

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

In re:

SOLAR BIOTECH, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 24-11402 (LSS)

(Jointly Administered)

**AMENDED² NOTICE OF AGENDA FOR HEARING
SCHEDULED FOR SEPTEMBER 12, 2024 AT 3:00 P.M. (ET)
BEFORE THE HONORABLE LAURIE S. SILVERSTEIN**

THIS HEARING WILL BE CONDUCTED IN-PERSON, ANY EXCEPTIONS MUST BE APPROVED BY CHAMBERS.

PARTIES MAY OBSERVE THE HEARING REMOTELY BY REGISTERING WITH THE ZOOM LINK BELOW NO LATER THAN SEPTEMBER 11, 2024 AT 4:00 P.M.

TO ATTEND A HEARING REMOTELY, PLEASE REGISTER USING THE ECOURTAPPEARANCE TOOL ([AVAILABLE HERE](#)) OR ON THE COURT'S WEBSITE AT WWW.DEB.USCOURTS.GOV.

THE DEADLINE TO REGISTER FOR REMOTE ATTENDANCE IS 4 PM (PREVAILING EASTERN TIME) THE BUSINESS DAY BEFORE THE HEARING UNLESS OTHERWISE NOTICED.

AFTER THE DEADLINE HAS PASSED AN ELECTRONIC INVITATION, WITH THE RELEVANT AUDIO OR VIDEO LINK, WILL BE EMAILED TO YOU PRIOR TO THE HEARING.

UNCONTESTED MATTERS

1. Application for an Order Authorizing the Retention and Employment of Brinkman Law Group, PC as Counsel to the Official Committee of Unsecured Creditors of Solar Biotech, et al., Effective as of July 9, 2024 [D.I. [143](#) ; Filed August 8, 2024].

Objection Deadline: August 23, 2024 at 4:00 p.m.

¹ The Debtors in these Chapter 11 Cases are Solar Biotech, Inc. and Noblegen Inc. The location of Debtors' principal place of business is 5516 Industrial Park Rd, Norton, VA 24273, Attn: Alex Berlin.

² **Amended items are in bold.**

Related Documents:

- A. Amended Declaration of Daren Brinkman in Support of the Official Committee of Unsecured Creditors' Application to Employ the Brinkman Law Group, Effective as of July 9, 2024 [D.I. [167](#); Filed August 28, 2024];
- B. Certification of Counsel Submitting Proposed Order Authorizing the Retention and Employment of Brinkman Law Group, PC as Counsel to the Official Committee of Unsecured Creditors Effective as of July 9, 2024 [D.I. [170](#); Filed August 28, 2024] and
- C. Order Authorizing the Retention and Employment of Brinkman Law Group, PC as Counsel to the Official Committee of Unsecured Creditors Effective as of July 9, 2024 [D.I. [189](#); Entered September 6, 2024].

Responses Received: None.

Status: An Order has been entered.

- 2. Application of the Official Committee of Unsecured Creditors for an Order Authorizing the Employment and Retention of the Rosner Law Group LLC as Delaware Counsel to Creditors' Committee *Nunc Pro Tunc* to July 9, 2024 [D.I. [144](#); Filed August 8, 2024].

Objection Deadline: August 23, 2024 at 4:00 p.m.

Related Documents:

- A. Supplemental Declaration of Frederick B. Rosner in Support of the Application of the Official Committee of Unsecured Creditors for an Order Authorizing the Employment and Retention of the Rosner Law Group LLC as Delaware Counsel to the Creditors' Committee *Nunc Pro Tunc* to July 9, 2024 [D.I. [168](#); Filed August 28, 2024];
- B. Certificate of No Objection [D.I. [169](#); Filed August 28, 2024]; and
- C. Order Authorizing the Retention and Employment of the Rosner Law Group LLC as Delaware Counsel to the Committee *Nunc Pro Tunc* to July 9, 2024 [D.I. [188](#); Entered September 6, 2024].

Responses Received:

- A. None.

Status: An Order has been entered.

MATTERS GOING FORWARD

3. Debtors' Motion for (I) an Order (A) Approving Bid Procedures and Stalking Horse Protections for the Sale of Substantially All of the Debtors' Assets; (B) Approving the Stalking Horse and Stalking Horse Purchase Agreement; (C) Approving Procedures for the Assumption and Assignment and Rejection of Designated Executory Contracts; (D) Scheduling the Auction and Sale Hearing; (E) Approving Forms and Manner of Notice of Respective Dates, Times, and Places in Connection Therewith; and (F) Granting Related Relief; and (II) An Order Authorizing and Approving the Debtors' Sale of Substantially All of the Debtors' Assets and Entry Into a Purchase Agreement, (B) Authorizing the Sale of Substantially All of the Debtors' Assets Free and Clear of All Encumbrances, (C) Approving the Assumption and Assignment of Designated Executory Contracts, and (D) Granting Related Relief [D.I. [11](#); Filed June 24, 2024].

Sale Objection Deadline: September 10, 2024 at 4:00 p.m.

Related Documents:

- A. Order (A) Approving Bid Procedures and Stalking Horse Protections for the Sale of Substantially All of the Debtors' Assets; (B) Approving the Stalking Horse and Stalking Horse Purchase Agreement; (C) Approving Procedures for the Assumption and Assignment and Rejection of Designated Executory Contracts; (D) Scheduling the Auction and Sale Hearing; (E) Approving Forms and Manner of Notice of Respective Dates, Times, and Places in Connection Therewith; and (F) Granting Related Relief [D.I. [123](#); Entered July 23, 2024];
- B. Notice of Proposed Sale of Substantially All of the Debtors' Assets, Free and Clear of Liens, Claims, Interests and Encumbrances, Other Than Assumed Liabilities, and Scheduling Final Sale Hearing Related Thereto [D.I. [126](#); Filed July 25, 2024];
- C. Notice of Filing of Proposed Sale Order [D.I. [171](#); Filed August 28, 2024];
- D. Notice of Auction [D.I. [183](#); Filed September 5, 2024];
- E. Notice of Filing of Successful Bidder [D.I. [190](#); Filed September 6, 2024];
- F. Declaration of Peter Rosholm in Support of the Debtors' Motion for an Order (A) Authorizing and Approving the Debtors' Sale of Substantially All of the Debtors' Assets and Entry into a Purchase Agreement, (B) Authorizing the Sale of Substantially All of the Debtors' Assets Free and Clear of All Encumbrances, (C) Approving the Assumption and Assignment of Designated Executory Contracts and Unexpired Leases, and (D) Granting Related Relief [D.I. [204](#);**

Filed September 10, 2024];

- G. Notice of Filing Sale Supplement [D.I. [206](#); Filed September 10, 2024]; and
- H. Supplemental Notice of Filing Sale Supplement [D.I. [208](#); Filed September 11, 2024];
- I. Debtors' Omnibus Reply in Support of the Debtors' Motion for an Order (A) Authorizing and Approving the Debtors' Sale of Substantially All of the Debtors' Assets and Entry into a Purchase Agreement, (B) Authorizing the Sale of Substantially All of the Debtors' Assets Free and Clear of All Encumbrances, (C) Approving the Assumption and Assignment of Designated Executory Contracts, and (D) Granting Related Relief [D.I. [211](#); Filed September 11, 2024];
- J. Declaration of Ken Yager in Support of the Debtors' Motion for an Order (A) Authorizing and Approving the Debtors' Sale of Substantially All of the Debtors' Assets and Entry into a Purchase Agreement, (B) Authorizing the Sale of Substantially All of the Debtors' Assets Free and Clear of All Encumbrances, (C) Approving the Assumption and Assignment of Designated Executory Contracts, and (D) Granting Related Relief [D.I. [212](#); Filed September 11, 2024]; and
- K. Declaration of Peter Bendoris in Support of the Debtors' Motion for an Order (A) Authorizing and Approving the Debtors' Sale of Substantially All of the Debtors' Assets and Entry into a Purchase Agreement, (B) Authorizing the Sale of Substantially All of the Debtors' Assets Free and Clear of All Encumbrances, (C) Approving the Assumption and Assignment of Designated Executory Contracts, and (D) Granting Related Relief [D.I. [213](#); Filed September 11, 2024].

Responses Received:

- A. United States Trustee's Limited Objection to Debtors' Motion for (I) an Order (A) Approving Bid Procedures and Stalking Horse Protections for the Sale of Substantially All of the Debtors' Assets; (B) Approving the Stalking Horse and Stalking Horse Purchase Agreement; (C) Approving Procedures for the Assumption and Assignment and Rejection of Designated Executory Contracts; (D) Scheduling the Auction and Sale Hearing; (E) Approving Forms and Manner of Notice of Respective Dates, Times, and Places in Connection Therewith; And (F) Granting Related Relief; and (II) An Order Authorizing and Approving the Debtors' Sale of Substantially All of the Debtors' Assets and Entry Into a Purchase Agreement, (B) Authorizing the Sale of Substantially all of the Debtors' Assets Free and Clear of All Encumbrances, (C) Approving the Assumption and Assignment of Designated Executory Contracts, and (D) Granting Related Relief [D.I. [180](#); Filed September 5, 2024];
- B. Preliminary Objection of Motif Foodworks, Inc. to Sale Motion [D.I. [181](#); Filed September 5, 2024];

- C. Declaration of Christopher J. Spontelli in Support of Preliminary Objection of Motif Foodworks, Inc. to Sale Motion [D.I. [182](#); Filed September 5, 2024];
- D. Motif Foodworks, Inc.'s Limited Objection to (I) Designation of Ingredion, Inc. as Backup Bidder, and (II) Approval of Credit Bidding Rights, and Bid Protections [D.I. [191](#); Filed September 6, 2024];
- E. The Official Committee of Unsecured Creditors' Limited Objection and Reservation of Rights with Respect to Debtors' Sale Motion [D.I. [196](#); Filed September 9, 2024];
- F. Ingredion Incorporated's Response to (I) Objections of Motif Foodworks, Inc. and Official Committee of Unsecured Creditors to Sale Related Matters, and (II) Motions of Motif Foodworks, Inc. and Official Committee of Unsecured Creditors Lien Challenge Period [D.I. [209](#); Filed September 11, 2024]; and**
- G. Motion of Ingredion Incorporated for Leave to File and Serve a Late Response to (I) Objections of Motif Foodworks, Inc. and Official Committee of Unsecured Creditors to Sale Related Matters, and (II) Motions of Motif Foodworks, Inc. and Official Committee of Unsecured Creditors to Extend Lien Challenge Period [D.I. [210](#); Filed September 11, 2024].**

Status: This matter is going forward.

- 4. Debtors' Motion for Entry of an Order Approving Procedures for the Retention and Compensation of Ordinary Court Professionals *Nunc Pro Tunc* to the Petition Date [D.I. [159](#); Filed August 21, 2024].

Objection Deadline: September 11, 2024 at 4:00 p.m.

Related Documents: None.

Responses Received: **Informal comments from the United States Trustee.**

Status: This matter is going forward.

- 5. Motif Foodworks, Inc.'s Motion to Extend Challenge Period [D.I. [194](#); Filed September 9, 2024]

Objection Deadline: Due at the hearing.

Related Documents:

- A. Motif Foodworks, Inc.'s Motion to Shorten Notice for the Hearing on Motif Foodworks, Inc.'s Motion to Extend Challenge Period [D.I. [195](#); Filed September 9, 2024];
- B. Order Shortening Notice Period for the Hearing on Motif Foodworks, Inc.'s Motion to Extend Challenge Period [D.I. [198](#); Entered September 9, 2024]; and
- C. Notice of Hearing Regarding Motif Foodworks, Inc.'s Motion to Extend Challenge Period [D.I. [199](#); Filed September 9, 2024].

Responses Received:

- A. Debtors' Objection to the Motion of Motif Foodworks, Inc. to Shorten Notice for the Hearing on Motif Foodworks, Inc.'s Motion to Extend Challenge Period [D.I. [197](#); Filed September 9, 2024];
- B. Ingredion Incorporated's Response to (I) Objections of Motif Foodworks, Inc. and Official Committee of Unsecured Creditors to Sale Related Matters, and (II) Motions of Motif Foodworks, Inc. and Official Committee of Unsecured Creditors Lien Challenge Period [D.I. [209](#); Filed September 11, 2024]; and**
- C. Motion of Ingredion Incorporated for Leave to File and Serve a Late Response to (I) Objections of Motif Foodworks, Inc. and Official Committee of Unsecured Creditors to Sale Related Matters, and (II) Motions of Motif Foodworks, Inc. and Official Committee of Unsecured Creditors to Extend Lien Challenge Period [D.I. [210](#); Filed September 11, 2024].**

Status: This matter is going forward.

MATTERS BEING ADJOURNED

- 6. Application of the Official Committee of Unsecured Creditors for Entry of an Order Authorizing and Approving the Employment and Retention of Young America Capital LLC as Financial Advisor and Investment Banker for the Committee Effective as of July 24, 2024 [D.I. [162](#); Filed August 22, 2024].

Objection Deadline: September 5, 2024 at 4:00 p.m., extended until September 16, 2024 at 4:00 p.m. for the Debtors.

Related Documents: None.

Responses Received: None.

Status: This matter is being adjourned to a later hearing date.

Date: September 12, 2024
Wilmington, Delaware

/s/ Cheryl A. Santaniello
Cheryl A. Santaniello, Esq. (DE Bar No. 5062)
Porzio, Bromberg & Newman, P.C.
300 Delaware Avenue, Suite 1220
Wilmington, Delaware 19801
Telephone: (302) 526-1235
Facsimile: (302) 416-6064
Email: casantaniello@pbnlaw.com

-and-

John S. Mairo, Esq. (*Pro Hac Vice*)
Christopher P. Mazza (*Pro Hac Vice pending*)
Dean M. Oswald (*Pro Hac Vice*)
Porzio, Bromberg & Newman, P.C.
100 Southgate Parkway
P.O. Box 1997
Morristown, New Jersey 07962
Telephone: (973) 538-4006
Facsimile: (973) 538-5146
Email: jsmairo@pbnlaw.com
Email: cpmazza@pbnlaw.com
Email: dmoswald@pbnlaw.com

Counsel for the Debtors and Debtors in Possession