

EXHIBIT A

Proposed Order

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

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

**PROPOSED ORDER GRANTING FIRST INTERIM FEE APPLICATION
OF SILLS CUMMIS & GROSS P.C. AS CO-COUNSEL TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

Upon consideration of the *First Interim Fee Application of Sills Cummis & Gross P.C. for Compensation and Reimbursement of Expenses as Co-Counsel to the Official Committee of Unsecured Creditors for the Period from September 6, 2018 Through November 30, 2018* (the “**First Interim Application**”), *ServisFirst Bank’s Limited Objection to First Interim Fee Application of Sills Cummis & Gross P.C.* (the “**Objection**”), and *The Official Committee of Unsecured Creditors’ Response to ServisFirst Bank’s Limited Objection to First Interim Fee Application of Sills Cummis & Gross P.C.* (the “**Response**”);¹ 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 First Interim Application was appropriate; and after due deliberation and sufficient good cause appearing; it is hereby

ORDERED, ADJUDGED, AND DECREED:

¹ Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the First Interim Application or the Response, as applicable.

1. The First Interim Application of SCG is approved on an interim basis and the Objection is overruled.

2. The fees in the amount of \$288,387.00 and expenses in the amount of \$5,540.60 incurred by SCG during the Compensation Period (the “**Allowed Fees and Expenses**”) 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 Debtors are authorized and directed, as provided herein, to remit, or cause to be remitted, payment of fees and expenses as set forth in the First Interim Application up to 90% of the Budgeted Amount, consistent with prior orders of this Court.

4. To the extent that the fees and expenses of the Committee’s professionals for the Compensation Period in the aggregate exceed 90% of the Budgeted Amount, the Committee’s professionals’ fees and expenses will be paid on a *pro rata* basis up to 90% of the Budgeted Amount; *provided, however*, that SCG’s rights hereby are preserved to seek payment of all unpaid Allowed Fees and Expenses.

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 E. Collins

Michael E. Collins (Bar No. 16036)

Robert W. Miller (Bar No. 31918)

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