

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

In re:

TRICIDA, INC.,¹

Debtor.

Chapter 11

Case No. 23-10024 (JTD)

**ORDER (I) APPROVING STIPULATION BETWEEN DEBTOR AND GI ETS
SHORELINE LLC AND (II) GRANTING RELATED RELIEF**

Upon consideration of the joint stipulation, attached hereto as **Exhibit 1** (the “Stipulation”),² dated May 16, 2023, of Tricida, Inc., as debtor and debtor in possession (the “Debtor”) and GI ETS Shoreline LLC (the “Landlord,” and together with the Debtor, the “Parties”); and it appearing that this Court has jurisdiction to consider the Stipulation and enter this Order 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 as of February 29, 2012; and it appearing that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and it appearing that venue of this proceeding and the relief provided for herein is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that the relief provided for herein is in the best interests of the Debtor, its estate, and creditors and an appropriate exercise of the Debtor’s business judgment; and based upon the representations of the Debtor,

IT IS HEREBY ORDERED THAT:

1. The Stipulation is approved and incorporated herein by reference.

¹ The Debtor in this chapter 11 case, together with the last four digits of the Debtor’s federal tax identification number, is Tricida, Inc. (2526). The Debtor’s service address is 2108 N Street, Suite 4935, Sacramento, CA 95816.

² Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Stipulation.



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2. The Parties, and the Debtor's claim agent are each hereby authorized to take any and all actions reasonably necessary to effectuate the terms of the Stipulation and this Order without further order of the Court.

3. The Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, or enforcement of the Stipulation or this Order.

Dated: May 19th, 2023
Wilmington, Delaware

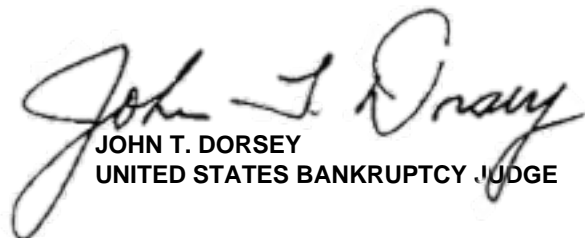

JOHN T. DORSEY
UNITED STATES BANKRUPTCY JUDGE

Exhibit 1

Stipulation

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

In re:

TRICIDA, INC.,³

Debtor.

Chapter 11

Case No. 23-10024 (JTD)

JOINT STIPULATION REGARDING LEASE

This joint stipulation (the “Stipulation”), dated May 17, 2023, is entered into by and among Tricida, Inc. (the “Debtor”), as lessee under that nonresidential real property lease for approximately 46,074 rentable square feet of space in a building located at 7000 Shoreline Court, South San Francisco, California (as modified and amended from time to time thereafter, the “Lease” and the premises covered thereunder, the “Leased Premises”), and GI ETS Shoreline LLC (the “Landlord,” and together with the Debtor, the “Parties” and each, a “Party”), as lessor, and is made with reference to the following facts:

RECITALS

WHEREAS on April 4, 2014, the Debtor and ARE-San Francisco No. 17, LLC, as predecessor in interest to the Landlord, entered into the Lease;

WHEREAS the Lease was subsequently amended on four different occasions to, among other things, bring the total leased space up to approximately 46,074 rentable square feet, which leased space equals the current Leased Premises;

WHEREAS on January 11, 2023, the Debtor filed a voluntary petition under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) in the United States Bankruptcy Court for the District of Delaware (the “Court”);

WHEREAS on March 31, 2023, the Debtor moved to reject the Lease effective as of March 31, 2023 (the “Rejection Date”);

WHEREAS prior to and following the Rejection Date, the Debtor entered into negotiations with the Landlord concerning (i) the furniture, fixtures, furnishings, and equipment listed on Schedule 1 attached hereto (collectively, the “FF&E”) that were abandoned by the Debtor pursuant to the *Order (I) Authorizing the Debtor to Abandon Certain Remaining Property Effective as of the Surrender Date, and (II) Granting Related Relief* [Dkt. No. 239]; and (ii) the effective date of rejection of the Lease; and

WHEREAS the Landlord has agreed, pursuant to these negotiations, to (i) offer the Debtor certain concessions in exchange for the abandoned FF&E; and (ii) to agree to fix the effective date

³ The Debtor in this chapter 11 case, together with the last four digits of the Debtor’s federal tax identification number, is Tricida, Inc. (2526). The Debtor’s service address is 2108 N Street, Suite 4935, Sacramento, CA 95816.

of rejection of the Lease, in each case, subject to the terms and conditions set forth in this Stipulation.

NOW THEREFORE, based upon the foregoing recitals, the receipt and sufficiency of which are hereby acknowledged by the Parties, and the Parties hereto intending to be legally bound hereby, the Parties hereby agree and stipulate through their attorneys of record as follows:

STIPULATIONS

1. The Debtor will transfer the FF&E to the Landlord by bill of sale in the form attached to this Stipulation as Exhibit A, effective upon the Court's approval of the Debtor's rejection of the Lease under section 365 of the Bankruptcy Code.

2. The Landlord will give the Debtor a \$10,000 claim concession (the "Claim Concession") in exchange for the FF&E. The \$10,000 Claim Concession will apply first to reduce or eliminate any administrative expense claim the Landlord has against the Debtor under the Bankruptcy Code on a dollar for dollar basis. To the extent some or all of the Claim Concession remains following the reduction and/or elimination of the Landlord's administrative expense claim, the Claim Concession shall then be used to reduce any general unsecured claim the Landlord has against the Debtor under the Bankruptcy Code, including without limitation any claim under section 502(b)(6) of the Bankruptcy Code, on a dollar for dollar basis.

3. The Parties agree that the Landlord shall have an allowed liquidated uncontested general unsecured claim in the amount of \$5,027,075 (the "Landlord Rejection Damages Claim") on account of the rejection damages with respect to the Lease after giving effect to the Claim Concession set forth herein. The Landlord shall not be required to file a proof of claim with respect to the Landlord Rejection Damages Claim. The Landlord shall also have an allowed liquidated uncontested administrative claim in the amount of \$402,658.33.

4. The Debtor and the Landlord agree that the Lease rejection shall be effective as of March 31, 2023.

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SCHEDULE 1

List of FF&E

Item	Qty	Item	Qty
Breville Toaster	1	Hon 3 drawer lateral file cabinet	7
Cabinet, 2 door	1	Joola table tennis table	1
Cafeteria chairs, bar height	52	Keurig Coffee Machine	2
Cafeteria chairs, standard height	10	Lobby couches, leather, black	2
Closed door office furniture sets	36	Lunch room table, wood, 4'x12'	1
Coffee table	1	Marco Group metal stackable chair	20
Conference room table, 8' x 4'	1	MetroNaps EnergyPod (nap pod)	2
Conference room table, white, 5'x10'	1	Nespresso espresso machine, small	1
Conference room table, white, 5'x12'	1	Nucraft Flow, board room table. 19' x 5'	1
Conference room table, white, 5'x14'	1	Nucraft Flow, conference table, 66" square	2
Couch, white, 6'	1	Office Master OM5-B Task Chair	10
Cubicle 6' x 6' with file cabinet	118	Performance, 4-drawer lateral file cabinet	4
Cuisinart Microwave	2	Rolling Conference table, 4' x 2.5'	2
Da-Lite 119" motorized projector screen	1	Rolling Conference table, 6' x 2.5'	10
FireKing, fireproof 4-drawer lateral file cabinet	4	Rolling lounge chair	1
FireKing, fireproof 4-drawer vertical file cabinet	1	Rolling storage cabinet, 4 doors	1
Frigidaire Mini Refrigerator	1	Schwab 5000, fireproof 4-drawer lateral file cabinet	2
Frigidaire Professional Refrigerator	2	Steelcase Move stackable chair	76
Frigidaire Commercial, glass front refrigerator	1	Stylex task chair, white/blue	16
Heavy bar chairs, white/blue	40	Stylex task chair, white/green	16
High top, lunch room table, white, 4'x10'	4	Table, 4' round	1
High top, lunch room table, wood, 4'x16'	6	Teknion Nuova Contessa All-Mesh Task Chair	136
VariDesk Pro Plus 36	39	Viking stainless, french door refrigerator	1

EXHIBIT A

Form of Bill of Sale

BILL OF SALE

For valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Tricida, Inc. ("Transferor"), hereby grants, assigns, transfers, conveys and delivers to GI ETS Shoreline LLC ("Transferee"), all of Transferor's right, title and interest in and to all of the furniture, fixtures, furnishings, and equipment listed on Schedule 1 attached hereto (collectively, the "FF&E").

This Bill of Sale shall be governed by, and construed and enforced in accordance with, the laws of the State of California, without regard to its principles of conflicts of law.

This Bill of Sale shall be binding upon and inure to the benefit of the parties hereto and their respective successors and assigns.

IN WITNESS WHEREOF, Transferor has executed this Bill of Sale as of May 17, 2023.

TRANSFEROR:

TRICIDA, INC.

By: DocuSigned by: Gloff Parker
AGE27A9B001D447
Name: _____
Title: _____

TRANSFEE:

GI ETS Shoreline LLC

By: DocuSigned by: David Bockle
5C3DDCC7C648455...
Name: _____
Title: _____

Dated: May 17, 2023
Wilmington, Delaware

/s/ Allison S. Mielke

**YOUNG CONAWAY STARGATT &
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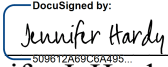
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