

**UNITED STATES BANKRUPTCY COURT  
EASTERN DISTRICT OF MICHIGAN  
SOUTHERN DIVISION**

In Re:

OAKLAND PHYSICIANS MEDICAL  
CENTER, L.L.C. d/b/a DOCTORS'  
HOSPITAL OF MICHIGAN, a Michigan  
Limited Liability Company,

Case No. 15-51011-ws  
Chapter 11

Debtor.

Hon. Walter Shapero

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**NOTICE OF CONFIRMATION HEARING**

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**TO: ALL HOLDERS OF CLAIMS IN THE ABOVE-CAPTIONED CHAPTER 11 CASE**

**PLEASE TAKE NOTICE OF THE FOLLOWING:**

**1. Preliminary Approval of the Sant Disclosure Statement.** On November 17, 2015, Sant Partners, LLC (“**Sant**”), a plan proponent and a creditor and party-in-interest in the above-captioned chapter 11 case of Oakland Physicians Medical Center, L.L.C. d/b/a Doctors’ Hospital of Michigan (the “**Debtor**”) filed its Second Amended Combined Disclosure Statement and Plan of Reorganization of Oakland Physicians Medical Center Proposed by Sant Partners, LLC [DE 268] (as may be amended from time to time, the “**Sant Plan**” and the “**Sant Disclosure Statement**”).<sup>1</sup> The Bankruptcy Court for the Eastern District of Michigan (the “**Bankruptcy Court**”) has preliminarily approved the Sant Disclosure Statement as containing adequate information pursuant to section 1125 of the Bankruptcy Code, by entry of an order on November 18, 2015, subject to final approval.

**2. Preliminary Approval of the Save the Hospital Disclosure Statement.** On November 17, 2015, Save the Hospital Group (“**Save the Hospital**”), a plan proponent and a creditor and party-in-interest in the Debtor’s chapter 11 case filed its Second Amended Combined Plan of Reorganization and Disclosure Statement [DE 266] (as may be amended from time to time, the “**Save the Hospital Plan**” and the “**Save the Hospital Disclosure Statement**”). The Bankruptcy Court has preliminarily approved the Save the Hospital Disclosure Statement as containing adequate information pursuant to section 1125 of the Bankruptcy Code, by entry of an order on November 18, 2015, subject to final approval.

**3. Preliminary Approval of the Allied Global Consulting Disclosure Statement.** On November 17, 2015, Allied Global Consulting (“**Allied**”), a plan proponent and a creditor and party-in-interest in the Debtor’s chapter 11 case filed its First Amended Combined

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<sup>1</sup> Capitalized terms used but not otherwise defined herein shall have the meanings set forth in the Sant Plan.

Disclosure Statement and Plan of Reorganization of Oakland Physicians Medical Center L.L.C. Proposed by Allied Global Consulting [DE 272] (as may be amended from time to time, the “**Allied Plan**” and the “**Allied Disclosure Statement**,” and, collectively, with the Sant Plan, Save the Hospital Plan, Sant Disclosure Statement, and Save the Hospital Disclosure Statement the “**Plans**” and the “**Disclosure Statements**”). The Bankruptcy Court has preliminarily approved the Allied Disclosure Statement as containing adequate information pursuant to section 1125 of the Bankruptcy Code, by entry of an order on November 18, 2015, subject to final approval.

**4. Voting Deadline.** The deadline for voting on the Plans is **4:30 p.m., prevailing Eastern Time, on December 11, 2015** (the “**Voting Deadline**”). If you received a Solicitation Package, including a Ballot, and intend to vote on the Plans, in order for your vote to be counted you must: (a) follow the instructions carefully and (b) complete all the required information on the Ballot so that it is **actually received** by UpShot Services, LLC (the “**Voting Agent**”) according to and as set for in detail in the voting instructions on or before the Voting Deadline. A failure to follow such instructions may disqualify your vote.

**5. The Confirmation Hearing Date.** The hearing (“**Confirmation Hearing**”) on the final approval of the Disclosure Statements will be consolidated with the hearing on the confirmation of the Plans, which hearing has been set for **December 17, 2015 at 11:30 a.m. (Eastern Time)** at the U.S. Bankruptcy Court for the Eastern District of Michigan located at Courtroom 1042, 231 West Lafayette Street, Detroit, MI 48226. The Confirmation Hearing may be adjourned from time to time without further notice except for an announcement of the adjourned date made at the hearing.

**6. Confirmation Objection Deadline.** The deadline for filing objections to confirmation of any of the Plans is **December 11, 2015 at 4:30 p.m. (Eastern Time)** (the “**Confirmation Objection Deadline**”).

**7. Objections to the Plans.** All objections, if any, to a Plan must: (a) be in writing; (b) conform to the Bankruptcy Rules, the Local Bankruptcy Rules, and any orders of the Bankruptcy Court; (c) state the name and address of the objecting party; (d) state with particularity the basis and nature of any objection to the Plan and may propose language to remedy such objection; and (e) be filed with the Bankruptcy Court and served so that it is **actually received** on or prior to the Confirmation Objection Deadline by the following parties:

- a. To Sant Partners, LLC: Honigman Miller Schwartz and Cohn LLP, 2290 First National Building, 660 Woodward Avenue, Detroit, MI 48226; Attn: E. Todd Sable and Glenn Walter;
- b. To Save the Hospital Group: Sheldon S. Toll, PLLC, 29580 Northwestern Hwy., Suite 100, Southfield, MI 48034; Attn: Sheldon S. Toll;
- c. To Allied: Kenneth R. Beams, PLLC, 2145 Crooks, Suite 220, Troy, MI 48226; Attn: Kenneth R. Beams;
- d. To the Chapter 11 Trustee: Simon, Stella & Zingas, P.C., 645 Griswold, Suite 3466, Detroit, MI 48226; Attn: Stephen P. Stella;

- e. To the Creditors' Committee: Simon PLC, 363 W. Big Beaver Rd., Suite 250, Troy, MI 48084; Attn: Craig T. Mierzwa and Gary Hansz; and
- f. The Office of the United States Trustee, 211 W. Fort Street, Suite 700, Detroit, MI 48226; Attn: Leslie K. Berg.

**8. Differences in the Plans.** The Competing Plans propose different equity investments to acquire ownership in the reorganized Debtor. You are encouraged to read the Disclosure Statements in their entirety to make an assessment of the feasibility of the proposed Plans. The below summarizes the treatment of claims and interests under the competing Plans:

<b>Class of Claims</b>	<b>Sant Plan</b>	<b>Save the Hospital Plan</b>	<b>Allied Global Consulting Plan</b>
Class 1 - Non-Tax Priority Claims	Cash equal to the unpaid portion of such Allowed Non-Tax Priority Claim.	Cash equal to the unpaid portion of such Allowed Non-Tax Priority Claim.	Cash equal to the unpaid portion of such Allowed Non-Tax Priority Claim.
Class 2 - Other Secured Claims	Such Claims will either: (i) be Reinstated; (ii) be paid in Cash, in full; (iii) be satisfied by the surrender to the Holder of the Claim of the collateral securing the applicable Other Secured Claim; or (iv) be satisfied in accordance with such other terms and conditions as may be agreed upon by the Reorganized Debtor and the Holder of such Allowed Secured Claim.	Such Claims will either: (i) be Reinstated; (ii) be paid in Cash, in full; (iii) be satisfied by the surrender to the Holder of the Claim of the collateral securing the applicable Other Secured Claim; or (iv) be satisfied in accordance with such other terms and conditions as may be agreed upon by the Reorganized Debtor and the Holder of such Allowed Secured Claim.	Such Claims will either: (i) be Reinstated; (ii) be paid in Cash, in full; (iii) be satisfied by the surrender to the Holder of the Claim of the collateral securing the applicable Other Secured Claim; or (iv) be satisfied in accordance with such other terms and conditions as may be agreed upon by the Reorganized Debtor and the Holder of such Allowed Secured Claim.
Class 3 - Crittenton Secured Claims	The right to receive a new note in the original principal amount of \$500,000. In addition, the Reorganized Debtor will assume, as amended, the graduate medical affiliation agreement between the Debtor and Crittenton and enter into a new affiliation agreement for the 2016-2018 academic years.	The Crittenton Secured Claim shall be Reinstated, and paid in full in equal monthly installments over ten (10) years with interest at three percent (3%) per annum; provided that it is a condition precedent to the Effective Date that the Proponent/Debtor and Crittenton have agreed, in form and substance agreeable to Proponent, whether that certain Graduate Medical Education Affiliation Agreement between Crittenton and the Debtor dated April 14, 2011 will be assumed and whether any new Medicare graduate medical education affiliation agreements will be proposed.	A payment of \$1 million on the Effective Date. In addition, the Reorganized Debtor will assume, as amended, the graduate medical affiliation agreement between the Debtor and Crittenton, with no cure amount payable and a waiver by Crittenton of any pre-Effective Date defaults, and enter into a new affiliation agreement for the 2016-2018 academic years
Class 4 - CMS Overpayment Claims	Reinstated and the participation agreements between the Debtor and CMS will be deemed assumed.	Reinstated and the participation agreements between the Debtor and CMS will be deemed assumed.	Reinstated and the participation agreements between the Debtor and CMS will be deemed assumed.

<b>Class of Claims</b>	<b>Sant Plan</b>	<b>Save the Hospital Plan</b>	<b>Allied Global Consulting Plan</b>
Class 5 - Michigan Overpayment Claims	Reinstated and the participation agreements between the Debtor and Michigan will be assumed.	Reinstated and the participation agreements between the Debtor and Michigan will be assumed.	Reinstated and the participation agreements between the Debtor and Michigan will be assumed.
Class 6 - WRC Secured Claims	Sixty (60) equal monthly payments of \$13,237.76 over a five year period commencing on the first day of the month following the Effective Date with no interest accruing for the period after the Petition Date.	Sixty (60) equal monthly payments of \$13,237.76 over a five year period commencing on the first day of the month following the Effective Date with no interest accruing for the period after the Petition Date.	Sixty (60) equal monthly payments of \$13,237.76 over a five year period commencing on the first day of the month following the Effective Date with no interest accruing for the period after the Petition Date.
Class 7 - General Unsecured Claims	A <i>pro rata</i> share of Trust Beneficial Interests, which includes the right to pursue identified causes of action plus the Trust Guaranteed Cash Payment to the Trust in the amount of up to \$1,600,000 to be paid over a five (5) year period without interest.	A payment of 10% of the amount of the Claim paid over five (5) years without interest. Based upon estimated Class 7 claims of \$13,000,000, this would represent payment to Class 7 of \$1,300,000 over a five (5) year period. The difference between this unsecured claim estimate and the Sant estimate is the treatment by the Save the Hospital Group of the Crittenton Hospital claim as fully secured.	A <i>pro rata</i> share of Trust Beneficial Interests, which includes the right to receive proceeds in a liquidating trust that will be funded with \$150,000 in cash and have the ability to pursue certain identified causes of action.
Class 8 - Old Equity Interests	Cancelled	Cancelled	Cancelled

**9. Obtaining Solicitation Materials.** If you received Solicitation Package materials in CD-ROM format and desire paper copies, or if you need to obtain additional Solicitation Packages, you may: (a) contact the Voting Agent at: Oakland Physicians Medical Center, L.L.C. Ballot Processing, c/o UpShot Services LLC, 7808 Cherry Creek South Drive, Suite 112, Denver, CO 80213 or via telephone at (855) 812-6112; or (b) download such documents (for a fee) by visiting the Bankruptcy Court's website at <http://www.mieb.uscourts.gov>.

**10. Filing the Plan Supplements.** Each Plan proponent will file a notice to be received by all parties requesting ECF notifications of filings in this chapter 11 case that will: (i) inform parties that the Plan proponent filed the respective Plan Supplement; and (ii) list the information contained in the Plan Supplement. Parties may obtain copies of the respective Plan Supplements by contacting counsel for the applicable Plan proponent at the addresses below.

**BINDING NATURE OF THE PLANS**

THE CONFIRMED PLAN SHALL BIND ALL HOLDERS OF CLAIMS AND EQUITY 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 SUCH PLAN, HAS FILED A PROOF OF CLAIM IN

THE DEBTOR'S BANKRUPTCY CASE, OR FAILED TO VOTE TO ACCEPT OR REJECT  
THE CONFIRMED PLAN, OR VOTED TO REJECT THE CONFIRMED PLAN.

Date: November 18, 2015

HONIGMAN MILLER SCHWARTZ AND COHN LLP

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