IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

In re NVN Liquidation, Inc., *et al*., f/k/a NOVAN, INC.,[1] Debtors.	Chapter 11 Bankruptcy Case No. 23-10937 (LSS) (Jointly Administered)
Aclaris Therapeutics, Inc., Appellants, v. Novan, Inc., *et al*., Appellees.	Civil Action No. 23-cv-01039 (CFC) Bankruptcy BAP No. 23-53

DEBTORS-APPELLEES' DESIGNATION OF ADDITIONAL ITEMS TO BE INCLUDED IN THE RECORD ON APPEAL

NVN Liquidation, Inc. (f/k/a Novan, Inc.) and its above-captioned affiliate as debtors and debtors in possession (the "Debtors" or "Appellees"), pursuant to Rule 8009(a)(2) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") and Rule 8009-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the "Local Rules"), hereby submit this Designation of Additional Items to Be Included

[1] The Debtors in these chapter 11 cases, along with the last four digitals of the Debtors' federal tax identification number (if applicable), are: NVN Liquidation, Inc., (f/k/a Novan, Inc.) (7682) and EPI Health, LLC (9118). The corporate headquarters and the mailing address for the Debtors is P.O. Box 64, Pittsboro, NC 27312.

in the Record on Appeal in connection with the *Aclaris Therapeutics, Inc.'s Statement of the Issues on Appeal and Designation of Items to Be Included in the Record on Appeal* [D.I. 5].

DESIGNATION OF ADDITIONAL ITEMS

Bankr. Docket No.	Date Filed	Description[2]
4	7/17/2023	Declaration of Paula Brown Stafford in Support of Debtors' Chapter 11 Petitions and First Day Motions
46	7/20/2023	Notice of Motion and Hearing Regarding Motion of Debtors for Entry of Orders (I)(A) Approving Bidding Procedures for Sale of Substantially All of Debtors' Assets Free and Clear of Liens, Claims, Interests, and Encumbrances and Designating Ligand Pharmaceuticals as a Stalking Horse Bidder, (B) Scheduling an Auction and Approving the Form and Manner of Notice Thereof, (C) Approving Assumption and Assignment Procedures and (D) Scheduling a Sale Hearing and Approving the Form and Manner of Notice Thereof; (II)(A) Approving the Sale of the Debtors' Assets Free and Clear of Liens, Claims, Interests, and Encumbrances After the Auction and (B) Approving the Assumption and Assignment of Executory Contracts and Unexpired Leases; and (III) In the Alternative, Approving the Sale of the Debtors' Assets Free and Clear of Liens, Claims, Interests, and Encumbrances to Ligand Pharmaceuticals if Not Approved as the Stalking Horse Bidder
58	7/24/2023	Transcript Regarding Hearing Held on July 19, 2023 re: First Day Motions
60	7/25/2023	Initial Notice of Possible Assumption and Assignment of Certain Executory Contracts and Unexpired Leases
72	7/28/2023	Notice of Appointment of Committee of Unsecured Creditors

[2] All items designated herein by the Appellees include all exhibits, schedules, attachments and other documents included within each docket entry for such item.

Bankr. Docket No.	Date Filed	Description[2]
99	8/1/2023	Objection of the United States Trustee to the Motion of Debtors for Entry of Orders (I)(A) Approving Bidding Procedures for Sale of Substantially All of Debtors' Assets Free and Clear of Liens, Claims, Interests, and Encumbrances and Designating Ligand Pharmaceuticals as a Stalking Horse Bidder, (B) Scheduling an Auction and Approving the Form and Manner of Notice Thereof, (C) Approving Assumption and Assignment Procedures and (D) Scheduling a Sale Hearing and Approving the Form and Manner of Notice Thereof; (II)(A) Approving the Sale of the Debtors' Assets Free and Clear of Liens, Claims, Interests, and Encumbrances After the Auction and (B) Approving the Assumption and Assignment of Executory Contracts and Unexpired Leases; and (III) In the Alternative, Approving the Sale of the Debtors' Assets Free and Clear of Liens, Claims, Interests, and Encumbrances to Ligand Pharmaceuticals if Not Approved as the Stalking Horse Bidder
100	8/1/2023	Mayne Pharma Group Limited's Limited Objection to Motion of Debtors for Entry of Orders (I)(A) Approving Bidding Procedures for Sale of Substantially All of Debtors' Assets Free and Clear of Liens, Claims, Interests, and Encumbrances and Designating Ligand Pharmaceuticals as a Stalking Horse Bidder, (B) Scheduling an Auction and Approving the Form and Manner of Notice Thereof, (C) Approving Assumption and Assignment Procedures and (D) Scheduling a Sale Hearing and Approving the Form and Manner of Notice Thereof; (II)(A) Approving the Sale of the Debtors' Assets Free and Clear of Liens, Claims, Interests, and Encumbrances After the Auction and (B) Approving the Assumption and Assignment of Executory Contracts and Unexpired Leases; and (III) In the Alternative, Approving the Sale of the Debtors' Assets Free and Clear of Liens, Claims, Interests, and Encumbrances to Ligand Pharmaceuticals if Not Approved as the Stalking Horse Bidder
119	8/4/2023	Notice of Rescheduled Hearing for Bidding Procedures Motion [D.I. 16]
120	8/7/2023	Transcript Regarding Hearing Held August 4, 2023 re: Status Conference re: Bid Procedures

Bankr. Docket No.	Date Filed	Description[2]
158	8/14/2023	Notice of Filing of Revised Order (I)(A) Approving Bidding Procedures for Sale of Substantially All of Debtors' Assets Free and Clear of Liens, Claims, Interests, and Encumbrances and Designating Ligand Pharmaceuticals as a Stalking Horse Bidder, (B) Scheduling an Auction and Approving the Form and Manner of Notice Thereof, (C) Approving Assumption and Assignment Procedures and (D) Scheduling a Sale Hearing and Approving the Form and Manner of Notice Thereof; (II)(A) Approving the Sale of the Debtors' Assets Free and Clear of Liens, Claims, Interests, and Encumbrances After the Auction and (B) Approving the Assumption and Assignment of Executory Contracts and Unexpired Leases; and (III) In the Alternative, Approving the Sale of the Debtors' Assets Free and Clear of Liens, Claims, Interests, and Encumbrances to Ligand Pharmaceuticals if Not Approved as the Stalking Horse Bidder
160	8/14/2023	Statement of Official Committee of Unsecured Creditors in Support of the Revised Bidding Procedures
165	8/15/2023	Certification of Counsel Regarding Revised Order (I)(A) Approving Bidding Procedures for Sale of Substantially All of Debtors' Assets Free and Clear of Liens, Claims, Interests, and Encumbrances and Designating Ligand Pharmaceuticals as a Stalking Horse Bidder, (B) Scheduling an Auction and Approving the Form and Manner of Notice Thereof, (C) Approving Assumption and Assignment Procedures and (D) Scheduling a Sale Hearing and Approving the Form and Manner of Notice Thereof; (II)(A) Approving the Sale of the Debtors' Assets Free and Clear of Liens, Claims, Interests, and Encumbrances After the Auction and (B) Approving the Assumption and Assignment of Executory Contracts and Unexpired Leases; and (III) In the Alternative, Approving the Sale of the Debtors' Assets Free and Clear of Liens, Claims, Interests, and Encumbrances to Ligand Pharmaceuticals if Not Approved as the Stalking Horse Bidder
185	8/18/2023	Transcript Regarding Hearing Held August 15, 2023 re: [Bid Procedures] Hearing
286	9/11/2023	Certification of Counsel Regarding Notice of Debtors' Designation of Stalking Horse as Winning Bidder and the Stalking Horse APA as the Winning Bid for Certain of the Debtors' Assets
289	9/11/2023	Certification of Counsel Regarding Notice of Debtors' Designation of Mayne Pharma LLC as Winning Bidder and the Mayne APA as the Winning Bid for Certain of the Debtors' Assets

Bankr. Docket No.	Date Filed	Description[2]
291	9/12/2023	Order (I) Approving Asset Purchase Agreement, (II) Authorizing the Sale of the Debtors' Development Assets and Certain of the Commercial Assets Free and Clear of all Encumbrances to LNHC, Inc., (III) Authorizing the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, and (IV) Granting Related Relief
293	9/12/2023	Notice of Withdrawal re: (1) Limited Objection and Reservation of Rights of Allergan, Inc. and Allergan Sales, LLC to the Sale of the Debtors' Assets Free and Clear of Liens, Claims, Interests, and Encumbrances; and (2) [Sealed] Notice of Filing Exhibits to Limited Objection and Reservation of Rights of Allergan, Inc. and Allergan Sales, LLC to the Sale of the Debtors Assets Free and Clear of Liens, Claims, Interests, and Encumbrances

This counter-designation is without waiver of any arguments on appeal, and Appellees expressly reserve the right to supplement this counter-designation and the record on appeal with any relevant materials from the above-captioned chapter 11 cases.

Dated: October 20, 2023
Wilmington, Delaware

Respectfully submitted,

/s/ Daniel B. Butz

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