

CLAIMANTS RECEIVING THIS OBJECTION SHOULD REVIEW IT TO SEE IF THEIR NAMES APPEAR ON THE EXHIBIT ATTACHED HERETO TO DETERMINE WHETHER THE OBJECTION AFFECTS THEIR CLAIMS.

**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)

Hearing Date: August 24, 2020 at 2:00 p.m. (ET)
Objection Deadline: August 17, 2020 at 4:00 p.m. (ET)

**FIRST OMNIBUS OBJECTION OF THE TRUSTEE OF
THE INSYS LIQUIDATION TRUST TO CLAIMS (NON-SUBSTANTIVE)**
(Late Filed, Duplicate, and Insufficient Documentation Claims)

William Henrich, in his capacity as liquidating trustee (the “Trustee”) of the Insys Liquidation Trust (the “Liquidation Trust”), as successor in interest to the above-captioned debtors and debtors in possession (collectively, the “Debtors”), hereby files this first omnibus objection (the “Objection”), pursuant to §§ 105(a) and 502 of title 11 of the United States Code (the “Bankruptcy Code”), Rule 3007(d) 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 to disallow the claims identified on **Exhibit 1**, **Exhibit 2**, and **Exhibit 3** attached to the proposed order (individually, a “Claim”, and collectively, the “Claims”) as either late filed, duplicative or

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).

insufficiently documented or supported. In support of this Objection, the Trustee submits the *Declaration of Edward A. Phillips Pursuant to 28 U.S.C. § 1746 and Local Rule 3007-1 in Support of the First Omnibus Objection of the Liquidating Trustee of the Insys Liquidation Trust to Claims (Non-Substantive)* (the “Declaration”) attached hereto as **Exhibit B**. In further support of this Objection, the Trustee respectfully represents as follows:

BACKGROUND

1. On June 10, 2019 (the “Petition Date”), the Debtors each commenced with this Court a voluntary case under chapter 11 of the Bankruptcy Code (the “Chapter 11 Cases”).

2. On June 11, 2019, this Court entered an order authorizing and approving the retention of Epiq Corporate Restructuring, LLC as claims and noticing agent in these Chapter 11 Cases (the “Agent”) [Docket No. 48].

3. On June 20, 2019, the Office of the United States Trustee for the District of Delaware (the “U.S. Trustee”) appointed an official committee of unsecured creditors in these Chapter 11 Cases (the “Committee”). No trustee or examiner has been appointed in these Chapter 11 Cases.

4. On July 30, 2019, each of the Debtors filed with this Court its *Schedule of Assets and Liabilities* [Docket Nos. 363, 365, 367, 369, 371, 373, and 375] (the “Schedules”).

5. On January 16, 2020, this Court entered an order [Docket No. 1115] (the “Confirmation Order”) confirming the *Second Amended Joint Chapter 11 Plan of Liquidation of Insys Therapeutics, Inc. and Its Affiliated Debtors* (the “Plan”) in the Chapter 11 Cases. As provided for in the Confirmation Order, all assets and liabilities of the Debtors were substantively consolidated and substantive consolidation would be implemented for distribution purposes in accordance with the Plan (the “Substantive Consolidation”).

6. On February 18, 2020 (the “Effective Date”), the Plan became effective in accordance with its terms and, in accordance with the Plan, Confirmation Order and that certain *Trust Agreement for Insys Liquidation Trust* (the “Trust Agreement”), certain assets² of the Debtors existing as of such date were transferred to and became vested in the Liquidation Trust, and William Henrich was appointed the Trustee of the Liquidation Trust.

7. In accordance with the Plan and the Trust Agreement, from and after the Effective Date, objections to various claims³ may be prosecuted by the Trustee. *See e.g.*, Section 7.1 of the Plan.

8. Pursuant an order dated July 15, 2019 (the “Bar Date Order”), [Docket No. 294], this Court established the following deadlines: (a) September 16, 2019 as the last day for non-governmental entities to file pre-petition claims against the Debtors and their estates (the “General Bar Date”); (b) December 9, 2019 as the last day for governmental entities and Native American tribes to file pre-petition claims against the Debtors and their estates (the “Government Bar Date”); and (c) October 24, 2019 as the last day to file administrative claims arising between the Petition Date and September 9, 2019, excluding professional claims and claims asserting administrative priority and arising out of the ordinary course of business after the Petition Date (together with the General Bar Date and the Government Bar Date, the “Bar Dates”).

9. In accordance with the Bar Date Order, the Agent served a Notice of Bar Dates and the related documents and forms as evidence by the affidavits of service filed with this Court

² These assets include all assets of the Debtors other than (i) the VRT Operating Reserve, (ii) the Products Liability Insurance Rights, and (iii) any Interests held by Liquidating Debtors in other Liquidating Debtors, as defined in the Plan.

³ Other than Personal Injury Claims (as defined in the Plan).

(the “Bar Date AOS”) [Docket Nos. 315, 406, 504, 587, 713, 821, and 887]. Additionally, in accordance with the Bar Date Order, the Debtors published notice of the Bar Dates once in the national editions of the New York Times and USA Today, and once in the following publications: Memphis Commercial Appeal, Indianapolis Star, Florida Times Union (Jacksonville), Las Vegas Review Journal Sun, Saginaw News, Arizona Republic, Dallas Morning News, Miami Herald, Los Angeles Times, and San Antonio Express News (the “Publication Notices”).

10. Pursuant to the Confirmation Order and the Plan, the deadline to object to claims (other than Administrative Claims) is one-hundred eighty (180) days following the later of the (a) Effective Date and (b) the date that a proof of claim is filed or amended or on such later date as fixed by this Court (the “Claims Objection Deadline”). *See* Section 7.1 of the Plan. Upon motion, an order extending the Claims Objection Deadline was extended to February 16, 2021 [Docket No. 1353]. Additionally, under the Plan, objections to Administrative Claims are to be filed no later than one hundred-twenty (120) days after the Effective Date, or such other date may be fixed by the Bankruptcy Court (the “Administrative Claims Objection Deadline”). *See* Section 2.2 of the Plan. Upon motion, an order extending the Administrative Claims Objection Deadline was extended to December 17, 2020 [Docket No. 1337].

JURISDICTION AND VENUE

11. This Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

CLAIM OBJECTION RELIEF REQUESTED

12. By this Objection, and for the reasons set forth more fully below, the Trustee objects to the Claims pursuant to §§ 105(a) and 502 of the Bankruptcy Code, Bankruptcy Rules 3007 and 9014, and Local Rule 3007-1.

A. Late Filed Claims

13. The Trustee has identified Claims that should be disallowed and expunged because the Claimant was duly served with the Bar Date Order and the Plan but the Claims were filed untimely after the applicable Bar Dates (the “Late Filed Claims”). A list of the Late Filed Claims is set forth on **Exhibit 1** hereto in the column labeled “Late Filed Claims to be Disallowed”. To the extent applicable, the Trustee also listed on **Exhibit 1** in the column titled “Surviving Claims” any other timely claim of the holders of Late Filed Claims that will remain on the claims register maintained by Agent in the Chapter 11 Cases (the “Register”).

14. 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 in the Bar Date AOS and the Publication Notices, direct and reasonable notice of the Bar Dates was given to all holders of the Late Filed Claims, thus, due process is satisfied.

15. 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 an 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).

16. The Trustee respectfully submits that any party who did not file its Claims 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 **Exhibit 1**.

B. Duplicate Claims

17. The Claims that were filed by or on behalf of the same claimant against one or more of the Debtors with respect to the same obligation (the "Duplicate Claims"). The Claims listed on **Exhibit 2** in the column labeled "Duplicate Claims to be Disallowed" are duplicates of the corresponding Claim listed in the column labeled "Surviving Claims". If the Duplicate Claims are not expunged or disallowed, the Liquidation Trust risks granting multiple recoveries to a claimant on account of a single claim of liability. In order to ensure that the claimants have only a single claim of liability (and in implementing Substantive Consolidation), the Trustee seeks to disallow the Duplicate Claims to clean up the claims register and eliminate the redundant claims. The holders of the Duplicate Claims will retain a surviving claim after the disallowance and expungement of the Duplicate Claims, to the extent the surviving claim is not the subject of a successful objection. 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.

18. As set forth in the Declaration, each of the Duplicate Claims asserts a basis for liability that is identical to that asserted in the proposed surviving claim filed by the claimant. As such, the disallowance of the Duplicate Claims will not prejudice the claimants or their substantive rights or claims against the Debtors.

C. Insufficient Documentation Claims

19. The Claims identified in Exhibit 3 should be disallowed and expunged in its entirety because they were filed without sufficient information or documentation to constitute prima facie evidence of the validity and amount of the claim (the “Insufficient Supporting Documentation Claims”). Indeed, these Claims merely listed an amount or in some cases did not list an amount, without including any invoices, invoice information, supporting documentation or other indicia of a debt owed by the Debtors.

20. As set forth in the Declaration, the Trustee’s professionals have reviewed and made reasonable efforts to research and reconcile the Insufficient Supporting Documentation Claims with the Debtors’ books and records, and have found no evidence of the validity or amount of the Claims.

21. 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).

22. The Insufficient Supporting Documentation Claim lacks any supporting documentation and is not supported in the Debtors' books and records. As such, the Trustee seeks to disallow and expunge the Insufficient Supporting Documentation Claims identified in

Exhibit 3.

RESPONSES TO OBJECTION

23. Filing and Service of Responses. To contest this Objection, a holder of a Claim 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 August 17, 2020 at 4:00 p.m. (the "Response Deadline"). Claimants should read the Proposed Order and Exhibits attached carefully.

24. 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 the following, so that the Response is received no later than the Response Deadline at the following addresses:

HALPERIN BATTAGLIA BENZIJA, LLP
Ligee Gu
40 Wall Street, 37th Floor
New York, NY 10005
lgu@halperinlaw.net

-and-

MORRIS, NICOLS, ARSHT & TUNNELL LLP
Matt Talmo
1201 North Market Street
PO Box 1347
Wilmington, DE 19899
mtalmo@mnat.com

25. 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 Debtor, 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 amount of the disputed claim;
- (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 Bankruptcy Court or the 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.

26. Timely Response Required. If a claimant fails to file and serve a timely Response, then without further notice to the claimant or a hearing, the Trustee will present to the Court an order, substantially in the form of the order attached hereto.

NOTICE

27. 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 a Claim; and (iii) other parties entitled to notice under the Plan and Bankruptcy Rule 2002. The Trustee respectfully submits that no further notice of this Objection is required.

28. 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

29. 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

30. 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 Liquidation 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

31. The Trustee hereby reserves the right to object in the future to any of the Claims listed in this Objection or any of the surviving claims included on the Exhibits attached hereto on any ground, 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: July 24, 2020

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

/s/ Matthew O. Talmo

Derek C. Abbott (No. 3376)
Matthew O. Talmo (No. 6333)
1201 N. Market Street, 16th Floor
P.O. Box 1347
Wilmington, DE 19899-1347
Telephone: (302) 658-9200
Facsimile: (302) 658-3989
dabbott@mnat.com
mtalmo@mnat.com

-and-

**HALPERIN BATTAGLIA BENZIJA,
LLP**

Alan D. Halperin
Ligee Gu
40 Wall Street, 37th Floor
New York, NY 10005
Telephone: (212) 765-9100
Facsimile: (212) 765-0964
ahalperin@halperinlaw.com
lgu@halperinlaw.com

*Counsel to the Trustee of the Insys
Liquidation Trust*

CLAIMANTS RECEIVING THIS OBJECTION SHOULD REVIEW IT TO SEE IF THEIR NAMES APPEAR ON THE EXHIBIT ATTACHED HERETO TO DETERMINE WHETHER THE OBJECTION AFFECTS THEIR CLAIMS.

**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)

Hearing Date: August 24, 2020 at 2:00 p.m. (ET)

Objection Deadline: August 17, 2020 at 4:00 p.m. (ET)

**NOTICE FIRST OMNIBUS OBJECTION OF THE TRUSTEE OF
THE INSYS LIQUIDATION TRUST TO CLAIMS (NON-SUBSTANTIVE)**

PLEASE TAKE NOTICE that today, the above-captioned debtors and debtors in possession (the “Debtors”) filed the *First Omnibus Objection of the Trustee of the Insys Liquidation Trust to Claims (Non-Substantive)* (the “Objection”).

PLEASE TAKE FURTHER NOTICE that to contest this Objection, a holder of a Claim 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 August 17, 2020 at 4:00 p.m. (the “Response Deadline”). Claimants should read the Proposed Order and Exhibits attached carefully.

PLEASE TAKE FURTHER NOTICE THAT only responses made in writing and timely filed and received, in accordance with the procedures above, will be considered by the Bankruptcy Court at such hearing.

PLEASE TAKE FURTHER NOTICE THAT 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 the following, so that the Response is received no later than the Response Deadline at the following addresses:

HALPERIN BATTAGLIA BENZIJA, LLP
Ligee Gu
40 Wall Street, 37th Floor

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).

New York, NY 10005
lgu@halperinlaw.net

-and-

MORRIS, NICOLS, ARSHT & TUNNELL LLP
Matt Talmo
1201 North Market Street
PO Box 1347
Wilmington, DE 19899
mtalmo@mnat.com

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 Debtor, 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 amount of the disputed claim;
- (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 Bankruptcy Court or the 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.

Timely Response Required. If a claimant fails to file and serve a timely Response, then without further notice to the claimant or a hearing, the Trustee will present to the Court an order, substantially in the form of the order attached hereto. IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF REQUESTED IN THE OBJECTION WITHOUT FURTHER NOTICE OR HEARING.

PLEASE TAKE FURTHER NOTICE THAT A HEARING ON THE OBJECTION WILL BE HELD ON AUGUST 24, 2020 at 2:00 p.m. (ET) BEFORE THE HONORABLE JOHN T. DORSEY OF THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE, AT 824 N. MARKET STREET, WILMINGTON, DELAWARE 19801.

Dated: July 24, 2020

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

/s/ Matthew O. Talmo _____

Derek C. Abbott (No. 3376)
Matthew O. Talmo (No. 6333)
1201 N. Market Street, 16th Floor
P.O. Box 1347
Wilmington, DE 19899-1347
Telephone: (302) 658-9200
Facsimile: (302) 658-3989
dabbott@mnat.com
mtalmo@mnat.com

-and-

**HALPERIN BATTAGLIA BENZIJA,
LLP**

Alan D. Halperin
Lige Gu
40 Wall Street, 37th Floor
New York, NY 10005
Telephone: (212) 765-9100
Facsimile: (212) 765-0964
ahalperin@halperinlaw.com
lgu@halperinlaw.com

*Counsel to the Trustee of the Insys
Liquidation Trust*

EXHIBIT A

PROPOSED ORDER

**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: _____

**ORDER GRANTING FIRST OMNIBUS OBJECTION OF THE TRUSTEE
OF THE INSYS LIQUIDATION TRUST TO CLAIMS (NON-SUBSTANTIVE)**
(Late Filed, Duplicate, and Insufficient Documentation Claims)

Upon the *First Omnibus Objection of the Trustee of the Insys Liquidation Trust to Claims* (the “Objection”) for entry of an order disallowing and expunging in their entirety the claims set forth on Exhibit 1, Exhibit 2 and Exhibit 3 hereto (each a “Claim” and collectively, the “Claims”), all as more fully set forth in the Objection; and upon the *Declaration of Edward A. Phillips Pursuant to 28 U.S.C. § 1746 and Local Rule 3007-1 in First Omnibus Objection of the Trustee of the Insys Liquidation Trust 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

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).

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

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

A. Each holder of a Claim listed on Exhibit 1, Exhibit 2 and Exhibit 3 attached hereto was properly and timely served with a copy of the Objection and all of its accompanying exhibits and notice of a hearing on the Objection and response deadline,

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

C. The relief requested in the Objection is in the best interests of the Trust, its beneficiaries, the Debtors, their estates, their creditors, 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 Claims listed in the column entitled “Late Filed Claims to be Disallowed” on Exhibit 1 attached hereto are hereby disallowed and expunged in their entirety.
3. The Claims listed in the column entitled “Duplicate Claims to be Disallowed” on Exhibit 2 attached hereto are hereby disallowed and expunged in their entirety.
4. The Claims listed on Exhibit 3 attached hereto are hereby disallowed and expunged in their entirety.
5. Epiq Corporate Restructuring, LLC is authorized and directed to expunge the Claims on the official claims registry pursuant to this Order and to make other changes to the official claims registry as necessary to reflect the terms of this Order.

6. Each Claim addressed in the Objection constitutes a separate contested matter as contemplated by Bankruptcy Rule 9014. This Order shall be deemed a separate Order with respect to each Claim. Any stay of this Order pending appeal by any of the claimants whose Claims are subject to this Order 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.

7. Nothing in the Objection or this Order shall be construed as an allowance of any Claim.

8. The Trustee's rights to amend, modify, or supplement the Objection, to file additional objections to the Claims or Surviving Claims, any other claims (filed or not) which have or may be asserted against the Debtors or their estates, and to seek further reduction of any Claim, are 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.

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

Dated: August _____, 2020
Wilmington, Delaware

The Honorable John T. Dorsey
United States Bankruptcy Judge

Exhibit 1

Late Filed Claims

**First Omnibus Claims
Objection Exhibit 1 -
Late Filed Claims**

Late Filed Claims to be Disallowed						Surviving Claims			
Name	Claim #	Date Filed	Debtor	Disallowed Asserted Amount and Classification	Reason for Disallowance	Name	Schedule #	Debtor	Surviving Asserted Amount and Classification
AON Risk Insurance Services West*	11653	10/24/2019	Insys Therapeutics, Inc.	\$9,703.33 (General Unsecured); \$16,228.33 (503(b)(9))	Filed after the applicable Bar Date.	AON Risk Servs West	292001700	Insys Therapeutics, Inc.	\$254.00 (General Unsecured)
Cornerstone Research Inc. *	10608	9/19/2019	Insys Therapeutics, Inc.	\$139,445.52 (General Unsecured)	Filed after the applicable Bar Date.	Cornerstone Research Inc.	292013960	Insys Manufacturing, LLC	\$63,808.20 (General Unsecured)
CT Department of Revenue	12156	1/30/2020	IC Operations, LLC	\$2,120.00 (Priority)	Filed after the applicable Bar Date.	N/A			
CT Department of Revenue	12157	1/30/2020	Insys Pharma, Inc.	\$1,772.00 (General Unsecured)	Filed after the applicable Bar Date.	N/A			
Farrell, Brian*	11744	11/26/2019	Insys Therapeutics, Inc.	\$2,000.00 (General Unsecured)	Filed after the applicable Bar Date.	N/A			
Foley & Lardner LLP	11778	12/4/2019	Insys Pharma, Inc.	\$4,991.70 (General Unsecured)	Filed after the applicable Bar Date.	N/A			
Grant Thornton LLP	567	9/17/2019	Insys Therapeutics, Inc.	\$39,041 (General Unsecured)	Filed after the applicable Bar Date.	N/A			
Gutierrez, Lily*	11650	10/23/2019	Insys Therapeutics, Inc.	\$625.26 (General Unsecured)	Filed after the applicable Bar Date.	N/A			
Gutierrez, Lily*	11651	10/23/2019	Insys Therapeutics, Inc.	\$465.00 (General Unsecured)	Filed after the applicable Bar Date.	N/A			
John Hopkins University	558	9/19/2019	Insys Development Company, Inc.	\$9,020.00 (General Unsecured)	Filed after the applicable Bar Date.	N/A			
Liberty Mutual Insurance	1735	10/21/2019	Insys Therapeutics, Inc.	Contingent claim	Filed after the applicable Bar Date.	N/A			
Liberty Mutual Insurance Company	2286	4/6/2020	Insys Therapeutics, Inc.	\$3,164.00 (General Unsecured)	Filed after the applicable Bar Date.	N/A			
Litigation Management Inc.	10622	10/1/2019	Insys Therapeutics, Inc.	\$15,663.90 (General Unsecured)	Filed after the applicable Bar Date.	N/A			
Munnings, Lisa*	12140	12/11/2019	Insys Therapeutics, Inc.	Undetermined	Filed after the applicable Bar Date.	N/A			
Nelson Labs	10633	10/7/2019	Insys Therapeutics, Inc.	12,848.40 (General Unsecured)	Filed after the applicable Bar Date.	Nelson Laboratories	295001120	Insys Manufacturing, LLC	\$3,990.00 (General Unsecured)
New York State Dept of Taxation and Finance	2283	2/10/2020	Insys Therapeutics, Inc.	\$257.68 (Priority)	Filed after the applicable Bar Date.	N/A			
Sauerwein, Matt*	11652	10/24/2019	Insys Therapeutics, Inc.	Undetermined	Filed after the applicable Bar Date.	N/A			
State of Florida*	12158	1/31/2020	Insys Therapeutics, Inc.	Undetermined	Filed after the applicable Bar Date.	N/A			
State of Ohio Department of Medicaid	2279	1/29/2020	Insys Therapeutics, Inc.	\$1,802,201.31 (General Unsecured)	Filed after the applicable Bar Date.	N/A			
United States Pharmacopeia	10686	10/9/2019	Insys Therapeutics, Inc.	\$1,545.00 (General Unsecured)	Filed after the applicable Bar Date.	United State Pharmacopeial Inc.	295001700	Insys Manufacturing, LLC	\$854.00 (General Unsecured)

*These claims are also being objected on Insufficient Documentation Claim basis -- see Exhibit 3.

Exhibit 2

Duplicate Claims

**First Omnibus
Claims Objection
Exhibit 2 - Duplicate
Claims**

Duplicate Claims to be Disallowed						Surviving Claims				
Name	Claim #	Date Filed	Debtor	Disallowed Asserted Amount	Reason for Disallowance	Name of Claimant	Claim #	Date Filed	Debtor	Surviving Asserted Amount
Atmos Energy Corporation	18	7/1/2019	Insys Therapeutics, Inc.	\$2,580.80 (General Unsecured)	Claim is duplicative of the Surviving Claim.	Atmos Energy Corporation	16	7/3/2019	Insys Therapeutics, Inc.	\$2,580.80 (General Unsecured)
CRG Financial LLC as Assignee of Obiter Research LLC	312	9/11/2019	Insys Manufacturing, LLC	\$138,000 (503(b)(9)); \$180.28 (General Unsecured)	Claim is duplicative of the Surviving Claim.	CRG Financial LLC as Assignee of Obiter Research LLC	313	9/11/2019	Insys Therapeutics, Inc.	\$138,000 (503(b)(9)); \$180.28 (General Unsecured)
Holland & Knight	10541	9/16/2019	Insys Manufacturing, LLC	\$899,367.93 (General Unsecured)	Claim is duplicative of the Surviving Claim.	Holland & Knight LLP	10539	9/16/2019	Insys Therapeutics, Inc.	\$899,367.93 (General Unsecured)
Holland & Knight	10543	9/16/2019	Insys Pharma, Inc.	\$899,367.93 (General Unsecured)	Claim is duplicative of the Surviving Claim.	Holland & Knight LLP	10539	9/16/2019	Insys Therapeutics, Inc.	\$899,367.93 (General Unsecured)
K&L Gates LLP	10381	9/15/2019	Insys Therapeutics, Inc.	\$119,551.31 (General Unsecured)	Claim is duplicative of the Surviving Claim.	K&L Gates LLP	10378	9/15/2019	Insys Therapeutics, Inc.	\$119,551.31
K&L Gates LLP	10446	9/16/2019	Insys Therapeutics, Inc.	\$119,551.31 (General Unsecured)	Claim is duplicative of the Surviving Claim.	K&L Gates LLP	10378	9/15/2019	Insys Therapeutics, Inc.	\$119,551.31
W W Grainger Inc.	4	6/26/2019	Insys Pharma, Inc.	\$5,855.91 (General Unsecured)	Claim is duplicative of the Surviving Claim.	W W Grainger Inc.	8	6/26/2019	Insys Therapeutics, Inc.	\$5,855.91 (General Unsecured)
W W Grainger Inc.	5	6/26/2019	Insys Manufacturing, LLC	\$5,855.91 (General Unsecured)	Claim is duplicative of the Surviving Claim.	W W Grainger Inc.	8	6/26/2019	Insys Therapeutics, Inc.	\$5,855.91 (General Unsecured)
W W Grainger Inc.	6	6/26/2019	Insys Development Company, Inc.	\$5,855.91 (General Unsecured)	Claim is duplicative of the Surviving Claim.	W W Grainger Inc.	8	6/26/2019	Insys Therapeutics, Inc.	\$5,855.91 (General Unsecured)
W W Grainger Inc.	7	6/26/2019	IC Operations, LLC	\$5,855.91 (General Unsecured)	Claim is duplicative of the Surviving Claim.	W W Grainger Inc.	8	6/26/2019	Insys Therapeutics, Inc.	\$5,855.91 (General Unsecured)
W W Grainger Inc.	9	6/26/2019	IPT 355, LLC	\$5,855.91 (General Unsecured)	Claim is duplicative of the Surviving Claim.	W W Grainger Inc.	8	6/26/2019	Insys Therapeutics, Inc.	\$5,855.91 (General Unsecured)
W W Grainger Inc.	10	6/26/2019	IPSC, LLC	\$5,855.91 (General Unsecured)	Claim is duplicative of the Surviving Claim.	W W Grainger Inc.	8	6/26/2019	Insys Therapeutics, Inc.	\$5,855.91 (General Unsecured)

Exhibit 3

Insufficient Documentation Claims

**First Omnibus Claims Objection
Exhibit 3 - Insufficient Documentation
Claims**

<u>Name</u>	<u>Claim No.</u>	<u>Filed Date</u>	<u>Debtor</u>	<u>Claim Amount and Classification</u>	<u>Reason for Disallowance</u>
3D Exhibits Inc.	10011	7/8/2019	Insys Pharma, Inc.	Undetermined	Claim does not provide sufficient or any documentation to determine the validity or amount of the claim.
AON Risk Insurance Services West*	11653	10/24/2019	Insys Therapeutics, Inc.	\$9,703.33 (General Unsecured); \$16,228.33 (503(b)(9))	Claim does not provide sufficient or any documentation to determine the validity or amount of the claim.
Baker, Darryl S.	10373	9/14/2019	Insys Therapeutics, Inc.	\$179,751.48 (General Unsecured)	Claim does not provide sufficient or any documentation to determine the validity or amount of the claim.
Burkhart, Cynthia & Billy H.	96	8/22/2019	Insys Therapeutics, Inc.	\$1,250.00 (General Unsecured)	Claim does not provide sufficient or any documentation to determine the validity or amount of the claim.
Cornerstone Research Inc. *	10608	9/19/2019	Insys Therapeutics, Inc.	\$139,445.52 (General Unsecured)	Claim does not provide sufficient or any documentation to determine the validity or amount of the claim.
Farrell, Brian*	11744	11/26/2019	Insys Therapeutics, Inc.	\$2,000.00 (General Unsecured)	Claim does not provide sufficient or any documentation to determine the validity or amount of the claim.
Gutierrez, Lily*	11650	10/23/2019	Insys Therapeutics, Inc.	\$625.26 (General Unsecured)	Claim does not provide sufficient or any documentation to determine the validity or amount of the claim.
Gutierrez, Lily*	11651	10/23/2019	Insys Therapeutics, Inc.	\$465.00 (General Unsecured)	Claim does not provide sufficient or any documentation to determine the validity or amount of the claim.
Henry J & Rosemary N DeGroot Trust	93	8/22/2019	Insys Therapeutics, Inc.	Undetermined	Claim does not provide sufficient or any documentation to determine the validity or amount of the claim.
Integrated Commercialization Solutions, LLC	10258	9/12/2019	Insys Therapeutics, Inc.	\$3,142.14 (General Unsecured)	Claim does not provide sufficient or any documentation to determine the validity or amount of the claim.
Martin, Frederick J.	10193	9/9/2019	Insys Therapeutics, Inc.	\$2,783.92 (General Unsecured)	Claim does not provide sufficient or any documentation to determine the validity or amount of the claim.
McCovery, John R.	162	8/30/2019	Insys Therapeutics, Inc.	no amount asserted	Claim does not provide sufficient or any documentation to determine the validity or amount of the claim.
Monteagudo, Lindsay	242	9/6/2019	Insys Therapeutics, Inc.	\$251.85 (General Unsecured)	Claim does not provide sufficient or any documentation to determine the validity or amount of the claim.

Munnings, Lisa*	12140	12/11/2019	Insys Therapeutics, Inc.	Undetermined	Claim does not provide sufficient or any documentation to determine the validity or amount of the claim.
Nalco Water Pretreatment Solutions LLC	10155	8/28/2019	Insys Therapeutics, Inc.	\$1,107.11 Unliquidated (General Unsecured)	Claim does not provide sufficient or any documentation to determine the validity or amount of the claim.
Oregon Health & Science University	10182	9/5/2019	Insys Therapeutics, Inc.	\$55,070.07 (General Unsecured)	Claim does not provide sufficient or any documentation to determine the validity or amount of the claim.
Ravikotimatam, Rahul	10128	8/25/2019	Insys Therapeutics, Inc.	Undetermined	Claim does not provide sufficient or any documentation to determine the validity or amount of the claim.
Rose Law Firm	10033	8/12/2019	Insys Therapeutics, Inc.	\$29,391.25 (General Unsecured)	Claim does not provide sufficient or any documentation to determine the validity or amount of the claim.
Rupp, Terry W.	159	8/29/2019	Insys Therapeutics, Inc.	\$5,000.00 (General Unsecured)	Claim does not provide sufficient or any documentation to determine the validity or amount of the claim.
Sauerwein, Matt*	11652	10/24/2019	Insys Therapeutics, Inc.	Undetermined	Claim does not provide sufficient or any documentation to determine the validity or amount of the claim.
Schleicher, Kevin	127	8/26/2019	Insys Therapeutics, Inc.	\$926.90 (General Unsecured)	Claim does not provide sufficient or any documentation to determine the validity or amount of the claim.
Singo, Hedaya	126	8/26/2019	Insys Therapeutics, Inc.	\$98.24 (General Unsecured)	Claim does not provide sufficient or any documentation to determine the validity or amount of the claim.
Spengler Nathanson P.L.L.	10309	9/13/2019	Insys Therapeutics, Inc.	\$5,425.70 (General Unsecured)	Claim does not provide sufficient or any documentation to determine the validity or amount of the claim.
State of Florida*	12158	1/31/2020	Insys Therapeutics, Inc.	Undetermined	Claim does not provide sufficient or any documentation to determine the validity or amount of the claim.
Striegl, Maxine L.	122	8/26/2019	Insys Therapeutics, Inc.	\$927.17 (General Unsecured)	Claim does not provide sufficient or any documentation to determine the validity or amount of the claim.
Sutterwest Bay Hospitals	10246	9/12/2019	Insys Therapeutics, Inc.	\$430,750.06 (General Unsecured)	Claim does not provide sufficient or any documentation to determine the validity or amount of the claim.
Sutterwest Bay Hospitals	12173	2/10/2020	Insys Therapeutics, Inc.	\$3,951,160.06 (General Unsecured)	Claim does not provide sufficient or any documentation to determine the validity or amount of the claim.
The Simons Firm LLP	10595	9/16/2019	Insys Therapeutics, Inc.	\$14,309.83 (General Unsecured)	Claim does not provide sufficient or any documentation to determine the validity or amount of the claim.
Villoch, Elvin	178	9/3/2019	Insys Therapeutics, Inc.	no amount asserted	Claim does not provide sufficient or any documentation to determine the validity or amount of the claim.

*These claims are also being objected to on a Late Filed Claim basis -- see Exhibit 1.

Exhibit B

Phillips Declaration

**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)

Hearing Date: August 24, 2020 at 2:00 p.m. (ET)
Objection Deadline: August 17, 2020 at 4:00 p.m. (ET)

**DECLARATION OF EDWARD A. PHILLIPS PURSUANT TO 28 U.S.C. § 1746
AND LOCAL RULE 3007-1 IN SUPPORT OF FIRST OMNIBUS OBJECTION OF THE
TRUSTEE OF THE INSYS LIQUIDATION TRUST TO CLAIMS (NONSUBSTANTIVE)
(Late Filed, Duplicate, and Insufficient Documentation Claims)**

Edward A. Phillips, under penalty of perjury hereby declares as follows:

1. I am Managing Director of Getlzer Henrich & Associates LLC (“Getlzer Henrich”). My professional credentials include: Certified Turnaround Professional; Certified Insolvency & Restructuring Advisor; Certified Fraud Examiner; Certified in Financial Forensics; and Certified Public Account. I have more than 25 years of experience in finding solutions to problems in restructuring, insolvency, liquidation, and forensic accounting matters. I have advised a variety of parties and functioned in numerous roles in bankruptcy proceedings, out-of-court restructurings, forensic accounting engagements and post-confirmation engagements.

2. I submit this declaration in support of the *First Omnibus Objection of the Trustee of the Insys Liquidation Trust to Claims (Non-Substantive)* (the “Objection”).

3. Getlzer Henrich serves as the financial advisor to the Insys Liquidation Trust (the “Trust”) and Mr. William Henrich, the Trustee of the Trust and has been working in these cases

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).

since the Effective Date². I am the primary Getzler Henrich professional responsible for overseeing the claims analysis process. Additionally, I also consult with the Debtors' former Chief Financial Officer and Director of Accounting who currently act as consultants to the Trust and have firsthand knowledge of the Debtors' books and records (the "Books and Records"). As such, I have gained significant familiarity of the Books and Records and their Schedules.

4. Except as otherwise indicated, all facts set forth in this Declaration are based upon my personal knowledge, my review (or the review of Trust's counsel and/or Trust's consultants 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 Epiq, the claims and noticing agent in these cases. The objections set forth in the Objection are based on the review conducted. I have personally reviewed the Objection and to the best of my knowledge and belief, the information contained on Exhibit 1, Exhibit 2 and Exhibit 3 to the Objection is true and correct.

5. To the best of my knowledge, information and belief, the Claims identified in Exhibit 1 to the Objection are all claims that that were filed after the respective Bar Dates.

6. To the best of my knowledge, information and belief, the Claims identified in Exhibit 2 to the Objection are duplicative.

7. To the best of my knowledge, information and belief, the Claims identified in Exhibit 3 to the Objection merely provide an amount or in some cases does not provide an amount without any supporting documentation or information and, based upon the Trustee's professionals' review and research, there is no evidence of the Claims in the Books and Records. Accordingly, I have reviewed the Claims and all supporting information and documentation

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

provided therewith, made reasonable efforts to research the Claims on the Debtors' books and records and believes such documentation does not provide *prima facie* evidence of the validity and amount of the Claims.

8. Based on the foregoing, and to the best of my knowledge, information and belief, the information contained in the Objection and exhibits 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: July 24, 2020

/s/ Edward A. Phillips
Edward A. Phillips