

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

Zosano Pharma Corporation,¹

Debtor.

Chapter 11

Case No. 22-10506 (JKS)

NOTICE OF HEARING TO CONSIDER
CONFIRMATION OF THE CHAPTER 11 PLAN FILED BY THE
DEBTOR AND RELATED VOTING AND OBJECTION DEADLINES

PLEASE TAKE NOTICE THAT on October 7, 2022, the United States Bankruptcy Court for the District of Delaware (the “**Court**”) entered an order [Docket No. 227] (the “**Disclosure Statement Order**”): (a) authorizing Zosano Pharma Corporation, the debtor and debtor in possession (the “**Debtor**”) in the above-captioned chapter 11 (the “**Chapter 11 Case**”), to solicit acceptances for the *Chapter 11 Plan of Liquidation of Zosano Pharma Corporation* (as amended, supplemented, or otherwise modified from time to time, the “**Plan**”);² (b) approving the *Disclosure Statement for Chapter 11 Plan of Liquidation of Zosano Pharma Corporation* (the “**Disclosure Statement**”) as containing “adequate information” pursuant to section 1125 of the Bankruptcy Code; (c) approving the solicitation materials and documents to be included in the solicitation packages (the “**Solicitation Packages**”); and (d) approving procedures for soliciting, receiving, and tabulating votes on the Plan and for filing objections to the Plan.

PLEASE TAKE FURTHER NOTICE THAT the hearing at which the Court will consider Confirmation of the Plan (the “**Confirmation Hearing**”) will commence on **November 18, 2022 at 1:30 p.m. (prevailing Eastern Time)** before the Honorable J. Kate Stickles, United States Bankruptcy Court Judge, in the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 5th Floor, Wilmington, Delaware 19801.

PLEASE BE ADVISED: THE CONFIRMATION HEARING MAY BE CONTINUED FROM TIME TO TIME BY THE COURT OR THE DEBTOR **WITHOUT FURTHER NOTICE** OTHER THAN BY SUCH ADJOURNMENT BEING ANNOUNCED IN OPEN COURT OR BY A NOTICE OF ADJOURNMENT FILED WITH THE COURT AND SERVED ON ALL PARTIES ENTITLED TO NOTICE.

CRITICAL INFORMATION REGARDING VOTING ON THE PLAN

Voting Record Date. The voting record date is **October 6, 2022** which is the date for determining which Holders of Claims in Classes 3 and 4 are entitled to vote on the Plan.

Voting Deadline. The deadline for voting on the Plan is **November 10, 2022 at 4:00 p.m. (prevailing Eastern Time)** (the “**Voting Deadline**”). If you received a Solicitation Package, including a

¹ The business address and the last four (4) digits of the Debtor’s federal tax identification number is Zosano Pharma Corporation, 34790 Ardentech Court, Fremont, California 94555 (8360).

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Plan.



Ballot and intend to vote on the Plan you **must**: (a) follow the instructions carefully; (b) complete **all** of the required information on the Ballot; and (c) execute and return your completed Ballot according to and as set forth in detail in the voting instructions so that it is **actually received** by the Debtor’s notice and claims agent, Kurtzman Carson Consultants LLC (the “**Notice and Claims Agent**”) on or before the Voting Deadline. **A failure to follow such instructions may disqualify your vote.**

CRITICAL INFORMATION REGARDING RELEASES

ARTICLE IX OF THE PLAN CONTAINS RELEASE, EXCULPATION, AND INJUNCTION PROVISIONS, AND ARTICLE IX.C CONTAINS A RELEASES BY HOLDERS OF CLAIMS. THUS, YOU ARE ADVISED TO REVIEW AND CONSIDER THE PLAN CAREFULLY BECAUSE YOUR RIGHTS MIGHT BE AFFECTED THEREUNDER.

ALL HOLDERS OF CLAIMS THAT DO NOT TIMELY OPT OUT OF THE RELEASES BY HOLDERS OF CLAIMS PURSUANT TO THE PROCEDURES AUTHORIZED IN THE DISCLOSURE STATEMENT ORDER OR TIMELY FILE AN OBJECTION TO THE RELEASES BY HOLDERS OF CLAIMS WILL BE DEEMED TO HAVE CONSENTED TO THE RELEASES BY HOLDERS OF CLAIMS.

HOLDERS OF CLAIMS MAY FILE OPT-OUT FORMS RELATED TO THE RELEASES BY HOLDERS OF CLAIMS SET FORTH IN ARTICLE IX OF THE PLAN. PLEASE REFER TO YOUR BALLOT AND RETURN THE BALLOT SO THAT IT IS ACTUALLY RECEIVED NO LATER THAN THE VOTING DEADLINE, OR TIMELY FILE AN OBJECTION TO THE RELEASES BY HOLDERS OF CLAIMS.

CRITICAL INFORMATION REGARDING OBJECTING TO THE PLAN

Plan Objection Deadline. The deadline for filing objections to the Plan is **November 10, 2022 at 4:00 p.m. (prevailing Eastern Time)** (the “**Plan Objection Deadline**”). All objections to the relief sought at the Confirmation Hearing **must**: (a) be in writing; (b) conform to the Bankruptcy Rules, the Local Rules, and any orders of the Court; (c) state, with particularity, the legal and factual basis for the objection and, if practicable, a proposed modification to the Plan (or related materials) that would resolve such objection; **and** (d) be filed with the Court (contemporaneously with a proof of service) and served upon the following parties so as to be **actually received** on or before the Plan Objection Deadline:

Greenberg Traurig, LLP Counsel to the Debtor		
Dennis A. Meloro The Nemours Building 1007 North Orange Street, Suite 1200 Wilmington, Delaware 19801 Email: melorod@gtlaw.com	John D. Elrod Terminus 200 3333 Piedmont Road NE, Suite 2500 Atlanta, Georgia 30305 Email: elrodj@gtlaw.com	Ari Newman 333 S.E. Second Ave, Suite 4400 Miami, Florida 33131 Email: newmanar@gtlaw.com

U.S. Trustee

Attn: Joseph F. Cudia
Office of the United States Trustee for the District of Delaware
844 King Street
Wilmington, Delaware 19801

ADDITIONAL INFORMATION

Obtaining Solicitation Materials. The materials in the Solicitation Package are intended to be self-explanatory. If you should have any questions or if you would like to obtain additional solicitation materials, please feel free to contact the Debtor's Notice and Claims Agent, by: (1) calling or emailing the Notice and Claims Agent at (888) 830-4665 (toll free) or (310) 751-2648 (international) or ZosanoPharmaInfo@kccllc.com; (2) visiting the Debtor's restructuring website at: <http://www.kccllc.net/zosanopharma>; and/or (3) writing to the Notice and Claims Agent at: Zosano Pharma Ballot Processing Center c/o KCC, 222 N. Pacific Coast Highway, Suite 300 El Segundo, CA 90245. Please be advised that the Notice and Claims Agent is authorized to answer questions about, and provide additional copies of, solicitation materials, but may *not* advise you as to whether you should vote to accept or reject the Plan. You may also obtain copies of any pleadings filed in this Chapter 11 Case for a fee via PACER at: <http://www.deb.uscourts.gov>.

The Plan Supplement. The Debtor will file the Plan Supplement (as defined in the Plan) on or before **November 3, 2022** and will serve it on all parties on the 2002 List.

BINDING NATURE OF THE PLAN:

IF CONFIRMED, THE PLAN SHALL BIND ALL HOLDERS OF CLAIMS OR INTERESTS TO THE MAXIMUM EXTENT PERMITTED BY APPLICABLE LAW, WHETHER OR NOT SUCH HOLDER WILL RECEIVE OR RETAIN ANY PROPERTY OR INTEREST IN PROPERTY UNDER THE PLAN, HAS FILED A PROOF OF CLAIM OR INTEREST IN THE CHAPTER 11 CASE, OR FAILED TO VOTE TO ACCEPT OR REJECT THE PLAN OR VOTED TO REJECT THE PLAN.

[Signature on next page]

Dated October 15, 2022

GREENBERG TRAUIG, LLP

/s/ Dennis A. Meloro

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Counsel for the Debtor and Debtor in Possession