

Fill in this information to identify the case:

Debtor 1 Akorn, Inc.

Debtor 2 _____
(Spouse, if filing)

United States Bankruptcy Court for the: District of Delaware

Case number 20-11177 (KBO)

Official Form 410**Proof of Claim**

04/16

Read the instructions before filling out this form. This form is for making a claim for payment in a bankruptcy case. Do not use this form to make a request for payment of an administrative expense. Make such a request according to 11 U.S.C. § 503.

Filers must leave out or redact information that is entitled to privacy on this form or on any attached documents. Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. Do not send original documents; they may be destroyed after scanning. If the documents are not available, explain in an attachment.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Fill in all the information about the claim as of the date the case was filed. That date is on the notice of bankruptcy (Form 309) that you received.

Part 1: Identify the Claim

1. Who is the current creditor?	<u>Douglas Pharmaceuticals America Limited</u> Name of the current creditor (the person or entity to be paid for this claim) Other names the creditor used with the debtor _____	
2. Has this claim been acquired from someone else?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. From whom? _____	
3. Where should notices and payments to the creditor be sent? Federal Rule of Bankruptcy Procedure (FRBP) 2002(g)	Where should notices to the creditor be sent? <u>Douglas Pharmaceuticals America Limited</u> Name <u>2 Te Pai Place, Lincoln, Auckland</u> Number Street <u>New Zealand</u> City State ZIP Code Contact phone <u>+6498350660</u> Contact email <u>kentd@douglas.co.nz</u>	Where should payments to the creditor be sent? (if different) Name _____ Number Street _____ City State ZIP Code _____ Contact phone _____ Contact email _____
RECEIVED JUN 15 2020 JEFFREY ZIMMERMAN CONSULTANTS		
Uniform claim identifier for electronic payments in chapter 13 (if you use one): _____		
4. Does this claim amend one already filed?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Claim number on court claims registry (if known) _____ Filed on ____/____/____	
5. Do you know if anyone else has filed a proof of claim for this claim?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Who made the earlier filing? _____	

☒ Date Stamped Copy Returned
☐ No self addressed stamped envelope
☐ No copy to return
 page 1



Part 2: Give Information About the Claim as of the Date the Case Was Filed

6. Do you have any number you use to identify the debtor? ☐ No
☒ Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor: 0 3 3 1

7. How much is the claim? \$ 7,713,959.46. Does this amount include interest or other charges?
☒ No
☐ Yes. Attach statement itemizing interest, fees, expenses, or other charges required by Bankruptcy Rule 3001(c)(2)(A).

8. What is the basis of the claim? Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, or credit card.
Attach redacted copies of any documents supporting the claim required by Bankruptcy Rule 3001(c).
Limit disclosing information that is entitled to privacy, such as health care information.
Goods sold

9. Is all or part of the claim secured? ☒ No
☐ Yes. The claim is secured by a lien on property.
Nature of property:
☐ Real estate. If the claim is secured by the debtor's principal residence, file a *Mortgage Proof of Claim Attachment* (Official Form 410-A) with this *Proof of Claim*.
☐ Motor vehicle
☐ Other. Describe: _____
Basis for perfection: _____
Attach redacted copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded.)
Value of property: \$ _____
Amount of the claim that is secured: \$ _____
Amount of the claim that is unsecured: \$ _____ (The sum of the secured and unsecured amounts should match the amount in line 7.)

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Amount necessary to cure any default as of the date of the petition: \$ _____**Annual Interest Rate** (when case was filed) _____ %

- ☐
- Fixed
-
- ☐
- Variable

10. Is this claim based on a lease? ☒ No
☐ Yes. Amount necessary to cure any default as of the date of the petition. \$ _____

11. Is this claim subject to a right of setoff? ☒ No
☐ Yes. Identify the property: _____

12. Is all or part of the claim entitled to priority under 11 U.S.C. § 507(a)?

☐ No

☒ Yes. Check one:

Amount entitled to priority

A claim may be partly priority and partly nonpriority. For example, in some categories, the law limits the amount entitled to priority.

☐ Domestic support obligations (including alimony and child support) under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).

\$ _____

☐ Up to \$2,850* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7).

\$ _____

☐ Wages, salaries, or commissions (up to \$12,850*) earned within 180 days before the bankruptcy petition is filed or the debtor's business ends, whichever is earlier. 11 U.S.C. § 507(a)(4).

\$ _____

☐ Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8).

\$ _____

☐ Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5).

\$ _____

☒ Other. Specify subsection of 11 U.S.C. § 507(a)(2) that applies. (§ 503(b)(9))

\$ 1,475,998.32

* Amounts are subject to adjustment on 4/01/19 and every 3 years after that for cases begun on or after the date of adjustment.

Part 3: Sign Below

The person completing this proof of claim must sign and date it. FRBP 9011(b).

If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Check the appropriate box:

☐ I am the creditor.

☒ I am the creditor's attorney or authorized agent.

☐ I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004.

☐ I am a guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.

I understand that an authorized signature on this *Proof of Claim* serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

I have examined the information in this *Proof of Claim* and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on date

06/10/2020
MM / DD / YYYY



Signature

Print the name of the person who is completing and signing this claim:

Name Kent Andrew Durbin
First name Middle name Last name

Title Chief Financial Officer

Company Douglas Pharmaceuticals America Limited
Identify the corporate servicer as the company if the authorized agent is a servicer.

Address 2 Te Pai Place, Lincoln, Auckland
Number Street
New Zealand

City State ZIP Code

Contact phone +6421445256 Email kentd@douglas.co.nz

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In re: Akorn, Inc.
Case No. 20-11177 (KBO)

Addendum to the Proof of Claim of Douglas Pharmaceuticals America, Limited

Douglas Pharmaceuticals America, Limited ("Claimant") hereby files this Proof of Claim for amounts due and owing from Akorn, Inc. ("Debtor") for goods purchased on credit by the Debtor pre-petition in the amount of \$7,713,959.46.

Of the amounts due, \$1,475,998.32 is entitled to priority treatment under § 507(a)2 as administrative expenses under § 503(b)9 for the value of goods delivered to Debtor within 20 days of the Petition Date. Please see the below table for a breakdown of the priority and unsecured amounts.

Priority	\$1,475,998.32
Unsecured	\$6,237,961.14
Total	\$7,713,959.46

Please find attached to this addendum as "Exhibit A" a summary of the amounts owed to Claimant as of the Petition Date. The invoices can be made available upon request.

Reservation of Rights

Claimant expressly reserves its (A) right to amend, supplement or withdraw this Claim at any time for whatever reason, without limitation; and (B) rights to set-off and/or recoupment.

Please serve any additional notices and/or inquiries relating to this claim to:

Tara L. Lattomus , Esq.
Eckert Seamans Cherin & Mellott, LLC
222 Delaware Avenue, 7th Floor
Wilmington, DE 19801
tlattomus@eckertseamans.com
Phone: (302) 574-7403
Fax: (302) 574-7401

and

Gary M. Schildhorn, Esq.
Eckert Seamans Cherin & Mellott, LLC
Two Liberty Place, 22nd Floor
50 South 16th Street
Philadelphia, PA 19102
gschildhorn@eckertseamans.com
Phone: (215) 851-8465
Fax: (215) 851-8383

Exhibit A

Douglas Pharmaceuticals America, Limited Invoices to Akorn, Inc. as of May 20, 2020

Document Number	Billing Document	Document Type	Net Due Date	Document Date	Amount	Dispatch Date	Delivery Date	Within 20 Days	Within 45 Days
18000498	18000498	DR	6/30/2020	3/31/2020	\$ 2,341,039.00				
90000730	90557278	RV	5/26/2020	3/27/2020	\$ 137,156.13	3/16/2020	3/17/2020		
90000731	90557281	RV	5/26/2020	3/27/2020	\$ 424,669.77	3/16/2020	3/17/2020		
90000732	90557283	RV	5/26/2020	3/27/2020	\$ 184,141.35	3/23/2020	3/24/2020		
90000733	90557287	RV	5/26/2020	3/27/2020	\$ 134,628.33	3/23/2020	3/24/2020		
90000734	90557288	RV	5/26/2020	3/27/2020	\$ 183,556.53	3/24/2020	3/25/2020		
90000735	90557289	RV	5/26/2020	3/27/2020	\$ 111,544.92	3/24/2020	3/25/2020		
90000736	90557290	RV	5/26/2020	3/27/2020	\$ 43,605.00	3/24/2020	3/25/2020		
90000737	90557513	RV	5/30/2020	3/31/2020	\$ 82,541.70	3/30/2020	3/31/2020		
90000738	90557514	RV	5/30/2020	3/31/2020	\$ 284,622.66	3/30/2020	3/31/2020		
90000739	90557519	RV	5/30/2020	3/31/2020	\$ 326,498.85	3/30/2020	3/31/2020		
90000740	90557576	RV	5/30/2020	3/31/2020	\$ 183,587.31	3/31/2020	4/1/2020		
90000746	90559455	RV	6/27/2020	4/28/2020	\$ 36,244.00	4/16/2020	4/17/2020	\$ 36,244.00	
90000747	90559456	RV	6/27/2020	4/28/2020	\$ 182,756.25	4/20/2020	4/21/2020	\$ 182,756.25	
90000748	90559459	RV	6/27/2020	4/28/2020	\$ 211,653.54	4/20/2020	4/21/2020	\$ 211,653.54	
90000752	90559729	RV	6/29/2020	4/30/2020	\$ 184,833.90	4/29/2020	5/1/2020	\$ 184,833.90	
90000753	90559735	RV	6/29/2020	4/30/2020	\$ 212,500.26	4/29/2020	5/1/2020	\$ 212,500.26	
90000754	90559770	RV	6/29/2020	4/30/2020	\$ 90,954.84	4/30/2020	5/1/2020	\$ 90,954.84	
90000755	90559772	RV	6/29/2020	4/30/2020	\$ 212,989.77	4/30/2020	5/1/2020	\$ 212,989.77	
90000756	90559773	RV	6/29/2020	4/30/2020	\$ 214,101.09	4/30/2020	5/1/2020	\$ 214,101.09	
90000757	90559776	RV	6/29/2020	4/30/2020	\$ 20,331.99	4/30/2020	5/1/2020	\$ 20,331.99	
90000758	90559824	RV	6/29/2020	4/30/2020	\$ 180,678.60	4/30/2020	5/1/2020	\$ 180,678.60	
90000760	90560753	RV	7/12/2020	5/13/2020	\$ 323,697.87	4/30/2020	5/1/2020	\$ 323,697.87	
90000761	90560754	RV	7/12/2020	5/13/2020	\$ 35,910.00	4/30/2020	5/1/2020	\$ 35,910.00	
Estimate of net selling price adjustment due for Q2 2020 **					\$ 6,325,070.57			\$ 1,475,998.32	\$ 430,653.79
					\$ 1,388,888.89				
					\$ 7,713,959.46				

Estimate of net selling price adjustment due for Q2 2020 **

** Prorata of estimate of net selling price adjustment due for Q2 2020 (1 April - 30 June 2020) of \$2.5MM based on 50 days from 1 April to 20 May 2020.