Application of the Official Committee of Unsecured Creditors of Vyaire Medical, Inc., *et al.*, to Retain and Employ McDermott Will & Emery LLP as Counsel, Effective June 28, 2024 (Filed July 26, 2024) [Docket No. 324]

Objection Deadline: July 23, 2024, at 4:00 p.m. (prevailing Eastern Time)

Response(s) Received:

- (a) Informal comments from the Office of the United States Trustee for the District of Delaware (the “U.S. Trustee”)

Status: A revised proposed form of order has been filed under certification of counsel. No hearing is required unless the Court has any questions.

5. Application of Debtors for Entry of an Order Authorizing Debtors to Employ and Retain Omni Agent Solutions, Inc. as Administrative Agent Effective as of the Petition Date (Filed July 9, 2024) [Docket No. 237]

Related Document(s):

- (a) Certification of Counsel Regarding Application of Debtors for Entry of an Order Authorizing Debtors to Employ and Retain Omni Agent Solutions, Inc. as Administrative Agent Effective as of the Petition Date (Filed July 26, 2024) [Docket No. 319]

Objection Deadline: July 23, 2024, at 4:00 p.m. (prevailing Eastern Time)

Response(s) Received:

- (a) Informal comments from the U.S. Trustee

Status: A revised proposed form of order has been filed under certification of counsel. No hearing is required unless the Court has any questions.

6. Debtors' Application for Entry of an Order Authorizing the Retention and Employment of Cole Schotz P.C. as Delaware Co-Counsel for the Debtors Effective as of the Petition Date (SEALED) (Filed July 17, 2024) [Docket No. 260]; (REDACTED) (Filed July 9, 2024) [Docket No. 239]

Related Document(s):

- (a) Certification of Counsel Regarding Debtors' Application for Entry of an Order Authorizing the Retention and Employment of Cole Schotz P.C. as Delaware Co-Counsel for the Debtors Effective as of the Petition Date (Filed July 25, 2024) [Docket No. 317]

Objection Deadline: July 23, 2024, at 4:00 p.m. (prevailing Eastern Time)

Response(s) Received:

- (a) Informal comments from the U.S. Trustee

Status: A revised proposed form of order has been filed under certification of counsel. No hearing is required unless the Court has any questions.

7. Application of Debtors for Entry of an Order (I) Authorizing the Retention and Employment of PJT Partners LP as Investment Banker to the Debtors and Debtors in Possession Effective as of the Petition Date, (II) Waiving Certain Information Requirements Pursuant to Local Rule 2016-2, and (III) Granting Related Relief (SEALED) (Filed July 17, 2024) [Docket No. 262]; (REDACTED) (Filed July 9, 2024) [Docket No. 240]

Related Document(s):

- (a) Certification of Counsel Regarding Application of Debtors for Entry of an Order (I) Authorizing the Retention and Employment of PJT Partners LP as Investment Banker to the Debtors and Debtors in Possession Effective as of the Petition Date, (II) Waiving Certain Information Requirements Pursuant to Local Rule 2016-2, and (III) Granting Related Relief (Filed July 26, 2024) [Docket No. 320]

Objection Deadline: July 23, 2024, at 4:00 p.m. (prevailing Eastern Time)

Response(s) Received:

- (a) Informal comments from the U.S. Trustee

Status: A revised proposed form of order has been filed under certification of counsel. No hearing is required unless the Court has any questions.

8. Debtors' Application for Entry of an Order Authorizing the (I) Retention of AP Services, LLC, (II) Designation of Charles Braley as Chief Restructuring Officer Effective as of the Petition Date, and (III) Granting Related Relief (REDACTED) (Filed July 9, 2024) [Docket No. 241]; (SEALED) (Filed July 17, 2024) [Docket No. 261]

Related Document(s):

- (a) Supplement Declaration of Charles Braley of AP Services, LLC (SEALED) (Filed July 26, 2024) [Docket No. 327]; (REDACTED) (Filed July 26, 2024) [Docket No. 328]
- (b) Certification of Counsel Regarding Debtors' Application for Entry of an Order Authorizing the (I) Retention of AP Services, LLC, (II) Designation of Charles Braley as Chief Restructuring Officer Effective as of the Petition Date, and (III) Granting Related Relief (Filed July 26, 2024) [Docket No. 329]

Objection Deadline: July 23, 2024, at 4:00 p.m. (prevailing Eastern Time)

Response(s) Received:

- (a) Informal comments from the U.S. Trustee

Status: A revised proposed form of order has been filed under certification of counsel. No hearing is required unless the Court has any questions.

9. Application for Entry of an Order Authorizing the Official Committee of Unsecured Creditors to Retain and Employ Berkeley Research Group, LLC, as Financial Advisor Effective as of June 28, 2024 (SEALED) (Filed July 10, 2024) [Docket No. 242]; (REDACTED) (Filed July 10, 2024) [Docket No. 243]

Related Document(s):

- (a) Certification of Counsel Regarding Application for Entry of an Order Authorizing the Official Committee of Unsecured Creditors to Retain and Employ Berkeley Research Group, LLC, as Financial Advisor Effective as of June 28, 2024 (Filed July 25, 2024) [Docket No. 316]

Objection Deadline: July 24, 2024, at 4:00 p.m. (prevailing Eastern Time)

Response(s) Received:

- (a) Informal comments from the U.S. Trustee

Status: A revised proposed form of order has been filed under certification of counsel. No hearing is required unless the Court has any questions.

Dated: July 30, 2024
Wilmington, Delaware

/s/ Patrick J. Reilley

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