

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

In re:	)	
	)	Chapter 11
VYAIRE MEDICAL, INC., <i>et al.</i> , ¹	)	Case No. 24-11217 (BLS)
	)	
Debtors.	)	(Jointly Administered)
	)	
	)	Re: Docket Nos. 619, 633, 698, 715, 734 & 742

**CERTIFICATION OF COUNSEL REGARDING FIRST OMNIBUS
ORDER AWARDING INTERIM ALLOWANCE OF COMPENSATION
FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES**

The undersigned counsel to the above-captioned debtors and debtors in possession (collectively, the “Debtors”) hereby certifies as follows:

1. In accordance with the *Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals and (II) Granting Related Relief* [Docket No. 218] (the “Interim Compensation Order”) and the *Order Appointing Fee Examiner and Establishing Related Procedures for the Review of Fee Applications of Retained Professionals* [Docket No. 690] (the “Fee Examiner Order”),² the Professionals filed Interim Fee Applications [Docket Nos. 619, 633, 698, 715, 734 & 742] with the United States Bankruptcy Court for the District of Delaware (the “Court”).

¹ The last four digits of Debtor Vyaire 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/Vyaire>. The location of Debtor Vyaire 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.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Interim Compensation Order or the Fee Examiner Order, as applicable.

2. Pursuant to the Interim Fee Applications, objections were to be filed and served no later than the objection deadline set forth in each Interim Fee Application, the last of which expired on December 4, 2024, at 4:00 p.m. (prevailing Eastern Time).

3. The Office of the United States Trustee for the District of Delaware (the “U.S. Trustee”) provided certain informal comments with respect to previously filed Monthly Fee Statements. The informal comments were resolved by, among other things, certain agreed upon reductions reflected in the Proposed Order (as defined below).

4. Further, pursuant to the Fee Examiner Order, the Fee Examiner filed the *Fee Examiner's Final Report Pertaining to Interim Fee Applications of Certain Retained Professionals* [Docket No. 827] (the “Fee Examiner Report”). As set forth in the Fee Examiner Report, the Fee Examiner recommends the approval of the fees and expenses requested in the Interim Fee Applications subject to the negotiated adjustments. The negotiated adjustments in the Interim Fee Applications address the Fee Examiner’s concerns and are reflected in the Proposed Order (as defined below).

5. Other than the Fee Examiner Report and the informal comments received from the U.S. Trustee, the Professionals received no objections or other responses to the Interim Fee Applications, and no objections or responses have been filed on the docket.

6. The hearing to consider approval of the Interim Fee Applications is currently scheduled for December 11, 2024, at 11:00 a.m. (prevailing Eastern Time).

7. Counsel to the Debtors prepared a proposed form of order (the “Proposed Order”) approving the Interim Fee Applications, which is attached hereto as **Exhibit A**.

8. The Proposed Order has been circulated to the Professionals, the U.S. Trustee, and the Fee Examiner. The Professionals, the U.S. Trustee, and the Fee Examiner do not object to entry of the Proposed Order.

9. Accordingly, the Debtors respectfully request that the Court entered the Proposed Order at its earliest convenience.

Dated: December 9, 2024
Wilmington, Delaware

/s/ Patrick J. Reilley

COLE SCHOTZ P.C.

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