

Exhibit D

Proposed Order

**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 MOTION FOR ALLOWANCE AND IMMEDIATE PAYMENT
OF ADMINISTRATIVE EXPENSES AND UNSECURED CLAIMS**

Upon consideration of the Motion (the “**Motion**”)² of Owens & Minor, Inc. (“**O&M**”) for entry of an order pursuant to Section 502, 503, and 546(c) of Title 11 of the United States Code (the “**Bankruptcy Code**”) authorizing the allowance and immediate payment of certain of the O&M Claims; and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. §157(b); and due and proper notice of the Motion having been provided to the necessary parties; and it appearing that no other or further notice need be provided; and the Court having determined that the relief sought in the Motion is proper; and the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor,

¹ The Debtors (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); Clarksdale Regional Medical Center, Inc. (4755); Amory Regional Physicians, LLC (5044); Batesville Regional Physicians, LLC (4952); and Clarksdale Regional Physicians, LLC (5311).

² Capitalized terms used but not defined herein shall have the meanings set forth in the Motion.

NOW, THEREFORE, IT IS HEREBY ORDERED THAT:

1. The Motion is **GRANTED**.
2. O&M's 503(b)(9) Claims in the total amount of **\$90,479.36** are hereby **allowed** under Section 502 of the Bankruptcy Code on a **full and final basis** as administrative expense claims entitled to priority under Section 503(b)(9) of the Bankruptcy Code (the "**503(b)(9) Claims**"), which 503(b)(9) Claims shall not be subject to further objection by the Debtors and/or any other party in interest.
3. With respect to payment of the 503(b)(9) Claims allowed herein, the respective Debtors shall pay such allowed 503(b)(9) Claims in full within fourteen (14) days upon entry of this Order.
4. O&M's Reclamation Claims in the total amount of **\$176,950.49** are hereby **allowed** under Section 502 of the Bankruptcy Code on a **full and final basis** (the "**Reclamation Claims**") and the priority of which is to be determined by the outcome of the pending Adversary Proceeding No. 19-90010. The Reclamation Claims shall not be subject to further objection by the Debtors and/or any other party in interest. If any purported liens in Adversary Proceeding No. 19-90010 are avoided and/or deemed invalid, O&M will be entitled to an administrative expense claim entitled to priority under Section 503 of the Bankruptcy Code on account of the Reclamation Claims, which Reclamation Claims shall not be subject to further objection by the Debtors and/or any other party in interest. The Reclamation Claims, and their applicable priority, shall be determined and paid by the respective Debtor entity immediately upon further order of the Court.
5. O&M's Unsecured Claims in the total amount of **\$109,317.62** are hereby **allowed** under Section 502 of the Bankruptcy Code on a **full and final** basis as a general unsecured claim (the "**General Unsecured Claims**"), which General Unsecured Claims shall not be subject to

further objection by the Debtors and/or any other party in interest.

6. With respect to payment of the General Unsecured Claims allowed herein, the respective Debtors shall pay such allowed General Unsecured Claims in accordance with the terms of any confirmed plan of reorganization or upon further order of this Court.

7. Nothing herein waives or extinguishes any right of O&M to have any other claims not specifically addressed herein allowed and paid in accordance with the terms of the Bankruptcy Code and/or this Court's Orders, and all of O&M's rights, defenses, and claims are reserved in their entirety.

8. Any applicable stay of this Order is hereby waived.

9. This Court retains jurisdiction to hear and determine all matters arising from and/or related to the implementation and/or interpretation of this Order.

IT IS SO ORDERED.

**THIS ORDER WAS SIGNED AND ENTERED ELECTRONICALLY
AS INDICATED AT THE TOP OF THE FIRST PAGE.**

SUBMITTED FOR ENTRY BY:

/s/ Ronald G. Steen, Jr.
Ronald G. Steen, Jr. (BPR No. 20536)
THOMPSON BURTON PLLC
6100 Tower Circle, Suite 200
Franklin, TN 37067
(615) 465-6010 Fax: (615) 807-3048
ronn.steen@thompsonburton.com

and

Robert S. Westermann (admitted *pro hac vice*)
HIRSCHLER FLEISCHER, P.C.
2100 East Cary Street
P.O. Box 500
Richmond, VA 23218-0500
Phone: (804) 771-9500 Fax: (804) 644-0957
Email: rwestermann@hirschlerlaw.com
Attorneys for Owens & Minor Distribution, Inc.