

SIDLEY AUSTIN LLP  
Thomas R. Califano (TX Bar No. 24122825)  
William E. Curtin (admitted *pro hac vice*)  
Anne G. Wallace (admitted *pro hac vice*)  
787 Seventh Avenue  
New York, NY 10019  
Telephone: (212) 839-5300  
Facsimile: (212) 839-5599  
Email: tom.califano@sidley.com  
wcurtin@sidley.com  
anne.wallace@sidley.com

SIDLEY AUSTIN LLP  
Charles M. Persons (TX Bar No. 24060413)  
2021 McKinney Avenue, Suite 2000  
Dallas, Texas 75201  
Telephone: (214) 981-3300  
Facsimile: (214) 981-3400  
Email: cpersons@sidley.com

*Attorneys for the Debtors  
and Debtors in Possession*

**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)

**DEBTORS' MOTION FOR ENTRY AN  
ORDER (I) SCHEDULING A COMBINED  
DISCLOSURE STATEMENT APPROVAL AND  
PLAN CONFIRMATION HEARING; (II) CONDITIONALLY  
APPROVING THE DISCLOSURE STATEMENT; (III) ESTABLISHING  
OBJECTION DEADLINES AND RELATED PROCEDURES; (IV) APPROVING  
THE NOTICE MATERIALS; AND (V) GRANTING RELATED RELIEF**

**If you object to the relief requested, you must respond in writing. Unless otherwise directed by the Court, you must file your response electronically at <https://ecf.txnb.uscourts.gov> by July 29, 2024 at 9:30 a.m. prevailing Central Time. If you do not have electronic filing privileges, you must file a written objection that is actually received by the clerk and filed on the docket by July 29, 2024 at 9:30 a.m. prevailing Central Time. Otherwise, the Court may treat the pleading as unopposed and grant the relief requested.**

<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 2100 Ross Avenue, Dallas, Texas 75201.



Should a hearing be required on this matter, it will be conducted on July 29, 2024 at 9:30 a.m. prevailing Central Time in Courtroom 1, Floor 14, 1100 Commerce Street, Dallas, TX 75242-1496.

You may participate in the hearing either in person or by an audio and video connection.

Audio communication will be by use of the Court's dial-in facility. You may access the facility at 1.650.479.3207. The access code is 2304-154-2638. Video communication will be by use of the Cisco WebEx platform. Connect via the Cisco WebEx application <https://us-courts.webex.com/meet/jerniga> or click the link on Judge Jernigan's home page. The meeting code is 2304-154-2638. Click the settings icon in the upper right corner and enter your name under the personal information setting.

Hearing appearances must be made electronically in advance of electronic hearings. To make your appearance, click the "Electronic Appearance" link on Judge Jernigan's home page. Select the case name, complete the required fields and click "Submit" to complete your appearance.

The debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the "Debtors") state as follows in support of this motion:

### **Relief Requested**

1. The Debtors seek entry of an order, attached hereto as **Exhibit A** (the "Order"), granting, among other things, the following relief:

- a. ***Disclosure Statement***. Conditionally approving the Disclosure Statement.
- b. ***Combined Hearing***. Scheduling a combined hearing (the "Combined Hearing") on confirmation of the Debtors' Plan and the adequacy of the Debtors' Disclosure Statement for September 5, 2024 at 9:30 a.m. prevailing Central Time.
- c. ***Objection Deadlines***. Establishing deadlines for filing objections to:
  - i. the Debtors' treatment of Claims and Interests as unimpaired (the "Class Objection Deadline"); and
  - ii. the adequacy of the Disclosure Statement and confirmation of the Plan (the "Plan Objection Deadline" and together with the Class Objection Deadline, the "Objection Deadlines").
- d. ***Combined Notice***. Approving the form and manner of notice of the Combined Hearing and the notices of objection and opt out rights (the "Combined Notice"), substantially in the form attached to the Order as Exhibit 1.
- e. ***Combined Hearing Publication Notice***. Approving the form and manner of publication notice of the Combined Hearing (the "Combined Hearing Publication Notice"), substantially in the form attached to the Order as Exhibit 2.

f. ***Non-Voting Packages.*** Approving the form of the non-voting packages (the “Non-Voting Packages”), comprised of the following:

- i. the form of notice applicable to Holders of Claims and Interests that are unimpaired under the Plan and who are, pursuant to section 1126(f) of the Bankruptcy Code, conclusively deemed to accept the Plan, substantially in the form attached to the Order as Exhibit 3 (the “Notice of Non-Voting Status”); and
- ii. the applicable release opt-out form(s), substantially in the forms attached to the Order as Exhibits 3A, 3B, and 3C (each, a “Release Opt-Out Form” and collectively, the “Release Opt-Out Forms”)

g. ***Notice Period.*** Allowing the notice period for the Disclosure Statement and the Combined Hearing to run simultaneously.

2. In connection with the foregoing, and subject to the Court’s availability, the Debtors request that the Court approve the following schedule of proposed dates (the “Confirmation Schedule”):

<b>Event</b>	<b>Date</b>
Notice Record Date	July 22, 2024
Class Objection Deadline	July 29, 2024 at 9:30 a.m. prevailing Central Time
Disclosure Statement Hearing	July 29, 2024 at 9:30 a.m. prevailing Central Time
Notice Date	Within three (3) business days following entry of the Order
Plan Objection Deadline	August 30, 2024 at 4:00 p.m. prevailing Central Time
Release Opt-Out Deadline	August 30, 2024 at 4:00 p.m. prevailing Central Time
Combined Hearing	September 5, 2024 at 9:30 a.m. prevailing Central Time

### **Jurisdiction and Venue**

3. The United States Bankruptcy Court for the Northern District of Texas (the “Court”) has jurisdiction over this matter pursuant to 28 U.S.C. § 1334. This matter is a core proceeding pursuant to 28 U.S.C. § 157(b). The Debtors confirm their consent, pursuant to

rule 7008 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), to the Court’s entry of a final order in connection with this motion.

4. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

5. The bases for the relief requested herein are sections 105(a), 341, 363, 521, 1125, 1126, and 1128 of title 11 of the United States Code (the “Bankruptcy Code”), Bankruptcy Rules 1007, 2002, 2015.3(d), 3016, 3017, 3018, 3020, and 9006, rules 2002-1(b), 3017-1, 3017-3, and 3020-1 of the Bankruptcy Local Rules for the Northern District of Texas (the “Bankruptcy Local Rules”) and section H of the Procedures for Complex Cases in the Northern District of Texas (the “Complex Case Procedures”).

### **Background**

6. The Debtors are a commercial-stage biopharmaceutical company focused on the development of innovative therapies for hepatitis delta virus (HDV) and other serious diseases. All of the Debtors’ rare disease programs have FDA Breakthrough Therapy designation.

7. On April 1, 2024 (the “Petition Date”), each Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. The Debtors are operating their business and managing their property as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. These chapter 11 cases have been consolidated for procedural purposes only and are being administered jointly.

8. A detailed description of the Debtors and their business, and the facts and circumstances supporting this motion and the Debtors’ chapter 11 cases, are set forth in greater detail in the *Declaration of David Apelian in Support of Chapter 11 Petitions and First Day Pleadings* [Docket No. 19] (the “First Day Declaration”).<sup>2</sup>

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<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meaning ascribed to such terms in the *Joint Plan of Eiger Biopharmaceuticals, Inc. and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code*

## **PLAN SUMMARY**

9. The Plan and Disclosure Statement describe in detail the Liquidation Transactions contemplated by the Plan and the treatment of Holders of Claims and Interests against or in the Debtors. The following chart summarizes the classes of Claims and Interests, their status, and voting rights.

<b>Class</b>	<b>Claims and Interests</b>	<b>Status</b>	<b>Voting Rights</b>
Class 1	Other Secured Claims	Unimpaired	Not Entitled to Vote (Deemed to Accept)
Class 2	Other Priority Claims	Unimpaired	Not Entitled to Vote (Deemed to Accept)
Class 3	Prepetition Term Loan Claims	Unimpaired	Not Entitled to Vote (Deemed to Accept)
Class 4	General Unsecured Claims	Unimpaired	Not Entitled to Vote (Deemed to Accept)
Class 5	Intercompany Claims	Unimpaired	Not Entitled to Vote (Deemed to Accept)
Class 6	Existing Equity Interests	Unimpaired	Not Entitled to Vote (Deemed to Accept)

### **I. Notice Provided to Non-Voting Classes.**

10. Within three business days following entry of the Order (the “Notice Date”), the Debtors’ notice and claims agent, Verita Global f/k/a Kurtzman Carson Consultants, LLC (the “Notice and Claims Agent”), will mail, or cause to be delivered, to Class 1 (Other Secured Claims), Class 2 (Other Priority Claims), Class 3 (Prepetition Term Loan Claims), Class 4 (General Unsecured Claims), Class 5 (Intercompany Claims), and Class 6 (Existing Equity Interests) as of the Notice Record Date (each such class, a “Non-Voting Class”), a Non-Voting Package.

11. Holders of Claims in Classes 1 through 5 and Holders of registered Interests in Class 6 who hold such Claims and Interests directly will receive a Non-Voting Package containing the *Opt-Out Form (Holders of Claims and Holders of Registered Interests)*, substantially in the

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(as such may be modified, amended, or supplemented from time to time hereafter, including all exhibits and supplements thereto, the “Plan”), the *Disclosure Statement for Joint Plan of Eiger Biopharmaceuticals, Inc. and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* (as such may be modified, amended, or supplemented from time to time hereafter, including all exhibits and supplements thereto, the “Disclosure Statement”), each filed substantially contemporaneously herewith, as applicable.

form attached to the Order as Exhibit 3A. Beneficial Holders of Interests in Class 6 (the “Beneficial Holders”) will receive a Non-Voting Package from their depositories, brokers, dealers, commercial banks, trust companies, or other nominees or agents and mailing agents (collectively, the “Nominees”), which Non-Voting Package will contain the *Beneficial Holder Opt-Out Form*, substantially in the form attached to the Order as Exhibit 3B. Nominees will be provided with a sufficient number of Non-Voting Packages (including *Beneficial Holder Opt-Out Forms*) for each Beneficial Holder represented by the Nominee as of the Notice Record Date, as well as a *Master Opt-Out Form*, substantially in the form attached to the Order as Exhibit 3C, for use by the Nominees to tabulate the number of Beneficial Holders opting out of the Third-Party Release.

12. In sum, the Non-Voting Package shall (a) inform recipients of their status of Holders or potential Holders of Claims or Interests in Non-Voting Classes; (b) provide the full text of the releases, exculpation, and injunction provisions set forth in the Plan; (c) include the applicable Release Opt-Out Form, by which Holders may elect to opt out of the Third-Party Release included in the Plan by checking a prominently featured and clearly labeled box; (d) where applicable, provide information on how certain Holders in a Non-Voting Class may opt out electronically; and (e) provide the deadline on or before which all Release Opt-Out Forms must be received by the Notice and Claims Agent (the “Release Opt-Out Deadline”).

### **BASIS FOR RELIEF REQUESTED**

#### **I. Conditional Approval of the Disclosure Statement and a Combined Hearing is Warranted and Appropriate in these Chapter 11 Cases.**

##### **A. Conditional Approval of the Disclosure Statement.**

13. Section 1125 of the Bankruptcy Code requires a bankruptcy court to approve a written disclosure statement prior to allowing a plan proponent to solicit acceptances for a chapter

11 plan. *See* 11 U.S.C. § 1125(b). Although no votes on the Plan are being solicited, the Disclosure Statement is being submitted in accordance with these requirements.

14. To approve a disclosure statement, a court must find that the disclosure statement contains “adequate information,” which is defined as “information of a kind, and in sufficient detail . . . that would enable such a hypothetical investor of the relevant class to make an informed judgment about the plan.” 11 U.S.C. § 1125(a)(1); *see also In re Woerner*, 783 F.3d 266, 271 (5th Cir. 2015) (“The proponent of a reorganization plan . . . must provide a court approved disclosure statement that contains ‘adequate information’ about the assets, liabilities, and financial affairs of the debtor sufficient to enable creditors to make an ‘informed judgment’ about the plan.”); *In re Tex. Rangers Baseball Partners*, 521 B.R. 134, 176 (Bankr. N.D. Tex. 2014) (“Section 1125 of the Bankruptcy Code entitles creditors to ‘adequate information’ so they can make an informed decision on whether to accept or reject a chapter 11 plan.”).

15. The Fifth Circuit has held that the determination of the “adequacy” of the information is largely dependent upon the particular circumstances of the case and the nature of the plan proposed, and therefore is left to the discretion of the court. *See In re Texas Extrusion Corp.*, 844 F.2d 1142, 1157 (5th Cir. 1988) (“‘Adequate information’ is defined in 11 U.S.C. § 1125(a) as being ‘information of a kind, and in sufficient detail...that would enable a hypothetical reasonable investor typical of holders of claims or interests of the relevant class to make an informed judgment about the plan.’”).

16. The Disclosure Statement contains adequate information in sufficient detail to permit voting creditors to make an informed judgment about the Plan, including information regarding: (a) the Debtors’ corporate history, business operations and prepetition capital structure; (b) the events leading to the commencement of the chapter 11 cases; (c) material events in the

chapter 11 cases; (d) the classification and treatment of Claims and Interests; (e) the potential sources of consideration for Plan distributions and the means for implementing the Plan; (f) provisions governing distributions; (g) the treatment of Executory Contracts and Unexpired Leases; (h) the releases, injunction and exculpation provisions under the Plan, which are conspicuously displayed in accordance with Bankruptcy Rule 3016(c); (i) the statutory requirements for confirmation; (j) risk factors related to the Plan; and (k) certain U.S. federal tax consequences arising from implementation of the Plan.

17. The Disclosure Statement thus contains sufficient information for a reasonable person to make an informed judgment about the Plan and complies with Bankruptcy Code section 1125. *See Texas Extrusion Corp.*, 844 F.2d at 1157. The Debtors request that the Court conditionally approve the Disclosure Statement as containing “adequate information” within the meaning of Section 1125 of the Bankruptcy Code.

**B. Scheduling the Combined Hearing and Objection Deadlines.**

18. Bankruptcy Rule 3017(a) provides that “the court shall hold a hearing on at least 28 days’ notice to the debtor, creditors, equity security holders and other parties in interest . . . to consider the disclosure statement and any objections or modifications thereto.” Section 1128(a) of the Bankruptcy Code provides that “[a]fter notice, the court shall hold a hearing on confirmation of a plan.”

19. Similarly, Bankruptcy Rule 2002(b) provides that notice shall be given to “the debtor, the trustee, all creditors and indenture trustees [of] not less than 28 days . . . by mail of the time fixed . . . for filing objections and the hearing to consider approval of a disclosure statement or, under § 1125(f), to make a final determination whether the plan provides adequate information



so that a separate disclosure statement is not necessary.” Under Bankruptcy Rule 3020(b)(1), objections to confirmation of a plan must be filed and served “within a time fixed by the court.”

20. The Court may combine the hearing on the adequacy of the Disclosure Statement and the hearing to confirm the Plan. *See* 11 U.S.C. § 105(d)(2)(B)(vi) (authorizing bankruptcy courts to combine the hearing on approval of the disclosure statement with the confirmation hearing). In addition, Bankruptcy Local Rule 3017-3 and Section H of the Complex Case Procedures allow the Court to combine the hearing on the adequacy of the Disclosure Statement and the hearing to confirm the Plan, so long as contemporaneously with the filing of a disclosure statement and proposed plan, a plan proponent files a motion requesting: (a) conditional approval of the disclosure statement; (b) approval of forms of opt-outs or notices; and (c) the scheduling of a joint hearing to consider final approval of the adequacy of the disclosure statement and confirmation of the proposed plan—as this Motion does.

21. As discussed herein and throughout the Disclosure Statement, no Classes of Claims or Interests are Impaired under the Plan and therefore all Classes are conclusively deemed to have accept the Plan. Accordingly, the Debtors are not filing the Disclosure Statement for the purpose of soliciting votes; rather, the Debtors are filing the Disclosure Statement for the sole purpose of providing Holders of Claims and Interests with additional information concerning the Plan. In case any Holder of a Claim or Interest has an objection to the Debtors’ classification of such Holder’s Claim or Interest as unimpaired, the Debtors hereby request that the Court establish the Class Objection Deadline as of **July 29, 2024 at 9:30 a.m. prevailing Central Time.**

22. Further, the Debtors request that the Court schedule the Combined Hearing on **September 5, 2024 at 9:30 a.m. prevailing Central Time,** and schedule the Plan Objection Deadline **on August 30, 2024 at 4:00 p.m. prevailing Central Time.** The Debtors also request

that the Court require that any objections to (i) the Debtors' classification of a Holder's Claim or Interest as unimpaired or (ii) approval of the Disclosure Statement or confirmation of the Plan must: (a) be in writing; (b) comply with the Bankruptcy Rules and the Bankruptcy Local Rules; (c) state the name and address of the objecting party and the amount and nature of the Claim or Interest beneficially owned by such entity; (d) state with particularity the legal and factual basis for such objections, and, if practicable, a proposed modification to the Plan that would resolve such objections; and (e) be filed with the Court with proof of service thereof and served on the Debtors, the Statutory Committees, and the U.S. Trustee (collectively, the "Objection Notice Parties") so as to be actually received on or before the Class Objection Deadline or the Plan Objection Deadline, respectively. Finally, the Debtors submit that it is appropriate to schedule a Combined Hearing to consider approval of the Disclosure Statement and confirmation of the Plan and have the notice periods run simultaneously in accordance with Bankruptcy Rule 9006(c)(1) and the Complex Case Procedures.

23. The Debtors state that the relief requested herein is warranted and appropriate under the Bankruptcy Rules, the Bankruptcy Local Rules, and the Complex Case Procedures for each of the reasons set forth below.

24. **First**, the proposed Class Objection Deadline of July 29, 2024 at 9:30 a.m. prevailing Central Time is fourteen (14) days following service of this Motion, which is within the time periods for an objection to a conditional disclosure statement as required by the Bankruptcy Local Rules and the Complex Case Procedures.

25. **Second**, the proposed Plan Objection Deadline of August 30, 2024 at 4:00 p.m. prevailing Central Time is twenty-eight (28) days following the Notice Date and service of the

Non-Voting Packages, which is within the time periods required by the Bankruptcy Code, the Bankruptcy Rules, and the Bankruptcy Local Rules.

26. **Third**, the Debtors have planned for a robust notice process, with all Non-Voting Classes being provided a copy of the Non-Voting Package twenty-eight (28) days prior to the Plan Objection Deadline and the Release Opt-Out Deadline. In addition, the Debtors plan to publish a notice of the Class Objection Deadline (the “Class Objection Publication Notice”) and the Combined Hearing Publication Notice (together with the Class Objection Publication Notice, the “Publication Notices”), which will inform Holders of Claims and Interests of the date and time for Class Objection Deadline and the Combined Hearing, respectively, in *The New York Times (National Edition)* and the *San Francisco Chronicle*. The Class Objection Publication Notice will be published within three (3) business days following the filing of this Motion,<sup>3</sup> and the Combined Hearing Publication Notice will be published within five (5) business days following entry of the Order. The Debtors believe such notice satisfies the Bankruptcy Rules and Bankruptcy Local Rules and is appropriate under the facts and circumstances of this case. Accordingly, the Court should enter the Order scheduling the Combined Hearing and Objection Deadlines as set forth herein.

## **II. No Solicitation of Votes Is Required to Confirm the Plan.**

27. Under section 1126 of the Bankruptcy Code, solicitation of acceptances from unimpaired classes of claims or interests is not required. As all classes of claims and interests under the Plan are unimpaired, all such classes are deemed to accept and no voting is required to confirm the Plan.

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<sup>3</sup> Additionally, in addition to effectuating service of this Motion on Holders of registered Existing Equity Interests, the Debtors intend to effectuate service of this Motion on Beneficial Holders of Existing Equity Interests to ensure such Holders receive adequate notice of the Class Objection Deadline.

**III. The Court Should Approve the Materials and Timeline Related to Confirmation of the Plan.**

**A. Approval of the Form and Manner of the Combined Notice and the Publication Notices Is Appropriate**

28. The Debtors request approval of the Combined Notice, substantially in the form of Exhibit 1 attached to the Order. In accordance with Bankruptcy Rules 2002 and 3017(d), the Combined Notice will: (a) provide a brief summary of the Plan; (b) disclose the date and time of the Combined Hearing; (c) disclose the date and time of the Objection Deadline and the procedures for objecting to the Disclosure Statement and the Plan; and (d) provide the Distribution Record Date.

29. The Combined Notice will be served upon the Debtors' creditor matrix and all Holders of Claims and Interests of record, which service will occur as soon as possible after the Court's approval of the Combined Notice. Beneficial Holders will receive the Combined Notice from their Nominees, who will be provided with enough Combined Notices for distribution to all of their respective Beneficial Holders. The Combined Notice likewise will be served upon the Notice Parties (as defined herein).

30. Bankruptcy Rule 2002(l) also permits the Court to "order notice by publication if it finds that notice by mail is impracticable or that it is desirable to supplement the notice." Within three (3) business days following the filing of this Motion, or as soon as reasonably practicable thereafter, the Debtors will file the Class Objection Publication Notice, substantially in the form attached hereto as Exhibit B in *The New York Times (National Edition)* and the *San Francisco Chronicle*. And within five (5) business days following entry of the Order, or as soon as reasonably practicable thereafter, the Debtors propose to publish the Combined Hearing Publication Notice, substantially in the form attached as Exhibit 2 to the Order, in *The New York Times (National Edition)* and the *San Francisco Chronicle*. In addition, the Publication Notices will be available

on the Debtors' chapter 11 website at <https://veritaglobal.net/eiger>. The Debtors believe that the Publication Notices will provide sufficient notice of the Objection Deadlines, pending approval of the Disclosure Statement, and the Combined Hearing to Holders of Claims or Interests, or any other potential party in interest, who will not otherwise receive notice by mail or email as provided herein.

**B. Approval of the Form of the Non-Voting Packages Is Appropriate.**

31. As discussed above, none of the Holders of Claims or Interests are entitled to vote on the Plan. As a result, the Debtors propose that Holders of Claims or Interests receive only a Non-Voting Package. Each of the Non-Voting Packages will include, among other things: (a) instructions as to how to view or obtain copies of the Disclosure Statement (including the Plan and the other exhibits thereto) and the Order; (b) a disclosure regarding the release, exculpation, and injunction language set forth in Article IX of the Plan; (c) the applicable Release Opt-Out Form; (d) notice of the Plan Objection Deadline; (e) notice of the Combined Hearing; and (f) information related thereto.

32. Such proposal is allowed under Bankruptcy Rule 3017(d) as only (a) notice that the class is designated as unimpaired and (b) information on how to obtain the plan and disclosure statement is required to be mailed to unimpaired classes if a court orders that a disclosure statement and plan (or summary thereof) shall not be mailed to unimpaired classes. As clearly set forth in the Release Opt-Out Forms, the forms must be returned no later than **August 30, 2024 at 4:00 p.m. prevailing Central Time**, which is twenty-eight (28) days after the anticipated service of the forms. The Debtors respectfully submit that such timeframe allows Holders in the Non-Voting Classes adequate time to consider the Plan and Disclosure Statement and opt out of the releases thereunder before the Release Opt-Out Deadline and, therefore, should be approved.

**C. Approval of the Notice Record Date Is Appropriate.**

33. Bankruptcy Rule 3017(d) provides that, for the purposes of soliciting votes in connection with the confirmation of a plan, “creditors and equity security holders shall include holders of stocks, bonds, debentures, notes, and other securities of record on the date the order approving the disclosure statement is entered or another date fixed by the court, for cause, after notice and a hearing.” Although no votes on the Plan are being solicited, the Disclosure Statement is being submitted to provide information regarding the Plan to the Holders of Claims and Interests.

34. The Debtors request that the Court exercise its authority under Bankruptcy Rules 3017(d) to establish the Notice Record Date as July 22, 2024.

**IV. The Disclosure Statement May Be Finally Approved at the Combined Hearing.**

35. The Debtors will request that, at the Combined Hearing, the Court find that the Disclosure Statement contains “adequate information” as defined in section 1125(a) of the Bankruptcy Code.

36. What constitutes “adequate information” is based on the facts and circumstances of each case, but the focus is on whether sufficient information is provided to enable parties to vote in an informed way. *See* 11 U.S.C. § 1125(a)(1); *see also In re Cajun Elec. Power Coop., Inc.*, 150 F.3d 503, 518 (5th Cir. 1998) (stating that courts are vested with the discretion to determine whether a disclosure statement contains “adequate information” within the meaning of section 1125(a) of the Bankruptcy Code).

37. Here, the standard set forth in section 1125 is easily met. Accordingly, the Court should conditionally approve the Disclosure Statement after the hearing on the Motion (if necessary) and finally approve the Disclosure Statement as containing adequate information under section 1125 of the Bankruptcy Code at the Combined Hearing.

### **NON-SUBSTANTIVE MODIFICATIONS**

38. The Debtors request authorization to make non-substantive changes to the Disclosure Statement, the Combined Notice, the Combined Hearing Publication Notice, the Non-Voting Packages, and any related documents without further order of the Court. These changes could include changes to correct typographical and grammatical errors, if any, and to make conforming changes to the Disclosure Statement, the Plan, and any other materials in the Non-Voting Packages before distribution.

### **NOTICE**

39. The Debtors will provide notice of this motion to the following: (a) the U.S. Trustee for the Northern District of Texas; (b) the holders of the thirty (30) largest unsecured claims against the Debtors (on a consolidated basis); (c) Innovatus Life Sciences Lending Fund I, LP, as agent to the Debtors' secured lenders, and counsel thereto; (d) the United States Attorney's Office for the Northern District of Texas; (e) the Food and Drug Administration; (f) the Internal Revenue Service; (g) the United States Securities and Exchange Commission; (h) the state attorneys general for the states in which the Debtors conduct business; and (i) any party that has requested notice pursuant to Bankruptcy Rule 2002 (collectively, the "Notice Parties"). No other or further notice is needed in light of the nature of the relief requested.

The Debtors request entry of the Order granting the relief requested herein and granting such other relief as is just and proper.

Dated: July 15, 2024  
Dallas, Texas

**SIDLEY AUSTIN LLP**

/s/ Thomas R. Califano

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Thomas R. Califano (TX Bar No. 24122825)  
William E. Curtin (admitted *pro hac vice*)  
Anne G. Wallice (admitted *pro hac vice*)  
787 Seventh Avenue  
New York, NY 10019  
Telephone: (212) 839-5300  
Facsimile: (212) 839-5599  
Email: tom.califano@sidley.com  
wcurtin@sidley.com  
anne.wallice@sidley.com

*and*

Charles M. Persons (TX Bar No. 24060413)  
2021 McKinney Avenue, Suite 2000  
Dallas, Texas 75201  
Telephone: (214) 981-3300  
Facsimile: (214) 981-3400  
Email: cpersons@sidley.com

*Attorneys for the Debtors and Debtors in Possession*



**Certificate of Service**

I certify that on July 15, 2024, I caused a copy of the foregoing document to be served by the Electronic Case Filing System for the United States Bankruptcy Court for the Northern District of Texas.

/s/ Thomas R. Califano

Thomas R. Califano

**Exhibit A**

**Proposed Order**

**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)

**ORDER (I) SCHEDULING  
A COMBINED DISCLOSURE STATEMENT  
APPROVAL AND PLAN CONFIRMATION HEARING;  
(II) CONDITIONALLY APPROVING THE DISCLOSURE STATEMENT,  
(III) ESTABLISHING OBJECTION DEADLINES AND RELATED PROCEDURES;  
(IV) APPROVING THE NOTICE MATERIALS; AND (V) GRANTING RELATED RELIEF**

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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 2100 Ross Avenue, Dallas, Texas 75201.

Upon the motion (“Motion”)<sup>2</sup> of the debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “Debtors”), for entry of an order (a) scheduling a combined Disclosure Statement approval and Plan confirmation hearing; (b) conditionally approving the Disclosure Statement; (c) establishing a Plan and Disclosure Statement Objection Deadline and related procedures; (d) approving the Combined Notice; and (e) granting related relief, each as more fully set forth in the Motion; and upon consideration of the First Day Declarations; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. § 1334; and this matter being a core proceeding within the meaning of 28 U.S.C. § 157(b)(2); and the Court being able to issue a final order consistent with Article III of the United States Constitution; and venue of this proceeding and the Motion in this district being proper pursuant to 28 U.S.C. §§ 1408 and 1409; and appropriate notice of and opportunity for a hearing on the Motion having been given; and the relief requested in the Motion being in the best interests of the Debtors’ estates, their creditors and other parties in interest; and the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. The Combined Hearing, at which the Court will consider, among other things, final approval of the adequacy of the Disclosure Statement and confirmation of the Plan, shall be held on **September 5, 2024 at 9:30 a.m. prevailing Central Time.**

2. The Disclosure Statement is conditionally approved as containing adequate information in accordance with section 1125 of the Bankruptcy Code and is subject to final

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<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the respective meanings ascribed to them in the Motion.

approval of the Court at the Combined Hearing. Use of the Disclosure Statement to inform the Holders of Claims and Interests of the contents of the Plan is approved.

3. The Disclosure Statement (including all applicable exhibits thereto) provides Holders of Claims, Holders of Interests, and other parties in interest with sufficient notice of the injunction, exculpation, and release provisions contained in the Plan, in satisfaction of the requirements of Bankruptcy Rules 2002(c)(3) and 3016(b) and (c).

4. Any objections to the Debtors' treatment of Claims and Interests as unimpaired must have been filed on or before **July 29, 2024 at 9:30 a.m., prevailing Central Time.**

5. Any objection to the adequacy of the Disclosure Statement or confirmation of the Plan must be filed on or before **August 30, 2024 at 4:00 p.m. prevailing Central Time.**

6. Any objection to (i) the Debtors' classification of a Holder's Claim or Interest as unimpaired or (ii) approval of the Disclosure Statement or confirmation of the Plan must:

- a. be in writing;
- b. comply with the Bankruptcy Rules and the Bankruptcy Local Rules;
- c. state the name and address of the objecting party and the amount and nature of the Claim or Interest beneficially owned by such entity;
- d. state with particularity the legal and factual basis for such objections and, if practicable, a proposed modification to the Plan that would resolve the objections; and
- e. be filed with this Court with proof of service thereof and served upon the Objection Notice Parties so as to be actually received on or before the Class Objection Deadline or the Plan Objection Deadline, respectively.

7. Any objections not satisfying the requirements of this Order shall not be considered and shall be overruled.

8. The form of the Combined Notice, substantially in the form attached hereto as **Exhibit 1**; the Combined Hearing Publication Notice, substantially in the form attached hereto as

**Exhibit 2**; and the Non-Voting Package, including the Notice of Non-Voting Status and Release Opt-Out Forms, substantially in the form attached hereto as **Exhibit 3**; and the service of the foregoing comply with the requirements of the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules and are approved.

9. The Debtors are authorized to serve the Non-Voting Packages to all Holders of Claims or Interests known to the Debtors as of the Notice Record Date.

10. The Confirmation Schedule is approved (subject to modification as necessary) as follows:

Event	Date
Notice Record Date	July 22, 2024
Class Objection Deadline	July 29, 2024 at 9:30 a.m. prevailing Central Time
Disclosure Statement Hearing	July 29, 2024 at 9:30 a.m. prevailing Central Time
Notice Date	Within three (3) business days following entry of the Order
Plan Objection Deadline	August 30, 2024 at 4:00 p.m. prevailing Central Time
Release Opt-Out Deadline	August 30, 2024 at 4:00 p.m. prevailing Central Time
Combined Hearing	September 5, 2024 at 9:30 a.m. prevailing Central Time

11. The Debtors are authorized to enter into transactions to cause the Combined Hearing Publication Notice to be published in *The New York Times (National Edition)* and the *San Francisco Chronicle* within five (5) business days following entry of this Order, or as soon as reasonably practicable thereafter, and to make reasonable payments required for such publication. The Publication Notices are deemed to be sufficient and appropriate under the circumstance.

12. The Debtors are authorized to make non-substantive changes to the Disclosure Statement, the Plan, the Combined Notice, the Combined Hearing Publication Notice, the Non-Voting Packages, and any related documents without further order of the Court, including changes

to correct typographical and grammatical errors, if any, and to make conforming changes to the Disclosure Statement, the Plan, and any materials in the Non-Voting Packages before distribution.

13. The Debtors reserve the right to modify the Plan in accordance with the terms thereof, without further order of the Court in accordance with the procedures set forth in the Plan.

14. The notice and objection procedures set forth in this Order and the Motion constitute good and sufficient notice of the Combined Hearing, the Class Objection Deadline, the Plan Objection Deadline, and the procedures for objection to the adequacy of the Disclosure Statement or confirmation of the Plan, and no other or further notice shall be necessary.

15. The Debtors are not required to mail a copy of the Plan or the Disclosure Statement to Holders of Claims or Interests that are unimpaired under, and conclusively deemed to accept, the Plan.

16. Nothing in this Order shall be construed as a waiver of the right of the Debtors or any other party in interest, as applicable, to object to a proof of claim after the Notice Record Date.

17. All time periods set forth in this Order shall be calculated in accordance with Bankruptcy Rule 9006(a).

18. The Debtors are authorized and empowered to take all actions necessary to implement the relief granted in this Order.

19. Notwithstanding any Bankruptcy Rule to the contrary, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

20. Notice of the Motion as provided therein shall be deemed good and sufficient notice of such Motion and the requirements of Bankruptcy Rule 6004(a) and the Bankruptcy Local Rules are satisfied by such notice.

21. The Court retains jurisdiction with respect to all matters arising from or relating to the implementation, interpretation, and enforcement of this Order.

**### END OF ORDER ###**



Submitted By:

**SIDLEY AUSTIN LLP**

Thomas R. Califano (TX Bar No. 24122825)  
William E. Curtin (admitted *pro hac vice*)  
Anne G. Wallice (admitted *pro hac vice*)  
787 Seventh Avenue  
New York, NY 10019  
Telephone: (212) 839-5300  
Facsimile: (212) 839-5599  
Email: tom.califano@sidley.com  
wcurtin@sidley.com  
anne.wallice@sidley.com

*and*

Charles M. Persons (TX Bar No. 24060413)  
2021 McKinney Avenue, Suite 2000  
Dallas, Texas 75201  
Telephone: (214) 981-3300  
Facsimile: (214) 981-3400  
Email: cpersons@sidley.com

*Attorneys for the Debtors and Debtors in  
Possession*

**Exhibit 1**

**Combined Notice**

SIDLEY AUSTIN LLP  
Thomas R. Califano (TX Bar No. 24122825)  
William E. Curtin (admitted *pro hac vice*)  
Anne G. Wallace (admitted *pro hac vice*)  
787 Seventh Avenue  
New York, NY 10019  
Telephone: (212) 839-5300  
Facsimile: (212) 839-5599  
Email: tom.califano@sidley.com  
wcurtin@sidley.com  
anne.wallace@sidley.com

SIDLEY AUSTIN LLP  
Charles M. Persons (TX Bar No. 24060413)  
2021 McKinney Avenue, Suite 2000  
Dallas, Texas 75201  
Telephone: (214) 981-3300  
Facsimile: (214) 981-3400  
Email: cpersons@sidley.com

*Attorneys for the Debtors  
and Debtors in Possession*

**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)

**NOTICE OF (I) COMBINED  
HEARING ON THE DISCLOSURE  
STATEMENT AND CONFIRMATION OF THE  
JOINT PLAN, AND (II) NOTICE OF OBJECTION AND OPT OUT RIGHTS**

On July 15, 2024, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed with the United States Bankruptcy Court for the Northern District of Texas (the “Bankruptcy Court”) the *Joint Plan of Eiger Biopharmaceuticals, Inc. and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 424] (as such may be modified, amended, or supplemented from time to time hereafter, including all exhibits and supplements thereto, the “Plan”) and the *Disclosure Statement for Joint Plan of Eiger Biopharmaceuticals, Inc. and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 425] (as such may be modified, amended, or supplemented from time to time hereafter, including all

<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 2100 Ross Avenue, Dallas, Texas 75201.

exhibits and supplements thereto, the “Disclosure Statement”) pursuant to sections 1125 and 1126(b) of title 11 of the United States Code (the “Bankruptcy Code”). Copies of the Plan and the Disclosure Statement may be obtained upon request of the Debtors’ counsel at the address specified below and are on file with the Clerk of the Court, 1100 Commerce Street, Dallas, Texas 75242, where they are available for review between the hours of 8:00 a.m. to 5:00 p.m., prevailing Central Time. The Plan and the Disclosure Statement also are available for inspection, for a fee, at <https://pacer.gov> (account required) or, free of charge, on the Debtors’ restructuring website at <https://veritaglobal.net/eiger>.<sup>2</sup>

A hearing on confirmation of the Plan and the adequacy of the Disclosure Statement (the “Combined Hearing”) will be held before the Honorable Judge Jernigan, United States Bankruptcy Judge, in Courtroom 1 of the United States Bankruptcy Court, 1100 Commerce Street, Dallas, Texas 75242, on **September 5, 2024 at 9:30 a.m. prevailing Central Time**, to consider the adequacy of the Disclosure Statement, any objections to the Disclosure Statement, confirmation of the Plan, any objections thereto, and any other matter that may properly come before the Bankruptcy Court.

**Please be advised that you may participate at the hearing either in person or by an audio or video connection.** Audio communication will be by use of the Court’s dial-in facility. You may access the facility at **(650) 479-3207**. The access code is **2304 154 2638**. Video communication will be by use of the Cisco WebEx platform. Connect via the Cisco WebEx application or click the link on Judge Jernigan’s home page, <https://us-courts.webex.com/meet/jerniga>. The meeting code is **2304 154 2638**. Click the settings icon in the upper right corner and enter your name under the personal information setting. Please be advised that the Combined Hearing may be continued from time to time by the Court or the Debtor without further notice other than by such adjournment being announced in open court or by a notice of adjournment filed with the Court and served on other parties entitled to notice.

**Please be advised:** the Combined Hearing may be continued from time to time by the Bankruptcy Court or the Debtors **without further notice** other than by such adjournment being announced in open court or by a notice of adjournment filed with the Bankruptcy Court and served on all parties entitled to notice.

**Notice Record Date.** The notice record date is **July 22, 2024**, which is the record date for determining which Holders of Claims and Interests are entitled to receive Non-Voting Packages under the Plan.

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<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the same meaning as set forth in the Plan or the Disclosure Statement, as applicable. The statements contained herein are summaries of the provisions contained in the Plan and the Disclosure Statement and do not purport to be precise or complete statements of all the terms and provisions of the Plan or the documents referred therein. To the extent there is a discrepancy between the terms herein and the Plan or the Disclosure Statement, the Plan or the Disclosure Statement, as applicable, shall govern and control. For a more detailed description of the Plan, please refer to the Disclosure Statement.

**Critical Information Regarding Release Opt-Out Options and Objecting to the Plan**

**Article IX** of the Plan contains release, exculpation, and injunction provisions, and **Article IX.B** contains a Third Party Release. Thus, you are advised to review and consider the Plan carefully because your rights might be affected thereunder.

**All Holders of Claims or Interests that do not (a) elect to opt out of the Third Party Release contained in Article IX.B of the Plan; or (b) timely file with the Bankruptcy Court on the docket of the Chapter 11 Cases an objection to the Third Party Releases contained in Article IX.B of the Plan that is not resolved before confirmation will be deemed to have expressly, unconditionally, generally, individually, and collectively consented to the Third Party Release and discharge of all Claims and Causes of Action against the Debtors and the Released Parties. Please be advised that your decision to opt out does not affect the amount of distribution you will receive under the Plan. Specifically, your recovery under the Plan will be the same if you opt out.**

Article IX.A of the Plan contains the following Debtor Releases:

Notwithstanding anything contained in the Plan to the contrary, pursuant to section 1123(b) of the Bankruptcy Code, in exchange for good and valuable consideration, the adequacy of which is hereby confirmed, effective on the Effective Date, each Released Party is hereby deemed to be hereby released and discharged by the Debtors and their Estates, in each case on behalf of themselves and their respective successors, assigns, and representatives, and any and all other entities who may purport to assert any causes of action, directly or derivatively, by, through, for, or because of the foregoing Entities on behalf of the Debtors, from any and all derivative Claims and Causes of Action asserted on behalf of the Debtors, whether known or unknown, foreseen or unforeseen, matured or unmatured, existing or hereafter arising, in law, equity, contract, tort or otherwise, that the Debtors or their Estates would have been legally entitled to assert in their own right (whether individually or collectively) or on behalf of the Holder of any Claim against, or Interest in, a Debtor or other Entity, or that any Holder of any Claim against, or Interest in, a Debtor or other Entity could have asserted on behalf of the Debtors, based on or relating to, or in any manner arising from, in whole or in part, the Debtors (including the capital structure, management, ownership, or operation thereof), the assertion or enforcement of rights and remedies against the Debtors, the Debtors' in- or out-of-court restructuring efforts, any Avoidance Actions (but excluding Avoidance Actions brought as counterclaims or defenses to Claims asserted against the Debtors), intercompany transactions, the Chapter 11 Cases, the formulation, preparation, dissemination, negotiation, or filing of the Disclosure Statement, the Plan (including, for the avoidance of doubt, the Plan Supplement), Sale Transactions, or any aspect of the Liquidation Transactions, including any contract, instrument, release, or other agreement or document (including any legal opinion requested by any Entity regarding any transaction, contract, instrument, document or other agreement contemplated by the Plan or the reliance by any Released Party on the Plan or the Confirmation Order in lieu of such legal opinion) relating to any of the foregoing, created or entered into in connection with the Disclosure Statement, the Plan, the Plan Supplement, and

the Sale Transactions, before or during the Chapter 11 Cases, the filing of the Chapter 11 Cases, the pursuit of Confirmation, the pursuit of Consummation, the administration and implementation of the Plan, including the distribution of property under the Plan or any other related agreement, or upon any other related act or omission, transaction, agreement, event, or other occurrence related or relating to any of the foregoing taking place on or before the Effective Date, except for claims related to any act or omission that is determined in a Final Order by a court of competent jurisdiction to have constituted actual fraud, willful misconduct, or gross negligence of such Person. Notwithstanding anything to the contrary in the foregoing, the releases set forth above do not release any post-Effective Date obligations of any party or Entity under the Plan, the Confirmation Order, or any document, instrument, or agreement (including those set forth in the Plan Supplement) executed to implement the Plan or any Claim or obligation arising under the Plan. Notwithstanding anything to the contrary in the foregoing, the releases under this section only release Claims held by the Debtors or Claims that could be asserted by the Debtors under applicable law.

Article IX.B of the Plan contains the following Third Party Releases:

Except as otherwise expressly set forth in the Plan or the Confirmation Order, on and after the Effective Date, and with respect to all other Releasing Parties, in exchange for good and valuable consideration, the adequacy of which is hereby confirmed, each Released Party is, and is deemed to be, hereby conclusively, absolutely, unconditionally, irrevocably and forever, released by each Releasing Party from any and all Causes of Action, whether known or unknown, foreseen or unforeseen, matured or unmatured, existing or hereafter arising, in law, equity, contract, tort, or otherwise, including any derivative claims asserted on behalf of the Debtors, that such Entity would have been legally entitled to assert (whether individually or collectively), based on or relating to, or in any manner arising from, in whole or in part, the Debtors (including the capital structure, management, ownership, or operation thereof), the Debtors' in- or out-of-court restructuring efforts, any Avoidance Actions (but excluding Avoidance Actions brought as counterclaims or defenses to Claims asserted against the Debtors), intercompany transactions, the Chapter 11 Cases, the formulation, preparation, dissemination, negotiation, or filing of the Disclosure Statement, the Plan (including, for the avoidance of doubt, the Plan Supplement), the Sale Transactions, or any aspect of the Liquidation Transactions, including any contract, instrument, release, or other agreement or document (including any legal opinion requested by any Entity regarding any transaction, contract, instrument, document or other agreement contemplated by the Plan or the reliance by any Released Party on the Plan or the Confirmation Order in lieu of such legal opinion) relating to any of the foregoing, created or entered into in connection with the Disclosure Statement, the Plan, the Plan Supplement, the Sale Transactions, before or during the Chapter 11 Cases, the filing of the Chapter 11 Cases, the pursuit of Confirmation, the pursuit of Consummation, the administration and implementation of the Plan, including the distribution of property under the Plan or any other related agreement, or upon any other related act or omission, transaction, agreement, event, or other occurrence related or relating to any of the foregoing taking place on or before the Effective Date. Notwithstanding anything to the contrary in the foregoing, the releases set forth above do not release or act to modify (1) any post Effective Date obligations of any party or Entity under the Plan, (2) the Confirmation Order, or (3) any document, instrument, or agreement (including those set forth in the Plan Supplement) executed to

**implement the Plan or any Claim or obligation arising under the Plan.**

Article IX.C of the Plan contains the following Exculpations:

**Except as otherwise specifically provided in the Plan, no Exculpated Party shall have or incur, and each Exculpated Party is hereby exculpated from any Cause of Action for any claim related to any act or omission taking place between the Petition Date and the Effective Date in connection with, relating to, or arising out of, the Chapter 11 Cases, the Disclosure Statement, the Plan, the Sale Transactions, or any aspect of the Liquidation Transaction, including any contract, instrument, release or other agreement or document (including providing any legal opinion requested by any Entity regarding any transaction, contract, instrument, document, or other agreement contemplated by the Plan or the reliance by any Exculpated Party on the Plan or the Confirmation Order in lieu of such legal opinion) created or entered into in connection with the Disclosure Statement or the Plan, the Sale Transactions, the filing of the Chapter 11 Cases, the pursuit of Confirmation, the administration and implementation of the Plan, or the distribution of property under the Plan or any other related agreement, except for claims related to any act or omission that is determined in a Final Order of a court of competent jurisdiction to have constituted actual fraud, willful misconduct, or gross negligence but in all respects such Entities shall be entitled to reasonably rely upon the advice of counsel with respect to their duties and responsibilities pursuant to the Plan.**

Article IX.D of the Plan contains the following Injunction:

**Except as otherwise provided in the Plan or the Confirmation Order, all Entities who have held, hold, or may hold Claims, Interests, Causes of Action, or liabilities that: (1) are subject to compromise and settlement pursuant to the terms of the Plan; (2) have been released pursuant to the Plan; (3) were purchased and released by a Purchaser in connection with the Sale Transactions; (4) are subject to exculpation pursuant to the Plan; or (5) are otherwise discharged, satisfied, stayed, released, or terminated pursuant to the terms of the Plan, are permanently enjoined and precluded, from and after the Effective Date, from commencing or continuing in any manner, any action or other proceeding, including on account of any Claims, Interests, Causes of Action, or liabilities that have been compromised or settled against any of the Debtors or any Entity so released or exculpated (or the property or estate of any Entity, directly or indirectly, so released or exculpated) on account of, or in connection with or with respect to, any discharged, released, settled, compromised, or exculpated Claims, Interests, Causes of Action, or liabilities, including being permanently enjoined and precluded, from and after the Effective Date, from taking any of the following actions against, as applicable, the Debtors, the Plan Administrator, the Released Parties, or Exculpated Parties (as applicable): (1) commencing or continuing in any manner any action or other proceeding of any kind on account of or in connection with or with respect to any such Claims or Interests; (2) enforcing, attaching, collecting, or recovering by any manner or means any judgment, award, decree, or order against such Entities on account of or in connection with or with respect to any such Claims or Interests; (3) creating, perfecting, or enforcing any lien or encumbrance of any kind against such Entities or the property or the estate of such Entities on account of or in connection with or with respect to any such Claims or Interests; (4) asserting any right of setoff or subrogation of any kind against any obligation**

due from such Entities or against the property of such Entities on account of or in connection with or with respect to any such Claims or Interests unless such Entity has timely asserted such setoff right in a document filed with the Bankruptcy Court explicitly preserving such setoff, and notwithstanding an indication of a Claim or Interest or otherwise that such Entity asserts, has, or intends to preserve any right of setoff pursuant to applicable law or otherwise; and (5) commencing or continuing in any manner any action or other proceeding of any kind on account of or in connection with or with respect to any such claims or Interests released or settled pursuant to the Plan.

Upon the Bankruptcy Court's entry of the Confirmation Order, all Holders of Claims and Interests and other parties in interest, along with their respective present or former employees, agents, officers, directors, or principals, shall be enjoined from taking any actions to interfere with the implementation or consummation of this Plan by the Debtors, the Plan Administrator, and their respective affiliates, employees, advisors, officers and directors, or agents.

Article I of the Plan contains the following definitions:

**"Exculpated Parties"** means collectively, (1) the Debtors and the Wind-Down Debtors, (2) any Statutory Committee and each of its members, (3) the Debtors' Professionals, including Sidley Austin LLP, SSG Advisors, LLC, Alvarez & Marsal North America, LLC, Neligan LLP, and Verita Global f/k/a Kurtzman Carson Consultants, LLC, (4) the Professionals of any Statutory Committee, and (5) any directors and officers of the Debtors as of the Petition Date.

**"Liquidation"** means the liquidation of the Debtors through the Liquidation Transactions in accordance with the terms of this Plan.

**"Liquidation Transactions"** means the transactions described in Article IV.B of the Plan.

**"Released Party"** means each of, and in each case in its capacity as such: (1) each Debtor and its Estate; (2) each Wind-Down Debtor and its Estate; (3) each Related Party of each Entity in clause (1) and (2); *provided* that in each case, an Entity shall not be a Released Party if it: (x) elects to opt out of the releases contained in Article IX.A or Article IX.B of the Plan or (y) timely objects to the releases contained in Article IX.A or Article IX.B of the Plan and such objection is not resolved before Confirmation.

**"Releasing Party"** means each of, and in each case in its capacity as such: (1) each Debtor and its Estate; (2) each Wind-Down Debtor and its Estate; (3) any Statutory Committee and each of its members; (4) Holders of Claims or Interests who vote to accept the Plan; (5) Holders of Claims or Interests that are deemed to accept the Plan and who do not affirmatively opt out of the releases contained in Article IX.A or Article IX.B of the Plan; (6) Holders of Claims or Interests whose vote to accept or reject the Plan is solicited but who do not vote either to accept or to reject the Plan and do not affirmatively opt out of the releases contained in Article IX.A or Article IX.B of the Plan; (7) Holders of Claims or Interests who vote or are deemed to vote to reject the Plan and do not affirmatively opt out



of the releases contained in Article IX.A or Article IX.B of the Plan; (8) each current and former Affiliate of each Entity in clause (1) through (7) and the following clause (9); and (9) each Related Party of each Entity in clause (1) through this clause (9), solely to the extent such Related Party may assert Claims or Causes of Action on behalf of or in a derivative capacity by or through an Entity in clause (1) through clause (8); *provided* that in each case, an Entity shall not be a Releasing Party if it: (x) elects to opt out of the releases contained in Article IX.A or Article IX.B of the Plan or (y) timely objects to the releases contained in Article IX.A or Article IX.B of the Plan and such objection is not resolved before Confirmation.

**Plan Objection Deadline.** The deadline for filing objections to final approval of the Disclosure Statement and confirmation of the Plan is **August 30, 2024 at 4:00 p.m. prevailing Central Time** (the “Plan Objection Deadline”). All objections to the relief sought at the Confirmation Hearing **must**: (a) be in writing; (b) conform to the Federal Rules of Bankruptcy Procedure, the Bankruptcy Local Rules for the Northern District of Texas, and any orders of the Court; (c) state, with particularity, the legal and factual bases and nature of any objection and, if practicable, a proposed modification to the Plan (or related materials) that would resolve such objection; and (d) be filed with the Bankruptcy Court (contemporaneously with a proof of service) and served upon the following parties so as to be **actually received** on or before the Plan Objection Deadline:

Debtors	Counsel to the Debtors
<p>Eiger BioPharmaceuticals Inc. 2100 Ross Avenue Dallas, Texas 75201</p> <p>Attn: Douglas Staut Chief Restructuring Officer Email: dstaut@alvarezandmarsal.com</p>	<p>Sidley Austin LLP 787 Seventh Avenue New York, New York 10019 Facsimile: (212) 839-5599</p> <p>Attn: William E. Curtin Anne G. Wallice Email: wcurtin@sidley.com anne.wallice@sidley.com</p>
United States Trustee	
<p>Office of the United States Trustee 1100 Commerce Street, Room 976 Dallas, Texas 75242 Attn: Elizabeth A. Young Email: elizabeth.a.young@usdoj.gov</p>	
Proposed Counsel to the Official Committee of Unsecured Creditors	
<p>Munsch Hardt Kopf &amp; Harr, P.C. 500 N. Akard Street, Suite 4000 Dallas, TX 75201 Telephone: (713) 485-7300 Facsimile (713) 485-7344</p> <p>Attn: Davor Rukavina Thomas Berghman Garrick Smith</p> <p>Email: drukavina@munsch.com tberghman@munsch.com gsmith@munsch.com</p>	<p>Meland Budwick, P.A. 3200 Southeast Financial Center 200 South Biscayne Blvd. Miami, Florida 33131 Telephone: (305) 358-6363</p> <p>Attn: Michael S. Budwick Daniel N. Gonzalez Meaghan E. Murphy Shira A. Baratz</p> <p>Email: mbudwick@melandbudwick.com dgonzalez@melandbudwick.com mmurphy@melandbudwick.com sbaratz@melandbudwick.com</p>
Proposed Counsel to the Official Equity Security Holders' Committee	
<p>Porzio, Bromberg, &amp; Newman, P.C. 100 Southgate Parkway P.O. Box 1997 Morristown, NJ 07962 Telephone: (973) 538-4006</p> <p>Attn: Warren J. Martin Jr. Rachel A. Parisi David E. Sklar</p> <p>Email: WJMartin@pbnlaw.com RAParisi@pbnlaw.com DESKlar@pbnlaw.com</p>	<p>McKool Smith, PC 600 Travis Street, Suite 7000 Houston, Texas 77002 Telephone: (713) 485-7300 Facsimile (713) 485-7344</p> <p>Attn: John J. Sparacino, Esq.</p> <p>Email: jsparacino@mckoolsmith.com</p>

**Assumption or Rejection of Executory Contracts.** Under the terms of Article V of the Plan, on the Effective Date, except as otherwise provided therein (which exclusion includes the Indemnification Obligations, the D&O Liability Insurance Policies, and the Employment Agreements), all Executory Contracts or Unexpired Leases not previously assumed, assumed and assigned, listed on the Schedule of Assumed Executory Contracts and Unexpired Leases if any (which shall be included in the Plan Supplement), or rejected pursuant to an order of the Bankruptcy Court, will be deemed rejected, in accordance with the provisions and requirements of sections 365 and 1123 of the Bankruptcy Code other than those Executory Contracts or Unexpired Leases that are the subject of a motion to assume that is pending on the Confirmation Date. **Claims for rejection damages must be filed in accordance with the provisions of Article V of the Plan.**

#### **Additional Information**

**Obtaining Plan Materials.** If you would like to obtain a copy of the Disclosure Statement Order, the Plan and Disclosure Statement, the Notice of Non-Voting Packages, or related documents, such materials are available free of charge by: (i) accessing the Debtors' restructuring website at <https://veritaglobal.net/eiger>; (ii) writing to Eiger Ballot Processing, c/o KCC dba Verita, 222 N. Pacific Coast Highway, Suite 300 El Segundo, CA 90245; (iii) calling (888) 733-1544 (toll free) or (310) 751-2638 (international); or (iv) submitting an inquiry to the Notice and Claims Agent at <https://www.veritaglobal.net/Eiger/inquiry>. You may also obtain copies of any pleadings filed in the Chapter 11 Cases for a fee via PACER at <https://www.pacer.gov/>.

#### **Binding Nature of the Plan:**

**If confirmed, the Plan shall bind all Holders of Claims and Interests to the maximum extent permitted by applicable law, whether or not such Holder will receive or retain any property or interest in property under the Plan, has filed a Proof of Claim in the chapter 11 cases or failed to vote to accept or reject the Plan or voted to reject the Plan.**

Dated: [●], 2024  
Dallas, Texas

**SIDLEY AUSTIN LLP**

/s/ [DRAFT]

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Thomas R. Califano (TX Bar No. 24122825)  
William E. Curtin (admitted *pro hac vice*)  
Anne G. Wallice (admitted *pro hac vice*)  
787 Seventh Avenue  
New York, NY 10019  
Telephone: (212) 839-5300  
Facsimile: (212) 839-5599  
Email: tom.califano@sidley.com  
wcurtin@sidley.com  
anne.wallice@sidley.com

*and*

Charles M. Persons (TX Bar No. 24060413)  
2021 McKinney Avenue, Suite 2000  
Dallas, Texas 75201  
Telephone: (214) 981-3300  
Facsimile: (214) 981-3400  
Email: cpersons@sidley.com

*Attorneys for the Debtors and Debtors in Possession*

**Exhibit 2**

**Combined Hearing Publication Notice**

**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)

**NOTICE OF (I) COMBINED  
HEARING ON THE DISCLOSURE  
STATEMENT AND CONFIRMATION OF THE JOINT  
PLAN, AND (II) NOTICE OF OBJECTION AND OPT OUT RIGHTS**

On July 15, 2024, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed with the United States Bankruptcy Court for the Northern District of Texas (the “Bankruptcy Court”) the *Joint Plan of Eiger Biopharmaceuticals, Inc. and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 424] (as such may be modified, amended, or supplemented from time to time hereafter, including all exhibits and supplements thereto, the “Plan”) and the *Disclosure Statement for Joint Plan of Eiger Biopharmaceuticals, Inc. and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 425] (as such may be modified, amended, or supplemented from time to time hereafter, including all exhibits and supplements thereto, the “Disclosure Statement”) pursuant to sections 1125 and 1126(b) of title 11 of the United States Code (the “Bankruptcy Code”). Copies of the Plan and the Disclosure Statement may be obtained upon request of the Debtors’ counsel at the address specified below and are on file with the Clerk of the Court, 1100 Commerce Street, Dallas, Texas 75242, where they are available for review between the hours of 8:00 a.m. to 5:00 p.m., prevailing Central Time. The Plan and the Disclosure Statement also are available for inspection, for a fee, at <https://pacer.gov> (account required) or, free of charge, on the Debtors’ restructuring website at <https://veritaglobal.net/eiger>.<sup>2</sup>

A hearing on confirmation of the Plan and the adequacy of the Disclosure Statement (the “Combined Hearing”) will be held before the Honorable Judge Jernigan, United States

<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 2100 Ross Avenue, Dallas, Texas 75201.

<sup>2</sup> Capitalized terms used but not defined herein have the meanings given to them in the Plan or the Disclosure Statement, as applicable. The statements contained herein are summaries of the provisions contained in the Plan and the Disclosure Statement and do not purport to be precise or complete statements of all the terms and provisions of the Plan or the documents referred therein. To the extent there is a discrepancy between the terms herein and the Plan or the Disclosure Statement, the Plan or the Disclosure Statement, as applicable, shall govern and control. For a more detailed description of the Plan, please refer to the Disclosure Statement.

Bankruptcy Judge, in Courtroom 1 of the United States Bankruptcy Court, 1100 Commerce Street, Dallas, Texas 75242, on **September 5, 2024 at 9:30 a.m. prevailing Central Time**, to consider the adequacy of the Disclosure Statement, any objections to the Disclosure Statement, confirmation of the Plan, any objections thereto, and any other matter that may properly come before the Bankruptcy Court.

**Please be advised that you may participate at the hearing either in person or by an audio or video connection.** Audio communication will be by use of the Court's dial-in facility. You may access the facility at **(650) 479-3207**. The access code is **2304 154 2638**. Video communication will be by use of the Cisco WebEx platform. Connect via the Cisco WebEx application or click the link on Judge Jernigan's home page, <https://us-courts.webex.com/meet/jerniga>. The meeting code is **2304 154 2638**. Click the settings icon in the upper right corner and enter your name under the personal information setting. Please be advised that the Combined Hearing may be continued from time to time by the Court or the Debtor without further notice other than by such adjournment being announced in open court or by a notice of adjournment filed with the Court and served on other parties entitled to notice.

### **CRITICAL INFORMATION REGARDING THE PLAN**

**Notice Record Date.** The notice record date is **July 22, 2024**, which is the record date for determining which Holders of Claims and Interests are entitled to receive Non-Voting Packages under the Plan.

**Plan Objection Deadline.** Objections (each, a "**Plan Objection**"), if any, to the Plan or the Disclosure Statement must: (a) be in writing; (b) conform to the Federal Rules of Bankruptcy Procedure, the Bankruptcy Local Rules for the Northern District of Texas, and any orders of the Court; (c) state, with particularity, the legal and factual bases and nature of any objection and, if practicable, a proposed modification to the Plan (or related materials) that would resolve such objection; and (d) be filed with the Bankruptcy Court (contemporaneously with a proof of service) and served upon the following parties so as to be **actually received** on or before **August 30, 2024 at 4:00 p.m. prevailing Central Time** (the "**Plan Objection Deadline**):

Debtors	Counsel to the Debtors
<p>Eiger BioPharmaceuticals Inc. 2100 Ross Avenue Dallas, Texas 75201</p> <p>Attn: Douglas Staut Chief Restructuring Officer Email: dstaut@alvarezandmarsal.com</p>	<p>Sidley Austin LLP 787 Seventh Avenue New York, New York 10019 Facsimile: (212) 839-5599</p> <p>Attn: William E. Curtin Anne G. Wallice Email: wcurtin@sidley.com anne.wallice@sidley.com</p>
United States Trustee	
<p>Office of the United States Trustee 1100 Commerce Street, Room 976 Dallas, Texas 75242 Attn: Elizabeth A. Young Email: elizabeth.a.young@usdoj.gov</p>	
Proposed Counsel to the Official Committee of Unsecured Creditors	
<p>Munsch Hardt Kopf &amp; Harr, P.C. 500 N. Akard Street, Suite 4000 Dallas, TX 75201 Telephone: (713) 485-7300 Facsimile (713) 485-7344</p> <p>Attn: Davor Rukavina Thomas Berghman Garrick Smith</p> <p>Email: drukavina@munsch.com tberghman@munsch.com gsmith@munsch.com</p>	<p>Meland Budwick, P.A. 3200 Southeast Financial Center 200 South Biscayne Blvd. Miami, Florida 33131 Telephone: (305) 358-6363</p> <p>Attn: Michael S. Budwick Daniel N. Gonzalez Meaghan E. Murphy Shira A. Baratz</p> <p>Email: mbudwick@melandbudwick.com dgonzalez@melandbudwick.com mmurphy@melandbudwick.com sbaratz@melandbudwick.com</p>
Proposed Counsel to the Official Equity Security Holders' Committee	
<p>Porzio, Bromberg, &amp; Newman, P.C. 100 Southgate Parkway P.O. Box 1997 Morristown, NJ 07962 Telephone: (973) 538-4006</p> <p>Attn: Warren J. Martin Jr. Rachel A. Parisi David E. Sklar</p> <p>Email: WJMartin@pbnlaw.com RAParisi@pbnlaw.com DESKlar@pbnlaw.com</p>	<p>McKool Smith, PC 600 Travis Street, Suite 7000 Houston, Texas 77002 Telephone: (713) 485-7300 Facsimile (713) 485-7344</p> <p>Attn: John J. Sparacino, Esq.</p> <p>Email: jsparacino@mckoolsmith.com</p>



**UNLESS AN OBJECTION IS TIMELY SERVED AND FILED IN ACCORDANCE WITH THIS NOTICE IT MAY NOT BE CONSIDERED BY THE BANKRUPTCY COURT.**

**CRITICAL INFORMATION REGARDING OBJECTING TO THE PLAN**

**ARTICLE IX OF THE PLAN CONTAINS RELEASE, INJUNCTION, AND RELATED PROVISIONS, AND ARTICLE IX.B CONTAINS A THIRD PARTY RELEASE. THUS, YOU ARE ADVISED TO REVIEW AND CONSIDER THE PLAN CAREFULLY BECAUSE YOUR RIGHTS MIGHT BE AFFECTED THEREUNDER.**

**ALL HOLDERS OF CLAIMS OR INTERESTS THAT DO NOT (A) ELECT TO OPT OUT OF THE THIRD PARTY RELEASE CONTAINED IN ARTICLE IX.B OF THE PLAN; OR (B) TIMELY FILE WITH THE BANKRUPTCY COURT ON THE DOCKET OF THE CHAPTER 11 CASES AN OBJECTION TO THE THIRD PARTY RELEASES CONTAINED IN ARTICLE IX.B OF THE PLAN THAT IS NOT RESOLVED BEFORE CONFIRMATION WILL BE DEEMED TO HAVE EXPRESSLY, UNCONDITIONALLY, GENERALLY, INDIVIDUALLY, AND COLLECTIVELY CONSENTED TO THE THIRD PARTY RELEASE AND DISCHARGE OF ALL CLAIMS AND CAUSES OF ACTION AGAINST THE DEBTORS AND THE RELEASED PARTIES. PLEASE BE ADVISED THAT YOUR DECISION TO OPT OUT DOES NOT AFFECT THE AMOUNT OF DISTRIBUTION YOU WILL RECEIVE UNDER THE PLAN. SPECIFICALLY, YOUR RECOVERY UNDER THE PLAN WILL BE THE SAME IF YOU OPT OUT.**

Article IX.B of the Plan contains the following Third Party Release:

Except as otherwise expressly set forth in the Plan or the Confirmation Order, on and after the Effective Date, and with respect to all other Releasing Parties, in exchange for good and valuable consideration, the adequacy of which is hereby confirmed, each Released Party is, and is deemed to be, hereby conclusively, absolutely, unconditionally, irrevocably and forever, released by each Releasing Party from any and all Causes of Action, whether known or unknown, foreseen or unforeseen, matured or unmatured, existing or hereafter arising, in law, equity, contract, tort, or otherwise, including any derivative claims asserted on behalf of the Debtors, that such Entity would have been legally entitled to assert (whether individually or collectively), based on or relating to, or in any manner arising from, in whole or in part, the Debtors (including the capital structure, management, ownership, or operation thereof), the Debtors' in- or out-of-court restructuring efforts, any Avoidance Actions (but excluding Avoidance Actions brought as counterclaims or defenses to Claims asserted against the Debtors), intercompany transactions, the Chapter 11 Cases, the formulation, preparation, dissemination, negotiation, or filing of the Disclosure Statement, the Plan (including, for the avoidance of doubt, the Plan Supplement), the Sale Transactions, or any aspect of the Liquidation Transactions, including any contract, instrument, release, or other agreement or document (including any legal opinion requested by any Entity regarding any transaction, contract, instrument, document or other agreement contemplated by the Plan or the reliance by any Released Party on the Plan or the Confirmation Order in lieu of such legal opinion) relating to any of the foregoing, created or entered into in connection with the Disclosure Statement, the Plan, the Plan Supplement, the Sale Transactions, before or during the Chapter 11 Cases, the filing of the Chapter 11 Cases,

the pursuit of Confirmation, the pursuit of Consummation, the administration and implementation of the Plan, including the distribution of property under the Plan or any other related agreement, or upon any other related act or omission, transaction, agreement, event, or other occurrence related or relating to any of the foregoing taking place on or before the Effective Date. Notwithstanding anything to the contrary in the foregoing, the releases set forth above do not release or act to modify (1) any post Effective Date obligations of any party or Entity under the Plan, (2) the Confirmation Order, or (3) any document, instrument, or agreement (including those set forth in the Plan Supplement) executed to implement the Plan or any Claim or obligation arising under the Plan.

Article I of the Plan contains the following definitions:

**“Released Party”** means each of, and in each case in its capacity as such: (1) each Debtor and its Estate; (2) each Wind-Down Debtor and its Estate; (3) each Related Party of each Entity in clause (1) and (2); *provided* that in each case, an Entity shall not be a Released Party if it: (x) elects to opt out of the releases contained in Article IX.A or Article IX.B of the Plan or (y) timely objects to the releases contained in Article IX.A or Article IX.B of the Plan and such objection is not resolved before Confirmation.

**“Releasing Party”** means each of, and in each case in its capacity as such: (1) each Debtor and its Estate; (2) each Wind-Down Debtor and its Estate; (3) any Statutory Committee and each of its members; (4) Holders of Claims or Interests who vote to accept the Plan; (5) Holders of Claims or Interests that are deemed to accept the Plan and who do not affirmatively opt out of the releases contained in Article IX.A or Article IX.B of the Plan; (6) Holders of Claims or Interests whose vote to accept or reject the Plan is solicited but who do not vote either to accept or to reject the Plan and do not affirmatively opt out of the releases contained in Article IX.A or Article IX.B of the Plan; (7) Holders of Claims or Interests who vote or are deemed to vote to reject the Plan and do not affirmatively opt out of the releases contained in Article IX.A or Article IX.B of the Plan; (8) each current and former Affiliate of each Entity in clause (1) through (7) and the following clause (9); and (9) each Related Party of each Entity in clause (1) through this clause (9), solely to the extent such Related Party may assert Claims or Causes of Action on behalf of or in a derivative capacity by or through an Entity in clause (1) through clause (8); *provided* that in each case, an Entity shall not be a Releasing Party if it: (x) elects to opt out of the releases contained in Article IX.A or Article IX.B of the Plan or (y) timely objects to the releases contained in Article IX.A or Article IX.B of the Plan and such objection is not resolved before Confirmation.

**YOU ARE ADVISED TO CAREFULLY REVIEW AND CONSIDER THE PLAN, INCLUDING THE DISCHARGE, RELEASE, EXCULPATION, AND INJUNCTION PROVISIONS IN ARTICLE IX OF THE PLAN, AS YOUR RIGHTS MIGHT BE AFFECTED.**

**Exhibit 3**

**Notice of Non-Voting Status**

SIDLEY AUSTIN LLP

Thomas R. Califano (TX Bar No. 24122825)  
William E. Curtin (admitted *pro hac vice*)  
Anne G. Wallace (admitted *pro hac vice*)  
787 Seventh Avenue  
New York, NY 10019  
Telephone: (212) 839-5300  
Facsimile: (212) 839-5599  
Email: tom.califano@sidley.com  
wcurtin@sidley.com  
anne.wallace@sidley.com

SIDLEY AUSTIN LLP

Charles M. Persons (TX Bar No. 24060413)  
2021 McKinney Avenue, Suite 2000  
Dallas, Texas 75201  
Telephone: (214) 981-3300  
Facsimile: (214) 981-3400  
Email: cpersons@sidley.com

*Attorneys for the Debtors  
and Debtors in Possession*

**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)

**NOTICE OF NON-VOTING STATUS TO HOLDERS OF  
UNIMPAIRED CLAIMS CONCLUSIVELY DEEMED TO ACCEPT THE PLAN**

On July [●], 2024, the United States Bankruptcy Court for the Northern District of Texas (the “Bankruptcy Court”) entered an order [Docket No. [●]] (the “Disclosure Statement Order”): (a) conditionally approving the debtors’ and debtors’ in possession in the above-captioned chapter 11 cases (collectively, the “Debtors”) *Disclosure Statement for Joint Plan of Eiger Biopharmaceuticals, Inc. and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 424] (as such may be modified, amended, or supplemented from time to time hereafter, including all exhibits and supplements thereto, the “Disclosure Statement”) as containing “adequate information pursuant to section 1125 of the Bankruptcy Code; (b) approving the notice and objection procedures for the Debtors’ *Joint Plan of Eiger Biopharmaceuticals, Inc. and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 425] (as

<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 2100 Ross Avenue, Dallas, Texas 75201.

such may be modified, amended, or supplemented from time to time hereafter, including all exhibits and supplements thereto, the “Plan”), and (c) granting related relief.<sup>2</sup>

Because of the nature and treatment of your Claim or Interest under the Plan, **you are not entitled to vote on the Plan**. Specifically, under the terms of the Plan, as a Holder of a Claim (as currently asserted against the Debtors) or Interest that is not Impaired and conclusively deemed to have accepted the Plan pursuant to section 1126(f) of the Bankruptcy Code, you are **not** entitled to vote on the Plan.

The hearing at which the Bankruptcy Court will consider both final approval of the Disclosure Statement and confirmation of the Plan (the “Combined Hearing”) will commence on **September 5, 2024 at 9:30 a.m. prevailing Central Time**, before the Honorable Judge Jernigan, United States Bankruptcy Judge, in Courtroom 1 of the United States Bankruptcy Court, 1100 Commerce Street, Dallas, Texas 75242.

**Please be advised that you may participate at the hearing either in person or by an audio or video connection.** Audio communication will be by use of the Court’s dial-in facility. You may access the facility at **(650) 479-3207**. Video communication will be by use of the Cisco WebEx platform. Connect via the Cisco WebEx application or click the link on Judge Jernigan’s home page, <https://us-courts.webex.com/meet/jerniga>. The meeting code is **2304 154 2638**. Click the settings icon in the upper right corner and enter your name under the personal information setting. Please be advised that the Combined Hearing may be continued from time to time by the Court or the Debtor without further notice other than by such adjournment being announced in open court or by a notice of adjournment filed with the Court and served on other parties entitled to notice.

The deadline for filing objections to final approval of the Disclosure Statement and confirmation of the Plan is **August 30, 2024 at 4:00 p.m. prevailing Central Time** (the “Plan Objection Deadline”). Any objection to the relief sought at the Combined Hearing **must**: (a) be in writing; (b) conform to the Federal Rules of Bankruptcy Procedure, the Bankruptcy Local Rules for the Northern District of Texas, and any orders of the Court; (c) state, with particularity, the legal and factual bases and nature of any objection and, if practicable, a proposed modification to the Plan (or related materials) that would resolve such objection; and (d) be filed with the Bankruptcy Court on or before the Plan Objection Deadline.

If you would like to obtain a copy of the Disclosure Statement Order, the Plan and Disclosure Statement, or related documents, such materials are available free of charge by: (i) accessing the Debtors’ restructuring website at <https://veritaglobal.net/eiger>; (ii) writing to Eiger Ballot Processing, c/o KCC dba Verita, 222 N. Pacific Coast Highway, Suite 300 El Segundo, CA 90245; (iii) calling (888) 733-1544 (toll free) or (310) 751-2638 (international); or

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<sup>2</sup> Capitalized terms used but not defined herein have the meanings given to them in the Plan or the Disclosure Statement, as applicable. The statements contained herein are summaries of the provisions contained in the Plan and the Disclosure Statement and do not purport to be precise or complete statements of all the terms and provisions of the Plan or the documents referred therein. To the extent there is a discrepancy between the terms herein and the Plan or the Disclosure Statement, the Plan or the Disclosure Statement, as applicable, shall govern and control. For a more detailed description of the Plan, please refer to the Disclosure Statement.

(iv) submitting an inquiry to the Notice and Claims Agent at <https://www.veritaglobal.net/Eiger/inquiry>. You may also obtain copies of any pleadings filed in the Chapter 11 Cases for a fee via PACER at <https://www.pacer.gov/> (a PACER account is required).

**Important Information Regarding the Third Party Release and Opt-Out Rights.**

**ARTICLE IX OF THE PLAN CONTAINS RELEASE, EXCULPATION, AND INJUNCTION PROVISIONS, AND ARTICLE IX.B CONTAINS A THIRD PARTY RELEASE. THUS, YOU ARE ADVISED TO REVIEW AND CONSIDER THE PLAN CAREFULLY BECAUSE YOUR RIGHTS MIGHT BE AFFECTED THEREUNDER.**

**ALL HOLDERS OF CLAIMS OR INTERESTS THAT DO NOT ELECT TO OPT OUT OF THE THIRD PARTY RELEASE CONTAINED IN ARTICLE IX.B OF THE PLAN USING THE ENCLOSED RELEASE OPT-OUT FORM OR BY FILING AN OBJECTION TO THE THIRD PARTY RELEASE CONTAINED IN ARTICLE IX.B OF THE PLAN ON OR BEFORE THE RELEASE OPT-OUT DEADLINE WILL BE DEEMED TO HAVE EXPRESSLY, UNCONDITIONALLY, GENERALLY, INDIVIDUALLY, AND COLLECTIVELY CONSENTED TO THE RELEASE AND DISCHARGE OF ALL CLAIMS AND CAUSES OF ACTION RELEASED THEREUNDER AGAINST THE DEBTORS AND OTHER RELEASED PARTIES. BY ELECTING TO OPT OUT OF THE RELEASE SET FORTH IN ARTICLE IX.B OF THE PLAN, YOU WILL FOREGO THE BENEFIT OF OBTAINING THE RELEASES SET FORTH IN ARTICLE IX.B OF THE PLAN IF YOU ARE A RELEASED PARTY IN CONNECTION THEREWITH. PLEASE BE ADVISED THAT YOUR DECISION TO OPT OUT DOES NOT AFFECT THE AMOUNT OF DISTRIBUTION YOU WILL RECEIVE UNDER THE PLAN. SPECIFICALLY, YOUR RECOVERY UNDER THE PLAN WILL BE THE SAME IF YOU OPT OUT.**

**THIS NOTICE IS BEING SENT TO YOU FOR INFORMATIONAL PURPOSES ONLY.**

Dated: [●], 2024  
Dallas, Texas

**SIDLEY AUSTIN LLP**

/s/ *[DRAFT]*

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Thomas R. Califano (TX Bar No. 24122825)  
William E. Curtin (admitted *pro hac vice*)  
Anne G. Wallace (admitted *pro hac vice*)  
787 Seventh Avenue  
New York, NY 10019  
Telephone: (212) 839-5300  
Facsimile: (212) 839-5599  
Email: tom.califano@sidley.com  
wcurtin@sidley.com  
anne.wallace@sidley.com

*and*

Charles M. Persons (TX Bar No. 24060413)  
2021 McKinney Avenue, Suite 2000  
Dallas, Texas 75201  
Telephone: (214) 981-3300  
Facsimile: (214) 981-3400  
Email: cpersons@sidley.com

*Attorneys for the Debtors and Debtors in Possession*

**Exhibit 3A**

**Opt-Out Form (Holders of Claims and Holders of Registered Interests)**



## OPT-OUT FORM

You are receiving this opt out form (the “Opt-Out Form”) because you are or may be a Holder of a Claim or Interest that is not entitled to vote on the *Joint Plan of Eiger Biopharmaceuticals, Inc. and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* (as modified, amended, or supplemented from time to time, the “Plan”). Except as otherwise set forth in the definition of Releasing Party in the Plan, Holders of Claims and Interests are deemed to grant the Third Party Release set forth in Article IX.B (the “Third Party Release”), unless a Holder (a) affirmatively opts out of the Third Party Release by completing and returning this form in accordance with the directions herein or (b) files an objection to the Third Party Release that is not resolved before confirmation of the Plan on or before **August 30, 2024 at 4:00 p.m. prevailing Central Time** (the “Release Opt-Out Deadline”).

If you believe you are a Holder of a Claim or Interest with respect to the Debtors and choose to opt out of the Third-Party Release set forth in Article IX.B of the Plan, please promptly complete, sign, and date this Opt-Out Form and return it via first class mail, overnight courier, the Notice and Claim Agent’s online Opt-Out Upload Portal, or hand delivery to Verita Global f/k/a Kurtzman Carson Consultants, LLC (the “Notice and Claims Agent”) at the address set forth below. Holders are strongly encouraged to submit any Release Opt-Out Form through the Notice and Claim Agent’s online Opt-Out Upload Portal. Parties that submit their Release Opt-Out Form using the Opt-Out Upload Portal should **NOT** also submit a paper Release Opt-Out Form.

**THIS OPT-OUT FORM MUST BE ACTUALLY RECEIVED BY THE NOTICE AND CLAIM AGENT BY THE RELEASE OPT-OUT DEADLINE. IF THE RELEASE OPT-OUT FORM IS RECEIVED AFTER THE RELEASE OPT-OUT DEADLINE, IT WILL NOT BE COUNTED.**

### **Item 1. Important Information Regarding the Third Party Release and Opt-Out Rights.**

Article IX.B of the Plan contains the following Third Party Release:

**Except as otherwise expressly set forth in the Plan or the Confirmation Order, on and after the Effective Date, and with respect to all other Releasing Parties, in exchange for good and valuable consideration, the adequacy of which is hereby confirmed, each Released Party is, and is deemed to be, hereby conclusively, absolutely, unconditionally, irrevocably and forever, released by each Releasing Party from any and all Causes of Action, whether known or unknown, foreseen or unforeseen, matured or unmatured, existing or hereafter arising, in law, equity, contract, tort, or otherwise, including any derivative claims asserted on behalf of the Debtors, that such Entity would have been legally entitled to assert (whether individually or collectively), based on or relating to, or in any manner arising from, in whole or in part, the Debtors (including the capital structure, management, ownership, or operation thereof), the Debtors’ in- or out-of-court restructuring efforts, any Avoidance Actions (but excluding Avoidance Actions brought as counterclaims or defenses to Claims asserted against the Debtors), intercompany transactions, the Chapter 11 Cases, the formulation, preparation, dissemination, negotiation, or filing of the Disclosure Statement, the Plan (including, for the avoidance of doubt, the Plan Supplement), the Sale Transactions, or any aspect of the Liquidation Transactions, including any contract, instrument, release,**

or other agreement or document (including any legal opinion requested by any Entity regarding any transaction, contract, instrument, document or other agreement contemplated by the Plan or the reliance by any Released Party on the Plan or the Confirmation Order in lieu of such legal opinion) relating to any of the foregoing, created or entered into in connection with the Disclosure Statement, the Plan, the Plan Supplement, the Sale Transactions, before or during the Chapter 11 Cases, the filing of the Chapter 11 Cases, the pursuit of Confirmation, the pursuit of Consummation, the administration and implementation of the Plan, including the distribution of property under the Plan or any other related agreement, or upon any other related act or omission, transaction, agreement, event, or other occurrence related or relating to any of the foregoing taking place on or before the Effective Date. Notwithstanding anything to the contrary in the foregoing, the releases set forth above do not release or act to modify (1) any post Effective Date obligations of any party or Entity under the Plan, (2) the Confirmation Order, or (3) any document, instrument, or agreement (including those set forth in the Plan Supplement) executed to implement the Plan or any Claim or obligation arising under the Plan.

Article I of the Plan contains the following definitions:

**“Released Party”** means each of, and in each case in its capacity as such: (1) each Debtor and its Estate; (2) each Wind-Down Debtor and its Estate; (3) each Related Party of each Entity in clause (1) and (2); *provided* that in each case, an Entity shall not be a Released Party if it: (x) elects to opt out of the releases contained in Article IX.A or Article IX.B of the Plan or (y) timely objects to the releases contained in Article IX.A or Article IX.B of the Plan and such objection is not resolved before Confirmation.

**“Releasing Party”** means each of, and in each case in its capacity as such: (1) each Debtor and its Estate; (2) each Wind-Down Debtor and its Estate; (3) any Statutory Committee and each of its members; (4) the Holders of all Claims or Interests who do not opt out of granting the releases contained in Article IX.A or Article IX.B of the Plan; (5) each current and former Affiliate of each Entity in clause (1) through (4) and the following clause (6); and (6) each Related Party of each Entity in clause (1) through this clause (6), solely to the extent such Related Party may assert Claims or Causes of Action on behalf of or in a derivative capacity by or through an Entity in clause (1) through clause (5); *provided* that in each case, an Entity shall not be a Releasing Party if it: (x) elects to opt out of the releases contained in Article IX.A or Article IX.B of the Plan or (y) timely objects to the releases contained in Article IX.A or Article IX.B of the Plan and such objection is not resolved before Confirmation.

**AS A HOLDER OF A CLAIM AGAINST THE DEBTORS, YOU ARE A “RELEASING PARTY” UNDER THE PLAN AND ARE DEEMED TO PROVIDE THE THIRD PARTY RELEASE CONTAINED IN ARTICLE IX.B OF THE PLAN, AS SET FORTH ABOVE, AND EXPRESSLY, UNCONDITIONALLY, GENERALLY, INDIVIDUALLY, AND COLLECTIVELY CONSENT TO THE RELEASE AND DISCHARGE OF ALL CLAIMS AND CAUSES OF ACTION RELEASED THEREUNDER AGAINST THE DEBTORS AND OTHER RELEASED PARTIES.**

**YOU MAY CHECK THE BOX BELOW TO ELECT NOT TO GRANT THE THIRD PARTY RELEASE CONTAINED IN ARTICLE IX.B OF THE PLAN. YOU WILL NOT BE CONSIDERED A “RELEASING PARTY” UNDER THE PLAN ONLY IF (A) YOU CHECK THE BOX BELOW AND SUBMIT THE RELEASE OPT-OUT FORM BY THE RELEASE OPT-OUT DEADLINE OR (B) YOU FILE AN OBJECTION TO THE THIRD PARTY RELEASE CONTAINED IN ARTICLE IX.B OF THE PLAN PRIOR TO THE PLAN OBJECTION DEADLINE AND SUCH OBJECTION IS NOT RESOLVED BEFORE CONFIRMATION. THE ELECTION TO WITHHOLD CONSENT TO GRANT THE THIRD-PARTY RELEASE IS AT YOUR OPTION.**

**BY OPTING OUT OF THE RELEASE SET FORTH IN ARTICLE IX.B OF THE PLAN, YOU WILL FOREGO THE BENEFIT OF OBTAINING THE RELEASES SET FORTH IN ARTICLE IX.B OF THE PLAN TO THE EXTENT YOU ARE A RELEASED PARTY IN CONNECTION THEREWITH. YOU WILL RECEIVE THE SAME TREATMENT ON ACCOUNT OF YOUR CLAIM(S) UNDER THE PLAN REGARDLESS OF WHETHER YOU ELECT TO NOT GRANT THE RELEASE CONTAINED IN ARTICLE IX.B OF THE PLAN. SPECIFICALLY, YOUR RECOVERY UNDER THE PLAN WILL BE THE SAME IF YOU OPT OUT.**

**RELEASE OPT-OUT ELECTION. YOU MAY ELECT TO OPT OUT OF THE THIRD PARTY RELEASE CONTAINED IN ARTICLE IX.B OF THE PLAN BY CHECKING THE BOX BELOW:**

<input type="checkbox"/> <b>OPT OUT</b> of the Third Party Release set forth in Article IX.B of the Plan
--

**Item 2. Certifications.**

By signing this Opt-Out Form, the undersigned certifies to the Bankruptcy Court and the Debtors:

- a. that, as of the July 22, 2024, either: (i) the undersigned is the Holder of a Claim or Interest; or (ii) the undersigned is an authorized signatory for an Entity or Person that is the Holder of a Claim or Interest;
- b. that the Holder has received a copy of the *Notice of Non-Voting Status to Holder Conclusively Deemed to Accept the Plan* and that this Opt-Out Form is made pursuant to the terms and conditions set forth therein;
- c. that the undersigned has made the same election with respect to all Claims or Interests in a single class; and
- d. that no other Opt-Out Form has been submitted with respect to the Holder’s Claims or Interests, or, if any other Opt-Out Forms have been submitted with respect to such Claims or Interests, such Opt-Out Forms are hereby revoked.

Name of Holder: _____ (Print or Type)
Signature: _____
Name of Signatory: _____ (If other than Holder)
Title: _____
Address: _____
Telephone Number: _____
Email: _____
Date Completed: _____

**IF YOU HAVE MADE THE RELEASE ELECTION, PLEASE COMPLETE, SIGN, AND DATE THIS OPT-OUT FORM AND RETURN IT PROMPTLY BY ONLY ONE OF THE METHODS BELOW:**

<b>First Class Mail:</b>  Eiger Ballot Processing Center c/o KCC dba Verita 222 N. Pacific Coast Highway, Suite 300 El Segundo, CA 90245
<b>If by overnight courier or hand delivery:</b>  Eiger Ballot Processing Center c/o KCC dba Verita 222 N. Pacific Coast Highway, Suite 300 El Segundo, CA 90245
<b>By electronic, online submission:</b>  Please visit <a href="https://www.veritaglobal.net/eiger">https://www.veritaglobal.net/eiger</a> and follow the directions to submit your Opt-Out Form. If you choose to submit your Opt-Out Form online via Verita's upload portal, you should not also return a hard copy of your Opt-Out Form.  Verita's upload portal is the sole manner in which this Opt-Out Form will be accepted via electronic or online transmission. Opt-Out Forms submitted by facsimile or email will not be counted.

**THE RELEASE OPT-OUT DEADLINE IS ON AUGUST 30, 2024 AT 4:00 P.M. PREVAILING CENTRAL TIME. THE NOTICE AND CLAIM AGENT MUST *ACTUALLY RECEIVE* YOUR OPT-OUT ELECTION ON OR BEFORE THE RELEASE OPT-OUT DEADLINE.**

**Exhibit 3B**

**Beneficial Holder Opt-Out Form**

## **BENEFICIAL HOLDER OPT-OUT FORM**

You are receiving this beneficial holder opt out form (the “Beneficial Holder Opt-Out Form”) because you are or may be a Holder of an Interest that is not entitled to vote on the *Joint Plan of Eiger Biopharmaceuticals, Inc. and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* (as modified, amended, or supplemented from time to time, the “Plan”). Except as otherwise set forth in the definition of Releasing Party in the Plan, Holders of Interests are deemed to grant the Third Party Release set forth in Article IX.B (the “Third Party Release”), unless a Holder (a) affirmatively opts out of the Third Party Release by completing and returning this form in accordance with the enclosed instructions or (b) files an objection to the Third Party Release that is not resolved before confirmation of the Plan on or before **August 30, 2024 at 4:00 p.m. prevailing Central Time** (the “Release Opt-Out Deadline”).

**THIS BENEFICIAL HOLDER OPT OUT FORM MUST BE COMPLETED, EXECUTED, AND RETURNED TO YOUR NOMINEE IN SUFFICIENT TIME TO ALLOW YOUR NOMINEE TO PROCESS YOUR INSTRUCTIONS ON A MASTER OPT-OUT FORM AND RETURN TO VERITA GLOBAL F/K/A KURTZMAN CARSON CONSULTANTS, LLC (THE “NOTICE AND CLAIMS AGENT”) SO THAT IT IS ACTUALLY RECEIVED ON OR BEFORE THE RELEASE OPT-OUT DEADLINE. IF THE MASTER RELEASE OPT-OUT FORM IS RECEIVED AFTER THE RELEASE OPT-OUT DEADLINE, IT WILL NOT BE COUNTED.**

This Beneficial Holder Opt-Out Form may not be used for any purpose other than opting out of the Third-Party Release contained in the Plan. If you believe you have received this Beneficial Holder Opt-Out Form in error, or if you believe that you have received the wrong opt out form, please contact the Notice and Claims Agent immediately by calling (888) 733-1544 (USA or Canada) or (310) 751-2638 (International) or sending an electronic message via online form at <https://www.veritaglobal.net/Eiger/inquiry> with “Eiger” in the subject line.

### **Item 1. Important Information Regarding the Third Party Release and Opt-Out Rights.**

Article IX.B of the Plan contains the following Third Party Release:

**Except as otherwise expressly set forth in the Plan or the Confirmation Order, on and after the Effective Date, and with respect to all other Releasing Parties, in exchange for good and valuable consideration, the adequacy of which is hereby confirmed, each Released Party is, and is deemed to be, hereby conclusively, absolutely, unconditionally, irrevocably and forever, released by each Releasing Party from any and all Causes of Action, whether known or unknown, foreseen or unforeseen, matured or unmatured, existing or hereafter arising, in law, equity, contract, tort, or otherwise, including any derivative claims asserted on behalf of the Debtors, that such Entity would have been legally entitled to assert (whether individually or collectively), based on or relating to, or in any manner arising from, in whole or in part, the Debtors (including the capital structure, management, ownership, or operation thereof), the Debtors’ in- or out-of-court restructuring efforts, any Avoidance Actions (but excluding Avoidance Actions brought as counterclaims or defenses to Claims asserted against the Debtors), intercompany transactions, the Chapter 11 Cases, the formulation, preparation, dissemination, negotiation, or filing of the Disclosure Statement,**

the Plan (including, for the avoidance of doubt, the Plan Supplement), the Sale Transactions, or any aspect of the Liquidation Transactions, including any contract, instrument, release, or other agreement or document (including any legal opinion requested by any Entity regarding any transaction, contract, instrument, document or other agreement contemplated by the Plan or the reliance by any Released Party on the Plan or the Confirmation Order in lieu of such legal opinion) relating to any of the foregoing, created or entered into in connection with the Disclosure Statement, the Plan, the Plan Supplement, the Sale Transactions, before or during the Chapter 11 Cases, the filing of the Chapter 11 Cases, the pursuit of Confirmation, the pursuit of Consummation, the administration and implementation of the Plan, including the distribution of property under the Plan or any other related agreement, or upon any other related act or omission, transaction, agreement, event, or other occurrence related or relating to any of the foregoing taking place on or before the Effective Date. Notwithstanding anything to the contrary in the foregoing, the releases set forth above do not release or act to modify (1) any post Effective Date obligations of any party or Entity under the Plan, (2) the Confirmation Order, or (3) any document, instrument, or agreement (including those set forth in the Plan Supplement) executed to implement the Plan or any Claim or obligation arising under the Plan.

Article I of the Plan contains the following definitions:

**“Released Party”** means each of, and in each case in its capacity as such: (1) each Debtor and its Estate; (2) each Wind-Down Debtor and its Estate; (3) each Related Party of each Entity in clause (1) and (2); *provided* that in each case, an Entity shall not be a Released Party if it: (x) elects to opt out of the releases contained in Article IX.A or Article IX.B of the Plan or (y) timely objects to the releases contained in Article IX.A or Article IX.B of the Plan and such objection is not resolved before Confirmation.

**“Releasing Party”** means each of, and in each case in its capacity as such: (1) each Debtor and its Estate; (2) each Wind-Down Debtor and its Estate; (3) any Statutory Committee and each of its members; (4) the Holders of all Claims or Interests who do not opt out of granting the releases contained in Article IX.A or Article IX.B of the Plan; (5) each current and former Affiliate of each Entity in clause (1) through (4) and the following clause (6); and (6) each Related Party of each Entity in clause (1) through this clause (6), solely to the extent such Related Party may assert Claims or Causes of Action on behalf of or in a derivative capacity by or through an Entity in clause (1) through clause (5); *provided* that in each case, an Entity shall not be a Releasing Party if it: (x) elects to opt out of the releases contained in Article IX.A or Article IX.B of the Plan or (y) timely objects to the releases contained in Article IX.A or Article IX.B of the Plan and such objection is not resolved before Confirmation.

**AS A HOLDER OF A CLAIM AGAINST THE DEBTORS, YOU ARE A “RELEASING PARTY” UNDER THE PLAN AND ARE DEEMED TO PROVIDE THE THIRD PARTY RELEASE CONTAINED IN ARTICLE IX.B OF THE PLAN, AS SET FORTH ABOVE, AND EXPRESSLY, UNCONDITIONALLY, GENERALLY, INDIVIDUALLY, AND COLLECTIVELY CONSENT TO THE RELEASE AND DISCHARGE OF ALL CLAIMS AND CAUSES OF ACTION RELEASED THEREUNDER AGAINST THE DEBTORS AND OTHER RELEASED PARTIES.**



**YOU MAY CHECK THE BOX BELOW TO ELECT NOT TO GRANT THE THIRD PARTY RELEASE CONTAINED IN ARTICLE IX.B OF THE PLAN. YOU WILL NOT BE CONSIDERED A “RELEASING PARTY” UNDER THE PLAN ONLY IF (A) YOU CHECK THE BOX BELOW AND SUBMIT THE RELEASE OPT-OUT FORM BY THE RELEASE OPT-OUT DEADLINE OR (B) YOU FILE AN OBJECTION TO THE THIRD PARTY RELEASE CONTAINED IN ARTICLE IX.B OF THE PLAN PRIOR TO THE PLAN OBJECTION DEADLINE AND SUCH OBJECTION IS NOT RESOLVED BEFORE CONFIRMATION. THE ELECTION TO WITHHOLD CONSENT TO GRANT THE THIRD-PARTY RELEASE IS AT YOUR OPTION.**

**BY OPTING OUT OF THE RELEASE SET FORTH IN ARTICLE IX.B OF THE PLAN, YOU WILL FOREGO THE BENEFIT OF OBTAINING THE RELEASES SET FORTH IN ARTICLE IX.B OF THE PLAN TO THE EXTENT YOU ARE A RELEASED PARTY IN CONNECTION THEREWITH. YOU WILL RECEIVE THE SAME TREATMENT ON ACCOUNT OF YOUR CLAIM(S) UNDER THE PLAN REGARDLESS OF WHETHER YOU ELECT TO NOT GRANT THE RELEASE CONTAINED IN ARTICLE IX.B OF THE PLAN. SPECIFICALLY, YOUR RECOVERY UNDER THE PLAN WILL BE THE SAME IF YOU OPT OUT.**

**RELEASE OPT-OUT ELECTION. YOU MAY ELECT TO OPT OUT OF THE THIRD PARTY RELEASE CONTAINED IN ARTICLE IX.B OF THE PLAN BY CHECKING THE BOX BELOW:**

<input type="checkbox"/> <b>OPT OUT</b> of the Third Party Release set forth in Article IX.B of the Plan
--

**Item 2. Certifications.**

By signing this Beneficial Holder Opt-Out Form, the undersigned certifies to the Bankruptcy Court and the Debtors:

- a. that, as of the July 22, 2024, either: (i) the undersigned is the Holder of Interests; or (ii) the undersigned is an authorized signatory for an Entity or Person that is the Holder of an Interest;
- b. that the Holder has received a copy of the *Notice of Non-Voting Status to Holder Conclusively Deemed to Accept the Plan* and that this Beneficial Holder Opt-Out Form is made pursuant to the terms and conditions set forth therein;
- c. that the undersigned has made the same election with respect to all Interests; and
- d. that no other Beneficial Holder Opt-Out Form has been submitted with respect to the Holder’s Interests, or, if any other Beneficial Opt-Out Forms have been submitted with respect to such Interests, such Beneficial Opt-Out Forms are hereby revoked.

By signing this Beneficial Holder Opt-Out Form, the undersigned authorizes and instructs its Nominee (a) to furnish the election information in a Master Opt-Out Form to be transmitted to the Notice and Claims Agent and (b) to retain this Beneficial Holder Opt-Out Form and related information in its records for at least one year after the Effective Date of the Plan.

Name of Holder: \_\_\_\_\_  
(Print or Type)

Signature: \_\_\_\_\_

Name of Signatory: \_\_\_\_\_  
(If other than Holder)

Title: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

Telephone Number: \_\_\_\_\_

Email: \_\_\_\_\_

Date Completed: \_\_\_\_\_

**PLEASE COMPLETE SIGN AND DATE THIS BENEFICIAL HOLDER OPT-OUT FORM AND RETURN IT TO YOUR NOMINEE IN SUFFICIENT TIME TO ALLOW YOUR NOMINEE TO PROCESS YOUR INSTRUCTIONS ON A MASTER OPT-OUT FORM AND RETURN TO THE NOTICE AND CLAIMS AGENT SO THAT IT IS ACTUALLY RECEIVED ON OR PRIOR TO THE RELEASE OPT-OUT DEADLINE.**

If you have any questions regarding this Beneficial Opt-Out Form, please contact the Notice and Claims Agent by: (i) calling (888) 733-1544 (US & Canada toll-free) or (310) 751-2638 (international); or via online form at <https://www.veritaglobal.net/Eiger/inquiry>.

**THE RELEASE OPT-OUT DEADLINE IS ON AUGUST 30, 2024 AT 4:00 P.M. PREVAILING CENTRAL TIME. THE NOTICE AND CLAIMS AGENT MUST *ACTUALLY RECEIVE* YOUR RELEASE OPT-OUT ELECTION ON OR BEFORE THE RELEASE OPT-OUT DEADLINE.**

**BENEFICIAL HOLDER OPT-OUT FORMS SENT DIRECTLY TO THE NOTICE AND CLAIMS AGENT WILL NOT BE ACCEPTED.**

**INSTRUCTIONS FOR COMPLETING THIS BENEFICIAL HOLDER OPT-OUT FORM**

1. Capitalized terms used in the Beneficial Holder Opt-Out Form or in these instructions (the “Instructions”) but not otherwise defined therein or herein shall have the meaning set forth in the Plan.
2. To ensure that your election is counted, you must complete the Beneficial Holder Opt-Out Form and take the following steps: (a) clearly indicate your decision to “opt out” of the Third Party Release set forth in the Plan in Item 1 above; (b) make sure that the information required by Item 2 above has been correctly inserted; and (c) sign, date and return an original of your Beneficial Holder Opt-Out Form to your Nominee in accordance with paragraph 3 directly below.
3. **Return of Beneficial Holder Opt-Out Form:** Your Beneficial Holder Opt-Out Form MUST be returned to your Nominee in sufficient time to allow your Nominee to process your instructions on a Master Opt-Out Form and return to the Notice and Claims Agent so as to be **actually received** by the Notice and Claims Agent on or before the Release Opt-Out Deadline, which is **4:00 p.m. (prevailing Central Time) on August 30, 2024.**
4. If a Master Opt-Out Form is received by the Claims and Noticing Agent after the Release Opt-Out Deadline, it will not be effective. Additionally, the following Release Opt-Out Forms will NOT be counted
  - a. ANY BENEFICIAL HOLDER OR MASTER OPT-OUT FORM THAT IS ILLEGIBLE OR CONTAINS INSUFFICIENT INFORMATION TO PERMIT THE IDENTIFICATION OF THE HOLDER OF THE INTEREST;
  - b. ANY BENEFICIAL HOLDER OR MASTER OPT-OUT FORM CAST BY OR ON BEHALF OF AN ENTITY THAT IS NOT ENTITLED TO OPT-OUT OF THE THIRD PARTY RELEASE;
  - c. ANY BENEFICIAL HOLDER OR MASTER OPT-OUT FORM SENT TO THE DEBTORS, THE DEBTORS’ AGENTS/REPRESENTATIVES (OTHER THAN THE NOTICE AND CLAIMS AGENT), OR THE DEBTORS’ FINANCIAL OR LEGAL ADVISORS;
  - d. ANY BENEFICIAL HOLDER OR MASTER OPT-OUT FORM TRANSMITTED BY FACSIMILE OR TELECOPY;
  - e. ANY UNSIGNED BENEFICIAL HOLDER OR MASTER OPT-OUT FORM; OR
  - f. ANY BENEFICIAL HOLDER OR MASTER OPT-OUT FORM NOT COMPLETED IN ACCORDANCE WITH THE PROCEDURES APPROVED IN THE DISCLOSURE STATEMENT ORDER.
5. The method of delivery of Beneficial Opt-Out Forms to your Nominee is at the election and risk of each Holder of an Interest. Except as otherwise provided herein, such delivery will be deemed made to the Notice and Claims Agent only when the Notice and Claims

Agent **actually receives** a Master Opt-Out Form from your Nominee. Beneficial Holders and their Nominees should allow sufficient time to assure timely delivery.

6. If multiple Release Opt-Out Forms are received from the same Holder with respect to the same Interest prior to the Release Opt-Out Deadline, the last Release Opt-Out Form timely received will supersede and revoke any earlier received Release Opt-Out Forms.
7. The Beneficial Holder Opt-Out Form is not a letter of transmittal and may not be used for any purpose other than to opt-out of the Third Party Release. Accordingly, at this time, Holders of Interests should not surrender certificates or instruments representing or evidencing their Interests, and neither the Debtors nor the Notice and Claims Agent will accept delivery of any such certificates or instruments surrendered together with a Beneficial Holder Opt-Out Form;
8. The Beneficial Holder Opt-Out Form does not constitute, and shall not be deemed to be, (a) a proof of claim, (b) proof of interest, or (c) an assertion or admission of a Claim or Interest;
9. Please be sure to sign and date your Beneficial Holder Opt-Out Form. If you are signing a Beneficial Holder Opt-Out Form in your capacity as a trustee, executor, administrator, guardian, attorney in fact, officer of a corporation or otherwise acting in a fiduciary or representative capacity, you must indicate such capacity when signing and, if required or requested by the Notice and Claims Agent, the Debtors or the Bankruptcy Court, must submit proper evidence to the requesting party to so act on behalf of such Holder. In addition, please provide your name and mailing address if it is different from that set forth on the attached mailing label or if no such mailing label is attached to the Beneficial Holder Opt-Out Form.

**PLEASE RETURN YOUR BENEFICIAL HOLDER OPT-OUT FORM PROMPTLY!**

**IF YOU HAVE ANY QUESTIONS REGARDING THIS BENEFICIAL OPT-OUT FORM  
OR THE INSTRUCTIONS OR PROCEDURES, PLEASE CONTACT THE NOTICE  
AND CLAIMS AGENT AT:**

(888) 733-1544 (US & Canada toll-free) or (310) 751-2638 (International)

Or via online form: <https://www.veritaglobal.net/Eiger/inquiry>

<p><b>IF THE NOTICE AND CLAIMS AGENT DOES NOT <u>ACTUALLY RECEIVE</u> THE MASTER OPT-OUT FORM FROM YOUR NOMINEE BEFORE THE OPT-OUT DEADLINE, WHICH IS 4:00 P.M. PREVAILING CENTRAL TIME ON AUGUST 30, 2024, THEN YOUR OPT-OUT ELECTION TRANSMITTED PURSUANT TO THE BENEFICIAL HOLDER OPT-OUT FORM WILL NOT BE EFFECTIVE.</b></p>
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NO PERSON HAS BEEN AUTHORIZED TO GIVE ANY INFORMATION OR ADVICE, OR TO MAKE ANY REPRESENTATION, REGARDING THE DEBTORS OR THE PLAN, OTHER THAN WHAT IS CONTAINED IN THE DOCUMENTS MAILED HERewith.

**Schedule 1**

***Please check one box below to indicate the CUSIP/ISIN to which this Beneficial Holder Opt-Out Form pertains. If you check more than one box below you risk having your vote invalidated.***

	DESCRIPTION	CUSIP / ISIN
<input type="checkbox"/>	Common Shares	CUSIP 28249U 20 4/ ISIN US28249U2042

**Exhibit 3C**

**Master Opt-Out Form**

## MASTER OPT-OUT FORM

You are receiving this master opt-out form (the “Master Opt-Out Form”) because you have or may have clients that are Holders of Interests that are not entitled to vote on the *Joint Plan of Eiger Biopharmaceuticals, Inc. and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* (as modified, amended, or supplemented from time to time, the “Plan”). Except as otherwise set forth in the definition of Releasing Party in the Plan, Holders of Interests are deemed to grant the Third Party Release set forth in Article IX.B (the “Third Party Release”), unless a Holder (a) affirmatively opts out of the Third Party Release by completing and returning this form in accordance with the directions herein or (b) files an objection to the Third Party Release that is not resolved before confirmation of the Plan on or before **August 30, 2024 at 4:00 p.m. prevailing Central Time** (the “Release Opt-Out Deadline”).

This Master Opt-Out Form may not be used for any purpose other than conveying Beneficial Holder clients’ elections to opt out of the Third-Party Release set forth in Article IX.B of the Plan (the “Third Party Release”). If you believe you have received this Master Opt-Out Form in error, or if you believe that you have received the wrong opt out form, please contact the Notice and Claims Agent immediately by calling (888) 733-1544 (USA or Canada) or (310) 751-2638 (International) or sending an electronic message via online form at <https://www.veritaglobal.net/Eiger/inquiry> with “Eiger” in the subject line. Nothing contained herein or in the enclosed documents shall render you or any other entity an agent of the Debtors or the Debtors’ notice and claims agent Verita Global f/k/a Kurtzman Carson Consultants, LLC (the “Notice and Claims Agent”), or authorize you or any other entity to use any document or make any statements on behalf of any of the Debtors with respect to the Plan, except for the statement contained in the documents enclosed herewith.

You are required to distribute the Beneficial Holder Opt-Out Form contained herewith to your Beneficial Holder clients holding Interests in Eiger Biopharmaceuticals, Inc. (“Eiger”) as of July 22, 2024 (the “Notice Record Date”), within five business days of your receipt of the Non-Voting Package in which this Master Opt-Out Form was included. With respect to the Beneficial Holder Opt-Out Forms returned to you, you must (1) execute this Master Opt-Out Form so as to reflect the Release elections set forth in such Beneficial Holder Opt-Out Forms and (2) forward this Master Opt-Out Form to the Notice and Claims Agent in accordance with the Form Instructions accompanying this Master Opt-Out Form. The CUSIP numbers for Class 6 Existing Equity Interests entitled to opt of the Release are set forth on Schedule 1 attached hereto.

**THIS MASTER RELEASE OPT-OUT FORM MUST BE ACTUALLY RECEIVED BY THE NOTICE AND CLAIM AGENT BY THE RELEASE OPT-OUT DEADLINE. IF THE MASTER RELEASE OPT-OUT FORM IS RECEIVED AFTER THE RELEASE OPT-OUT DEADLINE, IT WILL NOT BE COUNTED.**

### **Item 1. Certifications.**

By signing this Master Opt-Out Form, the undersigned certifies to the Bankruptcy Court and the Debtors that, as of July 22, 2024, the undersigned:



- a. is a Nominee for the Beneficial Holders in the number of Interests in Eiger listed in Item 2 below
- b. is acting under a power of attorney or agency (a copy of which will be provided upon request) granted by a Nominee for the Beneficial Holders in the number of Interests in Eiger listed in Item 2 below
- c. has been granted a proxy (an original of which is attached hereto) from a Nominee for the Beneficial Holders (or the Beneficial Holders itself/themselves) in the number of Interests in Eiger listed in Item 2 below;

and accordingly, has full power and authority to convey decisions to opt-out of the Third-Party Release, on behalf of the Beneficial Holders of Interests in Eiger described in Item 2 below.

**Item 2. Optional Release Election.**

The undersigned certifies that that the information provided below (including any information provided on additional sheets attached hereto) is a true and accurate schedule of the Beneficial Holders of Interests in Eiger, as identified by their respective account numbers, that made a decision to opt-out of the Third Party Release via e-mail, telephone, internet application, facsimile, voting instruction form, or other customary means of conveying such information.

Indicate in the appropriate column below the Beneficial Holder/Account Number of each Beneficial Holder that completed and returned the Beneficial Holder Opt-Out Form and the number of Interests in Eiger held by such Beneficial Holder/Account Number electing to opt-out of the Third Party Release or attach such information to this Master Opt-Out Form in the form of the following table.

<b>Beneficial Holder/Account Number</b>	<b>Amount of Interest in Eiger Holders Electing to Opt-Out of the Release</b>
1.	
2.	
3.	
4.	
5.	
<b>TOTAL</b>	

**Item 3. Additional Certifications**

By signing this Master Opt-Out Form, the undersigned certifies to the Bankruptcy Court and the Debtors:

- a. that either: (i) the undersigned has received a completed Beneficial Holder Opt-Out Form from each Beneficial Holder of Interests in Eiger listed in Item 2 of this Master Opt-Out Form, or (ii) an e-mail, recorded telephone call, internet transmission, facsimile, or other customary means of communication conveying a decision to opt-out of the releases from each Holder of Interests in Eiger;
- b. that the undersigned is a Nominee (or agent of the Nominee) of the Beneficial Holders of Interests in Eiger listed in Item 2 of this Master Opt-Out Form; and
- c. that the undersigned has properly disclosed for each Beneficial Holder who submitted a Beneficial Holder Opt-Out Form or opt-out decisions via other customary means: (i) the respective number of the Interests in Eiger owned by each Beneficial Holder and (ii) the customer account or other identification number for each such Beneficial Holder.

Institution: \_\_\_\_\_  
(Print or Type)

DTC Participant Number: \_\_\_\_\_

Signature: \_\_\_\_\_

Name of Signatory: \_\_\_\_\_  
(If other than Holder)

Title: \_\_\_\_\_

Address: \_\_\_\_\_

Telephone Number: \_\_\_\_\_

Email: \_\_\_\_\_

Date Completed: \_\_\_\_\_

**PLEASE COMPLETE, SIGN, AND DATE THIS MASTER OPT-OUT FORM AND RETURN IT PROMPTLY BY ONLY ONE OF THE METHODS BELOW:**

**First Class Mail:**

Eiger Ballot Processing Center  
c/o KCC dba Verita

222 N. Pacific Coast Highway, Suite 300 El Segundo, CA 90245
<b>If by overnight courier or hand delivery:</b>  Eiger Ballot Processing Center c/o KCC dba Verita 222 N. Pacific Coast Highway, Suite 300 El Segundo, CA 90245
<b>By electronic, online submission:</b>  Please visit <a href="https://www.veritaglobal.net/eiger">https://www.veritaglobal.net/eiger</a> and follow the directions to submit your Master Opt-Out Form. If you choose to submit your Master Opt-Out Form online via Verita's upload portal, you should not also return a hard copy of your Opt-Out.  Verita's upload portal is the sole manner in which this Master Opt-Out Form will be accepted via electronic or online transmission. Master Opt-Out Forms submitted by facsimile or email will not be counted.
<b>THE RELEASE OPT-OUT DEADLINE IS ON AUGUST 30, 2024 AT 4:00 P.M. PREVAILING CENTRAL TIME. THE NOTICE AND CLAIM AGENT MUST <i>ACTUALLY RECEIVE</i> YOUR MASTER OPT-OUT ELECTION ON OR BEFORE THE RELEASE OPT-OUT DEADLINE.</b>

**INSTRUCTIONS FOR COMPLETING THIS MASTER OPT-OUT FORM**

1. Capitalized terms used in the Master Opt-Out Form or in these instructions (the “Instructions”) but not otherwise defined therein or herein shall have the meaning set forth in the Plan.
2. **Distribution of the Release Opt-Out Forms:**
  - a. You should immediately distribute the Beneficial Holder Opt-Out Forms accompanied by pre-addressed, postage-paid return envelopes to all Beneficial Holders of Interests in Eiger as of the Notice Record Date and take any action required to enable each such Beneficial Holders to make an opt-out election timely. You must include a pre-addressed, postage-paid return envelope or must certify that your Beneficial Holder clients that did not receive return envelopes were provided with electronic or other means (consented to by such Beneficial Holder clients) of returning their Beneficial Holder Opt-Out Forms in a timely manner.
  - b. Any election delivered to you by a Beneficial Holder shall not be counted until you complete, sign, and return this Master Opt-Out Form to the Notice and Claims Agent, so that it is actually received by the Release Opt-Out Deadline.
3. You should solicit elections from your Beneficial Holder clients via the (a) delivery of duly completed Beneficial Holder Opt-Out Forms or (b) conveyance of their decision to opt-out of the releases via e-mail, telephone, internet application, facsimile, voting instruction form, or other customary and approved means of conveying such information.
4. With regard to any Beneficial Holder Opt-Out Forms returned to you by a Beneficial Holder, you must: (a) compile and validate the elections and other relevant information of each such Beneficial Holder on the Master Opt-Out Form using the customer name or account number assigned by you to each such Beneficial Holder; (b) execute the Master Opt-Out Form; and (c) transmit the Master Opt-Out form to the Notice and Claims Agent.
5. **Return of Master Opt-Out Form:** The Master Opt-Out Form must be returned to the Claims and Noticing Agent so as to be **actually received** by the Notice and Claims on or before the Release Opt-Out Deadline, which is **4:00 p.m. (prevailing Central Time) on August 30, 2024.**
6. If a Master Opt-Out Form is received by the Notice and Claims Agent after the Release Opt-Out Deadline, it will not be effective. Additionally, the following Release Opt-Out Forms will NOT be counted:
  - a. ANY MASTER OPT-OUT FORM THAT IS ILLEGIBLE OR CONTAINS INSUFFICIENT INFORMATION TO PERMIT THE IDENTIFICATION OF THE HOLDER OF THE INTEREST;
  - b. ANY MASTER OPT-OUT FORM CAST BY OR ON BEHALF OF AN ENTITY THAT IS NOT ENTITLED TO OPT-OUT OF THE THIRD PARTY RELEASE;

- c. ANY MASTER OPT-OUT FORM SENT TO THE DEBTORS, THE DEBTORS' AGENTS/REPRESENTATIVES (OTHER THAN THE NOTICE AND CLAIMS AGENT), OR THE DEBTORS' FINANCIAL OR LEGAL ADVISORS;
  - d. ANY UNSIGNED MASTER OPT-OUT FORM; OR
  - e. ANY MASTER OPT-OUT FORM NOT COMPLETED IN ACCORDANCE WITH THE PROCEDURES APPROVED IN DISCLOSURE STATEMENT ORDER.
7. The method of delivery of Master Opt-Out Forms to the Notice and Claims Agent is at the election and risk of Nominee. Except as otherwise provided herein, such delivery will be deemed made to the Notice and Claims Agent only when the Notice and Claims Agent **actually receives** the originally executed Master Opt-Out Form. Nominees should allow sufficient time to assure timely delivery.
8. Multiple Master Opt-Out Forms may be completed and delivered to the Notice and Claims Agent. Elections reflected by multiple Master Opt-Out Forms will be deemed valid. If two or more Master Opt-Out Forms are submitted, please mark the subsequent Master Opt-Out Form(s) with the words "Additional Election" or such other language as you customarily use to indicate an additional election that is not meant to revoke an earlier election.
9. The Master Opt-Out Form is not a letter of transmittal and may not be used for any purpose other than to transmit elections to opt-out of the Third Party Release. Holders of Interests in Eiger should not surrender certificates (if any) representing their Interests at this time, and neither the Debtors nor the Claims and Noticing Agent Notice and Claims Agent accept delivery of any such certificates transmitted together with a Master Opt-Out Form.
10. This Master Opt-Out Form does not constitute, and shall not be deemed to be, (a) a proof of claim, (b) proof of interest, or (c) an assertion or admission of a Claim or Interest.
11. Please be sure to sign and date your Master Opt-Out Form. If you are signing a Master Opt-Out Form in your capacity as a trustee, executor, administrator, guardian, attorney in fact, officer of a corporation or otherwise acting in a fiduciary or representative capacity, you must indicate such capacity when signing and, if required or requested by the Notice and Claims Agent, the Debtors or the Bankruptcy Court, must submit proper evidence to the requesting party to so act on behalf of such Holder. In addition, please provide your name and mailing address if it is different from that set forth on the attached mailing label or if no such mailing label is attached to the Master Opt-Out Form.
12. No fees or commissions or other remuneration will be payable to any broker, bank, dealer or other person in connection with this solicitation. Upon written request, however, the Debtor will reimburse you for reasonable, customary mailing and handling expenses incurred by you in forwarding the Release Opt-Out Forms to your client(s).

**PLEASE RETURN YOUR MASTER OPT-OUT FORM PROMPTLY!**

**IF YOU HAVE ANY QUESTIONS REGARDING THIS MASTER OPT-OUT FORM OR  
THE INSTRUCTIONS OR PROCEDURES, PLEASE CONTACT THE NOTICE AND  
CLAIMS AGENT AT:**

(888) 733-1544 (US & Canada toll-free) or (310) 751-2638 (International)  
Or via online form: <https://www.veritaglobal.net/Eiger/inquiry>

**IF THE NOTICE AND CLAIMS AGENT DOES NOT ACTUALLY RECEIVE THIS MASTER  
OPT-OUT FORM FROM YOU BEFORE THE OPT-OUT DEADLINE, WHICH IS 4:00 P.M.  
PREVAILING CENTRAL TIME ON AUGUST 30, 2024, THEN THE OPT-OUT ELECTIONS  
TRANSMITTED THEREBY WILL NOT BE EFFECTIVE.**

NO PERSON HAS BEEN AUTHORIZED TO GIVE ANY INFORMATION OR ADVICE, OR  
TO MAKE ANY REPRESENTATION, REGARDING THE DEBTORS OR THE PLAN,  
OTHER THAN WHAT IS CONTAINED IN THE DOCUMENTS MAILED HERewith

**Schedule 1**

***Please check one box below to indicate the CUSIP/ISIN to which this Beneficial Holder Opt-Out Form pertains. If you check more than one box below you risk having your vote invalidated.***

	DESCRIPTION	CUSIP / ISIN
<input type="checkbox"/>	Common Shares	CUSIP 28249U 20 4/ ISIN US28249U2042

**Exhibit B**

**Class Objection Publication Notice**



**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)

**NOTICE OF DISCLOSURE STATEMENT  
HEARING AND CLASS OBJECTION DEADLINE**

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On July 15, 2024, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed with the United States Bankruptcy Court for the Northern District of Texas (the “Bankruptcy Court”) the *Joint Plan of Eiger Biopharmaceuticals, Inc. and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 424] (as such may be modified, amended, or supplemented from time to time hereafter, including all exhibits and supplements thereto, the “Plan”) and the *Disclosure Statement for Joint Plan of Eiger Biopharmaceuticals, Inc. and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 425] (as such may be modified, amended, or supplemented from time to time hereafter, including all exhibits and supplements thereto, the “Disclosure Statement”) pursuant to sections 1125 and 1126(b) of title 11 of the United States Code (the “Bankruptcy Code”). Copies of the Plan and the Disclosure Statement may be obtained upon request of the Debtors’ counsel at the address specified below and are on file with the Clerk of the Court, 1100 Commerce Street, Dallas, Texas 75242, where they are available for review between the hours of 8:00 a.m. to 5:00 p.m., prevailing Central Time. The Plan and the Disclosure Statement also are available for inspection, for a fee, at <https://pacer.gov> (account required) or, free of charge, on the Debtors’ restructuring website at <https://veritaglobal.net/eiger>.<sup>2</sup>

A hearing will be held before the Honorable Judge Jernigan, United States Bankruptcy Judge, in Courtroom 1 of the United States Bankruptcy Court, 1100 Commerce Street, Dallas, Texas 75242, on **July 29, 2024 at 9:30 a.m. prevailing Central Time**, to consider the adequacy of the Disclosure Statement, any objections to the Disclosure Statement or the Debtors’

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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 2100 Ross Avenue, Dallas, Texas 75201.

<sup>2</sup> Capitalized terms used but not defined herein have the meanings given to them in the Plan or the Disclosure Statement, as applicable. The statements contained herein are summaries of the provisions contained in the Plan and the Disclosure Statement and do not purport to be precise or complete statements of all the terms and provisions of the Plan or the documents referred therein. To the extent there is a discrepancy between the terms herein and the Plan or the Disclosure Statement, the Plan or the Disclosure Statement, as applicable, shall govern and control. For a more detailed description of the Plan, please refer to the Disclosure Statement.

classification of such Holder's Claim or Interest as unimpaired, and any other matter that may properly come before the Bankruptcy Court.

**Please be advised that you may participate at the hearing either in person or by an audio or video connection.** Audio communication will be by use of the Court's dial-in facility. You may access the facility at **(650) 479-3207**. The access code is **2304 154 2638**. Video communication will be by use of the Cisco WebEx platform. Connect via the Cisco WebEx application or click the link on Judge Jernigan's home page, <https://us-courts.webex.com/meet/jerniga>. The meeting code is **2304 154 2638**. Click the settings icon in the upper right corner and enter your name under the personal information setting. Please be advised that the Combined Hearing may be continued from time to time by the Court or the Debtor without further notice other than by such adjournment being announced in open court or by a notice of adjournment filed with the Court and served on other parties entitled to notice.

### **CRITICAL INFORMATION**

**Notice Record Date.** The notice record date is **July 22, 2024**, which is the record date for determining which Holders of Claims and Interests are entitled to receive Non-Voting Packages under the Plan.

**Class Treatment.** The Plan and Disclosure Statement describe in detail the Liquidation Transactions contemplated by the Plan and the treatment of Holders of Claims and Interests against or in the Debtors. The following chart summarizes the classes of Claims and Interests, their status, and voting rights.

<b>Class</b>	<b>Claims and Interests</b>	<b>Status</b>	<b>Voting Rights</b>
Class 1	Other Secured Claims	Unimpaired	Not Entitled to Vote (Deemed to Accept)
Class 2	Other Priority Claims	Unimpaired	Not Entitled to Vote (Deemed to Accept)
Class 3	Prepetition Term Loan Claims	Unimpaired	Not Entitled to Vote (Deemed to Accept)
Class 4	General Unsecured Claims	Unimpaired	Not Entitled to Vote (Deemed to Accept)
Class 5	Intercompany Claims	Unimpaired	Not Entitled to Vote (Deemed to Accept)
Class 6	Existing Equity Interests	Unimpaired	Not Entitled to Vote (Deemed to Accept)

**Class Objection Deadline.** Objections, if any, to the Debtors' classification of such Holder's Claim or Interest as unimpaired must: (a) be in writing; (b) conform to the Federal Rules of Bankruptcy Procedure, the Bankruptcy Local Rules for the Northern District of Texas, and any orders of the Court; (c) state, with particularity, the legal and factual bases and nature of any objection and, if practicable, a proposed modification to the Plan (or related materials) that would resolve such objection; and (d) be filed with the Bankruptcy Court (contemporaneously with a proof of service) and served upon the following parties so as to be **actually received** on or before **July 29, 2024 at 9:30 a.m. prevailing Central Time** (the "Class Objection Deadline):

Debtors	Counsel to the Debtors
<p>Eiger BioPharmaceuticals Inc. 2100 Ross Avenue Dallas, Texas 75201</p> <p>Attn: Douglas Staut Chief Restructuring Officer Email: dstaut@alvarezandmarsal.com</p>	<p>Sidley Austin LLP 787 Seventh Avenue New York, New York 10019 Facsimile: (212) 839-5599</p> <p>Attn: William E. Curtin Anne G. Wallice Email: wcurtin@sidley.com anne.wallice@sidley.com</p>
United States Trustee	
<p>Office of the United States Trustee 1100 Commerce Street, Room 976 Dallas, Texas 75242 Attn: Elizabeth A. Young Email: elizabeth.a.young@usdoj.gov</p>	
Proposed Counsel to the Official Committee of Unsecured Creditors	
<p>Munsch Hardt Kopf &amp; Harr, P.C. 500 N. Akard Street, Suite 4000 Dallas, TX 75201 Telephone: (713) 485-7300 Facsimile (713) 485-7344</p> <p>Attn: Davor Rukavina Thomas Berghman Garrick Smith</p> <p>Email: drukavina@munsch.com tberghman@munsch.com gsmith@munsch.com</p>	<p>Meland Budwick, P.A. 3200 Southeast Financial Center 200 South Biscayne Blvd. Miami, Florida 33131 Telephone: (305) 358-6363</p> <p>Attn: Michael S. Budwick Daniel N. Gonzalez Meaghan E. Murphy Shira A. Baratz</p> <p>Email: mbudwick@melandbudwick.com dgonzalez@melandbudwick.com mmurphy@melandbudwick.com sbaratz@melandbudwick.com</p>
Proposed Counsel to the Official Equity Security Holders' Committee	
<p>Porzio, Bromberg, &amp; Newman, P.C. 100 Southgate Parkway P.O. Box 1997 Morristown, NJ 07962 Telephone: (973) 538-4006</p> <p>Attn: Warren J. Martin Jr. Rachel A. Parisi David E. Sklar</p> <p>Email: WJMartin@pbnlaw.com RAParisi@pbnlaw.com DESKlar@pbnlaw.com</p>	<p>McKool Smith, PC 600 Travis Street, Suite 7000 Houston, Texas 77002 Telephone: (713) 485-7300 Facsimile (713) 485-7344</p> <p>Attn: John J. Sparacino, Esq.</p> <p>Email: jsparacino@mckoolsmith.com</p>

**UNLESS AN OBJECTION IS TIMELY SERVED AND FILED IN ACCORDANCE WITH THIS NOTICE IT MAY NOT BE CONSIDERED BY THE BANKRUPTCY COURT.**

**YOU ARE ADVISED TO CAREFULLY REVIEW AND CONSIDER THE PLAN, INCLUDING THE SUMMARY OF CLASSES AND TREATMENT OF CLAIMS OR INTERESTS IN ARTICLE III OF THE PLAN, AS YOUR RIGHTS MIGHT BE AFFECTED.**