

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re:	: Chapter 15
	: :
NOVELION THERAPEUTICS INC.,	: Case No. 21-10245 (MEW)
	: :
Debtor in a Foreign Proceeding.	: :
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ORDER CLOSING CHAPTER 15 CASE

Upon consideration of the Final Report and Petitioner’s Motion for Order Closing Chapter 15 Case (the “Final Report and Motion”)¹; and due and sufficient notice of the Final Report and Motion having been given; and no objections or responses to the Final Report and Motion having been filed; and it appearing that the relief requested in the Final Report and Motion is in the best interests of the Company, its creditors, and all other interested entities, including the Petitioner, and that the legal and factual bases set forth in the Final Report and Motion establish just cause for the relief herein; and after due deliberation and sufficient cause appearing therefor,

THIS COURT HEREBY FINDS AND DETERMINES THAT:

A. The findings and conclusions set forth herein constitute this Court’s findings of fact and conclusions of law pursuant to Bankruptcy Rule 7052 made applicable to this proceeding pursuant to Bankruptcy Rule 9014. To the extent any of the following findings of fact constitute conclusions of law, they are adopted as such. To the extent any of the following conclusions of law constitute findings of fact, they are adopted as such.

B. This Court has jurisdiction to consider this matter pursuant to section 1334 of title 28 of the United States Code and the *Amended Standing Order of Reference from the United States District Court for the Southern District of New York*, dated January 31, 2012.

¹ Capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Final Report and Motion.

C. This is a core proceeding pursuant to section 157(b)(2)(P) of title 28 of the United States Code.

D. Venue for this proceeding is proper before this Court pursuant to section 1410 of title 28 of the United States Code.

E. On February 8, 2021, this Chapter 15 case was commenced by the Petitioner's filing of a voluntary *Chapter 15 Petition for Recognition of a Foreign Proceeding for the Debtor*.

F. On February 24, 2021, this Court entered the *Final Order Granting Recognition of Foreign Main Proceeding and Certain Related Relief* [Docket No. 11], pursuant to which, among other things, this Court granted recognition to the Canadian Proceeding as a foreign main proceeding.

G. By order dated August 18, 2021 (the "Final Distribution Order"), the Canadian Court authorized the Petitioner to cause the Company to make a final distribution to shareholders. The Final Distribution Order provides that the Petition is authorized to complete the monetization of the Company's remaining American Depositary Receipts (the "ADRs") of Amryt Pharma plc and the distribution by the Company of the proceeds thereof to shareholders. In that regard, the Final Distribution Order approves the Stifel Agreement. In addition, the Final Distribution Order releases the Petitioner and certain associated parties from, among other things, any claims arising in respect of any act done or default made by such parties in the administration of the affairs of the Company. Further, the Final Distribution Order expressly requested this Court's assistance in giving effect to such order.

H. On September 21, 2021, this Court issued an order enforcing the Final Distribution Order in the United States.

I. Upon entry of an order enforcing the Final Distribution Order, this Chapter 15 Case

was fully administered.

J. Appropriate notice of the Final Report and Motion was given, which notice is adequate for all purposes, and no other or further notice need be given.

K. The Petitioner is entitled to the relief requested in the Final Report and Motion pursuant to sections 105(a), 350, and 1517(d) of the Bankruptcy Code, Federal Rule of Bankruptcy .Procedure 5009(c), and Local Rule 5009-2(a).

L. Thirty (30) days have passed since the Petitioner filed its certificate of service in respect of the Final Report and Motion, and no objections have been filed.

NOW, THEREFORE, IT IS HEREBY ORDERED THAT:

1. This Chapter 15 Case is closed pursuant to sections 350 and 1517(d) of the Bankruptcy Code, without prejudice to reopening pursuant to section 350. The Office of the Clerk of the Court is respectfully directed to close the above-captioned case.

2. Notwithstanding any applicable Bankruptcy Rules to the contrary, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

3. This Court shall retain jurisdiction with respect to the enforcement, amendment or modification of this Order, the Recognition Order, and any request for additional relief in or related to this Chapter 15 Case.

Dated: January 25, 2022
New York, New York

s/Michael E. Wiles
Honorable Michael E. Wiles
United States Bankruptcy Judge