

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)
)
) Hearing Date: Oct. 21, 2020 at 10:00 a.m. (ET)
) Obj. Deadline: Sept. 24, 2020 at 4:00 p.m. (ET)
)

DEBTORS' MOTION FOR ENTRY OF AN
ORDER (I) EXTENDING THE DEADLINE BY WHICH THE
DEBTORS MUST ASSUME OR REJECT UNEXPIRED LEASES OF
NONRESIDENTIAL REAL PROPERTY AND (II) GRANTING RELATED RELIEF

The above-captioned debtors and debtors in possession (collectively, the "Debtors") respectfully state the following in support of this motion:²

Relief Requested

1. The Debtors seek entry of an order, substantially in the form attached hereto as **Exhibit A** (the "Order"): (a) extending the time within which the Debtors may assume or reject unexpired leases of nonresidential real property (collectively, the "Unexpired Leases") for an additional 90 days, through and including December 16, 2020; and (b) granting related relief.

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 A detailed description of the Debtors and their business, and the facts and circumstances supporting the Debtors' chapter 11 cases, are set forth in greater detail in the *Declaration of Duane Portwood in Support of Debtors' Chapter 11 Petitions and First Day Motions* [Docket No. 15] (the "First Day Declaration"), filed contemporaneously with the Debtors' voluntary petitions for relief filed under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"), on May 20, 2020 (the "Petition Date").



The Debtors further request that the proposed extension be without prejudice to the rights of the Debtors to seek additional extensions of the time to assume or reject the Unexpired Leases as contemplated under section 365(d)(4)(B)(ii) of the Bankruptcy Code.

Jurisdiction and Venue

2. The United States Bankruptcy Court for the District of Delaware (the “Court”) has jurisdiction over this matter 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. The Debtors confirm their consent, pursuant to rule 7008 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and rule 9013-1(f) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), to the entry of a final order by the Court in connection with this motion to the extent that it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution.

3. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

4. The statutory bases for the relief requested herein are section 365(d)(4) of the Bankruptcy Code, Bankruptcy Rule 9006, and Local Rule 9006-2.

Background

5. Akorn, Inc., together with its Debtor and non-Debtor subsidiaries (collectively, “Akorn”) is a specialty pharmaceutical company that develops, manufactures, and markets generic and branded prescription pharmaceuticals, branded as well as private-label over-the-counter consumer health products, and animal health pharmaceuticals. Akorn is an industry leader in the development, manufacturing, and marketing of specialized generic pharmaceutical products in alternative dosage forms. Headquartered in Lake Forest, Illinois,

Akorn has approximately 1,916 employees worldwide and maintains a global manufacturing presence, with pharmaceutical manufacturing facilities located in Illinois, New Jersey, New York, and Switzerland. Akorn's operations generated approximately \$682 million in revenue and approximately \$124 million of Adjusted EBITDA in 2019. The Debtors commenced these chapter 11 cases to conduct an orderly sale process that will position the Debtors for sustained future success by right-sizing their balance sheet and addressing their litigation overhang. On September 2, 2020, the Court entered an order approving the sale of substantially all of the Debtors' assets [Docket No. 656] (the "Sale Order"), and on September 4, 2020, the Court entered the *Order Confirming the Modified Joint Chapter 11 Plan of Akorn, Inc. and its Debtor Affiliates* [Docket No. 673].

6. On the Petition Date, each of the Debtors filed a voluntary petition with the Court under chapter 11 of the Bankruptcy Code. The Debtors continue to operate their businesses and manage their properties as debtors and debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. On May 22, 2020, the Court entered an order [Docket No. 57] authorizing the joint administration and procedural consolidation of the chapter 11 cases pursuant to Bankruptcy Rule 1015(b). On June 3, 2020, the United States Trustee for the District of Delaware (the "U.S. Trustee") appointed an official committee of unsecured creditors (the "Committee") [Docket No. 125]. No request for the appointment of a trustee or examiner has been made in these chapter 11 cases.

The Unexpired Leases

7. On July 1, 2020, July 28, 2020, July 29, 2020, and August 22, 2020, each of the Debtors filed their schedules of assets and liabilities, schedules of executory contracts and unexpired leases, and statements of financial affairs pursuant to section 521 of the Bankruptcy

Code (collectively, the “Schedules”). As part of the Schedules, the Debtors identified certain leases of nonresidential real property to which one or more of the Debtors may be a party that are subject to assumption or rejection under sections 365 or 1123 of the Bankruptcy Code (the “Unexpired Leases”). The Unexpired Leases include, among others, the Debtors’ main office lease and certain of the Debtors’ production and distribution facility leases.

8. The Debtors’ decision regarding whether to assume or reject any particular Unexpired Lease depends on a number of different factors, including an assessment as to whether assumption or rejection is consistent with their overall restructuring objectives. Importantly, the Debtors have been focused on conducting an extensive pre and postpetition marketing process for the sale of substantially all of their assets, and, until the closing of the sale, the Debtors will not definitively know which, if any, Unexpired Leases will be assumed and assigned to the purchaser of the Debtors’ assets. And if any of the Unexpired Leases are not assumed and assigned to the purchaser, the Debtors will need to evaluate each Unexpired Lease to determine, in light of the outcome of the sale process and expected path forward, whether the Unexpired Leases are burdensome to the Debtors’ estates.

9. Although the Court has approved the sale³ and confirmed the Plan,⁴ the Debtors, out of an abundance of caution, seek an extension of the time within which to assume or reject Unexpired Leases should the sale closing and Effective Date⁵ not occur prior to the statutory deadline.

³ See Order (A) Approving the Asset Purchase Agreement, (B) Authorizing the Sale of Assets, (C) Authorizing the Assumption and Assignment of Contracts and Leases, and (D) Granting Related Relief [Docket No. 656]

⁴ See Order Confirming the Modified Joint Chapter 11 Plan of Akorn, Inc. and Its Debtor Affiliates [Docket No. 673].

⁵ Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the *Modified Joint Chapter 11 Plan of Akorn, Inc. and Its Debtor Affiliates* [Docket No. 547].

10. Since the Petition Date, the Debtors have worked tirelessly to stabilize their operations, obtain Court approval of important operational programs, file the required Schedules for each Debtor, conduct their marketing process, and formulate a chapter 11 plan. In furtherance of these goals, the Debtors have engaged in discussions with their key constituents, which have enabled the Debtors to reach significant milestones in these chapter 11 cases, including securing Court approval for the sale of substantially all of the Debtors' assets.

11. Therefore, to ensure that the Debtors maintain flexibility with respect to the Unexpired Leases, the Debtors seek a 90-day extension of the September 17, 2020 deadline to assume or reject the Unexpired Leases, through and including December 16, 2020. The Debtors submit that all parties will be best served by an extension, which will avoid needless distraction and provide the appropriate environment for the major stakeholders in these chapter 11 cases to work collaboratively toward closing the sale and driving toward the Effective Date.

12. Notably, pending their decision to assume or reject each Unexpired Lease, the Debtors will continue to timely perform all of their undisputed obligations arising from and after the Petition Date, to the extent required by section 365(d)(3) of the Bankruptcy Code, including the payment of postpetition rent obligations.

Basis for Relief

13. Section 365(d)(4) of the Bankruptcy Code provides as follows:

(A) Subject to subparagraph (B), an unexpired lease of nonresidential property under which the debtor is the lessee shall be deemed rejected, and the trustee shall immediately surrender that nonresidential real property to the lessor, if the trustee does not assume or reject the unexpired lease by the earlier of—

(i) the date that is 120 days after the date of the order for relief; or

(ii) the date of the entry of an order confirming a plan.

- (B) (i) The court may extend the period determined under subparagraph (A), prior to the expiration of the 120-day period, for 90 days on the motion of the trustee or lessor for cause.
- (ii) If the court grants an extension under clause (i), the court may grant a subsequent extension only upon prior written consent of the lessor in each instance.

11 U.S.C. § 365(d)(4).

14. Pursuant to section 365(d)(4), the Debtors have 120 days from the Petition Date to assume or reject the Unexpired Leases, unless this deadline is extended first for up to an additional 90 days by order of the Court, then for such additional periods as consented to by the applicable lessors. The 120-day period established by section 365(d)(4)(A) to assume or reject leases of non-residential real property expires on September 17, 2020, subject to extension by the Court (the “Assumption/Rejection Deadline”).

15. Section 365(d)(4) of the Bankruptcy Code authorizes a court to “extend the period determined under subparagraph (A), prior to the expiration of the 120-day period, for 90 days on the motion of the trustee or lessee *for cause*.” 11 U.S.C. § 365(d)(4)(B)(i) (emphasis added).

16. “Cause,” as used in section 365(d)(4), is not defined by the Bankruptcy Code. Among other things, courts have considered the following non-exhaustive factors in evaluating whether “cause” exists for purposes of section 365(d)(4):

- (1) the complexity of the case facing the debtor;
- (2) the number of leases that the debtor must evaluate;
- (3) whether the debtor is paying for the use of the property; and
- (4) whether the debtor’s continued occupation could damage the lessor beyond the compensation available to it under the Bankruptcy Code.

South St. Seaport L.P. v. Burger Boys, Inc. (In re Burger Boys, Inc.), 94 F.3d 755, 760–61 (2d Cir. 1996); *In re Wedtech Corp.*, 72 B.R. 464, 471–72 (Bankr. S.D.N.Y. 1987) (discussing factors

relevant to consideration of “cause” to extend time under section 365(d)(4) of the Bankruptcy Code); *see also* *Legacy, Ltd. v. Channel Home Ctrs., Inc. (In re Channel Home Ctrs., Inc.)*, 989 F.2d 682, 689 (3d Cir. 1993), *cert. denied*, 510 U.S. 865 (1993) (“[I]t is permissible for a bankruptcy court to consider a particular debtor’s need for more time in order to analyze leases in light of the plan it is formulating.”).

17. Courts in this district consistently have recognized the benefits of granting additional time for a debtor to assume or reject leases of nonresidential real property under section 365(d)(4) of the Bankruptcy Code. *See, e.g., Channel Home Ctrs.*, 989 F.2d at 687–88; *In re GST Telecom Inc.*, 2001 WL 686971 (D. Del. June 8, 2001); *In re Rickel Home Centers*, 1997 WL 538785 (D. Del. Aug. 13, 1997). As the Third Circuit Court of Appeals has stated, “nothing prevents a bankruptcy court from granting an extension because a particular debtor needs additional time to determine whether the assumption or rejection of particular leases is called for by the plan of reorganization that it is attempting to develop.” *Channel Home Ctrs., Inc.*, 989 F.2d at 689; *see also Coleman Oil Co. v. Circle K Corp. (In re Circle K Corp.)*, 127 F.3d 904, 909 n. 5 (9th Cir. 1997), *cert. denied*, 522 U.S. 1148 (1998) (noting that bankruptcy courts often grant debtors’ requests for extensions).

18. Cause exists to extend the time within which the Debtors may assume or reject the Unexpired Leases. A number of factors weigh in favor of granting the requested extension.

19. **First**, pending the Debtors’ decision to assume or reject the Unexpired Leases, the Debtors intend to timely perform all of their undisputed obligations arising on and after the Petition Date to the extent required by section 365(d)(3) of the Bankruptcy Code. The Debtors currently are paying, and will continue to pay in the ordinary course of business, the postpetition rent obligations that arise under the Unexpired Leases. As such, the Debtors’ requested extension of

time to assume or reject the Unexpired Leases will not prejudice or otherwise affect the substantive rights of the lessors under the Unexpired Leases. *See, e.g., In re Victoria Station Inc.*, 875 F.2d 1380, 1386 (9th Cir. 1989) (“[A]n order extending the time for a debtor to assume or reject a lease merely preserves the status quo”); *In re Bon Ton Rest. & Pastry Shop, Inc.*, 52 B.R. 850, 855 (Bankr. N.D. Ill. 1985) (concluding that a lessor who received continuing monthly rent payments was not prejudiced by an extension of the section 365(d)(4) deadline).

20. ***Second***, the Unexpired Leases are an important part of the Debtors’ businesses and will play a material role in the Debtors’ sale process. The Debtors are currently working toward the closing of the sale of substantially all of their assets, which may require assigning certain Unexpired Leases to the purchaser. The requested 90-day extension will enable the Debtors to make a fully informed decision, after the conclusion of their sale process for the sale of substantially all of their assets, regarding crucial facets of their business operations.

21. ***Third***, the Debtors’ chapter 11 cases are large and complex. The Unexpired Leases may interrelate with the Debtors’ other contractual agreements and legal obligations, and it is imperative that the Debtors have sufficient time to evaluate each of their Unexpired Leases. And the Debtors may not know precisely which of the Unexpired Leases will form a basis of their go-forward operations until after the conclusion of their sale process. Moreover, in the months since the Petition Date, the Debtors have diligently pursued their chapter 11 strategy in an efficient and timely manner. The Debtors have focused on, among other things, stabilizing their ordinary course operations and executing their marketing process to effectuate a value-maximizing restructuring. Given the multiple other activities that have occupied the Debtors’ time during the first months of these cases, and the recent approval of the sale of substantially all of the Debtors’

assets, the Debtors have not had the opportunity to fully assess their renegotiation, assumption, and rejection options with respect to their Unexpired Leases.

22. The 90-day extension requested herein is also consistent with the extensions granted by this and other courts in this District under similar circumstances. *See, e.g., In re Dura Automotive Systems, LLC*, 19-12378 (KBO) (Bankr. Dist. Del. Feb. 26, 2020) (extending the deadline by which the debtors must assume or reject unexpired leases of nonresidential real property by 90 days); *In re Forever 21, Inc.*, 19-12122 (KG) (Bankr. Dist. Del. Oct. 11, 2019) (same); *In re PES Holdings, LLC*, No. 19-11626 (KG) (Bankr. D. Del. Nov. 4, 2019) (same); *In re VER Technologies HoldCo LLC*, No. 18-10834 (KG) (Bankr. D. Del. Aug. 14, 2018) (same); *In re GST AutoLeather, Inc.*, No. 17-12100 (LSS) (Bankr. D. Del. Jan. 19, 2018) (same).⁶ The Debtors submit that similar relief is warranted in these chapter 11 cases.

23. If the Debtors precipitously assume or reject the Unexpired Leases or are deemed to reject the Unexpired Leases by virtue of the operation of section 365(d)(4) of the Bankruptcy Code, they may forgo significant value in such Unexpired Leases or incur unnecessary rejection damages or administrative claims, as the case may be. The Debtors want to have the maximum amount of information available when deciding whether to assume or reject the Unexpired Leases and respectfully submit that they be given sufficient time to fully analyze the value of such leases to the Debtors' estates.

24. Accordingly, the Debtors submit that cause exists for the Court to extend the Assumption/Rejection Deadline an additional 90 days, through and including December 16, 2020.

⁶ Because of the voluminous nature of the orders cited herein, such orders have not been attached to this motion. Copies of these orders are available upon request of the Debtors' counsel.

Reservation of Rights

25. Nothing contained herein is intended or should be construed as: (a) an admission as to the validity, priority, or amount of any particular claim against a Debtor entity; (b) a waiver of the Debtors' or any other party-in-interest's rights to dispute any particular claim on any grounds; (c) a promise or requirement to pay any particular claim; (d) an implication or admission that any particular claim is of a type specified or defined in the motion or any order granting the relief requested by this motion; (e) a request or authorization to assume any agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code; (f) a waiver or limitation of the Debtors' or any other party-in-interest's rights under the Bankruptcy Code or any other applicable law.

Notice

26. The Debtors will provide notice of this motion to: (a) the U.S. Trustee for the District of Delaware; (b) counsel to the Committee; (c) Wilmington Savings Fund Society, FSB, in its capacity as successor administrative agent under the Term Loan Credit Agreement, or any of its predecessors or successors (the "Term Loan Agent"); (d) counsel to the Term Loan Agent; (e) counsel to the ad hoc group of the Debtors' Prepetition Lenders (the "Ad Hoc Group"); (f) the United States Attorney's Office for the District of Delaware; (g) the Internal Revenue Service; (h) the Food and Drug Administration; (i) the Drug Enforcement Administration; (j) the Securities Exchange Commission; (k) the state attorneys general for all states in which the Debtors conduct business; (l) the parties to Unexpired Leases; and (l) any party that requests service pursuant to Bankruptcy Rule 2002. The Debtors submit that, in light of the nature of the relief requested, no other or further notice need be given.

No Prior Request

27. No prior motion for the relief requested herein has been made to this or any other court.

WHEREFORE, the Debtors respectfully request entry of an order, substantially in the form attached hereto as **Exhibit A**, (a) granting the relief requested herein and (b) granting such other relief as is just and proper.

Wilmington, Delaware
September 10, 2020

Paul N. Heath

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*

**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)
)
) **Hearing Date: Oct. 21, 2020 at 10:00 a.m. (ET)**
) **Obj. Deadline: Sept. 24, 2020 at 4:00 p.m. (ET)**

NOTICE OF MOTION AND HEARING

PLEASE TAKE NOTICE that, on September 10, 2020, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed the *Debtors’ Motion for Entry of an Order (I) Extending the Deadline by Which the Debtors Must Assume or Reject Unexpired Leases of Nonresidential Real Property and (II) Granting Related Relief* (the “Motion”) with the United States Bankruptcy Court for the District of Delaware (the “Court”).

PLEASE TAKE FURTHER NOTICE that any responses or objections to the relief requested in the Motion, if any, must be in writing and filed with the Clerk of the United States Bankruptcy Court for the District of Delaware, 3rd Floor, 824 North Market Street, Wilmington, Delaware, 19801, on or before **September 24, 2020 at 4:00 p.m. (prevailing Eastern Time)**.

PLEASE TAKE FURTHER NOTICE that if any objections to the Motion are received, the Motion and such objections shall be considered at a hearing before The Honorable Karen B. Owens, United States Bankruptcy Judge for the District of Delaware, at the Bankruptcy

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.

Court, 824 North Market Street, 6th Floor, Courtroom No. 3, Wilmington, Delaware, 19801 on
October 21, 2020 at 10:00 a.m. (prevailing Eastern Time).

**PLEASE TAKE FURTHER NOTICE THAT IF NO OBJECTIONS TO THE
MOTION ARE TIMELY FILED IN ACCORDANCE WITH THIS NOTICE, THE
COURT MAY GRANT THE RELIEF REQUESTED IN THE MOTION WITHOUT
FURTHER NOTICE OR HEARING.**

Wilmington, Delaware
September 10, 2020

/s/ Paul N. Heath

RICHARDS, LAYTON & FINGER, P.A.

Paul N. Heath (No. 3704)
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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

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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*

Exhibit A

Proposed Order

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

In re:

AKORN, INC.,¹

Debtors.

)
) Chapter 11
)
) Case No. 20-11177 (KBO)
)
) (Jointly Administered)
)
) **Re: Docket No.** _____

**ORDER (I) EXTENDING THE DEADLINE BY WHICH THE
DEBTORS MUST ASSUME OR REJECT UNEXPIRED LEASES OF
NONRESIDENTIAL REAL PROPERTY AND (II) GRANTING RELATED RELIEF**

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”) (a) extending the time within which the Debtors may assume or reject unexpired leases of nonresidential real property and (b) granting related relief, all as more fully set forth in the Motion; and this Court having jurisdiction over this matter 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 that this Court may enter a final order consistent with Article III of the United States Constitution; 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

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² Capitalized terms used but not defined herein have the meanings given to such terms in the Motion.

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 Debtors' notice of the Motion and opportunity for a hearing on the Motion were appropriate under the circumstances and no other notice need be provided; and this Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing before this Court (the "Hearing"); and this Court having determined that the legal and factual bases set forth in the Motion and at the Hearing, if any, 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 as set forth herein.
2. The time period by which the Debtors must assume or reject Unexpired Leases is hereby extended, pursuant to section 365(d)(4) of the Bankruptcy Code, for 90 days through and including December 16, 2020, without prejudice to the rights of the Debtors to seek additional extensions of the time to assume or reject the Unexpired Leases as contemplated under section 365(d)(4)(B)(ii) of the Bankruptcy Code.
3. Notwithstanding the relief granted in this Order and any actions taken pursuant to such relief, nothing in this Order shall be deemed: (a) an admission as to the validity of any prepetition claim against a Debtor entity; (b) a waiver of the Debtors' or any other party in interest's rights to dispute any prepetition claim on any grounds; (c) a promise or requirement to pay a prepetition claims; (d) an implication or admission that any particular claim is of a type specified or defined in the Motion or any order granting the relief requested by the Motion; (e) a request or authorization to assume any prepetition agreement, contract, or lease pursuant to section

365 of the Bankruptcy Code; or (f) a waiver of the Debtors' or any other party in interest's rights under the Bankruptcy Code or any other applicable law.

4. The relief granted by this Order shall not affect the ability of the Debtors to assume or reject any Unexpired Leases.

5. Notice of the Motion as provided therein shall be deemed good and sufficient notice of such Motion, and the requirements of Bankruptcy Rule 6004(a) and the Local Rules are satisfied by such notice.

6. The relief granted by this Order shall not affect the ability of the Debtors to assume or reject any Unexpired Leases.

7. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Motion.

8. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.