



Caption in Compliance with D.N.J. LBR 9004-1(b)

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| <b>UNITED STATES BANKRUPTCY COURT<br/>DISTRICT OF NEW JERSEY</b>                |
| In re:<br><br>INVITAE CORPORATION, <i>et al.</i> ,<br><br>Debtors. <sup>1</sup> |

Order Filed on June 14, 2024  
by Clerk  
U.S. Bankruptcy Court  
District of New Jersey

Chapter 11

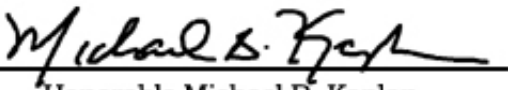
Case No. 24-11362 (MBK)

(Jointly Administered)

**ORDER AUTHORIZING  
(I) REJECTION OF THAT CERTAIN UNEXPIRED LEASE OF  
NON-RESIDENTIAL REAL PROPERTY AND (II) ABANDONMENT OF  
ANY PERSONAL PROPERTY, EFFECTIVE AS OF THE REJECTION DATE**

The relief set forth on the following pages, numbered three (3) through seven (7), is  
**ORDERED.**

**DATED: June 14, 2024**

  
Honorable Michael B. Kaplan  
United States Bankruptcy Judge

<sup>1</sup> The last four digits of Debtor Invitae Corporation's tax identification number are 1898. A complete list of the Debtors in these chapter 11 cases and each such Debtor's tax identification number may be obtained on the website of the Debtors' claims and noticing agent at [www.kccllc.net/invitae](http://www.kccllc.net/invitae). The Debtors' service address in these chapter 11 cases is 1400 16<sup>th</sup> Street, San Francisco, California 94103.



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(Page | 3)

Debtors: INVITAE CORPORATION, *et al.*

Case No. 24-11362 (MBK)

Caption of Order: ORDER AUTHORIZING (I) REJECTION OF THAT CERTAIN UNEXPIRED LEASE OF NON-RESIDENTIAL REAL PROPERTY AND (II) ABANDONMENT OF ANY PERSONAL PROPERTY, EFFECTIVE AS OF THE REJECTION DATE

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Upon the *Debtors' Motion for Entry of an Order Authorizing (I) Rejection of That Certain Unexpired Lease of Non-Residential Real Property and (II) Abandonment of Any Personal Property, Effective as of the Rejection Date* (the "Motion"),<sup>2</sup> of the above-captioned debtors and debtors in possession (collectively, the "Debtors"), for entry of an order (this "Order") authorizing (a) the rejection of the Lease at the Premises set forth on **Schedule 1** attached hereto and (b) the abandonment of the Personal Property that may be located at the Premises, if any, effective as of the Rejection Date; all as more fully set forth in the Motion; and upon the First Day Declaration; and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334 and the *Standing Order of Reference to the Bankruptcy Court Under Title 11* of the United States District Court for the District of New Jersey, entered July 23, 1984, and amended on September 18, 2012 (Simandle, C.J.); and this Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that sufficient cause exists for the relief set forth herein; and this Court having found that the Debtors' notice of the Motion was 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; and this Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and upon all of the proceedings had before the Court and after due deliberation and sufficient cause appearing therefor **IT IS HEREBY ORDERED THAT:**

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

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Debtors: INVITAE CORPORATION, *et al.*

Case No. 24-11362 (MBK)

Caption of Order: ORDER AUTHORIZING (I) REJECTION OF THAT CERTAIN UNEXPIRED LEASE OF NON-RESIDENTIAL REAL PROPERTY AND (II) ABANDONMENT OF ANY PERSONAL PROPERTY, EFFECTIVE AS OF THE REJECTION DATE

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1. The Motion is **GRANTED** as set forth herein.
2. Pursuant to section 365 of the Bankruptcy Code, the Lease identified on **Schedule 1** attached hereto is hereby rejected, to be effective as of the later of (a) the Rejection Date set forth on **Schedule 1** or (b) the date the Debtors relinquish control of the Premises by notifying the affected landlord in writing, with email being sufficient, of the Debtors' surrender of the Premises and (i) turning over keys, key codes, and security codes, if any, to the affected landlord or (ii) notifying the affected landlord in writing, with email being sufficient, that the keys, key codes, and security codes, if any, are not available, but that the landlord may rekey the leased Premises (the "**Rejection Date**").
3. The Debtors shall not be liable for any additional administrative expenses arising after the Rejection Date with respect to the Lease.
4. The Debtors are authorized to abandon any Personal Property, located at the Premises and all such property is deemed abandoned as of the Rejection Date. The counterparty to the Lease may utilize or dispose of such Personal Property without liability to any third parties, and without further notice to any party claiming an interest in such abandoned Personal Property. The automatic stay, to the extent applicable, is modified to allow for such utilization or disposition. Such Personal Property shall not include any equipment owned by CSC Leasing Company ("**CSC**", and such equipment, the "**CSC Leasing Equipment**").
5. Neither the Debtors nor the landlord, or its agent(s) for the Premises, or other third-parties, shall be entitled to abandon and/or dispose of the CSC Leased Equipment absent fifteen (15) business days advance written notice to CSC Leasing Company.

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Debtors: INVITAE CORPORATION, *et al.*

Case No. 24-11362 (MBK)

Caption of Order: ORDER AUTHORIZING (I) REJECTION OF THAT CERTAIN UNEXPIRED LEASE OF NON-RESIDENTIAL REAL PROPERTY AND (II) ABANDONMENT OF ANY PERSONAL PROPERTY, EFFECTIVE AS OF THE REJECTION DATE

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6. If the Debtors intend to relocate, transport, store, and secure the CSC Leased Equipment, at another location, then the Debtors shall pay for all related costs, expenses, insurance, and fees of such relocation, transport, storage, and security, for which costs, expenses, insurance, and fees the Debtors will indemnify and hold harmless CSC at an administrative expense priority pursuant to 11 U.S.C. § 503. With respect to any and all claims between or among CSC, the Debtors, and/or third-parties regarding the CSC Leased Equipment or underlying lease documents, all parties' respective rights, claims, remedies, and defenses are reserved, including, without limitation, as to rejection damages claims, and the amount, status, priority, and/or allowance of such claims.

7. Notwithstanding any other provision of this Order, (a) the Debtors are not authorized to abandon, and are directed to remove, any hazardous materials as defined under applicable law from any leased premises as and to the extent they are required to do so by applicable law and (b) to the extent the Debtors seek to abandon Personal Property that contain any "personally identifiable information," as that term is defined in section 101(41A) of the Bankruptcy Code, or other personal and/or confidential information about the Debtors' employees and/or customers, or any other individual (the "Confidential Information"), the Debtors shall remove the Confidential Information from such Personal Property before abandonment.

8. Nothing contained in the Motion or this Order, and no action taken pursuant to the relief requested or granted (including any payment made in accordance with this Order), is intended as or shall be construed or deemed to be: (a) an admission as to the amount of, basis for, priority of, or validity of any claim against the Debtors under the Bankruptcy Code or other

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Debtors: INVITAE CORPORATION, *et al.*

Case No. 24-11362 (MBK)

Caption of Order: ORDER AUTHORIZING (I) REJECTION OF THAT CERTAIN UNEXPIRED LEASE OF NON-RESIDENTIAL REAL PROPERTY AND (II) ABANDONMENT OF ANY PERSONAL PROPERTY, EFFECTIVE AS OF THE REJECTION DATE

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applicable nonbankruptcy law; (b) a waiver of the Debtors' or any other party in interest's right to dispute any claim on any grounds; (c) a promise or requirement to pay any particular claim; (d) an implication, admission or finding that any particular claim is an administrative expense claim, other priority claim or otherwise of a type specified or defined in the Motion or this Order; (e) an admission as to the validity, priority, enforceability or perfection of any lien on, security interest in, or other encumbrance on property of the Debtors' estates; or (f) a waiver or limitation of any claims, causes of action or other rights of the Debtors or any other party in interest against any person or entity under the Bankruptcy Code or any other applicable law.

9. Nothing in the Motion or this Order shall be deemed or construed as an approval of an assumption of any lease, sublease, or contract pursuant to section 365 of the Bankruptcy Code, and all such rights are reserved.

10. 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.

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

12. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Motion.

13. The requirement set forth in Local Rule 9013-1(a)(3) that any motion be accompanied by a memorandum of law is hereby deemed satisfied by the contents of the Motion or otherwise waived.

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Debtors: INVITAE CORPORATION, *et al.*

Case No. 24-11362 (MBK)

Caption of Order: ORDER AUTHORIZING (I) REJECTION OF THAT CERTAIN UNEXPIRED LEASE OF NON-RESIDENTIAL REAL PROPERTY AND (II) ABANDONMENT OF ANY PERSONAL PROPERTY, EFFECTIVE AS OF THE REJECTION DATE

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

**Schedule 1**

**Lease to Be Rejected<sup>1</sup>**

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<sup>1</sup> For the avoidance of doubt, the Lease referenced herein includes any ancillary documents, including guaranties or assignments thereof, and any amendments, modifications, subleases, or termination agreements related thereto.



| No. | Title / Description of Lease | Property Address                             | Landlord      | Landlord Address   | Rejection Effective Date | Abandoned Personal Property |
|-----|------------------------------|--|---------------|--|--------------------------|-----------------------------|
| 1.  | Lease                        | 1001 Airport Blvd.,<br>Morrisville, NC 27560 | APB Owner LLC | c/o Equator Capital Management<br>1251 Avenue of the Americas 34th Floor<br>New York, NY 10020 | February 29, 2024        | Miscellaneous<br>FF&E       |

**Exhibit B**

**Blackline**

[Link-to-previous setting changed from on in original to off in modified.]

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|  |                         |
|--|-------------------------|
| <b>UNITED STATES BANKRUPTCY COURT<br/>DISTRICT OF NEW JERSEY</b> |                         |
| In re:   | Chapter 11              |
| INVITAE CORPORATION, <i>et al.</i> ,                             | Case No. 24-11362 (MBK) |
| Debtors. <sup>1</sup>  | (Jointly Administered)  |

**ORDER AUTHORIZING  
(I) REJECTION OF THAT CERTAIN UNEXPIRED LEASE OF  
NON-RESIDENTIAL ~~REAL~~ REAL PROPERTY AND (II) ABANDONMENT OF  
ANY PERSONAL PROPERTY, EFFECTIVE AS OF THE REJECTION DATE**

The relief set forth on the following pages, numbered three (3) through ~~six~~seven (~~6~~7), is  
**ORDERED.**

<sup>1</sup> The last four digits of Debtor Invitae Corporation’s tax identification number are 1898. A complete list of the Debtors in these chapter 11 cases and each such Debtor’s tax identification number may be obtained on the website of the Debtors’ claims and noticing agent at [www.kcellc.net/invitae](http://www.kcellc.net/invitae). The Debtors’ service address in these chapter 11 cases is 1400 16<sup>th</sup> Street, San Francisco, California 94103.



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(Page | 3)

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

(Page | 4)

Debtors: INVITAE CORPORATION, *et al.*

Case No. 24-11362 (MBK)

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relief granted herein; and upon all of the proceedings had before the Court and after due deliberation and sufficient cause appearing therefor **IT IS HEREBY ORDERED THAT:**

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

2. Pursuant to section 365 of the Bankruptcy Code, the Lease identified on **Schedule 1** attached hereto is hereby rejected, to be effective as of the later of (a) the Rejection Date set forth on **Schedule 1** or (b) the date the Debtors relinquish control of the Premises by notifying the affected landlord in writing, with email being sufficient, of the Debtors' surrender of the Premises and (i) turning over keys, key codes, and security codes, if any, to the affected landlord or (ii) notifying the affected landlord in writing, with email being sufficient, that the keys, key codes, and security codes, if any, are not available, but that the landlord may rekey the leased Premises (the "Rejection Date").

3. The Debtors shall not be liable for any additional administrative expenses arising after the Rejection Date with respect to the Lease.

4. The Debtors are authorized to abandon any Personal Property<sub>2</sub> located at the Premises and all such property is deemed abandoned as of the Rejection Date. The counterparty to the Lease may utilize or dispose of such Personal Property without liability to any third parties, and without further notice to any party claiming an interest in such abandoned Personal Property. The automatic stay, to the extent applicable, is modified to allow for such utilization or disposition. Such Personal Property shall not include any equipment owned by CSC Leasing Company ("CSC", and such equipment, the "CSC Leasing Equipment").



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Debtors: INVITAE CORPORATION, *et al.*

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5. Neither the Debtors nor the landlord, or its agent(s) for the Premises, or other third-parties, shall be entitled to abandon and/or dispose of the CSC Leased Equipment absent fifteen (15) business days advance written notice to CSC Leasing Company.

6. If the Debtors intend to relocate, transport, store, and secure the CSC Leased Equipment, at another location, then the Debtors shall pay for all related costs, expenses, insurance, and fees of such relocation, transport, storage, and security, for which costs, expenses, insurance, and fees the Debtors will indemnify and hold harmless CSC at an administrative expense priority pursuant to 11 U.S.C. § 503. With respect to any and all claims between or among CSC, the Debtors, and/or third-parties regarding the CSC Leased Equipment or underlying lease documents, all parties' respective rights, claims, remedies, and defenses are reserved, including, without limitation, as to rejection damages claims, and the amount, status, priority, and/or allowance of such claims.

7. ~~5.~~ Notwithstanding any other provision of this Order, (a) the Debtors are not authorized to abandon, and are directed to remove, any hazardous materials as defined under applicable law from any leased premises as and to the extent they are required to do so by applicable law and (b) to the extent the Debtors seek to abandon Personal Property that contain any “personally identifiable information,” as that term is defined in section 101(41A) of the Bankruptcy Code, or other personal and/or confidential information about the Debtors’ employees and/or customers, or any other individual (the “Confidential Information”), the Debtors shall remove the Confidential Information from such Personal Property before

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abandonment.

8. ~~6.~~ Nothing contained in the Motion or this Order, and no action taken pursuant to the relief requested or granted (including any payment made in accordance with this Order), is intended as or shall be construed or deemed to be: (a) an admission as to the amount of, basis for, priority of, or validity of any claim against the Debtors under the Bankruptcy Code or other applicable nonbankruptcy law; (b) a waiver of the Debtors' or any other party in interest's right to dispute any claim on any grounds; (c) a promise or requirement to pay any particular claim; (d) an implication, admission or finding that any particular claim is an administrative expense claim, other priority claim or otherwise of a type specified or defined in the Motion or this Order; (e) an admission as to the validity, priority, enforceability or perfection of any lien on, security interest in, or other encumbrance on property of the Debtors' estates; or (f) a waiver or limitation of any claims, causes of action or other rights of the Debtors or any other party in interest against any person or entity under the Bankruptcy Code or any other applicable law.

9. ~~7.~~ Nothing in the Motion or this Order shall be deemed or construed as an approval of an assumption of any lease, sublease, or contract pursuant to section 365 of the Bankruptcy Code, and all such rights are reserved.

10. ~~8.~~ 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.

11. ~~9.~~ Notwithstanding Bankruptcy Rule 6004(h), the terms and conditions of this



(Page | 7)

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Order are immediately effective and enforceable upon its entry.

12. ~~10.~~ The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Motion.

13. ~~11.~~ The requirement set forth in Local Rule 9013-1(a)(3) that any motion be accompanied by a memorandum of law is hereby deemed satisfied by the contents of the Motion or otherwise waived.

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

**Schedule 1**

**Lease to Be Rejected<sup>1</sup>**

<sup>1</sup> For the avoidance of doubt, the Lease referenced herein includes any ancillary documents, including guaranties or assignments thereof, and any amendments, modifications, subleases, or termination agreements related thereto.



| No. | Title / Description of Lease | Property Address                             | Landlord      | Landlord Address   | Rejection Effective Date | Abandoned Personal Property |
|-----|------------------------------|--|---------------|--|--------------------------|-----------------------------|
| 1.  | Lease                        | 1001 Airport Blvd.,<br>Morrisville, NC 27560 | APB Owner LLC | c/o Equator Capital Management<br>1251 Avenue of the Americas 34th Floor<br>New York, NY 10020 | February 29, 2024        | Miscellaneous<br>FF&E       |

