

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re

Achaogen, Inc.

Debtor.¹

Chapter 11

Case No. 19-10844 (BLS)

Re: D.I. 579

CERTIFICATION OF COUNSEL REGARDING MOTION TO FILE UNDER SEAL PORTIONS OF EXHIBIT B TO THE DEBTOR'S MOTION FOR ENTRY OF AN ORDER PURSUANT TO SECTION 105(a) OF THE BANKRUPTCY CODE AND BANKRUPTCY RULE 9019 APPROVING THE SETTLEMENT AGREEMENT BETWEEN THE DEBTOR AND QILU ANTIBIOTICS PHARMACEUTICAL CO.

The undersigned counsel to the above-captioned debtor and debtor in possession (the "Debtor") hereby certifies as follows:

1. On January 21, 2020, the Debtor filed the *Motion to File Under Seal Portions of Exhibit B to the Debtor's Motion for Entry of an Order Pursuant to Section 105(a) of the Bankruptcy Code and Bankruptcy Rule 9019 Approving the Settlement Agreement Between the Debtor and Qilu Antibiotics Pharmaceutical Co.* (D.I. 579) (the "Seal Motion").

2. At the hearing on February 12, 2020, the Court denied the Seal Motion.

3. Consistent with the Court's ruling, a Revised Order is attached hereto as Exhibit A.

WHEREFORE, the Debtor respectfully requests that the Court enter the Revised Order substantially in the form attached hereto as Exhibit A at its earliest convenience.

¹ The last four digits of the Debtor's federal tax identification number are 3693. The Debtor's mailing address for purposes of this Chapter 11 Case is 548 Market Street, # 70987, San Francisco, California 94104-5401.



Dated: February 12, 2020
Wilmington, Delaware

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

/s/ Paige N. Topper

Derek C. Abbott (No. 3376)
Andrew R. Remming (No. 5120)
Matthew O. Talmo (No. 6333)
Paige N. Topper (No. 6470)
1201 North Market Street, 16th Floor
P.O. Box 1347
Wilmington, Delaware 19899-1347
Tel.: (302) 658-9200
Fax: (302) 658-3989
dabbott@mnat.com
aremring@mnat.com
mtalmo@mnat.com
ptopper@mnat.com

- and -

Richard L. Wynne (CA 120349) *admitted pro hac vice*
Erin N. Brady (CA 215038) *admitted pro hac vice*
HOGAN LOVELLS US LLP
1999 Avenue of the Stars, Suite 1400
Los Angeles, California 90067
Telephone: (310) 785-4600
Facsimile: (310) 785-4601
richard.wynne@hoganlovells.com
erin.brady@hoganlovells.com

- and -

Christopher R. Bryant (NY 3934973) *admitted pro hac vice*
John D. Beck (TX 24073898) *admitted pro hac vice*
HOGAN LOVELLS US LLP
390 Madison Avenue
New York, NY 10017
Telephone: (212) 918-3000
Facsimile: (212) 918-3100
chris.bryant@hoganlovells.com
john.beck@hoganlovells.com

Counsel for Debtor and Debtor in Possession

Exhibit A

Proposed Order

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

In re

Achaogen, Inc.,

Debtor.¹

Chapter 11

Case No. 19-10844 (BLS)

Re: D.I. 579

**ORDER DENYING MOTION TO FILE UNDER SEAL PORTIONS
OF EXHIBIT B TO THE DEBTOR’S MOTION FOR ENTRY OF AN
ORDER PURSUANT TO SECTION 105(a) OF THE BANKRUPTCY CODE AND
BANKRUPTCY RULE 9019 APPROVING THE SETTLEMENT AGREEMENT
BETWEEN THE DEBTOR AND QILU ANTIBIOTICS PHARMACEUTICAL CO.**

Upon the motion (the “Seal Motion”)² of the Debtor for entry of an order (the “Order”), pursuant to section 107(b) of the Bankruptcy Code, Bankruptcy Rule 9018, and Local Rule 9018-1(d), authorizing the Debtor to file under seal portions of the Settlement Agreement; and the Bankruptcy Court having determined that the legal and factual bases set forth in the Seal Motion does not establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Seal Motion is **DENIED**.

Dated: _____, 2020
Wilmington, Delaware

THE HONORABLE BRENDAN L. SHANNON
UNITED STATES BANKRUPTCY JUDGE

¹ The last four digits of the Debtor’s federal tax identification number are 3693. The Debtor’s mailing address for purposes of this Chapter 11 Case is 548 Market Street, #70987, San Francisco, CA 94104.

² Capitalized terms used, but not defined herein, shall have the meanings ascribed to them in the Seal Motion.