CLERK, U.S. BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS

ENTERED

THE DATE OF ENTRY IS ON
THE COURT'S DOCKET

The following constitutes the ruling of the court and has the force and effect therein described.

Signed November 13, 2025

United States Bankruptcy Judge

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

In re:	Chapter 11
OMNICARE, LLC, *et al.*,[1]	Case No. 25-80486 (SGJ)
Debtors.	(Jointly Administered)

STIPULATION AND AGREED ORDER
REGARDING THE AUTOMATIC STAY

[1] The last four digits of Omnicare, LLC's federal tax identification number are 1351. There are 111 Debtors in these chapter 11 cases, which are being jointly administered for procedural purposes only. A complete list of the Debtors and the last four digits of their federal tax identification numbers may be obtained on the website of the Debtors' claims and noticing agent at https://cases.stretto.com/Omnicare. The location of Omnicare, LLC's corporate headquarters and the Debtors' service address is One CVS Drive, Mail Code 1160, Woonsocket, RI 02895.

Omnicare, LLC ("**Omnicare**"), together with its affiliates that are debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the "**Debtors**"), and the United States of America (the "**Government,**" and together with the Debtors, the "**Parties**") hereby agree and stipulate as follows:

RECITALS

A. On August 18, 2025, following a four-week jury trial, the United States District Court for the Southern District of New York (the "**SDNY District Court**") entered a judgment (the "**Judgment**") in the amount of $948,778,444.10 in favor of the Government and against Omnicare, consisting of $135,592,814.70 in damages which were trebled under the False Claims Act (a total of $406,778,444.10), plus $542,000,000 in statutory penalties, $164,800,000 of which the SDNY District Court found CVS Health Corp. to be jointly and severally liable with Omnicare. *See United States of America et al. ex rel. Uri Bassan v. Omnicare, Inc. et al.*, No. 15-cv-4179 (CM) (S.D.N.Y. Aug. 18, 2025) [Docket No. 831] ("**FCA Action**").

B. On September 15, 2025, Omnicare and CVS Health Corp. appealed the Judgment to the United States Court of Appeals for the Second Circuit (the "**Second Circuit**") [FCA Action Docket Nos. 841, 842]. Omnicare's appeal is captioned *United States of America ex rel. Uri Bassan v. Omnicare, Inc.*, No. 25-2259 (2d Cir.) (the "**Appeal**").

C. On September 22, 2025, the Debtors commenced these cases (the "**Chapter 11 Cases**") by each filing a voluntary petition for relief under chapter 11 of the Bankruptcy Code.

D. The filing of the Chapter 11 Cases operates as an automatic stay of the commencement or continuation of any proceeding against the Debtors, or any act to collect or recover a claim, that arose before the commencement of the bankruptcy cases. *See* 11 U.S.C. § 362(a). Nonetheless, except for the enforcement of monetary judgments, actions to enforce the

Government's police and regulatory powers are excepted from the automatic stay. *Id.* at § 362(b)(4).

E. On September 29, 2025, Omnicare advised the Second Circuit of the commencement of the Chapter 11 Cases.

F. On October 7, 2025, the Second Circuit issued an order staying the appeal as to Omnicare. [Appeal Docket No. 21].

G. The Parties have met and conferred and disagree as to the applicability of section 362(b)(4) of the Bankruptcy Code to the Appeal but otherwise agree that, to the extent the automatic stay applies, the stay should be modified for the sole purpose of allowing the Appeal to proceed.

NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED BY THE PARTIES, AND UPON APPROVAL BY THE COURT OF THIS STIPULATION AND AGREED ORDER, IT IS ORDERED AS FOLLOWS:

1. The foregoing recitals are hereby incorporated by reference into this Order with the same force and effect as if fully set forth hereinafter.

2. To the extent it applies to the Appeal, the automatic stay is modified for the exclusive purpose of permitting the Appeal to proceed.

3. By agreeing to entry of this Order, Omnicare is not waiving and will not be deemed to have waived any right to assert the automatic stay applies (except to the extent it agrees that the Appeal may proceed), and the Government is not waiving and will not be deemed to have waived any right to assert that the automatic stay does not apply or to seek to lift or modify the automatic stay to allow further prosecution of the FCA Action or the Appeal or for any other reason.

4. Nothing in this Order waives any available claims or defenses, including at law, equity, or otherwise with respect to the FCA Action or the Appeal.

5. The Debtors are authorized to take all actions necessary or appropriate to carry out this Order.

6. The provisions of this Order shall be binding on the Parties and their successors, heirs, and assigns and shall inure to the benefit of the Parties and their successors and assigns. The Parties agree that each of them has had a full opportunity to participate in the drafting of this stipulation and agreed order and, accordingly, any claimed ambiguity shall be construed neither for nor against any of the Parties.

7. Each person who executed this stipulation on behalf of a Party hereto represents that he or she is duly authorized to execute this stipulation and agrees to the terms set forth herein.

8. Any rule that might otherwise delay the effectiveness of this Order including, without limitation, the 14-day stay provided under Bankruptcy Rule 4001(a)(4), is hereby waived and shall not apply such that this Order shall be effective and enforceable immediately upon its entry.

9. Notice of the Motion as provided therein shall be deemed good and sufficient notice of such Motion and the requirements of Bankruptcy Rule 4001(a)(1)(A) and the Bankruptcy Local Rules are satisfied by such notice.

10. This Court retains exclusive jurisdiction with respect to only the implementation of this Order, and the Parties hereby consent to such jurisdiction to resolve any disputes or controversies with respect to this Order only.

END OF ORDER # #

AGREED:

/s/ Mary Schmergel

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