

Fill in this information to identify the case:

Debtor Akorn, Inc.

United States Bankruptcy Court for the: _____ District of Delaware
(State)

Case number 20-11177

**Official Form 410
Proof of Claim**

04/19

Read the instructions before filling out this form. This form is for making a claim for payment in a bankruptcy case. Do not use this form to make a request for payment of an administrative expense. Make such a request according to 11 U.S.C. § 503.

Filers must leave out or redact information that is entitled to privacy on this form or on any attached documents. Attach redacted copies or any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. **Do not send original documents;** they may be destroyed after scanning. If the documents are not available, explain in an attachment.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Fill in all the information about the claim as of the date the case was filed. That date is on the notice of bankruptcy (Form 309) that you received.

Part 1: Identify the Claim

| | | |
|---|---|--|
| 1. Who is the current creditor? | <u>Acquire Automation LLC</u> Name of the current creditor (the person or entity to be paid for this claim) | |
| | Other names the creditor used with the debtor _____ | |
| 2. Has this claim been acquired from someone else? | <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. From whom? _____ | |
| 3. Where should notices and payments to the creditor be sent? Federal Rule of Bankruptcy Procedure (FRBP) 2002(g) | Where should notices to the creditor be sent? | Where should payments to the creditor be sent? (if different) |
| | <u>Acquire Automation LLC</u> <u>John G. Loughnane, Esq.</u> <u>155 Seaport Blvd.</u> <u>Boston, MA 02210</u> | |
| | Contact phone <u>6174392521</u> | Contact phone _____ |
| | Contact email <u>jloughnane@nutter.com</u> | Contact email _____ |
| | Uniform claim identifier for electronic payments in chapter 13 (if you use one): _____ | |
| 4. Does this claim amend one already filed? | <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Claim number on court claims registry (if known) _____ Filed on _____ MM / DD / YYYY | |
| 5. Do you know if anyone else has filed a proof of claim for this claim? | <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Who made the earlier filing? _____ | |



Part 2: Give Information About the Claim as of the Date the Case Was Filed

6. Do you have any number you use to identify the debtor? No
 Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor: ____ _

7. How much is the claim? \$ 60,315.40. Does this amount include interest or other charges?
 No
 Yes. Attach statement itemizing interest, fees, expenses, or other charges required by Bankruptcy Rule 3001(c)(2)(A).

8. What is the basis of the claim? Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, or credit card.
Attach redacted copies of any documents supporting the claim required by Bankruptcy Rule 3001(c).
Limit disclosing information that is entitled to privacy, such as health care information.
Goods sold and services performed - See Exhibit A

9. Is all or part of the claim secured? No
 Yes. The claim is secured by a lien on property.
Nature or property:
 Real estate: If the claim is secured by the debtor's principle residence, file a *Mortgage Proof of Claim Attachment* (Official Form 410-A) with this *Proof of Claim*.
 Motor vehicle
 Other. Describe: _____
Basis for perfection: _____
Attach redacted copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded.)
Value of property: \$ _____
Amount of the claim that is secured: \$ _____
Amount of the claim that is unsecured: \$ _____ (The sum of the secured and unsecured amount should match the amount in line 7.)
Amount necessary to cure any default as of the date of the petition: \$ _____
Annual Interest Rate (when case was filed) _____ %
 Fixed
 Variable

10. Is this claim based on a lease? No
 Yes. Amount necessary to cure any default as of the date of the petition. \$ _____

11. Is this claim subject to a right of setoff? No
 Yes. Identify the property: _____



12. Is all or part of the claim entitled to priority under 11 U.S.C. § 507(a)?

A claim may be partly priority and partly nonpriority. For example, in some categories, the law limits the amount entitled to priority.

No

Yes. Check all that apply:

| | Amount entitled to priority |
|---|-----------------------------|
| <input type="checkbox"/> Domestic support obligations (including alimony and child support) under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B). | \$ _____ |
| <input type="checkbox"/> Up to \$3,025* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7). | \$ _____ |
| <input type="checkbox"/> Wages, salaries, or commissions (up to \$13,650*) earned within 180 days before the bankruptcy petition is filed or the debtor's business ends, whichever is earlier. 11 U.S.C. § 507(a)(4). | \$ _____ |
| <input type="checkbox"/> Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8). | \$ _____ |
| <input type="checkbox"/> Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5). | \$ _____ |
| <input type="checkbox"/> Other. Specify subsection of 11 U.S.C. § 507(a)(____) that applies. | \$ _____ |

* Amounts are subject to adjustment on 4/01/22 and every 3 years after that for cases begun on or after the date of adjustment.

13. Is all or part of the claim pursuant to 11 U.S.C. § 503(b)(9)?

No

Yes. Indicate the amount of your claim arising from the value of any goods received by the debtor within 20 days before the date of commencement of the above case, in which the goods have been sold to the Debtor in the ordinary course of such Debtor's business. Attach documentation supporting such claim.

\$ _____

Part 3: Sign Below

The person completing this proof of claim must sign and date it. FRBP 9011(b).

If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Check the appropriate box:

I am the creditor.

I am the creditor's attorney or authorized agent.

I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004.

I am a guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.

I understand that an authorized signature on this *Proof of Claim* serves as an acknowledgement that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

I have examined the information in this *Proof of Claim* and have reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on date 07/31/2020
MM / DD / YYYY

/s/John Duffin
Signature

Print the name of the person who is completing and signing this claim:

Name John Duffin
First name Middle name Last name

Title President

Company Acquire Automation LLC
Identify the corporate servicer as the company if the authorized agent is a servicer.

Address _____

Contact phone _____ Email _____



KCC ePOC Electronic Claim Filing Summary

For phone assistance: Domestic (877) 725-7539 | International (424) 236-7247

| | | |
|--|--|----------------------------------|
| Debtor: 20-11177 - Akorn, Inc. | | |
| District: District of Delaware | | |
| Creditor: Acquire Automation LLC John G. Loughnane, Esq. 155 Seaport Blvd. Boston, MA, 02210 Phone: 6174392521 Phone 2: Fax: Email: jloughnane@nutter.com | Has Supporting Documentation: Yes, supporting documentation successfully uploaded Related Document Statement: Has Related Claim: No Related Claim Filed By: Filing Party: Creditor | |
| Other Names Used with Debtor: | Amends Claim: No Acquired Claim: No | |
| Basis of Claim: Goods sold and services performed - See Exhibit A | Last 4 Digits: No | Uniform Claim Identifier: |
| Total Amount of Claim: 60,315.40 | Includes Interest or Charges: No | |
| Has Priority Claim: No | Priority Under: | |
| Has Secured Claim: No Amount of 503(b)(9): No Based on Lease: No Subject to Right of Setoff: No | Nature of Secured Amount: Value of Property: Annual Interest Rate: Arrearage Amount: Basis for Perfection: Amount Unsecured: | |
| Submitted By: John Duffin on 31-Jul-2020 11:44:19 a.m. Eastern Time Title: President Company: Acquire Automation LLC | | |

Akorn, Inc.
United States Bankruptcy Court for the District of Delaware
Case No. 20-11177

EXHIBIT A TO PROOF OF CLAIM

1. Acquire Automation LLC (the “Claimant”) now holds an unsecured claim against the Debtor for unpaid invoices in an amount not less than \$60,315.40, as summarized below.

Copies of the unpaid invoices are attached as Attachment 1.

| Invoice | PO | Invoice Date | Due Date | Project | Invoice Total | Outstanding Pre-Petition Value |
|----------------|-----------|---------------------|-----------------|---|----------------------|---------------------------------------|
| SIN004478 | 159623 | 4/30/2020 | 6/30/2020 | 875464-Akorn-Offline Training-Project | \$18,725.00 | \$18,725.00 |
| SIN004219 | 159623 | 3/31/2020 | 5/30/2020 | 875464-Akorn-Offline Training-Project | \$2,275.00 | \$2,275.00 |
| SIN004152 | 159623 | 2/28/2020 | 4/29/2020 | 875464-Akorn-Offline Training-Project | \$9,312.50 | \$9,312.50 |
| SIN004011 | 159623 | 2/25/2020 | 3/26/2020 | 875464-Akorn-Offline Training-Project | \$14,397.50 | \$14,397.50 |
| SIN004164 | 192527 | 2/28/2020 | 3/29/2020 | 875461-Akorn-Spare Parts-Project | \$402.89 | \$402.89 |
| SIN004547 | 197174 | 5/27/2020 | 6/26/2020 | 875499-Akorn-Vidi Training Class-Project | \$7,150 | \$4,352.51 |
| SIN004548 | 159623 | 5/27/2020 | 7/26/2020 | 875464-Akorn-Offline Jobfile Training-Project | \$11,550 | \$10,850 |

2. The Claimant reserves its rights, including, but not limited to, its rights of netting, recoupment, and setoff. The Claimant also reserves its rights regarding all other claims and/or defenses that the Claimant may possess and/or assert against the Debtor. The Claimant reserves the right to amend or supplement this Proof of Claim from time to time and at any time.

3. The filing of this Proof of Claim is not: (a) a waiver or release of the Claimant's rights; (b) a waiver or release of any right or claim of the Claimant arising out of any other claim, of any nature whatsoever, which the Claimant has against the Debtor or any of its affiliates; (c) a waiver or release of any rights of the Claimant under any provision of the Bankruptcy Code or applicable non-bankruptcy law; (d) an election of any remedy to the exclusion, express or implied, of any other remedy; (e) a consent that this claim is a debt which is subject to discharge in this or any other subsequent bankruptcy proceeding; (f) a ratification or consent to any obligations or liability based upon or arising out of any transactions between the Claimant and the Debtor; (g) a waiver or release of any rights of the Claimant to have any and all final orders in any and all noncore matters entered only after de novo review by a U.S. District Court; (h) a waiver or release of any right to a jury trial; or (i) a waiver or release of any rights of the Claimant to have the reference withdrawn in this matter or proceeding. All of the foregoing rights and claims are hereby preserved without exception and with no purpose of confessing or conceding any of the foregoing in any way by this filing or by any other participation in this case.

ATTACHMENT 1

Unpaid invoices

(see attached)

Acquire Automation
 9100 Fall View Dr
 Fishers, IN 46037



| |
|--|
| Bill To |
| Akorn Pharmaceutical - Illinois 150 S Wyckles Road Decatur Illinois62522 United States |

| Invoice | |
|------------|-----------|
| Date | Invoice # |
| 04/30/2020 | SIN004478 |

| P.O. Number | Due Date | Project | |
|-------------------------|-----------------------------|---------------------------------------|-------------|
| 159623 | 06/30/2020 | 875464-Akorn-Offline Training-Project | |
| Hours/Qty | Description | Price Each | Amount |
| 107 | Timecard - Luke Decker - | \$175.00 | \$18,725.00 |
| Total | | | \$18,725.00 |
| Payments/Credits | | | \$0.00 |
| Balance Due | | | \$18,725.00 |



| | | |
|----------------------|--------------------|---------------------------|
| Phone # 317-849-3350 | Fax # 317-849-0033 | www.acquireautomation.com |
|----------------------|--------------------|---------------------------|

Acquire Automation, LLC
 9100 Fall View Drive
 Fishers, IN 46037



| |
|--|
| Bill To |
| Akorn Pharmaceutical - Illinois 150 S Wyckles Road Decatur Illinois62522 United States |

| Invoice | |
|------------|-----------|
| Date | Invoice # |
| 03/31/2020 | SIN004219 |

| P.O. Number | Due Date | Project | |
|-------------------------|-----------------------------|---------------------------------------|------------|
| 159623 | 05/30/2020 | 875464-Akorn-Offline Training-Project | |
| Hours/Qty | Description | Price Each | Amount |
| 13 | Timecard - Luke Decker - | \$175.00 | \$2,275.00 |
| Total | | | \$2,275.00 |
| Payments/Credits | | | \$0.00 |
| Balance Due | | | \$2,275.00 |



| | | |
|----------------------|--------------------|---------------------------|
| Phone # 317-849-3350 | Fax # 317-849-0033 | www.acquireautomation.com |
|----------------------|--------------------|---------------------------|

Acquire Automation, LLC
 9100 Fall View Drive
 Fishers, IN 46037

ACQUIRE™ AUTOMATION

| |
|---|
| Bill To |
| Akorn Pharmaceutical - Illinois 150 S Wyckles Road Decatur Illinois 62522 United States |

| Invoice | |
|------------|-----------|
| Date | Invoice # |
| 02/28/2020 | SIN004152 |

| P.O. Number | Due Date | Project | |
|-------------------------|---------------------------|---------------------------------------|------------|
| 159623 | 04/29/2020 | 875464-Akorn-Offline Training-Project | |
| Hours/Qty | Description | Price Each | Amount |
| 1.5 | Timecard - Dalton McKee - | \$200.00 | \$300.00 |
| 51.5 | Timecard - Luke Decker - | \$175.00 | \$9,012.50 |
| Total | | | \$9,312.50 |
| Payments/Credits | | | \$0.00 |
| Balance Due | | | \$9,312.50 |

copy emailed 3/5/20



| | | |
|----------------------|--------------------|---------------------------|
| Phone # 317-849-3350 | Fax # 317-849-0033 | www.acquireautomation.com |
|----------------------|--------------------|---------------------------|

Acquire Automation, LLC
 9100 Fall View Drive
 Fishers, IN 46037

ACQUIRE™ AUTOMATION

| |
|--|
| Bill To |
| Akorn Pharmaceutical - Illinois 150 S Wyckles Road Decatur Illinois62522 United States |

| Invoice | |
|------------|-----------|
| Date | Invoice # |
| 02/25/2020 | SIN004011 |

| P.O. Number | Due Date | Project | |
|-------------------------|---------------------------|---------------------------------------|-------------|
| 159623 | 03/26/2020 | 875464-Akorn-Offline Training-Project | |
| Hours/Qty | Description | Price Each | Amount |
| 11 | Timecard - Dalton McKee - | \$200.00 | \$2,200.00 |
| 69.7 | Timecard - Luke Decker - | \$175.00 | \$12,197.50 |
| Total | | | \$14,397.50 |
| Payments/Credits | | | \$0.00 |
| Balance Due | | | \$14,397.50 |

CAD emailed 2/25/20



| | | |
|----------------------|--------------------|---------------------------|
| Phone # 317-849-3350 | Fax # 317-849-0033 | www.acquireautomation.com |
|----------------------|--------------------|---------------------------|

Acquire Automation, LLC
 9100 Fall View Drive
 Fishers, IN 46037

ACQUIRE™ AUTOMATION

| |
|---|
| Bill To |
| Akorn Pharmaceutical - Illinois 150 S Wyckles Road Decatur Illinois 62522 United States |

| Invoice | |
|------------|-----------|
| Date | Invoice # |
| 02/28/2020 | SIN004164 |

| P.O. Number | Due Date | Project | |
|-------------------------|------------------|----------------------------------|----------|
| 192527 | 03/29/2020 | 875461-Akorn-Spare Parts-Project | |
| Quantity | Description | Price Each | Amount |
| 1 | Project Shipping | \$402.89 | \$402.89 |
| Total | | | \$402.89 |
| Payments/Credits | | | \$0.00 |
| Balance Due | | | \$402.89 |

*CPAD
 emailed
 3/9/20*



| | | |
|----------------------|--------------------|---------------------------|
| Phone # 317-849-3350 | Fax # 317-849-0033 | www.acquireautomation.com |
|----------------------|--------------------|---------------------------|

Acquire Automation
 9100 Fall View Dr
 Fishers, IN 46037



| |
|--|
| Bill To |
| Akorn Pharmaceutical - Illinois 150 S Wyckles Road Decatur Illinois62522 United States |

| Invoice | |
|------------|-----------|
| Date | Invoice # |
| 05/27/2020 | SIN004547 |

| P.O. Number | Due Date | Project | |
|-------------|-------------------------|--|------------|
| 197174 | 06/26/2020 | 875499 - Akorn - Vidi Training Class-Project | |
| Quantity | Description | Price Each | Amount |
| 1 | Project/Travel Complete | \$7,150.00 | \$7,150.00 |
| | | Total | \$7,150.00 |
| | | Payments/Credits | \$0.00 |
| | | Balance Due | \$7,150.00 |



| | | |
|----------------------|--------------------|--|
| Phone # 317-849-3350 | Fax # 317-849-0033 | www.acquireautomation.com |
|----------------------|--------------------|--|

Acquire Automation
 9100 Fall View Dr
 Fishers, IN 46037



| |
|--|
| Bill To |
| Akorn Pharmaceutical - Illinois 150 S Wyckles Road Decatur Illinois62522 United States |

| Invoice | |
|------------|-----------|
| Date | Invoice # |
| 05/27/2020 | SIN004548 |

| P.O. Number | Due Date | Project | |
|-------------------------|-----------------------------|---|-------------|
| 159623 | 07/26/2020 | 875464-Akorn-Offline Jobfile Training-Project | |
| Hours/Qty | Description | Price Each | Amount |
| 66 | Timecard - Luke Decker - | \$175.00 | \$11,550.00 |
| Total | | | \$11,550.00 |
| Payments/Credits | | | \$0.00 |
| Balance Due | | | \$11,550.00 |



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|----------------------|--------------------|---------------------------|
| Phone # 317-849-3350 | Fax # 317-849-0033 | www.acquireautomation.com |
|----------------------|--------------------|---------------------------|