

Order prepared and submitted by:
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Attorneys for the Debtors

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF UTAH, CENTRAL DIVISION**

In re: PolarityTE, Inc., a Delaware corporation Debtor	Case No. 23-bk-22358-KRA Case No. 23-bk-22360-KRA Case No. 23-bk-22361-KRA
In re: PolarityTE, MD Inc., a Nevada corporation Debtor	Chapter 11 Judge Kevin R. Anderson
In re: PolarityTE, Inc., a Nevada corporation Debtor	THIS DOCUMENT RELATES TO ALL DEBTORS¹

¹ The Debtors in these jointly administered chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are PolarityTE, Inc. (9524); PolarityTE MD, Inc. (1555); and PolarityTE, Inc. (6882). The location of the Debtors' service address is 1960 S. 4250 W., Salt Lake City, UT 84104.



**ORDER GRANTING DEBTORS' APPLICATION TO EMPLOY
PARSONS BEHLE & LATIMER AS ATTORNEYS FOR THE
DEBTORS**

Upon the Application (the “**Application**”)² filed by the above-captioned debtors and debtors in possession (the “**Debtors**”) seeking entry of an order authorizing the Debtors to retain and employ Parsons Behle & Latimer (“**Parsons Behle**” or the “**Firm**”) as its attorneys to provide the services described in the Application; and the Court, having reviewed the Application and having heard the statements of counsel in support of the relief requested in the Application at the hearing before the Court (the “**Hearing**”), and upon the Court’s consideration of the *Declaration of Brian M. Rothschild in Support of the Application* and the *Declaration of Richard Hague in Support of the First Day Motions*, and upon the record of the proceedings before this Court, and the Court finding that it has jurisdiction over this matter under 28 U.S.C. §§ 157 and 1334, that this is a core matter under 28 U.S.C. § 157(b)(2), that notice of the Application and the Hearing were sufficient under the circumstances and that no further notice need be given for the relief sought herein; and the Court having found and determined that the relief sought in the Application is in the best interests of the Debtors, their estates and creditors, and all parties in interest; and it appearing that attorneys and other professionals at Parsons Behle who will perform services on behalf of the Debtors in these Chapter 11 Cases are duly qualified to practice before this Court; and the Court finding, based on the advisements made in the Application and the Rothschild Declaration that Parsons Behle does not represent any interest materially adverse to the Debtors or the Debtors’ estate with respect to the matters upon which it

² Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Application.

is to be engaged, that it is a “disinterested person,” as that term is defined in section 101(14) of the Bankruptcy Code as modified by section 1107(b) of the Bankruptcy Code, that its employment is necessary and in the best interests of the Debtors’ estates, and sufficient cause appearing,

THEREFORE, IT IS HEREBY ORDERED THAT:

1. The Application to employ Parsons Behle in these Chapter 11 Cases on behalf of the Debtors is APPROVED under section 327(a) of the Bankruptcy Code.

2. The terms of the Engagement Agreement, attached as Exhibit B to the Application, are approved in their entirety.

3. Parsons Behle may continue to hold the retainer that it holds in trust but will not apply the retainer without subsequent order of the Court.

4. Parsons Behle shall apply for compensation and reimbursement of costs pursuant to sections 330 and 331 of the Bankruptcy Code for services rendered and costs incurred on behalf of the Debtor.

5. The Debtors are authorized and empowered to take all actions necessary to implement the relief granted in this Order.

6. The Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

7. The entry of this Order is without prejudice to the Debtors or Parsons Behle to request additional or different relief if warranted.

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[END OF DOCUMENT]

DESIGNATION OF PARTIES TO RECEIVE NOTICE

Service of the foregoing **ORDER GRANTING DEBTORS' APPLICATION TO EMPLOY PARSONS BEHLE & LATIMER AS ATTORNEYS FOR THE DEBTORS** shall be served to the parties and in the manner designated below:

By Electronic Service: I certify that the parties of record in this case as identified below, are registered CM/ECF users.

- J. Thomas Beckett tbeckett@parsonsbehle.com, ecf@parsonsbehle.com;brothschild@parsonsbehle.com
- Gary M. Freedman gary.freedman@nelsonmullins.com, sarah.castillo@nelsonmullins.com;francis.santelices@nelsonmullins.com
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The following parties in interest are not registered ECF users and must be notified manually:

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New York, NY 10022

Dated this 27th day of June, 2023.

/s/ Brian M. Rothschild

Brian M. Rothschild