

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

In re:)
) Chapter 11
NOVAN, INC., *et al.*,¹)
) Case No. 23-10937 (LSS)
Debtors.)
) (Jointly Administered)
)
) **Re: D.I. 239 & 297**
)

**ORDER (I) ESTABLISHING CERTAIN BAR DATES FOR FILING PROOFS OF
CLAIM AGAINST THE DEBTORS, AND (II) GRANTING RELATED RELIEF,
INCLUDING NOTICE AND FILING PROCEDURES**

Upon the motion (the “Motion”)² of the above-captioned debtors and debtors in possession (the “Debtors”) for entry of an order (this “Order”), pursuant to sections 501, 502 and 503 of the Bankruptcy Code, Bankruptcy Rules 2002, 3002 and 3003, and Local Rules 2002-1(e) and 3003-1: (i) establishing certain bar dates for filing prepetition claims in these chapter 11 cases and (ii) granting related relief, including approving the form and manner of notice thereof; and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. § 1334; and consideration of the Motion and the requested relief being a core proceeding pursuant to 28 U.S.C. § 157(b); and it appearing that venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and notice of this Motion having been due and sufficient under the circumstances; and after any hearing and upon the record in these chapter 11 cases; and after due deliberation; and good and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

¹ The Debtors in these chapter 11 cases, along with the last four digits of the Debtors’ federal tax identification number (if applicable), are: Novan, Inc. (7682) and EPI Health, LLC (9118). The corporate headquarters and the mailing address for the Debtors is 4020 Stirrup Creek Drive, Suite 110, Durham, NC 27703.

² Capitalized terms not defined herein are defined in the Motion.



1. The Motion is GRANTED, as set forth herein.

2. Unless otherwise provided herein, the following Bar Dates are hereby established in these chapter 11 cases:

- a. 5:00 p.m. prevailing Eastern Time on the date that is thirty (30) days from service of the Bar Date Notice as the deadline (the “General Bar Date”) for each person or entity, other than a governmental unit, to file a proof of claim in respect of any prepetition claim against any of the Debtors, including, without limitation, any secured claim, unsecured claim, priority claim, claim asserted under section 503(b)(9) of the Bankruptcy Code for goods delivered and received by any of the Debtors within 20 days of the Petition Date, unless otherwise provided in this Motion;
- b. January 16, 2024, as the deadline (the “Government Bar Date”) by which a governmental unit must file a proof of claim in respect of a prepetition claim against any of the Debtors;
- c. the later of (i) the General Bar Date or the Government Bar Date (if applicable) and (ii) 5:00 p.m. prevailing Eastern Time on the date that is thirty (30) days following service of an order approving rejection of an executory contract or unexpired lease of the Debtors as the deadline (the “Rejection Bar Date”) by which an entity asserting a claim for damages against any of the Debtors arising from such rejection must file a proof of claim on account of such damages;
- d. the later of (i) the General Bar Date or the Government Bar Date (if applicable) and (ii) 5:00 p.m. prevailing Eastern Time on the date that is thirty (30) days following service of notice of an amendment to the Debtors’ Schedules as the deadline (the “Amended Schedule Bar Date”) for an entity whose claim is affected by such amendment to file, amend, or supplement a proof of claim with respect to such claim, provided that any amendment to the Schedules to include the intercompany amount owed among the Debtor entities shall not extend the General Bar Date.

3. The Claim Form, substantially in the form attached hereto as Exhibit 1, the Bar Date Notice, substantially in the form attached hereto as Exhibit 2, and the form of publication notice of the Bar Dates, substantially in the form attached hereto as Exhibit 3, are each hereby approved.

Who Must File a Proof of Claim

4. Except as otherwise set forth herein, the following persons or entities asserting claims against the Debtors arising, or deemed to arise, before the Petition Date are required to file proofs of claim by the applicable Bar Date (regardless of whether such claims are secured or unsecured, priority or nonpriority, or otherwise) if such persons or entities wish to be treated as creditors with respect to such claims for the purposes of voting and distribution in these cases:

- a. any person or entity whose claim is not listed on the applicable Debtor's Schedules;
- b. any person or entity whose claim is listed on the applicable Debtor's Schedules as contingent, unliquidated or disputed;
- c. any person or entity whose claim is improperly classified on the applicable Debtor's Schedules or is listed in an incorrect amount and who desires to have its claim allowed in a different classification or amount than identified in the applicable Schedules;
- d. any person or entity whose claim is identified on the incorrect Debtor's Schedules, or not identified on the Schedules of all Debtors against whom the entity desires to, and has a basis to, assert such claim;
- e. any person or entity who believes that its claim against a Debtor is or may be entitled to priority under section 503(b)(9) of the Bankruptcy Code for goods delivered and received by any of the Debtors within 20 days of the Petition Date;
- f. any person or entity who asserts a claim arising from the rejection of an executory contract or unexpired lease of a Debtor and has not previously filed any such claim;
- g. any person or entity who asserts a claim against a Debtor arising from or relating to the purchase or sale of any security of the Debtors, including, without limitation, any equity security; and

- h. any person or entity who asserts a claim arising from or relating to pending or threatened litigation against a Debtor, including any claim arising for alleged wage and hour violations or unfair business practices.

Who is Not Required to File a Proof of Claim

5. The following persons or entities holding prepetition claims against the Debtors shall not be required to file proofs of claim:

- a. any person or entity whose claim is listed on the Schedules, if (i) the claim is not listed as contingent, unliquidated or disputed, (ii) the person or entity does not disagree with the amount, nature or priority of the claim as identified on the Schedules, and (iii) the person or entity does not dispute that the claim is the obligation of the specific Debtor or Debtors on whose Schedules the claim is identified;
- b. any person or entity who has already filed with KCC or with the Clerk of Court a signed proof of claim against the applicable Debtor(s) utilizing Official Form B410 or a claim form that substantially conforms to such official form, including by providing all of the information required by such form and the procedures set forth herein;
- c. any person or entity whose claim is allowable under §503(b) and §507(a)(2) of the Bankruptcy Code as an administrative expense (other than a claim arising under section 503(b)(9) of the Bankruptcy Code);
- d. any person or entity whose claim has been allowed by order of the Court entered on or before the applicable Bar Date;
- e. any person or entity whose claim as been paid in full in accordance with an order of the Court entered on or before the applicable Bar Date;
- f. any person or entity whose claim is based solely on owning an equity security in the Debtors;
- g. any employee of the Debtors who was employed at any time on or after the Petition Date and whose prepetition salary, wages, benefits or other remuneration have been paid pursuant to Court order; provided, however, that all other claims of employees arising before the Petition Date, including claims for wrongful termination, discrimination, harassment, hostile work environment,

retaliation, wage and hour violations or unfair business practices, must be filed by the applicable Bar Date;

- h. any director, officer or employee of the Debtors who served in such capacity at any time after the Petition Date for claims based on indemnification, contribution or reimbursement;
- i. any Debtor having a claim against another Debtor;
- j. any contract or lease counterparty whose contract or lease has been assumed or assumed and assigned by the Debtors; and
- k. the DIP Lender and Prepetition Secured Lender.³

Requirements and Procedures for Filing a Proof of Claim

6. The following procedures and requirements with respect to preparing and filing proofs of claim are hereby established:

- a. proofs of claim must be submitted on the Claim Form or Official Form B410, or substantially conform to such official form;
- b. proofs of claim must be written in the English language, denominated in U.S. dollars, specify the name and case number of the Debtor against whom the claim is asserted, set forth the legal and factual bases for the claim, include supporting documentation or an explanation for why supporting documentation is not available, and be signed under penalty of perjury by the claimant or the claimant's attorney or authorized agent; and
- c. if the claimant asserts a claim or claims against more than one Debtor, the claimant must file a separate proof of claim against each applicable Debtor.
- d. Electronic proofs of claim. A proof of claim may be filed electronically at <https://www.kccllc.net/novan> using the interface available after clicking the link entitled "Submit Electronic Proof of Claim". A claim must be submitted **so as to be actually received** on or before the applicable Bar Date.

³ The capitalized terms used in this subparagraph (k) are used as defined in the *Final Order (I) Authorizing Debtors to (A) Obtain Postpetition Financing and (B) Use of Cash Collateral, (II) Granting Adequate Protection to the Prepetition Secured Lender, and, (III) Granting Related Relief* [D.I. 220].

- e. Hardcopy proofs of claim. An original, signed copy of the proof of claim must be sent **so as to be actually received** on or before the applicable Bar Date as follows:

**Novan Claims Processing Center
c/o KCC
222 N. Pacific Coast Highway, Suite 300
El Segundo, CA 90245**

- f. Other methods not accepted. Proofs of claim sent by means other than as described above, including by means of email or fax, will not be accepted.

7. The Debtors, with assistance from KCC, will provide each creditor listed on the Debtors' Schedules with a personalized Claim Form indicating how the creditor's claim is reflected on the Schedules, including: (i) the identity of the Debtor against which the creditor's claim is scheduled; (ii) the amount of the scheduled claim, if any; (iii) whether the claim is contingent, unliquidated, or disputed; and (iv) whether the claim is listed as secured, unsecured priority, or unsecured nonpriority.

Consequences of Failure to File a Proof of Claim

8. Absent further order of the Court to the contrary, any entity who is required (and not exempt) under this Order, but fails, to submit a proof of claim in accordance with this Order on or before the applicable Bar Date may be forever barred, estopped, and enjoined from asserting such claim against the Debtors and their property, and be forever enjoined from asserting claims for any and all indebtedness or liability with respect to or arising from such claim in these chapter 11 cases. Without limiting the foregoing sentence, any creditor asserting a claim entitled to priority pursuant to section 503(b)(9) of the Bankruptcy Code that fails to file a proof of claim shall not be entitled to any priority treatment on account of such

claim pursuant to section 503(b)(9) of the Bankruptcy Code, regardless of whether such claim is identified on the Schedules as not contingent, not disputed, and not liquidated.

Actual Notice of the Bar Dates to Known Potential Creditors

9. Pursuant to Bankruptcy Rule 2002(a)(7), (f), and (p), the Debtors shall provide the Bar Date Notice Package to the following potential creditors and other parties in interest, wherever located:

- a. the Office of the U.S. Trustee;
- b. proposed counsel to the Committee;
- c. all known creditors and other known holders of potential claims against the Debtors' or their estates;
- d. all parties who have filed claims in these cases, including administrative expense claims, as of the date of entry of the Bar Date Order;
- e. all counterparties to executory contracts and unexpired leases listed on the Schedules at the addresses stated therein or as updated by a counterparty pursuant to the terms of the contract or lease;
- f. all parties who have filed a request for notice in these cases pursuant to Bankruptcy Rule 2002 as of the date of entry of the Bar Date Order;
- g. all parties who have otherwise filed a document in these cases and are identified on the Court's electronic docket as of the date of entry of the Bar Date Order;
- h. all current employees of the Debtors and former employees of the Debtors who left the Debtors' employ within three years prior to the Petition Date or at any time following the Petition Date through the date of entry of the Bar Date Order;
- i. all taxing authorities for jurisdictions in which the Debtors do business or did business within three years prior to the Petition Date;
- j. all government agencies that regulate the Debtors' business;

- k. the office of the attorney general for each state in which any Debtor is incorporated or maintained or conducted business within three years prior to the Petition Date;
- l. the SEC;
- m. all known lienholders;
- n. all parties to litigation pending or threatened against the Debtors as of the date of entry of the Bar Date Order;
- o. all providers of utility services to the Debtors, including past providers who provided service within three years of the Petition Date;
- p. the Debtors' current insurance providers; the Debtors' past insurance providers under whose policies open claims remain pending; and the Debtors' past insurance providers who provided coverage within three years before the Petition Date, regardless of whether a claim is currently pending in respect of such coverage;
- q. the Debtors' ordinary course professionals;
- r. the Debtors' banks; and
- s. all parties included on the creditor matrix filed in these Chapter 11 Cases.

Publication Notice of the Bar Dates for Unknown Potential Creditors

10. The Debtors shall publish the Bar Date Notice, in substantially the form attached hereto as **Exhibit 3**, in the national edition of *USA Today*, promptly after entry of this Order and at least 21 days' prior to the General Bar Date.

Supplemental Mailings

11. After the initial service of the Bar Date Notice Packages, the Debtors may, in their discretion, make supplemental mailings of the Bar Date Notice Package, including in the event that: (a) notices are returned by the post office with forwarding addresses; (b) certain parties acting on behalf of parties in interest decline to pass along notices to these parties and instead return their names and addresses to the Debtors for direct mailing; and (c) additional

potential claimants become known after the initial service of the Bar Date Notice Packages. For holders of claims receiving such supplemental mailings, except for entities that are exempt from complying with the applicable Bar Dates as set forth in this Order, the deadline to file Proofs of Claim, if necessary, shall be the later of (a) the Claims Bar Date or the Governmental Bar Date, as applicable, or (b) 5:00 p.m. (prevailing Eastern Time) on the date that is 30 days from service of the supplemental mailing of the Bar Date Notice Packages (or another time period as may be fixed by the Court).

Additional Relief

12. The Debtors and KCC are authorized and empowered to take such steps and perform such actions as may be necessary to implement and effectuate the terms of this Order, including without limitation, paying of costs incurred in connection with noticing the Bar Dates.

13. The Debtors and KCC are authorized to redact from the claims register social security numbers, any information authorized to be redacted in the *Order Authorizing Debtors to (A) File a Consolidated List of Creditors in Lieu of Submitting a Separate Mailing Matrix for Each Debtor, (B) File a Consolidated List of the Debtors' Thirty Largest Unsecured Creditors, and (C) to File Under Seal Portions of The Creditor Matrix and Other Filings Containing Certain Personal Identification Information* [D.I. 36]. The Debtors and KCC are also authorized to take other reasonable action to prevent such information from being publicly available on the claims register. Redactions beyond the above-listed categories require a further order of this Court.

14. Notification of the relief granted by this Order as provided herein is fair and reasonable and will provide good, sufficient and proper notice to all creditors of their rights and obligations in connection with claims they may have against the Debtors in these cases.

15. Nothing in this Order shall prejudice the right of the Debtors or their estates, or any other party in interest to dispute or assert offsets or defense to any claim reflected in the Schedules or otherwise.

16. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

17. The Debtors may make corrections, additions or deletions to the Bar Date Notice Package and the publication notice as appropriate, including to remove stale or non-pertinent information.

18. This Court shall retain jurisdiction over all matters arising out of or related to the Motion and this Order.

Dated: September 20th, 2023
Wilmington, Delaware


LAURIE SELBER SILVERSTEIN
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT 1

Claim Form

Your claim can be filed electronically on KCC's website at <https://epoc.kccllc.net/Novan>

United States Bankruptcy Court for the District of Delaware	
Indicate Debtor against which you assert a claim by checking the appropriate box below. (Check only one Debtor per claim form.)	
<input type="checkbox"/> Novan, Inc. (Case No. 23-10937)	<input type="checkbox"/> EPI Health, LLC (Case No. 23-10938)

Official Form 410 Proof of Claim

04/22

Read the instructions before filling out this form. This form is for making a claim for payment in a bankruptcy case. Other than a claim under 11 U.S.C. § 503(b)(9), this form should not be used to make a claim for an administrative expense arising after the commencement of the case.

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.

Part 1: Identify the Claim		
1. Who is the current creditor?	_____ 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 type="checkbox"/> No <input type="checkbox"/> Yes. From whom? _____	
3. Where should notices and payments to the creditor be sent?	Where should notices to the creditor be sent?	Where should payments to the creditor be sent? (if different)
Federal Rule of Bankruptcy Procedure (FRBP) 2002(g)	Name _____ Number Street _____ City State ZIP Code _____ Country _____ Contact phone _____ Contact email _____	Name _____ Number Street _____ City State ZIP Code _____ Country _____ Contact phone _____ Contact email _____
	Uniform claim identifier for electronic payments in chapter 13 (if you use one): _____	
4. Does this claim amend one already filed?	<input 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?	<input type="checkbox"/> No <input type="checkbox"/> Yes. Who made the earlier filing? _____	

a proof of claim for this claim?

Part 2: Provide Information About the Claim as of the Date the Case Was Filed
page 1

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? \$ _____ 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.

9. Is all or part of the claim secured? No
 Yes. The claim is secured by a lien on property.
Nature of property:
 Real estate: If the claim is secured by the debtor's principal 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: _____

Official Form 410 **Proof of Claim** page 2

12. Is all or part of the claim entitled to priority under 11 U.S.C. § 507(a)? 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 \$3,350* 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 \$15,150* 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 4/01/25 and every 3 years after that for cases begun on or after the date of adjustment.

13. Is all or part of the claim entitled to administrative priority 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 _____
 MM / DD / YYYY

 Signature

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

Name _____
 First name Middle name Last name

Title _____

Company	_____			
	Identify the corporate servicer as the company if the authorized agent is a servicer.			
Address	_____			
	Number	Street		
	_____		_____	
	City	State	ZIP Code	Country
Contact phone	_____		Email	_____

Official Form 410

Proof of Claim
page 3

Instructions for Proof of Claim

United States Bankruptcy Court

12/15

These instructions and definitions generally explain the law. In certain circumstances, such as bankruptcy cases that debtors do not file voluntarily, exceptions to these general rules may apply. You should consider obtaining the advice of an attorney, especially if you are unfamiliar with the bankruptcy process and privacy regulations.

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

PLEASE SEND COMPLETED PROOF(S) OF CLAIM TO:

How to fill out this form

- **Fill in all of the information about the claim as of the date the case was filed.**

- **Fill in the caption at the top of the form**

- **If the claim has been acquired from someone else, then state the identity of the last party** who owned the claim or was the holder of the claim and who transferred it to you before the initial claim was filed.

- **Attach any supporting documents to this form.**
Attach redacted copies of any documents that show that the debt exists, a lien secures the debt, or both. (See the definition of *redaction* on the next page.)

Also attach redacted copies of any documents that show perfection of any security interest or any assignments or transfers of the debt. In addition to the documents, a summary may be added. Federal Rule of Bankruptcy Procedure (called “Bankruptcy Rule”) 3001(c) and (d).

- **Do not attach original documents because attachments may be destroyed after scanning.**

- **If the claim is based on delivery health care goods or services, do not disclose confidential health care information. Leave out or redact confidential information both in the claim and in the attached documents.**

Novan Claims Processing Center
c/o KCC
222 N. Pacific Coast Hwy., Ste. 300
El Segundo, CA 90245

Alternatively, your claim can be filed electronically on KCC’s website at <https://epoc.kccllc.net/Novan>.

- **A Proof of Claim form and any attached documents must show only the last 4 digits of any social security number, individual’s tax identification number, or financial account number, and only the year of any person’s date of birth.** See Bankruptcy Rule 9037.

- **For a minor child, fill in only the child’s initials and the full name and address of the child’s parent or guardian.**
For example, write *A.B., a minor child (John Doe, parent, 123 Main St., City, State)*. See Bankruptcy Rule 9037.

Confirmation that the claim has been filed

To receive confirmation that the claim has been filed, either enclose a stamped self-addressed envelope and a copy of this form or you may view a list of filed claims in this case by visiting the Claims and Noticing and Agent’s website at <http://www.kccllc.net/Novan>.

Understand the terms used in this form

Administrative expense: Generally, an expense that arises after a bankruptcy case is filed in connection with operating, liquidating, or distributing that bankruptcy estate.
11 U.S.C. § 503

Claim: A creditor’s right to receive payment for a debt that the debtor owed on the date the debtor filed for bankruptcy. 11 U.S.C. §101 (5). A claim may be secured or unsecured.

Claim Pursuant to 11 U.S.C. §503(b)(9): A 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 the Debtor's business. Attach documentation supporting such claim.

Creditor: A person, corporation, or other entity to whom a debtor owes a debt that was incurred on or before the date the debtor filed for bankruptcy. 11 U.S.C. §101 (10).

Debtor: A person, corporation, or other entity to who is in bankruptcy. Use the debtor's name and case number as shown in the bankruptcy notice you received. 11 U.S.C. §101 (13).

Evidence of perfection: Evidence of perfection of a security interest may include documents showing that a security interest has been filed or recorded, such as a mortgage, lien, certificate of title, or financing statement.

Information that is entitled to privacy: A *Proof of Claim* form and any attached documents must show only the last 4 digits of any social security number, an individual's tax identification number, or a financial account number, only the initials of a minor's name, and only the year of any person's date of birth. If a claim is based on delivering health care goods or services, limit the disclosure of the goods or services to avoid embarrassment or disclosure of confidential health care information. You may later be required to give more information if the trustee or someone else in interest objects to the claim.

Priority claim: A claim within a category of unsecured claims that is entitled to priority under 11 U.S.C. §507(a). These claims are paid from the available money or property in a bankruptcy case before other unsecured claims are paid. Common priority unsecured claims include alimony, child support, taxes, and certain unpaid wages.

Proof of claim: A form that shows the amount of debt the debtor owed to a creditor on the date of the bankruptcy filing. The form must be filed in the district where the case is pending.

Redaction of information: Masking, editing out, or deleting certain information to protect privacy. Filers must redact or leave out information entitled to **privacy** on the *Proof of Claim* form and any attached documents.

Secured claim under 11 U.S.C. §506(a): A claim backed by a lien on particular property of the debtor. A claim is secured to the extent that a creditor has the right to be paid from the property before other creditors are paid. The amount of a secured claim usually cannot be more than the value of the particular property on which the creditor has a lien. Any amount owed to a creditor that is more than the value of the property normally may be an unsecured claim. But exceptions exist; for example, see 11 U.S.C. § 1322(b) and the final sentence of 1325(a).

Examples of liens on property include a mortgage on real estate a security interest in a car. A lien may be voluntarily granted by a debtor or may be obtained through a court proceeding. In states, a court judgment may be a lien.

Setoff: Occurs when a creditor pays itself with money belonging to the debtor that it is holding, or by canceling a debt it owes to the debtor.

Uniform claim identifier: An optional 24-character identifier that some creditors use to facilitate electronic payment.

Unsecured claim: A claim that does not meet the requirements of a secured claim. A claim may be unsecured in part to the extent that the amount of the claim is more than the value of the property on which a creditor has a lien.

Offers to purchase a claim

Certain entities purchase claims for an amount that is less than the face value of the claims. These entities may contact creditors offering to purchase their claims. Some written communications from these entities may easily be confused with official court documentation or communications from the debtor. These entities do not represent the bankruptcy court, the bankruptcy trustee, or the debtor. A creditor has no obligation to sell its claim. However, if a creditor decides to sell its claim, any transfer of that claim is subject to Bankruptcy Rule 3001(e), any provisions of the Bankruptcy Code (11 U.S.C. § 101 et seq.) that apply, and any orders of the bankruptcy court that apply.

Do not file these instructions with your form.

EXHIBIT 2

Bar Date Notice

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

In re:)	
)	Chapter 11
NOVAN, INC., <i>et al.</i> , ¹)	
)	Case No. 23-10937 (LSS)
Debtors.)	
)	(Jointly Administered)
)	
)	Re: D.I. __
)	

**NOTICE OF BAR DATES FOR FILING PROOFS
OF CLAIM AGAINST THE DEBTORS**

On July 17, 2023 (the “Petition Date”), the following debtors (the “Debtors”) filed voluntary chapter 11 petitions in the United States Bankruptcy Court for the District of Delaware (the “Court”):

Debtors	Case No.
Novan, Inc.	Case No. 23-10937 (LSS)
EPI Health, LLC	Case No. 23-10938 (LSS)

On [•], 2023, the Court entered an order (the “Bar Date Order”)² establishing the following deadlines for filing certain prepetition claims in the Debtors’ chapter 11 cases:

- (i) **[30 days from service of this notice], 2023, 5:00 p.m. prevailing Eastern Time** as the deadline (the “General Bar Date”) to file a proof of claim in respect of any prepetition claim against any of the Debtors, including, without limitation, any secured claim, unsecured claim, priority claim, or claim asserted under section 503(b)(9) of the Bankruptcy Code for goods delivered and received by any of the Debtors within 20 days of the Petition Date, unless otherwise provided in the Bar Date Order.
- (iii) **January 16, 2024**, as the deadline (the “Government Bar Date”) by which a governmental unit must file a proof of claim in respect of a prepetition claim against any of the Debtors;
- (iv) the later of (i) the General Bar Date or the Government Bar Date (if applicable) and (ii) 5:00 p.m. prevailing Eastern Time on the date that is thirty (30) days following

¹ The Debtors in these chapter 11 cases, along with the last four digits of the Debtors’ federal tax identification number (if applicable), are: Novan, Inc. (7682) and EPI Health, LLC (9118). The corporate headquarters and the mailing address for the Debtors is 4020 Stirrup Creek Drive, Suite 110, Durham, NC 27703.

² Capitalized terms not defined herein shall have the meanings ascribed to them in the Bar Date Order.

service of an order approving rejection of an executory contract or unexpired lease of the Debtors as the deadline for an entity asserting a claim for damages against any of the Debtors arising from such rejection to file a proof of claim on account of such damages;

(v) the later of (i) the General Bar Date or the Government Bar Date (if applicable) and (ii) 5:00 p.m. prevailing Eastern Time on the date that is thirty (30) days following service of notice of an amendment to the Debtors' schedules of assets and liabilities (the "Schedules") as the deadline for an entity whose claim is affected by such amendment to file, amend, or supplement a proof of claim with respect to such claim, provided that any amendment to the Schedules to include the intercompany amount owed among the Debtor entities shall not extend the General Bar Date.

Who Must Submit a Prepetition Claim. Except as otherwise set forth herein, the following persons or entities asserting claims against the Debtors arising, or deemed to arise, before the Petition Date are required to file proofs of claim by the applicable Bar Date (regardless of whether such claims are secured or unsecured, priority or nonpriority, or otherwise) if such persons or entities wish to be treated as creditors with respect to such claims for the purposes of voting and distribution in these cases:

- a. any person or entity whose claim is not listed on the applicable Debtor's Schedules;
- b. any person or entity whose claim is listed on the applicable Debtor's Schedules as contingent, unliquidated or disputed;
- c. any person or entity whose claim is improperly classified on the applicable Debtor's Schedules or is listed in an incorrect amount and who desires to have its claim allowed in a different classification or amount than identified in the applicable Schedules;
- d. any person or entity whose claim is identified on the incorrect Debtor's Schedules, or not identified on the Schedules of all Debtors against whom the entity desires to, and has a basis to, assert such claim;
- e. any person or entity who believes that its claim against a Debtor is or may be entitled to priority under section 503(b)(9) of the Bankruptcy Code for goods delivered and received by any of the Debtors within 20 days of the Petition Date;
- f. any person or entity who asserts a claim arising from the rejection of an executory contract or unexpired lease of a Debtor and has not previously filed any such claim;
- g. any person or entity who asserts a claim against a Debtor arising from or relating to the purchase or sale of any security of the Debtors, including, without limitation, any equity security; and
- h. any person or entity who asserts a claim arising from or relating to pending or threatened litigation against a Debtor, including any claim arising for alleged wage and hour violations or unfair business practices.

Parties Who Do Not Need to Submit a Prepetition Claim. The following persons or entities holding prepetition claims against the Debtors shall not be required to file proofs of claim:

- a. any person or entity whose claim is listed on the Schedules, if (i) the claim is not listed as contingent, unliquidated or disputed, (ii) the person or entity does not disagree with the amount, nature or priority of the claim as identified on the Schedules, and (iii) the person or entity does not dispute that the claim is the obligation of the specific Debtor or Debtors on whose Schedules the claim is identified;
- b. any person or entity who has already filed with KCC or with the Clerk of Court a signed proof of claim against the applicable Debtor(s) utilizing Official Form B410 or a claim form that substantially conforms to such official form, including by providing all of the information required by such form and the procedures set forth herein;
- c. any person or entity whose claim is allowable under §503(b) and §507(a)(2) of the Bankruptcy Code as an administrative expense (other than a claim arising under section 503(b)(9) of the Bankruptcy Code);
- d. any person or entity whose claim has been allowed by order of the Court entered on or before the applicable Bar Date;
- e. any person or entity whose claim as been paid in full in accordance with an order of the Court entered on or before the applicable Bar Date;
- f. any person or entity whose claim is based solely on owning an equity security in the Debtors;
- g. any employee of the Debtors who was employed at any time on or after the Petition Date and whose prepetition salary, wages, benefits or other remuneration have been paid pursuant to Court order; provided, however, that all other claims of employees arising before the Petition Date, including claims for wrongful termination, discrimination, harassment, hostile work environment, retaliation, wage and hour violations or unfair business practices, must be filed by the applicable Bar Date;
- h. any director, officer or employee of the Debtors who served in such capacity at any time after the Petition Date for claims based on indemnification, contribution or reimbursement;
- i. any Debtor having a claim against another Debtor;
- j. any contract or lease counterparty whose contract or lease has been assumed or assumed and assigned by the Debtors; and
- k. the DIP Lender and Prepetition Secured Lender.

Instructions for Filing Proofs of Claim for Prepetition Claims. Any person or entity asserting a prepetition claim against the Debtors **MUST** abide by the following procedures and requirements in preparing and filing proofs of claim: (i) proofs of claim must be (a) submitted on the enclosed claim form or Official Form B410 and (b) written in the English language, denominated in U.S. dollars, specify the name and case number of the Debtor against whom the claim is asserted, set forth the legal and factual bases for the claim, include supporting documentation or an explanation for why supporting documentation is not available, and be signed under penalty of perjury by the claimant or the claimant's attorney or authorized agent; and (ii) if the claimant asserts a claim or claims against more than one Debtor, the claimant must file a separate proof of claim against each applicable Debtor.

A proof of claim may be filed electronically at <https://www.kccllc.net/novan> using the interface available after clicking the link entitled "Submit Electronic Proof of Claim". If filed by hardcopy, an original, signed copy of the proof of claim must be sent to Novan Claims Processing Center, c/o KCC, 222 N. Pacific Coast Highway, Suite 300, El Segundo, CA 90245. A claim must be submitted **so as to be actually received** on or before the applicable Bar Date. Proofs of claim sent by means other than as described above will not be accepted.

Consequences of Failing to Timely File Your Claim. Pursuant to the Order and in accordance with Bankruptcy Rule 3003(c)(2), if you or any party or entity who is required, but fails, to file a proof of claim in accordance with the Bar Date Order on or before the applicable Bar Date, please be advised that **ANY CREDITOR WHO FAILS TO FILE SUCH PROOF OF CLAIM SHALL NOT BE TREATED AS A CREDITOR WITH RESPECT TO SUCH CLAIM FOR THE PURPOSES OF VOTING AND DISTRIBUTION.**

THE FACT THAT YOU HAVE RECEIVED THIS NOTICE DOES NOT MEAN THAT YOU HAVE A CLAIM OR THE DEBTORS BELIEVE YOU HAVE A CLAIM.

Additional Information. Copies of the Debtors' Schedules, the Bar Date Order, and certain other pleadings, orders, and notices, and other information regarding the chapter 11 case is available for inspection free of charge on the Debtors' website at <https://www.kccllc.net/novan>. Filings in the chapter 11 case also are available for a fee at the Court's website at www.deb.uscourts.gov/. A login identification and password to the Court's Public Access to Court Electronic Records ("**PACER**") are required to access this information and can be obtained through the PACER Service Center at <https://www.pacer.gov>. Documents filed in this case also may be examined between the hours of 8:00 a.m. and 4:00 p.m. (prevailing Eastern Time), Monday through Friday, at the Office of the Clerk of the Court, 824 N. Market Street, 3rd Floor, Wilmington, Delaware 19801

If you have any questions relating to this notice, please contact the Debtors' notice and claims agent, Kurtzman Carson Consultants LLC, at (888) 251-2954 or (310) 751-2614 (for parties outside the U.S. and Canada) or at NovanInfo@kccllc.com.

Nothing contained in this Notice is intended to or should be construed as a waiver of the Debtors' right to: (a) dispute, or assert offsets or defenses against, any claim as to the nature, amount, liability, or classification thereof; (b) subsequently designate any claim as disputed, contingent, or unliquidated; and (c) otherwise amend or supplement the Schedules.

Dated: September __, 2023
Wilmington, Delaware

Respectfully submitted,

/s/

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Counsel to the Debtors and Debtors in Possession

EXHIBIT 3

Publication Notice

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

In re:)
) Chapter 11
NOVAN, INC., <i>et al.</i> , ¹)
) Case No. 23-10937 (LSS)
Debtors.)
) (Jointly Administered)
)

NOTICE OF DEADLINES TO FILE CERTAIN CLAIMS

To all persons or entities with claims against the following debtors: Novan, Inc. (Case No. 23-10937) and EPI Health, LLC (Case No. 23-10938) (collectively, the “Debtors”). On July 17, 2023 (the “Petition Date”), the Debtors each filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the District of Delaware (the “Court”).

By order dated [●], 2023 (the “Bar Date Order”), the Court established claim filing deadlines as follows: (i) all persons or entities with a claim against any of the Debtors that arose before the Petition Date, no matter how remote or contingent, **MUST FILE A PROOF OF CLAIM** on or before , **2023, 5:00 p.m. prevailing Eastern Time**; and (ii) governmental units **MUST FILE A PROOF OF CLAIM** on or before **January 16, 2024**. A claim must be submitted **so as to be actually received** on or before the applicable deadline to be deemed timely.

Copies of the Bar Date Order, the Debtors’ schedules of assets and liabilities and other documents and information regarding the Debtors’ chapter 11 cases are available free of charge at <https://www.kcellc.net/novan>, by calling (888) 251-2954 or (310) 751-2614 (for parties outside the U.S. and Canada) or by email at NovanInfor@kcellc.com. Consult the Bar Date Order for additional details on whether you are required to file a proof of claim, as well as instructions and procedures for completing and filing proofs of claim. Do not contact the Clerk of Court for legal advice.

ANY PERSON OR ENTITY THAT IS REQUIRED TO TIMELY FILE A PROOF OF CLAIM BUT FAILS TO DO SO SHALL NOT BE TREATED AS A CREDITOR WITH RESPECT TO SUCH CLAIM FOR THE PURPOSE OF VOTING AND DISTRIBUTION IN THE DEBTORS’ CHAPTER 11 CASES.

BY ORDER OF THE COURT

¹ The Debtors in these chapter 11 cases, along with the last four digits of the Debtors’ federal tax identification number (if applicable), are: Novan, Inc. (7682) and EPI Health, LLC (9118). The corporate headquarters and the mailing address for the Debtors is 4020 Stirrup Creek Drive, Suite 110, Durham, NC 27703.