

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

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In re: : Chapter 11

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NOVUM PHARMA, LLC, : Case No. 19-10209 (KJC)

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Debtor.¹ : **Related to Docket Nos. 42 and 111**

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NOTICE OF AUCTION AND SALE HEARING

PLEASE TAKE NOTICE THAT:²

1. On February 13, 2019, Novum Pharma, LLC, the debtor and debtor-in-possession in the above-captioned chapter 11 case (the “Debtor”), filed the *Debtor’s Motion for Orders (I)(A) Approving Bidding Procedures for Sale of Substantially All of the Debtor’s Assets, (B) Approving Bid Protections, (C) Scheduling Auction for, and Hearing to Approve, Sale of Substantially All of the Debtor’s Assets, (D) Approving Form and Manner of Notices of Sale, Auction and Sale Hearing, (E) Approving Assumption and Assignment Procedures and (F) Granting Related Relief; and (II)(A) Approving Sale of Debtor’s Assets Free and Clear of Liens, Claims, Interests and Encumbrances, (B) Authorizing Assumption and Assignment of Unexpired Leases and Executory Contracts and (C) Granting Related Relief* (the “Motion”) [Docket No. 42].

2. By the Motion, the Debtor seeks, among other things, to sell all or substantially all of its assets (the “Assets”) to a bidder submitting the highest or otherwise best offer for the Assets (such bidder, the “Successful Bidder”), at an auction (the “Auction”) that will commence on **April 24, 2019 at 10:00 a.m. (ET)** at the offices of Cole Schotz, P.C., 500 Delaware Avenue, Suite 1410, Wilmington, Delaware, or such other place as the Debtor shall identify in a notice filed with the Bankruptcy Court at least twenty-four (24) hours before the Auction. The sale of the Assets will be free and clear of all liens, claims, encumbrances and other interests pursuant to sections 105(a), 363 and 365 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the “Bankruptcy Code”).

3. On March 6, 2019, the Bankruptcy Court entered an order [Docket No. 111] (the “Bidding Procedures Order”) approving certain relief requested in the Motion,

¹ The last four digits of the Debtor’s federal tax identification number are 7895. The mailing address for the Debtor is 200 South Wacker Drive, 31st Floor, Chicago, IL 60606.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion or the Bidding Procedures Order (defined herein).



including the bidding procedures (the “Bidding Procedures”) attached to the Bidding Procedures Order, which procedures set forth the requirements for participation in the Auction process, including all relevant dates and deadlines. All interested bidders should carefully read the Bidding Procedures Order and the Bidding Procedures.

4. A hearing to approve the sale of the Assets (the “Sale Hearing”) will be held on **April 26, 2019 at 10:00 a.m. (ET)** before the Honorable Kevin J. Carey, United States Bankruptcy Judge, in the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”), 824 North Market Street, 5th Floor, Courtroom No. 5, Wilmington, Delaware 19801. The Sale Hearing may be adjourned from time to time without further notice to creditors or parties in interest other than by announcement of the adjournment in open court on the date scheduled for the Sale Hearing.

5. Pursuant to the Bidding Procedures Order, any objections to the Debtor’s sale of the Assets (“Sale Objections”) must be set forth in writing and must state with particularity the grounds for such objections. Sale Objections must be filed with the Bankruptcy Court on or before **April 12, 2019 at 4:00 p.m. (ET)** and served so as to be received by such date on: (a) counsel to the Debtor, Cole Schotz P.C., 500 Delaware Avenue, Suite 1410, Wilmington, DE 19801 (Attn: David R. Hurst, Esq. and Patrick J. Reilly, Esq.) and 25 Main Street, Hackensack, NJ 07601 (Attn: Jacob S. Frumkin, Esq.); (b) proposed counsel to the Official Committee of Unsecured Creditors, Sills Cummis & Gross P.C., One Riverfront Plaza, Newark, NJ 07102 (Attn: Boris I. Mankovetskiy, Esq. and Andrew Sherman, Esq.) and Klehr Harrison Harvey Branzburg LLP, 919 North Market St., Suite 1000, Wilmington, DE 19801 (Attn: Morton R. Branzburg, Esq. and Richard M. Beck, Esq.); (c) counsel to the Prepetition Secured Lender, Hodgson Russ LLP, The Guaranty Building, 140 Pearl Street, Buffalo, NY 14202 (Attn: James C. Thoman, Esq.) and David A. Robinson, Esq., 45 Rockefeller Plaza, Suite 2000, New York, NY 10111; and (d) the Office of the United States Trustee for the District of Delaware, 844 King Street, Suite 2207, Wilmington, DE 19801 (Attn: David Buchbinder, Esq.). **UNLESS AN OBJECTION IS TIMELY FILED AND SERVED IN ACCORDANCE WITH THIS NOTICE, IT MAY NOT BE CONSIDERED BY THE BANKRUPTCY COURT AND THE BANKRUPTCY COURT MAY GRANT THE RELIEF REQUESTED WITHOUT FURTHER HEARING AND NOTICE.**

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6. This Notice and the Sale Hearing are subject to the terms and conditions of the Motion and the Bidding Procedures Order, which shall control in the event of any conflict, and the Debtor encourages parties in interest to review such documents in their entirety. Parties interested in receiving more information regarding the sale of the Assets and/or copies of any related documents including the Motion or the Bidding Procedures Order may make a written request to counsel for the Debtor at the address listed below. In addition, copies of the Motion and Bidding Procedures Order can be obtained free of charge at www.kccllc.com/novum and are on file with the Clerk of the Bankruptcy Court.

Dated: Wilmington, Delaware
March 7, 2019

COLE SCHOTZ P.C.

/s/ David R. Hurst
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*Counsel for Debtor
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