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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.<sup>1</sup>

Chapter 11

Case No. 24-11362 (MBK)

(Jointly Administered)

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



**PLAN ADMINISTRATOR’S FOURTH  
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**

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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”).<sup>2</sup>

**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; (ii) reclassifying and expunging each proof of claim identified on Schedule 2 to the Order (collectively, the “Equity Reclassified Claims”) because each such claim is an equity claim and should be classified accordingly; (iii) reducing each claim identified on Schedule 3 to the Order (collectively, the “Reduced Claims”) because each such claim has been partially satisfied or otherwise incorrectly asserts amounts that are not owed by the Debtors; (iv) reclassifying each proof of claim identified on Schedule 4 to the Order (collectively, the “GUC Reclassified Claims”) because each such claim is improperly classified as an administrative or priority claim and should be reclassified as a general unsecured claim; and (v) reducing and reclassifying each proof of claim identified on Schedule 5 to the Order

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<sup>2</sup> 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].

(collectively, the “Reduced and Reclassified Claims”, together with the Late-Filed Claims, Equity Reclassified Claims, Reduced Claims, and GUC Reclassified Claims, the “Fourth Omnibus Claims”, and the related claimants, the “Claimants”) because each such Claim is improperly classified as an administrative or priority claim and has been partially satisfied. As such, each of the Fourth Omnibus Claims listed on Schedules 1, 2, 3, 4, and 5 to the Order (collectively, the “Schedules”) should be disallowed, expunged, reduced and/or reclassified, as applicable.

2. In support of this Objection, the Plan Administrator submits the *Declaration of Andrew Spirito in Support of the Plan Administrator’s Fourth 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 “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”).<sup>3</sup>

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*

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

*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. (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 Fourth 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 disallowing, expunging, reducing and/or reclassifying each of the Fourth 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 Env’tl. Energy, Inc. (In re O’Brien Env’tl. 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” and claims that are “interests, rather than claims.” *See* Bankruptcy Rule 3007(d)(4) and (7). Local Rule 3007-2 expands on the those claims for which an omnibus objection may be filed, including that “[a]n omnibus objection to claims may be filed to reduce the amount of a claim or to modify a claim’s priority status.” D.N.J. LBR 3007-2. The Claims Objections Procedures Order also provides that the Plan Administrator may object to claims on the grounds that such claims “are classified incorrectly or improperly” *See* Claims Objection Procedures Order, Exhibit 1, ¶ 1.e. 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. Equity Reclassified Claims**

23. For the reasons set forth in this Objection, Schedule 2, and the Spirito Declaration, each of the Equity Reclassified Claims assert an administrative, secured, priority or general unsecured claim that is not supported by the asserted proof of claim, the supporting documentation attached thereto, if any, and/or under the Bankruptcy Code or the confirmed Plan. Each of the Equity Reclassified Claims asserts a claim on account of equity interests in the Debtors and fails to provide, and the Plan Administrator is unaware of any facts, to support the administrative, secured, priority or general unsecured claim status as asserted, whether liquidated or unliquidated. Further, the Plan provides that all Equity Interests shall be cancelled, released, extinguished, and discharged and will be of no further force or effect. *See* Plan, Article III.C.10. and Confirmation Order, ¶ 70. The Plan Administrator does not believe the Wind-Down Debtors are liable for the Equity Reclassified Claims as currently filed and submits that the Equity Reclassified Claims should be reclassified as equity claims and expunged as set forth on Schedule 2 to the Order, including any unliquidated amounts thereto.

24. The Equity Reclassified Claims, including any unliquidated amounts thereto, should be modified where appropriate under section 502(b)(1) of the Bankruptcy Code and Bankruptcy Rule 3007. If the Equity Reclassified Claims are not formally reclassified and expunged as requested herein, the relevant claimants may receive a better recovery than other similarly situated creditors, even though such recovery is not warranted. The relief requested in this Objection is necessary to prevent any inappropriate distribution of estate funds and to facilitate the administration of the claims process. The Plan Administrator requests that the Court enter the Order reclassifying and expunging the Equity Reclassified Claims identified on Schedule 2 to the Order.

#### **IV. Reduced Claims**

25. For the reasons set forth in this Objection, Schedule 3, and the Spirito Declaration, the Plan Administrator submits that each of the Reduced Claims asserts a claim against the Debtors that has been partially satisfied or otherwise incorrectly asserts amounts that are not owed by the Debtors.

26. Based on the Plan Administrator's careful review of the Debtors' books and records, the Schedules, and the Reduced Claims, including supporting documentation provided by the Claimant, if any, the Plan Administrator has determined that each of the Reduced Claims has been partially satisfied or otherwise incorrectly asserts amounts that are not owed by the Debtors. The Reduced Claims should therefore be reduced 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.

27. As indicated on Schedule 3 to the Order, each Reduced Claim should be reduced to the amount reflected therein. Accordingly, the Plan Administrator seeks entry of the Order reducing the Reduced Claims and authorizing the Plan Administrator to update the Claims Register.

#### **V. GUC Reclassified Claims**

28. For the reasons set forth in this Objection, Schedule 4, and the Spirito Declaration, each of the GUC Reclassified Claims asserts an administrative or priority claim that is not supported by the asserted proof of claim, the supporting documentation attached thereto, if any, and/or under the Bankruptcy Code or the confirmed Plan. Each of the GUC Reclassified Claims asserts an administrative priority claim for services provided in the twenty (20) days prior to the Petition Date and not for “goods received by a debtor” as required by section 503(b)(9) of the Bankruptcy Code. The Plan Administrator does not believe that the Wind-Down Debtors are liable for the GUC Reclassified Claims as currently filed and submits that the GUC Reclassified Claims should be reclassified as set forth on Schedule 4 to the Order, including any unliquidated amounts.

29. The GUC Reclassified Claims, including any unliquidated amounts thereto, should be modified where appropriate under section 502(b)(1) of the Bankruptcy Code and Bankruptcy Rule 3007. If the GUC Reclassified Claims are not formally reclassified and modified as requested herein, the relevant claimants may receive a better recovery than other similarly situated creditors, even though such recovery is not warranted. The relief requested in this Objection is necessary to prevent any inappropriate distribution of estate funds and to facilitate the administration of the claims process. The Plan Administrator requests that the Court

enter the Order reclassifying the GUC Reclassified Claims identified on Schedule 4 to the Order and authorizing the Plan Administrator to update the Claims Register.

#### **VI. Reduced and Reclassified Claims**

30. For the reasons set forth in this Objection, Schedule 5, and the Spirito Declaration, the Plan Administrator submits that each of the Reduced and Reclassified Claims asserts a claim against the Debtors that has been partially satisfied and asserts an administrative or priority claim that is not supported by the asserted proof of claim, the supporting documentation attached thereto, if any, and/or under the Bankruptcy Code or the confirmed Plan.

31. In addition to having been partially satisfied, each of the Reduced and Reclassified Claims asserts an administrative priority claim for services provided in the twenty (20) days prior to the Petition Date and not for “goods received by a debtor” as required by section 503(b)(9) of the Bankruptcy Code or other administrative claims with priority treatment pursuant to section 507(a)(4) of the Bankruptcy Code. The Reduced and Reclassified Claims, including any unliquidated amounts thereto, should be modified where appropriate under section 502(b)(1) of the Bankruptcy Code and Bankruptcy Rule 3007. If the Reduced and Reclassified Claims are not formally reclassified and modified as requested herein, the relevant claimants may receive a better recovery than other similarly situated creditors, even though such recovery is not warranted. The relief requested in this Objection is necessary to prevent any inappropriate distribution of estate funds and to facilitate the administration of the claims process.

32. Accordingly, the Plan Administrator seeks entry of the Order modifying the Reduced and Reclassified Claims as set forth in Schedule 5 and authorizing the Plan Administrator to update the Claims Register.

### **Separate Contested Matters**

33. 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**

34. 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.

35. 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, Schedule 3, Schedule 4 or Schedule 5 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**

36. 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**

37. 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: January 28, 2025

Respectfully Submitted,

/s/ Michael D. Sirota

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

**Exhibit A**

**Proposed Order**

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

**ORDER SUSTAINING PLAN ADMINISTRATOR’S  
FOURTH 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**

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

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<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 <https://www.veritaglobal.net/invitae>. The Debtors’ service address in these chapter 11 cases is 1400 16<sup>th</sup> 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 FOURTH  
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

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Upon consideration of the *Plan Administrator's Fourth 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")<sup>1</sup> 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, 3, 4 and 5** 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

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<sup>1</sup> 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)

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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 Fourth Omnibus Claim identified on **Schedule 1 and Schedule 2** attached to this Order is hereby disallowed and expunged in its entirety.
3. Each Fourth Omnibus Claim identified on **Schedule 3, Schedule 4 and Schedule 5** attached to this Order is hereby modified as set forth thereon (the "Modified Claims"). The Modified Claims will remain on the Claims Register and such claims are neither allowed nor disallowed at this time, and may 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 Modified Claims.
4. 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.
5. 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

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Debtors: Invitae Corporation, *et al.*

Case No. 24-11362 (MBK)

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RULES 3007-1 AND 3007-2

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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, Schedule 3, Schedule 4 and Schedule 5** 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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Debtors: Invitae Corporation, *et al.*

Case No. 24-11362 (MBK)

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6. 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.

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

8. 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	Cision US Inc.	1327	10/28/2024	Invitae Corporation	\$ 4,990.68	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
2	Name on File	1328	10/31/2024	Invitae Corporation	\$ 6,200.00	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
3	Aspira Womens Health Inc	1329	11/14/2024	Invitae Corporation	\$ 9,783.97	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
4	Name on File	1330	12/16/2024	Invitae Corporation	\$ 4,527.50	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
5	Name on File	1331	12/16/2024	Invitae Corporation	\$ 2,477.50	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22
6	Name on File	1332	12/16/2024	Invitae Corporation	\$ 8,205.00	General Unsecured	Claim filed after April 15th, 2024 general claims bar date.	Section II, Paragraphs 20-22

**Schedule 2**

**Equity Reclassified Claims**

**Equity Reclassified Claims**

#	Creditor	Claim No.	Date Filed	Debtor	Asserted Secured Amount	Asserted Admin Priority Amount	Asserted Priority Amount	Asserted General Unsecured Amount	Total Asserted Amount	Grounds for Disallowance	Objection Reference
1	Name on File	172	03/27/2024	Invitae Corporation	\$ -	\$ -	\$ -	\$ 1,111.44	\$ 1,111.44	Claim relates to equity ownership.	Section III, Paragraphs 23-24
2	Name on File	630	04/09/2024	Invitae Corporation	\$ -	\$ -	\$ -	\$ 550.00	\$ 550.00	Claim relates to equity ownership.	Section III, Paragraphs 23-24
3	Name on File	655	04/10/2024	Invitae Corporation	\$ -	\$ -	\$ 58,000.00	\$ -	\$ 58,000.00	Claim relates to equity ownership.	Section III, Paragraphs 23-24

**Schedule 3**

**Reduced Claims**

Reduced Claims

#	Creditor	Overstated Claim						Grounds for Modification	Modified Claim	Objection Reference
		Claim No.	Schedule	Date Filed	Debtor	Asserted Claim Amount	Claim Priority		Claim Amount	
1	Datasite LLC	74		03/14/2024	Invitae Corporation	\$ 71,894.66	General Unsecured	Partially satisfied by \$41,904.48 payment made on 4/11/24.	\$ 29,990.18	Section IV, Paragraphs 25-27
2	Eagle Graphics LLC	76		03/15/2024	Invitae Corporation	\$ 2,478.61	General Unsecured	Partially satisfied by \$52.17 payment made on 3/11/24 and \$1,346.22 payment made on 5/23/24.	\$ 1,821.61	Section IV, Paragraphs 25-27
						\$ 689.22	Admin Priority		\$ -	
3	Human Potential LLC	86		03/20/2024	Invitae Corporation	\$ 11,000.00	General Unsecured	Claim reduced to supporting invoice amount of \$1,000. Subsequently, invoice was fully satisfied by \$1,000.00 payment made on 6/30/22.	\$ 1,000.00	Section IV, Paragraphs 25-27
4	Hamilton Robotics	333		04/02/2024	Invitae Corporation	\$ 54,646.84	General Unsecured	Partially satisfied by \$47,095.79 payment made on 3/28/24.	\$ 7,551.05	Section IV, Paragraphs 25-27
5	Iron Mountain Information Management, LLC	596		04/09/2024	Invitae Corporation	\$ 10,121.40	General Unsecured	Partially satisfied by \$2,671.26 payment made on 4/04/24, \$3,993.43 payment made on 5/16/24, \$961.44 payment made on 6/06/24, and \$3,579.87 payment made on 6/20/24.	\$ 629.40	Section IV, Paragraphs 25-27
						\$ 1,714.00	Secured		\$ -	
6	449 Broadway LLC <sup>1</sup>	695		04/11/2024	Invitae Corporation	UNLIQUIDATED (\$660,508.14)	General Unsecured	Clam reduced by 3 months of post-petition rent and the drawn letter of credit included in the asserted claim amount.	\$ 370,765.14	Section IV, Paragraphs 25-27
7	Illumina, Inc.	763		04/11/2024	Invitae Corporation	\$ 38,694.29	Admin Priority	Partially satisfied by \$36,451.18 payment made on 3/11/24.	\$ 2,243.11	Section IV, Paragraphs 25-27
8	Weil, Gotshal and Manges LLP	800		04/12/2024	Invitae Corporation	\$ 92,775.80	General Unsecured	Claim reduced by payments made. Remaining claim amount confirmed by creditor on 9/04/24 and includes 2 outstanding invoices.	\$ 41,535.90	Section IV, Paragraphs 25-27
9	Oracle America, Inc. SII to Cerner Corporation	817		04/12/2024	Invitae Corporation	\$ 12,489.00	General Unsecured	Claim reduced by invoice incurred post-January 2024 termination date. The remaining claim amount was satisfied by \$9,605.00 payment made on 8/02/24.	\$ 9,605.00	Section IV, Paragraphs 25-27
10	DynaLIFEDX	829		04/12/2024	Invitae Corporation	\$ 65,719.78	General Unsecured	Partially satisfied by \$34,563.46 payment made on 8/02/24.	\$ 31,156.32	Section IV, Paragraphs 25-27
11	RREEF America REIT II Corp. PPP	855		04/12/2024	Invitae Corporation	\$ 1,033,116.62	General Unsecured	The landlord has already drawn down \$750,000 on the letter of credit and currently holds the entirety of the funds.	\$ 1,033,116.62	Section IV, Paragraphs 25-27
						\$ 750,000.00	Secured		\$ -	
12	Sky Lakes Medical Center Inc. - Laboratory	875		04/12/2024	Invitae Corporation	\$ 3,290.00	General Unsecured	Partially satisfied by \$1,965.00 payment made on 6/19/24 and \$690.00 payment made on 9/19/24.	\$ 635.00	Section IV, Paragraphs 25-27
13	Cox Communications, Inc.		F		Invitae Corporation	\$ 2,044.36	General Unsecured	Partially satisfied by \$891.13 payment made on 3/18/24.	\$ 1,153.23	Section IV, Paragraphs 25-27
14	ExamOne World Wide		F		Invitae Corporation	\$ 105,287.84	General Unsecured	Partially satisfied by \$118.92 payment made on 3/28/24 and \$30,894.82 payment made on 4/04/24.	\$ 74,274.10	Section IV, Paragraphs 25-27

<sup>1</sup> Proof of Claim No. 695 filed by 449 Broadway LLC does not state an amount on the form; however, the referenced attachment provides for a claim in the amount of \$660,508.14. The Plan Administrator therefore seeks to reduce the amount set forth in the Proof of Claim as provided in this Schedule 3. Entry of the Order sustaining the Objection shall authorize the Plan Administrator to update the Claims Register with respect to Proof of Claim No. 695 in the liquidated amount set forth in the corresponding "Modified Claim" column.

**Schedule 4**

**GUC Reclassified Claims**

**GUC Reclassified Claims**

#	Creditor	Misclassified Claim				Modified Claim	Grounds for Modification	Objection Reference
		Claim No.	Date Filed	Debtor	Asserted Admin Priority Amount	General Unsecured Amount		
1	RISE Legal	1050	45397	Invitae Corporation	\$ 1,646.37	\$ 1,646.37	A 503(b)(9) claim pertains to goods received within 20 days. Creditor provided a service and does not have a valid 503(b)(9) claim.	Section V, Paragraphs 28-29



**Schedule 5**

**Reduced and Reclassified Claims**

Reduced and Reclassified Claims

#	Creditor	Overstated and/or Misclassified Claim						Grounds for Modification	Modified Claim	Objection Reference
		Claim No.	Date Filed	Debtor	Asserted Priority Amount	Asserted Admin Priority Amount	Asserted General Unsecured Amount		General Unsecured Amount	
1	Prosecur Services Group, Inc	11	2/18/2024	Invitae Corporation	\$ -	\$ 107,011.36	\$ 349,007.86	Claim reclassified because a 503(b)(9) claim pertains to physical goods received within 20 days. Creditor provided a service and does not have a valid 503(b)(9) claim.. Claim amount is also reduced to \$91,138.55 based on \$4,786.94 payment made on 3/28/24, \$285.72 payment made on 4/11/24, and \$356,640.19 payment made on 9/20/24.	\$ 94,306.37	Section VI, Paragraphs 30-32
2	Cablevision Lightpath LLC	41	3/1/2024	Genosity, LLC	\$ -	\$ 2,300.00	\$ -	Claim reclassified because a 503(b)(9) claim pertains to physical goods received within 20 days. Creditor provided a service and does not have a valid 503(b)(9) claim. Claim amount is also reduced to \$1,625.86 based on a payment of \$674.14 made on 3/07/24.	\$ 1,625.86	Section VI, Paragraphs 30-32
3	Zatzkin LLC	174	03/27/2024	Invitae Corporation	\$ 17,068.97	\$ -	\$ -	Claim reclassified because vendors do not receive priority treatment under section 507(a)(4) of the bankruptcy code. Claim amount is also reduced to \$2,068.97 based on \$5,000 payment made on 1/15/24 and \$10,000 payment made on 8/02/24.	\$ 2,068.97	Section VI, Paragraphs 30-32
4	Western Disposal Services	993	4/15/2024	ArcherDX, LLC	\$ -	\$ 1,830.07	\$ -	Claim reclassified because a 503(b)(9) claim pertains to physical goods received within 20 days. Creditor provided a service and does not have a valid 503(b)(9) claim. Claim amount is also reduced to \$1,521.53 based on a payment of \$308.54 made on 3/29/24.	\$ 1,521.53	Section VI, Paragraphs 30-32

**Exhibit B**

**Spirito Declaration**

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Debtors*

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

In re:

INVITAE CORPORATION, *et al.*,

Debtors.<sup>1</sup>

Chapter 11

Case No. 24-11362 (MBK)

(Jointly Administered)

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

**DECLARATION OF ANDREW SPIRITO  
IN SUPPORT OF PLAN ADMINISTRATOR’S FOURTH  
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**

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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 Fourth 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.<sup>2</sup>

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

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

the 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 represents a claim which was filed after the applicable bar date; (ii) each of the Equity Reclassified Claims listed on Schedule 2 to the Order represents an equity interest in the Debtors; (iii) each of the Reduced Claims identified on Schedule 3 to the Order has been partially satisfied; (iv) each of the GUC Reclassified Claims identified on Schedule 4 to the Order is improperly classified as an administrative or priority claim and should be reclassified as a general unsecured claim; and (v) each of the Reduced and Reclassified Claims identified on Schedule 5 to the Order is improperly classified as an administrative or priority claim and has been partially satisfied. Accordingly, I believe that the Fourth Omnibus Claims should disallowed, expunged, reduced and/or reclassified, as set forth in the Objection.

7. Modification of the claims as described herein and in the Objection will ensure that Claims Register accurately reflects outstanding claims owned by the Wind-Down Debtors,

subject to the Plan Administrator's right to object to such claims in the future on any grounds permitted by applicable law.

8. Failure to modify 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, modification of the Fourth 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.

*[Remainder of page intentionally left blank]*

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: January 28, 2025

Respectfully submitted,

/s/ Andrew Spirito

Name: Andrew Spirito

Title: Plan Administrator