

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)
)
) Re: Docket No. 608
)

**DEBTORS' MOTION FOR ENTRY OF AN ORDER AUTHORIZING THE DEBTORS
TO EXCEED THE PAGE LIMIT REQUIREMENT WITH RESPECT TO THE
DEBTORS' CONFIRMATION BRIEF**

The above-captioned debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the "Debtors"), hereby file this motion (the "Motion") for entry of an order, substantially in the form attached hereto as **Exhibit A** (the "Order"), authorizing the Debtors to exceed the page limit requirement established by rule 3017-3 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the "Local Rules") for the *Debtors' Memorandum of Law in Support of an Order Confirming the Joint Chapter 11 Plan of Akorn, Inc. and Its Debtor Affiliates* [D.I. 608] (the "Confirmation Brief").² In support of this Motion, the Debtors respectfully represent as follows:

1. On May 26, 2020, the Debtors filed the *Joint Chapter 11 Plan of Akorn, Inc. and Its Debtor Affiliates* [Docket No. 101] (as amended, modified, or supplemented, the

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, if any, are: 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 Capitalized terms not otherwise defined herein have the meanings given to them in the Confirmation Brief or Plan, as applicable.



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“Plan”) and the *Disclosure Statement for Joint Chapter 11 Plan of Akorn, Inc. and Its Debtor Affiliates* [Docket No. 102] (as amended, modified, or supplemented, the “Disclosure Statement”) with the United States Bankruptcy Court for the District of Delaware (the “Court”).

2. On June 30, 2020, the Debtors filed revised versions of the Plan [Docket No. 258] and Disclosure Statement [Docket No. 267] with the Court.

3. On July 2, 2020, the Court entered an order [Docket No. 318] confirming the adequacy of the Disclosure Statement and approving the solicitation of confirmation of the Plan.

4. On August 25, 2020, the Debtors filed a further revised version of the Plan [Docket No. 547] with the Court.

5. The hearing to consider confirmation of the Plan is currently scheduled to commence at 10:00 a.m. (prevailing Eastern Time) on September 1, 2020 (the “Hearing”). In support of confirmation of the Plan, the Debtors have filed their Confirmation Brief contemporaneously herewith. The Confirmation Brief, among other things, responds in detail to the nine objections to confirmation filed by parties in interest (collectively, the “Objections”).

6. Local Rule 3017-3 provides, in relevant part, that “in all chapter 11 cases, without leave of the Court[] . . . no brief in support of approval of a disclosure statement or confirmation of a plan . . . shall exceed sixty (60) pages (exclusive of any tables, exhibits, or addenda or other supporting materials).” Del. Bankr. L.R. 3017-3. Local Rule 1001-1(c) provides that the Local Rules “may be modified by the Court in the interest of justice.” Del. Bankr. L.R. 1001-1(c). Accordingly, a brief such as the Confirmation Brief and reply to the Objections may exceed the sixty-page limit with leave of the Court.

7. The Debtors submit that cause exists to justify the relief requested herein. The Confirmation Brief totals 83 pages (excluding tables), which exceeds the limitation of Local Rule 3017-3. However, among other things, the Confirmation Brief discusses in detail the requirements for confirmation of the Plan, responds in detail to certain Objections, and summarizes the status of the other Objections and the Debtors' responses thereto. In light of the various Objections, as well as the other responsive pleadings that have been filed in response to the Plan, and the complexity of the matters pertinent to confirmation of the Plan, the Debtors believe that they would be unable to provide the Court with the information necessary for the full and fair adjudication of such matters within the page limit prescribed by Local Rule 3017-3. Additionally, the Debtors believe that the Confirmation Brief will help streamline oral argument at the Hearing because it highlights and responds to the important issues raised by the Objections and supports confirmation of the Plan. Accordingly, the Debtors submit that there is more than ample justification for the relief requested herein.

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WHEREFORE, the Debtors respectfully request that this Court enter an order, substantially in the form attached hereto as **Exhibit A**, granting the Debtors leave to file the Confirmation Brief in excess of the page limitation imposed by Local Rule 3017-3.

Wilmington, Delaware
August 28, 2020

/s/ Paul N. Heath

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EXHIBIT A

Proposed Order

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

In re:

AKORN, INC., *et al.*,¹

Debtors.

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) **Re: Docket No. 608**
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**ORDER AUTHORIZING THE DEBTORS TO
EXCEED THE PAGE LIMIT REQUIREMENT WITH
RESPECT TO THE DEBTORS' CONFIRMATION BRIEF**

Upon the motion (the “Motion”)² of the above-captioned debtors and debtors in possession (collectively, the “Debtors”) for entry of an order (this “Order”) authorizing the Debtors to exceed the page limitation for their Confirmation Brief; and this Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334, and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b); and this Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the relief requested in the Motion is in the best interests of the Debtors’ estates, their creditors, and other parties in interest; and this Court having found that the

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² Capitalized terms not otherwise defined herein shall have the meanings given to them in the Motion.

Debtors' notice of the Motion and opportunity for a hearing on the Motion were appropriate and no other notice need be provided; and this Court having reviewed the Motion; and this Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. The Motion is granted to the extent set forth herein.
2. The Debtors are authorized to file the Confirmation Brief in excess of the page limitations prescribed by Local Rule 3017-3.
3. This Court shall retain jurisdiction to hear and determine all matters arising from or related to this Order.