

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE MIDDLE DISTRICT OF TENNESSEE
NASHVILLE DIVISION**

In re:)	
)	Chapter 11
Curae Health, Inc., <i>et al.</i> ¹)	Case No. 18-05665
)	
1721 Midpark Road, Suite B200)	Judge Walker
Knoxville, TN 37921)	
Debtors.)	Jointly Administered

**ORDER GRANTING FINAL FEE APPLICATION OF
POL SINELLI PC AS BANKRUPTCY COUNSEL FOR THE DEBTORS**

Upon consideration of the Final Fee Application² of Polsinelli PC as bankruptcy counsel for the Debtors in the above-captioned bankruptcy cases for allowance of compensation and reimbursement of expenses for the Application Period; and it appearing to the Court that all of the requirements of sections 327, 328, 330, 331 and 503(b) of title 11 of the United States Code, as well as Rule 2016 of the Federal Rules of Bankruptcy Procedure and Rules 2016-1 and 9013-1 of the Local Rules for the United States Bankruptcy Court for the Middle District of Tennessee, have been satisfied; and it further appearing that the expenses incurred were reasonable and necessary; and that notices of the Final Fee Application was appropriate; and after due deliberation and sufficient good cause appearing; and that there were no objections to the Final Fee Application, it is hereby

ORDERED, ADJUDGED, AND DECREED:

1. The Final Fee Application of Polsinelli PC is approved on a final basis.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are Curae Health, Inc. (5638); Amory Regional Medical Center, Inc. (2640); Batesville Regional Medical Center, Inc. (7929); and Clarksdale Regional Medical Center, Inc. (4755); Amory Regional Physicians, LLC (5044); Batesville Regional Physicians, LLC (4952); Clarksdale Regional Physicians, LLC (5311).

² Capitalized terms used but not otherwise defined herein shall have the meaning assigned to them in the Final Fee Application.

2. The fees in the amount of \$858,986.50 and expenses in the amount of \$27,415.38 incurred by Polsinelli during the Application Period are hereby allowed as being reasonable compensation and actual, necessary services and expenses of the estates and thus payable as fees and expenses pursuant to 11 U.S.C. § 330 on a final basis.

3. The fees in the amount of \$371,054.00 and expenses in the amount of \$6,813.89 for the First Interim Application Period incurred by Polsinelli during the First Interim Application Period are hereby allowed as being reasonable compensation and actual, necessary services and expenses of the estates and thus payable as fees and expenses pursuant to 11 U.S.C. § 330 on a final basis.

4. The Liquidating Trustee is authorized and directed, as provided herein, to remit, or cause to be remitted, payment of the Total Fees and Expenses, which includes payment of the Holdback, set forth in the Final Fee Application, less any amounts and all amounts previously paid on account of such fees and expenses. Payment of the Total Fees and Expenses shall first be paid from the Professional Fee Escrow up to the Budgeted Amount for the applicable professional. Any remaining fees and expenses shall then be paid from unencumbered funds of the Liquidating Trust.

5. The Court shall retain jurisdiction with respect to all matters arising from or related to the implementation of this Order.

This Order Was Signed and Entered Electronically as Indicated At the Top of the First Page

APPROVED FOR ENTRY:

/s/ Michael Malone

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-and-

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