

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

In re:)	
)	Chapter 11
CARESTREAM HEALTH, INC., <i>et al.</i> , ¹)	
)	Case No. 22-10778 (JKS)
)	
Debtors.)	(Jointly Administered)
)	

**DEBTORS’ WITNESS AND EXHIBIT LIST FOR CONFIRMATION HEARING
SET FOR SEPTEMBER 28, 2022, AT 2:00 P.M. (PREVAILING EASTERN TIME)**

PLEASE TAKE NOTICE THAT the above-captioned debtors and debtors in possession (collectively, the “Debtors”) hereby submit their witness and exhibit list in connection with the Confirmation hearing currently scheduled to begin on **September 28, 2022, at 2:00 p.m. (prevailing Eastern Time)** (the “Hearing”).

WITNESSES

Subject to the Court’s approval, the Debtors do not presently intend to offer live testimony from any witness, but reserve the right to do so. The Debtors will have the following witnesses available on the Zoom platform to the extent the Court or parties in interest have questions.

1. **Scott Rosa, Chief Financial Officer, of Carestream Health, Inc.** Scott Rosa is the Debtors’ Chief Financial Officer, and Company’s declarant in support of approval of the Disclosure Statement and Confirmation. The Debtors will ask the Court to admit Mr. Rosa’s Declaration [Docket No. 164] (the “Rosa Declaration”) into evidence. Mr. Rosa will be available to address questions from the Court or any party in interest regarding the Rosa Declaration or the factual bases for the first-day and confirmation-related relief the Debtors seek.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Carestream Health, Inc. (0334); Carestream Health Acquisition, LLC (0333); Carestream Health Canada Holdings, Inc. (7700); Carestream Health Holdings, Inc. (7822); Carestream Health International Holdings, Inc. (5771); Carestream Health International Management Company, Inc. (0532); Carestream Health Puerto Rico, LLC (8359); Carestream Health World Holdings, LLC (1662); and Lumisys Holding Co. (3232). The location of the Debtors’ service address is: 150 Verona Street, Rochester, New York 14608.



2. **Marc Brown, Managing Director of AlixPartners, LLP.** Marc Brown is the Debtors’ Financial Advisor declarant. The Debtors will ask the Court to admit the the declaration [Docket No. 166] (the “Brown Declaration”) into evidence. Mr. Brown will be available to address questions from the Court or any party in interest regarding the Brown Declaration or the factual bases for the confirmation relief the Debtors seek.

3. **Andrew Turnbull, Managing Director, of Houlihan Lokey Capital, Inc.** Andrew Turnbull is the Debtors’ Investment Banker declarant. The Debtors will ask the Court to admit the the declaration [Docket No. 165] (the “Turnbull Declaration”) into evidence. Mr. Turnbull will be available to address questions from the Court or any party in interest regarding the Turnbull Declaration or the factual bases for the confirmation relief the Debtors seek.

4. **Adam Gorman, Director of Corporate Restructuring Services, Kurtzman Carson Consultants LLC.** Adam Gorman is the declarant in support of the *Declaration of Adam Gorman Regarding Solicitation and Tabulation of Votes on the Rejecting the Joint Prepackaged Chapter 11 Plan of Reorganization of Carestream Health, Inc., and Its Debtor Affiliates* [Docket No. 42] (the “KCC Voting Declaration”). Mr. Gorman will be available to address questions from the Court or any party in interest regarding the service of the solicitation materials.

5. Any person called as a fact witness by another party.

6. Rebuttal witnesses as necessary.

EXHIBITS

The Debtors may offer the following exhibits at the Hearing:

Ex. No.	Document	Marked	Admitted	Objs.
1.	Declaration of Scott H. Rosa, Chief Financial Officer of Carestream Health, Inc., in Support of Chapter 11 Petitions and First Day Motions [Docket No. 16].			
2.	Declaration of Robert Jordan in Support of Debtors’ Application for Authorization to Employ and Retain Kurtzman Carson Consultants LLC as Claims and Noticing Agent Effective as of August 23, 2022 [Docket No. 4, Exhibit B].			

Ex. No.	Document	Marked	Admitted	Objs.
3.	Declaration of Andrew Turnbull in Support of the Debtors' Motion Seeking Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Obtain Postpetition Financing and (B) Utilize Cash Collateral, (II) Granting Liens and Superpriority Administrative Expense Claims, (III) Granting Adequate Protection, (IV) Modifying the Automatic Stay, (V) Scheduling a Final Hearing, and (VI) Granting Related Relief [Docket No. 18 (Sealed Version), Exhibit B].			
4.	Declaration of Andrew Turnbull in Support of the Debtors' Motion Seeking Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Obtain Postpetition Financing and (B) Utilize Cash Collateral, (II) Granting Liens and Superpriority Administrative Expense Claims, (III) Granting Adequate Protection, (IV) Modifying the Automatic Stay, (V) Scheduling a Final Hearing, and (VI) Granting Related Relief [Docket No. 30-1 (Redacted Version), Exhibit B].			
5.	Declaration of Scott H. Rosa in Support of The Debtors' Motion for Entry of an Order (I) Approving the Debtors' Entry into the Exit ABL Facility Commitment Documents, (II) Authorizing Payment of Fees and Expenses Thereunder, and (III) Granting Related Relief [Docket No. 32]			
6.	Declaration of Adam Gorman Regarding Solicitation and Tabulation of Votes on the Rejecting the Joint Prepackaged Chapter 11 Plan of Reorganization of Carestream Health, Inc., and Its Debtor Affiliates [Docket No. 42].			
7.	Affidavit of Service of Solicitation Materials [Docket No. 39].			
8.	Publication Notice [Docket No. 66, Exhibit 2].			

Ex. No.	Document	Marked	Admitted	Objs.
9.	Affidavit of Service [Docket No. 112].			
10.	Affidavit of Publication - New York Times (National Edition) [Docket No. 115].			
11.	Affidavit of Publication - New York Times (International Edition) [Docket No. 116].			
12.	Affidavit of Publication - Democrat and Chronicle [Docket No. 117].			
13.	Supplemental Certificate of Service re: Notice of (I) Commencement of Prepackaged Chapter 11 Bankruptcy Cases, (II) Combined Hearing on the Disclosure Statement, Confirmation of the Joint Prepackaged Chapter 11 Plan, and Related Matters, and (III) Related Objection and Briefing Deadlines [Docket No. 134].			
14.	Supplemental Certificate of Service re: Notice of (I) Commencement of Prepackaged Chapter 11 Bankruptcy Cases, (II) Combined Hearing on the Disclosure Statement, Confirmation of the Joint Prepackaged Chapter 11 Plan, and Related Matters, and (III) Related Objection and Briefing Deadlines [Docket No. 158].			
15.	Declaration of Scott H. Rosa, Chief Financial Officer of Carestream Health, Inc., in Support of the Debtors' Disclosure Statement for, and Confirmation of, the Joint Prepackaged Chapter 11 Plan of Reorganization of Carestream Health, Inc. and Its Debtor Affiliates [Docket No. 164].			

Ex. No.	Document	Marked	Admitted	Objs.
16.	Declaration of Andrew Turnbull, Managing Director of Houlihan Lokey Capital, Inc., in Support of the Disclosure Statement for, and Confirmation of, the Joint Prepackaged Chapter 11 Plan of Reorganization of Carestream Health, Inc., and Its Debtor Affiliates [Docket No. 165].			
17.	Declaration of Marc Brown, Managing Director of AlixPartners, LLP, in Support of The Debtors' Disclosure Statement for, and Confirmation of, the Joint Prepackaged Chapter 11 Plan of Reorganization of Carestream Health, Inc., and Its Debtor Affiliates [Docket No. 166].			

PLEASE TAKE FURTHER NOTICE THAT the Debtors reserve the right to amend, supplement, and modify the Witness List and Exhibit List and introduce into evidence (i) any exhibits listed by other parties, (ii) any documents for the purposes of rebuttal or impeachments, or (iii) any pleadings or other court filings. The Debtors further reserve the right to call any witness identified by any other party or for the purposes of rebuttal.

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Dated: September 27, 2022
Wilmington, Delaware

/s/ Laura Davis Jones

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