

**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> <sup>1</sup>	)	Case No. 18-05665
	)	
1721 Midpark Road, Suite B200	)	Judge Walker
Knoxville, TN 37921	)	
Debtors.	)	Jointly Administered

**WITNESS AND EXHIBIT LIST FOR HEARING ON DEBTORS’ (I) AMORY SALE MOTION, (II) BATESVILLE BID PROCEDURES MOTION, AND (III) RUSSELLVILLE MEMBER SUBSTITUTION MOTION**

The above-captioned debtors and debtors-in-possession (collectively, the “**Debtors**”) in these jointly administered bankruptcy cases respectfully submit this amended witness and exhibit list in connection with the hearing set for November 27, 2018 (the “**Hearing**”) on the *Debtors’ Motion for Entry of an Order (I) Authorizing and Approving Bidding Procedures for the Sale of Gilmore Medical Center, (II) Authorizing the Sale of Gilmore Medical Center Free and Clear of All Liens, Claims, Encumbrances and Other Interests, (III) Approving Stalking Horse Purchaser, Break-up Fee, and Overbid Protections, (IV) Establishing Certain Procedures for the Assumption and Assignment of Executory Contracts and Unexpired Leases, (V) Scheduling an Auction, (VI) Scheduling a Hearing and Objections Deadlines With Respect to the Sale of Gilmore Medical Center, (VII) Approving the Form and Manner of Notice Thereof, and (VIII) Granting Related Relief* [Docket No. 79] (the “**Amory Sale Motion**”); the *Debtors’ Motion for Entry of an Order (I) Authorizing and Approving Bidding Procedures for the Sale of Gilmore Medical Center, (II) Authorizing the Sale of Panola Medical Center Free and Clear of All Liens,*

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<sup>1</sup> 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).

*Claims, Encumbrances and Other Interests, (III) Approving Stalking Horse Purchaser, Break-up Fee, and Overbid Protections, (IV) Establishing Certain Procedures for the Assumption and Assignment of Executory Contracts and Unexpired Leases, (V) Scheduling an Auction, (VI) Scheduling a Hearing and Objections Deadlines With Respect to the Sale of Panola Medical Center, (VII) Approving the Form and Manner of Notice Thereof, and (VIII) Granting Related Relief [Docket No. 401] (the “**Batesville Bid Procedures Motion**”); and (III) Debtors’ Expedited Motion for Entry of an Order (I) Authorizing Debtors to Enter into a Member Substitution Agreement with Respect to the Russellville Hospital, and (II) Granting Related Relief [Docket No. 461] (the “**Russellville Motion**”).*

**A. Witness List**

The Debtors identify the following witnesses that may testify in the Hearing.

a. **Stephen Clapp.** Mr. Clapp, on behalf of the Debtors, is expected to testify regarding any and all matters related to the Amory Sale Motion, the Batesville Bid Procedures Motion, and the Russellville Motion.

b. **Quentin Whitwell.** Mr. Whitwell, on behalf of Progressive Medical Management of Batesville, LLC, is expected to testify regarding any and all matters related to the Batesville Bid Procedures Motion.

**B. Exhibit List**

1. Revised Asset Purchase Agreement for the Sale of Gilmore Medical Center [Docket No. 305];
2. The Asset Purchase Agreement for the Sale of Panola Medical Center, attached as Exhibit D to the Batesville Bid Procedures Motion; and
3. The Member Substitution Agreement, attached as Exhibit B to the Russellville Motion.

Dated: November 26, 2018  
Nashville, Tennessee

Respectfully submitted,

**POLSINELLI PC**

/s/ Michael Malone

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-and-

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