

**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 EGERTON,
McAFEE, ARMISTEAD & DAVIS, P.C. AS SPECIAL TRANSACTIONAL COUNSEL
FOR THE DEBTORS**

Upon consideration of the Final Fee Application² of Egerton McAfee as special transactional 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 the 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

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 Application

ORDERED, ADJUDGED, AND DECREED:

1. The Final Fee Application of Egerton McAfee is approved.
2. The fees in the amount of \$187,492.50 and expenses in the amount of \$238.93 incurred by Egerton McAfee 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.
3. The fees in the amount of \$131,686.25 and expenses in the amount of \$690.31 for the First Interim Application Period incurred by Egerton McAfee 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

Michael Malone
401 Commerce Street, Suite 900
Nashville, TN 37219
Telephone: (615) 259-1510
Facsimile: (615) 259-1573
mmalone@polsinelli.com

-and-

David E. Gordon (*Admitted Pro Hac Vice*)
Caryn E. Wang (*Admitted Pro Hac Vice*)
1201 West Peachtree NW
Atlanta, Georgia
Telephone: (404) 253-6000
Facsimile: (404) 684-6060
dgordon@polsinelli.com
cewang@polsinelli.com

*Counsel to the Debtors and
Debtors in Possession*

-and-

/s/ Stephen A. McSween

Stephen A. McSween
P. O. Box 2047
Knoxville, TN 37902
Telephone: (865) 546-0500
Facsimile: (865) 525-5293
SMcSween@emlaw.com

*Special Transactional Counsel
for the Debtors*