Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Dec Main Document raye 101 20 Document raye 101 20

SULLIVAN & CROMWELL LLP

Justin J. DeCamp (admitted *pro hac vice*) Ari B. Blaut (admitted *pro hac vice*) Benjamin S. Beller (admitted *pro hac vice*) 125 Broad Street New York, NY 10004 Telephone: (212) 558-1656 Facsimile: (212) 558-3588 Email: blauta@sullcrom.com decampj@sullcrom.com bellerb@sullcrom.com

WOLLMUTH MAHER & DEUTSCH LLP

James N. Lawlor 500 Fifth Avenue New York, NY 10110 Telephone: (212) 382-3300 Facsimile: (973) 741-2398 Email: jlawlor@wmd-law.com

Counsel to Deerfield Partners, L.P.

Counsel to Deerfield Partners, L.P.

UNITED STATES BANKRUPTCY COURT DISTRICT OF NEW JERSEY

In re:

INVITAE CORPORATION, et al.,

Debtors.¹

(Jointly Administered)

Case No. 24-11362 (MBK)

Chapter 11

DEERFIELD'S (I) OBJECTION TO THE COMMITTEE'S STANDING MOTION AND (II) RESPONSE TO THE COMMITTEE'S OBJECTIONS TO THE MAKE WHOLE AMOUNT

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.



Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 2 of 90

Dated: July 2, 2024

/s/ James N. Lawlor

WOLLMUTH MAHER & DEUTSCH LLP James N. Lawlor 500 Fifth Avenue New York, NY 10110 Telephone: (212) 382-3300 Facsimile: (973) 741-2398 Email: jlawlor@wmd-law.com

SULLIVAN & CROMWELL LLP

Justin DeCamp (admitted *pro hac vice*) Ari Blaut (admitted *pro hac vice*) Benjamin Beller (admitted *pro hac vice*) 125 Broad Street New York, NY 10004 Telephone: (212) 558-4000 Facsimile: (212) 558-4000 Facsimile: (212) 558-3588 Email: blauta@sullcrom.com decampj@sullcrom.com bellerb@sullcrom.com

Counsel to Deerfield Partners, L.P.

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 3 of 90

DECLARATION OF BENJAMIN S. BELLER IN SUPPORT OF DEERFIELD PARTNERS L.P.'S (I) OBJECTION TO THE COMMITTEE'S STANDING MOTION AND (II) RESPONSE TO THE COMMITTEE'S OBJECTIONS TO THE MAKE WHOLE AMOUNT

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 4 of 90

Executed at New York, New York on the 2nd day of July, 2024.

/s/ Benjamin S. Beller Benjamin S. Beller

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 5 of 90

EXHIBIT 1

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 6 of 90

EXHIBIT 2

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 7 of 90

EXHIBIT 3

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 8 of 90

EXHIBIT 4

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 9 of 90

EXHIBIT 5

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 10 of 90

EXHIBIT 6

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 11 of 90

EXHIBIT 7

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 12 of 90

EXHIBIT 8

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 13 of 90

EXHIBIT 9

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 14 of 90

EXHIBIT 10

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 15 of 90

EXHIBIT 11

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 16 of 90

EXHIBIT 12

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 17 of 90

EXHIBIT 13

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 18 of 90

EXHIBIT 14

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 19 of 90

EXHIBIT 15

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 20 of 90

EXHIBIT 16

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 21 of 90

EXHIBIT 17

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 22 of 90

EXHIBIT 18

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 23 of 90

EXHIBIT 19

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 24 of 90

EXHIBIT 20

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 25 of 90

EXHIBIT 21

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 26 of 90

EXHIBIT 22

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 27 of 90

EXHIBIT 23

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 28 of 90

EXHIBIT 24

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 29 of 90

EXHIBIT 25

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 30 of 90

EXHIBIT 26

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 31 of 90

EXHIBIT 27

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 32 of 90

EXHIBIT 28

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 33 of 90

EXHIBIT 29

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 34 of 90

EXHIBIT 30

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 35 of 90

EXHIBIT 31

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 36 of 90

EXHIBIT 32

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 37 of 90

EXHIBIT 33

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 38 of 90

EXHIBIT 34

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 39 of 90

EXHIBIT 35

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 40 of 90

EXHIBIT 36

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 41 of 90

EXHIBIT 37

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 42 of 90

EXHIBIT 38

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 43 of 90

EXHIBIT 39

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 44 of 90

EXHIBIT 40

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 45 of 90

EXHIBIT 41

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 46 of 90

EXHIBIT 42

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 47 of 90

EXHIBIT 43

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 48 of 90

EXHIBIT 44

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 49 of 90

EXHIBIT 45

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 50 of 90

EXHIBIT 46

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 51 of 90

EXHIBIT 47

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 52 of 90

EXHIBIT 48

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 53 of 90

EXHIBIT 49

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 54 of 90

EXHIBIT 50

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 55 of 90

EXHIBIT 51

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 56 of 90

EXHIBIT 52

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 57 of 90

EXHIBIT 53

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 58 of 90

EXHIBIT 54

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 59 of 90

EXHIBIT 55

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 60 of 90

EXHIBIT 56

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 61 of 90

EXHIBIT 57

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 62 of 90

EXHIBIT 58

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 63 of 90

EXHIBIT 59

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 64 of 90

EXHIBIT 60

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 65 of 90

EXHIBIT 61

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 66 of 90

EXHIBIT 62

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 67 of 90

EXHIBIT 63

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 68 of 90

EXHIBIT 64

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 69 of 90

EXHIBIT 65

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 70 of 90

EXHIBIT 66

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 71 of 90

EXHIBIT 67

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 72 of 90

EXHIBIT 68

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 73 of 90

EXHIBIT 69

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 74 of 90

EXHIBIT 70

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 75 of 90

EXHIBIT 71

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 76 of 90

EXHIBIT 72

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 77 of 90

EXHIBIT 73

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 78 of 90

EXHIBIT 74

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 79 of 90

EXHIBIT 75

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 80 of 90

EXHIBIT 76

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 81 of 90

EXHIBIT 77

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 82 of 90

EXHIBIT 78

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 83 of 90

EXHIBIT 79

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 84 of 90

EXHIBIT 80

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 85 of 90

EXHIBIT 81

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 86 of 90

EXHIBIT 82

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 87 of 90

EXHIBIT 83

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 88 of 90

EXHIBIT 84

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 89 of 90

EXHIBIT 85

Case 24-11362-MBK Doc 718 Filed 07/02/24 Entered 07/02/24 20:31:34 Desc Main Document Page 90 of 90

EXHIBIT 86