

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

In re:	§	Chapter 11
	§	
TRIVASCULAR SALES LLC, <i>et al.</i> , ¹	§	Case No. 20-31840 (SGJ)
	§	
Debtors.	§	(Jointly Administered)
	§	

NOTICE OF (I) EQUITY PROCEDURES AND (II) FINAL HEARING

TO: ALL PERSONS OR ENTITIES WITH EQUITY INTEREST IN ENDOLOGIX, INC.

PLEASE TAKE NOTICE OF THE FOLLOWING:

1. On July 5, 2020 (the “Petition Date”), the above-captioned debtors (collectively, the “Debtors”), commenced cases under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) in the United States Bankruptcy Court for the Northern District of Texas (the “Court”).

2. On the Petition Date, the Debtors filed the *Motion of the Debtors for Entry of Interim and Final Orders (I) Establishing Notice and Hearing Procedures for Transfers or Claims of Worthlessness of Equity Securities in the Debtors, and (II) Granting Related Relief* (the “Motion”).

3. On July 7, 2020, the Court entered an interim order (the “Interim Order”), **a copy of which is appended to this Notice**, approving the procedures set forth below with respect to the transfer or claims of worthlessness of beneficial interests in each class of common stock of

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: TriVascular Sales LLC (9179), Endologix, Inc. (8265), CVD/RMS Acquisition Corp. (8438), TriVascular Technologies, Inc. (7313), RMS/Endologix Sideways Merger Corp. (2974), Nellix, Inc. (8416), TriVascular, Inc. (2620), and Endologix Canada, LLC (2872). The corporate headquarters and the mailing address for the Debtors listed above is 2 Musick, Irvine, California 92618.

Endologix, Inc. (the “Equity Securities”), in order to assist the Debtors to preserve their net operating losses (the “NOLs”) and certain other tax and business credits (together with the NOLs, the “Tax Attributes”). **Any purchase, sale, trade, claim of worthlessness or other transfer of Equity Securities in violation of the procedures set forth in the Interim Order shall be null and void *ab initio* as an action in violation of the automatic stay under section 362 of the Bankruptcy Code, and shall confer no rights on the transferee.**

4. Any objections or responses to entry of a final order on the Motion (each, an “Objection”) shall be filed on or before **4:00 p.m. (Central Daylight Time) on August 14, 2020**,¹ and served on the following parties: (a) proposed counsel for the Debtors, DLA Piper LLP (US), 1251 Avenue of the Americas, New York, New York 10020 (Attn: Thomas R. Califano, Esq. [thomas.califano@us.dlapiper.com]), 200 South Biscayne Boulevard, Suite 2500, Miami, Florida 33131 (Attn: Rachel Nanes, Esq. [rachel.nanes@us.dlapiper.com]), and 1900 North Pearl Street, Suite 2200, Dallas, Texas 75201 (Attn: Andrew B. Zollinger, Esq. [andrew.zollinger@us.dlapiper.com] and David E. Avraham, Esq. [david.avraham@us.dlapiper.com]); (b) the Office of the United States Trustee for the Northern District of Texas, Earle Cabell Federal Building, 1100 Commerce Street, Room 976, Dallas, Texas 75242 (Attn: Lisa Lambert [Lisa.L.Lambert@usdoj.gov]); (c) counsel to the DIP Secured Parties, the Prepetition ABL Agent and the Prepetition Term Loan Agent, Sullivan & Cromwell LLP, 125 Broad St., New York, New York 10004 (Attn: James L. Bromley [bromleyj@sullcrom.com] and Ari B. Blaut [blauta@sullcrom.com]) and Vinson & Elkins LLP, 2001 Ross Ave. Suite 3900,

¹ Under the Interim Order, notice was to be delivered by July 14, 2020, with an objection deadline of July 30, 2020. However, the Debtors required additional time to deliver this notice to holders of Equity Securities. Therefore, the Debtors have extended the objection deadline for holders of Equity Securities to sixteen (16) days following delivery hereof.

Dallas, Texas 75201 (Attn: Paul E Heath [pheath@velaw.com] and Matthew J. Pyeatt [mpyeatt@velaw.com]); (d) Wilmington Trust, N.A., as collateral agent with respect to the 5.00% Voluntary Convertible Senior Notes Due 2024; and (e) counsel to the Official Committee of Unsecured Creditors, Kasowitz Benson Torres LLP, 1633 Broadway, New York, New York 10019 (Attn: David S. Rosner [drosner@kasowitz.com]) and Norton Rose Fulbright US LLP, 2200 Ross Avenue, Suite 3600, Dallas, Texas 75201 (Attn: Ryan E. Manns [ryan.manns@nortonrosefulbright.com]).

5. If no objections to the Motion are timely filed, served and received in accordance with the Interim Order, the Interim Order shall be deemed a final order without further notice or hearing, and the Motion shall be granted on a final and permanent basis.

6. If necessary, a final hearing to consider the relief requested in the Motion and the entry of an order implementing the Equity Procedures on a final and permanent basis shall be held **at a date and time to be determined before the Honorable Stacey G.C. Jernigan, at 1100 Commerce Street, 14th Floor, Courtroom 1254, Dallas, Texas 75242.**

7. Any of the Debtors may waive in writing, in their sole and absolute discretion, any and all restrictions, stays and notice procedures contained in the Interim Order.

8. A complete copy of the Motion and all other pleadings filed in the Debtors' chapter 11 cases are available via PACER at the Court's website at <https://ecf.deb.uscourts.gov> for a fee, or through the Debtors' Notice, Claims and Solicitation Agent, Omni Agent Solutions, Inc., by accessing their website at <https://www.omniagentsolutions.com/Endologix>.

9. The requirements set forth in this Notice are in addition to the requirements of applicable law and do not excuse compliance therewith.

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Dated: July 29, 2020
Dallas, Texas

Respectfully submitted,

DLA PIPER LLP (US)

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Proposed Counsel for the Debtors