

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

In re:

BIND THERAPEUTICS, INC., *et al.*,¹

Debtor.

Chapter 11

Case No. 16-11084 (BLS)

(Jointly Administered)

**NOTICE OF *THIRD AMENDED*² AGENDA OF MATTERS SCHEDULED FOR
HEARING ON MAY 18, 2016 AT 10:00 A.M. (EDT)³**

I. CONTESTED MATTER GOING FORWARD

1. Motion of Debtors for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, and 364 (I) Authorizing Use of Cash Collateral, (II) Granting Adequate Protection, (III) Scheduling a Final Hearing and (IV) Granting Related Relief [Docket No. 9 - filed May 1, 2016]

Objection / Response Deadline: May 11, 2016 at 4:00 p.m. (EDT); extended until May 15, 2016 at 5:00 p.m. (EDT) for Hercules Technology III, L.P. (“Hercules”)

Objections / Responses Received:

- A. Preliminary Objection of Hercules Technology III, L.P. to Motion of Debtors for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 361, 362, 363 and 364 (I) Authorizing Use of Cash Collateral, (II) Granting Adequate Protection, (III) Scheduling a Final Hearing and (IV) Granting Related Relief [Docket No. 25 - filed May 2, 2016]
- B. Supplemental Objection of Hercules Technology III, L.P. to Motion of Debtors for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 361, 362, 363 and 364 (I) Authorizing Use of Cash Collateral, (II) Granting Adequate Protection, (III) Scheduling a Final Hearing and (IV) Granting Related Relief [Docket No. 77 - filed May 15, 2016]
- C. Informal Comments from Pfizer Inc.

¹ The Debtors, together with the last four digits of each Debtor’s U.S. federal tax identification number, are: BIND Therapeutics, Inc. (6148) and BIND Biosciences Security Corporation (3208). The address for the Debtors is 325 Vassar Street, Cambridge, MA 02139.

² **Amended agenda items appear in bold.**

³ The hearing will be held before The Honorable Brendan L. Shannon at the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 6th Floor, Courtroom 1, Wilmington, Delaware 19801. Any person who wishes to appear telephonically at the May 18, 2016 hearing must contact COURTCALL, LLC at 866-582-6878 prior to 12:00 p.m. (noon) (EDT) on Tuesday, May 17, 2016 to register his/her telephonic appearance in accordance with the *Instructions for Telephonic Appearance Effective January 5, 2005, Revised April 27, 2009*.

- D. Reply in Support of Motion of Debtors for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, and 364 (I) Authorizing Use of Cash Collateral, (II) Granting Adequate Protection, (III) Scheduling a Final Hearing and (IV) Granting Related Relief [SEALED] [Docket No. 89 - filed May 16, 2016]
- E. Reply in Support of Motion of Debtors for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, and 364 (I) Authorizing Use of Cash Collateral, (II) Granting Adequate Protection, (III) Scheduling a Final Hearing and (IV) Granting Related Relief [REDACTED] [Docket No. 90 - filed May 16, 2016]
- F. Supplemental Objection of Hercules Technology III, L.P. to Motion of Debtors for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 361, 362, 363 and 364 (I) Authorizing Use of Cash Collateral, (II) Granting Adequate Protection, (III) Scheduling a Final Hearing and (IV) Granting Related Relief [SEALED] [Docket No. 98 - filed May 17, 2016]
- G. Supplemental Objection (Second) of Hercules Technology III, L.P. to Motion of Debtors for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 361, 362, 363 and 364 (I) Authorizing Use of Cash Collateral, (II) Granting Adequate Protection, (III) Scheduling a Final Hearing and (IV) Granting Related Relief [SEALED] [Docket No. 106 - filed May 17, 2016]
- H. Supplemental Objection (Second) of Hercules Technology III, L.P. to Motion of Debtors for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 361, 362, 363 and 364 (I) Authorizing Use of Cash Collateral, (II) Granting Adequate Protection, (III) Scheduling a Final Hearing and (IV) Granting Related Relief [REDACTED] [Docket No. 107 - filed May 17, 2016]
- I. Sur-Reply in Support of Motion of Debtors for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, and 364 (I) Authorizing Use of Cash Collateral, (I) Granting Adequate Protection, (III) Scheduling a Final Hearing and (IV) Granting Related Relief [Docket No. 109 - filed May 17, 2016]
- J. **Sur-Reply in Support of Motion of Debtors for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, and 364 (I) Authorizing Use of Cash Collateral, (I) Granting Adequate Protection, (III) Scheduling a Final Hearing and (IV) Granting Related Relief [SEALED] [Docket No. 120 - filed May 17, 2016]**

K. Sur-Reply in Support of Motion of Debtors for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, and 364 (I) Authorizing Use of Cash Collateral, (I) Granting Adequate Protection, (III) Scheduling a Final Hearing and (IV) Granting Related Relief [REDACTED] [Docket No. 121 - filed May 17, 2016]

Related Documents:

- i. Interim Order Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, and 364 (I) Authorizing Use of Cash Collateral, (II) Granting Adequate Protection, (III) Scheduling a Final Hearing and (IV) Granting Related Relief [Docket No 31 - filed May 3, 2016]
- ii. Notice of (A) Entry of Interim Order Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, and 364 (I) Authorizing Use of Cash Collateral, (II) Granting Adequate Protection, (III) Scheduling a Final Hearing and (IV) Granting Related Relief [Docket No 37 - filed May 3, 2016]
- iii. Certification of Counsel Regarding Order Approving Stipulations for the Final Hearing on Use of Cash Collateral [Docket No. 76 - filed May 13, 2016]
- iv. Order Approving Stipulations for the Final Hearing on Use of Cash Collateral [Docket No. 81 - entered May 16, 2016]
- v. Declaration of Stephan Gauldie, Ph.D. in Lieu of Direct Testimony [SEALED] [Docket No. 99 - filed May 17, 2016]
- vi. Declaration of Stephan Gauldie, Ph.D. in Lieu of Direct Testimony [REDACTED] [Docket No. 100 - filed May 17, 2016]
- vii. Declaration of Gregory Benning in Lieu of Direct Testimony [SEALED] [Docket No. 101 - filed May 17, 2016]
- viii. Declaration of Gregory Benning in Lieu of Direct Testimony [REDACTED] [Docket No. 102 - filed May 17, 2016]
- ix. Declaration of Michael J. DiProspero, ASA, in Lieu of Direct Testimony [SEALED] [Docket No. 103 - filed May 17, 2016]
- x. Declaration of Michael J. DiProspero, ASA, in Lieu of Direct Testimony [REDACTED] [Docket No. 104 - filed May 17, 2016]
- xi. Declaration of Scott Bluestein in Lieu of Direct Testimony [Docket No. 105 - filed May 17, 2016]

- xii. Declaration of Andrew Hirsch, President and Chief Executive Officer of Bind Therapeutics, Inc., in Support of Motion of Debtors for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, and 364 (I) Authorizing Use of Cash Collateral, (II) Granting Adequate Protection, (III) Scheduling a Final Hearing and (IV) Granting Related Relief [SEALED] [Docket No. 110 - filed May 17, 2016]
- xiii. Declaration of Andrew Hirsch, President and Chief Executive Officer of Bind Therapeutics, Inc., in Support of Motion of Debtors for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, and 364 (I) Authorizing Use of Cash Collateral, (II) Granting Adequate Protection, (III) Scheduling a Final Hearing and (IV) Granting Related Relief [REDACTED] [Docket No. 111 - filed May 17, 2016]
- xiv. Declaration of Daryl Martin, Managing Principal of Ipmetrics LLC, in Support of Reply in Support of Motion of Debtors for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, and 364 (I) Authorizing Use of Cash Collateral, (II) Granting Adequate Protection, (III) Scheduling a Final Hearing and (IV) Granting Related Relief [SEALED] [Docket No. 112 - filed May 17, 2016]
- xv. Declaration of Daryl Martin, Managing Principal of Ipmetrics LLC, in Support of Reply in Support of Motion of Debtors for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, and 364 (I) Authorizing Use of Cash Collateral, (II) Granting Adequate Protection, (III) Scheduling a Final Hearing and (IV) Granting Related Relief [REDACTED] [Docket No. 113 - filed May 17, 2016]
- xvi. Declaration of Lorie Beers, Managing Director of Cowen and Company, LLC in Support of Motion of Debtors for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, and 364 (I) Authorizing Use of Cash Collateral, (II) Granting Adequate Protection, (III) Scheduling a Final Hearing and (IV) Granting Related Relief [SEALED] [Docket No. 114 - filed May 17, 2016]
- xvii. Declaration of Lorie Beers, Managing Director of Cowen and Company, LLC in Support of Motion of Debtors for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, and 364 (I) Authorizing Use of Cash Collateral, (II) Granting Adequate Protection, (III) Scheduling a Final Hearing and (IV) Granting Related Relief [REDACTED] [Docket No. 115 - filed May 17, 2016]
- xviii. Notice of Withdrawal of Sur-Reply in Support of Motion of Debtors for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, and 364 (I) Authorizing Use of Cash Collateral, (I) Granting**

Adequate Protection, (III) Scheduling a Final Hearing and (IV) Granting Related Relief [Docket No. 119 - filed May 17, 2016]

Status: The hearing regarding this matter will go forward. The Debtors have resolved the informal comments of Pfizer, Inc. With permission from the Court and agreement between Hercules and the Debtors, Hercules shall have until May 15, 2016 at 5:00 p.m. (EDT) to file an objection to the motion; the Debtors shall have until May 16, 2016 at 9:00 p.m. (EDT) to file any reply; and any supplemental objection of Hercules or supplemental reply of the Debtors shall be filed by May 17, 2016 at 12:00 p.m. (EDT).

II. MATTER REQUESTED TO GO FORWARD

2. Debtors' Motion for Entry of an Order Authorizing Debtors to File Certain Confidential Information Contained in (A) Debtors' Reply in Support of Motion of Debtors for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, and 364 (I) Authorizing Use of Cash Collateral, (II) Granting Adequate Protection, (III) Scheduling a Final Hearing and (IV) Granting Related Relief and (B) the Declarations Filed in Support Thereof Under Seal [Docket No. 88 - filed May 16, 2016]

Objection / Response Deadline: May 18, 2016 at 10:00 a.m. (EDT)

Objections / Responses Received: None at this time.

Related Documents:

- i. Motion for Entry of Order Shortening Notice and Objection Periods for Debtors' Motion for Entry of an Order Authorizing Debtors to File Certain Confidential Information Contained in (A) Debtors' Reply in Support of Motion of Debtors for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, and 364 (I) Authorizing Use of Cash Collateral, (II) Granting Adequate Protection, (III) Scheduling a Final Hearing and (IV) Granting Related Relief and (B) the Declarations Filed in Support Thereof Under Seal [Docket No 91 - filed May 16, 2016]
- ii. Order Shortening Notice and Objection Periods for Debtors' Motion for Entry of an Order Authorizing Debtors to File Certain Confidential Information Contained in (A) Debtors' Reply in Support of Motion of Debtors for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, and 364 (I) Authorizing Use of Cash Collateral, (II) Granting Adequate Protection, (III) Scheduling a Final Hearing and (IV) Granting

Related Relief and (B) the Declarations Filed in Support Thereof Under Seal [Docket No 116 - filed May 17, 2016]

Status: The hearing on this matter will go forward.

3. Motion of Hercules Technology III, L.P. for Entry of an Order Authorizing It to File Confidential Filings Under Seal [Docket No. 108 - filed May 17, 2016]

Objection / Response Deadline: May 18, 2016 at 10:00 a.m. (EDT)

Objections / Responses Received: None at this time.

Related Documents: None

Status: The hearing on this matter will go forward.

Dated: May 17, 2016
Wilmington, Delaware

/s/ Amanda R. Steele

RICHARDS, LAYTON & FINGER, P.A.

John H. Knight (No. 3848)

Amanda R. Steele (No. 5530)

Brett M. Haywood (No. 6166)

One Rodney Square

920 North King Street

Wilmington, DE 19801

Telephone: (302) 651-7700

Facsimile: (302) 651-7701

Email: knight@rlf.com

steele@rlf.com

haywood@rlf.com

- and -

LATHAM & WATKINS LLP

Peter M. Gilhuly (admitted *pro hac vice*)

Kimberly A. Posin (admitted *pro hac vice*)

Adam E. Malatesta (admitted *pro hac vice*)

355 South Grand Avenue

Los Angeles, CA 90071-1560

Telephone: (213) 485-1234

Fax: (213) 891-8763

Email: peter.gilhuly@lw.com

kim.posin@lw.com

adam.malatesta@lw.com

*Proposed Counsel for Debtors and
Debtors-in-Possession*