

SUBSTANTIVE RIGHTS MAY BE AFFECTED BY THIS OBJECTION. CLAIMANTS RECEIVING THIS OBJECTION SHOULD REVIEW IT TO SEE IF THEIR NAMES APPEAR ON THE SCHEDULES ATTACHED HERETO TO DETERMINE WHETHER THE OBJECTION AFFECTS THEIR CLAIMS. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT TRUSTEE’S COUNSEL, HALPERIN BATTAGLIA BENZIJA, LLP, ATTENTION LIGEE GU, AT 212-765-9100 EXT. 108 OR BY EMAIL AT LGU@HALPERINLAW.NET

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

In re: NVN Liquidation, Inc. f/k/a NOVAN, Inc., <i>et al.</i> , ¹ Debtors.	Chapter 11 Case No. 23-10937 (LSS) (Jointly Administered) Obj. Deadline: December 10, 2024 at 4:00 p.m. (ET) Hearing Date: December 17, 2024 at 2:00 p.m. (ET)
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**TRUSTEE’S SECOND OMNIBUS OBJECTION TO CLAIMS (NON-SUBSTANTIVE)
(Superseded, Duplicate, Late Filed, and Unsupported Claims)**

Alan D. Halperin, solely in his capacity as liquidating trustee (the “Trustee”) of the NVN Liquidation, Inc. Liquidating Trust (the “Trust”) as successor in interest to the remaining assets of NVN Liquidation, Inc. f/k/a Novan, Inc. and EPI Health, LLC (collectively, the “Debtors”), by and through his undersigned counsel, hereby files this Second Omnibus Objection to Claims (Non-Substantive) (the “Objection”), pursuant to §§ 105(a), 502, 503 and 507 of title 11 of the United States Code (the “Bankruptcy Code”), Rules 3007(d) and 9014 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and Rule 3007-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), seeking entry of an order substantially in the form attached hereto as **Exhibit A** (the “Proposed Order”): (1) disallowing and expunging in full the amended and superseded claims identified on

¹ The Debtors in these chapter 11 cases, along with the last four digits of the Debtors’ federal tax identification number, are: NVN Liquidation, Inc. (f/k/a Novan, Inc.) (7682) and EPI Health, LLC (9118).



Schedule 1 attached to the Proposed Order (the “Superseded Claims”); (2) disallowing and expunging in full the duplicate claims identified on **Schedule 2** attached to the Proposed Order (the “Duplicate Claims”); (3) disallowing and expunging the late filed claims identified on **Schedule 3** attached to the Proposed Order (the “Late Filed Claims”); and (4) disallowing and expunging claims with insufficient supporting documentation that are identified on **Schedule 4** attached to the Proposed Order (the “Unsupported Claims”). In support of this Objection, the Trustee submits the *Declaration of Alan Halperin Pursuant to 28 U.S.C. § 1746 and Local Rule 3007-1 in Support of the Trustee’s Second Omnibus Objection to Claims (Non-Substantive)* (the “Declaration”) attached hereto as **Exhibit B**. In further support of this Objection, the Trustee respectfully states as follows:

JURISDICTION AND VENUE

1. The United States Bankruptcy Court for the District of Delaware (this “Court”) has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference from the United States District Court for the District of Delaware*, dated February 29, 2012. The Trustee confirms his consent, pursuant to Local Rule 9013-1(f), to the entry of a final order by the Court in connection with this Objection to the extent 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.

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

3. The statutory and legal predicates for the relief requested herein are §§ 105(a), 502, 503 and 507 of the Bankruptcy Code, Bankruptcy Rules 3007 and 9014 and Rule 3007-1 of the Local Rules.

BACKGROUND

4. On July 17, 2023 (the “Petition Date”), the Debtors each filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code in this Court. The Debtors’ bankruptcy cases are jointly administered under Case No. 23-10937 (these “Cases”).

5. On July 19, 2023, the Court entered an order authorizing and approving the retention of Kurtzman Carson Consultants, LLC, now doing business as Verita Global, as claims and noticing agent (the “Claims Agent”) in these Cases [Docket No. 35] to, among other things, maintain the official claims register for the Debtors (the “Claims Register”).

6. Pursuant to an order entered on September 20, 2023 [Docket No. 304] (the “Bar Date Order”), this Court established (a) October 25, 2023 at 5:00 p.m. (the “General Bar Date”) as the deadline for all non-governmental entities and persons to file proofs of claims against the Debtors and their estates that arose prior to the Petition Date (including secured claims, unsecured priority claims, unsecured non-priority claims, and claims arising under section 503(b)(9) of the Bankruptcy Code), and (b) January 16, 2024 as the deadline for governmental entities to file any such pre-petition claims against the Debtors (the “Governmental Bar Date” and with the General Bar Date, the “Bar Date(s)”). In accordance with the Bar Date Order, the Claims Agent served a *Notice of Bar Dates for Filing Proofs of Claim Against the Debtors* [Docket No. 318] upon all known creditors of the Debtors as set forth on the affidavits of service thereof (the “Affidavits of Service”)[Docket Nos. 358 and 387]. Additionally, in accordance with the Bar Date Order, notice of the Bar Dates was published in USA TODAY (“Publication Notice”) [Docket No. 330].

7. During the pendency of the Cases, the Debtors sold or abandoned substantially all of their operating assets, ceased business operations and terminated all of its employees in the third quarter of 2023.

8. On January 26, 2024 (the “Confirmation Date”), this Court entered an *Order (I) Approving Amended Combined Disclosure Statement and Chapter 11 Plan of Liquidation Proposed by the Debtors as Containing Adequate Information on a Final Basis and (II) Confirming Combined Disclosure Statement and Chapter 11 Plan of Liquidation Proposed by the Debtors* [Docket No. 568] (the “Confirmation Order”) confirming the *Amended Combined Disclosure Statement and Chapter 11 Plan of Liquidation Proposed by the Debtors* dated January 26, 2024 [Docket No. 568-1], together with the Plan Supplement [Docket No. 522] and the amendment thereto [Docket No. 543], (collectively, as amended, supplemented, or otherwise modified, the “Plan”). The Plan became effective on April 30, 2024 (the “Effective Date”) [Docket No. 677].

9. On the Effective Date, in accordance with the Confirmation Order, the Plan and the *NVN Liquidating Trust Agreement* (the “Trust Agreement”), the Trust was established, and the Trustee was appointed as Trustee of the Trust and the duly appointed representative of each of the Debtors and their estates with all rights and powers of a trustee under the Bankruptcy Code.

10. In accordance with the Plan and the Trust Agreement, from and after the Effective Date, the Trustee is empowered to, among other things, object to, compromise, and/or settle any claims against the Debtors.

11. Pursuant to the Plan, the Trustee’s current deadline to object to claims is one (1) year after the Effective Date (*i.e.* April 30, 2025).

12. Under the Plan, all equity Interests² in the Debtors³ (“Equity Interests”) were deemed canceled, extinguished, and discharged as of the Effective Date and holders of such interests will receive no distribution pursuant to the Plan. *See Plan* at Sections 2.1 and 7.6.

² “Interests” is defined in the Plan as equity security, within the meaning of Section 101(16) of the Bankruptcy Code. *Plan* at Section 1.63.

³ Debtor NVN Liquidation, Inc. f/k/a Novan, Inc. wholly owned EPI Health, LLC and was a publicly traded company with its shares listed on the Nasdaq Stock Market, but was delisted shortly after the Petition Date.

13. In the ordinary course of their business, the Debtors maintained books and records that reflected the nature and amounts of the Debtors' obligations to creditors, as well as payments made on account of such obligation (the "Books and Records").

RELIEF REQUESTED

14. By this Objection, and for the reasons set forth more fully below, the Trustee objects to the Superseded Claims, Duplicate Claims, Late Filed Claims, and Unsupported Claims (collectively, the "Subject Claims") pursuant to §§ 105(a), 502, 503 and 507 of the Bankruptcy Code, Bankruptcy Rules 3007 and 9014, and Local Rule 3007-1 and requests entry of the Proposed Order reclassifying, disallowing and/or expunging each of the Subject Claims as reflected in **Schedules 1, 2, 3, and 4** to the Proposed Order.

OBJECTION TO CLAIMS

15. As set forth in the Declaration, the Trustee's professionals examined the Subject Claims, all supporting documentation provided by the claimants, if any, and the Books and Records and have identified the Subject Claims as Superseded Claims, Duplicate Claims, Late Filed Claims, and Unsupported Claims.

16. Section 502(a) of the Bankruptcy Code provides, in pertinent part, that "[a] claim or interest, proof of which is filed under section 501 of this title, is deemed allowed, unless a party in interest . . . objects." 11 U.S.C. § 502(a). Once an objection to a claim is filed, the Court, after notice and hearing, shall determine the allowed amount of the claim. 11 U.S.C. § 502(b).

17. When asserting a proof of claim against a bankruptcy estate, a claimant must allege facts that, if true, would support a finding that the debtor is legally liable to the claimant. *In re Allegheny Int'l, Inc.*, 954 F.2d 167, 173 (3d Cir. 1992); *Matter of Int'l Match Corp.*, 69 F.2d 73, 76 (2d Cir. 1934) (finding that a proof of claim should at least allege facts from which legal liability can be seen to exist). Where a claimant alleges sufficient facts to support its claim, its claim is afforded

prima facie validity. *In re Allegheny Int'l, Inc.*, 954 F.2d at 173. A party wishing to dispute such a claim must produce evidence in sufficient force to negate the claim's prima facie validity. *Id.* In practice, the objecting party must produce evidence that would refute at least one of the allegations essential to the claim's legal sufficiency. *Id.* Once the objecting party produces such evidence, the burden shifts back to the claimant to prove the validity of his or her claim by a preponderance of the evidence. *Id.* The burden of persuasion is always on the claimant. *Id.*

A. Superseded Claims

18. In the absence of prejudice, bankruptcy courts generally allow amendments to proofs of claim to cure a defect in a claim as filed or to describe the claim with greater particularity. *See In re Edison Bros. Stores*, 2002 Bankr. LEXIS 1228 at *10 (Bankr. D. Del. May 15, 2002) (amendments are to be allowed where the original claim prompted notice to the court of the existence, nature, and amount of the claim).

19. Upon review by the Trustee and his professionals, it is apparent that the Superseded Claims identified on **Schedule 1** to the Proposed Order (in the column under the heading "Superseded Claim to be Disallowed") have each been amended and superseded by a claim subsequently filed by the same claimant for the same liability (the "Surviving Claims"). The Surviving Claims are also identified on **Schedule 1** to the Proposed Order (in the column under the heading "Surviving Claim"). The Trustee therefore seeks to disallow and expunge the Superseded Claims in their entirety to clean up the Claims Register so it accurately reflects only the Surviving Claims and to ensure no distribution is inadvertently made on account of a Superseded Claim.

20. The claimants affected by this objection will not be prejudiced if the Superseded Claims are expunged because each claimant will retain the corresponding Surviving Claim to the extent not objectionable on other grounds.⁴

B. Duplicate Claims

21. The Duplicate Claims identified in Schedule 2 to the Proposed Order under the column labeled “Duplicate Claims to be Disallowed” should be disallowed and expunged in their entirety because they are duplicates of other claims (the “Surviving Claims”) filed by the same claimant against the same or other Debtor in the same amount and on account of same obligation. The Surviving Claims are listed on Schedule 2 in the column labeled “Surviving Claims”. The Duplicate Claims should be disallowed and expunged in their entirety to ensure that the claimant does not receive multiple distributions on account of a single claim of liability. Therefore, the Trustee seeks to disallow the Duplicate Claims to clean up the claims register and eliminate the duplicate claims. The holders of the Duplicate Claims will not be prejudiced by the relief requested since they will retain the Surviving Claim to the extent the Surviving Claim is not the subject of a separate successful objection.⁵

22. As forth in the Declaration, each of the Duplicate Claims asserts a claim for liability that is identical to that asserted in the corresponding Surviving Claim filed by the claimant. As such, the Duplicate Claims should be expunged.⁶

C. Late Filed Claims

⁴ As the claims reconciliation process is ongoing, the Trustee reserves and preserves all rights to object to any proofs of claim, including but not limited to the Surviving Claims, on any grounds and file subsequent substantive or non-substantive objections based upon such grounds.

⁵ Although the Trustee does not object herein to the validity, amount or priority of the Surviving Claims, the Trustee expressly reserves the right to object to the Surviving Claims on any grounds whatsoever at a later date.

⁶ Should the Court not grant the Objection on any of the Duplicate Claims, the Trustee reserves and preserves all rights to object to any of the Duplicate Claims on any grounds and file subsequent substantive or non-substantive objections based upon such grounds.

23. The Trustee and his professionals have identified the Late Filed Claims set forth on **Schedule 3** to the Proposed Order as those that should be disallowed and expunged because the claimant was duly served with the Bar Date Order as reflected on the Affidavits of Service, but the claims were, nonetheless, filed untimely after the applicable Bar Date.

24. Bankruptcy Rule 3003(c)(3) authorizes courts to set bar dates by which proofs of claim or interest must be filed. This rule contributes to one of the main purposes of bankruptcy law, which is securing -- within a limited time -- the prompt and effectual administration and settlement of a debtor's estate. *In re New Century TRS Holdings, Inc.*, 465 B.R. 38, 46 (Bankr. D. Del. 2012) (citing *In re Smidth & Co.*, 413 B.R. 161, 165 (Bankr. D. Del. 2009)). While setting an outside limit for the time to assert a right triggers due process concerns of which every court must be cognizant, this concern is resolved through notice. *Id.* As set forth above, direct and reasonable notice of the Bar Dates was given to all holders of the Late Filed Claims via service of the Bar Date Order, supplemented by Publication Notice, thus, due process is satisfied.

25. For creditors who receive proper notice, the bar date is a "drop-dead date" that prevents a creditor from asserting prepetition claims unless he can demonstrate excusable neglect. *In re TransWorld Airlines, Inc.*, 96 F.3d 687, 690 (3d Cir. 1996). Here, none of the claimants requested and enlargement of the time to file their proofs of claim prior to the applicable Bar Dates; nor did any of the claimants file a motion requesting leave to file their Claims after the expiration of the applicable Bar Dates. Allowing the Late Filed Claims would hinder the bankruptcy process because parties that filed late claims will receive a recovery (to which they are not entitled), to the detriment of other creditors. *See e.g., Bank of Am. Nat'l Trust & Sav. Ass'n v. 203 N. LaSalle St. P'ship*, 526 U.S. 434, 453 (1999) (bar dates play an essential role in the important goal of maximizing property available to satisfy creditors).

26. The Trustee respectfully submits that any party who failed to file its claim in a timely manner should not be entitled to receive a recovery in connection therewith. Therefore, the Trustee respectfully requests that the Court enter an order disallowing and expunging the Late Filed Claims identified in **Schedule 3** to the Proposed Order.⁷

D. **Unsupported Claims**

27. The Unsupported Claims identified in **Schedule 4** to the Proposed Order should be disallowed and expunged in their entirety because they were filed without sufficient documentation to constitute *prima facie* evidence of the validity and amount of the claim asserted. In some cases, these claims merely list an amount, without including any invoices, invoice information, statements, agreements, or other supporting documentation providing indicia of a debt owed by the Debtors.

28. As set forth in the Declaration, the Trustee's professionals have reviewed and made reasonable efforts to research and reconcile the Unsupported Claims with Books and Records and have found no evidence of the validity or amount of the claims.

29. While Bankruptcy Rule 3001(f) provides that a proof of claim executed and filed in accordance with the rules of procedure (*i.e.*, includes the facts and documents necessary to support the claim) constitutes *prima facie* evidence of the validity and amount of the claim, this Court has recognized the position that a proof of claim lacking the supporting documentation required by Bankruptcy Rule 3001 does not receive the presumption of *prima facie* validity; rather, the claimant maintains the burden of proving its claim by a preponderance of the evidence. *See e.g., In re New Century TRS Holdings, Inc.*, 495 B.R. 625, 633, (Bankr. D. Del. 2013) (citing *In re Kincaid*, 388 B.R. 610, 614 (Bankr. E.D. Pa. 2008)); Fed. R. Bankr. P. 3001(f).

⁷ Should the Court not grant the Objection on any of the Late Filed Claims, the Trustee reserves and preserves all rights to object to any surviving Late Filed Claim on any grounds and file subsequent substantive or non-substantive objections based upon such grounds.

30. The Unsupported Claims lack sufficient documentation and are not supported in the Books and Records. As such, the Trustee seeks to disallow and expunge the Unsupported Claims identified on **Schedule 4** to the Proposed Order in their entirety.⁸

RESPONSE TO OBJECTIONS

31. Any holder of any of the Subject Claims who wants to contest this Objection must file and serve a written response to this Objection (a “Response”) so that it is received no later than **4:00 p.m. (Eastern Time) on December 10, 2024** (the “Response Deadline”). **The Proposed Order and the attached Schedules should be read carefully.**

32. Every Response should be filed with the Office of the Clerk, United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801, and served upon counsel for the Trustee so that the Response is received no later than the Response Deadline at the following address:

Halperin Battaglia Benzija, LLP
40 Wall Street, 37th Floor
New York, NY 10005
Attention: Lige Gu, Esq.
lgu@halperinlaw.net

-and-

WOMBLE BOND DICKINSON (US) LLP
Donald J. Detweiler
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Wilmington, Delaware 19801
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950 Third Avenue, Suite 2400
New York, New York 10022
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⁸ Should the Court not grant the Objection on any of the Unsupported Claims or should any claimant provide additional supporting documentation, the Trustee reserves and preserves all rights to object to any surviving Unsupported Claim on any grounds and file subsequent substantive or non-substantive objections based upon such grounds.

33. Content of Responses. Every Response to this Objection must contain, at a minimum, the following:

- (a) a caption setting forth the name of the Court, the name of the Debtors, the case number and the title of this Objection to which the Response is directed;
- (b) the name of the claimant and description of the basis for the Subject Claims, as applicable;
- (c) a concise statement setting forth the reasons why the relief in this Objection should not be granted, including, but not limited to, the specific factual and legal bases upon which the claimant relies in opposing this Objection;
- (d) all documentation or other evidence supporting the disputed claim not previously filed with the Court or the Claims Agent, upon which the claimant relies in opposing this Objection; and
- (e) the name, address, telephone number, email and fax number of the person(s) (which may be the claimant or a legal representative thereof) to whom counsel for the Trustee should serve a reply, if any, to the Response and who possesses authority to reconcile, settle or otherwise resolve the objection to the claim on behalf of the claimant.

34. If a claimant fails to file and serve a timely Response, without further notice to the claimant or a hearing, the Trustee will present to the Court an order, substantially in the form of the Proposed Order.

NOTICE

35. A copy of this Objection and all related exhibits will be served on (i) the Office of the United States Trustee for the District of Delaware; (ii) each holder of the Subject Claims; and (iii) all other parties entitled to notice in the Cases. The Trustee respectfully submits that no further notice of this Objection is required.

36. Pursuant to Bankruptcy Rule 3007, the Trustee has provided all claimants affected by this Objection with at least thirty (30) days' notice of the hearing to consider this Objection.

NO PRIOR REQUEST

37. No previous request for the relief sought herein has been made to this or any other Court.

STATEMENT OF COMPLIANCE WITH LOCAL RULE 3007-1

38. To the extent that a response is filed regarding any Claim listed in this Objection and the Trustee is unable to resolve the response, each such Claim, and the objection by the Trust to each such Claim asserted herein, shall constitute a separate contested matter as contemplated by Bankruptcy Rule 9014. Any order entered by the Court regarding an objection asserted in the Objection shall be deemed a separate order with respect to each Claim.

RESERVATION OF RIGHTS

39. The Trustee hereby reserves the right to object in the future to any of the claims listed in this Objection on any ground in accordance with Local Rule 3007-1, and to amend, modify, and/or supplement this Objection, including, without limitation, to object to amended or newly filed proofs of claim. Separate notice and hearing may be scheduled for any such objection.

WHEREFORE the Trustee respectfully requests entry of an order substantially in the form of the Proposed Order attached hereto as **Exhibit A** granting the relief requested herein and such other and further relief as the Court may deem just and appropriate.

Dated: November 15, 2024
Wilmington, Delaware

WOMBLE BOND DICKINSON (US) LLP

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Counsel to the Trustee

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

In re:

NVN Liquidation, Inc. f/k/a NOVAN, Inc., *et al.*,¹

Debtors.

Chapter 11

Case No. 23-10937 (LSS)

(Jointly Administered)

Obj. Deadline: December 10, 2024 at 4:00 p.m. (ET)

Hearing Date: December 17, 2024 at 2:00 p.m. (ET)

**NOTICE OF TRUSTEE'S SECOND OMNIBUS OBJECTION TO CLAIMS
(NON-SUBSTANTIVE) (SUPERSEDED, DUPLICATE,
LATE FILED, AND UNSUPPORTED CLAIMS)**

**PLEASE CAREFULLY REVIEW THIS OBJECTION AND THE ATTACHMENTS
HERETO TO DETERMINE WHETHER THIS OBJECTION AFFECTS YOUR
CLAIM. SUBSTANTIVE RIGHTS MAY BE AFFECTED BY THIS OBJECTION
AND BY ANY FURTHER OBJECTION THAT MAY BE FILED.**

PLEASE TAKE NOTICE that, Alan D. Halperin, solely in his capacity as liquidating trustee (the "Trustee") of the NVN Liquidation, Inc. Liquidating Trust (the "Trust") as successor in interest to the remaining assets of NVN Liquidation, Inc. f/k/a Novan, Inc. and EPI Health, LLC (collectively, the "Debtors"), by and through his undersigned counsel, filed the attached *Trustee's Second Omnibus Objection to Claims (Non-Substantive) (Superseded, Duplicate, Late Filed, and Unsupported Claims)* (the "Second Omnibus Objection") with the United States Bankruptcy Court for the District of Delaware (the "Court").

PLEASE TAKE FURTHER NOTICE that responses ("Responses"), if any, to the Second Omnibus Objection must be in writing, filed with the Court at 824 North Market Street, Wilmington, Delaware 19801, and served so that it is actually received by the undersigned counsel to the Trustee on or before **December 10, 2024 at 4:00 p.m. (Prevailing Eastern Time)**. Every

¹ The Debtors in these chapter 11 cases, along with the last four digits of the Debtors' federal tax identification number, are: NVN Liquidation, Inc. (f/k/a Novan, Inc.) (7682) and EPI Health, LLC (9118).

Response to the Second Omnibus Objection must contain, at a minimum, the following information:

1. a caption setting forth the name of the Court, the name of the Debtors, the case number, and the title of objection to which the Response is directed;
2. the name of the claimant, his/her/its claim number, and a description of the basis for the amount of the claim;
3. the specific factual basis and supporting legal argument upon which the party will rely in opposing this Second Omnibus Objection;
4. any supporting documentation, to the extent it was not included with the proof of claim previously filed with the clerk or claims agent, upon which the party will rely to support the basis for, and amounts asserted in, the proof of claim; and
5. the name, address, telephone number, email address and fax number of the person(s) (which may be the claimant or the claimant's legal representative) with whom counsel for the Trustee should communicate with respect to the claim or the Second Omnibus Objection and who possesses authority to reconcile, settle, or otherwise resolve the objection to the disputed claim on behalf of the claimant.

PLEASE TAKE FURTHER NOTICE that if no Response to the Second Omnibus Objection is timely filed, served, and received in accordance with the above procedures, an order may be entered granting the relief requested in the Second Omnibus Objection without further notice or hearing. If a Response to the Second Omnibus Objection is timely filed, served and received in accordance with the above procedures, a hearing on the Second Omnibus Objection and the Response will be held before the Honorable Laurie Selber Silverstein at the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 6th Floor, Courtroom #2, Wilmington, Delaware 19801, on **December 17, 2024 at 2:00 p.m. (Prevailing Eastern Time)** (the "Hearing"). Only a Response made in writing and timely filed and received will be considered by the Court at the Hearing.

IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF REQUESTED IN THE SECOND OMNIBUS OBJECTION WITHOUT FURTHER NOTICE OR HEARING.

Dated: November 15, 2024
Wilmington, Delaware

WOMBLE BOND DICKINSON (US) LLP

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Counsel to the Trustee

Exhibit A

Proposed Order

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

In re:

NVN Liquidation, Inc. f/k/a NOVAN, Inc., *et al.*,¹
Debtors.

Chapter 11

Case No. 23-10937 (LSS)

(Jointly Administered)

Re: Docket No. ____

**ORDER GRANTING TRUSTEE'S SECOND OMNIBUS OBJECTION TO CLAIMS
(NON-SUBSTANTIVE)
(Superseded, Duplicate, Late Filed, and Unsupported Claims)**

Upon the *Trustee's Second Omnibus Objection to Claims* (the "Objection") seeking entry of an order disallowing and expunging the claims (collectively, the "Subject Claims") set forth on Schedules 1, 2 and 3 attached hereto and made a part hereof (the "Schedules"), all as more fully set forth in the Objection; and upon the *Declaration of Alan D. Halperin Pursuant to 28 U.S.C. § 1746 and Local Rule 3007-1 in Support of Trustee's Second Omnibus Objection to Claims (Non-Substantive)* filed contemporaneously with the Objection and in support thereof; and this Court having jurisdiction to consider the Objection and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the Objection and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Objection having been provided, and no other or further notice being required; and the Court having considered all responses to the Objection, if any, and all such responses having been either overruled or withdrawn; and upon all proceedings had before the Court; and the Court having determined that the legal and factual bases set forth in the Objection establish just cause for the relief granted herein; and

¹ The Debtors in these chapter 11 cases, along with the last four digits of the Debtors' federal tax identification number, are: NVN Liquidation, Inc. (f/k/a Novan, Inc.) (7682) and EPI Health, LLC (9118).

This Court having **FOUND AND DETERMINED THAT:**

A. The holders of the Subject Claims listed on the Schedules were properly and timely served with a copy of the Objection and all of its accompanying exhibits, schedules and notice of hearing on the Objection and response deadline.

B. Any entity known to have an interest in the Subject Claims has been afforded reasonable opportunity to respond to, or being heard regarding, the relief requested in the Objection, and

C. The relief requested in the Objection is the in the best interests of the Debtors, their estates, the Trust² and its beneficiaries, and other parties in interest;
And after due deliberation and sufficient cause appearing therefor,

IT IS THEREFORE ORDERED THAT:

1. The Objection is GRANTED.
2. The Superseded Claims listed on **Schedule 1** are hereby disallowed and expunged in their entirety as reflected on **Schedule 1**.
3. The Duplicate Claims listed on **Schedule 2** are hereby disallowed and expunged in their entirety as reflected on **Schedule 2**.
4. The Late Filed Claims listed on **Schedule 3** are hereby disallowed and expunged in their entirety as reflected on **Schedule 3**.
5. The Unsupported Claims listed on **Schedule 4** are hereby disallowed and expunged in their entirety as reflected on the **Schedule 4**.

² Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Objection.

6. The Claims Agent is hereby authorized and directed to disallow and expunge the Subject Claims on the Claims Register as reflected in and consistent with this Order and to make other changes to the Claims Register as necessary to effectuate the terms of this Order.

7. The Objection to each of the Subject Claims constitutes a separate contested matter as contemplated by Bankruptcy Rule 9014. This Order shall be deemed a separate Order with respect to each of the Subject Claims. Any stay of this Order pending appeal by any holder of any of the Subject Claims shall apply only to the contested matter which involves such claimant and shall not act to stay the applicability and/or finality of this Order with respect to other contested matters covered hereby.

8. Nothing in the Objection or this Order shall be construed as an allowance of any of the Subject Claims or any other claims.

9. The Trustee's right to amend, modify, or supplement the Objection, to file additional objections to the Subject Claims or any other claims (filed or not) which have or may be asserted against the Debtors, and to seek further reduction of any of the Subject Claims, are fully preserved. Additionally, should one or more of the grounds of objection stated in the Objection be dismissed, the Trustee's right to object on other stated grounds or any other grounds that the Trustee discovers during the pendency of these Cases are further preserved.

10. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, and/or enforcement of this Order.

SCHEDULE 1

Schedule 1 - Superseded Claims

SUPERSEDED CLAIM TO BE DISALLOWED					SURVIVING CLAIM			
Name of Claimant	Claim Number	Debtor	Disallowed Claim	Reason for Disallowance	Name	Claim Number	Debtor	Surviving Claim
MC2 Therapeutics A/S	278	Novan, Inc.	\$1,443,305.32 General Unsecured	Claim has been amended and superseded by the surviving claim	MC2 Therapeutics A/S	351*	EPI Health, LLC	\$1,443,305.32 General Unsecured + unliquidated amounts
North Carolina Department of Revenue	8	Novan, Inc.	\$4,478.65 Priority	Claim has been amended and superseded by the surviving claim	North Carolina Department of Revenue	44	Novan, Inc.	\$2,714.23 Unsecured

*This Surviving Claim is also subject to the Trustee's First Omnibus Claims Objection.

SCHEDULE 2

Schedule 2 - Duplicate Claims

<u>Duplicate Claim to be Disallowed</u>					<u>Surviving Claim</u>				
Name of Claimant	Duplicate Claim to be Disallowed	Date Filed	Debtor	Disallowed Claim	Name of Claimant	Remaining Claim	Date Filed	Debtor	Surviving Asserted Amount
Cilatus BioPharma AG	33	8/13/2023	Novan, Inc.	\$13,540 General Unsecured	Cilatus BioPharma AG	147	10/13/2023	Novan, Inc.	\$13,540 General Unsecured
Alabama Department of Labor	333	12/27/2023	EPI Health, LLC	\$788.32 General Unsecured	Cilatus BioPharma AG	336	12/27/2023	EPI Health, LLC	\$788.32 General Unsecured
Prasco, LLC	273	10/25/2023	Novan, Inc.	\$352,785.00 General Unsecured	Prasco, LLC	271	10/25/2023	EPI Health, LLC	\$352,785.00 General Unsecured

SCHEDULE 3

Schedule 3 - Late Filed Claims

<u>Late Filed Claims to Be Disallowed</u>	<u>Claim Number</u>	<u>Filed Date</u>	<u>Debtor</u>	<u>Claim Amount(s)</u>	<u>Classification</u>	<u>Reason for Disallowance</u>
Inman Promotional Team, inc.	323	12/13/2023	Novan, Inc.	(1) \$15,150.00 (2) 8,110.48	(1) Priority (2) General unsecured	Filed after applicable bar date.

SCHEDULE 4

Schedule 4 - Unsupported Claims

<u>Name of Claimnt</u>	<u>Claim No.</u>	<u>Debtor</u>	<u>Claim Amount</u>	<u>Classification</u>	<u>Reason for Disallowance</u>
AAEMarkets LLC	224	Novan, Inc.	\$3,250.00	General Unsecured	Claimant does not provide sufficient or any documentation to determine the validity of the claim.
Digital Media Innovations LLC	13	Novan, Inc.	\$57,225.05	General Unsecured	Claimant does not provide sufficient or any documentation to determine the validity of the claim.
Ho, Quoc Hung	295	Novan, Inc.	\$3,000.00	Priority	Claimant does not provide sufficient or any documentation to determine the validity of the claim.
Moussa Maizi	357	Novan, Inc.	blank	blank	Claimant does not provide sufficient or any documentation to determine the validity of the claim.
U.S. Customs and Border Protection	322	Novan, Inc.	Unliquidated	Priority	Claimant does not provide sufficient or any documentation to determine the validity of the claim.

EXHIBIT B

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

In re:

NVN Liquidation, Inc. f/k/a NOVAN, Inc., *et al.*,¹
Debtors.

Chapter 11

Case No. 23-10937 (LSS)

(Jointly Administered)

**DECLARATION OF ALAN D. HALPERIN PURSUANT TO 28 U.S.C. § 1746
AND LOCAL RULE 3007-1 IN SUPPORT OF TRUSTEE’S SECOND OMNIBUS
OBJECTION TO CLAIMS (NON-SUBSTANTIVE)
(Superseded, Duplicate, Late Filed, and Unsupported Claims)**

Alan D. Halperin, under penalty of perjury, hereby declares as follows:

1. I am the liquidating trustee (the “Trustee”) of the NVN Liquidation, Inc. Liquidating Trust (the “Trust”) as successor in interest to the remaining asset of NVN Liquidation, Inc. f/k/a Novan, Inc. and EPI Health, LLC (collectively, the “Debtors”). I submit this declaration in support of the *Trustee’s Second Omnibus Objection to Claims (Non-Substantive)* (the “Objection”), pursuant to which I am requesting that this Court enter an order disallowing and expunging Superseded Claims, Duplicate Claims, Late Filed Claims, and Unsupported Claims. Unless otherwise stated in this declaration, I have personal knowledge of the facts set forth herein.

2. Except as otherwise indicated, all facts set forth in this declaration are based upon my personal knowledge, my review (or the review of counsel, consultants and other professionals under my supervision) of business records kept by the Debtors in the ordinary course of business, the relevant proofs of claim, and/or the Claims Register maintained by the Claims Agent in the Cases. The grounds for the Objection are based on the review conducted.

¹ The Debtors in these chapter 11 cases, along with the last four digits of the Debtors’ federal tax identification number, are: NVN Liquidation, Inc. (f/k/a Novan, Inc.) (7682) and EPI Health, LLC (9118).

3. I have personally reviewed the Objection and to the best of my knowledge, information and belief, the information contained on **Schedules 1, 2, 3, and 4** (the “Schedules”) to the Proposed Order attached as **Exhibit A** to the Objection is true and correct.

4. My counsel, consultants and other professionals and/or I reviewed all of the Superseded Claims identified on Schedule 1 together with the supporting documentation filed therewith, if any, and determined that each of these claims has been amended and superseded by a later filed claim, filed by the same claimant for the same liability. Therefore, the Superseded Claims should be disallowed and expunged in their entirety.

5. My counsel, consultants and other professionals and/or I reviewed all of the Duplicate Claims identified on Schedule 2 together with the supporting documentation filed therewith, if any, and determined that each of these claims is a duplicate of a separate claims filed by the same claimant for the same liability. Therefore, the Duplicate Claims should be disallowed and expunged in their entirety.

6. My counsel, consultants and other professionals and/or I reviewed all of the Late Filed Claims identified in Schedule 3, together with the supporting documentation filed therewith, if any, and determined that each of these claims was filed after the applicable bar date. Therefore, the Late Filed Claims should be disallowed and expunged in their entirety.

7. My counsel, consultants and other professionals and/or I reviewed all of the Unsupported Claims identified on Schedule 4, together with the supporting documentation, if any, filed therewith, and have determined that they were filed without sufficient documentation to constitute prima facie evidence of the validity and amount of the claim asserted. Indeed, in most cases, these claims merely list an amount, without including information, statements, agreements, or other supporting documentation providing indicia of a debt owed by the Debtors. We have reviewed and made reasonable efforts to research and reconcile the Unsupported Claims with the

Debtors' books and records, and believe that such documentation does not provide prima facie evidence of the validity and amount of these claims. Therefore, the Insufficient Documentation Claims should be disallowed and expunged in their entirety.

8. Based on the foregoing, and to the best of my knowledge, information and belief, the information contained in the Objection and the Schedules thereto is true and correct.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct to the best of my knowledge and belief.

Executed on: November 15, 2024

/s/ Alan D. Halperin
Alan D. Halperin