

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

NOVAN, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 23-10937 (LSS)

(Jointly Administered)

Re: Docket No. 221

**ORDER AUTHORIZING AND APPROVING
THE EMPLOYMENT AND RETENTION OF GOODWIN
PROCTER LLP AS LEAD COUNSEL FOR THE OFFICIAL
COMMITTEE OF UNSECURED CREDITORS EFFECTIVE AS OF JULY 31, 2023**

This matter is before the Court upon the application (the “Application”)² of the Committee for entry of an order authorizing the Committee to employ and retain Goodwin Procter LLP (“Goodwin”) as lead counsel in the above-captioned cases effective as of July 31, 2023. In the Application, the Committee seeks authority to retain and employ Goodwin as its lead counsel, effective as of July 31, 2023. It appearing that proper notice of the Application has been given and that no further notice or hearing is required; and the Court being satisfied based on the representations made in the Application that while employed by the Committee, Goodwin represents no other entity having an adverse interest in connection with these Chapter 11 Cases in accordance with Bankruptcy Code Section 1103(b), and that Goodwin has disclosed any connection with parties set forth in Rule 2014 of the Bankruptcy Rules, and it appearing that Goodwin is disinterested as defined in Bankruptcy Code Section 101(14), and the Court having jurisdiction to consider the Application and the relief requested therein pursuant to 28 U.S.C. §§

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of the Debtors’ federal tax identification number (if applicable), are: Novan, Inc. (7682) and EPI Health, LLC (9118). The corporate headquarters and the mailing address for the Debtors is 4020 Stirrup Creek Drive, Suite 110, Durham, NC 27703.

² Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Application.



157 and 1334, and consideration of the Application and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b), and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409, and having reviewed the Application and the accompanying *Declaration of Howard S. Steel* filed in support of the Application, the Court finds and determines that Goodwin does not represent any other entity having an adverse interest in connection with these Chapter 11 Cases in accordance with Bankruptcy Code Section 1103(b). Due and proper notice of the Application having been provided, and it appearing that no other or further notice is necessary or required, and the Court having reviewed the Application and having determined that the legal and factual bases set forth in the Application establish just cause for the relief granted herein, and upon all of the proceedings had before the Court, and after due deliberation thereon, and sufficient cause appearing therefor, it is hereby:

ORDERED, ADJUDGED, AND DECREED that:

1. The Application is hereby APPROVED as set forth herein.
2. In accordance with Bankruptcy Code Section 328 and 1103(a), the Committee is hereby authorized to employ and empowered to retain Goodwin as counsel, effective as of July 31, 2023, to represent the Committee in the Debtors' Chapter 11 Cases on the terms set forth in the Application and the Steel Declaration.
3. Goodwin shall apply for compensation for professional services rendered and reimbursement of expenses incurred in connection with these Chapter 11 Cases in compliance with Bankruptcy Code Sections 330 and 331, the applicable Bankruptcy Rules, the Local Rules, and such other procedures as may be fixed by order of this Court.
4. No agreement or understanding exists between Goodwin and any other person, other than as permitted by Bankruptcy Code Section 504, to share compensation received for

services rendered in connection with these Chapter 11 Cases, nor shall Goodwin share or agree to share compensation received for services rendered in connection with these Chapter 11 Cases with any other person other than as permitted by Bankruptcy Code Section 504.

5. Goodwin shall file a notice of any increase of the hourly rates listed in the Application prior to such increase taking effect, and serve the same on the Committee.

6. To the extent that there may be any inconsistency between the terms of the Application, the Steel Declaration, and this Order, the terms of this Order shall govern.

7. The Committee is authorized and empowered to take such actions as may be necessary and appropriate to implement the terms of this Order.

8. The Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

Dated: September 7th, 2023
Wilmington, Delaware


LAURIE SELBER SILVERSTEIN
UNITED STATES BANKRUPTCY JUDGE