

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

In re:

Apple Tree Life Sciences, Inc., *et al.*,¹

Debtors.

Chapter 11

Case No. 25-12177 (LSS)

(Jointly Administered)

Re: Docket Nos. 23 & 78

Hearing Date: January 20, 2026 at 2:30 p.m. (ET)

Obj. Deadline: January 13, 2026 at 4:00 p.m. (ET)

**DEBTORS' SUPPLEMENT TO MOTION FOR ENTRY OF INTERIM AND
FINAL ORDERS TO (I) CONTINUE EMPLOYEE BENEFITS
PROGRAMS AND (II) GRANT RELATED RELIEF**

The above-captioned debtors and debtors in possession (collectively, the “Debtors”) respectfully submit this supplement (this “Supplement”) to the *Debtors’ Motion for Entry of Interim and Final Orders to (I) Continue Employee Benefits Programs and (II) Grant Related Relief* [Docket No. 23] (the “Wages Motion”).² In support of this Supplement, the Debtors intend to submit a forthcoming supplemental declaration of Perry M. Mandarino, Chief Restructuring Officer of the Debtors (the “Supplemental Declaration”), rely on and incorporate by reference the Wages Motion, and respectfully state as follows:

PRELIMINARY STATEMENT

1. Through the Supplement, the Debtors seek authority to increase the final cap amount to pay prepetition obligations by \$40,000, to a total of \$70,000. The Debtors based the

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number include: Apple Tree Life Sciences, Inc. (4506); ATP Life Science Ventures, L.P. (8224); ATP III GP, Ltd. (6091); Apertor Pharmaceuticals, Inc. (3161); Initial Therapeutics, Inc. (2453); Marlinspike Therapeutics, Inc. (4757); Red Queen Therapeutics, Inc. (8563); Evercrisp Biosciences, Inc. (4437); and Nine Square Therapeutics, Inc. (4503). The location of the Debtors’ service address in these chapter 11 cases is 230 Park Avenue, Suite 2800, New York, NY 10169.

² Capitalized terms not defined herein shall have the meanings ascribed to such terms in the Wages Motion.



amount for expense reimbursement obligations set forth in the Interim Order on amounts owing on account of the Debtors that had filed for chapter 11 protection as of December 15, 2025 (collectively, the “Original Debtors”).

2. Since that time, two more affiliates of the Debtors, Evercrisp Biosciences, Inc., and Nine Square Therapeutics, Inc. (together, the “Additional Debtors”) have filed for relief under chapter 11 of the Bankruptcy Code. Additionally, further prepetition expenses related to Employee Compensation and Benefits for the Original Debtors have come to light. As a result, the Debtors seek to increase the Employee Compensation and Benefits cap by \$40,000 on a final basis to include the increased amounts owing on account of the Additional Debtors and the additional prepetition amounts owing on account of the Original Debtors.

RELIEF REQUESTED

3. The Debtors seek entry of the revised proposed final order, substantially in the form attached hereto as **Exhibit A** (the “Final Order”),³ authorizing the Debtors to continue employee compensation and benefits programs in the ordinary course and increase the final cap amount to pay related prepetition obligations owed to their employees to \$70,000.

JURISDICTION AND VENUE

4. The United States Bankruptcy Court for the District of Delaware (this “Court”) has jurisdiction over this matter pursuant to 28 U.S.C. § 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware. This is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2).

5. Pursuant to Local Rule 9013-1(f), the Debtors confirm their consent to the Court entering a final order in connection with this Supplement and the Wages Motion to the extent that

³ Attached hereto as **Exhibit B** is a blackline of the Final Order against the version of the Final Order submitted with the Wages Motion on December 15, 2025.

it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution.

6. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

7. The bases for the relief requested herein are Bankruptcy Code sections 105(a), 363, 507, and 541, Bankruptcy Rules 6003 and 6004, and Local Rule 9013-1.

BACKGROUND

8. On December 9 and 15, 2025 (the “Original Debtors’ Petition Dates”) and January 1, 2026 (the “Additional Debtors’ Petition Date” and, together with the Original Debtors’ Petition Dates, the “Petition Dates”), each Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code (the “Chapter 11 Cases”). The Original Debtors’ Chapter 11 Cases are being jointly administered for procedural purposes only pursuant to Bankruptcy Rule 1015(b). *See* Docket No. 69.⁴

9. The Debtors are operating their business and managing their property as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No request for the appointment of a trustee or examiner has been made in these Chapter 11 Cases, and no official committees have been appointed or designated.

10. A detailed description of the facts and circumstances of these Chapter 11 Cases is set forth in the *Declaration of Dr. Seth L. Harrison in Support of Chapter 11 Petitions and First Day Motions* [Docket No. 18] (the “Harrison Declaration”) and the *Declaration of Perry M. Mandarino, Chief Restructuring Officer of the Debtors, in Support of Chapter 11 Petitions and First Day Motions* [Docket No. 25] (the “Mandarino Declaration,” and with the Harrison

⁴ Contemporaneously herewith, the Debtors have filed or will file appropriate requests and notices on the docket to extend certain of the relief granted by the Court (*e.g.*, joint administration) to the Additional Debtors.

Declaration, the “First Day Declarations”). As is described in more detail in the First Day Declarations, the Debtors commenced these Chapter 11 Cases due to the failure of Rigmora Biotech Investor One LP, and Rigmora Biotech Investor Two LP (collectively, “Rigmora”) to fulfill their contractual obligations, and their attempts to wind up Debtor ATP Life Science Ventures, L.P. (the “Partnership Debtor”) and liquidate the portfolio companies. Through these Chapter 11 Cases, the Debtors seek to stabilize their business, and, under the Court’s supervision, restructure the Partnership Debtor’s capital structure.

11. On December 17, 2025, the Court conducted a “first day hearing” on, among other things, the Wages Motion, and on December 19, 2025, granted the interim relief requested therein pursuant to the *Interim Order Authorizing the Debtors to (I) Continue Employee Benefits Programs and (II) Granting Related Relief* [Docket No. 78] (the “Interim Wages Order”). A more detailed description of the Debtors’ employee compensation and benefit obligations is provided in the Wages Motion.

12. The amount of interim and final relief sought in the Wages Motion was calculated based on estimated prepetition amounts owed on account of the Original Debtors’ compensation obligations, withholding obligations, payroll processing obligations, and benefits obligations, among others, to their current employees. As of the Petition Date, the Original Debtors estimated that approximately \$30,000 was owed on account of Employee Benefits and Compensation. However, after the first day hearing, other prepetition expenses related to Employee Compensation and Benefits for the Original Debtors came to light, including certain Reimbursable Expenses that were submitted by Employees and Contractors. Additionally, the Debtors determined it was necessary to file the Additional Debtors for chapter 11 protection. Accordingly, the Debtors now seek to increase the final cap amount to pay prepetition obligations by \$40,000 to account for

(i) approximately \$18,000 of reimbursement for prepetition payment for health insurance premiums; (ii) approximately \$12,000 in amounts payable for the Additional Debtors' Employee Compensation and Benefits, including medical, dental, vision, and life insurance for their Employees; and (iii) \$10,000 of potential Reimbursable Expenses that may be filed by Employees on account of prepetition periods.

BASIS FOR RELIEF

I. Sufficient Cause Exists to Authorize the Debtors to Honor the Employee Compensation and Benefits Obligations.

13. As explained in the Wages Motion, failing to honor employee compensation and benefit obligations is very likely to result in premature attrition, demotivation, and lessened productivity of the Debtors' workforce, leading to potentially severe adverse impacts on the Debtors' ability to conduct a successful value-maximizing reorganization. If the Supplement is not approved, the Additional Debtors' employees may suffer significant financial hardship and, as a result, may terminate their employment with the Additional Debtors. Without the continued, uninterrupted services of their current employees, the ability of the Debtors to maximize the value of their estates and continue their lifesaving research will be materially impaired. As detailed further in the Wages Motion, the relief sought in this Supplement is therefore supported by the "doctrine of necessity." *See, e.g., In re Just for Feet, Inc.*, 242 B.R. 821, 824–25 (D. Del. 1999) (holding that section 105(a) of the Bankruptcy Code provides a statutory basis for the payment of prepetition claims under the doctrine of necessity and noting that "[t]he Supreme Court, the Third Circuit and the District of Delaware all recognize the court's power to authorize payment of prepetition claims when such payment is necessary for the debtors' survival during chapter 11"); *In re Columbia Gas Sys., Inc.*, 171 B.R. 189, 191–92 (Bankr. D. Del. 1994) (confirming that the doctrine of necessity is the standard in the Third Circuit for enabling a court to authorize the

payment of prepetition claims prior to the confirmation of a reorganization plan); *In re Fin. News Network, Inc.*, 134 B.R. 732, 735–36 (Bankr. S.D.N.Y. 1991) (“The ‘doctrine of necessity’ stands for the principle that a bankruptcy court may allow pre-plan payments of prepetition obligations where such payments are critical to the debtor’s reorganization.”); *In re Ionosphere Clubs, Inc.*, 98 B.R. 175, 176 (Bankr. S.D.N.Y. 1989).

14. Additional bases for relief are provided at length in the Wages Motion, which is incorporated herein by reference. The Debtors submit that the bases for relief provided in the Wages Motion equally apply to the relief sought in this Supplement. This Supplement merely seeks to update the Debtors’ estimate of the amount owed to their employees for prepetition amounts on account of amounts owed by the Additional Debtors.

15. For these reasons, the Debtors respectfully request that the Court approve this Supplement and increase the Employee Obligations Cap by \$40,000.

THE REQUIREMENT OF BANKRUPTCY RULE 6003(b) ARE SATISFIED

16. Bankruptcy Rule 6003 empowers a court to grant relief within the first 21 days after the Additional Debtors’ Petition Date to the extent that “relief is needed to avoid immediate and irreparable harm.” As set forth in this Supplement and the Wages Motion, the Additional Debtors believe an immediate and orderly transition into chapter 11 is critical to the viability of their operations and that any delay in granting the relief requested could hinder the Additional Debtors operations and cause irreparable harm. Furthermore, the failure to receive the requested relief during the first 21 days of the Additional Debtors’ Chapter 11 Cases would severely disrupt the Debtors’ operations at this critical juncture. Accordingly, the Additional Debtors submit that they have satisfied the “immediate and irreparable harm” standard of Bankruptcy Rule 6003 to support the relief requested herein.

WAIVER OF BANKRUPTCY RULE 6004(a) AND 6004(h)

17. To implement the foregoing successfully, the Debtors request that the Court enter an order providing that notice of the relief requested herein satisfies Bankruptcy Rule 6004(a) and that the Debtors have established cause to exclude such relief from the 14-day stay period under Bankruptcy Rule 6004(h).

RESERVATION OF RIGHTS

18. Nothing contained in this Supplement or the Wages Motion or any actions taken pursuant to any order granting the relief requested by this Supplement or the Wages Motion is intended or should be construed as (a) an admission as to the validity of any particular claim against the Debtors, (b) a waiver of the Debtors' rights to dispute any particular claim on any grounds, (c) a promise or requirement to pay any particular claim, (d) an implication or admission that any particular claim is of a type specified or defined in this Supplement or the Wages Motion or any order granting the relief requested by this Supplement or the Wages Motion, (e) a request or authorization to assume any agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code, (f) a waiver or limitation of the Debtors' rights under the Bankruptcy Code or any other applicable law, or (g) a concession by the Debtors that any liens (contractual, common law, statutory, or otherwise) satisfied pursuant to this Supplement or the Wages Motion are valid, and the Debtors expressly reserve their rights to contest the extent, validity, or perfection or seek avoidance of all such liens. If the Court grants the relief sought herein, any payment made pursuant to the Court's order is not intended and should not be construed as an admission as to the validity of any particular claim or a waiver of the Debtors' rights to subsequently dispute such claim.

NOTICE

19. The Debtors will provide notice of this Supplement and the Wages Motion (with respect to the Additional Debtors to the extent not already noticed) to the following parties and/or

their respective counsel, as applicable: (a) the United States Trustee for the District of Delaware; (b) the holders of the 20 largest unsecured claims against the Debtors (on a consolidated basis); (c) the United States Attorney's Office for the District of Delaware; (d) the Internal Revenue Service; (e) the attorneys general in the states where the Debtors conduct their business operations; (f) the Cash Management Banks; (g) the Debtors' Wage and Benefit Service Provider; and (h) any party that has requested notice pursuant to Bankruptcy Rule 2002. The Debtors submit that, in light of the nature of the relief requested, no other or further notice need be given.

NO PRIOR REQUEST

20. Aside from the related relief requested in the Wages Motion, no prior request for the relief sought in this Supplement has been made to this or any other court on behalf of the Additional Debtors.

CONCLUSION

WHEREFORE, the Debtors respectfully request that the Court (a) enter the revised Final Order, substantially in the form attached hereto as **Exhibit A**, and (b) grant such other and further relief as is just and proper.

Dated: January 6, 2026
Wilmington, Delaware

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Rachel E. Epstein, Esq. (admitted *pro hac vice*)
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Respectfully submitted,

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Proposed Counsel to the Debtors and Debtors in Possession

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

In re:

Apple Tree Life Sciences, Inc., *et al.*,¹

Debtors.

Chapter 11

Case No. 25-12177 (LSS)

(Jointly Administered)

Hearing Date: January 20, 2026 at 2:30 p.m. (ET)

Objection Deadline: January 13, 2026 at 4:00 p.m. (ET)

**NOTICE OF DEBTORS' SUPPLEMENT TO MOTION FOR
ENTRY OF INTERIM AND FINAL ORDERS TO (I) CONTINUE
EMPLOYEE BENEFITS PROGRAMS AND (II) GRANT RELATED RELIEF**

PLEASE TAKE NOTICE that the above-captioned debtors and debtors in possession (the "Debtors"), filed the *Debtors' Supplement to Motion for Entry of Interim and Final Orders to (I) Continue Employee Benefits Programs and (II) Grant Related Relief* (the "Motion") with the United States Bankruptcy Court for the District of Delaware (the "Court").

PLEASE TAKE FURTHER NOTICE that objections to the Motion, if any, must be in writing, filed with the Clerk of the United States Bankruptcy Court for the District of Delaware, 3rd Floor, 824 N. Market Street, Wilmington, Delaware 19801, on or before **January 13, 2026 at 4:00 p.m. (ET)** (the "Objection Deadline"), and served upon and received by the undersigned proposed counsel for the Debtors.

PLEASE TAKE FURTHER NOTICE that, if any objections to the Motion are received, the Motion and such objections shall be considered at a hearing before the Honorable Laurie Selber

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number include: Apple Tree Life Sciences, Inc. (4506); ATP Life Science Ventures, L.P. (8224); ATP III GP, Ltd. (6091); Apertor Pharmaceuticals, Inc. (3161); Initial Therapeutics, Inc. (2453); Marlinspike Therapeutics, Inc. (4757); Red Queen Therapeutics, Inc. (8563); Evercrisp Biosciences, Inc. (4437); and Nine Square Therapeutics, Inc. (4503). The location of the Debtors' service address in these chapter 11 cases is 230 Park Avenue, Suite 2800, New York, NY 10169.

Silverstein at the Bankruptcy Court, 824 N. Market Street, 6th Floor, Courtroom No. 2, Wilmington, Delaware 19801 on **January 20, 2026 at 2:30 p.m. (ET)**.

IF NO OBJECTIONS TO THE MOTION ARE TIMELY FILED, SERVED AND RECEIVED IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF REQUESTED IN THE MOTION WITHOUT FURTHER NOTICE OR HEARING.

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Dated: January 6, 2026
Wilmington, Delaware

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Patricia B. Tomasco, Esq. (admitted *pro hac vice*)
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Proposed Counsel to the Debtors and Debtors in Possession

EXHIBIT A

Revised Proposed Final Order

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

In re: Apple Tree Life Sciences, Inc., <i>et al.</i> , ¹ Debtors.	Chapter 11 Case No. 25-12177 (LSS) (Jointly Administered) Re: Docket Nos. 23, 78 & __
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**FINAL ORDER AUTHORIZING THE DEBTORS TO (I) CONTINUE EMPLOYEE
BENEFITS PROGRAMS AND (II) GRANTING RELATED RELIEF**

Upon the motion (the “Motion”) and supplement (the “Supplement”)² of the above-captioned debtors and debtors in possession (collectively, the “Debtors”) for entry of a final order (this “Final Order”), (a) authorizing, but not directing, the Debtors to (i) pay certain pre-petition employee wages, salaries, other compensation, and reimbursable employee expenses and (ii) continue employee benefits programs in the ordinary course, including payment of certain pre-petition obligations related thereto; and (b) granting related relief, all as more fully set forth in the Motion and the Supplement; and upon the Court having entered the Interim Order; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. § 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, entered February 29, 2012; and that this Court having the power to enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and the

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number include: Apple Tree Life Sciences, Inc. (4506); ATP Life Science Ventures, L.P. (8224); ATP III GP, Ltd. (6091); Apertor Pharmaceuticals, Inc. (3161); Initial Therapeutics, Inc. (2453); Marlinspike Therapeutics, Inc. (4757); Red Queen Therapeutics, Inc. (8563); Evercrisp Biosciences, Inc. (4437); and Nine Square Therapeutics, Inc. (4503). The location of the Debtors’ service address in these chapter 11 cases is 230 Park Avenue, Suite 2800, New York, NY 10169.

² Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion or the Supplement, as applicable.

Motion and Supplement in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this matter being a core proceeding pursuant to 28 U.S.C. § 157(b); and this Court having found that proper and adequate notice of the Motion and the Supplement and the relief requested therein has been provided in accordance with the Bankruptcy Rules and the Local Rules, and that no other or further notice is necessary; and objections (if any) to the Motion or the Supplement having been withdrawn, resolved or overruled on the merits; and a hearing having been held to consider the relief requested in the Motion and the Supplement and upon the record of the hearing and all of the proceedings had before this Court; and that the legal and factual bases set forth in the Motion and the Supplement establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT:

1. The Motion is granted on a final basis as set forth herein.
2. The Debtors are authorized, but not directed, to continue and/or modify, change, or discontinue the Employee Compensation and Benefits and to honor and pay, in the ordinary course and in accordance with the terms of the Debtors' pre-petition policies and pre-petition practices, any obligations on account of the Employee Compensation and Benefits; *provided*, that prior to any modification, change, discontinuance, elimination, or reduction of any of the Employee Compensation and Benefits, the Debtors will file on the docket notice of the elimination or reduction and cause such notice to be served to affected Employees and counsel to the Rigmora LPs.
3. Notwithstanding any other provision of this Final Order, the Debtors are authorized, but not directed, to pay and honor, prepetition obligations on account of Employee Benefits and Compensation, in the aggregate amount not to exceed \$70,000.

4. Notwithstanding any other provision of this order, no payments to or on behalf of any individual employee or contractor on account of pre-petition obligations shall exceed the amounts set forth in 11 U.S.C. §§ 507(a)(4) and 507(a)(5) unless applicable state law requires payments upon termination of an Employee that, in combination with the other payments authorized by this Final Order, would exceed the limits of 11 U.S.C. §§ 507(a)(4) and 507(a)(5).

5. The Debtors shall not make any non-ordinary course bonus, incentive, or severance payments to their Employees or any Insiders (as such term is defined in section 101(31) of the Bankruptcy Code) (“Insider”) without further order of this Court. For the avoidance of doubt, no bonus, incentive, or severance payments shall be made to any Insider without further order of this Court. Nothing in the Motion, the Supplement, the Interim Order, or this Final Order shall constitute a determination by the Court as to whether any individual seeking payment pursuant to this Final Order is or is not an “insider” as that term is defined in section 101(31) of the Bankruptcy Code.

6. Nothing herein shall be deemed to authorize the payment of any amounts in satisfaction of bonus or severance obligations, or which are subject to section 503(c) of the Bankruptcy Code.

7. The Debtors are authorized to issue post-petition checks, or to effect post-petition fund transfer requests, in replacement of any checks or fund transfer requests that are dishonored as a consequence of these chapter 11 cases with respect to any pre-petition amounts owed to their Employees.

8. The automatic stay of section 362(a) of the Bankruptcy Code, to the extent applicable, is hereby lifted to permit, without further order of this Court: (a) current or former employees to proceed with their claims (whether arising prior to or subsequent to the Petition Date) under the Workers’ Compensation Programs in the appropriate judicial or administrative forum;

(b) insurers and third-party administrators to handle, administer, defend, settle, and/or pay workers' compensation claims and direct action claims; (c) the Debtors to continue the Workers' Compensation Programs and pay any amounts relating thereto in the ordinary course; and (d) insurers and third-party administrators providing coverage for any workers' compensation or direct action claims to draw on any and all collateral and/or prefunded loss accounts provided by or on behalf of the Debtors therefor, if and when the Debtors fail to pay and/or reimburse any insurers and third-party administrators for any amounts in relation thereto. The modification of the automatic stay in this paragraph pertains solely to claims under the Workers' Compensation Programs and direct-action claims.

9. Nothing herein (a) alters or amends the terms and conditions of the Workers' Compensation Programs; (b) relieves the Debtors of any of their obligations under the Workers' Compensation Programs; (c) precludes or limits, in any way, the rights of any insurer to contest and/or litigate the existence, primacy, and/or scope of available coverage under the Workers' Compensation Programs; or (d) creates a direct right of action against any insurers or third-party administrators where such right of action does not already exist under non-bankruptcy law.

10. The Debtors are authorized, but not directed, to forward any unpaid amounts on account of Withholding and Deduction Obligations to the appropriate third-party recipients or taxing authorities in accordance with the Debtors' pre-petition policies and practices.

11. The Debtors are authorized, but not directed, to pay costs and expenses incidental to payment of the Employee Compensation and Benefits obligations, including all administrative and processing costs and payments to outside professionals.

12. Nothing contained herein is intended or should be construed to create an administrative priority claim on account of the Employee Compensation and Benefits obligations.

13. The Debtors shall not make any payments on account of any Non-Insider Severance Benefits arising after the Petition Date in violation of section 503(c) of the Bankruptcy Code; provided that nothing herein shall prejudice the Debtors' ability to seek approval of relief pursuant to section 503(c) of the Bankruptcy Code at a later time.

14. The banks and financial institutions on which checks were drawn or electronic payment requests made in payment of the pre-petition obligations approved herein are authorized and directed to receive, process, honor, and pay all such checks and electronic payment requests when presented for payment, and all such banks and financial institutions are authorized to rely on the Debtors' designation of any particular check or electronic payment request as approved by this Final Order.

15. Notwithstanding the relief granted in this Final Order and any actions taken pursuant to such relief, nothing in this Final Order shall be deemed: (a) an admission as to the validity of any particular claim against the Debtors; (b) a waiver of the Debtors' rights to dispute any particular claim on any grounds; (c) a promise or requirement to pay any particular claim; (d) an implication or admission that any particular claim is of a type specified or defined in this Final Order, the Motion or the Supplement; (e) a request or authorization to assume any agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code; (f) a waiver or limitation of the Debtors' rights under the Bankruptcy Code or any other applicable law; or (g) a concession by the Debtors that any liens (contractual, common law, statutory, or otherwise) satisfied pursuant to the Motion or the Supplement are valid, and the Debtors expressly reserve their rights to contest the extent, validity, or perfection or seek avoidance of all such liens. Any payment made pursuant to this Final Order is not intended and should not be construed as an admission as the validity of any particular claim or a waiver of the Debtors' rights to subsequently dispute such claim.

16. Notice of the Motion and the Supplement as provided therein shall be deemed good and sufficient notice of such Motion and Supplement, and the requirements of Bankruptcy Rule 6004(a) and the Local Rules are satisfied by such notice.

17. Notwithstanding Bankruptcy Rule 6004(h), the terms and conditions of this Final Order are immediately effective and enforceable upon its entry.

18. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Final Order in accordance with the Motion and the Supplement.

19. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Final Order.

EXHIBIT B

Blackline

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

In re: Apple Tree Life Sciences, Inc., <i>et al.</i> , ¹ Debtors.	Chapter 11 Case No. 25-12177 (LSS) (Joint Administration Requested <u>Jointly Administered</u>) <hr style="border: 1px solid #ADD8E6;"/> Re: Docket Nos. 23, <u>78</u> & __
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FINAL ORDER AUTHORIZING THE DEBTORS TO (I) CONTINUE EMPLOYEE BENEFITS PROGRAMS AND (II) GRANTING RELATED RELIEF

Upon the motion (the “Motion”) and supplement (the “Supplement”)² of the above-captioned debtors and debtors in possession (collectively, the “Debtors”) for entry of a final order (this “Final Order”), (a) authorizing, but not directing, the Debtors to (i) pay certain pre-petition employee wages, salaries, other compensation, and reimbursable employee expenses and (ii) continue employee benefits programs in the ordinary course, including payment of certain pre-petition obligations related thereto; and (b) granting related relief, all as more fully set forth in the Motion and the Supplement; and upon the Court having entered the Interim Order; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. § 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, entered February 29, 2012; and that this Court having the power to enter a final order

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number include: Apple Tree Life Sciences, Inc. (4506); ATP Life Science Ventures, L.P. (8224); ATP III GP, Ltd. (6091); Apertor Pharmaceuticals, Inc. (3161); Initial Therapeutics, Inc. (2453); Marlinspike Therapeutics, Inc. (4757); ~~and~~ Red Queen Therapeutics, Inc. (8563); Evercrisp Biosciences, Inc. (4437); and Nine Square Therapeutics, Inc. (4503). The location of the Debtors’ service address in these chapter 11 cases is 230 Park Avenue, Suite 2800, New York, NY 10169.

² Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion or the Supplement, as applicable.

consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and the Motion [and Supplement](#) in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this matter being a core proceeding pursuant to 28 U.S.C. § 157(b); and this Court having found that proper and adequate notice of the Motion and the [Supplement and the](#) relief requested therein has been provided in accordance with the Bankruptcy Rules and the Local Rules, and that no other or further notice is necessary; and objections (if any) to the Motion [or the Supplement](#) having been withdrawn, resolved or overruled on the merits; and a hearing having been held to consider the relief requested in the Motion and [the Supplement and](#) upon the record of the hearing and all of the proceedings had before this Court; and that the legal and factual bases set forth in the Motion [and the Supplement](#) establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT:

1. The Motion is granted on a final basis as set forth herein.
2. The Debtors are authorized, but not directed, to continue and/or modify, change, or discontinue the Employee Compensation and Benefits and to honor and pay, in the ordinary course and in accordance with the terms of the Debtors' pre-petition policies and pre-petition practices, any obligations on account of the Employee Compensation and Benefits; [provided, that prior to any modification, change, discontinuance, elimination, or reduction of any of the Employee Compensation and Benefits, the Debtors will file on the docket notice of the elimination or reduction and cause such notice to be served to affected Employees and counsel to the Rigmora LPs.](#)

3. ~~The~~ Notwithstanding any other provision of this Final Order, the Debtors are authorized, but not directed, to pay and honor, prepetition obligations on account of Employee Benefits and Compensation, in the aggregate amount not to exceed ~~\$30,000~~ 70,000.

4. Notwithstanding any other provision of this order, no payments to or on behalf of any individual employee or contractor on account of pre-petition obligations shall exceed the amounts set forth in 11 U.S.C. §§ 507(a)(4) and 507(a)(5) unless applicable state law requires payments upon termination of an Employee that, in combination with the other payments authorized by this Final Order, would exceed the limits of 11 U.S.C. §§ 507(a)(4) and 507(a)(5).

5. The Debtors shall not make any non-ordinary course bonus, incentive, or severance payments to their Employees or any Insiders (as such term is defined in section 101(31) of the Bankruptcy Code) (“Insider”) without further order of this Court. For the avoidance of doubt, no bonus, incentive, or severance payments shall be made to any Insider without further order of this Court. Nothing in the Motion, the Supplement, the Interim Order, or this Final Order shall constitute a determination by the Court as to whether any individual seeking payment pursuant to this Final Order is or is not an “insider” as that term is defined in section 101(31) of the Bankruptcy Code.

6. Nothing herein shall be deemed to authorize the payment of any amounts in satisfaction of bonus or severance obligations, or which are subject to section 503(c) of the Bankruptcy Code.

7. The Debtors are authorized to issue post-petition checks, or to effect post-petition fund transfer requests, in replacement of any checks or fund transfer requests that are dishonored as a consequence of these chapter 11 cases with respect to any pre-petition amounts owed to their Employees.

8. The automatic stay of section 362(a) of the Bankruptcy Code, to the extent applicable, is hereby lifted to permit, without further order of this Court: (a) current or former employees to proceed with their claims (whether arising prior to or subsequent to the Petition Date) under the Workers' Compensation Programs in the appropriate judicial or administrative forum; (b) insurers and third-party administrators to handle, administer, defend, settle, and/or pay workers' compensation claims and direct action claims; (c) the Debtors to continue the Workers' Compensation Programs and pay any amounts relating thereto in the ordinary course; and (d) insurers and third-party administrators providing coverage for any workers' compensation or direct action claims to draw on any and all collateral and/or prefunded loss accounts provided by or on behalf of the Debtors therefor, if and when the Debtors fail to pay and/or reimburse any insurers and third-party administrators for any amounts in relation thereto. The modification of the automatic stay in this paragraph pertains solely to claims under the Workers' Compensation Programs and ~~direct action~~direct-action claims.

9. Nothing herein (a) alters or amends the terms and conditions of the Workers' Compensation Programs; (b) relieves the Debtors of any of their obligations under the Workers' Compensation Programs; (c) precludes or limits, in any way, the rights of any insurer to contest and/or litigate the existence, primacy, and/or scope of available coverage under the Workers' Compensation Programs; or (d) creates a direct right of action against any insurers or third-party administrators where such right of action does not already exist under non-bankruptcy law.

10. The Debtors are authorized, but not directed, to forward any unpaid amounts on account of Withholding and Deduction Obligations to the appropriate third-party recipients or taxing authorities in accordance with the Debtors' pre-petition policies and practices.

11. The Debtors are authorized, but not directed, to pay costs and expenses incidental to payment of the Employee Compensation and Benefits obligations, including all administrative and processing costs and payments to outside professionals.

12. Nothing contained herein is intended or should be construed to create an administrative priority claim on account of the Employee Compensation and Benefits obligations.

13. The Debtors shall not make any payments on account of any Non-Insider Severance Benefits arising after the Petition Date in violation of section 503(c) of the Bankruptcy Code; provided that nothing herein shall prejudice the Debtors' ability to seek approval of relief pursuant to section 503(c) of the Bankruptcy Code at a later time.

14. The banks and financial institutions on which checks were drawn or electronic payment requests made in payment of the pre-petition obligations approved herein are authorized and directed to receive, process, honor, and pay all such checks and electronic payment requests when presented for payment, and all such banks and financial institutions are authorized to rely on the Debtors' designation of any particular check or electronic payment request as approved by this Final Order.

15. Notwithstanding the relief granted in this Final Order and any actions taken pursuant to such relief, nothing in this Final Order shall be deemed: (a) an admission as to the validity of any particular claim against the Debtors; (b) a waiver of the Debtors' rights to dispute any particular claim on any grounds; (c) a promise or requirement to pay any particular claim; (d) an implication or admission that any particular claim is of a type specified or defined in this Final Order ~~or~~, the Motion [or the Supplement](#); (e) a request or authorization to assume any agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code; (f) a waiver or

limitation of the Debtors' rights under the Bankruptcy Code or any other applicable law; or (g) a concession by the Debtors that any liens (contractual, common law, statutory, or otherwise) satisfied pursuant to the Motion [or the Supplement](#) are valid, and the Debtors expressly reserve their rights to contest the extent, validity, or perfection or seek avoidance of all such liens. Any payment made pursuant to this Final Order is not intended and should not be construed as an admission as the validity of any particular claim or a waiver of the Debtors' rights to subsequently dispute such claim.

16. Notice of the Motion [and the Supplement](#) as provided therein shall be deemed good and sufficient notice of such Motion [and Supplement](#), and the requirements of Bankruptcy Rule 6004(a) and the Local Rules are satisfied by such notice.

17. Notwithstanding Bankruptcy Rule 6004(h), the terms and conditions of this Final Order are immediately effective and enforceable upon its entry.

18. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Final Order in accordance with the Motion [and the Supplement](#).

19. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Final Order.