IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re: VALVES AND CONTROLS US, INC.,[1] Debtor.	Chapter 11 Case No. 25-11403 (TMH) **Re: Docket No. 118**

ORDER AUTHORIZING THE EMPLOYMENT AND RETENTION OF CAPLIN & DRYSDALE, CHARTERED AS CO-COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF VALVES AND CONTROLS US, INC., EFFECTIVE *NUNC PRO TUNC* TO AUGUST 19, 2025

Upon consideration of the *Application for Order Authorizing the Employment and Retention of Caplin & Drysdale, Chartered as Co-Counsel for the Official Committee of Unsecured Creditors of Valves and Controls US, Inc., Effective* Nunc Pro Tunc *to August 19, 2025* ("**Application**"),[2] pursuant to sections 328 and 1103 of title 11 of the United States Code ("**Bankruptcy Code**"), Rule 2014 of the Federal Rules of Bankruptcy Procedure ("**Bankruptcy Rules**"), and Local Rule 2014-1 of the Local Rules of the United States Bankruptcy Court for the District of Delaware ("**Local Rules**"), authorizing and approving the employment of Caplin & Drysdale, Chartered ("**Caplin & Drysdale**") as counsel to the Official Committee of Unsecured Creditors ("**Committee**") appointed in the above-captioned bankruptcy cases ("**Cases**") effective as of August 19, 2025; and the declarations of Kevin C. Maclay, Barbara Demario, and Alfonso Pagano in support of the Application annexed thereto; and the Court having jurisdiction to consider the Application and the relief requested therein being a core proceeding pursuant to 28 U.S.C.

[1] The last four digits of the Debtor's federal tax identification number are 3959. The Debtor's mailing address is 777 Main Street, Suite 2050, Fort Worth, TX 76102.

[2] Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Application.

§ 157(b); and it appearing that the relief requested in the Application is in the best interests of the Debtor's estate, its creditors and other parties-in-interest; and the Committee having provided adequate and appropriate notice of the Application under the circumstances; and after due deliberation and good and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Application is GRANTED as set forth herein.

2. Objections, if any, to the relief requested in the Application that have not been withdrawn or resolved by this Order are overruled in all respects.

3. The Committee is authorized to employ and retain Caplin & Drysdale as its co-counsel on the terms set forth in the Application, pursuant to §§ 105(a), 328, and 1103 of the Bankruptcy Code, effective *nunc pro tunc* as of August 19, 2025.

4. Caplin & Drysdale shall apply for compensation in accordance with the procedures set forth in §§ 330 and 331 of the Bankruptcy Code, the applicable Federal Rules of Bankruptcy Procedure, Local Rules for the United States Bankruptcy Court District of Delaware, the orders of this Court, and such other procedures as may be fixed by order of this Court.

5. Caplin & Drysdale shall provide ten (10) business days' notice to the Debtor and the U.S. Trustee in connection with any increase of the hourly rates listed in the Application. The U.S. Trustee and the Debtor retain all rights to object to any rate increase on all grounds, including, but not limited to, the reasonableness standard provided in § 330 of the Bankruptcy Code, and the Court retains the right to review any rate increase pursuant to § 330 of the Bankruptcy Code.

6. Notwithstanding anything in the Application to the contrary, Caplin & Drysdale shall (i) to the extent that it uses the services of independent contractors, subcontractors, or employees of foreign affiliates or subsidiaries (collectively, the "**Contractors**") in these cases, pass-through the cost of such Contractors at the same rate that Caplin & Drysdale pays the

Contractors; (ii) seek reimbursement for actual costs only; (iii) ensure that the Contractors are subject to the same conflicts checks as required for Caplin & Drysdale; and (iv) file with this Court such disclosures required by Rule 2014 of the Federal Rules of Bankruptcy Procedure.

7. Caplin & Drysdale shall use its best efforts to avoid any unnecessary duplication of services provided by any of the Committee's other retained professionals in this Case.

8. The Committee and Caplin & Drysdale are authorized to take all actions they deem necessary and appropriate to effectuate the relief granted pursuant to this Order in accordance with the Application.

9. This Order shall be immediately effective and enforceable upon its entry.

10. The Court shall retain jurisdiction to hear and determine all matters arising from or relating to the implementation of this Order.

Thomas M. Horan

Dated: October 15th, 2025
Wilmington, Delaware

THOMAS M. HORAN
UNITED STATES BANKRUPTCY JUDGE