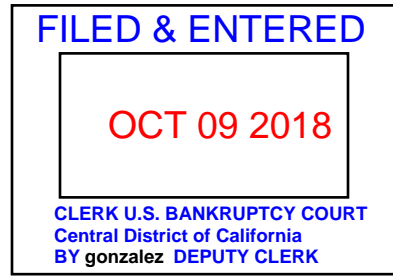


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6 Proposed Attorneys for the Chapter 11 Debtors and  
7 Debtors In Possession

8 **CHANGES MADE BY COURT**  
9 **UNITED STATES BANKRUPTCY COURT**

10 **CENTRAL DISTRICT OF CALIFORNIA - LOS ANGELES DIVISION**

11 In re

Lead Case No. 2:18-bk-20151-ER

12 VERITY HEALTH SYSTEM OF  
13 CALIFORNIA, INC., *et al.*,

Jointly Administered With:

14 Debtors and Debtors In Possession.

- CASE NO.: 2:18-bk-20162-ER
- CASE NO.: 2:18-bk-20163-ER
- CASE NO.: 2:18-bk-20164-ER
- CASE NO.: 2:18-bk-20165-ER
- CASE NO.: 2:18-bk-20167-ER
- CASE NO.: 2:18-bk-20168-ER
- CASE NO.: 2:18-bk-20169-ER
- CASE NO.: 2:18-bk-20171-ER
- CASE NO.: 2:18-bk-20172-ER
- CASE NO.: 2:18-bk-20173-ER
- CASE NO.: 2:18-bk-20175-ER
- CASE NO.: 2:18-bk-20176-ER
- CASE NO.: 2:18-bk-20178-ER
- CASE NO.: 2:18-bk-20179-ER
- CASE NO.: 2:18-bk-20180-ER
- CASE NO.: 2:18-bk-20181-ER

15  Affects All Debtors

- 16  Affects Verity Health System of California, Inc.
- 17  Affects O'Connor Hospital
- 18  Affects Saint Louise Regional Hospital
- 19  Affects St. Francis Medical Center
- 20  Affects St. Vincent Medical Center
- 21  Affects Seton Medical Center
- 22  Affects O'Connor Hospital Foundation
- 23  Affects Saint Louise Regional Hospital Foundation
- 24  Affects St. Francis Medical Center of Lynwood Foundation
- 25  Affects St. Vincent Foundation
- 26  Affects St. Vincent Dialysis Center, Inc.
- 27  Affects Seton Medical Center Foundation
- 28  Affects Verity Business Services
- Affects Verity Medical Foundation
- Affects Verity Holdings, LLC
- Affects De Paul Ventures, LLC
- Affects De Paul Ventures - San Jose ASC, LLC

Chapter 11 Cases

Hon. Judge Ernest M. Robles

**FINAL ORDER GRANTING DEBTORS' EMERGENCY MOTION FOR ENTRY OF AN ORDER AUTHORIZING DEBTORS TO HONOR PREPETITION OBLIGATIONS TO CRITICAL VENDORS**

HEARING:

Date: October 3, 2018  
Time: 10:00 a.m.  
Place: Courtroom 1568

Debtors and Debtors In Possession.

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1 At the above referenced date, time and location, the Court held a continued hearing on  
2 *Debtors' Emergency Motion for Entry of an Order Authorizing Debtors to Honor Prepetition*  
3 *Obligations to Critical Vendors* (the "Motion") [Docket No. 29]<sup>1</sup> filed by Verity Health System  
4 of California, Inc. and the above-referenced affiliated debtors, the debtors and the debtors in  
5 possession in the above-captioned chapter 11 bankruptcy cases (collectively, the "Debtors") for  
6 entry of a final order authorizing, but not directing, the Debtors to continue to pay and/or honor  
7 the prepetition claims of critical vendors up to an additional \$15 Million, for a total of up to \$20  
8 Million as needed. Appearances were made as set forth in the Court's record.

9 The Court, having considered the Motion, all pleadings and declarations filed by the  
10 Debtors in support of the Motion, any objections thereto, including the limited objection [Docket  
11 No. 289] filed by UMB Bank, N.A, as master indenture trustee and Wells Fargo Bank, National  
12 Association, as indenture trustee (together, "UMB") and the response [Docket No. 314] filed by  
13 the Official Committee of Unsecured Creditors (the "Committee"), and arguments of counsel, **and**  
14 **for the reasons set forth in the Court's tentative ruling [Doc. No. 386], which the Court adopts as**  
15 **its final ruling and which is incorporated herein by reference**, and good cause appearing,

16 **IT IS HEREBY ORDERED THAT:**

- 17 1. The Motion is granted on a final basis subject to the terms of this Order.
- 18 2. The Debtors are authorized, but not directed, in their sole discretion, to continue to  
19 pay and/or honor the prepetition claims of their most critical vendors in an amount of up to an  
20 additional \$15 Million, for a total of up to \$20 Million, as needed, which includes the \$5 Million  
21 approved on an interim basis by prior order of this Court [Docket No. 134], in the ordinary course  
22 of the Debtors' business, pursuant to the Protocol described in the Motion in accordance with the  
23 Budget and subject to certain Terms and Conditions and the Accountability Requirements (as  
24 modified herein), as set forth more fully in their Motion.
- 25 3. As to the Committee and UMB, the Accountability Requirements are modified as  
26 follows:

27 \_\_\_\_\_  
28 <sup>1</sup> Capitalized terms not otherwise defined herein have the meanings ascribed to them in the Motion.

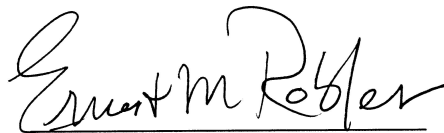
- 1 a. The Debtors shall make their list of potential Critical Vendors available to
- 2 the Committee's advisors and UMB immediately;
- 3 b. The Debtors shall provide the Committee and UMB with weekly reporting
- 4 as to Critical Vendor payments; and
- 5 c. The Debtors shall provide the Committee and UMB with three (3) business
- 6 days' notice regarding any proposed payments in excess of \$250,000 in the
- 7 aggregate to vendors not on the initial Critical Vendor list.

8 **IT IS SO ORDERED.**

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Date: October 9, 2018



Ernest M. Robles  
United States Bankruptcy Judge