

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

GRITSTONE BIO, INC.,¹

Debtor.

Chapter 11

Case No. 24-12305 (KBO)

Hearing Date: December 16, 2024 at 10:00 a.m. (ET)
Objection Deadline: December 4, 2024 at 4:00 p.m. (ET)

**DEBTOR'S MOTION FOR ENTRY OF AN ORDER (I) SETTING
BAR DATES FOR FILING PROOFS OF CLAIM, INCLUDING REQUESTS
FOR PAYMENT UNDER SECTION 503(b)(9), (II) SETTING A BAR DATE FOR
THE FILING OF PROOFS OF CLAIM BY GOVERNMENTAL UNITS,
(III) ESTABLISHING AMENDED SCHEDULES BAR DATE AND REJECTION
DAMAGES BAR DATE, (IV) APPROVING THE FORM OF AND MANNER FOR
FILING PROOFS OF CLAIM, (V) APPROVING NOTICE OF BAR DATES, AND
(VI) GRANTING RELATED RELIEF**

The above-captioned debtor and debtor-in-possession (the "Debtor") respectfully states the following in support of this motion (the "Motion"):

Relief Requested

1. The Debtor seeks entry of an order (the "Bar Date Order"), substantially in the form attached hereto as **Exhibit A**: (a) establishing **January 13, 2025** as the last date and time for each person or entity² (including, without limitation, individuals, partnerships, corporations, joint ventures, estates, and trusts) to file proofs of claim based on prepetition claims, including requests for payment under section 503(b)(9) of the Bankruptcy Code (collectively, "Proofs of Claim")

¹ The Debtor's mailing address is 4698 Willow Road, Pleasanton, CA 94588, and the last four digits of the Debtor's federal tax identification number is 9534.

² Except as otherwise defined herein, all terms specifically defined in the Bankruptcy Code have those meanings ascribed to them by the Bankruptcy Code. In particular, as used herein: (a) the term "claim" has the meaning given to it in section 101(5) of the Bankruptcy Code; (b) the term "entity" has the meaning given to it in section 101(15) of the Bankruptcy Code; (c) the term "governmental unit" has the meaning given to it in section 101(27) of the Bankruptcy Code; and (d) the term "person" has the meaning given to it in section 101(41) of the Bankruptcy Code.



against the Debtor (the “Claims Bar Date”); (b) solely as to governmental units (as defined in section 101(27) of the Bankruptcy Code), establishing **April 8, 2025**, as the last date and time for each such governmental unit to file Proofs of Claim against the Debtor (the “Governmental Bar Date”); and, together with the Claims Bar Date and Governmental Bar Date, the “Bar Dates” or “Bar Date,” as applicable); (c) establishing the Amended Schedules Bar Date and Rejection Damages Bar Date (as each term is defined herein); (d) approving the proposed Proof of Claim Form (as defined herein); (e) approving the proposed Bar Date Notice (as defined herein); (f) approving the proposed form of Publication Notice (as defined herein); and (g) granting related relief.

Jurisdiction and Venue

2. The United States Bankruptcy Court for the District of Delaware (the “Court”) has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference from the United States District Court for the District of Delaware*, dated February 29, 2012. The Debtor confirms its consent, pursuant to rule 7008 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and Rule 9013-1(f) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), to the entry of a final order by the Court in connection with this motion to the extent that it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution.

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

4. The bases for the relief requested herein are sections 105(a), 501, 502, and 1111(a) of title 11 of the United States Code (the “Bankruptcy Code”); Bankruptcy Rules 2002(a)(7), (f), (l), 3003(c), and 5005(a); and Local Rules 1009-2, 2002-1, and 3002-1(a).

Background

5. On October 10, 2024, (the “Petition Date”), the Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code (the “Chapter 11 Case”). The Debtor is operating its business and managing its property as debtor in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

6. On October 29, 2024, the Office of the United States Trustee (the “U.S. Trustee”) appointed the Official Committee of Unsecured Creditors (the “Committee”), consisting of the following three members: (i) BMR-Sidney Research Campus LLC; (ii) Presidio; and (iii) Murigenics, Inc. *See* Docket No. 77.

7. Gritstone is a clinical-stage biotechnology company that aims to develop potent vaccines for oncology and infectious diseases. The Company was founded in August 2015 and is headquartered in Emeryville, California, with an additional location in Massachusetts, and a manufacturing facility in Pleasanton, California. The Company is focused on developing next-generation vaccines aimed at treating cancers and treating and preventing infectious diseases by leveraging its proprietary technology platforms. Gritstone’s mission is to harness the power of the immune system through innovative vaccine technologies to improve patient outcomes across a range of serious diseases.

8. A detailed description of the Debtor’s business and facts precipitating the filing of the Debtor’s chapter 11 proceeding is set forth in the *Declaration of Vassiliki (“Celia”)*

Economides in Support of the Debtor's Chapter 11 Petition and First Day Relief (the "First Day Declaration"), incorporated herein by reference.³

9. On November 15, 2024, the Debtor filed its Schedules of Assets and Liabilities and Statements of Financial Affairs (the "Schedules"). See Docket Nos. 193 and 194.

The Bar Dates

A. Summary

10. Bankruptcy Rule 3003(c)(3) provides that the Court shall fix the time within which Proofs of Claim must be filed in a chapter 11 case pursuant to section 501 of the Bankruptcy Code. Moreover, Bankruptcy Rule 3003(c)(2) provides that any creditor who has a claim against the Debtor that arose prior to the Petition Date, and whose claim is not scheduled in the Debtor's Schedules or whose claim is listed on the Schedules as disputed, contingent, or unliquidated, must file a Proof of Claim. Section 502(b)(9) of the Bankruptcy Code further provides that governmental units shall have a minimum of 180 days after the entry of the order for relief to file Proofs of Claim. Additionally, Local Bankruptcy Rule 2002-1(e) provides that in all chapter 11 cases, the debtor may request a bar date for filing proofs of claim or interest. Bankruptcy Rule 2002(a)(7) requires that the Debtor provide at least twenty-one (21) days' notice by mail of the time fixed for filing proofs of claim.

B. The Claims Bar Date

11. The Debtor requests that the Court establish **January 13, 2025** as the Claims Bar Date. The Claims Bar Date would be the date by which all entities, other than governmental units holding prepetition claims, must file Proofs of Claim, including requests for payment under section 503(b)(9) of the Bankruptcy Code, so that such Proofs of Claim are actually received by the

³ A capitalized term used but not defined herein shall have the meaning ascribed to it in the First Day Declaration.

Debtor's notice and claims agent, Kurtzman Carson Consultants, LLC dba Verita Global ("Verita"), unless such person's or entity's claim falls within one of the exceptions set forth in this motion. Subject to these exceptions, the Claims Bar Date would apply to all claims against the Debtor that arose or are deemed to have arisen prior to the Petition Date, including secured claims, unsecured priority claims, unsecured non-priority claims, and rejection damage claims for executory contracts and unexpired leases that have already been rejected by order of the Court in this Chapter 11 Case; *provided that* unless otherwise ordered by the Court, the bar date for filing claims arising from the rejection of executory contracts and unexpired leases of the Debtor shall be the later of: (a) the Claims Bar Date; (b) on the date that is **thirty days** following entry of an order approving the rejection of the applicable executory contract or unexpired lease of the Debtor; and (c) any date that the Court may fix in the applicable order approving such rejection (any such date, a "Rejection Damages Bar Date").

C. The Governmental Bar Date

12. Section 502(b)(9) of the Bankruptcy Code provides, in relevant part, that "[a] claim of a governmental unit shall be timely filed if it is filed before one hundred and eighty (180) days after the date of the order for relief or such later time as the [Bankruptcy Rules] may provide"⁴ The Debtor, therefore, requests that **April 8, 2025** be established as the Governmental Bar Date in this Chapter 11 Case. The Governmental Bar Date would apply to all governmental units holding claims against the Debtor (whether secured, unsecured priority, or unsecured non-priority) that arose prior to the Petition Date, including governmental units with claims against the Debtor for unpaid taxes, whether such claims arise from prepetition tax years or periods or prepetition transactions to which the Debtor was a party. All governmental units holding such claims against

⁴ 11 U.S.C. § 502(b)(9).

the Debtor would be required to file Proofs of Claim so that such Proofs of Claim are actually received by the Debtor's notice and claims agent, Verita, by the Governmental Bar Date.

D. Amended Schedules Bar Date

13. In accordance with Local Rule 1009-2, in the event the Debtor files a previously unfiled Schedule or amends or supplements its Schedules after having given notice of the Bar Dates, the Debtor proposes that with respect to holders of claims affected thereby, the Court establish the later of: (a) the Claims Bar Date or the Governmental Bar Date, as applicable, to such claims; and (b) on the date that is **twenty-one days** from the date on which the Debtor provides notice of the filing, amendment, or supplement to the Schedules, as the deadline by which claimants holding such claims must file Proofs of Claim with respect to such claims so that such Proofs of Claim are actually received by the Debtor's notice and claims agent, Verita (any such date, an "Amended Schedules Bar Date"). Notice of the Amended Schedules Bar Date shall be sent to each claimant holding a claim affected by any such filing, amendment, or supplement within five (5) days and shall (a) describe the listing and treatment of such claim on the Schedules, including how such treatment has changed, if applicable, and (b) indicate the Amended Schedules Bar Date for such claim.

Procedures for Filing Proofs of Claim

A. Parties Required to File Proofs of Claim

14. Except as otherwise set forth herein, the Debtor proposes that the following entities holding claims against the Debtor arising prior to the Petition Date be required to file Proofs of Claim arising on or before the Claims Bar Date:

a. any person or entity whose claim against the Debtor is not listed in the Debtor's Schedules or is listed in such Schedules as "contingent," "unliquidated," or "disputed"

if such person or entity desires to participate in this Chapter 11 Case or share in any distribution in this Chapter 11 Case;

b. any person or entity who believes that its claim is improperly classified in the Schedules or is listed in an incorrect amount and who desires to have its claim allowed in a different classification or amount other than that identified in the Schedules; and

c. any entity who believes that its claim against a Debtor is or may be entitled to priority under section 503(b)(9) of the Bankruptcy Code.

B. Parties Not Required to File Claims by the Claims Bar Date.

15. The Debtor proposes that the following persons or entities whose claims otherwise would be subject to the Claims Bar Date need not file Proofs of Claim:

a. any person or entity who already has filed a signed Proof of Claim against the Debtor with the Clerk of the Court or with Verita in a form substantially similar to Official Form 410;

b. any person or entity whose claim is listed on the Schedules if: (i) the claim is *not* scheduled as any of “disputed,” “contingent,” or “unliquidated;” and (ii) such person or entity agrees with the amount, nature, and priority of the claim as set forth in the Schedules;

c. any person or entity whose claim has previously been allowed by order of the Court;

d. any person or entity whose claim has been paid in full by the Debtor pursuant to the Bankruptcy Code or in accordance with an order of the Court;

e. any person or entity whose claim is solely against any of the Debtor’s non-Debtor affiliates or subsidiaries;

f. any person or entity whose claim is based on an equity interest in the Debtor; *provided* that any holder of an equity interest who wishes to assert a claim against the Debtor, including a claim relating to such equity interest or the purchase or sale of such interest, must file a proof of claim asserting such claim on or prior to the Claims Bar Date pursuant to procedures set forth herein;

g. any current or former officer, director, manager, or employee of any Debtor for claims based on indemnification, contribution, or reimbursement;

h. any person or entity holding a claim for which a separate deadline is fixed by this Court;

i. claims for fees and expenses of professionals retained in this Chapter 11 Case; and

j. any other person or entity asserting a prepetition claim which by order of the Court is not required to file a proof of claim.

C. Form of Proof of Claim.

16. The Debtor has prepared, and requests that the Court approve, a form for filing a Proof of Claim which, although based on Official Form 410, has been modified to allow creditors to request payment for claims under section 503(b)(9) of the Bankruptcy Code substantially in the form of **Exhibit B** attached hereto (the “Proof of Claim Form”). In addition, with the assistance of its notice and claims agent, Verita, the Debtor proposes to provide each of the creditors listed on the Debtor’s Schedules and, upon any filing, amendment, or supplement to the Debtor’s Schedules, each of the creditors affected by such filing, amendment, or supplement with a “personalized” Proof of Claim Form, which will indicate how the Debtor has scheduled the creditor’s claim in the Schedules, including: (a) the identity of the Debtor against which the

creditor's claim is scheduled; (b) the amount of the scheduled claim, if any; (c) whether the claim is listed as contingent, unliquidated, or disputed; and (d) whether the claim is listed as secured, unsecured priority, or unsecured non-priority.

17. If the creditor disagrees with information set forth on the "personalized" Proof of Claim Form, the creditor is required to timely file a Proof of Claim identifying the Debtor against which the creditor is asserting a claim and the amount and type of such claim on or before the applicable Bar Date or Amended Schedules Bar Date. Additionally, creditors may choose not to use the personalized Proof of Claim Form and instead submit Proofs of Claim on Official Form 410.

D. Requirements for Preparing and Filing Proofs of Claim.

18. With respect to preparing and filing of a Proof of Claim, the Debtor proposes that each Proof of Claim be required to be consistent with the following:

a. *Contents.* Each Proof of Claim must: (i) be written in English; (ii) include a claim amount denominated in United States dollars; (iii) conform substantially with the Proof of Claim Form provided by the Debtor or Official Form 410; and (iv) be signed by the claimant or by an authorized agent or legal representative of the claimant.

b. *Section 503(b)(9) Claim.* Any Proof of Claim asserting a claim entitled to priority under section 503(b)(9) must also: (i) include the value of the goods delivered to and received by the Debtor in the twenty days prior to the Petition Date; (ii) attach any documentation identifying the particular invoices for which the 503(b)(9) claim is being asserted; and (iii) attach documentation of any reclamation demand made to the Debtor under section 546(c) of the Bankruptcy Code (if applicable).

c. *Original Signatures Required.* Only *original* Proofs of Claim may be deemed acceptable for purposes of claims administration. Copies of Proofs of Claim or Proofs of Claim sent by facsimile or electronic mail will not be accepted. For Proofs of Claim submitted via the electronic interface, digital signatures are acceptable.

d. *Supporting Documentation.* Each Proof of Claim must include supporting documentation in accordance with Bankruptcy Rules 3001(c) and (d). If, however, such documentation is voluminous, upon prior written consent of Debtor's counsel, such Proof of Claim may include a summary of such documentation or an explanation as to why such documentation is not available; *provided* that any creditor that receives such written consent shall be required to transmit such writings to Debtor's counsel upon request no later than ten days from the date of such request.

e. *Timely Service.* Each Proof of Claim must be filed, including supporting documentation, so as to be *actually received* by Verita on or before the Claims Bar Date or the Governmental Bar Date (or, where applicable, on or before any other bar date as set forth herein or by order of the Court) either (1) electronically through the interface available at <https://www.veritaglobal.net/gritstone> and choose Submit Electronic Proof of Claim (ePOC) ; or (2) by first class mail, hand deliver or overnight mail to Gritstone Claims Processing Center, c/o KCC dba Verita, 222 N. Pacific Coast Highway, Suite 300, El Segundo, CA 90245.

<p>PROOFS OF CLAIM SUBMITTED BY FACSIMILE OR ELECTRONIC MAIL WILL NOT BE ACCEPTED.</p>

f. *Receipt of Service.* Claimants wishing to receive acknowledgment that their Proofs of Claim were received by Verita must submit (i) a copy of the Proof of Claim Form (in addition to the original Proof of Claim Form sent to Verita) and (ii) a self-addressed, stamped envelope.

Consequences of Failure to File a Proof of Claim

19. Pursuant to Bankruptcy Rule 3003(c)(2), upon a confirmed chapter 11 plan becoming effective, the Debtor proposes that any person or entity who is required, but fails, to file a Proof of Claim in accordance with the Bar Date Order on or before the applicable Bar Date shall not be treated as a creditor with respect to such claim for the purposes of voting and distribution—including with respect to claims asserting priority pursuant to section 503(b)(9) of the Bankruptcy Code; *provided* that late-filed proofs of claim shall be treated in accordance with section 726(a)(3) of the Bankruptcy Code. Accordingly, such creditor shall be prohibited from voting to accept or reject any plan filed in this Chapter 11 Case, participating in any distribution in this Chapter 11 Case on account of such claim, or receiving further notices regarding such claim.

Procedures for Providing Notice of the Bar Dates

20. The Debtor proposes the following procedures for providing mailing and publication notice of the Bar Dates.

A. Mailing of Bar Date Notices

21. Pursuant to Bankruptcy Rule 2002(a)(7), the Debtor proposes to cause written notice of the Bar Dates, substantially in the form of **Exhibit C** attached hereto (the “Bar Date Notice”), and a Proof of Claim Form (collectively, the “Bar Date Package”) to be mailed via first class mail, no later than three business days after entry of the Bar Date Order, to the following entities:

- a. the U.S. Trustee;
- b. counsel to the Official Committee of Unsecured Creditors appointed in this Chapter 11 Case;

- c. all known creditors and other known holders of claims against the Debtor, including all entities listed in the Schedules as holding claims against the Debtor;
- d. all entities that have requested notice of the proceedings in this Chapter 11 Case pursuant to Bankruptcy Rule 2002 as of the date of the Bar Date Order;
- e. all entities that have filed proofs of claim in this Chapter 11 Case as of the date of the Bar Date Order;
- f. all known non-Debtor equity and interest holders of the Debtor as of the date the Bar Date Order is entered (whose Bar Date Package shall not contain a Proof of Claim Form);
- g. all known entities who are party to executory contracts and unexpired leases with the Debtor;
- h. all known entities who are party to litigation with the Debtor;
- i. all current and former employees for the past three years (to the extent that contact information for former employees is available in the Debtor's records);
- j. all regulatory authorities that regulate the Debtor's business, including environmental and permitting authorities;
- k. the United States Environmental Protection Agency;
- l. the Office of the Attorney General for the State of Delaware;
- m. the office of the attorney general for each state in which the Debtor maintains or conducts business;
- n. the District Director of the Internal Revenue Service for the District of Delaware;

o. all other taxing authorities for the jurisdictions in which the Debtor maintains or conducts business; and

p. the Securities and Exchange Commission.

22. The proposed Bar Date Notice notifies the parties of the Bar Dates and contains information regarding who must file a Proof of Claim, the procedures for filing a Proof of Claim, and the consequences of failure to timely file a Proof of Claim. The Debtor requests the Court approve the use of the Bar Date Notice.

B. Supplemental Mailings

23. After the initial mailing of the Bar Date Package, the Debtor may, in its discretion, make supplemental mailings of notices, including in the event that: (a) notices are returned by the post office with forwarding addresses;⁵ (b) certain parties, acting on behalf of parties in interest (*e.g.*, banks and brokers with respect to equity or interest holders), decline to pass along notices to these parties and instead return their names and addresses to the Debtor for direct mailing; and (c) additional potential claimants become known as the result of the Bar Date noticing process. In this regard, the Debtor requests that the Court permit it to make supplemental mailings of the Bar Date Package in these and similar circumstances at any time up to twenty-one days in advance of the Bar Date, with any such mailings deemed timely and the Bar Date being applicable to the recipient creditors.

C. Publication Notice

24. In the interest of ensuring that all potential claimants receive adequate notice of the Bar Dates, in addition to providing the Bar Date Notice to known creditors, the Debtor proposes

⁵ However, if notices are returned as “return to sender” without a forwarding address, the Debtor respectfully request that they should not be required to mail additional notices to such entity or persons.

to provide notice of the Bar Dates by publication. The Debtor proposes to publish the Bar Date Notice in accordance with Bankruptcy Rule 2002(l), modified for publication in substantially the form of **Exhibit D** attached hereto (the “Publication Notice”), on one occasion in *The New York Times (National Edition)* (or similar newspaper of record) no later than seven (7) calendar days after entry of the Bar Date Order.

25. The proposed Publication Notice includes a telephone number that creditors may call to obtain copies of the Proof of Claim Form, the URL for a website at which creditors may obtain a copy of a Proof of Claim Form, and information concerning the procedures and appropriate deadlines for filing Proofs of Claim.

Basis for Relief

A. Ample Authority Exists to Approve the Bar Dates and the Proposed Procedures for Filing Proofs of Claim in this Chapter 11 Case

26. Bankruptcy Rule 3003(c)(3) generally governs the filing of proofs of claim in a chapter 11 case and provides, in relevant part, that “[t]he court shall fix and for cause shown may extend the time within which proofs of claim or interest may be filed.”⁶ Although Bankruptcy Rule 2002(a)(7) generally provides that all parties in interest must receive, at a minimum, twenty-one days’ notice of the time fixed for filing proofs of claim pursuant to Bankruptcy Rule 3003(c), neither the Bankruptcy Code, the Bankruptcy Rules, nor the Local Rules specify a time by which proofs of claim must be filed in chapter 11 cases (other than section 502(b)(9) of the Bankruptcy Code relating to governmental units).

27. It is well recognized that the claims bar date plays an essential role in the twin goals of bankruptcy—preserving a debtor’s going-concern value and maximizing property available to

⁶ Fed. R. Bankr. P. 3003(c)(3).

satisfy creditors.⁷ The claims bar date allows the debtor and parties in interest to expeditiously determine and evaluate the liabilities of the estate. The absence of such a deadline, in contrast, would prolong creditor uncertainty, increase the costs and expenses incurred by debtors in connection with the claims reconciliation process, and delay or even derail the claims process, thus undercutting one of the principal purposes of bankruptcy law—“secur[ing] within a limited period the prompt and effectual administration and settlement of the debtor’s estate.”⁸

28. The procedures described herein provide creditors with ample notice and opportunity and a clear process for filing Proofs of Claim and achieve administrative and judicial efficiency. Indeed, the proposed procedures will provide comprehensive notice and clear instructions to creditors, on the one hand, and allow this Chapter 11 Case to move forward quickly with a minimum of administrative expense and delay, on the other hand.

29. The Debtor’s proposed procedures provide clear instructions that will help avoid confusion or uncertainty among creditors that might lead them to file unnecessary protective Proofs of Claim or multiple Proofs of Claim that would cause expense and delay in the claims process for all parties. Additionally, the proposed use of a personalized Proof of Claim Form for all known creditors is designed to both streamline the claims process and provide useful information to creditors as to whether and how their claims are reflected in the Debtor’s Schedules. The proposed procedures are designed to comply with the Bankruptcy Code and provide the Debtor with flexibility in case of the need for supplemental bar dates or situations in which a creditor’s claim status may change during this Chapter 11 Case (such as in the event of contract rejections).

⁷ See *Bank of Am. Nat’l Trust & Sav. Assoc. v. 203 N. LaSalle St. P’ship*, 526 U.S. 434, 453 (1999).

⁸ See *Chemetron Corp. v. Jones*, 72 F.3d 341, 346 (3d Cir. 1995).

B. The Proposed Notice Procedures Are Reasonable and Appropriate

30. Bankruptcy Rule 2002(a)(7) requires that the Debtor provide claimants at least twenty-one (21) days' notice by mail of the Bar Dates pursuant to Bankruptcy Rule 3003(c). Additionally, Bankruptcy Rule 2002(l) provides that the Court may order notice by publication if it finds that notice by mail is impractical or it is desirable to supplement other notice. Bankruptcy Rule 9008 also provides that the Court shall determine the form and manner of publication notice, the newspapers used, and the frequency of publication.

31. In conjunction with setting deadlines to file Proofs of Claim, the Debtor must give appropriate notice to interested parties. The Debtor proposes to mail the Bar Date Notice to its known creditors and, thus, must rely on publication to give notice to its unknown creditors. This procedure is consistent with applicable case law and practice in this district.⁹ To determine the adequacy of notice given to a creditor, bankruptcy law distinguishes between “known” and “unknown” creditors.¹⁰ As the Third Circuit explained in *Chemetron*, “[k]nown creditors must be provided with actual written notice of a debtor’s bankruptcy filing and bar claims date. For unknown creditors, notification by publication will generally suffice.”¹¹ A “known” creditor is one whose identity is either known or is “reasonably ascertainable by the debtor.”¹² An “unknown” creditor is one whose “interests are either conjectural or future or, although they could be discovered upon investigation, do not in due course of business come to knowledge [of the debtor].”¹³

⁹ See, e.g., *Mullane v. Central Hanover Bank & Trust Co.*, 339 U.S. 306, 317 (1950); see also *Chemetron*, 72 F.3d at 346 (3d Cir. 1995).

¹⁰ *Chemetron*, 72 F.3d at 346.

¹¹ *Id.* (citations omitted).

¹² *Id.* (citing *Tulsa Prof'l Collection Serv., Inc. v. Pope*, 485 U.S. 478, 490 (1988)).

¹³ *Id.* (citing *Mullane*, 339 U.S. at 317).

32. Where a creditor is known to the debtor, due process requires that the debtor must take reasonable steps, such as direct mailing, to provide actual notice of the deadline for filing proofs of claim. A creditor's identity is "reasonably ascertainable" if that creditor can be identified through "reasonably diligent efforts."¹⁴ But this does not require the debtor to engage in "impracticable and extended searches . . . in the name of due process."¹⁵ Rather, the required search is limited to a debtor's "books and records."¹⁶

33. In addition, requiring entities asserting claims pursuant to section 503(b)(9) of the Bankruptcy Code to assert such claims by filing a Proof of Claim on or prior to the Claims Bar Date will ensure that the Debtor has complete information regarding the nature, validity, and amount of such section 503(b)(9) claims while affording parties asserting section 503(b)(9) claims appropriate and adequate notice. Moreover, this approach facilitates a more cost-effective and efficient claims process for such creditors and, by obviating the need for the Debtor to file a response to individual administrative expense requests, helps conserve estate resources to the benefit of the Debtor's creditors.¹⁷

34. The Debtor submits that requiring parties to assert section 503(b)(9) claims by proof of claim on or before the Claims Bar Date is justified and warranted under the circumstances of this chapter 11 case. Indeed, courts in this district routinely fix bar dates for filing claims under section 503(b)(9) of the Bankruptcy Code. *See, e.g., In re GigaMonster Networks, LLC*, No. 23-

¹⁴ *Mennonite Bd. of Missions v. Adams*, 462 U.S. 791, 798 n.4 (1983).

¹⁵ *See Mullane*, 339 U.S. at 317–18.

¹⁶ *See, e.g., Chemetron*, 72 F.3d at 347.

¹⁷ For the avoidance of doubt, parties asserting administrative claims under all other sub-parts of section 503(b) of the Bankruptcy Code must make separate requests for payment in accordance with section 503(a) of the Bankruptcy Code or as otherwise specified by the Bar Date Order or any other order of the Court or in any plan confirmed in this Chapter 11 Case.

10051 (JKS) (Bankr. D. Del. Apr. 18, 2023) (establishing a claims bar date for claims asserted pursuant to section 503(b)(9) of the Bankruptcy Code); *In re First Guar. Mortg. Corp.*, No. 22-10584 (CTG) (Bankr. D. Del. Aug. 31, 2022) (same); *In re Sequential Brands Grp., Inc.*, No. 21-11194 (JTD) (Bankr. D. Del. Oct. 4, 2021) (same); *In re Maines Paper & Food Serv., Inc.*, No. 20-11502 (KBO) (Bankr. D. Del. July 9, 2020) (same); *In re True Religion Apparel, Inc.*, No. 17-11460 (CSS) (Bankr. D. Del. Aug. 2, 2017) (same); *In re Emerald Oil, Inc.*, No. 16-10704 (KG) (Bankr. D. Del. Mar. 22, 2016) (same); *In re Horsehead Holding Corp.*, No. 16-10287 (CSS) (Bankr. D. Del. Mar. 22, 2016) (same); *In re Magnum Hunter Res. Corp.*, No. 15-12533 (KG) (Bankr. D. Del. Jan. 11, 2016) (same); *In re GSE Envtl., Inc.*, No. 14-11126 (MFW) (Bankr. D. Del. June 3, 2014) (same); *In re FAH Liquidating Corp. f/k/a Fisker Automotive Holdings, Inc.*, No. 13-13087 (KG) (Bankr. D. Del. Dec. 30, 2013) (same).¹⁸

35. The Debtor submits that the relief requested herein provides for clear notice of the Claims Bar Date (and other Bar Dates as set forth herein) in satisfaction of the requirements of the Bankruptcy Rules and consistent with the underlying policies of the Bankruptcy Code. Specifically, to the extent the Claims Bar Date is established, as proposed, as January 13, 2025, the Debtor intends to (a) cause the Bar Date Notice to be mailed no later than three business days after entry of the Bar Date Order, and (b) cause the Publication Notice to be published by a date that is at least twenty-one days prior to the Claims Bar Date. Thus, by establishing the Claims Bar Date in accordance with the provisions hereof, all known claimants will have at least twenty-one days' notice and unknown or unreachable claimants will have at least twenty-one days of constructive notice of the Claims Bar Date for filing its Proof of Claim, thereby satisfying

¹⁸ Because of the voluminous nature of the orders cited herein, such orders have not been attached to this motion. Copies of these orders are available upon request to the Debtor's proposed counsel.

Bankruptcy Rule 2002(a)(7). Additionally, because the Debtor has filed its Schedules before service of the Bar Date Notice, known creditors will have ample time to review the Schedules, reconcile the information contained therein with their own books and records, and prepare and file Proofs of Claim, if necessary.

36. In addition, in the event the Debtor amends or supplements the Schedules subsequent to the date on which the Debtor serves the Bar Date Notice, the Debtor shall give notice of any amendment or supplement to the holders of affected claims whereby such holders will have no less than twenty-one days from the notice date to file Proofs of Claim with respect to their claims. Moreover, unless otherwise ordered by the Court, and in the event the Debtor rejects an executory contract or unexpired lease, holders of claims arising from such rejection, if any, shall file claims on account of such rejection by the later of: (a) the Claims Bar Date; (b) the date that is thirty days following entry of an order approving the rejection of any executory contract or unexpired lease of the Debtor; and (c) any date that the Court may fix in the applicable order approving such rejection.

37. The procedures and notice periods described herein afford creditors ample opportunity to review the Schedules and file Proofs of Claim while, at the same time, ensuring that the Debtor and all other parties-in-interest can achieve certainty with respect to its liabilities in a timely manner.

38. Accordingly, the Debtor respectfully submits that the Bar Dates and the form and manner of providing notice thereof are appropriate in light of the circumstances, inure to the benefit of all parties in interest, and should be approved.

Notice

39. The Debtor will provide notice of this Motion to: (a) the Office of the United States Trustee for the District of Delaware, 844 N. King Street, Suite 2207, Wilmington, DE 19801, Attn: Timothy Jay Fox, Jr. (timothy.fox@usdoj.gov); (b) counsel to the Prepetition Secured Lenders, Cole Schotz P.C., 500 Delaware Avenue, Suite 1410, Wilmington, DE 19801, Attn: Stacy L. Newman (snewman@coleschotz.com), Stuart Komrower (skomrower@coleschotz.com), Warren A. Usatine (wusatine@coleschotz.com), and Felice R. Yudkin (fyudkin@coleschotz.com), Sheppard Mullin, Four Embarcadero Center, Seventeenth Floor, San Francisco, CA 94111, Attn: Ori Katz (okatz@sheppardmullin.com) and Robert K. Sahyan (rsahyan@sheppardmullin.com); (c) counsel to the Official Committee of Unsecured Creditors, ArentFox Schiff LLP, 1301 Avenue of the Americas, 42nd Floor, New York, NY 10019, Attn: Andrew I. Silfen (andrew.silfen@afslaw.com), Beth M. Brownstein (beth.brownstein@afslaw.com), Patrick Feeney (patrick.feeney@afslaw.com), Carolyn Indelicato (carolyn.indelicato@afslaw.com), ArentFox Schiff LLP, 800 Boylston Street, 32nd Floor, Boston, MA 02199, Attn: James E. Britton (james.britton@afslaw.com) and Potter Anderson & Corroon LLP, 1313 N. Market Street, 6th Floor, Wilmington, DE 19801, Attn: Christopher M. Samis (csamis@potteranderson.com), Aaron H. Stulman (astulman@potteranderson.com), Katelin A. Morales (kmorales@potteranderson.com), Ethan H. Sulik (esulik@potteranderson.com); (d) the United States Attorney's Office for the District of Delaware; (e) the state attorneys general for all states in which the Debtor conduct business; (f) the Securities Exchange Commission; and (g) any party that requests service pursuant to Bankruptcy Rule 2002.

No Prior Request

40. No prior request for the relief sought in this motion has been made to this or any other court.

WHEREFORE, the Debtor respectfully requests that the Court enter the Bar Date Order, granting the relief requested herein and such other relief as the Court deems appropriate under the circumstances.

Dated: November 20, 2024

PACHULSKI STANG ZIEHL & JONES LLP

/s/ James E. O'Neill

Debra I. Grassgreen, (admitted *pro hac vice*)

John W. Lucas, (admitted *pro hac vice*)

Malhar S. Pagay, (admitted *pro hac vice*)

James E. O'Neill (DE Bar No. 4042)

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joneill@pszjlaw.com

Counsel to the Debtor and Debtor in Possession

EXHIBIT A

Proposed Order

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

In re:

GRITSTONE BIO, INC.,¹

Debtor.

Chapter 11

Case No. 24-12305 (KBO)

**ORDER (I) SETTING BAR DATES FOR FILING PROOFS OF CLAIM,
INCLUDING REQUESTS FOR PAYMENT UNDER SECTION 503(b)(9),
(II) SETTING A BAR DATE FOR THE FILING OF PROOFS OF CLAIM BY
GOVERNMENTAL UNITS, (III) ESTABLISHING AMENDED SCHEDULES BAR
DATE AND REJECTION DAMAGES BAR DATE, (IV) APPROVING THE FORM
OF AND MANNER FOR FILING PROOFS OF CLAIM, (V) APPROVING NOTICE
OF BAR DATES, AND (VI) GRANTING RELATED RELIEF**

Upon the motion (the “Motion”)² of the above-captioned debtor and debtor in possession (the “Debtor”) for entry of an order (this “Order”): (a) establishing deadlines for filing proofs of claim, including requests for payment under section 503(b)(9) of the Bankruptcy Code, in this Chapter 11 Case, (c) establishing the Amended Schedules Bar Date and the Rejection Damages Bar Date, (d) approving the form and manner for filing such claims, including any section 503(b)(9) requests for payment, (e) approving notice of the Bar Dates (as defined herein), (f) approving the proposed form of publication notice, and (g) granting related relief, all as more fully set forth in the Motion; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012; and that this Court may enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C.

¹ The Debtor’s mailing address is 4698 Willow Road, Pleasanton, CA 94588, and the last four digits of the Debtor’s federal tax identification number is 9534.

² Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion.

§§ 1408 and 1409; and this Court having found that the Debtor's notice of the Motion and opportunity for a hearing on the Motion were appropriate under the circumstances and no other notice need be provided; and this Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing before this Court (the "Hearing"); and this Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. The Motion is granted as set forth herein.

A. The Bar Dates and Procedures for Filing Proofs of Claim

2. Each person or entity³ that asserts a claim against the Debtor that arose before the Petition Date, including requests for payment under section 503(b)(9) of the Bankruptcy Code, shall be required to file an original, written proof of claim (a "Proof of Claim"), substantially in the form attached to the Motion as Exhibit B (the "Proof of Claim Form") or Official Form 410.⁴ Except in the cases of governmental units and certain other exceptions explicitly set forth herein, all Proofs of Claim must be filed so that they are actually received on or before **January 13, 2025** (the "Claims Bar Date"), at the addresses and in the form set forth herein. The Claims Bar Date

³ Except as otherwise defined herein and in the Motion, all terms specifically defined in the Bankruptcy Code have those meanings ascribed to them by the Bankruptcy Code. In particular, as used herein: (a) the term "claim" has the meaning given to it in section 101(5) of the Bankruptcy Code; (b) the term "entity" has the meaning given to it in section 101(15) of the Bankruptcy Code; (c) the term "governmental unit" has the meaning given to it in section 101(27) of the Bankruptcy Code; and (d) the term "person" has the meaning given to it in section 101(41) of the Bankruptcy Code.

⁴ Copies of Official Form 410 may be obtained by: (a) visiting the Debtor's website at <https://www.veritaglobal.net/gritstone>; (b) writing to the Debtor's claims agent, Gritstone Claims Processing Center, c/o KCC dba Verita, 222 N. Pacific Coast Highway, Suite 300, El Segundo, CA 90245; (c) Submitting an inquiry here: <https://www.veritaglobal.net/gritstone/inquiry>; and/or (d) visiting the website maintained by the Court at <http://www.deb.uscourts.gov/>.

applies to all types of claims against the Debtor that arose or are deemed to have arisen before the Petition Date, except for claims specifically exempt from complying with the applicable Bar Dates (as defined herein) as set forth in this Order.

3. All governmental units holding claims (whether secured, unsecured priority, or unsecured non-priority) that arose (or are deemed to have arisen) prior to the Petition Date, including requests for payment pursuant to section 503(b)(9) of the Bankruptcy Code, must file Proofs of Claims, including claims for unpaid taxes, whether such claims arise from prepetition tax years or periods or prepetition transactions to which the Debtor was a party, must file such Proofs of Claim so they are actually received on or before **April 8, 2025** (the “Governmental Bar Date” and together with the Claims Bar Date, the “Bar Date” or “Bar Dates” as may be applicable), at the addresses and in the form set forth herein.

4. If the Debtor files a previously unfiled Schedule or amends or supplements the Schedules after having given notice of the Bar Dates, the Debtor shall give notice by first-class mail of any filing, amendment, or supplement to holders of claims affected thereby within five (5) days, and the deadline for those holders to file Proofs of Claim, if necessary, shall be the later of (a) the Claims Bar Date or the Governmental Bar Date, as applicable, or (b) the date that is twenty-one days from the date the notice of the filing, amendment, or supplement is given (or another time period as may be fixed by the Court) (the “Amended Schedules Bar Date”).

5. Unless otherwise ordered, all persons or entities asserting claims arising from the rejection of executory contracts or unexpired leases of the Debtor shall file a Proof of Claim on account of such rejection by the later of: (a) the Claims Bar Date; (b) the date that is thirty days following entry of an order approving the rejection of any executory contract or unexpired lease

of the Debtor; and (c) any date that the Court may fix in the applicable order approving such rejection (the “Rejection Damages Bar Date”).

6. All Proofs of Claim must be filed so as to be actually received by Verita, the notice and claims agent retained in this Chapter 11 Case, on or before the Claims Bar Date or the Governmental Bar Date (or, where applicable, on or before any other bar date as set forth herein). If Proofs of Claim are not received by Verita on or before the Claims Bar Date or the Governmental Bar Date, as applicable, except in the case of certain exceptions explicitly set forth herein, the holders of the underlying claims shall be barred from asserting such claims against the Debtor and precluded from voting on any plans filed in this Chapter 11 Case and/or receiving distributions from the Debtor on account of such claims in this Chapter 11 Case.

B. Parties Exempted from the Bar Date

7. The following categories of claimants shall not be required to file a Proof of Claim by the Claims Bar Date:

- a. any person or entity who already has filed a signed Proof of Claim against the Debtor with the Clerk of the Court or with Verita in a form substantially similar to Official Form 410;
- b. any person or entity whose claim is listed on the Schedules if: (i) the claim is *not* scheduled as any of “disputed,” “contingent,” or “unliquidated;” and (ii) such person or entity agrees with the amount, nature, and priority of the claim as set forth in the Schedules;
- c. any person or entity whose claim has previously been allowed by order of the Court;
- d. any person or entity whose claim has been paid in full by the Debtor pursuant to the Bankruptcy Code or in accordance with an order of the Court;

e. any person or entity whose claim is solely against any of the Debtor's non-Debtor affiliates or subsidiaries;

f. any person or entity whose claim is based on an equity interest in the Debtor; provided that any holder of an equity interest who wishes to assert a claim against the Debtor, including a claim relating to such equity interest or the purchase or sale of such interest, must file a proof of claim asserting such claim on or prior to the Claims Bar Date pursuant to procedures set forth herein;

g. any current or former officer, director, manager, or employee of the Debtor for claims based on indemnification, contribution, or reimbursement;

h. any person or entity holding a claim for which a separate deadline is fixed by this Court;

i. claims for fees and expenses of professionals retained in this Chapter 11 Case; and

j. any other person or entity asserting a prepetition claim which by order of the Court is not required to file a proof of claim.

C. Substantive Requirements of Proofs of Claim

8. The following requirements shall apply with respect to filing and preparing each Proof of Claim:

a. *Contents.* Each Proof of Claim must: (i) be written in English; (ii) include a claim amount denominated in United States dollars; (iii) conform substantially with the Proof of Claim Form provided by the Debtor or Official Form 410; and (iv) be signed by the claimant or by an authorized agent or legal representative of the claimant.

b. *Section 503(b)(9) Claim.* Any Proof of Claim asserting a claim entitled to priority under section 503(b)(9) must also: (i) include the value of the goods delivered to and received by the Debtor in the twenty days prior to the Petition Date; (ii) attach any documentation identifying the particular invoices for which the 503(b)(9) claim is being asserted; and (iii) attach documentation of any reclamation demand made to the Debtor under section 546(c) of the Bankruptcy Code (if applicable).

c. *Original Signatures Required.* Only *original* Proofs of Claim may be deemed acceptable for purposes of claims administration. Copies of Proofs of Claim or Proofs of Claim sent by facsimile or electronic mail will not be accepted. For Proofs of Claim submitted via the electronic interface, digital signatures are acceptable.

d. *Supporting Documentation.* Each Proof of Claim must include supporting documentation in accordance with Bankruptcy Rules 3001(c) and (d). If, however, such documentation is voluminous, upon prior written consent of Debtor's counsel, such Proof of Claim may include a summary of such documentation or an explanation as to why such documentation is not available; *provided* that any creditor that receives such written consent shall be required to transmit such writings to Debtor's counsel upon request no later than ten days from the date of such request.

e. *Timely Service.* Each Proof of Claim must be filed, including supporting documentation, so as to be *actually received* by Verita on or before the Claims Bar Date or the Governmental Bar Date (or, where applicable, on or before any other bar date as set forth herein or by order of the Court) either (1) electronically through the interface available at <https://www.veritaglobal.net/gritstone> and choose Submit Electronic Proof of Claim (ePOC); or

(2) by first class mail, hand deliver or overnight mail to Gritstone Claims Processing Center, c/o KCC dba Verita, 222 N. Pacific Coast Highway, Suite 300, El Segundo, CA 90245.

**PROOFS OF CLAIM SUBMITTED BY FACSIMILE OR
ELECTRONIC MAIL WILL NOT BE ACCEPTED.**

f. Receipt of Service. Claimants wishing to receive acknowledgment that their Proofs of Claim were received by Verita must submit (i) a copy of the Proof of Claim Form (in addition to the original Proof of Claim Form sent to Verita) and (ii) a self-addressed, stamped envelope.

D. Identification of Known Creditors

9. The Debtor shall mail notice of the Claims Bar Date (or the Governmental Bar Date, as applicable) to its known creditors, and such mailing shall be made to the last known mailing address for each such creditor.

E. Procedures for Providing Notice of the Bar Date

10. Pursuant to Bankruptcy Rule 2002(a)(7), the Debtor proposes to cause written notice of the Bar Dates, substantially in the form attached to the Motion as **Exhibit C** (the “Bar Date Notice”) and a Proof of Claim Form (collectively, the “Bar Date Package”) to be mailed via first class mail, no later than three business days after the entry of this Order, to the following entities:

- a. the U.S. Trustee;
- b. counsel to the Committee;
- c. all known creditors and other known holders of claims against the Debtor, including all entities listed in the Schedules as holding claims against the Debtor;
- d. all entities that have requested notice of the proceedings in this Chapter 11 Case pursuant to Bankruptcy Rule 2002 as of the date of the Bar Date Order;

e. all entities that have filed proofs of claim in this Chapter 11 Case as of the date of the Bar Date Order;

f. all known non-Debtor equity and interest holders of the Debtor as of the date the Bar Date Order is entered (whose Bar Date Package shall not contain a Proof of Claim Form);

g. all known entities who are party to executory contracts and unexpired leases with the Debtor;

h. all known entities who are party to litigation with the Debtor;

i. all current and former employees for the past three years (to the extent that contact information for former employees is available in the Debtor's records);

j. all regulatory authorities that regulate the Debtor's business, including environmental and permitting authorities;

k. the United States Environmental Protection Agency;

l. the Office of the Attorney General for the State of Delaware;

m. the office of the attorney general for each state in which the Debtor maintains or conduct business;

n. the District Director of the Internal Revenue Service for the District of Delaware;

o. all other taxing authorities for the jurisdictions in which the Debtor maintains or conducts business; and

p. the Securities and Exchange Commission.

11. The Debtor shall provide all known creditors listed in the Debtor's Schedules and, upon any amendment to the Debtor's Schedules, each of the creditors affected by such amendment,

with a “personalized” Proof of Claim Form, which will identify how the Debtor has scheduled the creditors’ claim in the Schedules, including, without limitation: (a) the identity of the Debtor against which the creditor’s claim is scheduled; (b) the amount of the scheduled claim, if any; (c) whether the claim is listed as contingent, unliquidated, or disputed; and (d) whether the claim is listed as secured, unsecured priority, or unsecured non-priority. Each creditor shall have an opportunity to inspect the Proof of Claim Form provided by the Debtor and correct any information that is missing, incorrect, or incomplete. Additionally, any creditor may choose to submit a Proof of Claim on a different form as long as it is substantially similar to Official Form 410.

12. After the initial mailing of the Bar Date Packages, the Debtor may, in its discretion, make supplemental mailings of notices or packages, including in the event that: (a) notices are returned by the post office with forwarding addresses; (b) certain parties acting on behalf of parties in interest decline to pass along notices to these parties and instead return their names and addresses to the Debtor for direct mailing, and (c) additional potential claimants become known as the result of the Bar Date mailing process. In this regard, the Debtor may make supplemental mailings of the Bar Date Package in these and similar circumstances at any time up to twenty-one days in advance of the Bar Date, with any such mailings being deemed timely and the Bar Date being applicable to the recipient creditors.

F. Publication of Bar Date Notice

13. The Debtor shall cause notice of the Claims Bar Date and the Governmental Bar Date to be given by publication to creditors to whom notice by mail is impracticable, including creditors who are unknown or not reasonably ascertainable by the Debtor and creditors whose identities are known but whose addresses are unknown by the Debtor. Specifically, the Debtor shall cause the Bar Date Notice to be published, modified for publication in substantially the form

attached to the Motion as **Exhibit D** (the “Publication Notice”), on one occasion in *The New York Times (National Edition)* (or similar newspaper of record), no later than seven (7) calendar days after entry of the Bar Date Order.

14. Notice of the Bar Dates as set forth in this order and in the manner set forth herein (including, but not limited to, the Bar Date Notice, the Publication Notice, and any supplemental notices that the Debtor may send from time to time) constitutes adequate and sufficient notice of each of the Bar Dates and satisfies the requirements of the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules.

G. Consequences of Failure to File a Proof of Claim

15. Any person or entity who is required, but fails, to file a Proof of Claim in accordance with the Bar Date Order on or before the applicable Bar Date shall not be treated as a creditor with respect to such claim for voting and distribution purposes, *provided* that late-filed proofs of claim shall be treated in accordance with section 726(a)(3) of the Bankruptcy Code. Without limiting the foregoing sentence, any creditor asserting a claim entitled to priority pursuant to section 503(b)(9) of the Bankruptcy Code that fails to file a Proof of Claim in accordance with this Bar Date Order shall not be entitled to any priority treatment on account of such claim pursuant to section 503(b)(9) of the Bankruptcy Code, regardless of whether such claim is identified on Schedule F of the Schedules as not contingent, not disputed, and not liquidated.

16. Any person or entity who is required, but fails, to file a Proof of Claim in accordance with the Bar Date Order on or before the applicable Bar Date shall be prohibited from voting to accept or reject any plan filed in this Chapter 11 Case, participating in any distribution in this Chapter 11 Case on account of such claim, or receiving further notices regarding such claim.

17. Notice of the Bar Dates as set forth in this order and in the manner set forth herein (including, but not limited to, the Bar Date Notice, the Publication Notice, and any supplemental notices that the Debtor may send from time to time) constitutes adequate and sufficient notice of each of the Bar Dates and satisfies the requirements of the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules.

H. Miscellaneous

18. 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 Local Rules are satisfied by such notice.

19. Notwithstanding Bankruptcy Rule 6004(h), the terms and conditions of this Order are immediately effective and enforceable upon its entry.

20. The Debtor is authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Motion.

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

EXHIBIT B

Proof of Claim Form

Your claim can be filed electronically on Verita's website at <https://www.veritaglobal.net/gritstone>**Fill in this information to identify the case:**

Debtor Gritstone bio, Inc.

United States Bankruptcy Court for the District of Delaware

Case number 24-12305 (KBO)

Modified Official Form 410**Proof of Claim****04/22**

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

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

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

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

Part 1: Identify the Claim

1. Who is the current creditor?		
Name of the current creditor (the person or entity to be paid for this claim) _____		
Other names the creditor used with the debtor _____		
2. Has this claim been acquired from someone else?		
<input type="checkbox"/> No		
<input type="checkbox"/> Yes. From whom? _____		
3. Where should notices and payments to the creditor be sent? Federal Rule of Bankruptcy Procedure (FRBP) 2002(g)	Where should notices to the creditor be sent?	Where should payments to the creditor be sent? (if different)
	Name _____	Name _____
	Number _____ Street _____	Number _____ Street _____
	City _____ State _____ ZIP Code _____	City _____ State _____ ZIP Code _____
	Country _____	Country _____
	Contact phone _____	Contact phone _____
	Contact email _____	Contact email _____
	Uniform claim identifier for electronic payments in chapter 13 (if you use one): _____	
4. Does this claim amend one already filed?		
<input type="checkbox"/> No		
<input type="checkbox"/> Yes. Claim number on court claims registry (if known) _____ Filed on _____ MM / DD / YYYY		
5. Do you know if anyone else has filed a proof of claim for this claim?		
<input type="checkbox"/> No		
<input type="checkbox"/> Yes. Who made the earlier filing? _____		

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

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

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

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

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

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

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

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

☐ No

☐ Yes. Check all that apply:

Amount entitled to priority

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

☐ Domestic support obligations (including alimony and child support) under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).

\$ _____

☐ Up to \$3,350* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7).

\$ _____

☐ Wages, salaries, or commissions (up to \$15,150*) earned within 180 days before the bankruptcy petition is filed or the debtor's business ends, whichever is earlier. 11 U.S.C. § 507(a)(4).

\$ _____

☐ Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8).

\$ _____

☐ Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5).

\$ _____

☐ Other. Specify subsection of 11 U.S.C. § 507(a)() that applies.

\$ _____

* Amounts are subject to adjustment on 4/01/25 and every 3 years after that for cases begun on or after the date of adjustment.

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

☐ No

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

\$ _____

Part 3: Sign Below

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

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

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

Check the appropriate box:

☐ I am the creditor.

☐ I am the creditor's attorney or authorized agent.

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

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

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

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

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

Executed on date _____
MM / DD / YYYY

Signature

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

Name

First name

Middle name

Last name

Title

Company

Identify the corporate servicer as the company if the authorized agent is a servicer.

Address

Number

Street

City

State

ZIP Code

Country

Contact phone

Email

Modified Official Form 410

Instructions for Proof of Claim

United States Bankruptcy Court

12/15

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

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

How to fill out this form

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

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

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

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

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

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

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

PLEASE SEND COMPLETED PROOF(S) OF CLAIM TO:

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

Alternatively, your claim can be filed electronically on Verita's website at <https://www.veritaglobal.net/gritstone>

- **A Proof of Claim form and any attached documents must show only the last 4 digits of any social security number, individual's tax identification number, or financial account number, and only the year of any person's date of birth.** See Bankruptcy Rule 9037.
- **For a minor child, fill in only the child's initials and the full name and address of the child's parent or guardian.**
For example, write *A.B., a minor child (John Doe, parent, 123 Main St., City, State)*. See Bankruptcy Rule 9037.

Confirmation that the claim has been filed

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

Understand the terms used in this form

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

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

Claim Pursuant to 11 U.S.C. §503(b)(9): A claim arising from the value of any goods received by the Debtor within 20 days before the date of commencement of the above case, in which the goods have been sold to the Debtor in the ordinary course of the Debtor's business. Attach documentation supporting such claim.

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

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

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

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

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

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

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

Do not file these instructions with your form.

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

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

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

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

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

Offers to purchase a claim

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

EXHIBIT C

Form of Bar Date Notice

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

In re:

GRITSTONE BIO, INC.,¹

Debtor.

Chapter 11

Case No. 24-12305 (KBO)

**NOTICE OF DEADLINES FOR THE FILING OF (I) PROOFS OF CLAIM,
INCLUDING REQUESTS FOR PAYMENT PURSUANT TO SECTION 503(B)(9)
OF THE BANKRUPTCY CODE, AND (II) REJECTION DAMAGES CLAIMS**

**TO: ALL PERSONS AND ENTITIES WHO MAY HAVE CLAIMS AGAINST THE DEBTOR
PLEASE TAKE NOTICE THAT:**

On October 10, 2024 (the “Petition Date”), Gritstone bio, Inc., as debtor and debtor in possession (the “Debtor”), filed a voluntary petition for relief under chapter 11 of the United States Code (the “Bankruptcy Code”) in the United States Bankruptcy Court for the District of Delaware (the “Court”).

On [●], 2024 the Court entered an order [Docket No. __] (the “Bar Date Order”)² establishing certain dates by which parties holding prepetition claims against the Debtor must file proofs of claim (“Proofs of Claim”), including claims by governmental units, claims arising under section 503(b)(9) of the Bankruptcy Code, and Rejection Damages.

For your convenience, enclosed with this notice (this “Notice”) is a Proof of Claim form, which identifies the amount, nature, and classification of your claim(s), if any, listed in the Debtor’s schedules of assets and liabilities filed in this case (the “Schedules”).

As used in this Notice, the term “entity” has the meaning given to it in section 101(15) of the Bankruptcy Code, and includes all persons, estates, trusts, governmental units, and the Office of the United States Trustee for the District of Delaware. In addition, the terms “persons” and “governmental units” are defined in sections 101(41) and 101(27) of the Bankruptcy Code, respectively.

As used in this Notice, the term “claim” means, as to or against the Debtor and in accordance with section 101(5) of the Bankruptcy Code: (a) any right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured; or (b) any right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured, or unsecured.

¹ The Debtor’s mailing address is 4698 Willow Road, Pleasanton, CA 94588, and the last four digits of the Debtor’s federal tax identification number is 9534.

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

A. THE BAR DATES

The Bar Date Order establishes the following bar dates for filing Proofs of Claim in this Chapter 11 Case (the “Bar Dates”).

a. *The Claims Bar Date.* Pursuant to the Bar Date Order, except as described below, all entities holding claims against the Debtor that arose or are deemed to have arisen prior to the commencement of this case on the Petition Date, including requests for payment pursuant to section 503(b)(9) of the Bankruptcy Code, are required to file Proofs of Claim by **January 13, 2025** (the “Claims Bar Date”). The Claims Bar Date applies to all types of claims against the Debtor that arose prior to the Petition Date, including secured claims, unsecured priority claims, and unsecured non-priority claims; *provided that*, unless otherwise ordered by the Court, the bar date for filing claims arising from the rejection of executory contracts and unexpired leases of the Debtor shall be the later of: (a) the Claims Bar Date; or (b) the date that is thirty days following entry of an order approving the rejection of any executory contract or unexpired lease of the Debtor.

b. *The Governmental Bar Date.* Pursuant to the Bar Date Order, all governmental units holding claims against the Debtor that arose or are deemed to have arisen prior to the commencement of this case on the Petition Date are required to file proofs of claim **April 8, 2025** (the “Governmental Bar Date”). The Governmental Bar Date applies to all governmental units holding claims against the Debtor (whether secured, unsecured priority, or unsecured non-priority) that arose prior to the Petition Date, including, without limitation, governmental units with claims against the Debtor for unpaid taxes, whether such claims arise from prepetition tax years or periods or prepetition transactions to which the Debtor were a party.

c. *The Amended Schedules Bar Date.* Pursuant to the Bar Date Order, all parties asserting claims against the Debtor’s estates that are affected by a previously unfiled Schedule or amendment or supplement to the Schedules are required to file Proofs of Claim so that such Proofs of Claim are actually received by the Claims and Noticing Agent by the Amended Schedules Bar Date (i.e., by the later of (a) the Claims Bar Date or the Governmental Bar Date, as applicable, or (b) the date that is twenty-one days from the date on which the Debtor provide notice of such filing, amendment or supplement).

d. *The Rejection Damages Bar Date.* Pursuant to the Bar Date Order, all parties asserting claims against the Debtor’s estate arising from the Debtor’s rejection of an executory contract or unexpired lease are required to file Proofs of Claim with respect to such rejection so that such Proofs of Claim are actually received by the Claims and Noticing Agent by the Rejection Damages Bar Date (i.e., by the later of (a) the Claims Bar Date or the Governmental Bar Date, as applicable, or (b) the date that is thirty days following entry of an order approving such rejection).

B. WHO MUST FILE A PROOF OF CLAIM

Except as otherwise set forth herein, the following entities holding claims against the Debtor that arose (or that are deemed to have arisen) prior to the Petition Date **must** file Proofs of Claim on or before the Claims Bar Date:

a. any person or entity whose claim against the Debtor is not listed in the Debtor’s Schedules or is listed in such Schedules as “contingent,” “unliquidated,” or “disputed” if such person or entity desires to participate in this Chapter 11 Case or share in any distribution in this Chapter 11 Case;

b. any person or entity who believes that its claim is improperly classified in the Schedules or is listed in an incorrect amount and who desires to have its claim allowed in a different classification or amount other than that identified in the Schedules; and

c. any entity who believes that its claim against the Debtor is or may be entitled to priority under section 503(b)(9) of the Bankruptcy Code.

C. PARTIES WHO DO NOT NEED TO FILE PROOFS OF CLAIM

Certain parties are not required to file Proofs of Claim. The Court may, however, enter one or more separate orders at a later time requiring creditors to file Proofs of Claim. If the Court does enter such an order, you will receive notice of it. The following entities holding claims that would otherwise be subject to the Bar Dates need *not* file Proofs of Claims:

a. any person or entity who already has filed a signed Proof of Claim against the respective Debtor with the Clerk of the Court or with Verita in a form substantially similar to Official Form 410;

b. any person or entity whose claim is listed on the Schedules if: (i) the claim is not scheduled as any of “disputed,” “contingent,” or “unliquidated;” and (ii) such person or entity agrees with the amount, nature, and priority of the claim as set forth in the Schedules; any person or entity whose claim has previously been allowed by order of the Court;

c. any person or entity whose claim has been paid in full by the Debtor pursuant to the Bankruptcy Code or in accordance with an order of the Court;

d. any person or entity whose claim is solely against any of the Debtor’s non-Debtor affiliates or subsidiaries;

e. any person or entity whose claim is based on an equity interest in the Debtor; provided that any holder of an equity interest who wishes to assert a claim against the Debtor, including a claim relating to such equity interest or the purchase or sale of such interest, must file a proof of claim asserting such claim on or prior to the applicable bar date pursuant to procedures set forth herein;

f. any current or former officer, director, manager, or employee of any Debtor for claims based on indemnification, contribution, or reimbursement;

g. any person or entity holding a claim for which a separate deadline is fixed by this Court;

h. claims for fees and expenses of professionals retained in this Chapter 11 Case.

D. INSTRUCTIONS FOR FILING PROOFS OF CLAIM

The following requirements shall apply with respect to filing and preparing each Proof of Claim:

a. *Contents.* Each Proof of Claim must: (i) be written in English; (ii) include a claim amount denominated in United States dollars; (iii) conform substantially with the Proof of Claim Form provided by the Debtor or Official Form 410; and (iv) be signed by the claimant or by an authorized agent or legal representative of the claimant.

b. *Section 503(b)(9) Claim.* Any Proof of Claim asserting a claim entitled to priority under section 503(b)(9) must also: (i) include the value of the goods delivered to and received by the Debtor in the twenty days prior to the Petition Date; (ii) attach any documentation identifying the particular invoices for which the 503(b)(9) claim is being asserted; and (iii) attach documentation of any reclamation demand made to the Debtor under section 546(c) of the Bankruptcy Code (if applicable).

c. *Original Signatures Required.* Only original Proofs of Claim may be deemed acceptable for purposes of claims administration. Copies of Proofs of Claim or Proofs of Claim sent by facsimile or electronic mail will not be accepted.

d. *Supporting Documentation.* Each Proof of Claim must include supporting documentation in accordance with Bankruptcy Rules 3001(c) and (d). If, however, such documentation is voluminous, upon prior written consent of Debtor's counsel, such Proof of Claim may include a summary of such documentation or an explanation as to why such documentation is not available; provided that any creditor that receives such written consent shall be required to transmit such writings to Debtor's counsel upon request no later than ten days from the date of such request.

e. *Timely Service.* Each Proof of Claim must be filed, including supporting documentation, so as to be actually received by Verita on or before the Claims Bar Date or the Governmental Bar Date (or, where applicable, on or before any other bar date as set forth herein or by order of the Court) either (1) electronically through the interface available at <https://www.veritaglobal.net/gritstone> and choose Submit Electronic Proof of Claim (ePOC); or (2) by first class mail, hand deliver or overnight mail to Gritstone Claims Processing Center, c/o KCC dba Verita, 222 N. Pacific Coast Highway, Suite 300, El Segundo, CA 90245.

<p>PROOFS OF CLAIM SUBMITTED BY FACSIMILE OR ELECTRONIC MAIL WILL NOT BE ACCEPTED.</p>

f. *Receipt of Service.* Claimants wishing to receive acknowledgment that their Proofs of Claim were received by Verita must submit (i) a copy of the Proof of Claim Form (in addition to the original Proof of Claim Form sent to Verita) and (ii) a self-addressed, stamped envelope.

E. CONSEQUENCES OF FAILING TO TIMELY FILE YOUR PROOF OF CLAIM.

Pursuant to the Bar Date Order and in accordance with Bankruptcy Rule 3003(c)(2), if you or any party or entity who is required, but fails, to file a Proof of Claim in accordance with the Bar Date order on or before the applicable Bar Date, please be advised that:

YOU WILL BE FOREVER BARRED, ESTOPPED, AND ENJOINED FROM ASSERTING SUCH CLAIM AGAINST THE DEBTOR (OR FILING A PROOF OF CLAIM WITH RESPECT THERETO);

THE DEBTOR AND ITS PROPERTY SHALL BE FOREVER DISCHARGED FROM ANY AND ALL INDEBTEDNESS OR LIABILITY WITH RESPECT TO OR ARISING FROM SUCH CLAIM;

YOU WILL NOT RECEIVE ANY DISTRIBUTION IN THIS CHAPTER 11 CASE ON ACCOUNT OF THAT CLAIM; AND

YOU WILL NOT BE PERMITTED TO VOTE ON ANY CHAPTER 11 PLAN OR PLANS FOR THE DEBTOR ON ACCOUNT OF THESE BARRED CLAIMS OR RECEIVE FURTHER NOTICES REGARDING SUCH CLAIM.

F. AMENDMENTS TO THE DEBTOR'S SCHEDULES

If, subsequent to the date of this Notice, the Debtor amends or supplements its Schedules to reduce the undisputed, non-contingent, and liquidated amount of a claim listed in the Schedules, to change the nature or classification of a claim against the Debtor reflected in the Schedules, or to add a new claim to the Schedules, the affected creditor is required to file a Proof of Claim or amend any previously filed Proof of Claim in respect of the amended scheduled claim on or before the later of (a) the Claims Bar Date or the Governmental Bar Date, as applicable to such claim and (b) on the date that is twenty-one days after the date that on which the Debtor provides notice of the amendment to the Schedules (or another time period as may be fixed by the Court) as the date by which claimants holding claims affected by the amendment must file Proofs of Claim with respect to such claim (any such date, an "Amended Schedules Bar Date").

G. RESERVATION OF RIGHTS

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

H. THE DEBTOR'S SCHEDULES AND ACCESS THERETO

You may be listed as the holder of a claim against in the Debtor's Schedules. To determine if and how you are listed on the Schedules, please refer to the descriptions set forth on the enclosed proof of claim forms regarding the nature, amount, and status of your claim(s).

If you rely on the Debtor's Schedules, it is your responsibility to determine that the claim is accurately listed in the Schedules. However, you may rely on the enclosed form, which sets forth: (a) the amount of your claim (if any) as scheduled; (b) specifies whether your claim is listed in the Schedules as "contingent," "unliquidated," or "disputed; and (c) identifies whether your claim is scheduled as a secured, unsecured priority, or unsecured non-priority claim.

As described above, if you agree with the nature, amount, and status of your claim as listed in the Debtor's Schedules, and if your claim is not described as "disputed," "contingent," or "unliquidated," you need *not* file a proof of claim. Otherwise, or if you decide to file a proof of claim, you must do so before the applicable Bar Date in accordance with the procedures set forth in this Notice.

I. ADDITIONAL INFORMATION

Copies of the Debtor's Schedules, the Bar Date Order, and other information regarding this Chapter 11 Case are available for inspection free of charge on Verita's website at <https://www.veritaglobal.net/gritstone>. The Schedules and other filings in this chapter 11 case also are available for a fee at the Court's website at <http://www.deb.uscourts.gov>. A login identification and password to the Court's Public Access to Court Electronic Records ("PACER") are required to access this

information and can be obtained through the PACER Service Center at <http://www.pacer.psc.uscourts.gov>. Copies of the Schedules and other documents filed in this case also may be examined between the hours of 9:00 a.m. and 4:30 p.m., prevailing Eastern Time, Monday through Friday, at the office of the Clerk of the Bankruptcy Court, United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801.

If you require additional information regarding the filing of a proof of claim, you may contact the Debtor's claims agent, Verita, directly by writing to: Gritstone Claims Processing Center, c/o KCC dba Verita, 222 N. Pacific Coast Highway, Suite 300, El Segundo, CA 90245; Submitting an inquiry here: <https://www.veritaglobal.net/gritstone/inquiry> or call (877) 709-4754 (U.S./Canada) or (424) 236-7233 (International).

A HOLDER OF A POSSIBLE CLAIM AGAINST THE DEBTOR SHOULD CONSULT AN ATTORNEY REGARDING ANY MATTERS NOT COVERED BY THIS NOTICE, SUCH AS WHETHER THE HOLDER SHOULD FILE A PROOF OF CLAIM.

Dated: [●]

PACHULSKI STANG ZIEHL & JONES LLP

/s/ DRAFT

Debra I. Grassgreen, (admitted *pro hac vice*)

John W. Lucas, (admitted *pro hac vice*)

Malhar S. Pagay, (admitted *pro hac vice*)

James E. O'Neill (DE Bar No. 4042)

919 North Market Street, 17th Floor

P.O. Box 8750

Wilmington, Delaware 19899-8705

Tel: 302-652-4100

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joneill@pszjlaw.com

Counsel to the Debtor and Debtor in Possession

EXHIBIT D

Publication Notice

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

In re:

GRITSTONE BIO, INC.,¹

Debtor.

Chapter 11

Case No. 24-12305 (KBO)

**NOTICE OF DEADLINES FOR THE FILING OF
(I) PROOFS OF CLAIM, INCLUDING REQUESTS FOR PAYMENT
PURSUANT TO SECTION 503(b)(9) OF THE BANKRUPTCY CODE,
AND (II) REJECTION DAMAGES CLAIMS**

THE CLAIMS BAR DATE IS JANUARY 13, 2025

THE GOVERNMENTAL CLAIMS BAR DATE IS APRIL 8, 2025

PLEASE TAKE NOTICE OF THE FOLLOWING:

Deadlines for Filing Proofs of Claim. On December [16], 2024, the United States Bankruptcy Court for the District of Delaware (the “Court”) entered an order [Docket No. XXX] (the “Bar Date Order”) establishing certain dates by which parties holding prepetition claims against the above-captioned Debtor must file proofs of claim (“Proofs of Claim”), including claims by governmental units, claims arising under section 503(b)(9) of the Bankruptcy Code, and Rejection Damages Claims, in the Chapter 11 Case of the debtor and debtor in possession (the “Debtor”) Gritstone bio, Inc.

The Bar Dates. Pursuant to the Bar Date Order, *all* entities (except governmental units), including individuals, partnerships, corporations, joint ventures, estates, and trusts who have a claim or potential claim against the Debtor, that arose prior to October 10, 2024, no matter how remote or contingent such right to payment or equitable remedy may be, *including* requests for payment under section 503(b)(9) of the Bankruptcy Code, **MUST FILE A PROOF OF CLAIM** on or before January 13, 2025 (the “Claims Bar Date”). Governmental units who have a claim or potential claim against the Debtor that arose prior to the Petition Date, no matter how remote or contingent such right to payment or equitable remedy may be, **MUST FILE A PROOF OF CLAIM** on or before **April 8, 2025** (the “Governmental Bar Date”).

Amended Schedules Bar Date. All parties asserting claims against the Debtor’s estate that are affected by a previously unfiled Schedule or an amendment or supplement to the Schedules are required to file Proofs of Claim by **the later of (a) the Claims Bar Date or the Governmental**

¹ The Debtor’s mailing address is 4698 Willow Road, Pleasanton, CA 94588, and the last four digits of the Debtor’s federal tax identification number is 9534.

Bar Date, as applicable, or (b) the date that is twenty-one days from the date on which the Debtor provided notice of a previously unfiled Schedule or amendment or supplement to the Schedules (the “Amended Schedules Bar Date”).

Rejection Damages Bar Date. All parties asserting claims against the Debtor’s estate arising from the Debtor’s rejection of an executory contract or unexpired lease must file a Proof of Claim by the **later of (a) the Claims Bar Date or the Governmental Bar Date, as applicable, or (b) the date that is thirty days following entry of an order approving such rejection (the “Rejection Damages Bar Date”).**

ANY PERSON OR ENTITY WHO FAILS TO FILE A PROOF OF CLAIM, INCLUDING ANY REQUEST FOR PAYMENT UNDER SECTION 503(b)(9) OF THE BANKRUPTCY CODE, IN EACH CASE ON OR BEFORE THE APPLICABLE BAR DATE, SHALL NOT BE TREATED AS A CREDITOR WITH RESPECT TO SUCH CLAIM FOR THE PURPOSES OF VOTING AND DISTRIBUTION ON ANY CHAPTER 11 PLAN.

Filing a Proof of Claim. Each Proof of Claim must be filed, including supporting documentation, so as to be ***actually received*** by the Debtor’s notice and claims agent, Kurtzman Carson Consultants, LLC, d/b/a Verita (“Verita”), on or before the Claims Bar Date or the Governmental Bar Date (or, where applicable, on or before any other bar date as set forth herein) either **(1) electronically through the interface available at <https://www.veritaglobal.net/gritstone> and choose Submit Electronic Proof of Claim (ePOC); or (2) by first class mail, hand deliver or overnight mail to Gritstone Claims Processing Center, c/o KCC dba Verita, 222 N. Pacific Coast Highway, Suite 300, El Segundo, CA 90245.**

Contents of Proofs of Claim. Each Proof of Claim must: (i) be written in English; (ii) include a claim amount denominated in United States dollars; (iii) conform substantially with the Proof of Claim Form provided by the Debtor or Official Form 410; and (iv) be signed by the claimant or by an authorized agent or legal representative of the claimant.

Section 503(b)(9) Requests for Payment. Any Proof of Claim asserting a claim entitled to priority under section 503(b)(9) must also: (i) include the value of the goods delivered to and received by the Debtor in the twenty days prior to the Petition Date; (ii) attach any documentation identifying the particular invoices for which the 503(b)(9) claim is being asserted; and (iii) attach documentation of any reclamation demand made to the Debtor under section 546(c) of the Bankruptcy Code (if applicable).

Additional Information. If you require additional information regarding the filing of a proof of claim, you may contact the Debtor’s claims agent Verita, directly by writing to: Gritstone Claims Processing Center, c/o KCC dba Verita, 222 N. Pacific Coast Highway, Suite 300, El Segundo, CA 90245; Submitting an inquiry here: <https://www.veritaglobal.net/gritstone/inquiry> or call (877) 709-4754 (U.S./Canada) or (424) 236-7233 (International).. ***Please note*** that Verita ***cannot*** offer legal advice or advise whether you should file a proof of claim.

Supporting Documentation. Each Proof of Claim must include supporting documentation in accordance with Bankruptcy Rules 3001(c) and (d). If, however, such documentation is

voluminous, upon prior written consent of Debtor's counsel, such Proof of Claim may include a summary of such documentation or an explanation as to why such documentation is not available; *provided* that any creditor that received such written consent shall be required to transmit such writings to Debtor's counsel upon request no later than ten days from the date of such request.

Receipt of Service. Claimants wishing to receive acknowledgment that their Proofs of Claim were received by Verita must submit (i) a copy of the Proof of Claim Form (in addition to the original Proof of Claim Form sent to Verita) and (ii) a self-addressed, stamped envelope.

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

In re:

GRITSTONE BIO, INC.,¹

Debtor.

Chapter 11

Case No. 24-12305 (KBO)

Hearing Date: December 16, 2024 at 10:00 a.m. (ET)
Objection Deadline: December 4, 2024 at 4:00 p.m. (ET)

NOTICE OF HEARING ON DEBTOR’S MOTION FOR ENTRY OF AN ORDER (I) SETTING BAR DATES FOR FILING PROOFS OF CLAIM, INCLUDING REQUESTS FOR PAYMENT UNDER SECTION 503(b)(9), (II) SETTING A BAR DATE FOR THE FILING OF PROOFS OF CLAIM BY GOVERNMENTAL UNITS, (III) ESTABLISHING AMENDED SCHEDULES BAR DATE AND REJECTION DAMAGES BAR DATE, (IV) APPROVING THE FORM OF AND MANNER FOR FILING PROOFS OF CLAIM, (V) APPROVING NOTICE OF BAR DATES, AND (VI) GRANTING RELATED RELIEF

PLEASE TAKE NOTICE that on November 20, 2024, the above-captioned debtor and debtor-in-possession (the “Debtor”) filed the attached *Debtor’s Motion for Entry of an Order (I) Setting Bar Dates for Filing Proofs of Claim, Including Requests for Payment Under Section 503(B)(9), (II) Setting a Bar Date for the Filing of Proofs of Claim by Governmental Units, (III) Establishing Amended Schedules Bar Date and Rejection Damages Bar Date, (IV) Approving the Form of and Manner for Filing Proofs of Claim, (V) Approving Notice of Bar Dates, and (VI) Granting Related Relief* (the “Bar Date Motion”) with the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801 (the “Bankruptcy Court”).

¹ The Debtor’s mailing address is 4698 Willow Road, Pleasanton, CA 94588, and the last four digits of the Debtor’s federal tax identification number is 9534.

PLEASE TAKE FURTHER NOTICE that any response or objection to the Bar Date Motion must be filed with the Bankruptcy Court on or before **December 4, 2024 at 4:00 p.m. (prevailing Eastern Time)**.

PLEASE TAKE FURTHER NOTICE that at the same time, you must also serve a copy of the response or objection upon the undersigned counsel.

PLEASE TAKE FURTHER NOTICE THAT IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE BANKRUPTCY COURT MAY GRANT THE RELIEF REQUESTED IN THE BAR DATE MOTION WITHOUT FURTHER NOTICE OR HEARING.

PLEASE TAKE FURTHER NOTICE THAT A HEARING TO CONSIDER THE RELIEF SOUGHT IN THE BAR DATE MOTION WILL BE HELD ON DECEMBER 16, 2024 AT 10:00 A.M. (PREVAILING EASTERN TIME) BEFORE THE HONORABLE KAREN B. OWENS, UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE, LOCATED AT 824 NORTH MARKET STREET, 6TH FLOOR, COURTROOM NO. 3, WILMINGTON, DELAWARE 19801.

Dated: November 20, 2024

PACHULSKI STANG ZIEHL & JONES LLP

/s/ James E. O'Neill

Debra I. Grassgreen, (admitted *pro hac vice*)

John W. Lucas, (admitted *pro hac vice*)

Malhar S. Pagay, (admitted *pro hac vice*)

James E. O'Neill (DE Bar No. 4042)

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Counsel to the Debtor and Debtor in Possession