

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

In re:

REVA MEDICAL, INC.,

Debtor.¹

Chapter 11

Case No. 20-10072 (JTD)

Re: **D.I. 8**

**INTERIM ORDER (I) AUTHORIZING THE DEBTOR TO PAY CERTAIN
PREPETITION WAGES AND COMPENSATION AND MAINTAIN AND CONTINUE
EMPLOYEE BENEFIT PROGRAMS AND (II) AUTHORIZING AND DIRECTING
BANKS TO HONOR AND PROCESS CHECKS AND TRANSFERS RELATED TO
SUCH EMPLOYEE OBLIGATIONS**

This matter coming before the court upon the *Motion of the Debtor for the Entry of Interim and Final Orders (I) Authorizing the Debtor to Pay Certain Prepetition Wages and Compensation and Maintain and Continue Employee Benefit Programs and (II) Authorizing Banks to Honor and Process Checks and Transfers Related to Such Employee Obligations* (the “Motion”)² filed by the above-captioned debtor (the “Debtor”) for entry an interim order (this “Interim Order”), (i) authorizing the Debtor to: (a) pay prepetition wages and other compensation, taxes and withholdings and (b) maintain and continue Employee Benefit Programs, and (ii) authorizing and directing the Banks to honor and process checks and transfers related to such employee obligations; all as further described in the Motion; and upon consideration of the First Day Declaration and the record of this chapter 11 case; and this Court having found that (i) this Court has jurisdiction over the Debtor, its estate, property of its estate and to consider the Motion and the relief requested therein under 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of*

¹ The last four digits of the Debtor’s tax identification number are (0505). The Debtor’s mailing address is 5751 Copley Drive, Suite B, San Diego, CA 92111.

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

Reference from the United States District Court for the District of Delaware, dated February 29, 2012, (ii) this Court may enter a final order consistent with Article III of the United States Constitution, (iii) this is a core proceeding under 28 U.S.C § 157(b)(2)(A), (iv) venue of this Motion in this district is proper under 28 U.S.C. §§ 1408 and 1409, and (v) no further or other notice of the Motion is required under the circumstances; and this Court having reviewed the Motion and having heard the statements in support of the relief requested in the Motion at a hearing before this Court; and having determined that the legal and factual bases set forth in the Motion and the First Day Declaration establish just cause for the relief granted in this Interim Order; and this Court having found and determined that the relief sought in the Motion is in the best interests of the Debtor's estate, its creditors and other parties in interest; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED, on an interim basis, as set forth in this Interim Order.
2. The Debtor is authorized, but not directed, to pay and/or honor (including to any third parties that provide or aid in the monitoring, processing or administration of the Prepetition Workforce Obligations, including Paychex), in their sole discretion, the Prepetition Workforce Obligations, subject to an aggregate maximum during the interim period of \$100,750 as reflected below, including any processing costs related to the foregoing that have accrued and remain unpaid (including those amounts that remain unpaid as a result of dishonoring of checks due to the filing of this chapter 11 case) as of the Petition Date to or for the benefit of its Employees, subject to the limitations set forth in sections 507(a)(4) and 507(a)(5) of the Bankruptcy Code and entry of a final order.

Prepetition Workforce Obligations	Amount
Unpaid Compensation (including Withholding Taxes and Obligations)	\$100,000
Employee Benefit Programs	\$750
Total	\$100,750

3. The Debtor is authorized, but not directed, in its sole discretion, to honor and continue the Employee Benefit Programs, *provided, however*, that such relief shall not constitute or be deemed an assumption or an authorization to assume any of such Employee Benefit Programs under section 365(a) of the Bankruptcy Code.

4. The Debtor's Banks are hereby authorized, when requested by the Debtor, to receive, process, honor, and pay any and all checks and transfer requests evidencing amounts paid by the Debtor pursuant to this Interim Order, whether presented prior to or after the Petition Date, provided that sufficient funds are available in the applicable amounts to make such payments.

5. All Withholding Taxes and Obligations are hereby authorized to be paid by the Debtor, through Paychex where necessary, in the ordinary course of the Debtor's business.

6. Nothing contained in the Motion or this Interim Order, nor any payment made pursuant to the authority granted by this Interim Order, is intended to be or shall be construed as (a) an admission as to the validity, extent, perfection, priority, allowability, or enforceability of any claim or any security interest which purportedly secures such claim, (b) a waiver of the Debtor's or any appropriate party in interest's rights to dispute the amount of, basis for, or validity of any claim against the Debtor, (c) a promise to pay any claim, (d) a waiver of any claims or causes of action which may exist against any creditor or interest holder, (e) an assumption or rejection of any executory contract or unexpired lease pursuant to section 365 of the Bankruptcy Code, and nothing herein otherwise affects the Debtor's rights under section 365 of the Bankruptcy Code.

Code to assume or reject any executory contract or unexpired lease with any party subject to this Interim Order, (f) granting third-party beneficiary status or bestowing any additional rights on any third party; or (g) being otherwise enforceable by any third party. Without limiting the generality of the foregoing, nothing in the Motion or this Interim Order nor any payment of any Employee pursuant to this Interim Order shall be construed as impairing the Debtor's right to contest the validity, priority, or amount of any Employee's claim allegedly due or owing to any such Employee, and all of the Debtor's rights with respect thereto are hereby reserved.

7. Payments made pursuant to this Interim Order are not intended and should not be construed as an admission as to the validity of any claim or a waiver of the Debtor's rights to dispute such claim subsequently. The Debtor retains the sole discretion whether to pay any claim that the Court authorizes under this Interim Order.

8. Notwithstanding the relief granted in this Interim Order, any payment made by the Debtor pursuant to the authority granted herein shall be subject to and in compliance with any orders entered by the Court authorizing the Debtor's use of cash collateral and any budget in connection therewith.

9. Notwithstanding any other provision of this Interim Order, no payments to any individual Employee shall exceed the amounts set forth in 11 U.S.C. §§ 507(a)(4) and 507(a)(5).

10. All payments authorized by this Interim Order may be made solely to the extent in compliance with the Budget (as defined in the interim or final order approving the Debtor's use of cash collateral (the "Cash Collateral Order")) then in effect. To the extent there is any inconsistency between the terms of this Interim Order and the Cash Collateral Order, the Cash Collateral Order shall control.

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

12. The Court finds and determines that the requirements of Bankruptcy Rule 6003(b) are satisfied and that the relief is necessary to avoid immediate and irreparable harm.

13. The notice requirement set forth in Bankruptcy Rule 6004(a) is satisfied.

14. This Interim Order is immediately effective and enforceable notwithstanding the provisions of Bankruptcy Rule 6004(h) or otherwise.

15. This Court retains jurisdiction with respect to all matters arising from or related to the enforcement of this Interim Order.

16. The deadline by which objections to entry of a final order on the Motion must be filed is Jan. 29, 2020 at 4:00 p.m. (Eastern Time) (the "Objection Deadline"). The Final Hearing, if required, will be held on Feb. 18, 2020 at 1:00 p.m. (Eastern Time)

Dated: January 15th, 2020
Wilmington, Delaware


JOHN T. DORSEY
UNITED STATES BANKRUPTCY JUDGE