

**IN THE UNITED STATES BANKRUPTCY COURT
 FOR THE DISTRICT OF DELAWARE**

	X	
In re	:	Chapter 11
	:	
CANO HEALTH, INC.,	:	Case No. 24–10164 (KBO)
	:	
Reorganized Debtor.¹	:	Re: Docket Nos. 1303, 1305, 1311–1317, 1320, 1322–1327, 1470
	X	

**CERTIFICATION OF COUNSEL REGARDING OMNIBUS ORDER
 AWARDING FINAL ALLOWANCE OF COMPENSATION FOR
 SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES**

The undersigned hereby certifies as follows:

1. In accordance with the *Order Pursuant to 11 U.S.C. §§ 105(a), 330, and 331 and Fed. R. Bankr. P. 2016 (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals, and (II) Granting Related Relief* [Docket No. 243] (the “**Interim Compensation Order**”), the *Order (I) Confirming Modified Fourth Amended Joint Chapter 11 Plan of Reorganization of Cano Health, Inc. and Its Affiliated Debtors and (II) Granting Related Relief* [Docket No. 1148] (the “**Confirmation Order**”), and the *Modified Fourth Amended Joint Chapter 11 Plan of Reorganization of Cano Health, Inc. and Its Affiliated Debtors*, attached to the Confirmation Order as Exhibit A (the “**Plan**”), McDermott Will & Emery LLP, Kurtzman Carson Consultants LLC dba Verita Global, Daniel T. McMurray, Neubert, Pepe & Monteith, P.C., Klehr Harrison Harvey Branzburg LLP, Weil Gotshal & Manges LLP, KPMG

¹ The Reorganized Debtor in this chapter 11 case, along with the last four digits of the Reorganized Debtor’s federal tax identification number, is Cano Health, Inc. (4224) (“**CHI**”). On August 13, 2024, the Court entered an order closing the chapter 11 cases of CHI’s debtor affiliates, (collectively, the “**Closed Case Debtors**”). A complete list of the Closed Case Debtors may be obtained on the website of the Reorganized Debtor’s claims and noticing agent at <https://veritaglobal.net/canohealth>. The Reorganized Debtor’s mailing address is 9725 NW 117th Avenue, Miami, Florida 33178.



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LLP, Richards, Layton & Finger, P.A., Quinn Emanuel Urquhart & Sullivan, LLP, Ernst & Young LLP, Paul Hastings LLP, Cole Schotz P.C., Genesis Credit Partners LLC, AlixPartners, LLP, Houlihan Lokey Capital, Inc., and Raymond James & Associates, Inc. (the “**Applicants**”) filed their final fee applications [Docket Nos. 1303, 1305, 1311, 1312, 1313, 1314, 1315, 1316, 1317, 1320, 1322, 1323,² 1324, 1325, 1326 & 1327] (the “**Final Fee Applications**”) with the United States Bankruptcy Court for the District of Delaware (the “**Court**”).

2. Pursuant to the Final Fee Applications, objections were to be filed and served no later than the objection deadline set forth on each of the Final Fee Applications in accordance with the Confirmation Order and the Plan, the last of which expired on September 3, 2024 at 4:00 p.m. (Eastern Time).

3. The Office of the United States Trustee for the District of Delaware (the “**U.S. Trustee**”) provided certain informal comments and made inquiries with respect to the Final Fee Applications of Daniel T. McMurray, KPMG LLP, Ernst & Young LLP, AlixPartners, LLP, and Houlihan Lokey Capital, Inc. The informal comments from the U.S. Trustee were resolved by, among other things, the agreed upon reductions reflected in the Proposed Order (as defined below). Other than as noted herein, the Applicants received no objections or other responses to the Final Fee Applications.

4. Given the lack of outstanding objections to approval of the Final Fee Applications, counsel to the Reorganized Debtors³ prepared a proposed form of omnibus order approving the Final Fee Applications attached hereto as **Exhibit A** (the “**Proposed Order**”). The

² On September 13, 2024, Cole Schotz P.C. filed a supplement with respect to their Final Fee Application [Docket No. 1470].

³ Reorganized Debtors refers to each Debtor, as reorganized pursuant to and under the Plan, including any transferee or successor thereto by merger, consolidation, transfer or otherwise, on or after the Effective Date. See Plan § 1.187. The Effective Date occurred on June 28, 2024 [Docket No. 1152].

Proposed Order has been circulated to the Applicants and the U.S. Trustee. The Applicants have agreed to the Proposed Order, and the U.S. Trustee does not object to the entry of the Proposed Order.

WHEREFORE, the Reorganized Debtors respectfully request that the Proposed Order, substantially in the form attached hereto as Exhibit A, be entered at the earliest convenience of the Court.

Dated: September 16, 2024
Wilmington, Delaware

/s/ James F. McCauley

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Attorneys for the Reorganized Debtors

Exhibit A

Proposed Order

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

	X	
In re	:	Chapter 11
	:	
CANO HEALTH, INC.,	:	Case No. 24–10164 (KBO)
	:	
Reorganized Debtor.¹	:	Re: Docket Nos. 1303, 1305, 1311–1317, 1320, 1322–1327, 1470
	X	

**OMNIBUS ORDER AWARDING FINAL
ALLOWANCE OF COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES**

Upon consideration of the final fee applications (each, a “**Final Fee Application**” and, collectively, the “**Final Fee Applications**”) of those professionals listed on **Exhibit A** attached hereto (each, an “**Applicant**” and, collectively, the “**Applicants**”), pursuant to sections 330(a) and 331 of title 11 of the United States Code, §§ 101–1532, rule 2016 of the Federal Rules of Bankruptcy Procedure, and rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware, for the final allowance of compensation, including all holdbacks, for professional services rendered and reimbursement of expenses incurred during the periods set forth on **Exhibit A** attached hereto (the “**Compensation Period**”), filed pursuant to the *Order Pursuant to 11 U.S.C. §§ 105(a), 330, and 331 and Fed. R. Bankr. P. 2016 (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals, and (II) Granting Related Relief* [Docket No. 243] (the “**Interim Compensation Order**”), the *Order (I) Confirming Modified Fourth Amended Joint*

¹ The Reorganized Debtor in this chapter 11 case, along with the last four digits of the Reorganized Debtor’s federal tax identification number, is Cano Health, Inc. (4224) (“**CHI**”). On August 13, 2024, the Court entered an order closing the chapter 11 cases of CHI’s debtor affiliates, (collectively, the “**Closed Case Debtors**”). A complete list of the Closed Case Debtors may be obtained on the website of the Reorganized Debtor’s claims and noticing agent at <https://veritaglobal.net/canohealth>. The Reorganized Debtor’s mailing address is 9725 NW 117th Avenue, Miami, Florida 33178.

Chapter 11 Plan of Reorganization of Cano Health, Inc. and Its Affiliated Debtors and (II) Granting Related Relief [Docket No. 1148] (the “**Confirmation Order**”), and the *Modified Fourth Amended Joint Chapter 11 Plan of Reorganization of Cano Health, Inc. and Its Affiliated Debtors*, attached to the Confirmation Order as Exhibit A (the “**Plan**”); and the Court having reviewed the Final Fee Applications; and the Court finding that: (a) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; (b) notice of the Final Fee Applications was adequate under the circumstances; and (c) all persons with standing have been afforded the opportunity to be heard on the Final Fee Applications; and upon the full record of all proceedings in these cases; and sufficient cause having been shown therefor,

IT IS HEREBY ORDERED THAT:

1. Each Final Fee Application is **GRANTED** and **APPROVED** as set forth herein.
2. Each of the Applicants is allowed compensation on a final basis for services rendered and reimbursement for actual and necessary expenses incurred during the Compensation Period, in the amounts set forth on the attached Exhibit A under the columns labeled “Final Fees Approved” and “Final Expenses Approved,” as applicable.
3. To the extent not already paid pursuant to the Interim Compensation Order, the Reorganized Debtors (as defined in the Plan) are authorized to pay each of the Applicants one-hundred percent (100%) of the fees and one-hundred percent (100%) of the expenses listed on the attached Exhibit A under the columns labeled “Final Fees Approved” and “Final Expenses Approved”, as applicable, in satisfaction of the allowed fees and expenses, for services rendered and expenses incurred during the Compensation Period.
4. This Order shall be deemed a separate order with respect to each of the Final Fee Applications. Any stay of this Order pending appeal with respect to any one Applicant shall only

apply to the particular Applicant that is the subject of such appeal, and shall not operate to stay the applicability and/or finality of this Order with respect to any other of the Applicants.

5. This Court shall retain jurisdiction over all matters arising from or related to the interpretation, implementation and/or enforcement of this Order.

Exhibit A***In re Cano Health, Inc.*
Case No. 24-10164 (KBO)
Final Fee Period**

Name of Professional / Docket No. of Final Fee Application	Firm's Role in Case	Compensation Period (Final Period)	Fees Requested (Final Period)	Expenses Requested (Final Period)	Amounts of Voluntary Fee Reductions (Final Period)¹	Amounts of Voluntary Expense Reductions (Final Period)²	Final Fees Approved	Final Expenses Approved
McDermott Will & Emery LLP / Docket No. 1303	Special Counsel to the Debtors	2/4/2024 – 6/28/2024	\$1,561,512.50	\$31,814.89	N/A	N/A	\$1,561,512.50	\$31,814.89
Kurtzman Carson Consultants LLC dba Verita Global / Docket No. 1305	Administrative Advisor to the Debtors	2/4/2024 – 6/28/2024	\$80,319.30	\$0.00	N/A	N/A	\$80,319.30	\$0.00
Daniel T. McMurray / Docket No. 1311	Patient Care Ombudsman	3/8/2024 – 6/28/2024	\$146,617.50	\$5,751.29	N/A	\$525.00	\$146,617.50	\$5,226.29
Neubert, Pepe & Monteith, P.C. / Docket No. 1312	Counsel to the Patient Care Ombudsman	3/15/2024 – 6/28/2024	\$52,357.00	\$0.00	N/A	N/A	\$52,357.00	\$0.00
Klehr Harrison Harvey Branzburg LLP / Docket No. 1313	Delaware Co-Counsel to the Patient Care Ombudsman	3/8/2024 – 6/28/2024	\$33,380.80	\$82.30	N/A	N/A	\$33,380.80	\$82.30

1 Ernst & Young LLP voluntarily reduced its requested fees pursuant to an informal agreement with the Office of the United States Trustee for the District of Delaware (the “U.S. Trustee”).

2 Daniel T. McMurray, KPMG LLP, Ernst & Young LLP, AlixPartners, LLP, and Houlihan Lokey Capital, Inc. voluntarily reduced their requested expenses pursuant to an informal agreement with the U.S. Trustee.

Name of Professional / Docket No. of Final Fee Application	Firm's Role in Case	Compensation Period (Final Period)	Fees Requested (Final Period)	Expenses Requested (Final Period)	Amounts of Voluntary Fee Reductions (Final Period) ¹	Amounts of Voluntary Expense Reductions (Final Period) ²	Final Fees Approved	Final Expenses Approved
Weil Gotshal & Manges LLP / Docket No. 1314	Counsel to the Debtors	2/4/2024 – 6/28/2024	\$18,585,319.25	\$88,223.27	N/A	N/A	\$18,585,319.25	\$88,223.27
KPMG LLP / Docket No. 1315	Tax Compliance, Tax Provision, Tax Consulting, Valuation, and Accounting Advisory Services to the Debtors	2/4/2024 – 6/28/2024	\$3,994,778.40	\$15,493.02	N/A	\$565.20	\$3,994,778.40	\$14,927.82
Richards, Layton & Finger, P.A. / Docket No. 1316	Delaware Co-Counsel to the Debtors	2/4/2024 – 6/28/2024	\$1,279,757.00	\$32,763.59	N/A	N/A	\$1,279,757.00	\$32,763.59
Quinn Emanuel Urquhart & Sullivan, LLP / Docket No. 1317	Special Counsel to Debtor Cano Health, Inc.	2/4/2024 – 6/28/2024	\$1,433,677.25	\$35,567.75	N/A	N/A	\$1,433,677.25	\$35,567.75
Ernst & Young LLP / Docket No. 1320	Audit Services Provider to the Debtors	2/4/2024 – 6/28/2024	\$851,420.00	\$28,493.99	\$9,420.00	\$539.93	\$842,000.00	\$27,954.06
Paul Hastings LLP / Docket No. 1322	Counsel to the Official Committee of Unsecured Creditors	2/22/2024 – 6/28/2024	\$5,357,830.50	\$19,883.75	N/A	N/A	\$5,357,830.50	\$19,883.75

Name of Professional / Docket No. of Final Fee Application	Firm's Role in Case	Compensation Period (Final Period)	Fees Requested (Final Period)	Expenses Requested (Final Period)	Amounts of Voluntary Fee Reductions (Final Period) ¹	Amounts of Voluntary Expense Reductions (Final Period) ²	Final Fees Approved	Final Expenses Approved
Cole Schotz P.C. / Docket No. 1323	Delaware Co-Counsel to the Official Committee of Unsecured Creditors	2/22/2024 – 6/28/2024	\$1,528,277.00 ³	\$11,896.25	N/A	N/A	\$1,526,963.50	\$12,695.03
Genesis Credit Partners LLC / Docket No. 1324	Financial Advisor to the Official Committee of Unsecured Creditors	3/21/2024 – 6/28/2024	\$2,089,625.00	\$13,812.35	N/A	N/A	\$2,089,625.00	\$13,812.35
AlixPartners, LLP / Docket No. 1325	Financial Advisor to the Debtors	2/4/2024 – 6/28/2024	\$10,337,416.00	\$261,303.72	N/A	\$17,038.64	\$10,337,416.00	\$244,265.08
Houlihan Lokey Capital, Inc. / Docket No. 1326	Investment Banker to the Debtors	2/4/2024 – 6/28/2024	\$12,974,000.00	\$19,471.86	N/A	\$1,918.68	\$12,974,000.00	\$17,553.18
Raymond James & Associates, Inc. / Docket No. 1327	Brokerage Services Provider to the Debtors	2/4/2024 – 6/28/2024	\$59,007.30	\$0.00	N/A	N/A	\$59,007.30	\$0.00

³ Cole Schotz reserved the right to supplement its Final Fee Application to include fees and expenses incurred after June 28, 2024, including in connection with preparing its Final Fee Application (the “**Supplemental Fee Period**”), and estimated \$25,000.00 in fees and expenses for the Supplemental Fee Period. As provided in the supplement to Cole Schotz’s Final Fee Application filed at Docket No. 1470, Cole Schotz incurred \$23,686.50 in additional fees and \$798.78 in additional expenses during the Supplemental Fee Period.