

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF OKLAHOMA

In re	X	
	:	
	:	Chapter 11
HOSPITAL FOR SPECIAL SURGERY, LLC	:	
<i>Db</i> a ONECORE HEALTH,	:	Case No. 24-12862-JDL
	:	
Debtor.	:	
	:	
	X	

DEBTOR’S MOTION FOR AN ORDER (I) APPROVING THE DISCLOSURE STATEMENT, (II) ESTABLISHING A VOTING RECORD DATE, (III) APPROVING SOLICITATION PACKAGES AND SOLICITATION PROCEDURES, (IV) APPROVING THE FORMS OF BALLOTS, (V) ESTABLISHING VOTING AND TABULATION PROCEDURES, AND (VI) ESTABLISHING NOTICE AND OBJECTION PROCEDURES FOR THE CONFIRMATION OF THE PLAN, WITH BRIEF IN SUPPORT, AND NOTICE OF OPPORTUNITY FOR HEARING AND NOTICE OF HEARING

NOTICE OF OPPORTUNITY FOR HEARING

Your rights may be affected. You should read this Document carefully and consult your attorney about your rights and the effect of this Document. If you do not want the Court to grant the motion, or you wish to have your views considered, you must file a written response to the motion with the Clerk of the United States Bankruptcy Court for the Western District of Oklahoma, 215 Dean A. McGee Avenue, Oklahoma City, OK 73102 no later than 5:00 p.m. (CT) on April 9, 2025. You should also serve a file-stamped copy of the response to the undersigned [and others who are required to be served] and file a certificate or affidavit of service with the Court.

**NOTICE OF HEARING
(TO BE HELD IF A RESPONSE IS FILED)**

Notice is hereby given that a hearing on the matter will be held on April 16, 2025 at 11:00 a.m. in the Second floor courtroom of the United States Bankruptcy Court for the Western District of Oklahoma, 215 Dean A. McGee Avenue, Oklahoma City, OK 73102. If no response is timely filed and the court grants the requested relief prior to the above-referenced hearing date, the hearing will be stricken from the docket of the Court.



Hospital for Special Surgery, LLC *dba* OneCore Health (“OneCore” or “Debtor”) hereby submits this motion (the “Motion”) for entry of an order, substantially in the form attached hereto as Exhibit A (the “Solicitation Procedures Order”), pursuant to section 1125 of title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the “Bankruptcy Code”), rules 2002, 3016, 3017, 3018 and 3020 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and rules 2002-1 and 3018-1 of the Local Bankruptcy Rules for the Western District of Oklahoma (the “Local Rules”) (a) approving the *Disclosure Statement for Chapter 11 Plan of Reorganization of Hospital for Special Surgery, LLC dba OneCore Health* (as may be amended, modified or supplemented, the “Disclosure Statement”), (b) establishing a record date for purposes of voting on the *Chapter 11 Plan of Reorganization of Hospital for Special Surgery, LLC dba OneCore Health* (as may be amended, modified or supplemented, the “Plan”),¹ (c) approving solicitation packages and solicitation procedures, (d) approving the forms of ballots, (e) establishing voting and tabulation procedures and (f) establishing notice and objection procedures relating to the confirmation of the Plan. In support of the Motion, the Debtor respectfully states as follows:

Background

1. OneCore is a duly licensed hospital that has been specializing in orthopedic and specialty surgeries in the community of central Oklahoma for more than a decade. In late 2021, OneCore completed the construction of its present leased facility in northeast Oklahoma City and has been operating at such location since January 2022.

2. OneCore has focused on a culture of excellence in the delivery of surgical and other health care services such as radiology and orthopedic care with the goal of being one of

¹ Capitalized terms used but not defined in this Motion shall have the meaning ascribed to them in the Plan.

the top performing surgical hospitals in Oklahoma. In the past four (4) years, OneCore has received many accolades for its excellence and patient care, including the following:

- Healthgrades: Knee Replacement 5-star recipient, 2023 and 2024;
- Healthgrades: Spinal Fusion Surgery 5-star recipient 2021 – 2024;
- Healthgrades: Outstanding Patient Experience 2024; and
- Press Ganey: Guardian of Excellence Award for Outstanding Patient Experience.²

3. On October 7, 2024, OneCore filed its *Voluntary Petition* [Dkt. No. 1].

4. Debtor continues to operate its business and manage its properties as a debtor-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No committee has been appointed pursuant to section 1102 of the Bankruptcy Code.

5. Additional factual background relating to the Debtor's business and the commencement of this Chapter 11 Case is set forth in detail in the First Day Declaration of Carrie McEntire (the "McEntire First Day Declaration").

Jurisdiction

6. The Court has jurisdiction to consider this Motion pursuant to 28 U.S.C. §§ 157 and 1334 and rule 81.4(a) of the Local Civil Rules of the United States District Court for the Western District of Oklahoma. This matter is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper in the Court pursuant to 28 U.S.C. §§ 1408 and 1409. The statutory predicates for the relief requested herein are section 1125, 1126 and 1128 of the Bankruptcy Code, Bankruptcy Rules 2002, 3016, 3017, 3018, 3020 and 9006 and Local Rules 2002-1, 3018 and 9006-1.

Relief Requested

² The Press Ganey Guardian of Excellence Award® honors organizations that perform in the top 5% of healthcare providers and health plans for patient experience, employee engagement, physician experience, clinical quality performance or consumer experience in one year. Only 501 hospitals and health systems achieved this recognition out of over 10,000.

7. Simultaneous with the filing of this Motion, the Debtor filed the Plan and Disclosure Statement. The Plan and the Disclosure Statement are the result of extensive negotiations between the Debtor, its creditors, its critical vendors, its lenders such as the DIP Lender and the Exit Facility Lender, and other interested parties and stakeholders.

8. The Debtor has requested that the Court consider the Disclosure Statement and the relief requested in this Motion at a hearing (the “Disclosure Statement Hearing”) on **April 16, 2025 at 11:00 a.m. (CT)**. The Debtor has also requested that the deadline for objections to the Disclosure Statement and the relief requested in the Motion (the “Disclosure Statement Objection Deadline”) be **April 9, 2025 at 5:00 p.m. (CT)**.

9. By this Motion, the Debtor seeks entry of the Solicitation Procedures Order (a) approving the Disclosure Statement as providing “adequate information” for purposes of soliciting votes on the Plan as required by section 1125(b) of the Bankruptcy Code, (b) approving the Debtor’s proposed forms, schedule and procedures relating to the solicitation and tabulation of votes on the Plan, (c) scheduling a hearing at which the Court will consider confirmation of the Plan (the “Confirmation Hearing”) and (d) approving the Debtor’s proposed notice and objection procedures relating thereto.

10. The summary below lists the Debtor’s proposed key deadlines and events in connection with confirmation of the Plan:

Event / Deadline	Date
Disclosure Statement Objection Deadline	April 9, 2025 at 5:00 p.m. (Prevailing Central Time)
Disclosure Statement Hearing	April 16, 2025 at 11:00 a.m. (Prevailing Central Time)
Voting Record Date	April 12, 2025
Solicitation Mailing Deadline	Within five (5) business days after the entry of the Solicitation Procedures Order
Deadline to Serve Cure Notice	At least twenty-one (21) days before the commencement of the Confirmation Hearing (expected to be April 22, 2025)

Deadline to File Objections to (i) Proposed Assumption and Assignment of Executory Contracts and Unexpired Leases or (ii) the Proposed Cure Amounts	Within ten (10) days of the service of the Cure Notice
Deadline to File Initial Assumption Schedule	April 29, 2025
Plan Supplement Filing Deadline	April 29, 2025
Rule 3018 Motion Deadline	May 1, 2025 at 5:00 p.m. (Prevailing Central Time)
Confirmation Objection Deadline	May 5, 2025 at 5:00 p.m. (Prevailing Central Time)
Voting Deadline	May 5, 2025 at 5:00 p.m. (Prevailing Central Time)
Deadline to File Voting Report	May 9, 2025
Confirmation Objection Reply Deadline and Deadline to File (i) Brief in Support of Plan Confirmation, (ii) Declarations in Support of Confirmation, and (iii) Voting Certification	May 9, 2025 at 5:00 p.m. (Prevailing Central Time)
Deadline to file Claims Objections or Requests to Estimate Claims for Voting Purposes	May 12, 2025
Proposed Confirmation Hearing	May 13, 2025 at 10:00 a.m. (Prevailing Central Time)

Basis for Relief

I. Approval of the Disclosure Statement

11. Under section 1125(b) of the Bankruptcy Code, votes to accept or reject a chapter 11 plan may not be solicited from holders of claims or interests unless such holders of claims or interests have been provided, at or before the time of such solicitation, with a written disclosure statement approved by the bankruptcy court that contains “adequate information” regarding such chapter 11 plan. As defined in section 1125(a)(1) of the Bankruptcy Code, “adequate information” means:

information of a kind, and in sufficient detail, as far as is reasonably practicable in light of the nature and history of the debtor and the condition of the debtor’s books and records . . . that would enable

such a hypothetical reasonable investor of the relevant class to make an informed judgment about the plan.

11 U.S.C. § 1125(a)(1). The Bankruptcy Code obliges a debtor to provide adequate information through a disclosure statement to allow creditors to make informed judgments regarding a proposed plan. *In re Seneca Oil Co.*, 65 B.R. 902, 907 (Bankr. W.D. Okla. 1986) (“The primary vehicle to provide this information is the disclosure statement.”).

12. The determination as to whether the “adequate information” standard has been met in any given case, however, “is subjective and made on a case by case basis” and “largely within the discretion of the bankruptcy court.” *In re Sanders Nursery & Distribution Ctr., Inc.*, 2016 WL 3462065, at *1 (Bankr. E.D. Okla. June 17, 2016); *see also In re Harline*, 950 F.2d 669, 674 (10th Cir. 1991) (holding that section 1125 “relieves the court of the need to follow any otherwise applicable Federal or state law in determining the adequacy of the information contained in the disclosure statement”) (internal citations omitted). Courts in other jurisdictions have held that courts are vested with broad discretion in determining whether a disclosure statement contains “adequate information” within the meaning of section 1125(a) of the Bankruptcy Code. *See, e.g., Mabey v. Southwestern Elec. Power Co. (In re Cajun Elec. Power Coop.)*, 150 F.3d 503, 518 (5th Cir. 1998) (“The legislative history of § 1125 indicates that, in determining what constitutes ‘adequate information’ with respect to a particular disclosure statement, ‘[b]oth the kind and form of information are left essentially to the judicial discretion of the court’ and that ‘[t]he information required will necessarily be governed by the circumstances of the case.’”), *cert. denied*, 526 U.S. 1144 (1999); *In re Aspen Limousine Service, Inc.*, 193 B.R. 325 (D. Colo. 1996) (“The determination of what is ‘adequate information’ in a disclosure statement is a practical and variable inquiry made on a case-by-case basis.”).

13. The Debtor respectfully submits that the Disclosure Statement contains information of a kind, and in sufficient detail, to allow all parties-in-interest to make informed judgments about the Plan and, if applicable, to cast an informed vote to accept or reject the Plan. The Disclosure Statement includes substantial information regarding, among other things: (a) the Debtor's corporate history, assets, liabilities and business operations; (b) the circumstances of the Debtor's decision to commence the Chapter 11 Case; (c) significant events during the Chapter 11 Case; (d) the classification and treatment of Claims and Equity Interests under the Plan; (e) the material terms of the Plan and (f) certain risk factors relating to the Plan. Accordingly, the Debtor respectfully submits that, under the circumstances of the Chapter 11 Case, the Disclosure Statement provides "adequate information" for purposes of section 1125(b) of the Bankruptcy Code, complies with the other requirements of section 1125 of the Bankruptcy Code, and should be approved by the Court for purposes of solicitation of votes on the Plan.

14. Further, Bankruptcy Rule 3016(c) requires that, if a "plan provides for an injunction against conduct not otherwise enjoined under the [Bankruptcy] Code, the plan and disclosure statement must: (1) describe, in specific and conspicuous language...all acts to be enjoined" and "(2) identify the entities that would be subject to the injunction." Fed. R. Bankr. P. 3016(c). The Plan includes injunctions, releases, and exculpations in Section 10. Such language is described in Section 6 of the Disclosure Statement. Accordingly, the Debtor respectfully submits that the Proposed Disclosure Statement complies with Bankruptcy Rule 3016(c).

II. Modifications to the Disclosure Statement, the Plan, and Other Documents Prior to Solicitation

15. The Debtor requests that the Court authorize it to modify the Disclosure Statement, the Plan and the Ballots (as defined below) and other related documents approved pursuant to the Solicitation Procedures Order, without further order of the Court, at any time before

the Debtor distributes the Solicitation Package (as defined below); *provided that* such modifications are not material as determined by the Debtor (in consultation with DIP Lender or the Exit Facility Lender, as applicable, solely to the extent that the modification relates to the legal and/or economic rights of the DIP Lender or the Exit Facility Lender, as applicable) in good faith. The Debtor will file a notice of any such modification with the Court, together with a marked version reflecting such modification.

III. Establishment of Voting Record Date

16. Bankruptcy Rule 3017(d) provides that upon approval of a disclosure statement, “the court must order the debtor in possession, the trustee, the plan proponent, or the clerk” to mail certain items relating to the disclosure statement to “creditors and equity security holders and, in a Chapter 11 case...to the United States Trustee,”; provided, however, that the “court may vary the requirements for an unimpaired class of creditors or equity security holders.” Fed. R. Bank. P. 3017(d)(1)(A), (B). Such items include (i) “the court-approved disclosure statement;” (ii) “the plan or a court-approved summary of it;” (iii) a “notice of the time to file acceptances and rejections of the plan;” and (iv) “any other information as the court orders.” The creditors and equity security holders to be solicited for votes on the plan are determined as of the approval of the disclosure statement, “or another date the court sets for cause and after notice and a hearing.” Fed. R. Bankr. P. 3017(d)(4).

17. The Debtor requests that the Court establish **April 12, 2025** as the record date (the “Voting Record Date”) for purposes of determining: (a) the Holders of Claims entitled to receive a Solicitation Package; (b) the Holders of Claims entitled to vote on the Plan and (c) whether Claims have been transferred properly to an assignee pursuant to Bankruptcy Rule 3001(e), such that the assignee can vote as the Holder of such Claim.

18. To avoid any confusion resulting from claims trading activity, the Debtor further requests that the Holder of a Claim entitled to vote on the Plan be determined by reference to the Claims Register as may be modified by such notices of transfer as have been filed with the Court as of the Voting Record Date. The Debtor proposes that, with respect to any transferred Claim, the transferee shall be entitled to receive a Solicitation Package and, if the Holder of such Claim is entitled to vote with respect to the Plan, cast a Ballot on account of such Claim only if all actions necessary to effectuate the transfer of the Claim pursuant to Bankruptcy Rule 3001(e) have been completed by the Voting Record Date. In the event a Claim is transferred after the Voting Record Date, the transferee of such Claim shall be bound by any vote on the Plan made by the Holder of such Claim as of the Voting Record Date.

IV. Approval of Solicitation Packages, Solicitation Procedures and Notices of Non-Voting Status

A. Approval of Solicitation Packages and Solicitation Procedures

19. Bankruptcy Rule 3017(d) requires that certain materials be provided to holders of claims and equity interests (as set forth above, and further described below) for the purpose of soliciting votes and providing adequate notice of the hearing on confirmation of a chapter 11 plan:

(A) After the disclosure statement has been approved the court must order the debtor in possession, the trustee, the plan proponent, or the clerk to mail the following items to creditors and equity security holders, and in a Chapter 11 case, to send a copy of each to the United States trustee:

- (i) the court-approved disclosure statement;
- (ii) the plan or a court-approved summary of it;
- (iii) a notice of the time to file acceptances and rejections of the plan; and
- (iv) any other information as the court orders– including any

opinion approving the disclosure statement or a court-approved summary of the opinion.

....

[(2)] Notice of the time to file an objection to a plan's confirmation and the date of the hearing on confirmation must be mailed to creditors and equity security holders in accordance with Rule 2002(b). A ballot that conforms to Form 314 must also be mailed to creditors and equity security holders who are entitled to vote on the plan. If the court's opinion is not sent (or only a summary of the plan was sent), a party in interest may request a copy of the opinion or plan, which must be provided at the plan proponent's expense.

Fed. R. Bankr. P. 3017(d)(1)(A), (2). In accordance with these requirements, the Debtor proposes the following solicitation procedures (the "Solicitation Procedures").

20. Within five (5) business days after the entry of the Solicitation Procedures Order (the "Solicitation Mailing Deadline"), the Debtor will cause its claims and noticing agent, Verita Global ("Verita") to distribute a solicitation package to each Holder of a Claim that is classified as impaired and entitled to vote on the Plan (under the Plan, these are Holders of Class 2 (Critical Vendor), Class 3 (GUC), and Class 4 (Emma Base) Claims, containing the following materials (collectively, the "Solicitation Package"):

- a. a cover letter, substantially in the form attached hereto as Exhibit B:
(i) describing the contents of the Solicitation Package, the contents of the enclosed USB and instructions for obtaining hard copies of materials provided on USB and (ii) informing the Holders of the Debtor's recommendation to accept the Plan;
- b. the Confirmation Hearing Notice (as defined below);
- c. a printed Ballot, together with a pre-addressed, postage prepaid return envelope for submitting such Ballot;
- d. the Disclosure Statement (together with all exhibits thereto, including the Plan and all exhibits to the Plan) in electronic format on a USB;
- e. the entered Solicitation Procedures Order (without exhibits) in electronic format on a USB; and

f. such other materials as the Court may direct.

21. Distribution of the Plan, the Disclosure Statement and the Solicitation Procedures Order by USB rather than printed form will result in significant monetary savings to the Debtor's Estate. The Debtor will, at its own expense, provide paper copies of the Plan, Disclosure Statement or Solicitation Procedures Order to any party submitting a request for such paper copies: (a) through the Debtor's restructuring website at www.veritaglobal.net/OneCore or (b) in writing to OneCore Ballot Processing, c/o KCC dba Verita Global, 222 North Pacific Coast Highway, Suite 300, El Segundo, California 90245.

22. To avoid duplication and to further reduce expenses, the Debtor also proposes that: (a) creditors who have filed duplicate proofs of claim which are classified under the Plan in the same Class (or creditors who have filed claims purporting to amend or supersede previously filed proofs of claim), receive only one Solicitation Package for voting the relevant Claim with respect to such Class and (b) no Solicitation Packages be distributed to any person to whom the Debtor has mailed a notice of the Disclosure Statement Hearing, which notice has been returned as undeliverable (except in the event the Debtor is provided with accurate addresses as provided in the paragraph below).

23. The Debtor respectfully submits that where delivery of notice to a party's address has already been attempted unsuccessfully, distributing further materials to that address would be unnecessarily wasteful. The Debtor therefore requests that the requirements of Bankruptcy Rule 3017(d) (and other applicable provisions of the Bankruptcy Code, Bankruptcy Rules and Local Rules) be waived to the extent necessary to excuse the Debtor from distributing Solicitation Packages to any such address except to the extent the Debtor is provided with accurate

addresses for the applicable parties at least five (5) business days prior to the Solicitation Mailing Deadline.

24. Procedures similar to the proposed Solicitation Procedures have been approved in numerous other chapter 11 cases before this Court and other courts in this Circuit. *See, e.g., In re White Star Petroleum Holdings, LLC*, No. 19-12521 (Bankr. W.D. Okla. Feb. 14, 2020); *In re GMX Resources, Inc.*, No. 13-11456 (Bankr. W.D. Okla. Dec. 4, 2013); *In re Stelera Wireless LLC*, No. 13-13267 (Bankr. W.D. Okla. June 18, 2014); *In re American Eagle Energy Corp., et al.*, No. 15-15073 (Bankr. D. Colo. Sept. 23, 2016); *In re Atna Resources Inc., et al.*, No. 15-22848 (Bankr. D. Colo. Oct. 18, 2016). The Debtor submits that the proposed Solicitation Procedures properly balance the need for administrative economy and the rights of Holders to vote on the Plan, are otherwise reasonable and appropriate under the circumstances of the Chapter 11 Case and should therefore be approved by the Court.

B. Approval of Notices of Non-Voting Status

25. Bankruptcy Rule 3017(d)(3) provides that:

If the court orders that the disclosure statement and plan (or the plan summary) not be mailed to an unimpaired class, a notice that the class is designated as unimpaired must be mailed to the class members. The notice must show:

- (A) the name and address of the person from whom the plan (or summary) and the disclosure statement may be obtained at the plan proponent's expense;
- (B) the time to file an objection to the plan's confirmation; and
- (C) the date of the confirmation hearing.

Fed. R. Bankr. P. 3017(d).

26. Holders of Claims in Class 1 (Other Secured Claims) and those Holders of Claims in Class 5 (Existing OneCore Interests Claims) who make the New Value Contribution are

Unimpaired under the Plan and are deemed to accept the Plan under section 1126(f) of the Bankruptcy Code. Accordingly, consistent with Bankruptcy Rule 3017(d), the Debtor does not intend to solicit these creditors' votes on the Plan. Holders of Claims in Class 5 (Existing OneCore Interests Claims) who do not make the New Value Contribution, are fully impaired, and under section 1126(g) of the Bankruptcy Code, are deemed to reject the Plan; therefore, Debtor likewise does not intend to solicit these creditors' votes on the Plan. In lieu of a Solicitation Package, the Debtor proposes to serve on such non-voting creditors, on or before the Solicitation Mailing Deadline: (a) a notice of the date and time of the Confirmation Hearing and the Confirmation Objection Deadline substantially in the form attached hereto as Exhibit C (the "Confirmation Hearing Notice") and (b) a notice of non-voting status, substantially in the forms attached hereto as Exhibit D-1 for Class 1 and Exhibit D-2 for Class 5 (the "Non-Voting Creditor Notices"), in each case by electronic service where possible.

27. The Non-Voting Creditor Notices will provide the applicable Holders with instructions for viewing or obtaining a copy of the Plan, Disclosure Statement and Solicitation Procedures Order, as required by Bankruptcy Rule 3017(d). The Debtor submits that the proposed service of the Confirmation Hearing Notice, combined with the service of the Non-Voting Creditor Notices, satisfy the requirements of Bankruptcy Rule 3017(d), and therefore requests that such notices be approved by the Court.

28. Additionally, the Non-Voting Creditor Notices for Classes 1 (Other Secured Claims) and 5 (Existing OneCore Interests Claims) will also have election forms annexed to them (the "Election Forms") in order to permit Holders of Claims in these Classes to opt-out of the voluntary release in Article 10.6 of the Plan. The Election Form contains the full text of the voluntary release in Article 10.6 of the Plan and provides instructions for opting out of such release.

The deadline for Holders of Class 1 and Class 5 Claims to opt-out of Article 10.6 of the Plan is the Voting Deadline. The Election Forms provide clear instructions regarding how a Holder of Claims in Class 1 and Class 5 must submit their respective Election Forms in order to opt-out of the release in Article 10.6 of the Plan. The Debtor submits that the Election Forms are adequate and appropriate to provide Holders of Claims in Classes 1 and 5 notice of the opportunity to opt-out of the release in Article 10.6 of the Plan.

V. Approval of Forms of Ballots and Voting and Tabulation Procedures

A. Approval of Forms of Ballots

29. Bankruptcy Rule 3018(c) provides that “[a]n acceptance or rejection of a plan must: (A) be in writing; (B) identify the plan...; (C) be signed by the creditor or equity security holder—or an authorized agent; and (D) conform to Form 314.” Fed. R. Bankr. P. 3018(c)(1). Accordingly, the Debtor has prepared ballots for voting on the Plan, substantially in the form attached hereto as Exhibit F (the “Ballots”). Each Ballot is based on Official Bankruptcy Form No. 314, with appropriate modifications to address the specific terms of the Plan.

30. The Debtor submits that the Ballots have been prepared based on the appropriate official form and, if properly completed and submitted, will comply with the other requirements of Bankruptcy Rule 3018(c) and should be approved by the Court.

B. Establishment of Voting Deadline

31. Bankruptcy Rule 3017(c) provides that, on or before approval of a disclosure statement, the court must fix a time within which the holders of claims may vote to accept or reject a plan. *See* Fed. R. Bankr. P. 3017(c)(1).

32. The Debtor accordingly requests that all Holders of Claims entitled to vote on the Plan be required to (a) return their Ballots by (i) first-class mail, (ii) overnight courier or

(iii) hand delivery or (b) submit the Ballots online at <https://eballot.veritaglobal.net/OneCore>, in each case, so that they are actually received by Verita on or before **May 5, 2025 at 5:00 p.m. (CT)** (the “Voting Deadline”).

33. The proposed Voting Deadline will allow Holders of Claims entitled to vote on the Plan sufficient time to review the solicitation materials and make an informed decision to vote on the Plan. The Debtor therefore submits that the Voting Deadline is reasonable and appropriate and should be approved by the Court.

34. In addition to accepting Ballots by first-class mail, overnight courier and hand delivery, the Debtor seeks authority to accept Ballots via electronic, online transmission by utilizing the e-ballot platform on Verita’s website, <https://www.veritaglobal.net/OneCore>. Holders may cast an electronic Ballot and electronically sign and submit such e-ballot via the e-ballot platform. Instructions for casting an electronic Ballot can be found on the Ballots. The encrypted Ballot data and audit trail created by such electronic submission shall become part of the record of any electronic Ballot submitted in this manner and the Holder’s electronic signature will be deemed to be an original signature that is legally valid and effective. The Debtor submits that allowing Holders to submit Ballots through this electronic process will be beneficial to the Holders, is reasonable and appropriate and should be approved by the Court. For the avoidance of doubt, electronic submissions of Ballots may only be made via the e-ballot platform. Ballots submitted by electronic mail, facsimile, or any other means of electronic submission not specifically authorized by the Solicitation Procedures Order shall not be counted.

C. Approval of Tabulation Procedures

35. Section 1126(c) of the Bankruptcy Code governs the requirements for the acceptance of a plan by a class of impaired claims, and provides that:

[a] class of claims has accepted a plan if such plan has been accepted by creditors . . . that hold at least two-thirds in amount and more than one-half in number of the allowed claims of such class held by creditors . . . that have accepted or rejected such plan.

11 U.S.C. § 1126(c). Additionally, as set forth above, Bankruptcy Rule 3018(c) provides, in part, that “[a]n acceptance or rejection of a plan must: (A) be in writing; (B) identify the plan or plans; (C) be signed by the creditor or equity security holder—or an authorized agent; and (D) conform to Form 314.” Fed. R. Bankr. P. 3018(c)(1). Consistent with these requirements, the Debtor proposes to use the following procedures for voting on the Plan and tabulating Ballots for purposes of section 1126(c) of the Bankruptcy Code (the “Voting and Tabulation Procedures”).

- a. Establishment of Claim Amounts for Voting Purposes. Solely for the purposes of voting to accept or reject the Plan and not for the purpose of the allowance of, or distribution on account of, a Claim, the Debtor proposes the following procedures for determining Claim amounts for voting purposes:
 - i. Each Holder of a Claim who has timely filed a Proof of Claim and is entitled to vote to accept or reject the Plan may vote the face amount of such Claim set forth on the Proof of Claim as of the Voting Record Date, *provided that* Ballots cast by Holders of contingent, wholly unliquidated, unknown or disputed Claims will count (i) for satisfying the numerosity requirement of section 1126(c) of the Bankruptcy Code and such a Ballot will count as a Ballot for a Claim in the amount of \$1.00 solely for the purposes of satisfying the dollar amount provisions of section 1126(c) of the Bankruptcy Code, and, if a Proof of Claim is filed as partially liquidated and partially unliquidated, such Claim will be Allowed for voting purposes only in the liquidated amount or (ii) in the amount such Claims may be subsequently allowed pursuant to section 502(b) of the Bankruptcy Code or temporarily allowed for voting purposes only pursuant to Bankruptcy Rule 3018(a)(4) by order of the Court entered, after notice and hearing, no later than two (2) business days prior to the Voting Deadline.
- b. Votes Not Counted. The following Ballots will not be counted or considered for any purpose in determining whether the Plan has been accepted or rejected:
 - i. any Ballot received by Verita after the Voting Deadline, unless the Debtor has granted in writing an extension of the Voting Deadline

- with respect to such Ballot;
- ii. any Ballot that is illegible or contains insufficient information to identify the Holder of the Claim;
 - iii. any Ballot cast by a person or entity that (A) does not hold a Claim in a Class that is entitled to vote on the Plan or (B) is not otherwise entitled to vote pursuant to the procedures described herein;
 - iv. any Ballot sent to the Debtor or the Debtor's financial or legal advisors, agents or representatives (other than Verita);
 - v. any unsigned Ballot;
 - vi. any Ballot not received in its executed, original form;
 - vii. other than through the e-ballot platform on Verita's website, any Ballot that is received by Verita by facsimile or other means of electronic transmission; or
 - viii. any Ballot not marked to accept or reject the Plan or marked both to accept and reject the Plan.
- c. Multiple Ballots. If multiple Ballots are received from the same Holder with respect to the same Claim prior to the Voting Deadline, the latest dated Ballot received by the Voting Deadline shall be counted for voting purposes, subject to contrary order of the Court; provided, however, that where ambiguity exists with respect to which Ballot was the latest dated, Verita has the right to determine the appropriate tabulation of such Ballot and to contact the respective Holder to determine such Holder's intent in connection therewith.
- d. No Vote Splitting. All Claims must be voted in their entirety to either accept or reject the Plan.
- e. Ballots Signed by Representative. If a Ballot is signed by a trustee, executor, administrator, guardian, attorney-in-fact or other person acting in a fiduciary or representative capacity, such person shall be required to indicate such capacity when signing the Ballot. The Debtor may request proper evidence of such representative's authority to sign the Ballot.
- f. Defective Ballots. Subject to contrary order of the Court, the Debtor may, in its sole discretion, waive any defects or irregularities as to any particular Ballot at any time (including the timeliness of the submission of a Ballot), either before or after the Voting Deadline; *provided, however*, that:
- i. any such waivers shall be documented in the voting reports completed by Verita;

- ii. neither the Debtor, nor any other person or entity, will be under any duty to provide notification of such defects or irregularities other than as provided in the voting reports prepared by Verita, nor will any of them incur any liability for failure to provide such notification; and
- iii. unless waived by the Debtor, subject to contrary order of the Court, any defects or irregularities associated with the delivery of Ballots must be cured prior to the Voting Deadline or such Ballots will not be counted.

- g. Lack of Good Faith Designation. In the event a designation of lack of good faith is requested by a party-in-interest under section 1126(e) of the Bankruptcy Code, the Court will determine whether any vote to accept or reject the Plan will be counted for purposes of determining whether the Plan has been accepted or rejected by the applicable person or entity.

36. The Debtor submits that the procedures described above will allow votes on the Plan to be tabulated in a reasonable and appropriate manner, are consistent with section 1126(c) of the Bankruptcy Code and should be approved by the Court.

VI. Establishment of Notice and Objection Procedures for Confirmation of the Plan

A. Establishment of the Confirmation Hearing Date and Voting Report Deadline

37. Section 1128(a) of the Bankruptcy Code provides that “[a]fter notice, the court shall hold a hearing on confirmation of a plan.” Local Rule 3018-1 further requires that, at least three business days prior to the hearing on confirmation of a chapter 11 plan, the proponent of a plan shall file with the court a summary of ballots received in connection with the confirmation of the plan, including “the numbers and percentages of acceptances and rejections of each impaired class, and whether each such impaired class is deemed to accept or reject the plan” (the “Voting Report”).

38. The Debtor requests that the Court schedule the Confirmation Hearing on **May 13, 2025 at 10:00 a.m. (CT)**, or as soon thereafter as the Court’s schedule permits. The Debtor further requests that the Debtor or the Court may adjourn the Confirmation Hearing without

further notice other than by announcement in open court and/or notice(s) of adjournment filed on the docket with the Court's permission. With respect to the Voting Report, the Debtor proposes to file this on **May 9, 2025**.

39. The Debtor submits that the proposed scheduling of the Confirmation Hearing and the filing of the Voting Report are in accordance with section 1128(a) of the Bankruptcy Code and Local Rule 3018-1, will enable the Debtor to pursue confirmation of the Plan in a timely fashion, are reasonable and appropriate and should be approved by the Court.

B. Establishment of Procedures and Form of Notice of the Confirmation Hearing and Confirmation Objection Deadline

40. Pursuant to Bankruptcy Rule 3020(b)(1), objections to confirmation of a plan must be filed and served "within the time set by the court." Fed. R. Bankr. P. 3020(b)(1). The Debtor proposes to establish **May 5, 2025 at 5:00 p.m. (CT)** as the deadline to object to confirmation of the Plan (the "Confirmation Objection Deadline"). The Debtor submits that the Confirmation Objection Deadline provides ample time for any other party-in-interest to object to confirmation of the Plan.

41. Debtor proposes to establish as its deadline to reply to any Confirmation Objections as **May 9, 2025 at 5:00 p.m. (CT)** (the "Confirmation Objection Reply Deadline"). Local Rule 9013-1(C) provides that reply briefs may not exceed five typewritten pages in length. Due to the nature of the plan confirmation, the Debtor respectfully requests leave to file any reply to objections to confirmation of the plan up to but not to exceed fifteen pages in length. Given the number of interested parties and the multitudes of issues involved in the chapter 11 case, the Debtor needs to prepare for the possibility that numerous objections might be filed by the Confirmation Objection Deadline. The Debtor will, of course, submit a reply brief only as long as necessary under the circumstances.

42. In accordance with Bankruptcy Rule 3020(b), the Debtor proposes that any objection to confirmation of the Plan must: (a) be in writing, (b) comply with the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules, (c) set forth the name of the objector, the nature and amount of Claims or Equity Interests held or asserted by the objector against the Debtor, (d) state the basis and the specific grounds of the objection and (e) be filed with the Court, together with proof of service thereof, and served upon and received by each of the following (collectively, the “Notice Parties”) no later than the Confirmation Objection Deadline of **May 5, 2025 at 5:00 p.m. (CT)**: (i) the Chambers of the Honorable Janice D. Loyd, United States Bankruptcy Court for the Western District of Oklahoma, 2nd Floor Courtroom, 215 Dean A. McGee Avenue, Oklahoma City, Oklahoma 73102; (ii) the Debtor and its counsel (Crowe & Dunlevy, 324 N. Robinson Ave., Suite 100, Oklahoma City, Oklahoma 73102 (Attn: Craig Regens); and (iii) the United States Trustee for the Western District of Oklahoma, 215 Dean A. McGee Avenue, Suite 408 Oklahoma City, Oklahoma 73102 (Attn: Jeff Tate & Marjorie Creasey).

43. Bankruptcy Rules 2002(b) and 3017(d) require no less than 28 days’ notice to all holders of claims and equity interests of the time fixed for filing objections to the confirmation of a chapter 11 plan.

44. Accordingly, on or before the Solicitation Mailing Deadline and simultaneously with the distribution of the Solicitation Packages as described herein, the Debtor proposes to serve the Confirmation Hearing Notice on: (a) the U.S. Trustee; (b) all known creditors; (c) all equity security holders; (d) the Internal Revenue Service; and (e) all parties who have filed a notice of appearance and request for service of documents in the Chapter 11 Case, in each case only to the extent such parties have not otherwise been served with the Confirmation Hearing Notice pursuant to the Solicitation Procedures Order.

45. The proposed Confirmation Hearing Notice includes, among other things: (a) instructions for viewing or obtaining copies of the Disclosure Statement, the Plan and other exhibits thereto, the Solicitation Procedures Order and all other materials in the Solicitation Package (excluding Ballots) from Verita and/or the Court's website, (b) notice of the date by which the Debtor will file the Plan Supplement, if any,³ (c) the Confirmation Objection Deadline and procedures and requirements for objecting to the confirmation of the Plan and (d) the date, time and location of the Confirmation Hearing.

46. The Debtor submits that the proposed Confirmation Objection Deadline, Confirmation Hearing Notice and related notice and objection procedures and requirements will ensure appropriate notice of the Confirmation Hearing and Confirmation Objection Deadline as required by Bankruptcy Rules 2002(b) and 3017(d), and are reasonable and appropriate and should be approved by the Court pursuant to Bankruptcy Rule 3020(b).

Notice

47. Notice of this Motion has been provided to those persons or entities included on the Distribution Service List and any other any other party that has requested notice pursuant to Bankruptcy Rule 2002. The Debtor submits that, in light of the nature of the relief requested, no other or further notice need be provided.

³ The Plan Supplement(s) may be filed by the Debtor no later than **April 29, 2025** (the "Plan Supplement Filing Deadline"). On or before the Plan Supplement Filing Deadline, the Debtor proposes to serve notice of the filing of the Plan Supplement, if any, in substantially the form annexed hereto as Exhibit E (the "Plan Supplement Notice") on: (a) the U.S. Trustee; (b) all known creditors; (c) all equity security holders; (d) the Internal Revenue Service; and (e) all parties who have filed a notice of appearance and request for service of documents in the Chapter 11 Case.

Conclusion

WHEREFORE, for the reasons set forth herein, the Debtor respectfully requests that the Court (a) enter the Solicitation Procedures Order substantially in the form attached hereto as Exhibit A and (b) grant such other or further relief as is just and proper.

Respectfully submitted,

ONECORE

/s/Craig M. Regens

William H. Hoch, OBA #15788

Craig M. Regens, OBA #22894

Mark A. Craige, OBA #1992

Kaleigh Ewing, OBA #35598

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Counsel to Debtor and Debtor in Possession

EXHIBIT A

Solicitations Procedures Order

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF OKLAHOMA**

<hr/>		X
In re	:	
	:	Chapter 11
HOSPITAL FOR SPECIAL SURGERY, LLC	:	
<i>Db</i> a ONECORE HEALTH,	:	Case No. 24-12862-JDL
	:	
Debtor.	:	
<hr/>		X

ORDER (I) APPROVING THE DISCLOSURE STATEMENT, (II) ESTABLISHING A VOTING RECORD DATE, (III) APPROVING SOLICITATION PACKAGES AND SOLICITATION PROCEDURES, (IV) APPROVING THE FORMS OF BALLOTS, (V) ESTABLISHING VOTING AND TABULATION PROCEDURES, AND (VI) ESTABLISHING NOTICE AND OBJECTION PROCEDURES FOR THE CONFIRMATION OF THE PLAN

Upon the Motion¹ of Hospital for Special Surgery, LLC *dba* OneCore Health (“OneCore” or “Debtor”) in the above-captioned case (the “Chapter 11 Case”) for entry of an order (this “Order”), pursuant to section 1125, 1126 and 1128 of the Bankruptcy Code, Bankruptcy Rules

¹ Capitalized terms used and not defined herein shall have the meanings ascribed to them in the Motion.

2002, 3016, 3017, 3018 and 3020 and Local Rules 2002-1 and 3018-1, (a) approving the *Disclosure Statement for Chapter 11 Plan of Reorganization of Hospital for Special Surgery, LLC dba OneCore Health* (as may be amended, modified or supplemented, the “Disclosure Statement”), (b) establishing a record date for purposes of voting on the *Chapter 11 Plan of Reorganization of Hospital for Special Surgery, LLC dba OneCore Health* (as may be amended, modified or supplemented, the “Plan”), (c) approving solicitation packages and solicitation procedures, (d) approving the forms of ballots, (e) establishing voting and tabulation procedures and (f) establishing notice and objection procedures relating to the confirmation of the Plan; and this Court having jurisdiction to consider the Motion pursuant to 28 U.S.C. §§ 157 and 1334 and rule 81.4(a) of the Local Civil Rules of the United States District Court for the Western District of Oklahoma; and venue of the Chapter 11 Case and the Motion in this district being proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this matter being a core proceeding pursuant to 28 U.S.C. § 157(b); and that the response deadline to the Motion expired on April 9, 2025; and objections (if any) to the Motion having been withdrawn, resolved or overruled; and this Court having found that proper and adequate notice of the Motion and the relief requested therein has been provided; and this Court having found and determined that the relief sought in the Motion is in the best interests of the Debtor, its Estate, its creditors and all other parties-in-interest; and 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;

IT IS HEREBY FOUND AND DETERMINED THAT:

1. Disclosure Statement. The Disclosure Statement provides Holders of Claims entitled to vote on the Plan with adequate information in accordance with section 1125(b) of the Bankruptcy Code and otherwise complies with the applicable requirements of section 1125 of the

Bankruptcy Code.

2. Solicitation and Confirmation Schedule. The Debtor’s proposed schedule and procedures relating to solicitation of votes on the Plan and confirmation of the Plan provides parties-in-interest with sufficient time to review and consider all solicitation materials, including the Plan, the Disclosure Statement, the Plan Supplement, if any, and other information and materials relating to confirmation of the Plan, provides Holders of Claims with sufficient time, prior to the Confirmation Hearing, to make an informed judgment to accept or reject the Plan, and provides all parties-in-interest in the Chapter 11 Case with sufficient time to object to confirmation of the Plan.

3. Solicitation Procedures and Non-Voting Creditor Notices. The proposed Solicitation Procedures set forth in the Motion, including the delivery of the Solicitation Package to Holders of Claims in Voting Classes and the delivery of the notice substantially in the form attached to the Motion as Exhibits D-1 and D-2 (the “Non-Voting Creditor Notices”) to Holders of Claims in Classes 1 and 5, respectively, provide sufficient information relating to the relief granted by this Order, in accordance with Bankruptcy Rule 3017(d) and other applicable provisions of the Bankruptcy Code, Bankruptcy Rules, and Local Rules.

4. Confirmation Hearing Notice. Service of notice of the date, time and location of the Confirmation Hearing, and the deadline and procedures and requirements for objecting to confirmation of the Plan, substantially in the form attached to the Motion as Exhibit C (the “Confirmation Hearing Notice”), pursuant to the Solicitation Procedures and as otherwise set forth in the Motion constitutes good and sufficient notice of the Confirmation Hearing to Holders of Claims and in Voting Classes and other parties-in-interest in the Chapter 11 Case, in satisfaction of the requirements of due process and in accordance with Bankruptcy Rules 2002(b) and 3017(d)

and other applicable provisions of the Bankruptcy Code, Bankruptcy Rules, and Local Rules.

5. Ballots and Voting and Tabulation Procedures. The Voting and Tabulation Procedures set forth in the Motion, and the Ballots substantially in the forms attached to the Motion as Exhibit F, and accompanying instructions, adequately address the circumstances of the Chapter 11 Case and provide for a fair and equitable voting process appropriate for Holders of Claims in Classes 2, 3, and 4 that are entitled to vote on the Plan (the “Voting Classes”). The Ballots are consistent with Official Bankruptcy Form No. 314 and comply with Bankruptcy Rule 3018(c). Ballots need not be provided to Holders of Claims in Classes 1 and 5, which are non-voting classes under the Plan and are either deemed to reject, or presumed to accept, the Plan under the Bankruptcy Code, as set forth in the Motion.

IT IS THEREFORE HEREBY ORDERED THAT:

1. The Motion is GRANTED as set forth herein.

A. Approval of the Disclosure Statement

2. The Disclosure Statement is approved pursuant to section 1125(b) of the Bankruptcy Code and Bankruptcy Rule 3017(b) and, to the extent not withdrawn, settled or otherwise resolved, any objections to the Disclosure Statement are overruled.

B. Establishment of Schedule for Solicitation and Confirmation

3. The following dates and deadlines are hereby established with respect to solicitation of votes on the Plan and confirmation of the Plan:

Event / Deadline	Date
Voting Record Date	April 12, 2025
Solicitation Mailing Deadline	Within five (5) business days after the entry of the Solicitation Procedures Order
Deadline to Serve Cure Notice	At least twenty-one (21) days before the commencement of the Confirmation Hearing (expected to be April 22, 2025)
Deadline to File Objections to (i) Proposed Assumption and	Within ten (10) days of the service of the Cure Notice

Assignment of Executory Contracts and Unexpired Leases or (ii) the Proposed Cure Amounts	
Deadline to File Initial Assumption Schedule	April 29, 2025
Plan Supplement Filing Deadline	April 29, 2025
Rule 3018 Motion Deadline	May 1, 2025 at 5:00 p.m. (Prevailing Central Time)
Confirmation Objection Deadline	May 5, 2025 at 5:00 p.m. (Prevailing Central Time)
Voting Deadline	May 5, 2025 at 5:00 p.m. (Prevailing Central Time)
Deadline to File Voting Report	May 9, 2025
Confirmation Objection Reply Deadline and Deadline to File (i) Brief in Support of Plan Confirmation, (ii) Declarations in Support of Confirmation, and (iii) Voting Certification	May 9, 2025 at 5:00 p.m. (Prevailing Central Time)
Deadline to file Claims Objections or Requests to Estimate Claims for Voting Purposes	May 12, 2025
Confirmation Hearing	May 13, 2025 at 10:00 a.m. (Prevailing Central Time)

These dates and deadlines may be modified as provided in the Disclosure Statement, the Plan, or by further Order of the Court upon application of the Debtor.

4. The Solicitation Procedures are hereby approved as set forth herein. On or before the Solicitation Mailing Deadline, the Debtor shall cause Verita to distribute a solicitation package to each Holder of a Claim that is classified as impaired and entitled to vote on the Plan (Class 2 (Critical Vendors Claims), Class 3 (GUC Claims), and Class 4 (Emma Base Claim)) containing the following materials (collectively, the “Solicitation Package”), which are hereby approved:

- a. a cover letter, substantially in the form attached to the Motion as Exhibit B: (i) describing the contents of the Solicitation Package, the contents of the enclosed USB and instructions for obtaining hard copies of materials provided on USB and (ii) informing the Holders of the Debtor’s recommendation to accept the Plan;
- b. a printed copy of the Confirmation Hearing Notice;
- c. a printed Ballot (as defined below), together with a pre-addressed, postage

prepaid return envelope for submitting such Ballot;

- d. the Disclosure Statement (together with all exhibits thereto, including the Plan and all exhibits to the Plan) in electronic format on a USB; and
- e. a copy of this Order (without exhibits) in electronic format on a USB.

5. Any party that has filed duplicate proofs of claim which are classified under the Plan in the same Class (or that has filed a claim purporting to amend or supersede a previously filed proof of claim), shall receive only one Solicitation Package for voting the relevant Claim with respect to such Class.

6. No Solicitation Packages shall be distributed to any person to whom the Debtor has mailed a notice of the Disclosure Statement Hearing, if such notice has been returned as undeliverable, except to the extent the Debtor is provided with accurate addresses for the applicable parties at least five (5) business days prior to the Solicitation Mailing Deadline.

7. The Debtor shall, at its own expense, provide paper copies of the Plan, Disclosure Statement or Solicitation Procedures Order to any party submitting a request for such paper copies:
(a) through the Debtor's restructuring website at <https://www.veritaglobal.net/OneCore/Inquiry> or
(b) in writing to: KCC dba Verita, 222 North Pacific Coast Highway, Suite 300, El Segundo, California 90245.

8. Holders of Claims in Classes 1 and 5, which are either conclusively presumed to have accepted the Plan or deemed to reject the Plan, shall receive the Non-Voting Creditor Notices, which are hereby approved. Such service of the Non-Voting Creditor Notices shall constitute good and sufficient notice of the Holder's non-voting status, and their status as either unimpaired or fully impaired.

9. The Debtor is hereby authorized to modify the Disclosure Statement, the Plan and the Ballots and other related documents approved pursuant to this Order, without further order of

this Court, at any time before distributing Solicitation Packages; provided that such modifications are not material as determined by the Debtor (in consultation with DIP Lender or the Exit Facility Lender, as applicable, solely to the extent that the modification relates to the legal and/or economic rights of the DIP Lender or the Exit Facility Lender, as applicable) in good faith. The Debtor shall file a notice of any such modification with this Court, together with a marked version reflecting such modification.

C. Approval of Forms of Ballots and Voting and Tabulation Procedures

10. The Ballots are hereby approved.

11. The Debtor is authorized to accept Ballots submitted electronically through the e-ballot platform on Verita's website at <https://www.veritaglobal.net/OneCore>. Holders may cast an electronic Ballot and electronically sign and submit such e-ballot via the e-ballot platform. Instructions for casting an electronic Ballot are set forth on the Ballots. The encrypted Ballot data and audit trail created by such electronic submission shall become part of the record of any electronic Ballot submitted in this manner and the Holder's electronic signature will be deemed to be an original signature that is legally valid and effective. For the avoidance of doubt, electronic submissions of Ballots may only be made via the e-ballot platform. Ballots submitted by electronic mail, facsimile, or any other means of electronic submission not specifically authorized by this Order shall not be counted.

12. The Debtor is authorized to solicit, receive and tabulate votes on the Plan in accordance with the Voting and Tabulation Procedures, which are hereby approved as follows:

a. Establishment of Claim Amounts for Voting Purposes. Solely for the purposes of voting to accept or reject the Plan and not for the purpose of the allowance of, or distribution on account of, a Claim, the Debtor proposes the following procedures for determining Claim amounts for voting purposes:

i. Each Holder of a Claim who has timely filed a Proof of Claim and

is entitled to vote to accept or reject the Plan may vote the face amount of such Claim set forth on the Proof of Claim as of the Voting Record Date; *provided that* Ballots cast by Holders of contingent, wholly unliquidated, unknown or disputed Claims will count (i) for satisfying the numerosity requirement of section 1126(c) of the Bankruptcy Code and such a Ballot will count as a Ballot for a Claim in the amount of \$1.00 solely for the purposes of satisfying the dollar amount provisions of section 1126(c) of the Bankruptcy Code, and, if a Proof of Claim is filed as partially liquidated and partially unliquidated, such Claim will be Allowed for voting purposes only in the liquidated amount or (ii) in the amount such Claims may be subsequently allowed pursuant to section 502(b) of the Bankruptcy Code or temporarily allowed for voting purposes only pursuant to Bankruptcy Rule 3018(a)(4) by order of the Court entered, after notice and hearing, no later than two (2) business days prior to the Voting Deadline.

- b. Votes Not Counted. The following Ballots shall not be counted or considered for any purpose in determining whether the Plan has been accepted or rejected:
- i. any Ballot received by Verita after the Voting Deadline, unless the Debtor has granted in writing an extension of the Voting Deadline with respect to such Ballot;
 - ii. any Ballot that is illegible or contains insufficient information to identify the Holder of the Claim;
 - iii. any Ballot cast by a person or entity that (A) does not hold a Claim in a Class that is entitled to vote on the Plan or (B) is not otherwise entitled to vote pursuant to the procedures described herein;
 - iv. any Ballot sent to the Debtor or the Debtor's financial or legal advisors, agents or representatives (other than Verita);
 - v. any unsigned Ballot;
 - vi. any Ballot not received in its executed, original form;
 - vii. other than through the e-ballot platform on Verita's website, any Ballot that is received by Verita by facsimile or other means of electronic transmission; or
 - viii. any Ballot not marked to accept or reject the Plan or marked both to accept and reject the Plan.
- c. Multiple Ballots. If multiple Ballots are received from the same Holder with respect to the same Claim prior to the Voting Deadline, the latest dated

Ballot received by the Voting Deadline shall be counted for voting purposes, subject to contrary order of the Court; *provided, however*, that where ambiguity exists with respect to which Ballot was the latest dated, Verita has the right to determine the appropriate tabulation of such Ballot and to contact the respective Holder to determine such Holder's intent in connection therewith.

- d. No Vote Splitting. All Claims must be voted in their entirety to either accept or reject the Plan.
- e. Ballots Signed by Representative. If a Ballot is signed by a trustee, executor, administrator, guardian, attorney-in-fact or other person acting in a fiduciary or representative capacity, such person shall be required to indicate such capacity when signing the Ballot. The Debtor may request proper evidence of such representative's authority to sign the Ballot.
- f. Defective Ballots. Subject to contrary order of this Court, the Debtor may, in its sole discretion, waive any defects or irregularities as to any particular Ballot at any time (including the timeliness of the submission of a Ballot), either before or after the Voting Deadline; *provided, however*, that:
 - i. any such waivers shall be documented in the voting reports completed by Verita;
 - ii. neither the Debtor, nor any other person or entity, will be under any duty to provide notification of such defects or irregularities other than as provided in the voting reports prepared by Verita, nor will any of them incur any liability for failure to provide such notification and
 - iii. unless waived by the Debtor, subject to contrary order of this Court, any defects or irregularities associated with the delivery of Ballots must be cured prior to the Voting Deadline or such Ballots will not be counted.
- g. Lack of Good Faith Designation. In the event a designation of lack of good faith is requested by a party-in-interest under section 1126(e) of the Bankruptcy Code, this Court shall determine whether any vote to accept or reject the Plan will be counted for purposes of determining whether the Plan has been accepted or rejected by the applicable person or entity.

D. Approval of Notice and Objection Procedures for Confirmation of the Plan

13. The Confirmation Hearing is hereby approved.

14. On or before the Solicitation Mailing Deadline, the Debtor shall serve the Confirmation Hearing Notice on: (a) the United States Trustee for the Western District of

Oklahoma; (b) all known creditors; (c) all equity security holders; (d) the Internal Revenue Service; and (e) all parties who have filed a notice of appearance and request for service of documents in the Chapter 11 Case, in each case only to the extent such parties have not otherwise been served with the Confirmation Hearing Notice pursuant to this Order. Such service of the Confirmation Hearing Notice shall constitute good and sufficient notice of the Confirmation Hearing.

15. Any objection to confirmation of the Plan must: (a) be in writing, (b) comply with the Bankruptcy Code, the Bankruptcy Rules and the Local Rules, (c) set forth the name of the objector, the nature and amount of Claims or Equity Interests held or asserted by the objector against the Debtor, (d) state the basis and the specific grounds of the objection and (e) be filed with the Court, together with proof of service thereof, and served upon and received by each of the following (collectively, the “Notice Parties”) no later than the Confirmation Objection Deadline of **May 5, 2025 at 5:00 p.m. (CT)**: (i) the Chambers of the Honorable Janice D. Loyd, United States Bankruptcy Court for the Western District of Oklahoma, 2nd Floor Courtroom, 215 Dean A. McGee Avenue, Oklahoma City, Oklahoma 73102; (ii) the Debtor and its counsel (Crowe & Dunlevy, 324 N. Robinson Ave., Suite 100, Oklahoma City, Oklahoma 73102 (Attn: Craig Regens); and (iii) the United States Trustee for the Western District of Oklahoma, 215 Dean A. McGee Avenue, Suite 408 Oklahoma City, Oklahoma 73102 (Attn: Jeff Tate & Marjorie J. Creasey).

16. The Confirmation Objection Reply Deadline is **May 9, 2025 at 5:00 p.m. (CT)**. The Debtor is granted leave to file any reply to objections to confirmation of the plan which may exceed five pages but shall not exceed fifteen pages in length.

E. Approval of Notice of Filing of the Plan Supplement

17. The Plan Supplement, if any, shall be filed by the Debtor no later than **April 29, 2025** (the “Plan Supplement Filing Deadline”). The Plan Supplement Notice in the form attached to the Motion as Exhibit E is hereby approved. If the Debtor files a Plan Supplement, on or before the Plan Supplement Filing Deadline, the Debtor shall serve the Plan Supplement Notice on: (a) the U.S. Trustee; (b) all known creditors; (c) all equity security holders; (d) the Internal Revenue Service; and (e) all parties who have filed a notice of appearance and request for service of documents in the Chapter 11 Case. Such service of the Plan Supplement Notice shall constitute good and sufficient notice of the filing of the Plan Supplement.

F. Other

18. The Debtor is hereby authorized and empowered to execute and deliver such documents, and to take and perform all actions necessary to implement and effectuate the relief granted in this Order.

19. Nothing in this Order shall be construed as a waiver of the right of the Debtor or any other party-in-interest, as applicable, to object to a proof of claim after the Voting Record Date.

20. Nothing in the Motion or this Order nor as a result of any payment made pursuant to this Order, shall be deemed or construed as an admission as to the validity or priority of any claim against the Debtor, an approval or assumption of any agreement, contract or lease pursuant to section 365 of the Bankruptcy Code or a waiver of the right of the Debtor, or shall impair the ability of the Debtor, to contest the validity and amount of any payment made pursuant to this Order.

21. The requirements set forth in Local Rule 9013-1(b) are satisfied.

22. This Order is immediately effective and enforceable, notwithstanding the possible applicability of Bankruptcy Rule 6004(h) or otherwise.

23. This Court retains jurisdiction with respect to any matters, claims, rights or disputes arising from or related to this Order.

24. Findings of fact are based upon representations of counsel.

25. Debtor shall effectuate service of this Order upon the Distribution Service List.

IT IS SO ORDERED.

###

Approved for Entry:

ONECORE

/s/Craig M. Regens

William H. Hoch, OBA #15788

Craig M. Regens, OBA #22894

Mark A. Craige, OBA #1992

Kaleigh Ewing, OBA #35598

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Counsel to Debtor

EXHIBIT B

Solicitation Package Cover Letter

Hospital for Special Surgery, LLC *dba* OneCore Health (“OneCore” or “Debtor”) is pleased to present the enclosed Solicitation Package for your consideration.

On March [•], 2025 the United States Bankruptcy Court for the Western District of Oklahoma (the “Bankruptcy Court”) entered an order (a) approving the *Disclosure Statement for Chapter 11 Plan of Reorganization of Hospital for Special Surgery, LLC dba OneCore Health* (as may be amended, modified or supplemented, the “Disclosure Statement”), (b) establishing a record date for purposes of voting on the *Chapter 11 Plan of Reorganization of Hospital for Special Surgery, LLC dba OneCore Health* (as may be amended, modified or supplemented, the “Plan”),¹ (c) approving solicitation packages and solicitation procedures, (d) approving the forms of ballots, (e) establishing voting and tabulation procedures and (f) establishing notice and objection procedures relating to the confirmation of the Plan (the “Solicitation Procedures Order”).

You have received this letter and the enclosed materials because you are entitled to vote on the Plan. The Debtor believes that the Plan is preferable to any available alternatives, as described in the enclosed Disclosure Statement. Accordingly, **the Debtor recommends that all Holders of Claims entitled to vote on the Plan vote to accept the Plan by timely completing and returning the enclosed ballot by the Voting Deadline on March , 2025 at p.m. CT.**

The enclosed materials constitute the Debtor’s “Solicitation Package” and consist of the following:

- a. this letter;
- b. a notice of the date and time of the hearing scheduled before the Bankruptcy Court to consider confirmation of the Plan and related objection procedures and requirements;
- c. a printed Ballot, together with a pre-addressed, postage prepaid return envelope;
- d. the Disclosure Statement (with the Plan annexed thereto and other exhibits) in electronic format on a USB; and
- e. the entered Solicitation Procedures Order (without exhibits) in electronic format on a USB.

Please note that the Plan Supplement is not enclosed with this letter. The Plan Supplement, if any, will be filed with the Bankruptcy Court no later than March __, 2025, and will be available at the website of Verita Global (“Verita”) the Debtor’s claims and noticing agent, at <http://www.veritaglobal.net/OneCore>.

If you have any questions regarding this Solicitation Package, please contact Verita (a) by writing at OneCore Ballot Processing Center, c/o KCC dba Verita, 222 North Pacific Coast Highway, Suite 300, El Segundo, California 90245, or (b) by calling +1 (866) 967-1781 (Toll-Free) or +1 (310) 751-2681 (International). You can also submit an inquiry at <https://www.veritaglobal.net/OneCore/Inquiry>.

¹ Capitalized terms used but not defined in this Motion shall have the meaning ascribed to them in the Plan.

EXHIBIT C

Confirmation Hearing Notice

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF OKLAHOMA**

	X	
In re	:	
	:	Chapter 11
HOSPITAL FOR SPECIAL SURGERY, LLC	:	
<i>Db</i> a ONECORE HEALTH,	:	Case No. 24-12862-JDL
	:	
Debtor.	:	
	X	

**NOTICE OF HEARING TO CONSIDER CONFIRMATION OF
DEBTOR’S CHAPTER 11 PLAN OF REORGANIZATION**

On _____, 2025, the United States Bankruptcy Court for the Western District of Oklahoma (the “Court”) entered its *Order (I) Approving the Disclosure Statement, (II) Establishing a Voting Record Date, (III) Approving Solicitation Packages and Solicitation Procedures, (IV) Approving the Forms of Ballots, (V) Establishing Voting and Tabulation Procedures and (VI) Establishing Notice and Objection Procedures for the Confirmation of the Plan* (the “Solicitation Procedures Order”). Among other things, the Solicitation Procedures Order approved the *Disclosure Statement for the Chapter 11 Plan of Reorganization of Hospital for Special Surgery, LLC dba OneCore Health* (as may be amended, modified or supplemented, the “Disclosure Statement”) filed by the Debtor and debtor-in-possession (the “Debtor”). You are being provided this notice with respect to the *Chapter 11 Plan of Reorganization of Hospital for Special Surgery, LLC dba OneCore Health* (as may be amended, modified or supplemented, the “Plan”).¹

Plan Summary

The following is an overview of the treatment to be afforded to each Class of Claims or Equity Interests as provided under the Plan. It is provided for convenience only and is specifically qualified by the Plan itself.

Class	Designation	Treatment	Treatment
1	Other Secured Claims	Unimpaired	Except to the extent a holder of an Allowed Other Secured Claim against the Debtor agrees to a less favorable treatment of such Claim, in full and final satisfaction of such Allowed Other Secured Claim, at the option of the Debtor or the Reorganized Debtor, as applicable,

¹ Capitalized terms used but not defined in this notice shall have the meaning ascribed to them in the Plan.

			<p>(i) each such holder shall receive payment in Cash in an amount equal to the amount of such Allowed Claim, payable on the later of the Effective Date and the date that is 10 Business Days after the date on which such Other Secured Claim becomes an Allowed Other Secured Claim, in each case, or as soon as reasonably practicable thereafter, (ii) to the extent applicable, such holder's Allowed Other Secured Claim shall be reinstated, (iii) such holder shall receive the collateral securing its Allowed Other Secured Claim, or (iv) such holder shall receive such other treatment so as to render such holder's Allowed Other Secured Claim Unimpaired pursuant to section 1124 of the Bankruptcy Code.</p>
2	Critical Vendors Claims	Impaired	<p>To the extent that a holder of an Allowed Critical Vendor Claim asserts an Allowed 503(b)(9) Claim, such Claim is unimpaired and is not entitled to vote, as such Claims shall be paid in full on the Effective Date, to the extent not already satisfied pursuant to the authorities granted to Debtor by the Critical Vendor Orders. To the extent a Critical Vendor is the holder of an Allowed Non-503(b)(9) Critical Vendor Claim, such Claimant shall receive, on the Effective Date, an amount sufficient to ensure receipt of 65% of the amount owed with respect to such Claimant's non-disputed, non-503(b)(9) prepetition invoices against the Debtor. Holders of Allowed Critical Vendor Claims shall also receive a waiver from the</p>

			Debtor of any and all Chapter 5 causes of action against them.
3	GUC Claims	Impaired	Holders of Allowed GUC Claims shall receive, on the Effective Date, a <i>pro rata</i> distribution in the amount of 26.2 percent of Allowed GUC Claims.
4	Emma Base Claim	Impaired	The holder of the Allowed Base Claim shall receive, on or before the Effective Date, (i) a 100% interest in the Litigation Trust, such Litigation Trust to receive (a) the remaining balance of the general liability insurance policy applicable to the Base Claim, the Litigation Trust Funded Amount, and (b) certain causes of action the Litigation Trust Causes of Action, and (ii) payment in the amount of \$4 million.
5	Existing OneCore Interests	Fully Impaired/ Unimpaired	The holders of Existing OneCore Interests who agree to contribute New Value shall, in exchange for their contribution of \$2.5 million in new value on or before the Effective Date, receive new interests in the Debtor and the Reorganized Debtor. The holders of Existing OneCore Interests who do not contribute New Value will be fully impaired and deemed to reject the Plan.

Relevant Deadlines

The Court has set _____, 2025 at __:__ a/p.m. (prevailing Central Time) as the date and time for the hearing on confirmation of the Plan and to consider any objections to the Plan. The confirmation hearing will be held in the second floor courtroom of the United States Bankruptcy Court for the Western District of Oklahoma, 215 Dean A. McGee Avenue, Oklahoma City, Oklahoma 73102. The hearing may be adjourned from time to time without further notice other than an announcement of the adjourned date(s) at the hearing, and thereafter, at any adjourned hearing(s). In addition, the Plan may be modified without further notice prior to or as a result of the confirmation hearing, and thereafter, as otherwise provided in the Bankruptcy Code.

Any objection to confirmation of the Plan must (a) be in writing, (b) comply with the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules, (c) set forth the name of the objector, the nature and amount of Claims or Equity Interests held or asserted by the objector against the Debtor, (d) state the basis and the specific grounds of the objection and be filed with the Court, together with proof of service thereof, and served upon and received by each of the following no later than _____, 2025 at __:__ p.m. (prevailing Central Time): (i) the Chambers of the Honorable Janice D. Loyd, United States Bankruptcy Court for the Western District of Oklahoma, 215 Dean A. McGee Avenue, Oklahoma City, Oklahoma 73102; (ii) the Debtor and its counsel (Crowe & Dunlevy, Braniff Building, 324 N. Robinson Ave., Ste. 100, Oklahoma City, OK 73102 (Attn: William H. Hoch and Craig M. Regens)); (iii) the United States Trustee for the Western District of Oklahoma, 215 Dean A. McGee Avenue, Suite 408, Oklahoma City, Oklahoma 73102 (Attn: Jeffrey E. Tate). **UNLESS AN OBJECTION IS TIMELY SERVED AND FILED IN ACCORDANCE WITH THIS NOTICE, IT WILL NOT BE CONSIDERED BY THE BANKRUPTCY COURT.**

The Debtor may file a supplement to the Plan (the “Plan Supplement”) with the Court no later than _____, 2025.

BINDING NATURE OF THE PLAN

IF CONFIRMED, THE PLAN SHALL BIND ALL HOLDERS OF CLAIMS AND INTERESTS TO THE MAXIMUM EXTENT PERMITTED BY APPLICABLE LAW, WHETHER OR NOT SUCH HOLDER WILL RECEIVE OR RETAIN ANY PROPERTY OR INTEREST IN PROPERTY UNDER THE PLAN, HAS FILED A PROOF OF CLAIM IN THE CHAPTER 11 CASE, OR FAILED TO VOTE TO ACCEPT OR REJECT THE PLAN OR VOTED TO REJECT THE PLAN.

Obtaining Copies of Relevant Documents

Copies of the Plan, the Plan Supplement, if any (once filed), the Disclosure Statement and the Solicitation Procedures Order, as well as other documents filed in this chapter 11 case, may be obtained for a nominal fee from the Court’s website: <https://ecf.okwb.uscourts.gov>, or obtained

free of charge by accessing the website of the Debtor's claims and noticing agent: <https://www.veritaglobal.net/OneCore>. In addition, the Debtor will, at its expense, provide paper copies of the Plan, Disclosure Statement or Solicitation Procedures Order to any party submitting a request for such paper copies. Please be advised that the claims and noticing agent is authorized to answer questions about, and provide additional copies of, materials filed in this chapter 11 case, but may not advise you as to whether you should contest your non-voting status or object to confirmation of the Plan.

Dated: March __, 2025

Respectfully submitted,

ONECORE

/s/Craig M. Regens

William H. Hoch, OBA #15788

Craig M. Regens, OBA #22894

Mark A. Craige, OBA #1992

Kaleigh Ewing, OBA #35598

-Of the Firm-

CROWE & DUNLEVY

A Professional Corporation

Braniff Building

324 N. Robinson Ave., Suite 100

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mark.craige@crowedunlevy.com

kaleigh.ewing@crowedunlevy.com

Counsel to Debtor and Debtor in Possession

EXHIBIT D-1

Non-Voting Creditor Notice for Class 1

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF OKLAHOMA

_____		X
In re	:	
	:	Chapter 11
HOSPITAL FOR SPECIAL SURGERY, LLC	:	
<i>Db</i> a ONECORE HEALTH,	:	Case No. 24-12862-JDL
	:	
Debtor.	:	
_____		X

NOTICE OF UNIMPAIRED VOTING STATUS TO HOLDERS OF CLASS 1 OTHER SECURED CLAIMS CONCLUSIVELY DEEMED TO ACCEPT THE PLAN

On _____, 2025, the United States Bankruptcy Court for the Western District of Oklahoma (the “Court”) entered its *Order (I) Approving the Disclosure Statement, (II) Establishing a Voting Record Date, (III) Approving Solicitation Packages and Solicitation Procedures, (IV) Approving the Forms of Ballots, (V) Establishing Voting and Tabulation Procedures and (VI) Establishing Notice and Objection Procedures for the Confirmation of the Plan* (the “Solicitation Procedures Order”). Among other things, the Solicitation Procedures Order approved the *Disclosure Statement for the Chapter 11 Plan of Reorganization of Hospital for Special Surgery, LLC dba OneCore Health* (as may be amended, modified or supplemented, the “Disclosure Statement”) filed by the Debtor and debtor-in-possession (the “Debtor”). You are being provided this notice with respect to the *Chapter 11 Plan of Reorganization of Hospital for Special Surgery, LLC dba OneCore Health* (as may be amended, modified or supplemented, the “Plan”).¹

UNDER THE TERMS OF THE PLAN, YOUR CLAIMS AGAINST THE DEBTOR WILL BE SATISFIED IN FULL. THEREFORE, IF THE PLAN IS CONFIRMED BY THE BANKRUPTCY COURT, YOUR CLAIMS ARE CONSIDERED UNIMPAIRED AND WILL BE UNAFFECTED BY THE DEBTOR’S CHAPTER 11 CASE. IN ACCORDANCE WITH SECTION 1126(f) OF THE BANKRUPTCY CODE, YOU ARE CONCLUSIVELY PRESUMED TO HAVE ACCEPTED THE PLAN, AND ARE NOT ENTITLED TO VOTE ON THE PLAN.

Relevant Deadlines

The Court has set _____, 2025 at __:__ a/p.m. (prevailing Central Time) as the date and time for the hearing on confirmation of the Plan and to consider any objections to the Plan. The confirmation hearing will be held in the second floor courtroom of the United States Bankruptcy Court for the Western District of Oklahoma, 215 Dean A. McGee Avenue, Oklahoma City, Oklahoma 73102. The hearing may be adjourned from time to time without further notice

¹ Capitalized terms used but not defined in this notice shall have the meaning ascribed to them in the Plan.

other than an announcement of the adjourned date(s) at the hearing, and thereafter, at any adjourned hearing(s). In addition, the Plan may be modified without further notice prior to or as a result of the confirmation hearing, and thereafter, as otherwise provided in the Bankruptcy Code.

Any objection to confirmation of the Plan must (a) be in writing, (b) comply with the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules, (c) set forth the name of the objector, the nature and amount of Claims or Equity Interests held or asserted by the objector against the Debtor, (d) state the basis and the specific grounds of the objection and be filed with the Court, together with proof of service thereof, and served upon and received by each of the following no later than _____, **2025 at __:__ p.m.** (prevailing Central Time): (i) the Chambers of the Honorable Janice D. Loyd, United States Bankruptcy Court for the Western District of Oklahoma, 215 Dean A. McGee Avenue, Oklahoma City, Oklahoma 73102; (ii) the Debtor and its counsel (Crowe & Dunlevy, Braniff Building, 324 N. Robinson Ave., Ste. 100, Oklahoma City, OK 73102 (Attn: William H. Hoch and Craig M. Regens)); (iii) the United States Trustee for the Western District of Oklahoma, 215 Dean A. McGee Avenue, Suite 408, Oklahoma City, Oklahoma 73102 (Attn: Jeffrey E. Tate). **UNLESS AN OBJECTION IS TIMELY SERVED AND FILED IN ACCORDANCE WITH THIS NOTICE, IT WILL NOT BE CONSIDERED BY THE BANKRUPTCY COURT.**

The Debtor may file a supplement to the Plan (the "Plan Supplement") with the Court no later than _____, **2025.**

Obtaining Copies of Relevant Documents

Copies of the Plan, the Plan Supplement, if any (once filed), the Disclosure Statement and the Solicitation Procedures Order, as well as other documents filed in this chapter 11 case, may be obtained for a nominal fee from the Court's website: <https://ecf.okwb.uscourts.gov>, or obtained free of charge by accessing the website of the Debtor's claims and noticing agent: <https://www.veritaglobal.net/OneCore>. In addition, the Debtor will, at its expense, provide paper copies of the Plan, Disclosure Statement or Solicitation Procedures Order to any party submitting a request for such paper copies. Please be advised that the claims and noticing agent is authorized to answer questions about, and provide additional copies of, materials filed in this chapter 11 case, but may not advise you as to whether you should contest your non-voting status or object to confirmation of the Plan.

Dated: March __, 2025

Respectfully submitted,

ONECORE

/s/Craig M. Regens

William H. Hoch, OBA #15788

Craig M. Regens, OBA #22894

Mark A. Craige, OBA #1992

Kaleigh Ewing, OBA #35598
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mark.craige@crowedunlevy.com
kaleigh.ewing@crowedunlevy.com

***Counsel to Debtor and Debtor in
Possession***

ANNEX A TO EXHIBIT D-1

Class 1 Election Form

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF OKLAHOMA

In re	X	
	:	
	:	Chapter 11
HOSPITAL FOR SPECIAL SURGERY, LLC	:	
<i>Db</i> a ONECORE HEALTH,	:	Case No. 24-12862-JDL
	:	
Debtor.	:	
	:	
	X	

ELECTION FORM FOR HOLDERS OF CLASS 1 OTHER SECURED CLAIMS

PLEASE CAREFULLY READ THE ENCLOSED INSTRUCTIONS FOR COMPLETING THIS ELECTION FORM BEFORE COMPLETING THIS ELECTION FORM.

Hospital for Special Surgery, LLC *dba* OneCore Health, as debtor and debtor-in-possession (the “Debtor”) is soliciting elections with respect to the releases contained in Article ___ of the proposed *Chapter 11 Plan of Reorganization of Hospital for Special Surgery, LLC dba OneCore Health* (as may be amended, modified or supplemented, the “Plan”) [Dkt. No. ___] as described in the *Disclosure Statement for the Chapter 11 Plan of Reorganization of Hospital for Special Surgery, LLC dba OneCore Health* (as may be amended, modified or supplemented, the “Disclosure Statement”) [Dkt. No. ___].

You are receiving this Election Form because, despite your non-voting status, Holders of Class 1 Other Secured Claims are entitled to opt-out of the releases contained in Article ___ of the Plan.

To opt out of the releases, you must complete, sign and return this Election Form to OneCore Ballot Processing, c/o KCC *dba* Verita, 222 N. Pacific Coast Highway, Suite 300, El Segundo, CA 90245, so that it is received no later than the Voting Deadline of _____, 2025 at __:__ p.m. (prevailing Central Time). Election Forms must be delivered to Verita at the address listed in the preceding sentence. You do not need to submit this Election Form if you do not wish to opt-out of the releases contained in Article 10.6 of the Plan.

You may also submit your Election Form electronically through the eBallot Portal by visiting the Debtor’s case website at: <https://www.veritaglobal.net/onecore>. Click on the “Submit Electronic Ballot (eBallot)” section of the Debtor’s website and follow the instructions to submit your Election Form.

This Election Form may not be used for any purpose other than for electing to opt out of the releases contained in Article X of the Plan. **If you believe you have received this Election Form in error, please contact the Debtor’s claims and noticing agent immediately at:**

OneCore Ballot Processing
c/o KCC dba Verita
Telephone +1 (866) 967-1781 (Toll-Free) or +1
(310) 751-2681 (International)
<https://www.veritaglobal.net/OneCore/Inquiry>

IMPORTANT

You should carefully review the Disclosure Statement and the Plan before you submit the Election Form. You may wish to seek legal advice concerning the Plan and the Plan's release. Your Claim has been placed in Class 1-Other Secured Claims under the Plan.

If your Election Form is not received by the Debtor's claims and noticing agent, Verita, on or before the Voting Deadline and such deadline is not extended, you will be deemed to grant the releases contained in Article __ of the Plan.

VOTING DEADLINE: _____, 2025 AT __:__ P.M. (PREVAILING CENTRAL TIME).

Election Forms will not be accepted by facsimile transmission, electronic mail or other electronic means of transmission.

You do not need to submit this Election Form if you do not wish to opt-out of the releases in Article 10.6 of the Plan.

**NOTICE REGARDING CERTAIN RELEASE, EXCULPATION, AND INJUNCTION
PROVISIONS IN THE PLAN**

PLEASE BE ADVISED THAT THE PLAN CONTAINS CERTAIN RELEASE, EXCULPATION AND INJUNCTION PROVISIONS, INCLUDING:

Article 10.6 of the Plan, entitled "Releases by Holders of Claims and Interests," provides:

As of the Effective Date, except for the right to enforce the Plan or any right or obligation arising under the Definitive Documents that remains in effect after the Effective Date, for good and valuable consideration, on and after the Effective Date, for good and valuable consideration, except as specifically set forth elsewhere in the Plan, the Releasing Parties conclusively, absolutely, unconditionally, irrevocably, and forever discharge and release (and each entity so discharged and released shall be deemed discharged and released by the Releasing Parties) the Released Parties and their respective property from any and all Claims, obligations, rights, suits, judgments, damages, demands, debts, Liens, Causes of Action, remedies, losses, and liabilities whatsoever (including contract claims, claims under ERISA and all other statutory claims, claims for contributions, withdrawal liability, reallocation liability, redetermination liability, interest on any amounts, liquidated damages, claims for attorneys' fees or any costs or expenses whatsoever), including any derivative claims, asserted or assertable on behalf of the Debtor, whether known or unknown, foreseen

or unforeseen, liquidated or unliquidated, matured or unmatured, contingent or fixed, existing or hereinafter arising, in law, equity or otherwise, that such Entity would have been legally entitled to assert in its own right (whether individually or collectively) based on or relating to, or in any manner arising from, in whole or in part, the Debtor, the Estate, the Restructuring, the Chapter 11 Case, the purchase, sale or rescission of the purchase or sale of any Security of the Debtor or the Reorganized Debtor, the DIP Facility, the DIP Documents, the Definitive Documents, the subject matter of, or the transactions or events giving rise to, any Claim or Interest that is treated in the Plan, the business or contractual arrangements between the Debtor and any Released Party (other than assumed contracts or leases), the restructuring of Claims and Interests before or during the Chapter 11 Case, the negotiation, formulation, preparation or consummation of the Plan (including the Plan Supplement), the Definitive Documents, or any related agreements, instruments or other documents, or the solicitation of votes with respect to the Plan, in all cases based upon any other act or omission, transaction, agreement, event or other occurrence taking place on or before the Effective Date. For the avoidance of doubt, nothing in Section 10.6(b) of the Plan shall be construed to release (i) the Released Parties from intentional fraud, willful misconduct, or gross negligence, in each case as determined by a Final Order or (ii) any current or former patient of the Debtor from pursuing any Claim against any non-Debtor party that is not a Released Party, including any non-Debtor provider that is not a Released Party, for any acts or omissions arising out of or relating to any Claims for medical malpractice.

Item 1. Voluntary Release.

The Holder of Class 1 Other Secured Claims elects to:

<p><u>OPT-OUT</u> of the voluntary release in Article 10.6 of the Plan</p>

Item 2. Certifications.

By signing this Election Form, the undersigned entity certifies to the Court and the Debtor that:

- (a) the entity is either: (i) the Holder of the Claims in Class 1 or (ii) an authorized signatory for an entity that is the Holder of the Claims in Class 1; and
- (b) the entity acknowledges that the entity is opting out of the releases in Article 10.6 of the Plan.

[SIGNATURE PAGE FOLLOWS]

Name of Holder:	_____
	(Print or type)
Signature:	_____
Name of Signatory:	_____
	(If other than holder)
Title:	_____
Address:	_____

Phone Number:	_____
(optional)	
Email:	_____
(optional)	
Date Completed:	_____

PLEASE COMPLETE, SIGN AND DATE THIS ELECTION FORM AND RETURN IT PROMPTLY IN THE ENVELOPE PROVIDED, OR BY FIRST-CLASS MAIL, OVERNIGHT COURIER, OR HAND DELIVERY TO:

**OneCore Ballot Processing
c/o KCC dba Verita
222 N. Pacific Coast Highway
Suite 300
El Segundo, CA 90245**

**THIS ELECTION FORM MUST BE ACTUALLY RECEIVED BY THE DEBTOR'S
CLAIMS AND NOTICING AGENT ON OR BEFORE:**

_____, 2025 AT __:__ P.M. (PREVAILING CENTRAL TIME)

CLASS 1 – OTHER SECURED CLAIMS

INSTRUCTIONS FOR COMPLETING THIS ELECTION FORM

1. Capitalized terms used in this Election Form or in these instructions but not otherwise defined therein or herein shall have the meaning set forth in the Plan.
2. **To ensure that your Election Form is acknowledged, you must:** (a) complete this Election Form; (b) clearly indicate your decision to opt out of the releases in Article 10.6 of the Plan by checking the box in Item 1 of this Election Form; and (c) sign and return this Election Form to the address printed on the enclosed pre-addressed envelope so that it is **actually received** by the Debtor’s claims and noticing agent on or before the Voting Deadline, which is _____, **2025 at __:__ p.m. (prevailing Central Time).**
3. If an Election Form is received after the Voting Deadline and if the Voting Deadline is not extended, it will **NOT** be acknowledged. Additionally, the following Election Forms will **NOT** be acknowledged:
 - Election Forms sent to the Debtor, the Debtor’s financial or legal advisors or agents (other than the Debtor’s claims and noticing agent);
 - Election Forms sent by facsimile, email or any other electronic means;
 - any Election Form that is illegible or contains insufficient information to identify the Holder of the Claim and/or
 - any unsigned Election Form
4. The method of delivery of Election Forms to the Debtor’s claims and noticing agent is at the election and risk of each Holder of a Claim. Except as otherwise provided herein, such delivery will be deemed made only when the Debtor’s claims and noticing agent **actually receives** the original executed Election Form.
5. Please be sure to sign and date your Election Form. If you are signing in your capacity as a trustee, executor, administrator, guardian, attorney-in-fact, officer of a corporation or otherwise acting in a fiduciary or representative capacity, you must indicate such capacity when signing and, if required or requested by the Debtor’s claims and noticing agent, the Debtor, or the Court, must submit proper evidence to the requesting party to so act on behalf of such Holder. In addition, please provide your name and mailing address if it is different from that set forth on the attached mailing label or if no such mailing label is attached to this Ballot.
6. If you hold Claims in more than one Class under the Plan, you will receive a Ballot for each Class in which you are entitled to vote. Please complete and return each Ballot and Election Form you receive.
7. **You do not need to submit this Election Form if you do not wish to opt-out of the releases in Article 10.6 of the Plan.**

IMPORTANT NOTE: You will need the following information to retrieve and submit your customized electronic Election Form:

Unique eBallot ID#: _____

PIN#: _____

The Claims and Noticing Agent's online portal is the sole manner in which Election Forms will be accepted via electronic or online transmission. Election forms submitted by facsimile, email or other means of electronic transmission will not be counted.

Creditors who submit an Election Form using the Claims and Noticing Agent's online portal should NOT also submit a hardcopy Election Form.

PLEASE RETURN YOUR ELECTION FORM PROMPTLY IF YOU WISH TO OPT-OUT OF THE RELEASES IN ARTICLE 10.6 OF THE PLAN.

IF YOU HAVE ANY QUESTIONS REGARDING THIS ELECTION FORM, THESE VOTING INSTRUCTIONS OR THE PROCEDURES FOR VOTING, PLEASE CALL THE DEBTOR'S CLAIMS AND NOTICING AGENT AT:

+1 (866) 967-1781 (Toll-Free) or +1 (310) 751-2681 (International). You can also submit an inquiry at <https://www.veritaglobal.net/OneCore/Inquiry>.

IF THE DEBTOR'S CLAIMS AND NOTICING AGENT DOES NOT ACTUALLY RECEIVE THIS ELECTION FORM ON OR BEFORE _____, 2025 AT ___:___ P.M. (PREVAILING CENTRAL TIME), YOUR ELECTION FORM WILL NOT BE COUNTED.

EXHIBIT D-2

Non-Voting Creditor Notice for Class 5

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF OKLAHOMA

<hr/>		X
In re	:	
	:	Chapter 11
HOSPITAL FOR SPECIAL SURGERY, LLC	:	
<i>Db</i> a ONECORE HEALTH,	:	Case No. 24-12862-JDL
	:	
Debtor.	:	
<hr/>		X

**NOTICE OF UNIMPAIRED OR FULLY IMPAIRED NON-VOTING STATUS TO
HOLDERS OF CLASS 5 EQUITY INTERESTS IN HOLDINGS CONCLUSIVELY
DEEMED TO ACCEPT OR REJECT THE PLAN**

On _____, 2025, the United States Bankruptcy Court for the Western District of Oklahoma (the “Court”) entered its *Order (I) Approving the Disclosure Statement, (II) Establishing a Voting Record Date, (III) Approving Solicitation Packages and Solicitation Procedures, (IV) Approving the Forms of Ballots, (V) Establishing Voting and Tabulation Procedures and (VI) Establishing Notice and Objection Procedures for the Confirmation of the Plan* (the “Solicitation Procedures Order”). Among other things, the Solicitation Procedures Order approved the *Disclosure Statement for the Chapter 11 Plan of Reorganization of Hospital for Special Surgery, LLC dba OneCore Health* (as may be amended, modified or supplemented, the “Disclosure Statement”) filed by the Debtor and debtor-in-possession (the “Debtor” or “OneCore”). You are being provided this notice with respect to the *Chapter 11 Plan of Reorganization of Hospital for Special Surgery, LLC dba OneCore Health* (as may be amended, modified or supplemented, the “Plan”).¹

UNDER THE TERMS OF THE PLAN, YOU ARE NOT ENTITLED TO RECEIVE OR RETAIN ANY PROPERTY ON ACCOUNT OF YOUR CLASS 5 EQUITY INTERESTS IN ONECORE. IF THE PLAN IS CONFIRMED BY THE BANKRUPTCY COURT AND BECOMES EFFECTIVE, ALL OF THE OUTSTANDING EQUITY INTERESTS IN ONECORE AND OTHER RIGHTS TO RECEIVE OR ACQUIRE PREPETITION EQUITY WILL BE CANCELLED; HOWEVER, IF YOU MAKE THE NEW VALUE CONTRIBUTION, YOU WILL RECEIVE NEW EQUITY INTERESTS IN THE REORGANIZED DEBTOR. THUS, UNDER THE PLAN AND IN ACCORDANCE WITH SECTION 1126(f) OF THE BANKRUPTCY CODE, YOU WILL BE CONCLUSIVELY DEEMED TO HAVE ACCEPTED THE PLAN, AND ARE NOT ENTITLED TO VOTE ON THE PLAN. IF YOU DO NOT MAKE THE NEW VALUE

¹ Capitalized terms used but not defined in this notice shall have the meaning ascribed to them in the Plan.

CONTRIBUTION, YOU ARE DEEMED TO REJECT THE PLAN AND ARE THEREFORE ALSO NOT ENTITLED TO VOTE.

Relevant Deadlines

The Court has set _____, 2025 at __:__ a/p.m. (prevailing Central Time) as the date and time for the hearing on confirmation of the Plan and to consider any objections to the Plan. The confirmation hearing will be held in the second floor courtroom of the United States Bankruptcy Court for the Western District of Oklahoma, 215 Dean A. McGee Avenue, Oklahoma City, Oklahoma 73102. The hearing may be adjourned from time to time without further notice other than an announcement of the adjourned date(s) at the hearing, and thereafter, at any adjourned hearing(s). In addition, the Plan may be modified without further notice prior to or as a result of the confirmation hearing, and thereafter, as otherwise provided in the Bankruptcy Code.

Any objection to confirmation of the Plan must (a) be in writing, (b) comply with the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules, (c) set forth the name of the objector, the nature and amount of Claims or Equity Interests held or asserted by the objector against the Debtor, (d) state the basis and the specific grounds of the objection and be filed with the Court, together with proof of service thereof, and served upon and received by each of the following no later than _____, 2025 at __:__ p.m. (prevailing Central Time): (i) the Chambers of the Honorable Janice D. Loyd, United States Bankruptcy Court for the Western District of Oklahoma, 215 Dean A. McGee Avenue, Oklahoma City, Oklahoma 73102; (ii) the Debtor and its counsel (Crowe & Dunlevy, Braniff Building, 324 N. Robinson Ave., Ste. 100, Oklahoma City, OK 73102 (Attn: William H. Hoch and Craig M. Regens)); (iii) the United States Trustee for the Western District of Oklahoma, 215 Dean A. McGee Avenue, Suite 408, Oklahoma City, Oklahoma 73102 (Attn: Jeffrey E. Tate)). **UNLESS AN OBJECTION IS TIMELY SERVED AND FILED IN ACCORDANCE WITH THIS NOTICE, IT WILL NOT BE CONSIDERED BY THE BANKRUPTCY COURT.**

The Debtor may file a supplement to the Plan (the "Plan Supplement") with the Court no later than _____, 2025.

Obtaining Copies of Relevant Documents

Copies of the Plan, the Plan Supplement, if any (once filed), the Disclosure Statement and the Solicitation Procedures Order, as well as other documents filed in this chapter 11 case, may be obtained for a nominal fee from the Court's website: <https://ecf.okwb.uscourts.gov>, or obtained free of charge by accessing the website of the Debtor's claims and noticing agent: <https://www.veritaglobal.net/OneCore>. In addition, the Debtor will, at its expense, provide paper copies of the Plan, Disclosure Statement or Solicitation Procedures Order to any party submitting a request for such paper copies. Please be advised that the claims and noticing agent is authorized to answer questions about, and provide additional copies of, materials filed in this chapter 11 case, but may not advise you as to whether you should contest your non-voting status or object to confirmation of the Plan.

Dated: March __, 2025

Respectfully submitted,

ONECORE

/s/Craig M. Regens

William H. Hoch, OBA #15788

Craig M. Regens, OBA #22894

Mark A. Craige, OBA #1992

Kaleigh Ewing, OBA #35598

-Of the Firm-

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Oklahoma City, OK 73102-8273

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craig.regens@crowedunlevy.com

mark.craige@crowedunlevy.com

kaleigh.ewing@crowedunlevy.com

***Counsel to Debtor and Debtor in
Possession***

ANNEX A TO EXHIBIT D-2

Class 5 Election Form

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF OKLAHOMA

In re	X	
	:	
	:	Chapter 11
HOSPITAL FOR SPECIAL SURGERY, LLC	:	
<i>Db</i> a ONECORE HEALTH,	:	Case No. 24-12862-JDL
	:	
Debtor.	:	
	:	
	X	

**ELECTION FORM FOR HOLDERS OF CLASS 5
EXISTING ONECORE INTERESTS CLAIMS**

PLEASE CAREFULLY READ THE ENCLOSED INSTRUCTIONS FOR COMPLETING THIS ELECTION FORM BEFORE COMPLETING THIS ELECTION FORM.

Hospital for Special Surgery, LLC *dba* OneCore Health, as debtor and debtor-in-possession (the “Debtor”) is soliciting elections with respect to the releases contained in Article ___ of the proposed *Chapter 11 Plan of Reorganization of Hospital for Special Surgery, LLC dba OneCore Health* (as may be amended, modified or supplemented, the “Plan”) [Dkt. No. ___] as described in the *Disclosure Statement for the Chapter 11 Plan of Reorganization of Hospital for Special Surgery, LLC dba OneCore Health* (as may be amended, modified or supplemented, the “Disclosure Statement”) [Dkt. No. ___].

You are receiving this Election Form because, despite your non-voting status, Holders of Class 5 Existing OneCore Interests Claims are entitled to opt-out of the releases contained in Article ___ of the Plan.

To opt out of the releases, you must complete, sign and return this Election Form to OneCore Ballot Processing, c/o KCC *dba* Verita, 222 N. Pacific Coast Highway, Suite 300, El Segundo, CA 90245, so that it is received no later than the Voting Deadline of _____, 2025 at __:__ p.m. (prevailing Central Time). Election Forms must be delivered to Verita at the address listed in the preceding sentence. You do not need to submit this Election Form if you do not wish to opt-out of the releases contained in Article 10.6 of the Plan.

You may also submit your Election Form electronically through the eBallot Portal by visiting the Debtor’s case website at: <https://www.veritaglobal.net/OneCore>. Click on the “Submit Electronic Ballot (eBallot)” section of the Debtor’s website and follow the instructions to submit your Election Form.

This Election Form may not be used for any purpose other than for electing to opt out of the releases contained in Article X of the Plan. **If you believe you have received this Election Form in error, please contact the Debtor’s claims and noticing agent immediately at:**

OneCore Ballot Processing
c/o KCC dba Verita
Telephone +1 (866) 967-1781 (Toll-Free) or +1
(310) 751-2681 (International)
<https://www.veritaglobal.net/OneCore/Inquiry>

IMPORTANT

You should carefully review the Disclosure Statement and the Plan before you submit the Election Form. You may wish to seek legal advice concerning the Plan and the Plan's release. Your Claim has been placed in Class 5-Existing OneCore Interests Claims under the Plan.

If your Election Form is not received by the Debtor's claims and noticing agent, Verita, on or before the Voting Deadline and such deadline is not extended, you will be deemed to grant the releases contained in Article __ of the Plan.

VOTING DEADLINE: _____, 2025 AT __:__ P.M. (PREVAILING CENTRAL TIME).

Election Forms will not be accepted by facsimile transmission, electronic mail or other electronic means of transmission.

You do not need to submit this Election Form if you do not wish to opt-out of the releases in Article 10.6 of the Plan.

NOTICE REGARDING CERTAIN RELEASE, EXCULPATION, AND INJUNCTION PROVISIONS IN THE PLAN

PLEASE BE ADVISED THAT THE PLAN CONTAINS CERTAIN RELEASE, EXCULPATION AND INJUNCTION PROVISIONS, INCLUDING:

Article 10.6 of the Plan, entitled "Releases by Holders of Claims and Interests," provides:

As of the Effective Date, except for the right to enforce the Plan or any right or obligation arising under the Definitive Documents that remains in effect after the Effective Date, for good and valuable consideration, on and after the Effective Date, for good and valuable consideration, except as specifically set forth elsewhere in the Plan, the Releasing Parties conclusively, absolutely, unconditionally, irrevocably, and forever discharge and release (and each entity so discharged and released shall be deemed discharged and released by the Releasing Parties) the Released Parties and their respective property from any and all Claims, obligations, rights, suits, judgments, damages, demands, debts, Liens, Causes of Action, remedies, losses, and liabilities whatsoever (including contract claims, claims under ERISA and all other statutory claims, claims for contributions, withdrawal liability, reallocation liability, redetermination liability, interest on any amounts, liquidated damages, claims for attorneys' fees or any costs or expenses whatsoever), including any derivative claims, asserted or assertable on behalf of the Debtor, whether known or unknown, foreseen

or unforeseen, liquidated or unliquidated, matured or unmatured, contingent or fixed, existing or hereinafter arising, in law, equity or otherwise, that such Entity would have been legally entitled to assert in its own right (whether individually or collectively) based on or relating to, or in any manner arising from, in whole or in part, the Debtor, the Estate, the Restructuring, the Chapter 11 Case, the purchase, sale or rescission of the purchase or sale of any Security of the Debtor or the Reorganized Debtor, the DIP Facility, the DIP Documents, the Definitive Documents, the subject matter of, or the transactions or events giving rise to, any Claim or Interest that is treated in the Plan, the business or contractual arrangements between the Debtor and any Released Party (other than assumed contracts or leases), the restructuring of Claims and Interests before or during the Chapter 11 Case, the negotiation, formulation, preparation or consummation of the Plan (including the Plan Supplement), the Definitive Documents, or any related agreements, instruments or other documents, or the solicitation of votes with respect to the Plan, in all cases based upon any other act or omission, transaction, agreement, event or other occurrence taking place on or before the Effective Date. For the avoidance of doubt, nothing in Section 10.6(b) of the Plan shall be construed to release (i) the Released Parties from intentional fraud, willful misconduct, or gross negligence, in each case as determined by a Final Order or (ii) any current or former patient of the Debtor from pursuing any Claim against any non-Debtor party that is not a Released Party, including any non-Debtor provider that is not a Released Party, for any acts or omissions arising out of or relating to any Claims for medical malpractice.

Item 1. Voluntary Release.

The Holder of Class 5 Existing OneCore Interests Claims elects to:

OPT-OUT of the voluntary release in Article 10.6 of the Plan

Item 2. Certifications.

By signing this Election Form, the undersigned entity certifies to the Court and the Debtor that:

- (a) the entity is either: (i) the Holder of the Claims in Class 5 or (ii) an authorized signatory for an entity that is the Holder of the Claims in Class 5; and
- (b) the entity acknowledges that the entity is opting out of the releases in Article 10.6 of the Plan.

[SIGNATURE PAGE FOLLOWS]

Name of Holder:	_____
	(Print or type)
Signature:	_____
Name of Signatory:	_____
	(If other than holder)
Title:	_____
Address:	_____

Phone Number:	_____
(optional)	
Email:	_____
(optional)	
Date Completed:	_____

PLEASE COMPLETE, SIGN AND DATE THIS ELECTION FORM AND RETURN IT PROMPTLY IN THE ENVELOPE PROVIDED, OR BY FIRST-CLASS MAIL, OVERNIGHT COURIER, OR HAND DELIVERY TO:

**OneCore Ballot Processing
c/o KCC dba Verita
222 N. Pacific Coast Highway
Suite 300
El Segundo, CA 90245**

**THIS ELECTION FORM MUST BE ACTUALLY RECEIVED BY THE DEBTOR'S
CLAIMS AND NOTICING AGENT ON OR BEFORE:**

_____, 2025 AT __:__ P.M. (PREVAILING CENTRAL TIME)

CLASS 5 – EXISTING ONECORE INTERESTS CLAIMS

INSTRUCTIONS FOR COMPLETING THIS ELECTION FORM

1. Capitalized terms used in this Election Form or in these instructions but not otherwise defined therein or herein shall have the meaning set forth in the Plan.
2. **To ensure that your Election Form is acknowledged, you must:** (a) complete this Election Form; (b) clearly indicate your decision to opt out of the releases in Article 10.6 of the Plan by checking the box in Item 1 of this Election Form; and (c) sign and return this Election Form to the address printed on the enclosed pre-addressed envelope so that it is **actually received** by the Debtor’s claims and noticing agent on or before the Voting Deadline, which is _____, **2025 at __:__ p.m. (prevailing Central Time).**
3. If an Election Form is received after the Voting Deadline and if the Voting Deadline is not extended, it will **NOT** be acknowledged. Additionally, the following Election Forms will **NOT** be acknowledged:
 - Election Forms sent to the Debtor, the Debtor’s financial or legal advisors or agents (other than the Debtor’s claims and noticing agent);
 - Election Forms sent by facsimile, email or any other electronic means;
 - any Election Form that is illegible or contains insufficient information to identify the Holder of the Claim and/or
 - any unsigned Election Form
4. The method of delivery of Election Forms to the Debtor’s claims and noticing agent is at the election and risk of each Holder of a Claim. Except as otherwise provided herein, such delivery will be deemed made only when the Debtor’s claims and noticing agent **actually receives** the original executed Election Form.
5. Please be sure to sign and date your Election Form. If you are signing in your capacity as a trustee, executor, administrator, guardian, attorney-in-fact, officer of a corporation or otherwise acting in a fiduciary or representative capacity, you must indicate such capacity when signing and, if required or requested by the Debtor’s claims and noticing agent, the Debtor, or the Court, must submit proper evidence to the requesting party to so act on behalf of such Holder. In addition, please provide your name and mailing address if it is different from that set forth on the attached mailing label or if no such mailing label is attached to this Ballot.
6. If you hold Claims in more than one Class under the Plan, you will receive a Ballot for each Class in which you are entitled to vote. Please complete and return each Ballot and Election Form you receive.
7. **You do not need to submit this Election Form if you do not wish to opt-out of the releases in Article 10.6 of the Plan.**

IMPORTANT NOTE: You will need the following information to retrieve and submit your customized electronic Election Form:

Unique eBallot ID#: _____

PIN#: _____

The Claims and Noticing Agent's online portal is the sole manner in which Election Forms will be accepted via electronic or online transmission. Election forms submitted by facsimile, email or other means of electronic transmission will not be counted.

Creditors who submit an Election Form using the Claims and Noticing Agent's online portal should NOT also submit a hardcopy Election Form.

PLEASE RETURN YOUR ELECTION FORM PROMPTLY IF YOU WISH TO OPT-OUT OF THE RELEASES IN ARTICLE 10.6 OF THE PLAN.

IF YOU HAVE ANY QUESTIONS REGARDING THIS ELECTION FORM, THESE VOTING INSTRUCTIONS OR THE PROCEDURES FOR VOTING, PLEASE CALL THE DEBTOR'S CLAIMS AND NOTICING AGENT AT:

+1 (866) 967-06701781 (Toll-Free) or +1 (310) 751-2681 (International). You can also submit an inquiry at <https://www.veritaglobal.net/OneCore/Inquiry>.

IF THE DEBTOR'S CLAIMS AND NOTICING AGENT DOES NOT ACTUALLY RECEIVE THIS ELECTION FORM ON OR BEFORE _____, 2025 AT ___:___ P.M. (PREVAILING CENTRAL TIME), YOUR ELECTION FORM WILL NOT BE COUNTED.

EXHIBIT E

Plan Supplement Notice

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF OKLAHOMA**

	X	
In re	:	
	:	Chapter 11
HOSPITAL FOR SPECIAL SURGERY, LLC	:	
<i>Db</i> a ONECORE HEALTH,	:	Case No. 24-12862-JDL
	:	
Debtor.	:	
	X	

NOTICE OF FILING OF PLAN SUPPLEMENT

PLEASE TAKE NOTICE that on March __, 2025, the United States Bankruptcy Court for the Western District of Oklahoma (the “Court”) entered an order (a) approving the *Disclosure Statement for Chapter 11 Plan of Reorganization of Hospital for Special Surgery, LLC dba OneCore Health* (as may be amended, modified or supplemented, the “Disclosure Statement”), (b) establishing a record date for purposes of voting on the *Chapter 11 Plan of Reorganization of Hospital for Special Surgery, LLC dba OneCore Health* (as may be amended, modified or supplemented, the “Plan”),¹ (c) approving solicitation packages and solicitation procedures, (d) approving the forms of ballots, (e) establishing voting and tabulation procedures and (f) establishing notice and objection procedures relating to the confirmation of the Plan (the “Solicitation Procedures Order”).

PLEASE TAKE FURTHER NOTICE that pursuant to the Solicitation Procedures Order, the Debtor filed this Plan Supplement with the Court, which contains the following documents:

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PLEASE TAKE FURTHER NOTICE that the Court has set _____, 2025 at _____.m. as the date and time for the hearing on confirmation of the Plan and to consider any objections to the Plan. The confirmation hearing will be held at 215 Dean A. McGee Avenue, Oklahoma City, Oklahoma 73102. The hearing may be adjourned from time to time without further notice other than an announcement of the adjourned date(s) at the hearing, and thereafter, at any adjourned hearing(s). In addition, the Plan may be modified without further notice prior to or as a result of the confirmation hearing, and thereafter, as otherwise provided in the Bankruptcy Code.

PLEASE TAKE FURTHER NOTICE that any objection to confirmation of the Plan must (a) be in writing, (b) comply with the Bankruptcy Code, the Bankruptcy Rules and the Local Rules, (c) set forth the name of the objector, the nature and amount of Claims or Equity Interests

¹ Capitalized terms used but not defined in this notice shall have the meaning ascribed to them in the Plan.

held or asserted by the objector against the Debtor, (d) state the basis and the specific grounds of the objection and (e) be filed with the Court, together with proof of service thereof, and served upon and received by each of the following no later than _____, 2025 at _____ p.m. **Central Time:** (i) the Chambers of the Honorable Janice D. Loyd, United States Bankruptcy Court for the Western District of Oklahoma, 2nd Floor Courtroom, 215 Dean A. McGee Avenue, Oklahoma City, Oklahoma 73102; (ii) the Debtor and its counsel (Crowe & Dunlevy, 324 N. Robinson Ave., Suite 100, Oklahoma City, Oklahoma 73102 (Attn: Craig Regens); and (iii) The United States Trustee for the Western District of Oklahoma, 215 Dean A. McGee Avenue, Suite 408, Oklahoma City, Oklahoma 73102 (Attn: Jeff Tate & Marjorie J. Creasey). **UNLESS AN OBJECTION IS TIMELY SERVED AND FILED IN ACCORDANCE WITH THIS NOTICE, IT MAY NOT BE CONSIDERED BY THE BANKRUPTCY COURT.**

PLEASE TAKE FURTHER NOTICE that copies of the Plan, the Plan Supplement, if any (once filed), the Disclosure Statement and the Solicitation Procedures Order, as well as other documents filed in the Chapter 11 Case, may be obtained for a nominal fee from the Court's website, <https://ecf.okwb.uscourts.gov>, or obtained free of charge by accessing the website of the Debtor's claims and noticing agent, <https://www.veritaglobal.net/OneCore>. In addition, the Debtor will, at its own expense, provide paper copies of the Plan, Disclosure Statement or Solicitation Procedures Order to any party submitting a request for such paper copies. Please be advised that the claims and noticing agent is authorized to answer questions about, and provide additional copies of, materials filed in the Chapter 11 Case, but may not advise you as to whether you should contest your non-voting status or object to confirmation of the Plan.

Dated: _____, __, 2025
Oklahoma City, Oklahoma

/s/Craig M. Regens
William H. Hoch, OBA #15788
Craig M. Regens, OBA #22894
Mark A. Craige, OBA #1992
Kaleigh Ewing, OBA #35598
-Of the Firm-
CROWE & DUNLEVY
A Professional Corporation
Braniff Building
324 N. Robinson Ave., Suite 100
Oklahoma City, OK 73102-8273
(405) 235-7700
will.hoch@crowedunlevy.com
craig.regens@crowedunlevy.com
mark.craige@crowedunlevy.com
kaleigh.ewing@crowedunlevy.com

Counsel to Debtor and Debtor in Possession

EXHIBIT F

Ballots

Class	Claims	EXHIBIT
2	Critical Vendors Claims	F-1
3	General Unsecured Claims	F-2
4	Emma Base Claim	F-3

EXHIBIT F-1

Class 2 – Critical Vendors Claims Ballot

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF OKLAHOMA

In re	X	
	:	
	:	Chapter 11
HOSPITAL FOR SPECIAL SURGERY, LLC	:	
<i>Db</i> a ONECORE HEALTH,	:	Case No. 24-12862-JDL
	:	
Debtor.	:	
	:	
	X	

**BALLOT FOR VOTING TO ACCEPT OR REJECT THE PROPOSED CHAPTER 11
PLAN OF REORGANIZATION OF HOSPITAL FOR SPECIAL SURGERY, LLC *dba*
ONECORE HEALTH**

CLASS 2

CRITICAL VENDORS CLAIMS

**PLEASE CAREFULLY READ THE ENCLOSED INSTRUCTIONS FOR COMPLETING
THIS BALLOT BEFORE COMPLETING THIS BALLOT.**

**THIS BALLOT MUST BE COMPLETED, EXECUTED AND RETURNED SO THAT IT
IS ACTUALLY RECEIVED BY THE DEBTOR’S CLAIMS AND NOTICING AGENT ON
OR BEFORE _____, 2025 AT ___ :__ P.M. (PREVAILING CENTRAL TIME)
(THE “VOTING DEADLINE”)**

Hospital for Special Surgery, LLC *dba* OneCore Health, as debtor and debtor-in-possession (the “Debtor” or “OneCore”) is soliciting votes with respect to the proposed *Chapter 11 Plan of Reorganization of Hospital for Special Surgery, LLC dba OneCore Health* (as may be amended, modified or supplemented, the “Plan”) [Dkt. No. ___] as described in the *Disclosure Statement for the Chapter 11 Plan of Reorganization of Hospital for Special Surgery, LLC dba OneCore Health* (as may be amended, modified or supplemented, the “Disclosure Statement”) [Dkt. No. ___].

On _____, 2025, the United States Bankruptcy Court for the Western District of Oklahoma (the “Court”) entered an order approving the Disclosure Statement and authorizing the Debtor to solicit votes on the Plan (the “Solicitation Procedures Order”). The Court’s approval of the Disclosure Statement does not indicate approval of the Plan by the Court.

You are receiving this Ballot because our records indicate that you are a Holder of a Critical Vendors Claim in Class 2 as of _____, 2025 (the “Voting Record Date”).

Accordingly, you have a right to vote to accept or reject the Plan. Copies of the Plan and Disclosure Statement may be accessed free of charge at: <https://www.veritaglobal.net/OneCore>.

The Plan can be confirmed by the Court and thereby made binding on you if it is accepted by Holders of at least two-thirds in amount and more than one-half in number of the Claims in each impaired Class who vote on the Plan, and if the Plan otherwise satisfies the applicable requirements of section 1129(a) of the Bankruptcy Code. If the requisite acceptances are not obtained, the Court nonetheless may confirm the Plan if it finds the Plan (a) provides fair and equitable treatment to, and does not unfairly discriminate against, the Class or Classes rejecting the Plan and (b) otherwise satisfies the requirements of section 1129(b) of the Bankruptcy Code. **To have your Ballot counted, you must complete, sign and return this Ballot to OneCore Ballot Processing, c/o KCC dba Verita, 222 N. Pacific Coast Highway, Suite 300, El Segundo, CA 90245, so that it is received no later than the Voting Deadline of _____, 2025 at __: __ p.m. (prevailing Central Time). Ballots must be delivered to Verita at the address listed in the preceding sentence.**

You may also submit your Ballot electronically through the eBallot Portal by visiting the Debtor's case website at: <https://www.veritaglobal.net/OneCore>. Click on the "Submit Electronic Ballot (eBallot)" section of the Debtor's website and follow the instructions to submit your eBallot.

This Ballot may not be used for any purpose other than for casting votes to accept or reject the Plan and making certain certifications with respect to the Plan. **If you believe you have received this Ballot in error, or if you believe that you have received the wrong Ballot, please contact the Debtor's claims and noticing agent immediately at:**

<p>OneCore Ballot Processing c/o KCC dba Verita Telephone +1 (866) 967-1781 (Toll-Free) or +1 (310) 751-2681 (International) https://www.veritaglobal.net/OneCore/Inquiry</p>
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IMPORTANT

You should carefully review the Disclosure Statement and the Plan before you vote. You may wish to seek legal advice concerning the Plan and the Plan's classification and treatment of your Claim. Your Claim has been placed in Class 2 – Critical Vendors Claims – under the Plan. If you hold Claims in more than one Class, you will receive a Ballot for each Class in which you are entitled to vote.

If your Ballot is not received by the Debtor's claims and noticing agent, Verita, on or before the Voting Deadline and such deadline is not extended, your Ballot will not be counted as either an acceptance or rejection of the Plan.

VOTING DEADLINE: _____, 2025 at __:__ p.m. (prevailing Central Time).

Ballots will not be accepted by facsimile transmission, electronic mail or other electronic means of transmission.

If the Plan is confirmed by the Court, it will be binding on you whether or not you vote.

**NOTICE REGARDING CERTAIN RELEASE, EXCULPATION, AND INJUNCTION
PROVISIONS IN THE PLAN**

PLEASE BE ADVISED THAT THE PLAN CONTAINS CERTAIN RELEASE, EXCULPATION AND INJUNCTION PROVISIONS, INCLUDING:

Article 10.6 of the Plan, entitled "Releases by Holders of Claims and Interests," provides:

As of the Effective Date, except for the right to enforce the Plan or any right or obligation arising under the Definitive Documents that remains in effect after the Effective Date, for good and valuable consideration, on and after the Effective Date, for good and valuable consideration, except as specifically set forth elsewhere in the Plan, the Releasing Parties conclusively, absolutely, unconditionally, irrevocably, and forever discharge and release (and each entity so discharged and released shall be deemed discharged and released by the Releasing Parties) the Released Parties and their respective property from any and all Claims, obligations, rights, suits, judgments, damages, demands, debts, Liens, Causes of Action, remedies, losses, and liabilities whatsoever (including contract claims, claims under ERISA and all other statutory claims, claims for contributions, withdrawal liability, reallocation liability, redetermination liability, interest on any amounts, liquidated damages, claims for attorneys' fees or any costs or expenses whatsoever), including any derivative claims, asserted or assertable on behalf of the Debtor, whether known or unknown, foreseen or unforeseen, liquidated or unliquidated, matured or unmatured, contingent or fixed, existing or hereinafter arising, in law, equity or otherwise, that such Entity would have been legally entitled to assert in its own right (whether individually or collectively) based on or relating to, or in any manner arising from, in whole or in part, the Debtor, the Estate, the Restructuring, the Chapter 11 Case, the purchase, sale or rescission of the purchase or sale

of any Security of the Debtor or the Reorganized Debtor, the DIP Facility, the DIP Documents, the Definitive Documents, the subject matter of, or the transactions or events giving rise to, any Claim or Interest that is treated in the Plan, the business or contractual arrangements between the Debtor and any Released Party (other than assumed contracts or leases), the restructuring of Claims and Interests before or during the Chapter 11 Case, the negotiation, formulation, preparation or consummation of the Plan (including the Plan Supplement), the Definitive Documents, or any related agreements, instruments or other documents, or the solicitation of votes with respect to the Plan, in all cases based upon any other act or omission, transaction, agreement, event or other occurrence taking place on or before the Effective Date. For the avoidance of doubt, nothing in Section 10.6(b) of the Plan shall be construed to release (i) the Released Parties from intentional fraud, willful misconduct, or gross negligence, in each case as determined by a Final Order or (ii) any current or former patient of the Debtor from pursuing any Claim against any non-Debtor party that is not a Released Party, including any non-Debtor provider that is not a Released Party, for any acts or omissions arising out of or relating to any Claims for medical malpractice.

HOLDERS OF CLASS 2 CRITICAL VENDOR CLAIMS ARE ENTITLED TO OPT OUT OF THE RELEASES CONTAINED IN ARTICLE 10.6 OF THE PLAN BY CHECKING THE BOX IN ITEM 3 OF THE CLASS 2 CRITICAL VENDOR CLAIM BALLOT.

Item 1. Amount of Claim.

The undersigned hereby certifies that as of the Voting Record Date, _____, 2025, the undersigned was the Holder of Critical Vendor Claims in Class 2 in the following amount.

\$ _____

The preprinted amount of your Claim as set forth above controls for voting purposes only and is without prejudice to your rights or the rights of the Debtor in respect of the amount and classification of your Claim that is ultimately Allowed for purposes of distribution under the Plan, all of which are expressly reserved.

Item 2. Vote on Plan.

The Holder of the Class 2 Critical Vendor Claims set forth in Item 1 votes to (please check one):

<input type="checkbox"/> <u>ACCEPT</u> (vote FOR) the Plan	<input type="checkbox"/> <u>REJECT</u> (vote AGAINST) the Plan
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Item 3. Voluntary Release.

The Holder of the Class 2 Critical Vendor Claims set forth in Item 1 elects to:

OPT-OUT of the voluntary release in Article 10.6 of the Plan.

**THE PLAN WILL BIND ALL HOLDERS OF CLAIMS AGAINST AND INTERESTS
IN THE DEBTOR TO THE FULLEST EXTENT PERMITTED UNDER
APPLICABLE LAW**

Item 4. Certifications.

By signing this Ballot, the undersigned entity certifies to the Court and the Debtor that:

- (a) the entity is either: (i) the Holder of the Claims in Class 2 being voted pursuant to this Ballot or (ii) an authorized signatory for an entity that is the Holder of the Claims in Class 2 being voted;
- (b) the entity has been given access to the Disclosure Statement as part of the Solicitation Package and acknowledges that votes on the Plan are being solicited pursuant to the terms and conditions set forth in the Solicitation Procedures Order; and
- (c) no other Ballots with respect to the amount of the Claims in Class 2 identified in Item 1 have been cast or, if any other Ballots have been cast with respect to such Claims, then any such earlier Ballots are hereby revoked.

[SIGNATURE PAGE FOLLOWS]

Name of Holder:	_____
	(Print or type)
Signature:	_____
Name of Signatory:	_____
	(If other than holder)
Title:	_____
Address:	_____

Phone Number: (optional)	_____
Email: (optional)	_____
Date Completed:	_____

PLEASE COMPLETE, SIGN AND DATE THIS BALLOT AND RETURN IT PROMPTLY IN THE ENVELOPE PROVIDED, OR BY FIRST-CLASS MAIL, OVERNIGHT COURIER, OR HAND DELIVERY TO:

**OneCore Ballot Processing
c/o KCC dba Verita
222 N. Pacific Coast Highway
Suite 300
El Segundo, CA 90245**

THIS BALLOT MUST BE ACTUALLY RECEIVED BY THE DEBTOR'S CLAIMS AND NOTICING AGENT ON OR BEFORE:
_____, 2025 (PREVAILING CENTRAL TIME)

CLASS 2 – CRITICAL VENDORS CLAIMS

INSTRUCTIONS FOR COMPLETING THIS BALLOT

1. The Debtor is soliciting the votes of Holders of Claims with respect to the Plan attached as Exhibit A to the Disclosure Statement. Capitalized terms used in this Ballot or in these instructions but not otherwise identified therein or herein shall have the meaning set forth in the Plan, a copy of which is available free of charge at: <https://www.veritaglobal.net/OneCore>.
2. The Court may confirm the Plan and thereby bind you. Please review the Disclosure Statement for more information. A copy of the Disclosure Statement is available, free of charge, at: <https://www.veritaglobal.net/OneCore>.
3. **To ensure that your Ballot is counted, you must:** (a) complete this Ballot; (b) clearly indicate your decision either to accept or reject the Plan by checking one of the boxes in Item 2 of this Ballot; and (c) sign and return this Ballot to the address printed on the enclosed pre-addressed envelope so that it is **actually received** by the Debtor's claims and noticing agent on or before the Voting Deadline, which is _____, **2025 at __:__ p.m. (prevailing Central Time)**. **If you wish to opt-out of the voluntary releases in Article 10.6 of the Plan, you must** (a) clearly indicate your decision to do so by checking the box in Item 3 of this Ballot; and (') sign and return this Ballot as noted above on or before the Voting Deadline.
4. If a Ballot is received after the Voting Deadline and if the Voting Deadline is not extended, it will **NOT** be counted. Additionally, the following Ballots will **NOT** be counted:
 - any Ballot that partially rejects and partially accepts the Plan;
 - Ballots sent to the Debtor, the Debtor's financial or legal advisors or agents (other than the Debtor's claims and noticing agent);
 - Ballots sent by facsimile, email, or any other electronic means;
 - any Ballot that is illegible or contains insufficient information to identify the Holder of the Claim;
 - any Ballot cast by an entity that does not hold a Claim in a Class entitled to vote on the Plan;
 - any unsigned Ballot and/or
 - any Ballot not marked to accept or reject the Plan or any Ballot marked both to accept and reject the Plan.
5. The method of delivery of Ballots to the Debtor's claims and noticing agent is at the election and risk of each Holder of a Claim. Except as otherwise provided herein, such delivery will be deemed made only when the Debtor's claims and noticing agent **actually receives** the original executed Ballot.
6. If multiple Ballots are received from the same Holder of a Claim with respect to the same Claim prior to the Voting Deadline, the last Ballot timely received will supersede and revoke any earlier received Ballots.

7. After the Voting Deadline, no Ballot may be withdrawn or modified without the prior consent of the Debtor.
8. You must vote the entirety of any Claim either to accept or reject the Plan and may not split your vote for any such Claim.
9. This Ballot is not a letter of transmittal and may not be used for any purpose other than to vote to accept or reject the Plan. Accordingly, at this time, Holders of Claims should not surrender certificates or instruments representing or evidencing their Claims, and neither the Debtor nor the Debtor's claims and noticing agent will accept delivery of any such certificates or instruments surrendered together with a Ballot.
10. This Ballot does not constitute, and shall not be deemed to be (a) a proof of claim or (b) an assertion or admission with respect to a Claim.
11. Please be sure to sign and date your Ballot. If you are signing in your capacity as a trustee, executor, administrator, guardian, attorney-in-fact, officer of a corporation or otherwise acting in a fiduciary or representative capacity, you must indicate such capacity when signing and, if required or requested by the Debtor's claims and noticing agent, the Debtor or the Court, must submit proper evidence to the requesting party to so act on behalf of such Holder. In addition, please provide your name and mailing address if it is different from that set forth on the attached mailing label or if no such mailing label is attached to this Ballot.
12. If you hold Claims in more than one Class under the Plan, you may receive more than one Ballot coded for each different Class. Each Ballot votes only your Claim(s) indicated on that Ballot, so please complete and return each Ballot you receive.

IMPORTANT NOTE: You will need the following information to retrieve and submit your customized electronic Ballot:

Unique eBallot ID#: _____

PIN#: _____

Each eBallot ID# is to be used solely for voting only those Claims described in Item 1 of your electronic Ballot.

The Claims and Noticing Agent's online portal is the sole manner in which Ballots will be accepted via electronic or online transmission. Ballots submitted by facsimile, email or other means of electronic transmission will not be counted.

Each eBallot ID# is to be used solely for voting only those Claims described in Item 1 of your electronic Ballot.

Creditors who cast a Ballot using the Claims and Noticing Agent's online portal should NOT also submit a hardcopy Ballot.

PLEASE RETURN YOUR BALLOT PROMPTLY.

IF YOU HAVE ANY QUESTIONS REGARDING THIS BALLOT, THESE VOTING INSTRUCTIONS OR THE PROCEDURES FOR VOTING, PLEASE CALL THE DEBTOR'S CLAIMS AND NOTICING AGENT AT:

+1 (866) 967-1781 (Toll-Free) or +1 (310) 751-2681 (International). You can also submit an inquiry at <https://www.veritaglobal.net/OneCore/Inquiry>.

IF THE DEBTOR'S CLAIMS AND NOTICING AGENT DOES NOT ACTUALLY RECEIVE THIS BALLOT ON OR BEFORE _____, 2025 AT __:00 P.M. (PREVAILING CENTRAL TIME), YOUR BALLOT WILL NOT BE COUNTED.

EXHIBIT F-2

Class 3 – General Unsecured Claims Ballot

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF OKLAHOMA

In re	X	
	:	
	:	Chapter 11
HOSPITAL FOR SPECIAL SURGERY, LLC	:	
<i>Db</i> a ONECORE HEALTH,	:	Case No. 24-12862-JDL
	:	
Debtor.	:	
	:	
	X	

**BALLOT FOR VOTING TO ACCEPT OR REJECT THE PROPOSED CHAPTER 11
PLAN OF REORGANIZATION OF HOSPITAL FOR SPECIAL SURGERY, LLC *dba*
ONECORE HEALTH**

CLASS 3

GENERAL UNSECURED CLAIMS

**PLEASE CAREFULLY READ THE ENCLOSED INSTRUCTIONS FOR COMPLETING
THIS BALLOT BEFORE COMPLETING THIS BALLOT.**

**THIS BALLOT MUST BE COMPLETED, EXECUTED AND RETURNED SO THAT IT
IS ACTUALLY RECEIVED BY THE DEBTOR’S CLAIMS AND NOTICING AGENT ON
OR BEFORE _____, 2025 AT ___ :__ P.M. (PREVAILING CENTRAL TIME)
(THE “VOTING DEADLINE”)**

Hospital for Special Surgery, LLC *dba* OneCore Health, as debtor and debtor-in-possession (the “Debtor” or “OneCore”) is soliciting votes with respect to the proposed *Chapter 11 Plan of Reorganization of Hospital for Special Surgery, LLC dba OneCore Health* (as may be amended, modified or supplemented, the “Plan”) [Dkt. No. ___] as described in the *Disclosure Statement for the Chapter 11 Plan of Reorganization of Hospital for Special Surgery, LLC dba OneCore Health* (as may be amended, modified or supplemented, the “Disclosure Statement”) [Dkt. No. ___].

On _____, 2025, the United States Bankruptcy Court for the Western District of Oklahoma (the “Court”) entered an order approving the Disclosure Statement and authorizing the Debtor to solicit votes on the Plan (the “Solicitation Procedures Order”). The Court’s approval of the Disclosure Statement does not indicate approval of the Plan by the Court.

You are receiving this Ballot because our records indicate that you are a Holder of a General Unsecured Claim in Class 3 as of _____, 2025 (the “Voting Record Date”).

Accordingly, you have a right to vote to accept or reject the Plan. Copies of the Plan and Disclosure Statement may be accessed free of charge at: <https://www.veritaglobal.net/OneCore>.

The Plan can be confirmed by the Court and thereby made binding on you if it is accepted by Holders of at least two-thirds in amount and more than one-half in number of the Claims in each impaired Class who vote on the Plan, and if the Plan otherwise satisfies the applicable requirements of section 1129(a) of the Bankruptcy Code. If the requisite acceptances are not obtained, the Court nonetheless may confirm the Plan if it finds the Plan (a) provides fair and equitable treatment to, and does not unfairly discriminate against, the Class or Classes rejecting the Plan and (b) otherwise satisfies the requirements of section 1129(b) of the Bankruptcy Code. **To have your Ballot counted, you must complete, sign and return this Ballot to OneCore Ballot Processing, c/o KCC dba Verita, 222 N. Pacific Coast Highway, Suite 300, El Segundo, CA 90245, so that it is received no later than the Voting Deadline of _____, 2025 at __: __ p.m. (prevailing Central Time). Ballots must be delivered to Verita at the address listed in the preceding sentence.**

You may also submit your Ballot electronically through the eBallot Portal by visiting the Debtor's case website at: <https://www.veritaglobal.net/onecore>. Click on the "Submit Electronic Ballot (eBallot)" section of the Debtor's website and follow the instructions to submit your eBallot.

This Ballot may not be used for any purpose other than for casting votes to accept or reject the Plan and making certain certifications with respect to the Plan. **If you believe you have received this Ballot in error, or if you believe that you have received the wrong Ballot, please contact the Debtor's claims and noticing agent immediately at:**

<p>OneCore Ballot Processing c/o KCC dba Verita Telephone +1 (866) 967-1781 (Toll-Free) or +1 (310) 751-2681 (International) https://www.veritaglobal.net/OneCore/Inquiry</p>
--

IMPORTANT

You should carefully review the Disclosure Statement and the Plan before you vote. You may wish to seek legal advice concerning the Plan and the Plan's classification and treatment of your Claim. Your Claim has been placed in Class 3 – General Unsecured Claims – under the Plan. If you hold Claims in more than one Class, you will receive a Ballot for each Class in which you are entitled to vote.

If your Ballot is not received by the Debtor's claims and noticing agent, Verita, on or before the Voting Deadline and such deadline is not extended, your Ballot will not be counted as either an acceptance or rejection of the Plan.

VOTING DEADLINE: _____, 2025 at __:__ p.m. (prevailing Central Time).

Ballots will not be accepted by facsimile transmission, electronic mail or other electronic means of transmission.

If the Plan is confirmed by the Court, it will be binding on you whether or not you vote.

**NOTICE REGARDING CERTAIN RELEASE, EXCULPATION, AND INJUNCTION
PROVISIONS IN THE PLAN**

PLEASE BE ADVISED THAT THE PLAN CONTAINS CERTAIN RELEASE, EXCULPATION AND INJUNCTION PROVISIONS, INCLUDING:

Article 10.6 of the Plan, entitled "Releases by Holders of Claims and Interests," provides:

As of the Effective Date, except for the right to enforce the Plan or any right or obligation arising under the Definitive Documents that remains in effect after the Effective Date, for good and valuable consideration, on and after the Effective Date, for good and valuable consideration, except as specifically set forth elsewhere in the Plan, the Releasing Parties conclusively, absolutely, unconditionally, irrevocably, and forever discharge and release (and each entity so discharged and released shall be deemed discharged and released by the Releasing Parties) the Released Parties and their respective property from any and all Claims, obligations, rights, suits, judgments, damages, demands, debts, Liens, Causes of Action, remedies, losses, and liabilities whatsoever (including contract claims, claims under ERISA and all other statutory claims, claims for contributions, withdrawal liability, reallocation liability, redetermination liability, interest on any amounts, liquidated damages, claims for attorneys' fees or any costs or expenses whatsoever), including any derivative claims, asserted or assertable on behalf of the Debtor, whether known or unknown, foreseen or unforeseen, liquidated or unliquidated, matured or unmatured, contingent or fixed, existing or hereinafter arising, in law, equity or otherwise, that such Entity would have been legally entitled to assert in its own right (whether individually or collectively) based on or relating to, or in any manner arising from, in whole or in part, the Debtor, the Estate, the Restructuring, the Chapter 11 Case, the purchase, sale or rescission of the purchase or sale

of any Security of the Debtor or the Reorganized Debtor, the DIP Facility, the DIP Documents, the Definitive Documents, the subject matter of, or the transactions or events giving rise to, any Claim or Interest that is treated in the Plan, the business or contractual arrangements between the Debtor and any Released Party (other than assumed contracts or leases), the restructuring of Claims and Interests before or during the Chapter 11 Case, the negotiation, formulation, preparation or consummation of the Plan (including the Plan Supplement), the Definitive Documents, or any related agreements, instruments or other documents, or the solicitation of votes with respect to the Plan, in all cases based upon any other act or omission, transaction, agreement, event or other occurrence taking place on or before the Effective Date. For the avoidance of doubt, nothing in Section 10.6(b) of the Plan shall be construed to release (i) the Released Parties from intentional fraud, willful misconduct, or gross negligence, in each case as determined by a Final Order or (ii) any current or former patient of the Debtor from pursuing any Claim against any non-Debtor party that is not a Released Party, including any non-Debtor provider that is not a Released Party, for any acts or omissions arising out of or relating to any Claims for medical malpractice.

HOLDERS OF CLASS 3 GENERAL UNSECURED CLAIMS ARE ENTITLED TO OPT OUT OF THE RELEASES CONTAINED IN ARTICLE 10.6 OF THE PLAN BY CHECKING THE BOX IN ITEM 3 OF THE CLASS 3 GENERAL UNSECURED CLAIM BALLOT.

Item 1. Amount of Claim.

The undersigned hereby certifies that as of the Voting Record Date, _____, 2025, the undersigned was the Holder of General Unsecured Claims in Class 3 in the following amount.

\$ _____

The preprinted amount of your Claim as set forth above controls for voting purposes only and is without prejudice to your rights or the rights of the Debtor in respect of the amount and classification of your Claim that is ultimately Allowed for purposes of distribution under the Plan, all of which are expressly reserved.

Item 2. Vote on Plan.

The Holder of the Class 3 General Unsecured Claims set forth in Item 1 votes to (please check one):

<input type="checkbox"/> <u>ACCEPT</u> (vote FOR) the Plan	<input type="checkbox"/> <u>REJECT</u> (vote AGAINST) the Plan
---	---

Item 3. Voluntary Release.

The Holder of the Class 3 General Unsecured Claims set forth in Item 1 elects to:

OPT-OUT of the voluntary release in Article 10.6 of the Plan.

**THE PLAN WILL BIND ALL HOLDERS OF CLAIMS AGAINST AND INTERESTS
IN THE DEBTOR TO THE FULLEST EXTENT PERMITTED UNDER
APPLICABLE LAW**

Item 4. Certifications.

By signing this Ballot, the undersigned entity certifies to the Court and the Debtor that:

- (d) the entity is either: (i) the Holder of the Claims in Class 3 being voted pursuant to this Ballot or (ii) an authorized signatory for an entity that is the Holder of the Claims in Class 3 being voted;
- (e) the entity has been given access to the Disclosure Statement as part of the Solicitation Package and acknowledges that votes on the Plan are being solicited pursuant to the terms and conditions set forth in the Solicitation Procedures Order; and
- (f) no other Ballots with respect to the amount of the Claims in Class 3 identified in Item 1 have been cast or, if any other Ballots have been cast with respect to such Claims, then any such earlier Ballots are hereby revoked.

[SIGNATURE PAGE FOLLOWS]

Name of Holder:	_____
	(Print or type)
Signature:	_____
Name of Signatory:	_____
	(If other than holder)
Title:	_____
Address:	_____

Phone Number: (optional)	_____
Email: (optional)	_____
Date Completed:	_____

PLEASE COMPLETE, SIGN AND DATE THIS BALLOT AND RETURN IT PROMPTLY IN THE ENVELOPE PROVIDED, OR BY FIRST-CLASS MAIL, OVERNIGHT COURIER, OR HAND DELIVERY TO:

**OneCore Ballot Processing
c/o KCC dba Verita
222 N. Pacific Coast Highway
Suite 300
El Segundo, CA 90245**

THIS BALLOT MUST BE ACTUALLY RECEIVED BY THE DEBTOR'S CLAIMS AND NOTICING AGENT ON OR BEFORE:
_____, 2025 (PREVAILING CENTRAL TIME)

CLASS 3 – GENERAL UNSECURED CLAIMS

INSTRUCTIONS FOR COMPLETING THIS BALLOT

1. The Debtor is soliciting the votes of Holders of Claims with respect to the Plan attached as Exhibit A to the Disclosure Statement. Capitalized terms used in this Ballot or in these instructions but not otherwise identified therein or herein shall have the meaning set forth in the Plan, a copy of which is available free of charge at: <https://www.veritaglobal.net/OneCore>.
2. The Court may confirm the Plan and thereby bind you. Please review the Disclosure Statement for more information. A copy of the Disclosure Statement is available, free of charge, at: <https://www.veritaglobal.net/OneCore>.
3. **To ensure that your Ballot is counted, you must:** (a) complete this Ballot; (b) clearly indicate your decision either to accept or reject the Plan by checking one of the boxes in Item 2 of this Ballot; and (c) sign and return this Ballot to the address printed on the enclosed pre-addressed envelope so that it is **actually received** by the Debtor's claims and noticing agent on or before the Voting Deadline, which is _____, **2025 at __:__ p.m. (prevailing Central Time)**. **If you wish to opt-out of the voluntary releases in Article 10.6 of the Plan, you must** (a) clearly indicate your decision to do so by checking the box in Item 3 of this Ballot; and (b) sign and return this Ballot as noted above on or before the Voting Deadline.
4. If a Ballot is received after the Voting Deadline and if the Voting Deadline is not extended, it will **NOT** be counted. Additionally, the following Ballots will **NOT** be counted:
 - any Ballot that partially rejects and partially accepts the Plan;
 - Ballots sent to the Debtor, the Debtor's financial or legal advisors or agents (other than the Debtor's claims and noticing agent);
 - Ballots sent by facsimile, email, or any other electronic means;
 - any Ballot that is illegible or contains insufficient information to identify the Holder of the Claim;
 - any Ballot cast by an entity that does not hold a Claim in a Class entitled to vote on the Plan;
 - any unsigned Ballot and/or
 - any Ballot not marked to accept or reject the Plan or any Ballot marked both to accept and reject the Plan.
5. The method of delivery of Ballots to the Debtor's claims and noticing agent is at the election and risk of each Holder of a Claim. Except as otherwise provided herein, such delivery will be deemed made only when the Debtor's claims and noticing agent **actually receives** the original executed Ballot.
6. If multiple Ballots are received from the same Holder of a Claim with respect to the same Claim prior to the Voting Deadline, the last Ballot timely received will supersede and revoke any earlier received Ballots.

7. After the Voting Deadline, no Ballot may be withdrawn or modified without the prior consent of the Debtor.
8. You must vote the entirety of any Claim either to accept or reject the Plan and may not split your vote for any such Claim.
9. This Ballot is not a letter of transmittal and may not be used for any purpose other than to vote to accept or reject the Plan. Accordingly, at this time, Holders of Claims should not surrender certificates or instruments representing or evidencing their Claims, and neither the Debtor nor the Debtor's claims and noticing agent will accept delivery of any such certificates or instruments surrendered together with a Ballot.
10. This Ballot does not constitute, and shall not be deemed to be (a) a proof of claim or (b) an assertion or admission with respect to a Claim.
11. Please be sure to sign and date your Ballot. If you are signing in your capacity as a trustee, executor, administrator, guardian, attorney-in-fact, officer of a corporation or otherwise acting in a fiduciary or representative capacity, you must indicate such capacity when signing and, if required or requested by the Debtor's claims and noticing agent, the Debtor or the Court, must submit proper evidence to the requesting party to so act on behalf of such Holder. In addition, please provide your name and mailing address if it is different from that set forth on the attached mailing label or if no such mailing label is attached to this Ballot.
12. If you hold Claims in more than one Class under the Plan, you may receive more than one Ballot coded for each different Class. Each Ballot votes only your Claim(s) indicated on that Ballot, so please complete and return each Ballot you receive.

IMPORTANT NOTE: You will need the following information to retrieve and submit your customized electronic Ballot:

Unique eBallot ID#: _____

PIN#: _____

Each eBallot ID# is to be used solely for voting only those Claims described in Item 1 of your electronic Ballot.

The Claims and Noticing Agent's online portal is the sole manner in which Ballots will be accepted via electronic or online transmission. Ballots submitted by facsimile, email or other means of electronic transmission will not be counted.

Each eBallot ID# is to be used solely for voting only those Claims described in Item 1 of your electronic Ballot.

Creditors who cast a Ballot using the Claims and Noticing Agent's online portal should NOT also submit a hardcopy Ballot.

PLEASE RETURN YOUR BALLOT PROMPTLY.

IF YOU HAVE ANY QUESTIONS REGARDING THIS BALLOT, THESE VOTING INSTRUCTIONS OR THE PROCEDURES FOR VOTING, PLEASE CALL THE DEBTOR'S CLAIMS AND NOTICING AGENT AT:

+1 (866) 967-1781 (Toll-Free) or +1 (310) 751-2681 (International). You can also submit an inquiry at <https://www.veritaglobal.net/OneCore/Inquiry>.

IF THE DEBTOR'S CLAIMS AND NOTICING AGENT DOES NOT ACTUALLY RECEIVE THIS BALLOT ON OR BEFORE _____, 2025 AT __:00 P.M. (PREVAILING CENTRAL TIME), YOUR BALLOT WILL NOT BE COUNTED.

EXHIBIT F-3

Class 4 – Emma Base Claim Ballot

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF OKLAHOMA

In re	X	
	:	
	:	Chapter 11
HOSPITAL FOR SPECIAL SURGERY, LLC	:	
<i>Db</i> a ONECORE HEALTH,	:	Case No. 24-12862-JDL
	:	
Debtor.	:	
	:	
	X	

**BALLOT FOR VOTING TO ACCEPT OR REJECT THE PROPOSED CHAPTER 11
PLAN OF REORGANIZATION OF HOSPITAL FOR SPECIAL SURGERY, LLC *dba*
ONECORE HEALTH**

CLASS 4

EMMA BASE CLAIM

**PLEASE CAREFULLY READ THE ENCLOSED INSTRUCTIONS FOR COMPLETING
THIS BALLOT BEFORE COMPLETING THIS BALLOT.**

**THIS BALLOT MUST BE COMPLETED, EXECUTED AND RETURNED SO THAT IT
IS ACTUALLY RECEIVED BY THE DEBTOR’S CLAIMS AND NOTICING AGENT ON
OR BEFORE _____, 2025 AT ___ :__ P.M. (PREVAILING CENTRAL TIME)
(THE “VOTING DEADLINE”)**

Hospital for Special Surgery, LLC *dba* OneCore Health, as debtor and debtor-in-possession (the “Debtor” or “OneCore”) is soliciting votes with respect to the proposed *Chapter 11 Plan of Reorganization of Hospital for Special Surgery, LLC dba OneCore Health* (as may be amended, modified or supplemented, the “Plan”) [Dkt. No. ___] as described in the *Disclosure Statement for the Chapter 11 Plan of Reorganization of Hospital for Special Surgery, LLC dba OneCore Health* (as may be amended, modified or supplemented, the “Disclosure Statement”) [Dkt. No. ___].

On _____, 2025, the United States Bankruptcy Court for the Western District of Oklahoma (the “Court”) entered an order approving the Disclosure Statement and authorizing the Debtor to solicit votes on the Plan (the “Solicitation Procedures Order”). The Court’s approval of the Disclosure Statement does not indicate approval of the Plan by the Court.

You are receiving this Ballot because our records indicate that you are a Holder of the Emma Base Claim (the “Base Claim”) in Class 4 as of _____, 2025 (the “Voting Record Date”). Accordingly, you have a right to vote to accept or reject the Plan. Copies of the

Plan and Disclosure Statement may be accessed free of charge at: <https://veritaglobal.net/OneCore>.

The Plan can be confirmed by the Court and thereby made binding on you if it is accepted by Holders of at least two-thirds in amount and more than one-half in number of the Claims in each impaired Class who vote on the Plan, and if the Plan otherwise satisfies the applicable requirements of section 1129(a) of the Bankruptcy Code. If the requisite acceptances are not obtained, the Court nonetheless may confirm the Plan if it finds the Plan (a) provides fair and equitable treatment to, and does not unfairly discriminate against, the Class or Classes rejecting the Plan and (b) otherwise satisfies the requirements of section 1129(b) of the Bankruptcy Code. **To have your Ballot counted, you must complete, sign and return this Ballot to OneCore Ballot Processing, c/o KCC dba Verita, 222 N. Pacific Coast Highway, Suite 300, El Segundo, CA 90245, so that it is received no later than the Voting Deadline of _____, 2025 at __: __ p.m. (prevailing Central Time). Ballots must be delivered to Verita at the address listed in the preceding sentence.**

You may also submit your Ballot electronically through the eBallot Portal by visiting the Debtor's case website at: <https://www.veritaglobal.net/onecore>. Click on the "Submit Electronic Ballot (eBallot)" section of the Debtor's website and follow the instructions to submit your eBallot.

This Ballot may not be used for any purpose other than for casting votes to accept or reject the Plan and making certain certifications with respect to the Plan. **If you believe you have received this Ballot in error, or if you believe that you have received the wrong Ballot, please contact the Debtor's claims and noticing agent immediately at:**

<p>OneCore Ballot Processing c/o KCC dba Verita Telephone +1 (866) 967-1781 (Toll-Free) or +1 (310) 751-2681 (International) https://www.veritaglobal.net/OneCore/Inquiry</p>
--

IMPORTANT

You should carefully review the Disclosure Statement and the Plan before you vote. You may wish to seek legal advice concerning the Plan and the Plan's classification and treatment of your Claim. Your Claim has been placed in Class 4 – Emma Base Claims – under the Plan. If you hold Claims in more than one Class, you will receive a Ballot for each Class in which you are entitled to vote.

If your Ballot is not received by the Debtor's claims and noticing agent, Verita, on or before the Voting Deadline and such deadline is not extended, your Ballot will not be counted as either an acceptance or rejection of the Plan.

VOTING DEADLINE: _____, 2025 at __:__ p.m. (prevailing Central Time).

Ballots will not be accepted by facsimile transmission, electronic mail or other electronic means of transmission.

If the Plan is confirmed by the Court, it will be binding on you whether or not you vote.

**NOTICE REGARDING CERTAIN RELEASE, EXCULPATION, AND INJUNCTION
PROVISIONS IN THE PLAN**

PLEASE BE ADVISED THAT THE PLAN CONTAINS CERTAIN RELEASE, EXCULPATION AND INJUNCTION PROVISIONS, INCLUDING:

Article 10.6 of the Plan, entitled "Releases by Holders of Claims and Interests," provides:

As of the Effective Date, except for the right to enforce the Plan or any right or obligation arising under the Definitive Documents that remains in effect after the Effective Date, for good and valuable consideration, on and after the Effective Date, for good and valuable consideration, except as specifically set forth elsewhere in the Plan, the Releasing Parties conclusively, absolutely, unconditionally, irrevocably, and forever discharge and release (and each entity so discharged and released shall be deemed discharged and released by the Releasing Parties) the Released Parties and their respective property from any and all Claims, obligations, rights, suits, judgments, damages, demands, debts, Liens, Causes of Action, remedies, losses, and liabilities whatsoever (including contract claims, claims under ERISA and all other statutory claims, claims for contributions, withdrawal liability, reallocation liability, redetermination liability, interest on any amounts, liquidated damages, claims for attorneys' fees or any costs or expenses whatsoever), including any derivative claims, asserted or assertable on behalf of the Debtor, whether known or unknown, foreseen or unforeseen, liquidated or unliquidated, matured or unmatured, contingent or fixed, existing or hereinafter arising, in law, equity or otherwise, that such Entity would have been legally entitled to assert in its own right (whether individually or collectively) based on or relating to, or in any manner arising from, in whole or in part, the Debtor, the Estate, the Restructuring, the Chapter 11 Case, the purchase, sale or rescission of the purchase or sale

of any Security of the Debtor or the Reorganized Debtor, the DIP Facility, the DIP Documents, the Definitive Documents, the subject matter of, or the transactions or events giving rise to, any Claim or Interest that is treated in the Plan, the business or contractual arrangements between the Debtor and any Released Party (other than assumed contracts or leases), the restructuring of Claims and Interests before or during the Chapter 11 Case, the negotiation, formulation, preparation or consummation of the Plan (including the Plan Supplement), the Definitive Documents, or any related agreements, instruments or other documents, or the solicitation of votes with respect to the Plan, in all cases based upon any other act or omission, transaction, agreement, event or other occurrence taking place on or before the Effective Date. For the avoidance of doubt, nothing in Section 10.6(b) of the Plan shall be construed to release (i) the Released Parties from intentional fraud, willful misconduct, or gross negligence, in each case as determined by a Final Order or (ii) any current or former patient of the Debtor from pursuing any Claim against any non-Debtor party that is not a Released Party, including any non-Debtor provider that is not a Released Party, for any acts or omissions arising out of or relating to any Claims for medical malpractice.

THE HOLDER OF THE CLASS 4 BASE CLAIM IS ENTITLED TO OPT OUT OF THE RELEASES CONTAINED IN ARTICLE 10.6 OF THE PLAN BY CHECKING THE BOX IN ITEM 3 OF THE CLASS 4 BASE CLAIM BALLOT.

Item 1. Amount of Claim.

The undersigned hereby certifies that as of the Voting Record Date, _____, 2025, the undersigned was the Holder of the Base Claim in Class 4 in the following amount.

\$ _____

The preprinted amount of your Claim as set forth above controls for voting purposes only and is without prejudice to your rights or the rights of the Debtor in respect of the amount and classification of your Claim that is ultimately Allowed for purposes of distribution under the Plan, all of which are expressly reserved.

Item 2. Vote on Plan.

The Holder of the Class 4 Base Claim set forth in Item 1 votes to (please check one):

<input type="checkbox"/> <u>ACCEPT</u> (vote FOR) the Plan	<input type="checkbox"/> <u>REJECT</u> (vote AGAINST) the Plan
---	---

Item 3. Voluntary Release.

The Holder of the Class 4 Base Claim set forth in Item 1 elects to:

OPT-OUT of the voluntary release in Article 10.6 of the Plan.

**THE PLAN WILL BIND ALL HOLDERS OF CLAIMS AGAINST AND INTERESTS
IN THE DEBTOR TO THE FULLEST EXTENT PERMITTED UNDER
APPLICABLE LAW**

Item 4. Certifications.

By signing this Ballot, the undersigned entity certifies to the Court and the Debtor that:

- (g) the entity is either: (i) the Holder of the Claims in Class 4 being voted pursuant to this Ballot or (ii) an authorized signatory for an entity that is the Holder of the Claims in Class 3 being voted;
- (h) the entity has been given access to the Disclosure Statement as part of the Solicitation Package and acknowledges that votes on the Plan are being solicited pursuant to the terms and conditions set forth in the Solicitation Procedures Order; and
- (i) no other Ballots with respect to the amount of the Claims in Class 4 identified in Item 1 have been cast or, if any other Ballots have been cast with respect to such Claims, then any such earlier Ballots are hereby revoked.

[SIGNATURE PAGE FOLLOWS]

Name of Holder:	_____
	(Print or type)
Signature:	_____
Name of Signatory:	_____
	(If other than holder)
Title:	_____
Address:	_____

Phone Number: (optional)	_____
Email: (optional)	_____
Date Completed:	_____

PLEASE COMPLETE, SIGN AND DATE THIS BALLOT AND RETURN IT PROMPTLY IN THE ENVELOPE PROVIDED, OR BY FIRST-CLASS MAIL, OVERNIGHT COURIER, OR HAND DELIVERY TO:

**OneCore Ballot Processing
c/o KCC dba Verita
222 N. Pacific Coast Highway
Suite 300
El Segundo, CA 90245**

THIS BALLOT MUST BE ACTUALLY RECEIVED BY THE DEBTOR'S CLAIMS AND NOTICING AGENT ON OR BEFORE:
_____, 2025 (PREVAILING CENTRAL TIME)

CLASS 4 – BASE CLAIM

INSTRUCTIONS FOR COMPLETING THIS BALLOT

1. The Debtor is soliciting the votes of Holders of Claims with respect to the Plan attached as Exhibit A to the Disclosure Statement. Capitalized terms used in this Ballot or in these instructions but not otherwise identified therein or herein shall have the meaning set forth in the Plan, a copy of which is available free of charge at: <https://www.veritaglobal.net/OneCore>.
2. The Court may confirm the Plan and thereby bind you. Please review the Disclosure Statement for more information. A copy of the Disclosure Statement is available, free of charge, at: <https://www.veritaglobal.net/OneCore>.
3. **To ensure that your Ballot is counted, you must:** (a) complete this Ballot; (b) clearly indicate your decision either to accept or reject the Plan by checking one of the boxes in Item 2 of this Ballot; and (c) sign and return this Ballot to the address printed on the enclosed pre-addressed envelope so that it is **actually received** by the Debtor's claims and noticing agent on or before the Voting Deadline, which is _____, **2025 at __:__ p.m. (prevailing Central Time)**. **If you wish to opt-out of the voluntary releases in Article 10.6 of the Plan, you must** (a) clearly indicate your decision to do so by checking the box in Item 3 of this Ballot; and (b) sign and return this Ballot as noted above on or before the Voting Deadline.
4. If a Ballot is received after the Voting Deadline and if the Voting Deadline is not extended, it will **NOT** be counted. Additionally, the following Ballots will **NOT** be counted:
 - any Ballot that partially rejects and partially accepts the Plan;
 - Ballots sent to the Debtor, the Debtor's financial or legal advisors or agents (other than the Debtor's claims and noticing agent);
 - Ballots sent by facsimile, email, or any other electronic means;
 - any Ballot that is illegible or contains insufficient information to identify the Holder of the Claim;
 - any Ballot cast by an entity that does not hold a Claim in a Class entitled to vote on the Plan;
 - any unsigned Ballot and/or
 - any Ballot not marked to accept or reject the Plan or any Ballot marked both to accept and reject the Plan.
5. The method of delivery of Ballots to the Debtor's claims and noticing agent is at the election and risk of each Holder of a Claim. Except as otherwise provided herein, such delivery will be deemed made only when the Debtor's claims and noticing agent **actually receives** the original executed Ballot.
6. If multiple Ballots are received from the same Holder of a Claim with respect to the same Claim prior to the Voting Deadline, the last Ballot timely received will supersede and revoke any earlier received Ballots.

7. After the Voting Deadline, no Ballot may be withdrawn or modified without the prior consent of the Debtor.
8. You must vote the entirety of any Claim either to accept or reject the Plan and may not split your vote for any such Claim.
9. This Ballot is not a letter of transmittal and may not be used for any purpose other than to vote to accept or reject the Plan. Accordingly, at this time, Holders of Claims should not surrender certificates or instruments representing or evidencing their Claims, and neither the Debtor nor the Debtor's claims and noticing agent will accept delivery of any such certificates or instruments surrendered together with a Ballot.
10. This Ballot does not constitute, and shall not be deemed to be (a) a proof of claim or (b) an assertion or admission with respect to a Claim.
11. Please be sure to sign and date your Ballot. If you are signing in your capacity as a trustee, executor, administrator, guardian, attorney-in-fact, officer of a corporation or otherwise acting in a fiduciary or representative capacity, you must indicate such capacity when signing and, if required or requested by the Debtor's claims and noticing agent, the Debtor or the Court, must submit proper evidence to the requesting party to so act on behalf of such Holder. In addition, please provide your name and mailing address if it is different from that set forth on the attached mailing label or if no such mailing label is attached to this Ballot.
12. If you hold Claims in more than one Class under the Plan, you may receive more than one Ballot coded for each different Class. Each Ballot votes only your Claim(s) indicated on that Ballot, so please complete and return each Ballot you receive.

IMPORTANT NOTE: You will need the following information to retrieve and submit your customized electronic Ballot:

Unique eBallot ID#: _____

PIN#: _____

Each eBallot ID# is to be used solely for voting only those Claims described in Item 1 of your electronic Ballot.

The Claims and Noticing Agent's online portal is the sole manner in which Ballots will be accepted via electronic or online transmission. Ballots submitted by facsimile, email or other means of electronic transmission will not be counted.

Each eBallot ID# is to be used solely for voting only those Claims described in Item 1 of your electronic Ballot.

Creditors who cast a Ballot using the Claims and Noticing Agent's online portal should NOT also submit a hardcopy Ballot.

PLEASE RETURN YOUR BALLOT PROMPTLY.

IF YOU HAVE ANY QUESTIONS REGARDING THIS BALLOT, THESE VOTING INSTRUCTIONS OR THE PROCEDURES FOR VOTING, PLEASE CALL THE DEBTOR'S CLAIMS AND NOTICING AGENT AT:

+1 (866) 967-1781 (Toll-Free) or +1 (310) 751-2681 (International). You can also submit an inquiry at <https://www.veritaglobal.net/OneCore/Inquiry>.

IF THE DEBTOR'S CLAIMS AND NOTICING AGENT DOES NOT ACTUALLY RECEIVE THIS BALLOT ON OR BEFORE _____, 2025 AT __:00 P.M. (PREVAILING CENTRAL TIME), YOUR BALLOT WILL NOT BE COUNTED.