

SAMUEL R. MAIZEL (Bar No. 189301)
samuel.maizel@dentons.com
TANIA M. MOYRON (Bar No. 235736)
tania.moyron@dentons.com
CLAUDE D. MONTGOMERY (admitted *pro hac vice*)
claudemontgomery@dentons.com
DENTONS US LLP
601 South Figueroa Street, Suite 2500
Los Angeles, California 90017-5704
Tel: (213) 623-9300 / Fax: (213) 623-9924
Attorneys for the Chapter 11 Debtors and
Debtors In Possession

FILED & ENTERED

MAY 29 2019

CLERK U.S. BANKRUPTCY COURT
Central District of California
BY gonzalez DEPUTY CLERK

UNITED STATES BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA - LOS ANGELES DIVISION

In re

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

Debtors and Debtors In Possession.

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

Jointly Administered With:

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

Hon. Ernest M. Robles

**ORDER GRANTING DEBTORS' MOTION FOR
APPROVAL OF COMPROMISE WITH
PREMIER INC. PURSUANT TO FEDERAL
RULE OF BANKRUPTCY PROCEDURE 9019
AND BANKRUPTCY CODE § 365**

**[RELATES TO DOCKET NOS. 2285; 2352; 2382;
2412]**

Hearing:

Date: May 21, 2019

Time: 10:00 a.m.

Location: Courtroom 1568 255 E. Temple St., Los
Angeles, CA

☒ Affects All Debtors

☐ Affects Verity Health System of
California, Inc.

☐ Affects O'Connor Hospital

☐ Affects Saint Louise Regional Hospital

☐ Affects St. Francis Medical Center

☐ Affects St. Vincent Medical Center

☐ Affects Seton Medical Center

☐ Affects O'Connor Hospital Foundation

☐ Affects Saint Louise Regional Hospital
Foundation

☐ Affects St. Francis Medical Center of
Lynwood Foundation

☐ Affects St. Vincent Foundation

☐ Affects St. Vincent Dialysis Center, Inc.

☐ Affects Seton Medical Center Foundation

☐ Affects Verity Business Services

☐ Affects Verity Medical Foundation

☐ Affects Verity Holdings, LLC

☐ Affects De Paul Ventures, LLC

☐ Affects De Paul Ventures - San Jose
Dialysis, LLC

Debtors and Debtors In Possession.

DENTONS US LLP
601 SOUTH FIGUEROA STREET, SUITE 2500
LOS ANGELES, CALIFORNIA 90017-5704
(213) 623-9300



18201511905290000000000002

DENTONS US LLP
601 SOUTH FIGUEROA STREET, SUITE 2500
LOS ANGELES, CALIFORNIA 90017-5704
(213) 623-9300

The Court, having read and considered the *Debtors' Motion for Approval of Compromise with Premier Inc. Pursuant to Federal Rule of Bankruptcy Procedure 9019 and Bankruptcy Code § 365* [Docket No. 2285 (originally filed at Docket No. 2283)] (the "Motion") filed by Verity Health System of California, Inc. and the above-referenced affiliated debtors, the debtors and debtors in possession in the above-captioned chapter 11 bankruptcy cases (collectively, the "Debtors"), and the papers and declarations in support thereof, including the *Notice of Errata to Debtors' Motion for Approval of Compromise with Premier Inc. Pursuant to Federal Rule of Bankruptcy Procedure 9019 and Bankruptcy Code § 365* [Docket No. 2352] (the "Notice"), the *Debtors' and Premier Inc.'s (And Subsidiaries) Joint Motion and Joint Motion for Entry of an Order Sealing Confidential Agreements Re Rule 9019 and Section 365 Motion* [Docket No. 2313 (originally filed at Docket No. 2303)], the *Official Committee of Unsecured Creditors' Response to the Debtors' and Premier Inc.'s (and Subsidiaries') Joint Motion for Entry of an Order Sealing Confidential Documents Re: Rule 9019 and Section 365* [Docket. No. 2347], the *Order Granting Debtors' and Premier Inc.'s (And Subsidiaries) Joint Motion for Entry of an Order Sealing Confidential Agreements Re Rule 9019 and Section 365 Motion* [Docket No. 2382] (the "Under Seal Order"), the *Official Committee of Unsecured Creditors' Response to the Debtors' Motion for Approval of Compromise with Premier Inc. Pursuant to Federal Rule of Bankruptcy Procedure 9019 and Bankruptcy Code § 365* [Docket No. 2389] filed by the Official Committee of Unsecured Creditors (the "UCC"), and no objection or other response having been filed to the Motion; finds that (i) the Court has jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. § 1334, (ii) venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409, (iii) this is a core proceeding pursuant to 28 U.S.C. § 157(b), (iv) proper notice of the Motion (including the filing of documents pursuant to the Under Seal Order) was provided, and (v) the Settlement Agreement attached hereto is adequate, fair and reasonable, and is in the best interests of the estate and creditors; and for the reasons set forth in the Court's tentative ruling on the Motion [Docket No. 2412], which is incorporated herein by reference; and good and sufficient cause having been shown,

DENTONS US LLP
601 SOUTH FIGUEROA STREET, SUITE 2500
LOS ANGELES, CALIFORNIA 90017-5704
(213) 623-9300

IT IS HEREBY ORDERED:

1. The Motion is granted in its entirety.

2. The Settlement Agreement attached as Exhibit “A” to the Motion (filed as an attached Exhibit “A” to the Notice) is approved in its entirety, including with respect to each of the transactions and actions set forth therein, and the Debtors may enter into the Settlement Agreement effective as of the Execution Date (as defined in the Settlement Agreement) and may consummate the transactions and take any and all actions contemplated therein.

3. The Settlement Agreement shall be binding upon the Parties (as defined in the Settlement Agreement) pursuant to the terms set forth therein.

4. The Debtors’ assumption of the Premier Agreements pursuant to United States Bankruptcy Code (“Bankruptcy Code”) Section 365(a), as set forth in the Settlement Agreement, is hereby approved and the payment required for such assumption, pursuant to Bankruptcy Code Section 365(b)(1)(A), shall be as set forth in the Settlement Agreement.

5. The Parties’ request, pursuant to § 11(g) of the Settlement Agreement, for this Order to be effective immediately is granted, notwithstanding Federal Rule of Bankruptcy Procedure 6004(h) or any other Federal Rule of Bankruptcy Procedure, any Local Bankruptcy Rule for the Bankruptcy Court for the Central District of California, or any provision of the Bankruptcy Code.

6. This Order and the Settlement Agreement shall be binding on any chapter 11 or chapter 7 trustee appointed in relation to the Debtors’ Chapter 11 Cases (as defined in the Settlement Agreement), and any other representative of the Debtors’ estates, including but not limited to the UCC.

///

///

///

///

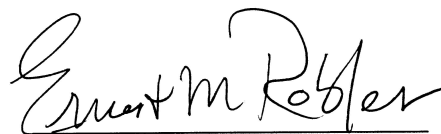
///

///

1 **IT IS SO ORDERED.**

2
3 ###

4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24 Date: May 29, 2019

25 
26 Ernest M. Robles
27 United States Bankruptcy Judge
28