

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

AKORN, INC., *et al.*,¹

Debtors.

)
) Chapter 11
)
) Case No. 20-11177 (KBO)
)
) (Jointly Administered)
)

**SECOND AMENDED² NOTICE OF AGENDA OF MATTERS SCHEDULED FOR
TELEPHONIC HEARING ON JULY 1, 2020 AT 2:30 P.M.
(PREVAILING EASTERN TIME)³**

I. MATTER GOING FORWARD:

1. Debtors' Motion for Entry of an Order (I) Approving the Adequacy of the Disclosure Statement, (II) Approving the Solicitation and Notice Procedures with Respect to Confirmation of the Joint Chapter 11 Plan of Akorn, Inc. and Its Debtor Affiliates, (III) Approving the Forms of Ballots and Notices in Connection Therewith, and (IV) Scheduling Certain Dates with Respect Thereto [[Docket No. 103](#) – filed May 26, 2020]

Objection/Response Deadline: June 24, 2020 at 4:00 p.m. (ET); extended to June 26, 2020 at 12:00 p.m. (ET) for Provepharm and Fresenius Kabi AG (“Fresenius”); extended to June 29, 2020 at 11:00 a.m. (ET) for the Office of the United States Trustee for the District of Delaware (the “U.S. Trustee”) and the Official Committee of Unsecured Creditors (the “Committee”)

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include: Akorn, Inc. (7400); 10 Edison Street LLC (7890); 13 Edison Street LLC; Advanced Vision Research, Inc. (9046); Akorn (New Jersey), Inc. (1474); Akorn Animal Health, Inc. (6645); Akorn Ophthalmics, Inc. (6266); Akorn Sales, Inc. (7866); Clover Pharmaceuticals Corp. (3735); Covenant Pharma, Inc. (0115); Hi-Tech Pharmacal Co., Inc. (8720); Inspire Pharmaceuticals, Inc. (9022); Oak Pharmaceuticals, Inc. (6647); Olta Pharmaceuticals Corp. (3621); VersaPharm Incorporated (6739); VPI Holdings Corp. (6716); and VPI Holdings Sub, LLC. The location of the Debtors' service address is: 1925 W. Field Court, Suite 300, Lake Forest, Illinois 60045.

² **Amended items appear in bold.**

³ Any person who wishes to appear at the July 1, 2020 hearing must contact COURTCALL, LLC at 866-582-6878 to register his/her telephonic appearance in accordance with the *Instructions for Telephonic Appearances Effective January 5, 2005, Revised May 11, 2018*. All motions and other pleadings referenced herein are available online at the following address: www.kccllc.net/akorn



Objections/Responses Received:

- A. Informal comments from the Committee
- B. Informal comments from the U.S. Trustee
- C. Opt-Out Plaintiffs' Limited Objection to Debtors' Motion for Entry of an Order (I) Approving the Adequacy of the Disclosure Statement, (II) Approving the Solicitation and Notice Procedures with Respect to Confirmation of the Joint Chapter 11 Plan of Akorn, Inc. and Its Debtor Affiliates, (III) Approving the Forms of Ballots and Notices in Connection Therewith, and (IV) Scheduling Certain Dates With Respect Thereto [[Docket No. 228](#) – filed June 24, 2020]
- D. Joint Objection of 1199SEIU Benefit Funds, DC47 Fund and SBA Fund to the Adequacy of Debtors' Disclosure Statement [[Docket No. 233](#) – filed June 24, 2020]
- E. Objection to Debtors' Motion for Entry of an Order (I) Approving the Adequacy of the Disclosure Statement, (II) Approving the Solicitation and Notice Procedures with Respect to Confirmation of the Joint Chapter 11 Plan of Akorn, Inc. and Its Debtor Affiliates, (III) Approving the Forms of Ballots and Notices in Connection Therewith, and (IV) Scheduling Certain Dates with Respect Thereto [[Docket No. 238](#) – filed June 26, 2020]
- F. Objection of Fresenius Kabi AG to the Debtors' Disclosure Statement Motion [[Docket No. 240](#) – filed June 26, 2020]
- G. Opt-Out Plaintiffs' Amended Limited Objection to Debtors' Motion for Entry of an Order (I) Approving the Adequacy of the Disclosure Statement, (II) Approving the Solicitation and Notice Procedures with Respect to Confirmation of the Joint Chapter 11 Plan of Akorn, Inc. and Its Debtor Affiliates, (III) Approving the Forms of Ballots and Notices in Connection Therewith, and (IV) Scheduling Certain Dates With Respect Thereto [[Docket No. 249](#) – filed June 27, 2020]
- H. Ad Hoc Group's Statement in Support of the Debtors' Motion for Entry of an Order (I) Approving the Adequacy of the Disclosure Statement, (II) Approving the Solicitation and Notice Procedures with Respect to Confirmation of the Joint Chapter 11 Plan of Akorn, Inc. and Its Debtor Affiliates, (III) Approving the Forms of Ballots and Notices in Connection Therewith, and (IV) Scheduling Certain Dates With Respect Thereto [[Docket No. 264](#) – filed June 30, 2020]**
- I. Gabelli Funds, LLC's Limited Joinder and Reservation of Rights [[Docket No. 266](#) – filed June 30, 2020]**

Related Documents:

- i. Joint Chapter 11 Plan of Akorn, Inc. and Its Debtor Affiliates [[Docket No. 101](#) – filed May 26, 2020]
- ii. Disclosure Statement for Joint Chapter 11 Plan of Akorn, Inc. and Its Debtor Affiliates [[Docket No. 102](#) – filed May 26, 2020]
- iii. Notice of Hearing to Consider Approval of Disclosure Statement for Joint Chapter 11 Plan of Akorn, Inc. and Its Debtor Affiliates [[Docket No. 104](#) – filed May 26, 2020]
- iv. Joint Chapter 11 Plan of Akorn, Inc. and Its Debtor Affiliates [[Docket No. 258](#) – filed June 30, 2020]
- v. Disclosure Statement for Joint Chapter 11 Plan of Akorn, Inc. and Its Debtor Affiliates [[Docket No. 259](#) – filed June 30, 2020]
- vi. Notice of Blacklines of (I) Joint Chapter 11 Plan of Akorn, Inc. and Its Debtor Affiliates and (II) Disclosure Statement for Joint Chapter 11 Plan of Akorn, Inc. and Its Debtor Affiliates [[Docket No. 260](#) – filed June 30, 2020]
- vii. Debtors' Omnibus Reply to Objections to the Debtors' Motion for Entry of an Order (I) Approving the Adequacy of the Disclosure Statement, (II) Approving the Solicitation and Notice Procedures with Respect to Confirmation of the Joint Chapter 11 Plan of Akorn, Inc. and Its Debtor Affiliates, (III) Approving the Forms of Ballots and Notices in Connection Therewith, and (IV) Scheduling Certain Dates with Respect Thereto [[Docket No. 261](#) – filed June 30, 2020]
- viii. Notice of Filing of Revised Proposed Order (I) Approving the Adequacy of the Disclosure Statement, (II) Approving the Solicitation and Notice Procedures with Respect to Confirmation of the Joint Chapter 11 Plan of Akorn, Inc. and Its Debtor Affiliates, (III) Approving the Forms of Ballots and Notices in Connection Therewith, and (IV) Scheduling Certain Dates with Respect Thereto [[Docket No. 262](#) – filed June 30, 2020]
- ix. **Notice of Withdrawal** [[Docket No. 265](#) – filed June 30, 2020]
- x. **Disclosure Statement for Joint Chapter 11 Plan of Akorn, Inc. and Its Debtor Affiliates** [[Docket No. 267](#) – filed June 30, 2020]
- xi. **Notice of Blacklines of (I) Joint Chapter 11 Plan of Akorn, Inc. and Its Debtor Affiliates and (II) Disclosure Statement for Joint Chapter 11 Plan of Akorn, Inc. and Its Debtor Affiliates** [[Docket No. 268](#) – filed June 30, 2020]

Status: The Debtors have resolved the limited objection [Docket No. 249] filed by the opt-out plaintiffs. **The Debtors believe the objection filed by Fresenius Kabi AG [Docket No. 240] is also resolved based on the revised documents that the Debtors have filed and the Debtors' communications with counsel.** The hearing regarding this matter will go forward.

Wilmington, Delaware
June 30, 2020

/s/ Brett M. Haywood

RICHARDS, LAYTON & FINGER, P.A.

Paul N. Heath (No. 3704)
Amanda R. Steele (No. 5530)
Zachary I. Shapiro (No. 5103)
Brett M. Haywood (No. 6166)
One Rodney Square
920 N. King Street
Wilmington, Delaware 19801
Telephone: (302) 651-7700
Facsimile: (302) 651-7701
Email: heath@rlf.com
steele@rlf.com
shapiro@rlf.com
haywood@rlf.com

*Co-Counsel for the Debtors
and Debtors in Possession*

KIRKLAND & ELLIS LLP

KIRKLAND & ELLIS INTERNATIONAL LLP

Patrick J. Nash, Jr., P.C. (admitted *pro hac vice*)
Gregory F. Pesce (admitted *pro hac vice*)
Christopher M. Hayes (admitted *pro hac vice*)
300 North LaSalle Street
Chicago, Illinois 60654
Telephone: (312) 862-2000
Facsimile: (312) 862-2200
Email: patrick.nash@kirkland.com
gregory.pesce@kirkland.com
christopher.hayes@kirkland.com

-and-

KIRKLAND & ELLIS LLP

KIRKLAND & ELLIS INTERNATIONAL LLP

Nicole L. Greenblatt, P.C. (admitted *pro hac vice*)
601 Lexington Avenue
New York, New York 10022
Telephone: (212) 446-4800
Facsimile: (212) 446-4900
Email: nicole.greenblatt@kirkland.com

*Co-Counsel for the Debtors
and Debtors in Possession*