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Counsel for Lifespace Communities, Inc.

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re:

Northwest Senior Housing Corporation, *et al.*,¹

Debtors.

Chapter 11

Case No. 22-30659 (MVL)

**LIFESPACE COMMUNITIES, INC.’S WITNESS AND EXHIBIT LIST FOR
HEARING ON FEBRUARY 21, 2023, AT 9:30 A.M. (CT)**

Lifespace Communities, Inc. (“**Lifespace**”), through its undersigned counsel, hereby designates the following witnesses and exhibits (the “**Witness and Exhibit List**”) for the hearing(s) scheduled to commence on February 21, 2023, at 9:30 a.m. (CT) (the “**Hearing**”) before the Honorable Michelle V. Larson at the United States Bankruptcy Court for the Northern District of Texas.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are Northwest Senior Housing Corporation (1278) and Senior Quality Lifestyles Corporation (2669). The Debtors’ mailing address is 8523 Thackery Street, Dallas, Texas 75225.



A. WITNESSES

1. Nick Harshfield, Chief Financial Officer of Lifespace;
2. Any witness necessary to authenticate a document;
3. Any rebuttal and/or impeachment witnesses; and
4. Any person listed on the witness list of another party.

B. EXHIBITS

Lifespace may offer into evidence any or all of the following at the Hearing:

Lifespace Exhibits	Description of Exhibit	Offered	Objection	Admitted
A.	<i>Third Amended Plan of Reorganization of the Plan Sponsors Dated December 19, 2022</i> [Docket No. 933] (together with all the schedules and exhibits thereto, and each as amended, modified or supplemented from time to time, the “ Third Amended Plan ”)			
B.	<i>Third Amended Disclosure Statement for the Plan of Reorganization of the Plan Sponsors Dated December 19, 2022</i> [Docket No. 934] (together with all the schedules and exhibits thereto, and each as amended, modified or supplemented from time to time, the “ Disclosure Statement ”)			
C.	<i>Order Approving Disclosure Statement and Granting Related Relief</i> [Docket No. 936] (the “ Disclosure Statement Order ”)			
D.	<i>Order (I) Establishing Voting Record Date and Other Deadlines; (II) Authorizing Kurtzman Carson Consultants LLC to Act as the Voting Agent with Respect to the Plan; (III) Approving Solicitation and Notice Procedures; (IV) Approving Manner and Forms of Ballots, Notices and Related Documents; and (V) Granting Related Relief</i> [Docket No. 947] (the “ Solicitation Procedures Order ”)			

Lifespace Exhibits	Description of Exhibit	Offered	Objection	Admitted
E.	<i>Notice of Filing Plan Supplement</i> [Docket No. 1039] (together with all the schedules and exhibits thereto, as amended and modified) (the “ Plan Supplement ”)			
F.	<i>Certification of Andres A. Estrada with respect to the Tabulation of Votes on the Third Amended Plan of Reorganization of the Plan Sponsors Dated December 19, 2022</i> [Docket No. 1101] (the “ Initial Voting Report ”)			
G.	<i>Amended Certification of Andres A. Estrada with Respect to the Tabulation of Votes on the Third Amended Plan of Reorganization of the Plan Sponsors Dated December 19, 2022</i> [Docket No. 1218] (the “ Voting Report ”)			
H.	<i>[Declaration of Nick Harshfield, Vice Chair and Treasurer of the Debtors, in Support of Confirmation of The Fourth Amended Chapter 11 Plan of Plan Sponsors Dated _____, 2023</i> [Docket No. ----]			
I.	[Plan Sponsors’ Brief in Support of an Order Confirming Chapter 11 Plan [Docket No. ----]]			

Lifespace reserves the right to supplement this Witness and Exhibit List at any time prior to the scheduled hearing(s) and further reserves the right to use additional exhibits for purposes of rebuttal or impeachment and to further supplement the foregoing lists of witnesses and exhibits as appropriate. Lifespace also reserves the right to rely upon and use as evidence (i) any additional documents produced by creditors and/or parties in interest, (ii) exhibits included on the exhibit lists of any other parties in interest or any documents that may be produced by such parties in

interest, and (iii) any pleading, hearing transcript, or other document filed with the Court in the above-captioned cases.

Dated: February 16, 2023

PERKINS COIE LLP

/s/ John D. Penn

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-and-

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CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true and correct copy of the foregoing was served via the Court's Electronic Case Filing system to all parties authorized to receive notice in this case on this 16th day of February 2023.

/s/ John D. Penn
John D. Penn