

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

In re:

VIRIDOS, INC.,¹

Debtor.

Chapter 11

Case No. 25-10697 (CTG)

Re: Docket Nos. 237 & 251

**ORDER GRANTING THE DEBTOR’S MOTION FOR ENTRY OF AN ORDER (I)
DISMISSING THE CHAPTER 11 CASE, (II) AUTHORIZING THE DEBTOR TO
ABANDON OR DESTROY CERTAIN BOOKS AND RECORDS, (III) AUTHORIZING
THE DEBTOR TO DISSOLVE, (IV) EXCULPATING CERTAIN PARTIES FROM
LIABILITY IN CONNECTION WITH THE CHAPTER 11 CASE, (V) TERMINATING
ENGAGEMENT OF CLAIMS AND NOTICING AGENT,
AND (VI) GRANTING RELATED RELIEF**

Upon the Debtor’s motion (the “Motion”)² pursuant to sections 105(a), 305(a), and 1112(b) of the Bankruptcy Code for the entry of an order (this “Order”): (a) dismissing the Chapter 11 Case; (b) authorizing, but not directing, the Debtor or its designee to abandon or destroy the Debtor’s remaining books and records not taken by the Purchaser, subject to the terms herein; (c) authorizing the Debtor to dissolve; (d) exculpating certain parties from liability in connection with the Chapter 11 Case; (e) terminating the employment of Stretto as the Claims and Noticing Agent and (f) granting related relief; and this Court having reviewed the Motion and having scheduled a hearing on the Motion, and given all parties in interest opportunity to be heard; and it appearing that sufficient notice of the Motion has been given to parties in interest; and the Court having found that (a) it has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), (b) notice of the Motion and the opportunity for a hearing thereon was adequate and sufficient under the circumstances and no other or further notice need be given, (c) the legal and factual bases set forth in the Motion constitute just cause for the relief granted herein, and (d) the relief requested in the Motion is in the best interests of the

¹ The Debtor in this Chapter 11 Case and the last four digits of its U.S. taxpayer identification number is: Viridos, Inc. (3940). The Debtor’s corporate headquarters is located at: 11149 N. Torrey Pines Road, La Jolla, CA 92037.

² Capitalized terms not defined herein shall have the meanings ascribed to them in the Motion.

Debtor's estate and creditors; and after due deliberation thereon and sufficient cause appearing therefor, it is

ORDERED, ADJUDGED, AND DECREED THAT:

1. The Motion is hereby GRANTED as set forth herein.
2. All objections to the Motion or the relief requested therein that have not been withdrawn, waived, or settled, and all reservations of rights included therein, are overruled on the merits and denied with prejudice.
3. Pursuant to sections 105(a), 305(a), and 1112(b) of the Bankruptcy Code, the Chapter 11 Case is hereby dismissed effective as of the date of entry of this Order.
4. The Debtor shall file and serve on the U.S. Trustee any remaining monthly operating reports and pay any quarterly fees due and owing pursuant to 28 U.S.C. § 1930(a)(6) in the Chapter 11 Case within 30 days of the entry of this Order. Entry of this Order is without prejudice to the rights of the U.S. Trustee to reopen the Chapter 11 Case to seek appropriate relief in the event of an unresolved dispute over the payment of fees pursuant to 28 U.S.C. § 1930(a)(6).
5. Notwithstanding anything to the contrary, including, without limitation, section 349 of the Bankruptcy Code, all prior orders, rulings, orders and judgments of this Court made during the course of the Chapter 11 Case, including, without limitation, the Sale Order and the DIP Orders, shall remain final and in full force and effect, shall be unaffected by the dismissal of the Chapter 11 Case, and are specifically preserved for all preclusive purposes, including, without limitation, collateral estoppel and *res judicata*.
6. The Clerk of the Court shall enter this Order on the docket of the Chapter 11 Case and thereafter the docket shall be marked as "Closed."
7. Entry of this Order is without prejudice to (a) the rights of the Debtor or any other party in interest to seek to reopen the Chapter 11 Case for cause pursuant to section 350(b) of the Bankruptcy Code, and (b) the right of the Debtor or any other parties in interest to dispute, object to or resolve all claims that were filed against the Debtor in the Chapter 11 Case.

8. Pursuant to sections 105(a) and 554 of the Bankruptcy Code and Bankruptcy Rule 6007, the Debtor or its designee is authorized, but not directed, to abandon or destroy, or cause to be abandoned or destroyed, any and all Books and Records not taken by the Purchaser that remain with the Debtor's estate as of the date of entry of this Order; provided, however, that any hard copy documents containing personally identifiable information must be shredded and any electronic documents containing personally identifiable information must be destroyed.

9. The employment of Stretto as the Claims and Noticing Agent in the Chapter 11 Case is terminated effective as of the entry of this Order.

10. Stretto is released and discharged as the Claims and Noticing Agent and shall bear no further responsibility in the Chapter 11 Case, except that Stretto shall comply with Local Rule 2002-1(e)(ix).

11. Within fourteen (14) days of entry of this Order, and in accordance with Local Rule 2002-1(e)(ix), Stretto, in its capacity as the Claims and Noticing Agent, shall: (i) forward to the Clerk an electronic version of all proofs of claim; (ii) upload the creditor matrix into CM/ECF; and (iii) docket a final claims register.

12. Stretto may reduce the public case administration website to a static homepage, and in its discretion may opt to deactivate the website altogether.

13. Stretto shall keep electronic copies of all records until one (1) year (after which time Stretto may, but is not required to, destroy such records), and Stretto need not keep paper copies of such records.

14. Stretto may destroy (A) all excess copies of notices, pleadings, plan solicitation documents, customized envelopes, and other printed materials, and (B) all undeliverable and/or returned mail not previously destroyed.

15. Stretto shall be compensated by the Debtor for the performance of services required hereunder in accordance with the terms of the Stretto Retention Order.

16. As soon as reasonably practicable after entry of this Order, without the need for further action on the part of this Court and without the need for further corporate action or action

of the board of directors of the Debtor, the Debtor shall be authorized to dissolve pursuant to applicable state law. Any officer or other authorized representative of the Debtor is authorized to execute and file on behalf of the Debtor all applicable tax returns or other documents necessary and proper to effectuate and consummate the dissolution of the Debtor in accordance with applicable law.

17. From and after the date of entry of this Order, the Debtor, the directors, managers, officers, representatives and employees of the Debtor who served during any portion of the Chapter 11 Case, and the Debtor's professionals retained in the Chapter 11 Case (each an "Exculpated Party"), shall be exculpated from any liability for any act taken or omitted to be taken in good faith from the Petition Date through the date of entry of this Order in connection with or related to the Chapter 11 Case, including but not limited to, the implementation of this Order (other than an act in contravention of this Order), except for any claim or cause of action arising from the fraud, gross negligence, or willful misconduct of such Exculpated Party.

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

19. The Debtor is authorized and empowered to execute and deliver such documents, and to take and perform any and all actions necessary to implement and effectuate the relief granted pursuant to this Order.

20. The Court shall retain jurisdiction with respect to any matters, claims, rights, or disputes arising from or relating to the implementation of any order of this Court entered in the Chapter 11 Case.

Dated: November 26th, 2025
Wilmington, Delaware


CRAIG T. GOLDBLATT
UNITED STATES BANKRUPTCY JUDGE