

UNITED STATES BANKRUPTCY COURT

FOR THE DISTRICT OF DELAWARE

In re: Akorn, Inc., et al.,

Debtor(s)

§
§
§
§

Case No. 20-11177

Lead Case No. 20-11177

☒ Jointly Administered

Post-confirmation Report

Chapter 11

Quarter Ending Date: 09/30/2021

Petition Date: 05/20/2020

Plan Confirmed Date: 09/04/2020

Plan Effective Date: 10/01/2020

This Post-confirmation Report relates to: ☒ Reorganized Debtor

☐ Other Authorized Party or Entity:

Name of Authorized Party or Entity

/s/ Amanda R. Steele

Signature of Responsible Party

10/20/2021

Date

Amanda R. Steele

Printed Name of Responsible Party

Richards, Layton & Finger, P.A.
920 N. King Street
Wilmington, DE 19801
Address

STATEMENT: This Periodic Report is associated with an open bankruptcy case; therefore, Paperwork Reduction Act exemption 5 C.F.R. § 1320.4(a)(2) applies.



201117721102000000000001

Debtor's Name Akorn, Inc., et al.,

Case No. 20-11177

Part 1: Summary of Post-confirmation Transfers

	Current Quarter	Total Since Effective Date
a. Total cash disbursements	\$360,053	\$5,822,559
b. Non-cash securities transferred	\$0	\$0
c. Other non-cash property transferred	\$0	\$0
d. Total transferred (a+b+c)	\$360,053	\$5,822,559

Part 2: Preconfirmation Professional Fees and Expenses

Part 1: Confirmation Professional Fees and Expenses			Approved Current Quarter	Approved Cumulative	Paid Current Quarter	Paid Cumulative	
a.	Professional fees & expenses (bankruptcy) incurred by or on behalf of the debtor		\$0	\$19,437,319	\$0	\$19,437,319	
	Aggregate Total						
	Itemized Breakdown by Firm						
		Firm Name	Role				
	i	Kurtzman Carson Consultants L	Other	\$0	\$112,549	\$0	\$112,549
	ii	AlixPartners, LLP	Financial Professional	\$0	\$1,754,654	\$0	\$1,754,654
	iii	Kirkland & Ellis LLP and Kirk	Lead Counsel	\$0	\$5,781,124	\$0	\$5,781,124
	iv	Richards, Layton & Finger, P.A	Co-Counsel	\$0	\$422,773	\$0	\$422,773
v	PJT Partners LP	Financial Professional	\$0	\$11,366,219	\$0	\$11,366,219	
b.	Professional fees & expenses (nonbankruptcy) incurred by or on behalf of the debtor		\$0	\$1,482,291	\$0	\$1,482,291	
	Aggregate Total						
	Itemized Breakdown by Firm						
		Firm Name	Role				
	i	PricewaterhouseCoopers	Financial Professional	\$0	\$800,000	\$0	\$800,000
	ii	Grant Thornton LLP	Financial Professional	\$0	\$682,291	\$0	\$682,291
c.	All professional fees and expenses (debtor & committees)		\$0	\$22,880,299	\$0	\$22,880,299	

Part 3: Recoveries of the Holders of Claims and Interests under Confirmed Plan

	Total Anticipated Payments Under Plan	Paid Current Quarter	Paid Cumulative	Allowed Claims	% Paid of Allowed Claims
a. Administrative claims	\$0	\$0	\$0	\$0	0%
b. Secured claims	\$0	\$0	\$0	\$0	0%
c. Priority claims	\$5,000	\$0	\$5,000	\$5,000	100%
d. General unsecured claims	\$0	\$0	\$0	\$0	0%
e. Equity interests	\$0	\$0	\$0		

Part 4: Questionnaire

- a. Is this a final report? Yes ☐ No ☒
- If yes, give date Final Decree was entered: _____
- If no, give date when the application for Final Decree is anticipated: _____
- b. Are you current with quarterly U.S. Trustee fees as set forth under 28 U.S.C. § 1930? Yes ☒ No ☐

Debtor's Name Akorn, Inc., et al.,

Case No. 20-11177

Privacy Act Statement

28 U.S.C. § 589b authorizes the collection of this information and provision of this information is mandatory. The United States Trustee will use this information to calculate statutory fee assessments under 28 U.S.C. § 1930(a)(6) and to otherwise evaluate whether a reorganized chapter 11 debtor is performing as anticipated under a confirmed plan. Disclosure of this information may be to a bankruptcy trustee when the information is needed to perform the trustee's duties, or to the appropriate federal, state, local, regulatory, tribal, or foreign law enforcement agency when the information indicates a violation or potential violation of law. Other disclosures may be made for routine purposes. For a discussion of the types of routine disclosures that may be made, you may consult the Executive Office for United States Trustee's systems of records notice, UST-001, "Bankruptcy Case Files and Associated Records." *See* 71 Fed. Reg. 59,818 et seq. (Oct. 11, 2006). A copy of the notice may be obtained at the following link: http://www.justice.gov/ust/eo/rules_regulations/index.htm. Failure to provide this information could result in the dismissal or conversion of your bankruptcy case, or other action by the United States Trustee. 11 U.S.C. § 1112(b)(4)(F).

I declare under penalty of perjury that the foregoing Post-confirmation Report and its attachments, if any, are true and correct and that I have been authorized to sign this report.

/s/ Timothy Daileader

Signature of Responsible Party

Authorized Signatory

Title

Timothy Daileader

Printed Name of Responsible Party

10/19/2021

Date

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

In re:

AKORN, INC.,

Debtor.¹

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

**GLOBAL NOTES AND STATEMENT OF LIMITATIONS,
METHODOLOGY AND DISCLAIMERS REGARDING
POST-CONFIRMATION QUARTERLY REPORT**

Akorn, Inc. (“Akorn” or the “Debtor”) has filed the attached post-confirmation quarterly report (the “PCR”) in the United States Bankruptcy Court for the District of Delaware (the “Court”). Drivetrain, LLC, the Plan Administrator (as defined in the *Modified Joint Chapter 11 Plan of Akorn, Inc. and Its Debtor Affiliates* (the “Plan”))² and sole representative of the Debtors, prepared the PCR with the assistance of its advisors and professionals solely for the purpose of complying with the monthly reporting requirements applicable in the chapter 11 cases and is in a format acceptable to the U.S. Trustee. The financial information contained herein is unaudited, limited in scope, and is not prepared in accordance with accounting principles generally accepted in the United States of America nor in accordance with federal or state securities laws or other applicable non-bankruptcy law or in lieu of complying with any periodic reporting requirements thereunder.

In preparing the PCR, the Plan Administrator relied on financial data available from the limited books and records available to it at the time of such preparation, as well certain filings from the docket in the Debtors’ chapter 11 cases. Although the Plan Administrator made commercially reasonable efforts to ensure the accuracy and completeness of the PCR, inadvertent errors or omissions may exist.³ For the avoidance of doubt, the Debtor and Plan Administrator hereby reserve their rights to amend and supplement the PCR as may be necessary or appropriate.

¹ The Debtor in this chapter 11 case, along with the last four digits of the Debtor’s federal tax identification number, is: Akorn, Inc. (7400). The Chapter 11 Cases of the following entities (collectively, the “Former Debtors” and, together with Akorn, the “Debtors”), formerly administratively consolidated with the foregoing case, have been closed: 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 Debtor’s service address is: 1925 W. Field Court, Suite 300, Lake Forest, Illinois 60045

² Capitalized terms used but not otherwise defined herein shall have the respective meanings ascribed to them in the Plan.

³ While commercially reasonable efforts have been made to provide accurate and complete information in the PCR, inadvertent errors or omissions may exist. The Debtor and Plan Administrator, and their agents, advisors,

Each signatory to the PCR has necessarily relied upon the efforts, statements, advice, and representations of personnel of the Debtors and the Debtors' advisors and professionals. Each signatory has not (and could not have) personally verified the accuracy of each such statement, representation, and answer contained in the PCR.

Part 1: Summary of Post-confirmation Transfers. The amounts identified in Part 1 of the PCR (*Summary of Post-confirmation Transfers*) have been derived from the limited books and records available to the Plan Administrator at the time of the preparation of the PCR and are on account of authorized disbursements and distributions made pursuant to the Plan. A Holder of a Claim may have been paid, in whole or in part, on account of such Claim by a party that is not the Debtor as contemplated by the Plan. The signatories to the PCR are not aware of any such payments and are not in possession of records that could confirm any such payments.

Part 2: Preconfirmation Professional Fees and Expenses. The amounts identified in Part 2 of the PCR (*Preconfirmation Professional Fees and Expenses*) have been derived solely from orders [Docket Nos. 765, 879, 890 & 891] entered in the Debtors' chapter 11 cases allowing and authorizing payment of certain professionals' fees and expenses as set forth therein. Prior to the date of entry of the order confirming the Plan, other professional fees or expenses may have been incurred and/or paid. The signatories to the PCR are not aware of any such fees or expenses and are not in possession of records that could confirm any such fees or expenses. Payments made to professionals utilized in the ordinary course of the Debtors' business pursuant the Bankruptcy Court's order [Docket No. 222] are not included in Part 2 of the PCR. Reference is made to the *Notice of Filing of Debtors' First Quarterly Statement Regarding Payments Made to Ordinary Course Professionals for Services Provided During the Period of May 20, 2020 Through July 31, 2020* [Docket No. 640] for such payment detail.

Part 3: Recoveries of the Holders of Claims and Interests under Confirmed Plan. Efforts to review and reconcile Claims and Interests filed, scheduled, or otherwise asserted in the chapter 11 cases remain ongoing. Accordingly, the Plan Administrator is not able to anticipate or determine at this time total payments that may be made under the Plan nor the total Claims and Interests that may be Allowed under the Plan. Therefore, "\$0" or "0%" has been entered in certain lines of Part 3 of the PCR (*Recoveries of the Holders of Claims and Interests Under Confirmed Plan*) where such information is unknown, not yet determined, or otherwise not applicable, including instances where the Plan does not provide for or contemplate recoveries to certain Classes of Claims or Interests.

Part 4: Questionnaire. The Plan Administrator cannot currently anticipate, with any degree of certainty, when the application for a Final Decree closing the chapter 11 case of Akorn may be filed.

attorneys, and other professionals, as applicable, do not guarantee or warrant the accuracy or completeness of the data that is provided in the PCR.