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Co-Counsel to the Plan Administrator and Wind-Down Debtors

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

In re:

INVITAE CORPORATION, *et al.*,

Debtors.¹

Chapter 11

Case No. 24-11362 (MBK)

(Jointly Administered)

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 <https://www.veritaglobal.net/invitae>. The Debtors' service address in these chapter 11 cases is 1400 16th Street, San Francisco, California 94103.



**PLAN ADMINISTRATOR’S THIRD
OMNIBUS OBJECTION TO CERTAIN PROOFS OF CLAIM
PURSUANT TO SECTIONS 502(B) AND 503(B) OF THE BANKRUPTCY
CODE, BANKRUPTCY RULE 3007, AND LOCAL RULES 3007-1 AND 3007-2**

TO THE HONORABLE CHIEF JUDGE MICHAEL B. KAPLAN UNITED STATES
BANKRUPTCY JUDGE FOR THE DISTRICT OF NEW JERSEY:

Andrew Spirito, as the plan administrator (the “Plan Administrator”) for the above-captioned wind-down debtors (collectively, the “Debtors,” or as may be referred to after the Effective Date, the “Wind-Down Debtors”), respectfully states as follows in support of this omnibus claims objection (this “Objection”).²

Relief Requested

1. The Plan Administrator respectfully requests entry of an order substantially in the form attached hereto as **Exhibit A** (the “Order”), (i) disallowing and expunging each proof of claim identified on Schedule 1 to the Order (collectively, the “Late-Filed Claims”) because each such claim was filed after the applicable bar date; and (ii) disallowing and expunging each proof of claim identified on Schedule 2 to the Order (collectively, the “Unquantified Claims”, together with the Late-Filed Claims, the “Third Omnibus Claims”, and the related claimants, the “Claimants”) because each such Claim fails to sufficiently specify or assert an amount of the Claim. As such, each of the Third Omnibus Claims listed on Schedules 1 and 2 to the Order (collectively, the “Schedules”) should be disallowed and expunged in their entirety.

2. In support of this Objection, the Plan Administrator submits the *Declaration of Andrew Spirito in Support of the Plan Administrator’s Third Omnibus Objection to Certain Proofs*

² A detailed description of the facts and circumstances of these chapter 11 cases is set forth in the *Declaration of Ana Schrank, Chief Financial Officer of Invitae Corporation, in Support of Chapter 11 Filing, First Day Motions, and Access to Cash Collateral* [Docket No. 21].

*of Claim Pursuant to Sections 502(b) and 503(b) of the Bankruptcy Code, Bankruptcy Rule 3007, and Local Rules 3007-1 and 3007-2 (the “Spirito Declaration”), attached hereto as **Exhibit B**.*

Jurisdiction

3. The United States Bankruptcy Court for the District of New Jersey (the “Court”) has jurisdiction over this matter 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.). The Wind-Down Debtors confirm their consent to the Court entering a final order in connection with this Objection 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.

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

5. The statutory bases for the relief sought herein are sections 502(b) and 503(b) of title 11 of the United States Code, 11 U.S.C. §§ 101–1532 (the “Bankruptcy Code”) and rule 3007 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”). This Objection complies in all respects with rules 3007-1 and 3007-2 of the Local Rules of the United States Bankruptcy Court for the District of New Jersey (the “Local Rules”).

Background

6. On February 13, 2024 (the “Petition Date”), each Debtor filed a voluntary petition for relief under Chapter 11 of the Bankruptcy Code.

7. These Chapter 11 Cases are being jointly administered under lead Case No. 24-11362.

8. On March 1, 2024, the United States Trustee for the District of New Jersey (the “U.S. Trustee”) appointed an official committee of unsecured creditors pursuant to section 1102 of the Bankruptcy Code (the “Committee”) [Docket No. 131].

9. On August 2, 2024, the Court entered the *Findings of Fact, Conclusions of Law, and Order Confirming the Third Amended Joint Plan of Invitae Corporation and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 913] (the “Confirmation Order”) confirming the *Third Amended Joint Plan of Invitae Corporation and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 913, Exhibit A] (the “Plan”).³

10. On August 7, 2024, the Effective Date (as defined in the Plan) occurred and the Plan Administrator was appointed. *See Notice of (A) Entry of the Order Confirming the Third Amended Joint Plan of Invitae Corporation and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 932].

Claims Reconciliation Process

11. On March 18, 2024, the Court entered the *Order (I) Setting Bar Dates for Submitting Proofs of Claim, Including Requests for Payment Under Section 503(B)(9), (II) Establishing an Amended Schedules Bar Date and a Rejection Damages Bar Date, (III) Approving the Form, Manner, and Procedures for Filing Proofs of Claim, and (IV) Approving Notice Thereof* [Docket No. 189] (the “Bar Date Order”) establishing certain dates and deadlines for filing proofs of Claims (collectively, the “Proofs of Claim”) in these Chapter 11 Cases. The Bar Date Order established (a) April 15, 2024 at 4:00 p.m. (prevailing Eastern Time) as the last date and time for certain creditors other than governmental units to file Proofs of Claim based on prepetition Claims against any Debtor (the “Claims Bar Date”), (b) August 11, 2024 at 4:00 p.m.

³ Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Plan.

(prevailing Eastern Time) as the last date and time for each governmental unit to file Proofs of Claim against any Debtor (the “Governmental Bar Date”), (c) the later of (i) the applicable Bar Date and (ii) any date this Court may fix in the applicable order authorizing rejection of any executory contract or unexpired lease of the Debtors and, if no such date is provided, thirty (30) calendar days from the date of entry of such order, as the deadline by which claimants asserting Claims resulting from the Debtors’ rejection of an executory contract or unexpired lease must file Proofs of Claim for damages arising from such rejection, and (d) at least thirty (30) calendar days from the date on which the Debtors provided notice of an amendment or supplement to the Schedules (as defined below), as the deadline for when claimants holding Claims that the filing, amendment, or supplement affected must file Proofs of Claim with respect to such claim.

12. As of the date hereof, over 1,300 Proofs of Claim have been filed against the Debtors. The Debtors, prior to the Effective Date, and the Plan Administrator (on behalf of the Wind-Down Debtors) following the Effective Date, together with their advisors, have commenced the Claims reconciliation process, including reviewing, analyzing and reconciling claims to ensure that the Claims Register is accurate so the Plan Administrator may make distributions in compliance with the Plan.

13. In connection with that process, on August 30, 2024, the Plan Administrator filed the *Plan Administrator’s Motion for Entry of an Order (A) Approving (I) Omnibus Claims Objection Procedures and Form of Notice, (II) Omnibus Substantive Claims Objections, and (III) Satisfaction Procedures and Form of Notice and (B) Waiving Bankruptcy Rule 3007(e)* [Docket No. 999] and on September 26, 2024, the Court entered the *Order Granting Plan Administrator’s Motion for Entry of an Order (A) Approving (I) Omnibus Claims Objection Procedures and Form of Notice, (II) Omnibus Substantive Claims Objections, and (III) Satisfaction Procedures and*

Form of Notice and (B) Waiving Bankruptcy Rule 3007(e) [Docket No. 1057] (the “Claims Objections Procedures Order”).

14. Pursuant to the Claims Objections Procedures Order the Plan Administrator is authorized to object to multiple Proofs of Claim in an omnibus format on grounds other than those set forth in Bankruptcy Rule 3007(d) and, in accordance with Rule 3007(d) and the Claims Objections Procedures Order, the Plan Administrator files this Objection.

Relief Requested

15. By this Objection, the Plan Administrator objects to the Third Omnibus Claims pursuant to section 502 of the Bankruptcy Code, Bankruptcy Rule 3007, and the Claims Objection Procedures Order. The Plan Administrator respectfully requests entry of the Proposed Order expunging and disallowing each of the Third Omnibus Claims as set forth on the Schedules.

Objection

I. Legal Standard of Claims.

16. Section 502(a) of the Bankruptcy Code provides that “[a] claim or interest, proof of which is filed under section 501 of this title, is deemed allowed, unless a party in interest . . . objects.” 11 U.S.C. § 502(a). The burden of proof for determining the validity of claims rests on different parties at different stages of the claims-objection process. As explained by the United States Court of Appeals for the Third Circuit:

The burden of proof for claims brought in the bankruptcy court under 11 U.S.C.A. § 502(a) rests on different parties at different times. Initially, the claimant must allege facts sufficient to support the claim. If the averments in his filed claim meet this standard of sufficiency, it is ‘*prima facie*’ valid [citations omitted]. In other words, a claim that alleges facts sufficient to support legal liability to the claimant satisfies the claimants’ initial obligation to go forward. The burden of going forward then shifts to the objector to produce evidence sufficient to negate the *prima facie* validity of the filed claim. . . . In practice, the objector must produce evidence

which, if believed, would refute at least one of the allegations that is essential to the claim's legal sufficiency. If the objector produces sufficient evidence to negate one or more of the sworn facts in the proof of claim, the burden reverts to the claimant to prove the validity of the claim by a preponderance of the evidence.

In re Allegheny Int'l Inc., 954 F.2d 167, 173–74 (3d Cir. 1992) (citation omitted). Once the *prima facie* validity of a claim is rebutted, the burden shifts back to the claimant to prove the validity of his or her claim by a preponderance of the evidence. *Id.* at 173. The burden of persuasion is always on the claimant. *Id.* at 174.

17. A claim, however, should not be allowed if that claim is unenforceable against a debtor and property of a debtor, under any agreement or applicable law. *See* 11 U.S.C. § 502(b)(1). If an objection is made to the proof of claim, the claimant has the ultimate burden of persuasion as to the validity and amount of the claim. *See Allegheny Int'l*, 954 F.2d at 172.

18. A party moving for administrative expense priority treatment bears a heavy burden to establish entitlement to priority treatment. *Howard Delivery Serv., Inc. v. Zurich Am. Ins. Co.*, 547 U.S. 651, 667 (2006) (“To give priority to a claimant not clearly entitled thereto is not only inconsistent with the policy of equality of distribution; it dilutes the value of the priority for those creditors Congress intended to prefer.”) (citation omitted); *Calpine Corp. v. O'Brien Envtl. Energy, Inc. (In re O'Brien Envtl. Energy, Inc.)*, 181 F.3d 527, 533 (3d Cir. 1999) (“A party seeking payment of costs and fees as an administrative expense must . . . carry the heavy burden of demonstrating that the costs and fees for which it seeks payment provided an actual benefit to the estate and that such costs and expenses were necessary to preserve the value of the estate assets.”) (citation omitted); *In re Bernard Techs., Inc.*, 342 B.R. 174, 177 (Bankr. D. Del. 2006) (“In order to hold administrative expenses to a minimum and to maximize the value of the bankruptcy estate, section 503(b) is narrowly construed.”) (*citing Burlington N. R.R. Co. v. Dant & Russell, Inc. (In re Dant & Russell, Inc.)*, 853 F.2d 700, 706 (9th Cir.1988)); *Woburn Assocs. v.*

Kahn (In re Hemingway Transp., Inc.), 954 F.2d 1, 4-5 (1st Cir. 1992) (“The traditional presumption favoring ratable distribution among all holders of unsecured claims counsels strict construction of the Bankruptcy Code provisions governing requests for priority payment of administrative expenses.”) (*citing S. Ry. Co. v. Johnson Bronze Co.*, 758 F.2d 137 (3d Cir. 1985)). To meet its burden, a party moving for payment of an administrative priority claim generally must demonstrate that the claim (i) arises from a post-petition transaction between the party claiming the administrative priority and debtor in possession, and (ii) conferred benefit upon the bankruptcy estate. *See In re Energy Future Holdings Corp.*, 990 F.3d 728, 741 (3d Cir. 2021) (*citing In re Women First Healthcare, Inc.*, 332 B.R. 115, 121 (Bankr. D. Del. 2005)).

19. Bankruptcy Rule 3007 provides certain grounds upon which “objections to more than one claim may be joined in an omnibus objection”, including claims that “were not timely filed.” *See* Bankruptcy Rule 3007(d)(4). The Claims Objections Procedures Order also provides that the Plan Administrator may object to claims on the grounds that such claims “fail to specify the asserted Claim amount (or only list the claim amount as ‘unliquidated’).” *See* Claims Objection Procedures Order, Exhibit 1, ¶ 1.b. In order to ensure due process, pursuant to Local Rule 3007-2 and the Claims Objections Procedures Order, the *Notice of Objection to Your Claim*, the form of which was attached to the Claims Objections Procedures Order as **Exhibit 2**, must be filed and served on the relevant individual Claimants.

II. Late-Filed Claims

20. For the reasons set forth in this Objection, Schedule 1, and the Spirito Declaration, the Plan Administrator submits that each of the Late-Filed Claims asserts a claim against the Debtors which was filed after the applicable bar date set by the Bar Date Order or by the Plan.

21. Based on the Plan Administrator's careful review of the Debtors' books and records, the Schedules, and the Late-Filed Claims, including supporting documentation provided by the Claimant, if any, the Plan Administrator has determined that the Late-Filed Claims were untimely. The Late-Filed Claims should be disallowed and expunged as requested herein, to ensure that the Claims Register accurately reflects outstanding claims against the Wind-Down Debtors and to ensure that the Claimant does not receive a distribution in the chapter 11 cases in contravention of the provisions and policies of the Bankruptcy Code and the Plan, and to the direct detriment of the Wind-Down Debtors and their estates and other creditors.

22. As indicated on Schedule 1 to the Order, each claim should be disallowed and expunged in its entirety. Accordingly, the Plan Administrator seeks entry of the Order disallowing and expunging the Late-Filed Claims and authorizing the Plan Administrator to update the Claims Register.

III. Unquantified Claims

23. For the reasons set forth in this Objection, Schedule 2, and the Spirito Declaration, the Plan Administrator submits that each of the Unquantified Claims asserts a claim against the Debtors that fails to assert a Claim amount.

24. Based on the Plan Administrator's careful review of the Debtors' books and records, the Schedules, and the Unquantified Claims, including supporting documentation provided by the Claimant, if any, the Plan Administrator has determined that the Unquantified Claims do not assert any amount owed by the Debtors to the Claimant. The Unquantified Claims should be disallowed and expunged as requested herein, to ensure that the Claims Register accurately reflects outstanding claims against the Wind-Down Debtors and to ensure that the Claimant does not receive a distribution in the chapter 11 cases in contravention of the provisions

and policies of the Bankruptcy Code and the Plan, and to the direct detriment of the Wind-Down Debtors and their estates and other creditors.

25. As indicated on Schedule 2 to the Order, each Unquantified Claim should be disallowed and expunged in its entirety. Accordingly, the Plan Administrator seeks entry of the Order disallowing and expunging the Unquantified Claims and authorizing the Plan Administrator to update the Claims Register.

Separate Contested Matters

26. To the extent that a response is filed regarding any claim identified in this Objection and the Plan Administrator is unable to resolve the response, the objection by the Plan Administrator to each such claim asserted herein shall constitute a separate contested matter as contemplated by Bankruptcy Rule 9014. The Plan Administrator respectfully requests that any order entered by the Court regarding an objection asserted in this Objection shall be deemed a separate order with respect to each such claim.

Reservation of Rights

27. The Plan Administrator hereby reserves his right to amend, modify, and supplement this Objection, prior to the hearing before the Court on this Objection, if any; *provided, however*, that nothing in this Objection shall affect the Plan Administrator's right to object to any other proof of claim at a future date on a basis other than as set forth in this Objection as permitted by bankruptcy or nonbankruptcy law, subject to any limitations set forth in the Local Rules or in the Order.

28. Notwithstanding anything to the contrary herein, nothing contained in this Objection or any actions taken pursuant to any order granting the relief requested by this Objection is intended or should be construed as (a) an implication or admission as to the amount of, basis

for, or validity of any particular claim against the Wind-Down Debtors under the Bankruptcy Code or other applicable nonbankruptcy law; (b) a waiver of the Wind-Down Debtors', Plan Administrator's, or any other party in interest's rights to dispute any claim (or portion thereof) identified on Schedule 1, Schedule 2 or Schedule 3 to the Order 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 Objection or the Order; (e) a request or authorization to assume, adopt, or reject any agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code; (f) an admission by the Plan Administrator as to the validity, priority, enforceability, or perfection of any lien on, security interest in, or other encumbrance on property of the Wind-Down Debtors' estates; (g) a waiver or limitation of the Plan Administrator's, the Wind-Down Debtors', or any other party in interest's, claims, causes of action, or other rights under the Bankruptcy Code or any other applicable law; (h) an approval, assumption, adoption, or rejection of any agreement, contract, lease, program, or policy under section 365 of the Bankruptcy Code; (i) a concession by the Plan Administrator or Wind-Down Debtors that any liens (contractual, common law, statutory, or otherwise) that may be satisfied pursuant to the relief requested in the Objection are valid, and the rights of all parties in interest are expressly reserved to contest the extent, validity, or perfection or seek avoidance of all such liens; or (j) otherwise affecting the Plan Administrator's or Wind-Down Debtors' rights under section 365 of the Bankruptcy Code to assume or reject any executory contract or unexpired lease.

Statement of Compliance with Local Rules

29. Counsel for the Plan Administrator has reviewed the requirements of Local Rule 3007-1 and certifies that this Objection substantially complies with such Local Rule. To the extent

that the Objection does not comply in all respects with the requirements of Local Rule 3007-1, the Plan Administrator believes such deviations are not material and respectfully request that any such requirement be waived. The Plan Administrator, in compliance with Local Rule 3007-2, will serve a *Notice of Objection to Your Claim* in response to the Claimants' proofs of claim upon the Claimants listed in the Schedules.

Notice

30. The Plan Administrator will provide notice of this Objection to the following parties or their respective counsel: (a) the office of the United States Trustee for the District of New Jersey, One Newark Center, Suite 2100, Newark, NJ 07102; (b) counsel to the Committee; (c) counsel to the agent to the Secured Notes; (d) the indenture trustee to the 2024 Convertible Notes; (e) the indenture trustee to the 2028 Convertible Notes; (f) Sullivan & Cromwell LLP, as counsel to the Required Holders; (g) Wollmuth Maher & Deutsch LLP, as counsel to the Required Holders; (h) counsel to the 2028 Convertible Noteholders; (i) the U.S. Securities and Exchange Commission; (j) the United States Attorney's Office for the District of New Jersey; (k) the attorneys general in the states where the Debtors conduct their business operations; (l) the Internal Revenue Service; (m) the Claimants listed in the Schedules attached to the Order; and (n) any party that has requested notice pursuant to Bankruptcy Rule 2002. The Plan Administrator submits that, in light of the nature of the relief requested, no other or further notice need be given.

WHEREFORE, the Plan Administrator respectfully requests entry of the Order granting the relief requested herein and such other and further relief as the Court may deem just and appropriate.

Dated: December 5, 2024

Respectfully Submitted,

/s/ Michael D. Sirota

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Exhibit A

Proposed Order

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 SUSTAINING PLAN ADMINISTRATOR’S
THIRD OMNIBUS OBJECTION TO CERTAIN PROOFS
OF CLAIM PURSUANT TO SECTIONS 502(B) AND 503(B) OF THE BANKRUPTCY
CODE, BANKRUPTCY RULE 3007, AND LOCAL RULES 3007-1 AND 3007-2**

The relief set forth on the following pages, numbered three (3) through five (5) is

ORDERED.

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 <https://www.veritaglobal.net/invitae>. The Debtors’ service address in these chapter 11 cases is 1400 16th Street, San Francisco, California 94103.

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

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Debtors: Invitae Corporation, *et al.*

Case No. 24-11362 (MBK)

Caption of Order: ORDER SUSTAINING PLAN ADMINISTRATOR'S THIRD OMNIBUS
OBJECTION TO CERTAIN PROOFS OF CLAIM PURSUANT TO
SECTIONS 502(B) AND 503(B) OF THE BANKRUPTCY CODE,
BANKRUPTCY RULE 3007, AND LOCAL RULES 3007-1 AND 3007-2

Upon consideration of the *Plan Administrator's Third Omnibus Objection to Certain Proofs of Claim Pursuant to Sections 502(B) And 503(B) of the Bankruptcy Code, Bankruptcy Rule 3007, and Local Rules 3007-1 And 3007-2* (the "Objection")¹ on behalf of Andrew Spirito, as the plan administrator (the "Plan Administrator") for the above-captioned wind-down debtors (collectively, the "Wind-Down Debtors"), for entry of an order (this "Order"), disallowing and expunging the claims set forth in **Schedules 1 and 2** attached hereto, all as more fully set forth in the Objection; and the Court having jurisdiction to consider the Objection 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* from 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 this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and this Court having found 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 Objection in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the relief requested in the Objection is in the best interests of the Debtors' estates, their creditors, and other parties in interest; and this Court having found that the Debtors' notice of the Objection and opportunity for a hearing on the Objection were appropriate and no other notice need be provided; and this Court having reviewed the Objection and having heard the statements in support of the relief requested therein at a hearing before this Court (the "Hearing"), if any; and this Court having

¹ Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Objection.

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Debtors: Invitae Corporation, *et al.*

Case No. 24-11362 (MBK)

Caption of Order: ORDER SUSTAINING PLAN ADMINISTRATOR'S THIRD OMNIBUS
OBJECTION TO CERTAIN PROOFS OF CLAIM PURSUANT TO
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determined that the legal and factual bases set forth in the Objection 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 Objection is sustained as set forth herein.
2. Each Third Omnibus Claim identified on **Schedule 1 and Schedule 2** attached to this Order is hereby disallowed and expunged in its entirety.
3. Kurtzman Carson Consultants, LLC (the "Claims Agent") is authorized and directed to modify the Claims Register in accordance with entry of the relief granted in this Order.
4. Notwithstanding the relief granted in this Order and any actions taken pursuant to such relief, nothing in this Order shall be deemed: (a) an implication or admission as to the amount of, basis for, or validity of any particular claim against the Wind-Down Debtors under the Bankruptcy Code or other applicable nonbankruptcy law; (b) a waiver of the Wind-Down Debtors', Plan Administrator's, or any other party in interest's rights to dispute any claim (or portion thereof) identified on **Schedule 1 or Schedule 2** 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 Objection or this Order; (e) a request or authorization to assume, adopt, or reject any agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code; (f) an admission by the Plan Administrator as to the validity, priority, enforceability, or perfection of any lien on, security interest in, or other encumbrance on property of the Wind-Down Debtors' estates; (g) a waiver or limitation of the Plan Administrator's, the Wind-Down Debtors', or any

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Debtors: Invitae Corporation, *et al.*

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SECTIONS 502(B) AND 503(B) OF THE BANKRUPTCY CODE,
BANKRUPTCY RULE 3007, AND LOCAL RULES 3007-1 AND 3007-2

other party in interest's, claims, causes of action, or other rights under the Bankruptcy Code or any other applicable law; (h) an approval, assumption, adoption, or rejection of any agreement, contract, lease, program, or policy under section 365 of the Bankruptcy Code; (i) a concession by the Plan Administrator or Wind-Down Debtors that any liens (contractual, common law, statutory, or otherwise) that may be satisfied pursuant to the relief requested in the Objection are valid, and the rights of all parties in interest are expressly reserved to contest the extent, validity, or perfection or seek avoidance of all such liens; or (j) otherwise affecting the Plan Administrator's or Wind-Down Debtors' rights under section 365 of the Bankruptcy Code to assume or reject any executory contract or unexpired lease.

5. Notice of the Objection as provided therein shall be deemed good and sufficient notice of such Objection and the requirements of the Bankruptcy Rules and the Local Rules are satisfied by such notice.

6. The Plan Administrator is authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Objection.

7. 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

Late-Filed Claims

Late-Filed Claims

#	Creditor	Claim No.	Date Filed	Debtor	Claim Amount	Claim Category	Grounds for Objection	Objection Reference
1	ACME Security Center, Inc. dba Rinkor Technology Solutions	1185	5/2/2024	Invitae Corporation	\$ 4,900.00	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
2	Any Lab Test Now Plymouth	1189	5/3/2024	Invitae Corporation	\$ 35.00	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
3	Athenahealth, Inc.	1223	5/15/2024	Invitae Corporation	\$ 1,065.12	Admin Priority	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
4	Athenahealth, Inc.	1223	5/15/2024	Invitae Corporation	\$ 1,433.19	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
5	Atlan Inc.	1246	5/29/2024	Invitae Corporation	\$ 7,166.21	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
6	Beckman Coulter, Inc.	1197	5/6/2024	Invitae Corporation	\$ 119,813.67	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
7	Biohaven Pharmaceuticals, Inc.	1187	5/2/2024	Invitae Corporation	\$ 21,250.00	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
8	Blue Cross Blue Shield Association	1320	9/10/2024	Invitae Corporation	\$ 75,833.63	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
9	CNM LLP	1162	4/26/2024	Invitae Corporation	\$ 68,450.00	Priority	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
10	Cogent Communications, Inc.	1184	5/2/2024	Invitae Corporation	\$ 2,297.41	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
11	Name on File	1079	4/16/2024	Invitae Corporation	\$ 2,743.50	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
12	Name on File	1116	4/19/2024	Invitae Corporation	\$ 2,632.50	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
13	Definitive Healthcare LLC	1261	6/7/2024	Invitae Corporation	\$ 6,058.05	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
14	Diagnostic Laboratory Services, Inc.	1249	5/30/2024	Invitae Corporation	\$ 975.00	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
15	Equiniti Trust Company, LLC	1106	4/18/2024	Invitae Corporation	\$ 1,698.00	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
16	Name on File	1096	4/17/2024	Invitae Corporation	\$ 8,003.00	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
17	ExamOne World Wide Inc.	1317	8/23/2024	Invitae Corporation	\$ 74,274.10	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
18	Name on File	1095	4/17/2024	Invitae Corporation	\$ 18,630.25	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
19	Glidian Inc.	1159	4/25/2024	Invitae Corporation	\$ -	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
20	Guru Technologies Inc.	1065	4/16/2024	Invitae Corporation	\$ 168.19	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
21	Healthcare Appraisers, Inc.	1174	4/30/2024	Invitae Corporation	\$ 1,450.00	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
22	Heartex	1215	5/13/2024	Invitae Corporation	\$ 2,650.68	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
23	HHT Group., SJC	1255	6/3/2024	Invitae Corporation	\$ 39,827.58	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
24	iDea iDea for Medical Equipment Technology Company	1182	5/1/2024	Invitae Corporation	\$ 175,269.34	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
25	Name on File	1118	4/19/2024	Invitae Corporation	\$ 3,223.95	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
26	Name on File	1157	4/25/2024	Invitae Corporation	\$ 15,681.92	Admin Priority	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
27	Name on File	1080	4/16/2024	Invitae Corporation	\$ 714.31	Admin Priority	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
28	Name on File	1165	4/26/2024	Invitae Corporation	\$ 4,264.87	Admin Priority	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
29	Name on File	1213	5/13/2024	Invitae Corporation	\$ 3,350.00	Priority	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
30	Name on File	1086	4/17/2024	Invitae Corporation	\$ 400.00	Admin Priority	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
31	Name on File	1121	4/20/2024	Invitae Corporation	\$ 8,059.97	Priority	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
32	Level 3 Communications, LLC a CenturyLink Company	1194	5/3/2024	Invitae Corporation	\$ 24,480.85	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
33	Level 3 Communications, LLC a CenturyLink Company	1324	10/21/2024	Invitae Corporation	\$ 34,406.13	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
34	Name on File	1217	5/13/2024	Invitae Corporation	\$ 495.00	Admin Priority	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
35	Name on File	1198	5/6/2024	Invitae Corporation	\$ -	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
36	Name on File	1256	6/5/2024	Invitae Corporation	\$ 2,858.02	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
37	New Relic Inc	1144	4/24/2024	Invitae Corporation	\$ 1,233,436.80	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
38	OpenText Corporation	1109	4/19/2024	Invitae Corporation	\$ 5,765.40	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
39	Path-Tec, LLC	1063	4/16/2024	Invitae Corporation	\$ 2,961.65	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
40	PG&E	1062	4/16/2024	Invitae Corporation	\$ 67,250.70	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
41	Physicians Immunodiagnostic Laboratory, Inc.	1172	4/29/2024	Invitae Corporation	\$ 105.00	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
42	Prodigy Software Limited	1323	9/21/2024	Invitae Corporation	\$ 34,900.00	Admin Priority	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
43	Qiagen, LLC	1203	5/8/2024	Invitae Corporation	\$ 18,324.49	Admin Priority	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
44	Qualtrics, LLC	1253	5/31/2024	Invitae Corporation	\$ 57,697.50	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22

Late-Filed Claims

#	Creditor	Claim No.	Date Filed	Debtor	Claim Amount	Claim Category	Grounds for Objection	Objection Reference
45	Name on File	1325	10/23/2024	Invitae Corporation	\$ 1,447.00	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
46	Revspring Inc.	1064	4/16/2024	Invitae Corporation	\$ 32,444.99	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
47	Name on File	1069	4/16/2024	Invitae Corporation	\$ 150,000.00	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
48	Name on File	1196	5/6/2024	Invitae Corporation	\$ 110.26	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
49	SADA Systems, Inc.	1250	5/30/2024	Invitae Corporation	\$ 44,473.70	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
50	Sarstedt, Inc.	1251	5/31/2024	Invitae Corporation	\$ 4,125.58	Admin Priority	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
51	Name on File	1127	4/22/2024	Invitae Corporation	\$ 101.50	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
52	Name on File	1117	4/19/2024	Invitae Corporation	\$ 200.00	Priority	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
	Servicios Aduanales y Medicos FARM							
53	SAS de CV	1254	5/31/2024	Invitae Corporation	\$ 4,100.00	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
54	SFPUC - Water Dept	1263	6/10/2024	Invitae Corporation	\$ 773.73	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
55	SFPUC - Water Dept	1263	6/10/2024	Invitae Corporation	\$ 23.59	Priority	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
56	SFPUC - Water Dept	1264	6/10/2024	Invitae Corporation	\$ 43.85	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
57	SFPUC - Water Dept	1264	6/10/2024	Invitae Corporation	\$ 3.06	Priority	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
58	Name on File	1140	4/22/2024	Invitae Corporation	\$ 6,320.00	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
59	Tennessee Department of Revenue	1310	8/15/2024	Invitae Corporation	\$ 64,921.00	Priority	Claim filed after August 11th, 2024 governmental bar date.	Section II, Paragraphs 20-22
60	The South Bend Clinic	1247	5/29/2024	Invitae Corporation	\$ 5,720.00	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
61	WCG IRB, LLC	1188	5/3/2024	Invitae Corporation	\$ 3,270.00	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
	Yampa Valley Medical Center d/b/a							
62	UCHealth Yampa Valley Medical Center	1143	4/23/2024	Invitae Corporation	\$ 625.00	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22

Schedule 2

Unquantified Claims

Unquantified Claims

#	Creditor	Claim No.	Date Filed	Debtor	Claim Amount	Claim Category	Grounds for Objection	Objection Reference
1	Name on File	106	03/27/2024	Invitae Corporation	BLANK	General Unsecured	No amount specified in the claimant's proof of claim.	Section III, Paragraphs 23-25
2	Name on File	126	03/27/2024	Invitae Corporation	BLANK	General Unsecured	No amount specified in the claimant's proof of claim.	Section III, Paragraphs 23-25
3	Name on File	175	03/27/2024	Invitae Corporation	BLANK	General Unsecured	No amount specified in the claimant's proof of claim.	Section III, Paragraphs 23-25
4	Name on File	254	03/29/2024	Invitae Corporation	BLANK	General Unsecured	No amount specified in the claimant's proof of claim.	Section III, Paragraphs 23-25
5	Name on File	256	03/29/2024	Invitae Corporation	BLANK	General Unsecured	No amount specified in the claimant's proof of claim.	Section III, Paragraphs 23-25
6	Name on File	288	03/31/2024	Invitae Corporation	BLANK	General Unsecured	No amount specified in the claimant's proof of claim.	Section III, Paragraphs 23-25
7	Name on File	297	04/01/2024	Invitae Corporation	BLANK	General Unsecured	No amount specified in the claimant's proof of claim.	Section III, Paragraphs 23-25
8	Name on File	358	04/03/2024	Invitae Corporation	BLANK	General Unsecured	No amount specified in the claimant's proof of claim.	Section III, Paragraphs 23-25
9	Name on File	396	04/04/2024	Invitae Corporation	BLANK	General Unsecured	No amount specified in the claimant's proof of claim.	Section III, Paragraphs 23-25
10	Name on File	483	04/06/2024	Invitae Corporation	BLANK	General Unsecured	No amount specified in the claimant's proof of claim.	Section III, Paragraphs 23-25
11	Name on File	493	04/07/2024	Invitae Corporation	BLANK	General Unsecured	No amount specified in the claimant's proof of claim.	Section III, Paragraphs 23-25
12	Name on File	504	04/07/2024	Invitae Corporation	BLANK	General Unsecured	No amount specified in the claimant's proof of claim.	Section III, Paragraphs 23-25
13	Name on File	512	04/07/2024	Invitae Corporation	BLANK	General Unsecured	No amount specified in the claimant's proof of claim.	Section III, Paragraphs 23-25
14	Name on File	558	04/08/2024	Invitae Corporation	BLANK	General Unsecured	No amount specified in the claimant's proof of claim.	Section III, Paragraphs 23-25
15	Essential Health Partners LLC	567	04/08/2024	Invitae Corporation	BLANK	General Unsecured	No amount specified in the claimant's proof of claim.	Section III, Paragraphs 23-25
16	Name on File	607	04/09/2024	Invitae Corporation	BLANK	General Unsecured	No amount specified in the claimant's proof of claim.	Section III, Paragraphs 23-25
17	Name on File	790	04/11/2024	Invitae Corporation	BLANK	General Unsecured	No amount specified in the claimant's proof of claim.	Section III, Paragraphs 23-25
18	Name on File	885	04/13/2024	Invitae Corporation	BLANK	General Unsecured	No amount specified in the claimant's proof of claim.	Section III, Paragraphs 23-25
19	Name on File	896	04/13/2024	Invitae Corporation	BLANK	General Unsecured	No amount specified in the claimant's proof of claim.	Section III, Paragraphs 23-25
20	Name on File	924	04/14/2024	Invitae Corporation	BLANK	General Unsecured	No amount specified in the claimant's proof of claim.	Section III, Paragraphs 23-25
21	Name on File	959	04/15/2024	Invitae Corporation	BLANK	General Unsecured	No amount specified in the claimant's proof of claim.	Section III, Paragraphs 23-25
22	Name on File	1001	04/15/2024	Invitae Corporation	BLANK	General Unsecured	No amount specified in the claimant's proof of claim.	Section III, Paragraphs 23-25
23	Name on File	1099	4/17/2024	Invitae Corporation	BLANK	General Unsecured	No amount specified in the claimant's proof of claim.	Section III, Paragraphs 23-25

Exhibit B

Spirito Declaration

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**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

In re:

INVITAE CORPORATION, *et al.*,

Debtors.¹

Chapter 11

Case No. 24-11362 (MBK)

(Jointly Administered)

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 <https://www.veritaglobal.net/invitae>. The Debtors' service address in these chapter 11 cases is 1400 16th Street, San Francisco, California 94103.

**DECLARATION OF ANDREW SPIRITO
IN SUPPORT OF PLAN ADMINISTRATOR’S THIRD
OMNIBUS OBJECTION TO CERTAIN PROOFS OF CLAIM
PURSUANT TO SECTIONS 502(B) AND 503(B) OF THE BANKRUPTCY
CODE, BANKRUPTCY RULE 3007, AND LOCAL RULES 3007-1 AND 3007-2**

I, Andrew Spirito, declare under penalty of perjury:

1. I am a Managing Director at FTI Consulting, Inc. (“FTI”) the plan administrator (the “Plan Administrator”) for the above-captioned wind-down debtors (collectively, the “Debtors”) which retained FTI as their financial advisor in connection with their chapter 11 cases.

2. As Plan Administrator, together with my team at FTI, I am responsible for addressing claims management and reconciliation matters. I am generally familiar with the Debtors’ day-to-day operations, financing arrangements, business affairs, and books and records that reflect, among other things, the Debtors’ liabilities and the amounts thereof owed to their creditors as of the Petition Date.

3. I have read and understood the *Plan Administrator’s Third Omnibus Objection to Certain Proofs of Claim Pursuant to Sections 502(B) And 503(B) of the Bankruptcy Code, Bankruptcy Rule 3007, and Local Rules 3007-1 And 3007-2* (the “Objection”), filed contemporaneously herewith, and am directly, or by and through the Debtors’ advisors and personnel, familiar with the information contained therein and the Schedules attached to the Order.²

4. I am authorized to submit this declaration (the “Declaration”) in support of the Objection. All matters set forth in this Declaration are based on: (a) my personal knowledge; (b) my review of relevant documents; (c) my view, based on my experience and knowledge of the

² Capitalized terms used in this Declaration and not defined have the meanings given to such terms elsewhere in the Objection.

Debtors and the Debtors' operations, books and records, and personnel; (d) information supplied to me by other members of FTI, the Debtors and by others at the Debtors' request; or (e) as to matters involving United States bankruptcy law or rules or other applicable laws, my reliance on the advice of counsel or other advisors to the Wind-Down Debtors. If called upon to testify, I could and would testify competently to the facts set forth herein.

5. To the best of my knowledge, information, and belief, insofar as I have been able to ascertain after reasonable inquiry, considerable time and resources have been expended to ensure a high level of diligence in reviewing and reconciling the proofs of claim filed against the Debtors in the chapter 11 cases.

6. Upon a thorough review of the proofs of claim filed in the chapter 11 cases and the supporting documentation thereto, the Wind-Down Debtors have determined that: (i) each of the Late-Filed Claims listed on Schedule 1 to the Order represent claims which were filed after the applicable bar date; and (ii) each of the Unquantified Claims listed on Schedule 2 to the Order fails to sufficiently specify the amount of the Claim. Accordingly, I believe that the Third Omnibus Claims should disallowed and expunged in their entirety.

7. Disallowance and expungement of the claims as described herein and in the Objection will remove such claims from the Claims Register.

8. Failure to disallow and expunge the claims on the Schedules to the Order could result in the relevant claimants receiving a recovery against the Wind-Down Debtors, to which they are not entitled and to the detriment of other creditors. Moreover, disallowance and expungement of the Third Omnibus Claims as set forth in the Objection will enable the Claims Register maintained in the chapter 11 cases to reflect more accurately the claims asserted against the Wind-Down Debtors. Therefore, the relief requested in the Objection is necessary to prevent

any inappropriate distribution of estate funds and to facilitate the administration of the claims process. Accordingly, I believe that the Court should grant the relief requested in the Objection.

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Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

Dated: December 5, 2024

Respectfully submitted,

/s/ Andrew Spirito

Name: Andrew Spirito

Title: Plan Administrator