

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

In re:

INSYS THERAPEUTICS, INC., *et al.*,

Liquidating Debtors.¹

Chapter 11

Case No. 19-11292 (JTD)

(Jointly Administered)

D.I. 1081

**CERTIFICATION OF COUNSEL REGARDING ORDER
APPROVING STIPULATION WITH RESPECT TO THE MOTION OF
ASCENT HEALTH SERVICES LLC FOR ALLOWANCE AND PAYMENT
OF ADMINISTRATIVE CLAIM PURSUANT TO 11 U.S.C. § 503(b)(1)(A)**

The undersigned hereby certifies as follows:

1. On June 10, 2019 (the “Petition Date”), Insys Therapeutics, Inc. and its affiliated debtors, as debtors and debtors in possession (collectively, the “Debtors”) commenced with the United States Bankruptcy Court for the District of Delaware (the “Court”) voluntary cases under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”).

2. On January 9, 2020, Ascent Health Services LLC (“Ascent”) filed the *Motion of Ascent Health Services LLC for Allowance and Payment of Administrative Claim Pursuant to 11 U.S.C. § 503(b)(1)(A)* (D.I. 1081) (the “Motion”) asserting a right to payment for an administrative expense (the “Claim”).

3. On January 26, 2020, the Court entered an order confirming the *Second Amended Joint Chapter 11 Plan of Liquidation of Insys Therapeutics, Inc. and Its Affiliated Debtors* (D.I. 1115) (as amended or modified, the “Plan”).²

¹ The Liquidating Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: Insys Therapeutics, Inc. (7886); IC Operations, LLC (9659), Insys Development Company, Inc. (3020); Insys Manufacturing, LLC (0789); Insys Pharma, Inc. (9410); IPSC, LLC (6577); and IPT 355, LLC (0155).

² Capitalized but not otherwise defined terms used herein shall have the meanings ascribed to them in the Plan.

4. On January 28, 2020, the Debtors filed a certification of counsel (D.I. 1151) requesting entry of an order by the Court approving a stipulation (the “First Stipulation”) regarding the scheduling of the relief requested in the Motion.

5. On January 28, 2020, the Court entered an order approving the First Stipulation (D.I. 1152). Pursuant to the First Stipulation, the Insys Liquidation Trust has until March 19, 2020 to respond to the Motion either agreeing with or disputing the Claim, or any portion thereof.

6. The Insys Liquidating Trustee and Ascent are conferring regarding the Motion, and have agreed to enter into a second stipulation (the “Second Stipulation”) further extending the deadline by when the Insys Liquidation Trust must respond to the Motion. The Second Stipulation is attached as Exhibit 1 to the proposed order attached hereto as **Exhibit A** (the “Proposed Order”).

7. WHEREFORE, the Liquidating Trustee respectfully requests the entry of the Proposed Order approving the Second Stipulation, substantially in the form attached hereto as **Exhibit A**, at the Court’s earliest convenience.

(Signature page follows)

Dated: March 17, 2020
Wilmington, Delaware

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Exhibit A

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

In re:

INSYS THERAPEUTICS, INC., *et al.*,

Liquidating Debtors.¹

Chapter 11

Case No. 19-11292 (JTD)

(Jointly Administered)

Re: D.I. _____

**ORDER APPROVING STIPULATION WITH RESPECT TO THE MOTION OF
ASCENT HEALTH SERVICES LLC FOR ALLOWANCE AND PAYMENT
OF ADMINISTRATIVE CLAIM PURSUANT TO 11 U.S.C. § 503(B)(1)(A)**

Upon consideration of the *Stipulation with Respect to the Motion of Ascent Health Services LLC for Allowance and Payment of Administrative Claim pursuant to 11 U.S.C. § 503(b)(1)(A)* (the “Stipulation”), a copy of which is attached hereto as **Exhibit 1**; and the Court having jurisdiction to consider the Stipulation pursuant to 28 U.S.C. § 1334; and good and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Stipulation is hereby approved.
2. Immediately upon the entry of this Order, the Stipulation shall become effective.
3. The Liquidating Debtors, the Insys Liquidation Trust, and Ascent Health Services

LLC are authorized to take any and all actions reasonably necessary to implement and effectuate the terms of the Stipulation.

¹ The Liquidating Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: Insys Therapeutics, Inc. (7886); IC Operations, LLC (9659), Insys Development Company, Inc. (3020); Insys Manufacturing, LLC (0789); Insys Pharma, Inc. (9410); IPSC, LLC (6577); and IPT 355, LLC (0155).

4. The Court retains jurisdiction over all matters arising from or related to the implementation or interpretation of this Order.

Dated: _____, 2020
Wilmington, Delaware

THE HONORABLE JOHN T. DORSEY
UNITED STATES BANKRUPTCY JUDGE

Exhibit 1

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

In re:

INSYS THERAPEUTICS, INC., *et al.*,

Liquidating Debtors.¹

Chapter 11

Case No. 19-11292 (JTD)

(Jointly Administered)

**STIPULATION WITH RESPECT TO THE MOTION OF ASCENT
HEALTH SERVICES LLC FOR ALLOWANCE AND PAYMENT OF
ADMINISTRATIVE CLAIM PURSUANT TO 11 U.S.C. § 503(b)(1)(A)**

WHEREAS, on June 10, 2019 (the “Petition Date”), Insys Therapeutics, Inc. and its affiliated debtors, as debtors and debtors in possession (collectively, the “Debtors”) commenced with the United States Bankruptcy Court for the District of Delaware (the “Court”) voluntary cases under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”).

WHEREAS, on January 9, 2020, Ascent Health Services LLC (“Ascent”) filed the *Motion of Ascent Health Services LLC for Allowance and Payment of Administrative Claim Pursuant to 11 U.S.C. § 503(b)(1)(A)* (D.I. 1081) (the “Motion”) asserting a right to payment for an administrative expense (the “Claim”).

WHEREAS, on January 26, 2020, the Court entered an order confirming the *Second Amended Joint Chapter 11 Plan of Liquidation of Insys Therapeutics, Inc. and Its Affiliated Debtors* (D.I. 1115) (as amended or modified, the “Plan”).

WHEREAS, the Insys Liquidating Trustee and Ascent (together, the “Parties”) dispute whether the Plan’s procedures for Administrative Expense Claims apply to the Motion;

¹ The Liquidating Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: Insys Therapeutics, Inc. (7886); IC Operations, LLC (9659), Insys Development Company, Inc. (3020); Insys Manufacturing, LLC (0789); Insys Pharma, Inc. (9410); IPSC, LLC (6577); and IPT 355, LLC (0155).

WHEREAS, to avoid litigation regarding the applicability of the Plan's procedures to the Motion, and the costs attendant to any litigation, the Parties have agreed to stipulate to the procedures set forth herein;

THE PARTIES HEREBY STIPULATE AND AGREE AS FOLLOWS:

1. Notwithstanding any provision in the Plan or the Confirmation Order to the contrary, the Insys Liquidation Trust shall have until April 20, 2020 to respond to the Motion either agreeing with or disputing the Claim, or any portion thereof.

2. The Insys Liquidation Trust shall pay any portion of the Claim not subject to a dispute within 10 business days after the date referenced in paragraph 1, *supra*.

3. If the Insys Liquidation Trust disputes any portion of the Claim, then a hearing shall be scheduled with the Court to consider the Motion for the next omnibus hearing date, solely with respect to the disputed portion of the Claim, within 30 days after the period prescribed in paragraph 1, *supra*.

4. The Parties may mutually agree to further extend any deadline established by this Stipulation without further order of the Court.

5. This Stipulation may be executed in counterparts and shall be fully enforceable and binding on the Debtors' Estates, including upon the Insys Liquidation Trust and the Insys Liquidating Trustee, upon the entry of an order by the Court approving this Stipulation.

6. The undersigned represent that they are duly authorized to execute this Stipulation on behalf of each respective Party hereto.

**MORRIS, NICHOLS, ARSHT &
TUNNELL LLP**

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