

**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)

SUPPLEMENTAL CERTIFICATE OF SERVICE

1. I, Lydia Do, depose and say that I am employed by Kurtzman Carson Consultants LLC dba Verita Global (“Verita”), the claims and noticing agent for the Debtor in the above-captioned case. I submit this Certificate in connection with the service of solicitation materials for the *Gritstone bio, Inc.’s First Modified Chapter 11 Plan of Reorganization* (Docket No. 423) (the “Plan”) and the *First Amended Disclosure Statement with Respect to Gritstone bio, Inc.’s First Modified Chapter 11 Plan of Reorganization* (Docket No. 424) (the “Disclosure Statement”). I am over the age of 18 and not a party to this action. Except as otherwise noted, I could and would testify to the following based upon my personal knowledge.

2. On October 16, 2024, the Court entered the *Order Appointing Kurtzman Carson Consultants, LLC, dba Verita Global, as Claims and Noticing Agent, Effective as of the Petition Date* (Docket No. 38).

3. On December 4, 2024, the Court entered the *Order Authorizing the Debtor to Employ and Retain Kurtzman Carson Consultants, LLC dba Verita Global as Administrative Advisor Effective as of the Petition Date* (Docket No. 218).

4. Consistent with its retention as claims and noticing agent, and solicitation agent, Verita is charged with, among other things, printing and distributing Solicitation Packages to creditors and other interested parties pursuant to the Voting and Tabulation Procedures² within the *Order (I) Approving the Disclosure Statement; (II) Scheduling Confirmation Hearing; (III) Approving Form and Manner of Notice of Confirmation Hearing; (IV) Establishing Procedures for Solicitation and Tabulation of Votes to Accept or Reject Plan, Including (A) Approving Form and Content of Solicitation Materials; (B) Establishing Record Date and Approving Procedures for Distribution of Solicitation Materials; (C) Approving Forms of Ballots; (D) Establishing Voting Deadline for Receipt of Ballots and (E) Approving Procedures for Vote Tabulations; (V) Approving*

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 Terms not otherwise defined herein shall have the same meanings ascribed to them in the Disclosure Statement Order.



Form and Manner of Notice of Plan Releases; (VI) Establishing Deadline and Procedures for Filing Objections to Confirmation of Plan; and (VII) Granting Related Relief (Docket No. 442) (the “Disclosure Statement Order”) entered on February 12, 2025.

5. The Solicitation Package consists of the following materials (the “Solicitation Package”):
 - a. USB Flash Drive (the “USB”) containing the following documents:
 - i. the Plan (Solicitation Version);
 - ii. the Disclosure Statement (Solicitation Version);
 - iii. and the Disclosure Statement Order (without exhibits).
 - b. Notice to Voting Classes of (A) Hearing to Consider Confirmation of Debtor’s Chapter 11 Plan; (B) Deadline for Voting to Accept or Reject Plan; (C) Debtor’s Releases and Third Party Release; (D) Deadlines Regarding Third Party Release Opt Out Election; and (E) Related Matters (the “Voting Class Confirmation Hearing Notice”) (Substantially in the form of Exhibit B to Docket No. 442)
 - c. a Cover Letter describing the contents of the Solicitation Package (the “Cover Letter”) (attached hereto as Exhibit B);
 - d. a letter from the Committee in support of the Plan (“Committee Letter”) (attached hereto as Exhibit C);
 - e. a printed copy of the appropriate Ballot(s) and voting instructions for the voting class in which the creditor is entitled to vote:
 - i. Class 1 Ballot (Prepetition Secured Claims) (“Class 1 Ballot”) (substantially in the form attached as Exhibit D1 to the Disclosure Statement Order); or
 - ii. Class 3 Ballot (Secured Tax Claims) (“Class 3 Ballot”) (substantially in the form attached as Exhibit D2 to the Disclosure Statement Order); or
 - iii. Class 4 Ballot (Priority Non-Tax Claims) (“Class 4 Ballot”) (substantially in the form attached as Exhibit D3 to the Disclosure Statement Order); or
 - iv. Class 5 Ballot (General Unsecured Claims) (“Class 5 Ballot”) (substantially in the form attached as Exhibit D4 to the Disclosure Statement Order); or
 - v. Class 6 Ballot (Convenience Claims) (“Class 6 Ballot”) (substantially in the form attached as Exhibit D5 to the Disclosure Statement Order); or

- vi. A pre-addressed, postage pre-paid return envelope (the “Return Envelope”).
6. The Non-Voting Package consists of a printed copy of the appropriate Confirmation Hearing Notice:
- a. Notice to Non-Voting Claim Holder Classes of (A) Status With Respect to Classes Deemed to Accept or Reject Debtor’s Chapter 11 Plan, (B) Hearing to Consider Confirmation of Debtor’s Chapter 11 Plan; (C) Deadline for Filing Plan Objections; and (D) Related Matters (the “Non-Voting Classes/holders of Claims Confirmation Hearing Notice”) (Substantially in the form of Exhibit C1 to Docket No. 442)
 - b. Notice to Non-Voting Interest Holder Classes of (A) Status With Respect to Classes Deemed to Accept or Reject Debtor’s Chapter 11 Plan, (B) Hearing to Consider Confirmation of Debtor’s Chapter 11 Plan; (C) Deadline for Filing Plan Objections; and (D) Related Matters (the “Non-Voting Interest Holder Confirmation Hearing Notice”) (Substantially in the form of Exhibit C2 to Docket No. 442)
 - c. Notice of (A) Hearing to Consider Confirmation of Debtor’s Chapter 11 Plan; (B) Deadline for Voting to Accept or Reject Plan; (C) Debtor’s Releases and Third Party Release; and (D) Related Matters (the “Confirmation Hearing Notice”) (Substantially in the form of Docket No. 454) [Docket No. 454]
7. On February 14, 2025, links to the following documents were made available on the public access website of www.veritaglobal.net/gritstone:
- a. the Plan;
 - b. the Disclosure Statement;
 - c. the Disclosure Statement Order;
 - d. the Confirmation Hearing Notice; and
 - e. the Committee Letter.

(continued on next page)

8. On or before March 13, 2025, at my direction and under my supervision, employees of Verita caused the Solicitation Package, including a Class 5 Ballot, Voting Class Confirmation Hearing Notice, Disclosure Statement Order, Plan, Disclosure Statement, Cover Letter, and Committee Letter to be served via Electronic Mail upon the service list attached hereto as **Exhibit A**.

Dated: March 18, 2025

/s/ Lydia Do

Lydia Do

Verita

222 N Pacific Coast Highway, Suite 300

El Segundo, CA 90245

Tel. 310.823.9000

Exhibit A

Exhibit A

Class 5 Voting Parties Service List

Served via Electronic Mail

CreditorName	CreditorNoticeName	Email
Hercules Capital, Inc., as administrative and collateral agent	Stuart Komrower	skomrower@coleschotz.com
Priority Commercial Payments, LLC	c/o Frank N. White, Esq.	frank.white@agg.com

Exhibit B

February 12, 2025

RE: *In re Gritstone bio, Inc.*, Chapter 11 Case No. 24-12305 (KBO)

On October 10, 2024, Gritstone bio, Inc., (the “Debtor”), commenced its case by filing a voluntary petition for relief under chapter 11 of the Bankruptcy Code.

On February 11, 2025, the Debtor filed *Gritstone bio, Inc.’s First Modified Chapter 11 Plan of Reorganization* [Docket No. 423] (the “Plan”) and the *First Amended Disclosure Statement with Respect to Gritstone bio, Inc.’s First Modified Chapter 11 Plan of Reorganization* [Docket No. 424] (the “Disclosure Statement”). All capitalized terms not defined herein have the meaning ascribed to them in the Plan and Disclosure Statement.

By an Order dated February 12, 2025 (the “Solicitation Procedures Order”), the Bankruptcy Court approved the Disclosure Statement as containing adequate information within the meaning of section 1125 of the Bankruptcy Code. By the Solicitation Procedures Order, the Court established **March 17, 2025, at 5:00 p.m. (Eastern Time)** (the “Voting Deadline”) as the deadline by which ballots accepting or rejecting the Plan must be received. To be counted, if you are eligible to vote, your original ballot must actually be received on or before the Voting Deadline by the Voting Agent in accordance with the instructions found on the ballot.

In addition to this cover letter, the following materials were approved by the Court for distribution to Holders of Claims in connection with the solicitation of votes to accept the Plan:

- the Disclosure Statement, as approved by the Bankruptcy Court (with all exhibits thereto);
- the Plan (Exhibit A to the Disclosure Statement);
- the Disclosure Statement Order (without exhibits thereto);
- the Confirmation Hearing Notice;
- an appropriate ballot with voting instructions with respect thereto, together with a pre-addressed return envelope;
- for Holders of Claims in Classes 5 and 6, a letter from the Committee in support of the Plan;
- and any supplemental documents the Debtor may file with the Bankruptcy Court prior to solicitation or that the Bankruptcy Court orders to be made available.

The Debtor strongly recommends that all creditors receiving a ballot vote in favor of the Plan. The Debtor believes that the Plan is in the best interests of creditors. The Plan as structured, among other things, allows creditors with Allowed Claims to participate in distributions believed to be in excess of those that would otherwise be available were the Chapter 11 Case dismissed or converted to Chapter 7 of the Bankruptcy Code and minimizes delays in recoveries to creditors.

For all the reasons set forth in the Disclosure Statement, the Debtor believes that the confirmation and consummation of the Plan is preferable to all other alternatives. The Debtor urges all creditors entitled to vote to accept the Plan and to evidence such acceptance by returning their ballots so that they will be received by 5:00 P.M. Eastern Time on March 17, 2025.

Sincerely,

Gritstone bio, Inc.

Exhibit C

The Official Committee of Unsecured Creditors
of Gritstone bio, Inc.
Debtor and Debtor-in-Possession in the
United States Bankruptcy Court for the District of Delaware
Case No. 24-12305 (CTG)
c/o Potter Anderson & Corroon LLP
ArentFox Schiff LLP:

February 13, 2025

To: The Unsecured Creditors of Gritstone bio, Inc.:

The Official Committee of Unsecured Creditors (the “Committee”) of Gritstone bio, Inc. (the “Debtor”) writes this letter to recommend that unsecured creditors vote in favor of *Gritstone bio, Inc.’s First Modified Chapter 11 Plan of Reorganization* [Docket No. 423] (as may be amended, modified, or supplemented from time to time, the “Plan”).¹ Together with this letter, you are receiving a copy of the Plan, the *First Amended Disclosure Statement with Respect to Gritstone bio, Inc.’s First Modified Chapter 11 Plan of Reorganization* [Docket No. 424] (as may be modified, the “Disclosure Statement”), various related documents, and a ballot allowing you to vote to either accept or reject the Plan.

For the reasons set forth below, the Committee is supportive of the Plan based on the current and known facts and circumstances and the information provided thus far by the Debtor and its professionals. As a result, the Committee urges all unsecured creditors to VOTE TO ACCEPT THE PLAN and promptly return your Ballot indicating your acceptance of the Plan in accordance with the voting instructions set forth on the Ballot.²

A. Background

On October 10, 2024, the Debtor filed a voluntary petition for relief under Chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”).

On October 29, 2024, the Office of the United States Trustee appointed the Committee. The Committee is comprised of: (i) BMR-Sidney Research Campus LLC; (ii) Presidio; and (iii) Murigenics, Inc. The Committee retained the law firms ArentFox Schiff LLP and Potter Anderson & Corroon LLP as bankruptcy counsel, and FTI Consulting, Inc. as financial advisor. The Committee is statutorily charged with representing the interests of all unsecured creditors. Among the duties and powers of an official committee of unsecured creditors is to participate in formulating the Debtor’s Plan and advising creditors of the Committee’s determinations regarding

¹ All Capitalized terms not defined herein shall have the meanings ascribed to them in the Plan.

² The views expressed in this letter are not the views of any individual committee member in its individual capacity. Rather, the views are those of the Committee in its capacity as a fiduciary for unsecured creditors in accordance with the Bankruptcy Code.

the Plan. The members of the Committee in this Chapter 11 Case have devoted substantial time and attention in carrying out their statutory duties to all unsecured creditors.

B. The Plan and Disclosure Statement³

The terms of the Plan and the description in the accompanying Disclosure Statement reflect a global resolution among the Debtor, FSI (the postpetition lender), Hercules (the prepetition lender) and the Committee. In sum, the Plan proposes to bifurcate general unsecured creditors into two pools: (i) (Class 5) consisting of unsecured claims in an amount greater than \$75,000, including the Prepetition Lenders' Deficiency Claim, and (ii) (Class 6) consisting of claims in an amount less than or equal to \$75,000, as well as members of Class 5 who opt to have their claims capped at \$75,000 and treated as Class 6 Claims (but excluding the Prepetition Lender's Deficiency Claim). The Plan proposes establishing a Liquidating Trust and appointing a Liquidating Trustee to administer assets and make distributions to Allowed Class 5 Claims Holders. The Liquidating Trust will be funded and vested with (i) a \$2,050,000 Trust Initial Distribution, consisting of (a) the \$350,000 Convenience Claims Cap (described below) and (b) \$1,700,000; (ii) a Trust Funding Amount of \$400,000; and (iii) the Vested Causes of Action, and all proceeds thereof.

The Plan proposes the following treatment to Holders in Classes 5 and 6:

- **CLASS 5:** Each Holder of an Allowed Class 5 Claim shall receive, in full and final satisfaction of such Allowed Claim subject to the Holder's timely election to receive Convenience Claim treatment in Class 6 on account of the Allowed Unsecured Claim in accordance with the procedures set forth in the Disclosure Statement Order, 100% of the Liquidating Trust Interests on a Pro Rata basis. The allowance and distributions from the Liquidating Trust will be determined by the Liquidating Trustee, as otherwise governed by the Plan and the Liquidating Trust Agreement. Distributions on account of Liquidating Trust Interests will derive from the value of the assets of the Liquidating Trust including (i) the initial cash distribution of \$1,700,000 and (ii) proceeds of the Vested Causes of Action.
- **CLASS 6:** Each Holder of an Allowed Class 6 Claim shall receive, in full and final satisfaction of such Allowed Claim, up to 20% of the Allowed amount of such Claim (capped at the Pro Rata share of the Convenience Claims Cap of \$350,000), in Cash on the later of fifteen (15) days following (i) the Effective Date or (ii) the date such Claim becomes an Allowed Claim, unless the Debtor or Reorganized Debtor and the Holder of a Class 6 Claim otherwise agree; *provided, however*, that the aggregate amount that may be distributed on account of all Allowed Convenience Claims shall not exceed the Convenience Claims Cap.

As set forth in Article I.F of the Disclosure Statement, the Debtor presently estimates recoveries for holders of allowed unsecured claims in Class 5 at 4-5% plus proceeds from recoveries from Vested Causes of Action, and in Class 6 up to 20% of the Allowed amount of their claims (subject to dilution from creditors in Class 5 opting for treatment within Class 6), owing to the uncertainties

³ The below is only a summary of the Plan and treatment of unsecured creditors. You are urged to carefully read the Disclosure Statement and Plan.

outlined above, the amount of Claims ultimately allowed in each category or Class and the extent of Liquidating Trust Assets ultimately available for distribution.

C. The Committee's Recommendation

Under the current and known facts and circumstances, the Committee believes that the Plan is in the best interests of the Debtor's unsecured creditors. The Committee's view is that other alternatives to the Plan would involve significant risk, delay, uncertainty and additional administrative costs. The Committee does not believe that further negotiations or litigation will result in materially higher or better recoveries to unsecured creditors and believes that the expected recoveries to holders of unsecured claims represent a fair and equitable outcome.

Accordingly, the Committee recommends that **all unsecured creditors vote in favor** of the Plan by indicating your acceptance of the Plan on the Ballot included with your Solicitation Package. Instructions for submitting your vote are included in the Ballot.

Of course, before you cast your Ballot, you should review the enclosed Plan, the Disclosure Statement and the exhibits to the Disclosure Statement in their entirety and you may want to consult your own legal and financial professionals.

Your vote to accept the Plan is crucial, no matter how large or small your claim may be.

Although the Committee, by this letter, expresses its support for the Plan, this letter does not necessarily reflect the views of any of the individual Committee members, each of which reserves any and all of its rights.

If you have any questions regarding voting procedures or otherwise, please contact counsel to the Debtor, Debra I. Grassgreen, at (302) 652-4100, or counsel to the Committee, Beth M. Brownstein, at (212) 484-3900.

Very truly yours,

The Official Committee of Unsecured Creditors of
Gritstone bio, Inc.

THE COMMITTEE DOES NOT REPRESENT INDIVIDUAL HOLDERS OF ANY PARTICULAR CLAIMS AND CANNOT ADVISE UNSECURED CREDITORS REGARDING THE IMPACT OF THE PLAN ON DIRECT CLAIM(S) OR CAUSES OF ACTION, IF ANY, AN INDIVIDUAL UNSECURED CREDITOR MAY HAVE AGAINST ANY OF THE DEBTOR'S OFFICERS OR DIRECTORS OR OTHER THIRD PARTIES PROVIDED RELEASES UNDER THE PLAN. TO THE EXTENT YOU BELIEVE YOU MAY OWN ANY SUCH POTENTIAL CLAIMS, PLEASE CONTACT YOUR OWN INDIVIDUAL COUNSEL TO ASSESS WHETHER ACCEPTANCE OF THE PLAN IS IN YOUR BEST INTERESTS.