IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION

In re:	
OMNICARE, LLC, *et al.*,[1]	Chapter 11
Debtors.	Case No. 25-80486 (SGJ)
	(Jointly Administered)
	Related to Docket Nos. 398, 427, 720, 757

NOTICE OF CANCELLATION OF AUCTION AND OF SUCCESSFUL BIDDER

PLEASE TAKE NOTICE OF THE FOLLOWING:

I. BACKGROUND

On September 22, 2025, Omnicare, LLC and its debtor affiliates, as debtors and debtors-in-possession (collectively, the "**Debtors**"), each filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the "**Bankruptcy Code**") in the United States Bankruptcy Court for the Northern District of Texas (the "**Court**"). The Debtors are authorized to continue to operate their business and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

On December 3, 2025 and April 14, 2026, the Court entered orders [Docket Nos. 398 and 757] which, among other things, approved bidding procedures (the "**Bid Procedures**")[2] to be used in connection with one or more sales of all or substantially all of the Debtors' assets (the "**Assets**," and such sale(s), the "**Sale(s)**").

Pursuant to the Bid Procedures, the Debtors designated GenieRX Holdings LLC as Stalking Horse Bidder (the "**Stalking Horse Bidder**") in connection with a proposed Sale and entered into a Stalking Horse Agreement, as detailed in the previously filed *Notice of (I) Stalking Horse*

[1] The last four digits of Omnicare, LLC's federal tax identification number are 1351. There are 110 Debtors in these chapter 11 cases, which are being jointly administered for procedural purposes only. A complete list of the Debtors and the last four digits of their federal tax identification numbers may be obtained on the website of the Debtors' claims and noticing agent at https://cases.stretto.com/Omnicare. The location of Omnicare, LLC's corporate headquarters and the Debtors' service address is One CVS Drive, Mail Code 1160, Woonsocket, RI 02895.

[2] Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Bid Procedures or the orders approving the Bid Procedures, as applicable.

Bidder; (II) Rescheduled Bid Deadline, Auction and Sale Hearing Dates; and (III) Amended Deadline to File Assumption and Assignment Notice [Docket No. 720] (the "**Stalking Horse Notice**").

II. SUCCESSFUL BIDDER

Pursuant to the Bid Procedures, the Debtors have determined, in consultation with the Consultation Parties, that no Auction will be held and that the Auction set on May 5, 2026 is cancelled. The Stalking Horse Bid submitted by the Stalking Horse Bidder is therefore the Successful Bid and the Stalking Horse Bidder is the Successful Bidder.

The Successful Bidder has agreed to purchase substantially all of the Debtors' Assets pursuant to the Stalking Horse Agreement that is attached to the Stalking Horse Notice as Exhibit A. The Stalking Horse Notice can be found on the website of the Debtors' claims and noticing agent: https://cases.stretto.com/Omnicare at Docket No. 270.

III. SALE HEARING AND OBJECTIONS

The Sale Hearing to consider approval of the Sale pursuant to the terms of the Successful Bid, free and clear of all liens, claims and encumbrances, will be held before the Court on **May 13, 2026 at 1:30 p.m. (prevailing Central Time)**, and continued, if necessary, to May 14, 2026 at 9:30 a.m. (prevailing Central Time), or at such other time thereafter as counsel may be heard. The Sale Hearing may be adjourned by the Debtors, in consultation with the Consultation Parties, from time to time without further notice to creditors or parties in interest other than by announcement of the adjournment in open court on the date scheduled for the Sale Hearing or by including such adjournment on any agenda filed with the Court or by the filing of a notice with the Court.

Objections related to approval of the Sale pursuant to the terms of the Successful Bid, the identity of the Successful Bidder, and adequate assurance of future performance by the Successful Bidder[3] must be in writing, state the basis of such objection with specificity, and be filed with the Court and served so as to be received on or before **May 11, 2026 at 4:00 p.m. (prevailing Central Time)** by the following parties:

(a) counsel to the Debtors, Jenner & Block LLP, 353 N. Clark Street, Chicago, IL, 60654, Attn: Vincent E. Lazar (vlazar@jenner.com), Derek L. Wright (dwright@jenner.com), and Angela M. Allen (aallen@jenner.com), and Haynes and Boone, LLP, 2801 N. Harwood Street, Suite 2300, Dallas, TX 75201, Attn: Ian T. Peck (ian.peck@haynesboone.com) and Martha Wyrick (martha.wyrick@haynesboone.com);

(b) the Office of the United States Trustee, 300 Fannin, Room 3196, Shreveport, LA 71101, Attn: Anna Haugen (anna.haugen@usdoj.gov);

(c) counsel to the Official Committee of Unsecured Creditors, Herbert Smith Freehills Kramer LLP, 1177 Avenue of the Americas, New York, NY 10036, Attn: Adam C. Rogoff

[3] On April 27, 2026, the Debtors filed the *Notice of (I) Potential Assumption and Assignment of Executory Contracts and Unexpired Leases and (II) Cure Amounts* [Docket No. 789] (the "**Cure Notice**"). The Cure Notice includes the deadline and procedures for filing cure objections, which are separate objections with a separate deadline from the foregoing sale-related objections.

(adam.rogoff@hsfkramer.com), Rachael Ringer (rachael.ringer@hsfkramer.com), Megan Wasson (megan.wasson@hsfkramer.com), and Andrew Citron (Andrew.citron@hsfkramer.com);

(d) counsel to the DIP Lender, Norton Rose Fulbright US LLP, 1301 Avenue of the Americas, New York, NY 10019, Attn: Robert M. Hirsh (robert.hirsh@nortonrosefulbright.com), Kristian W. Gluck (kristian.gluck@nortonrosefulbright.com), and Jamie Copeland (james.copeland@nortonrosefulbright.com); and

(e) counsel to GenieRx Holdings LLC, Baker & Hostetler LLP, 200 South Orange Avenue, Suite 2300, Orlando, FL 32801, Attn: Elizabeth A. Green (egreen@bakerlaw.com), Andrew Layden (alayden@bakerlaw.com), and Caryn Wang (cewang@bakerlaw.com).

UNLESS AN OBJECTION IS TIMELY SERVED AND FILED IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF REQUESTED WITHOUT FURTHER HEARING AND NOTICE.

Dated: May 1, 2026

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