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7 Debtors In Possession

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

10 In re
11 VERITY HEALTH SYSTEM OF
CALIFORNIA, INC., *et al.*,
12 Debtors and Debtors In Possession.

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

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

Chapter 11 Cases

Hon. Judge Ernest M. Robles

NOTICE OF HEARING ON DEBTORS' MOTION TO APPROVE TERMS AND CONDITIONS OF A PRIVATE SALE OF CERTAIN OF THE DEBTORS' ASSETS RELATED TO SETON MEDICAL CENTER TO AHMC HEALTHCARE INC.

Hearing:

Date: April 22, 2020

Time: 10:00 a.m.

Place: Courtroom: 1568

255 East Temple Street

Los Angeles, CA 90012



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1 **PLEASE TAKE NOTICE** that, on March 29, 2020, Verity Health System of California,
2 Inc. (“VHS”) and the above-referenced affiliated debtors, the debtors and debtors in possession
3 (collectively, the “Debtors”) in the above-captioned chapter 11 bankruptcy cases (the “Cases”),
4 filed the *Debtors’ Notice of Motion and Motion to Approve Terms and Conditions of a Private*
5 *Sale of Certain of the Debtors’ Assets Related to Seton Medical Center to AHMC Healthcare Inc.*
6 [Docket No. 4360] (the “Motion”).¹

7 **PLEASE TAKE FURTHER NOTICE** that, as set forth more fully in the Motion, the
8 Debtors seek entry of an order: (i) approving a private sale (the “Sale”) of certain assets (the
9 “Purchased Assets”) of Debtors Seton Medical Center (“Seton”),² Verity Holdings, LLC
10 (“Holdings”), and VHS (together with Seton and Holdings, the “Sellers”) to AHMC Healthcare
11 Inc. (“AHMC” or the “Buyer”); (ii) approving the asset purchase agreement (the “APA”) and
12 ancillary documents attached to the Motion as Exhibit “A” by and between the Sellers and
13 AHMC; (iii) approving procedures related to the assumption and assignment of the Assigned
14 Contracts and Assigned Leases (as those terms are defined in the Motion, and, collectively, the
15 “Assigned Executory Contracts”), together with the payment of Cure Costs (as such terms are
16 defined in the Motion); (iv) waiving any stay of the effectiveness of such order; and (v) granting
17 such other and further relief as is just and appropriate under the circumstances.

18 **PLEASE TAKE FURTHER NOTICE** that the Motion is based on this Notice, the
19 Memorandum of Points and Authorities attached to the Motion, the *Declaration of Richard*
20 *Adcock in Support of Emergency First-Day Motions* [Docket No. 8] (the “First-Day Decl.”), the
21 *Declaration of James M. Moloney in Support of the Debtors’ Memorandum in Support of Entry of*
22 *an Order: (A) Authorizing the Sale of Property Free and Clear of All Claims, Liens and*

23 _____
24 ¹ Unless otherwise defined, capitalized terms used herein shall have the same meaning as in the
25 Motion. The Debtors filed a Notice of Motion [Docket No. 4306] concurrently with filing the
26 Motion. The Debtors are serving this Notice of Hearing on all parties, which contains additional
instructions for parties interested in obtaining a copy of the Motion and all exhibits related thereto.

27 ² The Purchased Assets related to Seton concern assets located at both (i) Seton Medical Center,
28 located at 1800, 1850 and 1900 Sullivan Ave and 1500 Southgate Ave, Daly City, California (the
“Hospital”) and (ii) Seton Medical Center–Coastside, located at 600 Marine Blvd, Moss Beach,
California (the “Coastside Campus” and, together with the Hospital, the “Seton Facilities”).

1 *Encumbrances; (B) Authorizing the Assumption and Assignment of Designated Executory*
2 *Contracts and Unexpired Leases; and (C) Granting Related Relief* [Docket No. 2220]; the
3 Declarations of Richard Adcock, Peter C. Chadwick, and James M. Moloney filed concurrently
4 with the Motion, any other admissible evidence properly brought before the Court.

5 **PLEASE TAKE FURTHER NOTICE** that any party may obtain a copy of the Motion,
6 including all exhibits thereto, by (i) visiting the case website maintained by the Debtors' claims
7 and noticing agent, Kurtzman Carson Consultants LLC, at <https://www.kccllc.net/verityhealth>,
8 (ii) making such a request in writing to Dentons US LLP, Attn: Nicholas A. Koffroth, 601 S.
9 Figueroa St., Suite 2500, Los Angeles, CA 90017, (iii) emailing nick.koffroth@dentons.com, or
10 (iv) calling (213) 623-9300.

11 **PLEASE TAKE FURTHER NOTICE** that the Court will hold a hearing on the Motion
12 on **April 22, 2020, at 10:00 a.m. (Pacific Time)**, in Courtroom 1568, located at 255 East Temple
13 Street, Los Angeles, California 90012. Pursuant to LBR 9013-1(f), any party opposing or
14 responding to the Motion must file a response (the "Response") with the Bankruptcy Court and
15 serve a copy of it upon the Debtors and the United States Trustee not later than 14 days before the
16 date designated for the hearing. A Response must be a complete written statement of all reasons
17 in opposition to the Motion or in support, declarations and copies of all evidence on which the
18 responding party intends to rely, and any responding memorandum of points and authorities.

19 **PLEASE TAKE FURTHER NOTICE** that, pursuant to Local Bankruptcy Rule 9013-
20 1(h), the failure to file and serve a timely a Response to the Motion may be deemed by the Court
21 to be consent to the relief requested in the Motion.

22 Dated: April 1, 2020

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By /s/ Tania M. Moyron
Tania M. Moyron

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Debtors In Possession