IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	Chapter 11
NANOSTRING TECHNOLOGIES, INC., *et al.*,[1]	Case No. 24-10160 (CTG)
	(Jointly Administered)
Debtors.	**Ref. Docket No. 270**

PRELIMINARY OBJECTION OF 10X GENOMICS, INC.
TO DEBTORS' SALE MOTION

10X Genomics, Inc. ("**10x**"), by and through its undersigned counsel, hereby submits this preliminary objection with respect to *Debtors' Motion for Entry of Orders (I) (A) Approving Bidding Procedures for the Sale of Substantially All of the Debtors' Assets, (B) Authorizing the Debtors to Enter into the Stalking Horse Purchase Agreement and to Provide the Stalking Horse Bid Protections Thereunder, (C) Scheduling an Auction and a Sale Hearing and Approving the Form and Manner of Notice Thereof, (D) Approving Assumption and Assignment Procedures, and (E) Granting Related Relief; and (II) (A) Approving the Sale of the Debtors' Assets Free and Clear of Liens, Claims, Interests, and Encumbrances, (B) Approving the Assumption and Assignment of Executory Contracts and Unexpired Leases, and (C) Granting Related Relief* [D.I. 270] (the "**Sale Motion**").[2]

[1] The Debtors in these Chapter 11 Cases, along with the last four digits of their U.S. federal tax identification numbers, to the extent applicable, are NanoString Technologies, Inc. (4687), NanoString Technologies International, Inc. (2723), NanoString Technologies Netherlands B.V., and NanoString Technologies Germany GmbH. The Debtors' headquarters is located at 530 Fairview Avenue North, Suite 2000, Seattle, WA 98109.

[2] Capitalized terms not defined herein are used as defined in the Sale Motion.

The Stalking Horse Purchase Agreement defines "Assumed Liabilities" to include "all Liabilities related to the litigation matters set forth on Section 3.1.6 of the Seller Disclosure Schedules." Stalking Horse Purchase Agreement § 2.2.1. As 10x is one of the Debtors' largest unsecured creditors and a party to nearly all of the Debtors' pending litigation matters that are included on Schedule 3.1.6 to the Stalking Horse Purchase Agreement, 10x objects to the Sale Motion insofar as it fails to establish that the Stalking Horse Bidder has or will have sufficient funding at the closing of the Sale to satisfy all Assumed Liabilities, including those related to the litigation matters.[3]

10x expressly reserves the right to supplement this preliminary objection and raise additional objections in connection with the Sale as may be necessary.

[Signature Page Follows]

[3] 10x reached out to the Debtors on an informal basis in an effort to determine whether the Debtors had information or documents that relate to this issue. The Debtors advised that they would not be providing the requested information. Accordingly, 10x will be forced to seek this information through formal discovery.

Dated: March 29, 2024

Respectfully submitted,

/s/ Sophie Rogers Churchill
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Counsel to 10x Genomics, Inc.

Certificate of Service

I, Sophie Rogers Churchill, certify that I am not less than 18 years of age, and that service of foregoing ***Preliminary Objection of 10x Genomics, Inc. to Debtors' Sale Motion*** was caused to be made by email and first-class mail on March 29, 2024, on the parties listed on **Exhibit A** attached hereto.

Date: March 29, 2024

/s/ Sophie Rogers Churchill
Sophie Rogers Churchill (Del No. 6905)

Exhibit A

Counsel to the Debtors	**Co-Counsel to the Debtors**
Willkie Farr & Gallagher LLP 787 Seventh Avenue New York, NY 10019 Attn.: Rachel C. Strickland, Esq. Debra M. Sinclair, Esq. Betsy L. Feldman, Esq	Young Conaway Stargatt & Taylor, LLP Rodney Square 1000 North King Street Wilmington, DE 19801 Attn.: Edmon L. Morton, Esq. Matthew B. Lunn, Esq. Allison S. Mielke, Esq.
Counsel to the Stalking Horse Bidder	**The United States Trustee**
Kirkland & Ellis LLP 601 Lexington Avenue New York, New York 10022 Attn: Brian Schartz, Esq. Jordan E. Elkin, Esq.	Office of the United States Trustee for the District of Delaware 844 King Street, Suite 2207, Lockbox 35 Wilmington, Delaware 19801 Attn.: Timothy J. Fox, Esq.
Counsel to the Committee	**Counsel to the DIP Lenders and the Prepetition First Lien Holders**
Akin Gump Strauss Hauer & Feld LLP One Bryant Park, Bank of America Tower New York, New York 10036 Attn: Philip C. Dublin, Esq. Meredith A. Lahaie, Esq. Troutman Pepper Hamilton Sanders LLP 1313 N. Market Street, P.O. Box 1709 Wilmington, Delaware 19899 Attn: David M. Fournier, Esq. Evelyn J. Meltzer, Esq.	Gibson Dunn & Crutcher LLP 200 Park Avenue New York, New York 10166 Attn: David M. Feldman, Esq. Jonathan Dunworth, Esq. Gibson Dunn & Crutcher LLP 333 S. Grand Avenue Los Angeles, CA 90071 Attn: Michael S. Neumeister, Esq. Sullivan & Cromwell LLP 125 Broad Street New York, New York 10004 Attn: Ari Blaut, Esq. Benjamin Beller, Esq. Landis Rath & Cobb LLP 919 N. Market Street, Suite 1800 Wilmington, Delaware 19801 Attn: Adam G. Landis, Esq. Matthew B. McGuire, Esq.