

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

In re:

Zosano Pharma Corporation,

Debtor.

Chapter 11

Case No. 22-10506 (JKS)

Ref. Docket No. 385

**ORDER APPROVING STIPULATION WITH ALZA CORPORATION
REDUCING AND ALLOWING CLAIM NO. 231**

This matter coming before the Court upon the *Stipulation With Alza Corporation Reducing and Allowing Claim No. 231* (the “**Stipulation**”), and the Court having reviewed the Stipulation,

IT IS HEREBY ORDERED THAT:

1. The Stipulation attached hereto as Exhibit 1 is approved.
2. Alza shall have an allowed general unsecured claim of \$50,000.00.
3. The Parties to the Stipulation are authorized to take all action necessary or appropriate to implement the Stipulation.
4. This Court shall retain jurisdiction to resolve any and all disputes arising from or related to this Order.
5. This Stipulation shall become effective immediately upon entry of this Order.

Dated: August 29th, 2023
Wilmington, Delaware


J. KATE STICKLES
UNITED STATES BANKRUPTCY JUDGE



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EXHIBIT 1

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

In re:

Zosano Pharma Corporation,¹

Debtor.

Chapter 11

Case No. 22-10506 (JKS)

**STIPULATION WITH ALZA CORPORATION
REDUCING AND ALLOWING CLAIM NO. 231**

SierraConstellation Partners, LLC, acting as Liquidating Trustee on behalf of the above-captioned debtor and debtor-in-possession (the “**Debtor**”), and Alza Corporation (“**Alza**” and, together with the Debtor, the “**Parties**”), hereby stipulate and agree (this “**Stipulation**”) as follows:

RECITALS

WHEREAS, on June 1, 2022 (the “**Petition Date**”), the Debtor filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”) in the United States Bankruptcy Court for the District of Delaware (the “**Court**”), and continues to operate its business as a debtor-in-possession pursuant to Sections 1107 and 1108 of the Bankruptcy Code;

WHEREAS, on or about August 22, 2022, Alza filed a claim in the amount of \$100,000,000 which has been ascribed claim no. 231 (the “**Claim**”);

WHEREAS, the Parties have agreed to resolve the Claim on the terms set forth herein.

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).

NOW, THEREFORE, subject to the approval of the Bankruptcy Court, the Parties hereby stipulate and agree as follows:

1. The Bankruptcy Court may enter an order in the form annexed hereto (the **“Stipulation Order”**).

2. The Claim shall be reduced and allowed as a general unsecured claim in the amount of \$50,000.00.

3. This Stipulation is entered into solely to reflect the agreement of the Parties with respect to the subject matter herein, and neither this Stipulation nor the fact of its execution will constitute any admission or acknowledgment on the part of any Party, except with respect to the subject matter of this Stipulation.

4. Each Party is duly authorized and empowered to execute this Stipulation.

5. The Bankruptcy Court shall retain exclusive jurisdiction to resolve any disputes or controversies arising from or related to this Stipulation.

6. All of the recitals set forth above are incorporated by reference as if fully set forth herein. This Stipulation constitutes the complete express agreement of the Parties concerning the subject matter hereof, and no modification or amendment to this Stipulation shall be valid unless it is in writing, signed by the Party or Parties to be charged and approved by the Bankruptcy Court.

7. Each Party has participated in and jointly consented to the drafting of this Stipulation and any claimed ambiguity shall not be construed for or against either Party on account of such drafting.

8. The terms and conditions of this Stipulation shall be immediately effective and enforceable upon its entry.

Dated: August 28, 2023

GREENBERG TRAURIG, LLP

/s/ Dennis A. Meloro

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-and-

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