

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re  KALOBIOS PHARMACEUTICALS, INC.,  Debtor. <sup>1</sup>	Chapter 11  Case No. 15-12628 (LSS)
GREGORY REA, RTAT LLC, EDWARD H. PAINTER, NANCY RETZLAFF, ARMISTICE CAPITAL MASTER FUND, LTD, ANDREW PIZZO, AND SABINE GRITTI,  Plaintiffs,  v.  KALOBIOS PHARMACEUTICALS, INC.,  Defendant.	Adv. Case No. 16-50001 (LSS)

NOTICE OF **AMENDED**<sup>2</sup> AGENDA OF MATTERS SCHEDULED FOR  
HEARING ON APRIL 28, 2016 AT 10:00 A.M. (EASTERN TIME)<sup>3</sup>

ADJOURNED MATTERS

1. First Monthly Application Of Hogan Lovells US LLP, As Bankruptcy Co-Counsel For The Debtor, For Allowance Of Interim Compensation And For Interim Reimbursement Of All Actual And Necessary Expenses Incurred For The Period December 30, 2015 Through January 31, 2016 (D.I. 220, Filed 3/1/16).

Objection Deadline: March 22, 2016 at 4:00 p.m. (ET).

Responses Received:

<sup>1</sup> The last four digits of the Debtor's federal tax identification number are 7236. The Debtor's address is 1000 Marina Blvd, #250, Brisbane, CA 94005-1878.

<sup>2</sup> **Amended items appear in bold.**

<sup>3</sup> The hearing will be held before Judge Laurie S. Silverstein at the United States Bankruptcy Court for the District of Delaware, 824 N. Market Street, 6<sup>th</sup> Floor, Courtroom #2, Wilmington, Delaware 19801.

- a) Objection And Reservation Of Rights To First Monthly Application Of Hogan Lovells US LLP, As Bankruptcy Co-Counsel For The Debtor, For Allowance Of Interim Compensation And For Interim Reimbursement Of All Actual And Necessary Expenses Incurred For The Period December 30, 2015 Through January 31, 2016 (D.I. 288, Filed 3/22/16).

Related Pleading:

- a) Notice Of Hearing (D.I. 316, Filed 4/7/16).

Status: This matter has been adjourned to the hearing on May 6, 2016 at 9:30 a.m. A reply, if any, will be filed by April 29, 2016, subject to further extension by agreement of the parties.

2. First Monthly Application Of Morris, Nichols, Arsht & Tunnell LLP, As Delaware Bankruptcy Co-Counsel For The Debtor, For Allowance Of Interim Compensation And For Interim Reimbursement Of All Actual And Necessary Expenses Incurred For The Period December 29, 2015 Through January 31, 2016 (D.I. 221, Filed 3/1/16).

Objection Deadline: March 22, 2016 at 4:00 p.m. (ET).

Responses Received:

- a) Objection And Reservation Of Rights To First Monthly Application Of Hogan Lovells US LLP, As Bankruptcy Co-Counsel For The Debtor, For Allowance Of Interim Compensation And For Interim Reimbursement Of All Actual And Necessary Expenses Incurred For The Period December 30, 2015 Through January 31, 2016 (D.I. 288, Filed 3/22/16).

Related Pleading:

- a) Notice Of Hearing (D.I. 316, Filed 4/7/16).

Status: This matter has been adjourned to the hearing on May 6, 2016 at 9:30 a.m. A reply, if any, will be filed by April 29, 2016, subject to further extension by agreement of the parties.

3. Plaintiffs' Motion For (I) Leave To File Amendments To Amended Complaint And (II) Relief From The Automatic Stay, To The Extent Applicable (D.I. 306, A.D.I. 34, Filed 4/1/16).

Objection Deadline: April 15, 2016 at 4:00 p.m. (ET).

Responses Received:

- a) Debtor's Brief In Opposition To The Motion Of Gregory Rea, RTAT LLC, Edward H. Painter, Nancy Retzlaff, Armistice Capital Master Fund, Ltd., Andrew Pizzo, And Sabine Gritti For (I) Leave To File Amendment To Amended Complaint And (II) Relief From The Automatic Stay, To The Extent Applicable (D.I. 342, A.D.I. 46; Filed 4/15/16).

Related Pleading:

- a) Memorandum Of Law In Support Of Plaintiffs' Motion For (I) Leave To File Amendments To Amended Complaint And (II) Relief From The Automatic Stay, To The Extent Applicable (D.I. 307, A.D.I. 35, Filed 4/1/16).

Status: This matter has been adjourned to the hearing on May 6, 2016 at 9:30 a.m. A reply, if any, will be filed by April 29, 2016, subject to further extension by agreement of the parties.

4. Motion Of Womble Carlyle Sandridge & Rice, LLP To Withdraw As Counsel To Edward H. Painter (D.I. 323, A.D.I. 42, Filed 4/8/16).

Objection Deadline: April 21, 2016 at 4:00 p.m. (ET), extended for the Debtors to April 29, 2016.

Responses Received: None to date.

Related Pleading: None.

Status: This matter has been adjourned to the hearing on May 6, 2016 at 9:30 a.m. To the extent the Debtor wishes to object to this Motion, it will file such objection by April 29, 2016, subject to further extension by agreement of the parties.

UNCONTESTED MATTER UNDER CERTIFICATION

5. Debtor's Motion For Entry Of An Order Pursuant To 28 U.S.C. § 1452, Fed. R. Bankr. P. 9006(b)(1) And 9027(a)(2) And Del. Bankr. L.R. 9006-2 Extending The Debtor's Time To File Notices Of Removal Of Claims And Causes Of Action Related To The Debtor's Chapter 11 Case (D.I. 264, Filed 3/17/16).

Objection Deadline: March 31, 2016 at 4:00 p.m. (ET).

Responses Received: None.

Related Pleading:

- a) Certificate Of No Objection Regarding Debtor's Motion For Entry Of An Order Pursuant To 28 U.S.C. § 1452, Fed. R. Bankr. P. 9006(b)(1) And 9027(a)(2) And Del. Bankr. L.R. 9006-2 Extending The Debtor's Time To File Notices Of

Removal Of Claims And Causes Of Action Related To The Debtor's Chapter 11 Case (D.I. 361, Filed 4/21/16); and

b) Proposed Form Of Order.

Status: A certificate of no objection has been filed.

6. Debtor's Motion For Entry Of An Order Pursuant To 11 U.S.C. § 1121(d) Extending The Exclusive Periods During Which Only The Debtor May File A Chapter 11 Plan And Solicit Acceptances Thereof (D.I. 317, Filed 4/7/16).

Objection Deadline: April 21, 2016 at 4:00 p.m. (ET).

Responses Received: None.

Related Pleading:

a) Certificate Of No Objection Regarding Debtor's Motion For Entry Of An Order Pursuant To 11 U.S.C. § 1121(d) Extending The Exclusive Periods During Which Only The Debtor May File A Chapter 11 Plan And Solicit Acceptances Thereof (D.I. 371, Filed 4/26/16); and

b) Proposed Form Of Order.

Status: A certificate of no objection has been filed.

#### MATTERS GOING FORWARD

7. Debtor's Motion For Final Order (I) Authorizing Debtor To Incur Postpetition Debt On A Superpriority Basis to DIP Credit Parties Pursuant To 11 U.S.C. §§ 364 And 507(b); (II) Granting Liens And Security Interests To DIP Agent; (III) Granting DIP Credit Parties Relief From The Automatic Stay Pursuant To 11 U.S.C. § 362; And (IV) Granting Other Related Relief (D.I. 324, Filed 4/8/16).

Objection Deadline: April 21, 2016 at 4:00 p.m. (ET), extended for the United States Trustee to April 25, 2016 at 12:00 p.m. (ET).

Responses Received:

a) Informal comments from the United States Trustee;

b) Informal comments from Comerica Bank;

c) Preliminary Objection To Debtor's Motion For Final Order (I) Authorizing Debtor To Incur Postpetition Debt On A Superpriority Basis to DIP Credit Parties Pursuant To 11 U.S.C. §§ 364 And 507(b); (II) Granting Liens And Security

Interests To DIP Agent; (III) Granting DIP Credit Parties Relief From The Automatic Stay Pursuant To 11 U.S.C. § 362; And (IV) Granting Other Related Relief (filed by the “PIPE Plaintiffs”) (D.I. 337, Filed 4/15/16).

Related Pleading:

- a) Declaration Of Dale Chappell In Support Of Debtor’s Motion For Final Order (I) Authorizing Debtor To Incur Postpetition Debt On A Superpriority Basis to DIP Credit Parties Pursuant To 11 U.S.C. §§ 364 And 507(b); (II) Granting Liens And Security Interests To DIP Agent; (III) Granting DIP Credit Parties Relief From The Automatic Stay Pursuant To 11 U.S.C. § 362; And (IV) Granting Other Related Relief (D.I. 365, Filed 4/25/16).
- b) **Notice Of Filing Of Revised Final Order (I) Authorizing Debtor To Incur Postpetition Debt On A Superpriority Basis To DIP Credit Parties Pursuant To 11 U.S.C. §§ 364 And 507(B); (II) Granting Liens And Security Interests To DIP Agent; (III) Granting DIP Credit Parties Relief From The Automatic Stay Pursuant To 11 U.S.C. § 362; And (IV) Granting Other Related Relief (D.I. 378, Filed 4/27/16).**

Status: This matter is going forward. It is the Debtor’s understanding that the PIPE Plaintiffs are not pressing their preliminary objection. The Debtor believes that it has resolved the informal comments of the United States Trustee and Comerica Bank with revisions to the proposed form of order.

STATUS CONFERENCE

8. Order: (I) Approving Amended Letter Of Intent And Amended Term Sheet, Each Dated March 18, 2016, With Nomis Bay Ltd And Funds Managed By Black Horse Capital LP, Black Horse Capital Master Fund Ltd. And Cheval Holdings, Ltd.; (II) Approving Bidding Procedures Governing Submission And Consideration Of Competing And Supplemental Plan Sponsorship Proposals; (III) Approving Breakup Fee; (IV) Scheduling And Authorizing The Debtor To Conduct An Auction Pursuant To Such Procedures; And (V) Granting Related Relief (D.I. 293, Entered 3/23/16) (the “Bid Procedures Order”).

Status: **On April 27, 2016, the Debtor filed Notice Of Debtor’s Designation Of Stalking Horse As Winning Bidder And Stalking Horse SPA As Winning Bid, In Each Instance For The Primary Plan Transaction (D.I. 379).**

