

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

In re:

INVITAE CORPORATION, *et al.*,

Debtors.¹

Chapter 11

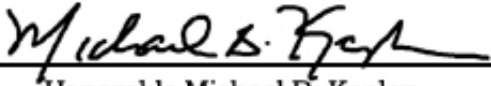
Order Filed on December 10, 2024
by Clerk
U.S. Bankruptcy Court
District of New Jersey

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

**ORDER SUSTAINING PLAN ADMINISTRATOR'S
SECOND 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.

DATED: December 10, 2024


Honorable Michael B. Kaplan
United States Bankruptcy Judge



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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 SECOND 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 Second 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, 2 and 3** 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 Wind-Down Debtors' estates, their creditors, and other parties in interest; and this Court having found that the Wind-Down 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

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

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statements in support of the relief requested therein at a hearing before this Court (the "Hearing"), if any; and this Court having 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 Second Omnibus Claim identified on **Schedule 1** attached to this Order is hereby disallowed and expunged in its entirety.
3. Each Superseded Claim identified on **Schedule 2** attached to this Order is hereby disallowed and expunged in its entirety; *provided, that*, the surviving claims identified thereon (the "Surviving Claims") will remain on the claims register and such claims are neither allowed nor disallowed at this time, and shall be subject to any future objection on any basis. Nothing herein shall constitute, nor shall it be deemed to constitute, the allowance of any of the Surviving Claims.
4. Each Second Omnibus Claim identified on **Schedule 3** attached to this Order is hereby disallowed and expunged in its entirety.
5. 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.
6. 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

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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** 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 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.

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7. 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.

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

9. 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

No Liability Claims

No Liability Claims

#	Creditor	Overstated Claim					Grounds for Objection	Modified Claim		Objection Reference
		Claim No.	Date Filed	Debtor	Asserted Claim Amount	Claim Category		Claim Amount		
1	County of Orange Treasurer-Tax Collector	1171	4/29/2024	Invitae Corporation	\$ 66,767.59	Priority	Claim represents estimated taxes for 7/01/24 to 6/30/25. The Debtors rejected the underlying lease in the City of Orange on 2/13/24. Claimant has no liabilities with the Debtors given the asserted claim pertains to a period after the lease was rejected.	\$ -		Section II, Paragraphs 20-22
2	Name on File	1044	4/15/2024	Invitae Corporation	UNLIQUIDATED	General Unsecured	Debtors assert no earnout shares are due under the unit purchase agreement. Claimant has no liabilities with the Debtors. Claim represents FY23 estimated corporate combined excise taxes. Debtors' filed state tax returns on 10/15/24 indicating an overpayment owed to the Debtors' for \$23,163.	\$ -		Section II, Paragraphs 20-22
3	Massachusetts Department of Revenue	99	3/22/2024	Invitae Corporation	\$ 175,925.00	Priority	Claim represents FY23 estimated corporation taxes. Debtors' filed state tax returns on 10/15/24 indicating an overpayment owed to the Debtors' for \$144,086.	\$ -		Section II, Paragraphs 20-22
4	New York City Department of Finance	1283	6/24/2024	Invitae Corporation	\$ 135,622.02	Priority		\$ -		Section II, Paragraphs 20-22

Schedule 2

Superseded Claims

Superseded Claims

#	Creditor	Superseded Claim				Surviving Claim				Grounds for Objection	Objection Reference			
		Claim No.	Date Filed	Debtor	Claim Amount	Asserted Priority	Creditor	Claim No.	Date Filed			Debtor	Claim Amount	Asserted Priority
1	Department of Treasury - Internal Revenue Service	1241	05/22/24	Invitae Corporation	\$ 80.55 \$ 5,475.72	General Unsecured Priority	Department of Treasury - Internal Revenue Service	1271	06/19/24	Invitae Corporation	\$ 7,025.30 \$ 7,353.47	General Unsecured Priority	Filed claim 1271 supersedes filed claim 1241.	Section III, Paragraphs 23-25
2	Klick USA, Inc.	20	02/22/24	Corporation Invitae	\$ 762,300.00	General Unsecured	Klick Inc.	139	03/27/24	Corporation Invitae	\$ 762,300.00	General Unsecured	Filed claim 139 supersedes filed claim 20.	Section III, Paragraphs 23-25
3	Klick USA, Inc.	26	02/23/24	Corporation	\$ 762,300.00	General Unsecured	Klick Inc.	139	03/27/24	Corporation	\$ 762,300.00	General Unsecured	Filed claim 139 supersedes filed claim 26.	Section III, Paragraphs 23-25
4	Name on File	363	04/03/24	Invitae Corporation	\$ 20,000.00	General Unsecured	Wilmington Savings Fund Society, FSB, in its Capacity as Indenture Trustee for the Convertible Notes	848	04/12/24	Invitae Corporation	\$ 1,183,675,941.89	General Unsecured	Filed claim 848 supersedes filed claim 363 pursuant to Paragraph 8(D) of Docket No. 189.	Section III, Paragraphs 23-25

Schedule 3

Books and Records Claims

Books and Records Claims

#	Creditor	Overstated Claim					Grounds for Objection	Modified Claim		Objection Reference
		Claim No.	Date Filed	Debtor	Asserted Claim Amount	Claim Category		Claim Amount		
1	AIG Property Casualty, Inc.	864	04/15/2024	Invitae Corporation	UNLIQUIDATED	General Unsecured	The Debtors do not have outstanding amounts owed to the claimant in their books and records and claimant did not provide a liquidated damages amount.	\$	-	Section IV, Paragraphs 26-28
2	Arch Insurance Company	713	04/11/2024	Invitae Corporation	UNLIQUIDATED	Admin Priority	The Debtors do not have outstanding amounts owed to the claimant in their books and records and claimant did not provide a liquidated damages amount.	\$	-	Section IV, Paragraphs 26-28
3	U.S. Customs and Border Protection	1290	07/15/2024	Invitae Corporation	UNLIQUIDATED	Priority	The Debtors do not have outstanding amounts owed to the claimant in their books and records and claimant did not provide a liquidated damages amount.	\$	-	Section IV, Paragraphs 26-28