

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF TEXAS  
DALLAS DIVISION**

In re:

EIGER BIOPHARMACEUTICALS, INC., *et al.*<sup>1</sup>

Debtors.

Chapter 11

Case No. 24-80040 (SGJ)

(Jointly Administered)

**SUPPLEMENTAL CERTIFICATE OF SERVICE**

I, Heather Fellows, depose and say that I am employed by Kurtzman Carson Consultants LLC (KCC), the claims and noticing agent for the Debtors in the above-captioned case.

On May 24, 2024, at my direction and under my supervision, employees of KCC caused to be served per postal forwarding address the following documents via First Class Mail upon the service list attached hereto as **Exhibit C**:

- **Notice of Chapter 11 Bankruptcy Case** [substantially in the form attached as Exhibit 1 to Docket No. 85]
- **Notice of Sale, Bid Procedures, Auction, and Sale Hearing re: Zokinvy Sale** [attached hereto as **Exhibit A**]
- **Notice of Sale, Bid Procedures, Auction, and Sale Hearing re: Remaining Assets Sale** [attached hereto as **Exhibit B**]

Furthermore, on May 24, 2024, at my direction and under my supervision, employees of KCC caused to be served per postal forwarding address the following documents via First Class Mail upon the service list attached hereto as **Exhibit D**:

- **Notice of Chapter 11 Bankruptcy Case** [substantially in the form attached as Exhibit 1 to Docket No. 85]
- **Notice of Sale, Bid Procedures, Auction, and Sale Hearing re: Zokinvy Sale** [attached hereto as **Exhibit A**]

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<sup>1</sup> The Debtors in these chapter 11 cases, together with the last four digits of each Debtor's federal tax identification number, are: Eiger BioPharmaceuticals, Inc. (1591); EBPI Merger Inc. (9986); EB Pharma LLC (8352); Eiger BioPharmaceuticals Europe Limited (N/A); and EigerBio Europe Limited (N/A). The Debtors' service address is 2155 Park Boulevard, Palo Alto, California 94036.



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- **Notice of Sale, Bid Procedures, Auction, and Sale Hearing re: Remaining Assets Sale** [attached hereto as **Exhibit B**]
- **Notice of Disclosure Procedures Applicable to Certain Holders of Common Stock and Disclosure Procedures for Transfers of and Declarations of Worthlessness with Respect to Common Stock** [substantially in the form attached as Exhibit 1F to Docket No. 82]
- **Notice of Hearing for April 23, 2024 Setting** [Docket No. 112]
- **Notice of Hearing for May 7, 2024 Setting** [Docket No. 113]
- **Notice of Filing of Revised Bidding Procedures** [Docket No. 119]
- **Notice of Status Conference** [Docket No. 166]
- **Debtors' Emergency Motion for Entry of an Order Determining Debtors' Rights Under Licensing Agreement** [Docket No. 167]
- **Debtors' Emergency Motion for Entry of an Order Authorizing the Debtors to File the Merck Motion, Merck License, and Sublicense Under Seal** [Docket No. 168]
- **Amended Notice of Hearing for May 7, 2024 Setting** [Docket No. 169]
- **Debtors' Emergency Motion for Authority to Conduct Examinations Under Federal Rule of Bankruptcy Procedure 2004** [Docket No. 172]
- **Emergency Notice of Hearing for May 7, 2024** [Docket No. 173]
- **Debtors' Emergency Motion for Entry of an Order (I) Authorizing the Debtors to Provide PRF with Up to a Five-Month Supply of Zokinvy, and (II) Granting Related Relief** [Docket No. 190]
- **Emergency Notice of Hearing for May 7, 2024 Setting** [Docket No. 191]
- **Notice of Adjournment of May 7, 2024 Setting on 2004 Motion to May 30, 2024 at 9:30 A.M. (Prevailing Central Time)** [Docket No. 192]

*(Continued on Next Page)*

- **Debtors' Objection to United States Trustee's Emergency Motion to Transfer Venue or Dismiss Under 28 U.S.C. §§ 1406 and 1408 and Fed. R. Bankr. P. 1014(a)(2)**  
[Docket No. 200]

Dated: June 7, 2024

/s/ Heather Fellows

Heather Fellows

KCC

222 N. Pacific Coast Highway, 3rd Floor

El Segundo, CA 90245

Tel 310.823.9000

# Exhibit A

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF TEXAS  
DALLAS DIVISION**

In re:

EIGER BIOPHARMACEUTICALS, INC., *et al.*<sup>1</sup>

Debtors.

Chapter 11

Case No. 24-80040 (SGJ)

(Jointly Administered)

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**NOTICE OF SALE, BID PROCEDURES, AUCTION, AND SALE HEARING**

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**PLEASE TAKE NOTICE:**

On April 1, 2024 (the “Petition Date”), the debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “Debtors”) filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) in the United States Bankruptcy Court for the Northern District of Texas (the “Court”).

On April 1, 2024, the Debtors filed a motion [Docket No. 13] (the “Bid Procedures Motion”) with the Court seeking entry of orders, among other things: (i)(a) approving the proposed bid procedures (the “Bid Procedures”) in connection with the Sale Transaction(s) of the Assets, (b) authorizing the Debtors to select Sentynl Therapeutics, Inc. or its designee as the Zokinvy Stalking Horse Purchaser substantially along the terms defined in the Zokinvy Stalking Horse APA, and approving Bid Protections relating to the Zokinvy Stalking Horse Purchaser; (c) approving the Bid Protections relating to the Remaining Assets Stalking Horse Purchaser(s), if any; (d) establishing the dates and deadlines relating to the Zokinvy Bid Deadline and the Remaining Asset Bid Deadline, Auction(s), and a Sale Hearing(s), (e) approving the form and manner of the notice of the Sale Transaction(s), the Bid Deadline(s), the Auction(s), and the Sale Hearing(s) (the “Sale Notice”), (f) approving the assumption and assignment procedures for any executory contracts or unexpired lease to be assumed by the Debtors in connection with the Sale Transaction(s), if any (the “Designated Contracts”) (the “Assignment and Assumption Procedures”), and (g) approving the form and manner of the potential assignment and assumption notice (the “Assignment Notice”), and (ii) granting related relief.

On April 5, 2024 the Court entered the *Order (I)(A) Approving the Bid Procedures; (B) Authorizing the Debtors to Select Sentynl Therapeutics, Inc. as the Zokinvy Stalking Horse Purchaser & Approving Bid Protections; (C) Approving the Bid Protections Relating to the Remaining Assets Stalking Horse Purchaser(s), if Any; (D) Establishing Bid Deadlines, Auction(s), and Sale Hearing(s); (E) Approving the Form and Manner of Sale Notice; (F) Approving Assignment and Assumption Procedures; (G) Approving the Form and Manner of*

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<sup>1</sup> The Debtors in these chapter 11 cases, together with the last four digits of each Debtor’s federal tax identification number, are: Eiger BioPharmaceuticals, Inc. (1591); EBPI Merger Inc. (9986); EB Pharma LLC (8352); Eiger BioPharmaceuticals Europe Limited (N/A); and EigerBio Europe Limited (N/A). The Debtors’ service address is 2155 Park Boulevard, Palo Alto, California 94306.

*Potential Assumption and Assignment Notice; (II)(A) Authorizing the Sale of the Assets Free and Clear; and (B) Approving the Assumption and Assignment of Designated Contracts; And (III) Granting Related Relief* [Docket No. 94] (the “Bid Procedures Order”),<sup>2</sup> which, among other things, establishes key dates and deadlines related to the Auction for, and the Sale of, the Assets. **All interested bidders and parties in interest in the chapter 11 case should carefully read the Bid Procedures Order and the Bid Procedures in their entirety.**

### **Participation in the Sale Process**

The Bid Procedures set forth the requirements for submitting a Qualified Bid and any person interested in making an offer to purchase the Assets must strictly comply with the Bid Procedures. Only Qualified Bids will be considered by the Debtors in accordance with the Bid Procedures.

Any interested bidder should contact SGG as soon as practicable.

### **Important Dates and Deadlines<sup>3</sup>**

The Bid Procedures include a number of dates and deadlines that must be strictly complied with, only a few of which are highlighted here:

- **Bid Deadline.** The deadline to submit a qualified Bid for the Zokinvy Sale Transaction assets is **April 15, 2024, at 4:00 p.m.** (prevailing Central Time).
- **Auction.** The Auction (if any) for the Zokinvy Sale Transaction assets will commence on **April 17, 2024, at 9:00 a.m.** (prevailing Central Time) (which date may be modified by the Debtors in their business judgment with the consent of the Administrative Agent) virtually or at such other place as agreed by the Debtors, the Administrative Agent, and Committee, or approved by order of the Court, and of which the Debtors will notify the Auction Participants.
- **Deadline to Object to the Sale.** Objections to the Zokinvy Sale Transaction (or the assumption and assignment of any Designated Contract) must be filed with the Court by **April 16, 2024, at 4:00 p.m.** (prevailing Central Time) and otherwise meet the requirements set forth in the Bid Procedures Order.
- **Sale Hearing.** A hearing to consider approval of the proposed Zokinvy Sale Transaction will be held before the Court on **April 23, 2024, at 9:30 a.m.** (prevailing Central Time) at 1100 Commerce St., Dallas, TX 75242 Courtroom 1. **Participation in the hearing may be in person or by an audio and video connection, as set forth in the Bid Procedures Motion.**

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<sup>2</sup> Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Bid Procedures Motion, the Bid Procedures, and the Bid Procedures Order, as applicable.

<sup>3</sup> The following dates and deadlines may be extended by the Debtors by filing a notice with the Court, pursuant to the Bid Procedures.

### **Consequences of Failing to Timely Assert an Objection**

Except as otherwise ordered by the Court, any party or entity that fails to timely make an objection to the Sale(s) on or before the objection deadline in accordance with the Bid Procedures Order and this notice shall be forever barred from asserting any objection to the Sale, including with respect to the transfer of the assets free and clear of all liens, claims, encumbrances, and other interests.

### **No Successor Liability**

By the Bid Procedures Motion, the Debtors are seeking to transfer the Assets to the Winning Bidder(s) free and clear of, among other things, any claim arising from any conduct of the Debtors prior to the closing of the Sale(s), whether known or unknown, due or become due, accrued, absolute, contingent or otherwise, so long as such claim arises out of or relates to events occurring prior to the closing of the Sale(s). The Debtors are requesting the Court order that, as a result of the Sale(s), the Winning Bidder will not be a successor to the Debtors by reason of any theory of law or equity and the Winning Bidder will have no liability, except as expressly provided in the definitive documentation for the Sale, for any liens, claims, encumbrances, and other interests against or in the Debtors or their assets under any theory of law including successor liability theories.

Dated: April 5, 2024  
Dallas, Texas

**SIDLEY AUSTIN LLP**

*/s/ Thomas R. Califano*

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Thomas R. Califano (TX Bar No. 24122825)  
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Anne G. Wallace (*pro hac vice* pending)  
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*and*

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*Proposed Attorneys for the Debtors and Debtors  
in Possession*



# Exhibit B

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF TEXAS  
DALLAS DIVISION**

In re:

EIGER BIOPHARMACEUTICALS, INC., *et al.*<sup>1</sup>

Debtors.

Chapter 11

Case No. 24-80040 (SGJ)

(Jointly Administered)

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**NOTICE OF SALE, BID PROCEDURES, AUCTION, AND SALE HEARING**

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**PLEASE TAKE NOTICE:**

On April 1, 2024 (the “Petition Date”), the debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “Debtors”) filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) in the United States Bankruptcy Court for the Northern District of Texas (the “Court”).

On April 1, 2024, the Debtors filed a motion [Docket No. 13] (the “Bid Procedures Motion”) with the Court seeking entry of orders, among other things: (i)(a) approving the proposed bid procedures (the “Bid Procedures”) in connection with the Sale Transaction(s) of the Assets, (b) authorizing the Debtors to select Sentynl Therapeutics, Inc. or its designee as the Zokinvy Stalking Horse Purchaser substantially along the terms defined in the Zokinvy Stalking Horse APA, and approving Bid Protections relating to the Zokinvy Stalking Horse Purchaser; (c) approving the Bid Protections relating to the Remaining Assets Stalking Horse Purchaser(s), if any; (d) establishing the dates and deadlines relating to the Zokinvy Bid Deadline and the Remaining Asset Bid Deadline, Auction(s), and a Sale Hearing(s), (e) approving the form and manner of the notice of the Sale Transaction(s), the Bid Deadline(s), the Auction(s), and the Sale Hearing(s) (the “Sale Notice”), (f) approving the assumption and assignment procedures for any executory contracts or unexpired lease to be assumed by the Debtors in connection with the Sale Transaction(s), if any (the “Designated Contracts”) (the “Assignment and Assumption Procedures”), and (g) approving the form and manner of the potential assignment and assumption notice (the “Assignment Notice”), and (ii) granting related relief.

On April 5, 2024 the Court entered the *Order (I)(A) Approving the Bid Procedures; (B) Authorizing the Debtors to Select Sentynl Therapeutics, Inc. as the Zokinvy Stalking Horse Purchaser & Approving Bid Protections; (C) Approving the Bid Protections Relating to the Remaining Assets Stalking Horse Purchaser(s), if Any; (D) Establishing Bid Deadlines, Auction(s), and Sale Hearing(s); (E) Approving the Form and Manner of Sale Notice; (F) Approving Assignment and Assumption Procedures; (G) Approving the Form and Manner of*

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<sup>1</sup> The Debtors in these chapter 11 cases, together with the last four digits of each Debtor’s federal tax identification number, are: Eiger BioPharmaceuticals, Inc. (1591); EBPI Merger Inc. (9986); EB Pharma LLC (8352); Eiger BioPharmaceuticals Europe Limited (N/A); and EigerBio Europe Limited (N/A). The Debtors’ service address is 2155 Park Boulevard, Palo Alto, California 94306.

*Potential Assumption and Assignment Notice; (II)(A) Authorizing the Sale of the Assets Free and Clear; and (B) Approving the Assumption and Assignment of Designated Contracts; And (III) Granting Related Relief* [Docket No. 94] (the “Bid Procedures Order”),<sup>2</sup> which, among other things, establishes key dates and deadlines related to the Auction for, and the Sale of, the Assets. **All interested bidders and parties in interest in the chapter 11 case should carefully read the Bid Procedures Order and the Bid Procedures in their entirety.**

### **Participation in the Sale Process**

The Bid Procedures set forth the requirements for submitting a Qualified Bid and any person interested in making an offer to purchase the Assets must strictly comply with the Bid Procedures. Only Qualified Bids will be considered by the Debtors in accordance with the Bid Procedures.

Any interested bidder should contact SGG as soon as practicable.

### **Important Dates and Deadlines<sup>3</sup>**

The Bid Procedures include a number of dates and deadlines that must be strictly complied with, only a few of which are highlighted here:

- **Bid Deadline.** The deadline to submit a qualified Bid for the Remaining Assets Sale Transaction assets is **June 10, 2024, at 4:00 p.m.** (prevailing Central Time).
- **Auction.** The Auction (if any) for the Remaining Assets Sale Transaction assets will commence on **June 14, 2024, at 9:00 a.m.** (prevailing Central Time) (which date may be modified by the Debtors in their business judgment with the consent of the Administrative Agent) virtually or at such other place as agreed by the Debtors, the Administrative Agent, and Committee, or approved by order of the Court, and of which the Debtors will notify the Auction Participants.
- **Deadline to Object to the Sale.** Objections to the Remaining Assets Sale Transaction (or the assumption and assignment of any Designated Contract) must be filed with the Court by **June 12, 2024, at 4:00 p.m.** (prevailing Central Time) and otherwise meet the requirements set forth in the Bid Procedures Order.
- **Sale Hearing.** A hearing to consider approval of the proposed Remaining Assets Sale Transaction will be held before the Court on **June 20, 2024, at 2:30 p.m.** (prevailing Central Time) at 1100 Commerce St., Dallas, TX 75242 Courtroom 1. **Participation in the hearing may be in person or by an audio and video connection, as set forth in the Bid Procedures Motion.**

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<sup>2</sup> Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Bid Procedures Motion, the Bid Procedures, and the Bid Procedures Order, as applicable.

<sup>3</sup> The following dates and deadlines may be extended by the Debtors by filing a notice with the Court, pursuant to the Bid Procedures.

### **Consequences of Failing to Timely Assert an Objection**

Except as otherwise ordered by the Court, any party or entity that fails to timely make an objection to the Sale(s) on or before the objection deadline in accordance with the Bid Procedures Order and this notice shall be forever barred from asserting any objection to the Sale, including with respect to the transfer of the assets free and clear of all liens, claims, encumbrances, and other interests.

### **No Successor Liability**

By the Bid Procedures Motion, the Debtors are seeking to transfer the Assets to the Winning Bidder(s) free and clear of, among other things, any claim arising from any conduct of the Debtors prior to the closing of the Sale(s), whether known or unknown, due or become due, accrued, absolute, contingent or otherwise, so long as such claim arises out of or relates to events occurring prior to the closing of the Sale(s). The Debtors are requesting the Court order that, as a result of the Sale(s), the Winning Bidder will not be a successor to the Debtors by reason of any theory of law or equity and the Winning Bidder will have no liability, except as expressly provided in the definitive documentation for the Sale, for any liens, claims, encumbrances, and other interests against or in the Debtors or their assets under any theory of law including successor liability theories.

Dated: April 5, 2024  
Dallas, Texas

**SIDLEY AUSTIN LLP**

*/s/ Thomas R. Califano*

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Thomas R. Califano (TX Bar No. 24122825)  
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Anne G. Wallice (*pro hac vice* pending)  
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*Proposed Attorneys for the Debtors and Debtors  
in Possession*

# Exhibit C

**Creditor Matrix**

**Served via First Class Mail**

<b>CreditorName</b>	<b>CreditorNoticeName</b>	<b>Address</b>	<b>City</b>	<b>State</b>	<b>Zip</b>
Addison Whitney	Natasha Kempf, Director of Finance	1030 Sync St	Morrisville	NC	27560-5468

# Exhibit D



**Master Service List**  
**Served via First Class Mail**

<b>Description</b>	<b>CreditorName</b>	<b>CreditorNoticeName</b>	<b>Address</b>	<b>City</b>	<b>State</b>	<b>Zip</b>
Top 30 Creditor	Addison Whitney	Natasha Kempf, Director of Finance	1030 Sync St	Morrisville	NC	27560-5468