Docket #0205 Date Filed: 05/20/2019

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re	Chapter 11
Achaogen, Inc.,	Case No. 19-10844 (BLS)
Debtor.[1]	

AFFIDAVIT OF SERVICE

I, Sydney Reitzel, depose and say that I am employed by Kurtzman Carson Consultants LLC (KCC), the proposed claims and noticing agent for the Debtors in the above-captioned case.

On May 8, 2019, at my direction and under my supervision, employees of KCC caused to be served the following documents via Electronic Mail upon the service list attached hereto as **Exhibit A**; and via First Class Mail upon the service list attached hereto as **Exhibit B**:

- **Notice of Filing of Proposed Order (I) Authorizing Implementation of a Key Employee Incentive Plan and a Key Employee Retention Plan, (II) Approving the Terms of the Debtors Key Employee Incentive Plan and Key Employee Retention Plan, and (III) Granting Related Relief** [Docket No. 156]

- **Declaration in Support Declaration of Blake Wise in Support of Debtors Motion for Order Approving the Implementation of the Key Employee Incentive Plan and Key Employee Retention Plan** [Docket No. 157]

- **Supplement to Motion of the Debtor for Interim and Final Orders (I) Authorizing The Debtor to (A) Pay Prepetition Wages, Salaries, And Other Compensation and (B) Pay Prepetition Payroll Taxes and Benefits and Continue Benefit Programs in the Ordinary Course, (II) Directing Banks to Honor Checks for Payment of Prepetition Employee Payment and Program Obligations, and (III) Granting Related Relief** [Docket No. 158]

- **Notice of Amended Notice of Agenda of Matters Scheduled for Hearing May 8, 2019 at 11:00 a.m. (Eastern Time)** [Docket No. 160]

[1]The last four digits of the Debtor's federal tax identification number are 3693. The Debtor's mailing address for purposes of this Chapter 11 Case is 1 Tower Place, Suite 400, South San Francisco, CA 94080.

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- **Order (I) Authorizing Implementation of a Key Employee Incentive Plan and a Key Employee Retention Plan, (II) Approving the Terms of the Debtor's Key Employee Incentive Plan and Key Employee Retention Plan, and (III) Granting Related Relief** [Docket No. 163]

- **Final Order Authorizing the Debtors to (A) Pay Prepetition Wages, Salaries, and Other Compensation and (B) Pay Prepetition Payroll Taxes and Benefits and Continue Benefit Programs in the Ordinary Course, (II) Directing Banks to Honor Checks for Payment of Prepetition Employee Payment and Program Obligations, and (III) Granting Related Relief** [Docket No. 164]

- **Order Authorizing Debtor to Employ and Retain Cassel Salpeter & Co., LLC as Investment Banker *Nunc Pro Tunc* as of the Petition Date** [Docket No. 165]

- **Second Interim Order (I) Authorizing Achaogen, Inc. to Obtain Postpetition Secured Financing, (II) Granting Liens and Providing Superpriority Administrative Expense Claims, (III) Authorizing the Use of Cash Collateral, (IV) Granting Adequate Protection, (V) Modifying the Automatic Stay, (V) Scheduling a Final Hearing, and (VII) Granting Related Relief** [Docket No. 166]

Furthermore, on May 8, 2019, at my direction and under my supervision, employees of KCC caused to be served the following documents via First Class Mail upon the service list attached hereto as **Exhibit C**:

- **Supplement to Motion of the Debtor for Interim and Final Orders (I) Authorizing The Debtor to (A) Pay Prepetition Wages, Salaries, And Other Compensation and (B) Pay Prepetition Payroll Taxes and Benefits and Continue Benefit Programs in the Ordinary Course, (II) Directing Banks to Honor Checks for Payment of Prepetition Employee Payment and Program Obligations, and (III) Granting Related Relief** [Docket No. 158]

- **Final Order Authorizing the Debtors to (A) Pay Prepetition Wages, Salaries, and Other Compensation and (B) Pay Prepetition Payroll Taxes and Benefits and Continue Benefit Programs in the Ordinary Course, (II) Directing Banks to Honor Checks for Payment of Prepetition Employee Payment and Program Obligations, and (III) Granting Related Relief** [Docket No. 164]

(Continued on Next Page)

Furthermore, on May 8, 2019, at my direction and under my supervision, employees of KCC caused to be served the following document via Electronic Mail upon the service list attached hereto as **Exhibit A**; via Facsimile upon the service list attached hereto as **Exhibit D**; and via First Class Mail upon the service list attached hereto as **Exhibit E**:

- **Notice of Amended Notice of Agenda of Matters Scheduled for Hearing May 8, 2019 at 11:00 a.m. (Eastern Time)** [Docket No. 160]

Dated: May 17, 2019

Sydney Reitzel

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California, County of Los Angeles

Subscribed and sworn to (or affirmed) before me on this 17th day of May, 2019, by Sydney Reitzel, proved to me on the basis of satisfactory evidence to be the person(s) who appeared before me.

Signature: _____

STEPHANIE PARANHOS
Notary Public – California
Los Angeles County
Commission # 2210581
My Comm. Expires Aug 19, 2021

EXHIBIT A

Exhibit A
Core 2002 Service List
Served via Electronic Mail

Description	CreditorName	CreditorNoticeName	Email
Counsel for the Committee of Unsecured Creditors	Akin Gump Strauss Hauer & Feld LLP	Arik Preis; Allison P. Miller; Rachelle L.T. Rubin; Mitchell P. Hurley; Scott Welkis	apreis@akingump.com; amiller@akingump.com; rlrubin@akingump.com; mhurley@AkinGump.com; swelkis@akingump.com
Counsel for AP3-SF2 CT South, LLC (Landlord)	Allen Matkins Leck Gamble Mallory & Natsis LLP	Michael S. Greger	mgreger@allenmatkins.com
Counsel for DIP Lender (Silicon Valley Bank)	Ashby & Geddes, P.A.	Gregory A. Taylor & Stacy L. Newman	gtaylor@ashbygeddes.com; snewman@ashbygeddes.com
Counsel for Sana Biotechnology, Inc.	Cairncross & Hempelmann	Christopher Young	cyoung@cairncross.com
Counsel for AP3-SF2 CT South, LLC (Landlord)	Connolly Gallagher LLP	Karen C. Bifferato	kbifferato@connollygallagher.com
Counsel for Sana Biotechnology, Inc.	Cozen O'Connor	Mark E. Felger	mfelger@cozen.com
DE AG Office	Delaware Attorney General	Matthew Denn	attorney.general@state.de.us
DE DOJ	Delaware Dept of Justice	Attn Bankruptcy Dept	attorney.general@state.de.us
DE Secretary of State	Delaware Secretary of State	Franchise Tax	dosdoc_bankruptcy@state.de.us
DE State Treasury	Delaware State Treasury		statetreasurer@state.de.us
US Department of Justice	Department of Justice US Attorney General	Commercial Litigation Branch	askdoj@usdoj.gov
Counsel for Hovione Limited	Fox Rothschild LLP	Jeffrey M. Schlerf	jschlerf@foxrothschild.com
Proposed Counsel for the Debtor	Hogan Lovells US LLP	Christopher R. Bryant, John D. Beck	chris.bryant@hoganlovells.com; john.beck@hoganlovells.com
Proposed Counsel for the Debtor	Hogan Lovells US LLP	Richard L Wynne, Erin N. Brady	richard.wynne@hoganlovells.com; erin.brady@hoganlovells.com
IRS	Internal Revenue Service	Attn Susanne Larson	SBSE.Insolvency.Balt@irs.gov
Counsel for the Committee of Unsecured Creditors	Klehr Harrison Harvey Branzburg LLP	Attn Domenic E. Pacitti & Sally E. Veghte	dpacitti@klehr.com; sveghte@klehr.com
Counsel for the Committee of Unsecured Creditors	Klehr Harrison Harvey Branzburg LLP	Attn Morton R. Branzburg	mbranzburg@klehr.com
Claims and Noticing Agent	Kurtzman Carson Consultants	Angela Nguyen	AchaogenInfo@kccllc.com
Counsel for Access TCA, Inc.	Mirick, O'Connell, DeMallie & Lougee, LLP	Paul W. Carey	pcarey@mirickoconnell.com
Proposed Local Counsel for the Debtor	Morris, Nichols, Arsht, & Tunnell LLP	Derek C. Abbot, Andrew R. Remming, Matthew O. Talmo, Paige N. Topper	rdehney@mnat.com; aremming@mnat.com; mtalmo@mnat.com; ptopper@mnat.com
Counsel for DIP Lender (Silicon Valley Bank)	Morrison & Foerster LLP	Alexander G. Rheaume	arheaume@mofo.com
Counsel for DIP Lender (Silicon Valley Bank)	Morrison & Foerster LLP	Todd M. Goren & Benjamin Butterfield	tgoren@mofo.com; bbutterfield@mofo.com
US Trustee for District of DE	Office of the United States Trustee Delaware	Timothy Jay Fox, Jr.	timothy.fox@usdoj.gov
Financial Advisor for Committee of Unsecured Creditors	Province	Attn Harry Foard	hfoard@provincefirm.com
Financial Advisor for Committee of Unsecured Creditors	Province	Attn Michael Atkinson, Eunice Min	matkinson@provincefirm.com; clovera@provincefirm.com
Financial Advisor for Committee of Unsecured Creditors	Province	Attn Stilian Morrison	smorrison@provincefirm.com
SEC Regional Office	Securities & Exchange Commission	G Jeffrey Boujoukos Regional Director	philadelphia@sec.gov
SEC Headquarters	Securities & Exchange Commission	Secretary of the Treasury	SECBankruptcy-OGC-ADO@SEC.GOV
SEC Regional Office	Securities & Exchange Commission NY Office	Andrew Calamari Regional Director	bankruptcynoticeschr@sec.gov
DIP Lender	Silicon Valley Bank	Shelia Colson	scolson@svb.com

Exhibit A

Core 2002 Service List
Served via Electronic Mail

Description	CreditorName	CreditorNoticeName	Email
Top 20 Creditors; Committee of Unsecured Creditors	Solar Capital Ltd.	Attn Anthony Storino	Info@Solarcapltd.Com
US Attorneys Office for DE	US Attorney for Delaware	David C Weiss c/o Ellen Slights	usade.ecfbankruptcy@usdoj.gov
Counsel for Hovione Limited	White & Case LLP	Andrew T. Zatz, Steven R. Schwartz, Brett Bakemeyer	azatz@whitecase.com; steven.schwartz@whitecase.com; brett.bakemeyer@whitecase.com

EXHIBIT B

Exhibit B
Core 2002 Service List
Served via First Class Mail

Description	CreditorName	CreditorNoticeName	Address1	Address2	Address3	City	State	Zip	Country
Counsel for the Committee of Unsecured Creditors	Akin Gump Strauss Hauer & Feld LLP	Arik Preis; Allison P. Miller; Rachelle L.T. Rubin; Mitchell P. Hurley; Scott Welkis	One Bryant Park	Bank of America Tower		New York	NY	10036-6745	
Counsel for Sana Biotechnology, Inc.	Cairncross & Hempelmann	Christopher Young	524 Second Avenue, Ste 500			Seattle	WA	98104-2323	
Counsel for Sana Biotechnology, Inc.	Cozen O'Connor	Mark E. Felger	Chase Manhattan Center	1201 North Market St, Ste 1001		Wilmington	DE	19801	
Committee of Unsecured Creditors	Crystal BioScience	Attn Charles Berkman		3911 Sorrento Valley Blvd, Ste 110		San Diego	CA	92121	
DE AG Office	Delaware Attorney General	Matthew Denn	Carvel State Office Building	820 N French St		Wilmington	DE	19801	
DE DOJ	Delaware Dept of Justice	Attn Bankruptcy Dept	820 N French St 6th Fl			Wilmington	DE	19801	
DE Secretary of State	Delaware Secretary of State	Franchise Tax	401 Federal Street	PO Box 898		Dover	DE	19903	
DE State Treasury	Delaware State Treasury		820 Silver Lake Blvd Suite 100			Dover	DE	19904	
US Department of Justice	Department of Justice US Attorney General	Commercial Litigation Branch	950 Pennsylvania Ave NW			Washington	DC	20530	
Committee of Unsecured Creditors	Esteve Quimica, SA.	Attn Manuel Lourenco and Gary Conte	Pg. de la Zona Franca 109th	4th Floor		Barcelona		08036	Spain
Counsel for Hovione Limited	Fox Rothschild LLP	Jeffrey M. Schlerf	919 North Market St, Ste 300			Wilmington	DE	19801	
Committee of Unsecured Creditors	Hovione Limited	Attn Tiago Ferreira de Matos	Loughbeg	Ringaskiddy	County Cork	Cork			Ireland
IRS	Internal Revenue Service	Attn Susanne Larson	31 Hopkins Plz Rm 1150			Baltimore	MD	21201	
IRS	Internal Revenue Service	Centralized Insolvency Operation	PO Box 7346			Philadelphia	PA	19101-7346	
Counsel for the Committee of Unsecured Creditors	Klehr Harrison Harvey Branzburg LLP	Attn Domenic E. Pacitti & Sally E. Veghte	919 Market Street, Suite 1000			Wilmington	DE	19801-3062	
Counsel for the Committee of Unsecured Creditors	Klehr Harrison Harvey Branzburg LLP	Attn Morton R. Branzburg	1835 Market Street, Suite 1400			Philadelphia	PA	19103	
Counsel for Access TCA, Inc.	Mirick, O'Connell, DeMallie & Lougee, LLP	Paul W. Carey	100 Front St			Worcester	MA	01608	
Attorney for the Missouri Department of Revenue	Missouri Department of Revenue	Bankruptcy Unit	Attn Steven A. Ginther	PO Box 475		Jefferson City	MO	65105-0475	
US Trustee for District of DE	Office of the United States Trustee Delaware	Timothy Jay Fox, Jr.	844 King St Ste 2207	Lockbox 35		Wilmington	DE	19801	
Financial Advisor for Committee of Unsecured Creditors	Province	Attn Harry Foard	80 S.W. 8th Street., Suite 2803			Miami	FL	33130	
Financial Advisor for Committee of Unsecured Creditors	Province	Attn Michael Atkinson, Eunice Min	36 S. Charles Street, Suite 2310			Baltimore	MD	21201	
Financial Advisor for Committee of Unsecured Creditors	Province	Attn Stilian Morrison	1000 S. Pine Island Rd., Suite 222			Plantation	FL	33324	
SEC Regional Office	Securities & Exchange Commission	G Jeffrey Boujoukos Regional Director	1617 JFK Boulevard Ste 520			Philadelphia	PA	19103	
SEC Headquarters	Securities & Exchange Commission	Secretary of the Treasury	100 F St NE			Washington	DC	20549	

Exhibit B
Core 2002 Service List
Served via First Class Mail

Description	CreditorName	CreditorNoticeName	Address1	Address2	Address3	City	State	Zip	Country
DIP Lender	Silicon Valley Bank	Shelia Colson	3003 Tasman Drive			Santa Clara	CA	95054	
Top 20 Creditors; Committee of Unsecured Creditors	Solar Capital Ltd.	Attn Anthony Storino	500 Park Ave, 3rd Floor			New York	NY	10022	
US Attorneys Office for DE	US Attorney for Delaware	David C Weiss c/o Ellen Slights	1007 Orange St Ste 700	PO Box 2046		Wilmington	DE	19899-2046	
Counsel for Hovione Limited	White & Case LLP	Andrew T. Zatz, Steven R. Schwartz, Brett Bakemeyer	1221 Avenue of the Americas			New York	NY	10020-1095	
Committee of Unsecured Creditors	World Courier	Attn Christopher Keeler		1313 Fourth Avenue		New Hyde Park	NY	11040	

EXHIBIT C

Exhibit C

Employee Benefits Service List

Served via First Class Mail

CreditorName	CreditorNoticeName	Address1	City	State	Zip
Anthem Blue Cross		1831 Chestnut Street	St Louis	MO	63103
Automatic Data Processing, Inc	ADP, LLC (F/K/A ADP, Inc)	One ADP Blvd. Mail Stop 433	Roseland	NJ	07068
Delta		1130 Sanctuary Parkway Suite 600	Alpharetta	GA	30009
Empower Retirement Services		8515 E. Orchard Road	Greenwood Village	CO	80111
Kaiser Permanente		1 Kaiser Plaza, 19th Fl	Oakland	CA	94612
Unum		One Fountain Square	Chattanooga	TN	37402
VSP		3333 Quality Drive	Rancho Cordova	CA	95670

EXHIBIT D

Exhibit D
Core 2002 Service List
Served via Facsimile

Description	CreditorName	CreditorNoticeName	Fax
Counsel for the Committee of Unsecured Creditors	Akin Gump Strauss Hauer & Feld LLP	Arik Preis; Allison P. Miller; Rachelle L.T. Rubin; Mitchell P. Hurley; Scott Welkis	212-872-1002
Committee of Unsecured Creditors	Crystal BioScience	Attn Charles Berkman	858-550-5639
DE AG Office	Delaware Attorney General	Matthew Denn	302-577-6499
DE DOJ	Delaware Dept of Justice	Attn Bankruptcy Dept	302-577-5866
DE Secretary of State	Delaware Secretary of State	Franchise Tax	302-739-5831
DE State Treasury	Delaware State Treasury		302-739-5635
US Department of Justice	Department of Justice US Attorney General	Commercial Litigation Branch	202-307-6777
Counsel for Hovione Limited	Fox Rothschild LLP	Jeffrey M. Schlerf	302-656-8920
IRS	Internal Revenue Service	Centralized Insolvency Operation	855-235-6787
Counsel for the Committee of Unsecured Creditors	Klehr Harrison Harvey Branzburg LLP	Attn Domenic E. Pacitti & Sally E. Veghte	302-426-9193
Counsel for the Committee of Unsecured Creditors	Klehr Harrison Harvey Branzburg LLP	Attn Morton R. Branzburg	215-568-6603
Counsel for Access TCA, Inc.	Mirick, O'Connell, DeMallie & Lougee, LLP	Paul W. Carey	508-791-8502
Attorney for the Missouri Department of Revenue	Missouri Department of Revenue	Bankruptcy Unit	573-751-7232
US Trustee for District of DE	Office of the United States Trustee Delaware	Timothy Jay Fox, Jr.	302-573-6497
Financial Advisor for Committee of Unsecured Creditors	Province	Attn Harry Foard	702-685-5556
Financial Advisor for Committee of Unsecured Creditors	Province	Attn Michael Atkinson, Eunice Min	702-685-5556
Financial Advisor for Committee of Unsecured Creditors	Province	Attn Stilian Morrison	702-685-5556
SEC Regional Office	Securities & Exchange Commission	G Jeffrey Boujoukos Regional Director	215-597-3194
SEC Headquarters	Securities & Exchange Commission	Secretary of the Treasury	202-772-9317
SEC Headquarters	Securities & Exchange Commission	Secretary of the Treasury	202-772-9318
Top 20 Creditors; Committee of Unsecured Creditors	Solar Capital Ltd.	Attn Anthony Storino	212-993-1698
US Attorneys Office for DE	US Attorney for Delaware	David C Weiss c/o Ellen Slights	302-573-6431
Counsel for Hovione Limited	White & Case LLP	Andrew T. Zatz, Steven R. Schwartz, Brett Bakemeyer	212-354-8113
Committee of Unsecured Creditors	World Courier	Attn Christopher Keeler	516-354-3142

EXHIBIT E

Exhibit E
Core 2002 Service List
Served via First Class Mail

Description	CreditorName	CreditorNoticeName	Address1	Address2	Address3	City	State	Zip	Country
Counsel for Sana Biotechnology, Inc.	Cairncross & Hempelmann	Christopher Young	524 Second Avenue, Ste 500			Seattle	WA	98104-2323	
Counsel for Sana Biotechnology, Inc.	Cozen O'Connor	Mark E. Felger	Chase Manhattan Center	1201 North Market St, Ste 1001		Wilmington	DE	19801	
US Department of Justice	Department of Justice US Attorney General	Commercial Litigation Branch	950 Pennsylvania Ave NW			Washington	DC	20530	
Committee of Unsecured Creditors	Esteve Quimica, SA.	Attn Manuel Lourenco and Gary Conte	Pg. de la Zona Franca 109th	4th Floor		Barcelona		08036	Spain
Committee of Unsecured Creditors	Hovione Limited	Attn Tiago Ferreira de Matos	Loughbeg	Ringaskiddy	County Cork	Cork			Ireland
IRS	Internal Revenue Service	Attn Susanne Larson	31 Hopkins Plz Rm 1150			Baltimore	MD	21201	
Financial Advisor for Committee of Unsecured	Province	Attn Harry Foard	80 S.W. 8th Street., Suite 2803			Miami	FL	33130	
Financial Advisor for Committee of Unsecured	Province	Attn Stilian Morrison	1000 S. Pine Island Rd., Suite 222			Plantation	FL	33324	
SEC Regional Office	Securities & Exchange Commission	G Jeffrey Boujoukos Regional Director	1617 JFK Boulevard Ste 520			Philadelphia	PA	19103	
DIP Lender	Silicon Valley Bank	Shelia Colson	3003 Tasman Drive			Santa Clara	CA	95054	
Top 20 Creditors; Committee of Unsecured Creditors	Solar Capital Ltd.	Attn Anthony Storino	500 Park Ave, 3rd Floor			New York	NY	10022	
Counsel for Hovione Limited	White & Case LLP	Andrew T. Zatz, Steven R. Schwartz, Brett Bakemeyer	1221 Avenue of the Americas			New York	NY	10020-1095	
Committee of Unsecured Creditors	World Courier	Attn Christopher Keeler		1313 Fourth Avenue		New Hyde Park	NY	11040	