



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

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

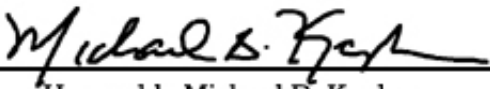
Chapter 11
Case No. 24-11362 (MBK)
(Jointly Administered)

Order Filed on June 21,
2024
by Clerk
U.S. Bankruptcy Court
District of New Jersey

**JOINT STIPULATION AND
AGREED ORDER AUTHORIZING ADMINISTRATIVE
CLAIM RELATED TO THE REJECTION OF THAT CERTAIN REAL
PROPERTY LEASE BY AND BETWEEN THE DEBTORS AND APB OWNER LLC**

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

DATED: June 21, 2024


Honorable Michael B. Kaplan
United States Bankruptcy Judge

¹ 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. The Debtors' service address in these chapter 11 cases is 1400 16th Street, San Francisco, California 94103.



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Debtors: INVITAE CORPORATION, *et al.*
Case No. 24-11362 (MBK)
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1. This stipulation and agreed order (this “Stipulation and Agreed Order”) is made this 13th day of June 2024 by each of the above-captioned debtors and debtors in possession (collectively, the “Debtors”) and APB Owner LLC (“APB” and together with the Debtors, the “Parties”), each as signatory hereto. The Parties hereby stipulate as follows:

RECITALS

2. **WHEREAS**, on February 13, 2024 (the “Petition Date”), each Debtor filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) in the United States Bankruptcy Court for the District of New Jersey;

3. **WHEREAS**, the Debtors are operating their businesses and managing their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. On February 16, 2024, the Court entered an order [Docket No. 54] authorizing the joint administration and procedural consolidation of these chapter 11 cases pursuant to Bankruptcy Rule 1015(b). On March 1, 2024, the United States Trustee for the District of New Jersey appointed an official committee of unsecured creditors pursuant to section 1102 of the Bankruptcy Code (the “Committee”) [Docket No. 131]. No request for the appointment of a trustee or examiner has been made in these chapter 11 cases;

4. **WHEREAS**, on April 20, 2021, APB, as lessor, and Debtor Invitae Corporation (“Invitae”), as lessee, executed that certain Lease Agreement (the “Lease”) by which the parties agreed to the terms that APB would lease the premises located at 1001 Airport Boulevard, Morrisville, North Carolina (the “Morrisville Property”) to Invitae;

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Debtors: INVITAE CORPORATION, *et al.*

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5. **WHEREAS**, on April 7, 2021, CSC Leasing Co. (“CSC”), as lessor, and Invitae, as lessee, executed that certain Master Equipment Lease, Agreement No. 2021047 (the “Master Equipment Lease”) by which the parties agreed to the terms that CSC would lease equipment and personal property to Invitae. Pursuant to the Master Equipment Lease, CSC and Invitae executed lease schedule B (“Lease Schedule B”), which pertains to leased equipment owned by CSC (the “Schedule B Equipment”) that is located at the Morrisville Property;

6. **WHEREAS**, on February 29, 2024, the Debtors filed 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 [Docket No. 126]* (the “Lease Rejection Motion”) seeking authority effective as of February 29, 2024 to (i) reject the non-residential real property lease located at the Morrisville Property and (ii) abandon certain equipment, fixtures, furniture, or other personal property that might be located at the Morrisville Property, including, without limitation, the Schedule B Equipment owned by CSC;

7. **WHEREAS**, on April 5, 2024, the hearing on the Lease Rejection Motion was adjourned from April 8, 2024 at 10:00 am (prevailing Eastern time) to April 29, 2024 at 10:00 am (prevailing Eastern time) [Docket No. 282]. On April 24, 2024, the Lease Rejection Motion was further adjourned from April 29, 2024 at 10:00 am (prevailing Eastern time) to May 20, 2024 at 10:00 am (prevailing Eastern time) [Docket No. 359]. On May 16, 2024, the Lease Rejection Motion was further adjourned from May 20, 2024 at 10:00 am (prevailing Eastern time) to June 18, 2024 at 10:00 am (prevailing Eastern time) [Docket No. 501];

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8. **WHEREAS**, the Parties hereby agree that the Debtors may reject the Lease for the Morrisville Property, with a rejection effective date of February 29, 2024. In light of the foregoing, the Parties further agree that APB shall have an administrative claim of \$35,000 for the storage costs associated with the Schedule B Equipment and a rejection damages claim of \$45,840,825 on account of the rejection of the Lease. The Debtors agree that APB can retain 100% of the security deposit under the Lease and apply it to reduce the rejection damages claim and the Debtors will pay the \$35,000.00 administrative Claim within 30 days of entry of the Stipulation and Agreed Order. APB acknowledges that it has no other claims of any kind against the Debtors and the Debtors acknowledge that they have no claims of any kind against APB.

NOW, IT IS THEREFORE STIPULATED AND AGREED, AND UPON APPROVAL BY THE COURT OF THIS STIPULATION, IT IS SO ORDERED EFFECTIVE AS OF THE EFFECTIVE DATE HEREOF AS FOLLOWS:

9. This Stipulation and Agreed Order shall only be effective and enforceable upon its approval and entry by the Bankruptcy Court on the docket for these chapter 11 cases, and then it shall be immediately effective and enforceable.

10. The above recitals are incorporated by reference into this Stipulation and Agreed Order with the same force and effect as if fully set forth hereinafter.

11. The Debtors are hereby granted authority to reject the Lease pursuant to the Lease Rejection Motion.

12. In full and final satisfaction of APB's claims for storage costs of the Schedule B Equipment and claims arising from the rejection of the Lease, APB shall be entitled to an administrative claim of \$35,000 for the storage costs associated with the Schedule B Equipment,

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which Debtors shall pay within 30 days after entry of this Stipulation and Agreed Order, and a rejection damages claim of \$45,840,825 on account of the rejection of the Lease. The Debtors agree that APB can retain 100% of the security deposit under the Lease and apply it to reduce the rejection damages claim and the Debtors will pay the \$35,000 administrative Claim within 30 days of the filing of this Stipulation and Agreed Order. APB acknowledges that it has no other claims of any kind against the Debtors and the Debtors acknowledge that they have no claims of any kind against APB.

13. Except as otherwise provided in this Stipulation and Agreed Order, the Debtors shall have no further liability or obligation to APB or any other party with respect to the Lease after the Lease rejection effective date of February 29, 2024, including, without limitation, any costs, fees, or expenses related to the removal, decontamination, storage, or disposition or the Schedule B Equipment from the Morrisville Property or any other location.

14. As to APB, in the event of any inconsistency between this Stipulation and Agreed Order, on the one hand, and the Lease or any order approving the Lease Rejection Motion, on the other hand, then the terms of this Stipulation and Agreed Order shall control.

15. The Debtors and APB are authorized to take all actions necessary to effectuate the relief provided for in this Stipulation and Agreed Order.

16. Neither this Stipulation and Agreed Order nor any actions taken pursuant hereto shall constitute evidence admissible against the Parties in any action or proceeding other than one to enforce the terms of this Stipulation and Agreed Order.

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17. The Parties intend for this Stipulation and Agreed Order to be binding upon their successors, agents, assigns, including bankruptcy trustees and estate representatives and any parent, subsidiary, or affiliated entity of the Parties.

18. The undersigned hereby represent and warrant that they have full authority to execute this Stipulation and Agreed Order on behalf of the respective Parties and that the respective Parties have full knowledge of and have consented to this Stipulation and Agreed Order.

19. The Parties agree that each of them, through their respective counsel, has had a full opportunity to participate in the drafting of this Stipulation and Agreed Order, and, accordingly, any claimed ambiguity shall be construed neither for nor against either of the Parties.

20. This Stipulation and Agreed Order constitutes the entire agreement between the Parties with respect to the subject matter hereof and supersedes all prior discussions, agreements, and understandings, both written and oral, among the Parties with respect thereto.

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

Dated: June 13, 2024

/s/ Jeffrey C. Krause

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