

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

In re Genesis Global Holdco, LLC, *et al.*,

Debtors.

Chapter 11

Case No. 23-10063 (SHL)

GEMINI TRUST COMPANY, LLC, for itself
and as agent on behalf of the Gemini Lenders,

Plaintiff,

v.

Adv. Pro. No. 23-01192 (SHL)

GENESIS GLOBAL CAPITAL, LLC,
GENESIS GLOBAL HOLDCO, LLC, and
GENESIS ASIA PACIFIC PTE. LTD.,

Defendants.

SCHEDULING AND PRE-TRIAL ORDER

The parties cannot amend this order by stipulation or otherwise, and the Court will not amend it unless presented with good cause and timely application as soon as possible.

FAILURE TO COMPLY WITH THIS ORDER MAY RESULT IN DISMISSAL OR OTHER SANCTION. If delay or other act or omission of your adversary may result in a sanction against you, it is incumbent on you to promptly bring this matter to the Court for relief.

It is hereby ORDERED as follows:

1. All parties shall exchange initial disclosures pursuant to Fed. R. Bankr. P. 7026(a) on or before December 19, 2023 (the "Disclosures Due Date").
2. The schedule for briefing on the *Motion to Dismiss Counts II, III, and IV of the Complaint as to Genesis Global Capital, LLC and All Counts as to Genesis Global Holdco, LLC and Genesis Asia Pacific Pte. Ltd.* (ECF No. 9) shall proceed as follows:
 - a. Plaintiff's opposition is due on or before December 18, 2023.
 - b. Defendants' reply is due on or before January 5, 2024.
 - c. Hearing to take place on January 18, 2024, or such later date as the Court may determine.

3. The schedule for briefing on any motion by Plaintiffs to dismiss Counterclaims IV, V, VI, or VII (to the extent Counterclaim VII concerns the Additional GBTC Shares) raised in the *Answer, Affirmative Defenses, and Counterclaims of Genesis Global Capital, LLC, to the Complaint* (ECF No. 10, the “Answer”) shall proceed as follows:
 - a. Plaintiff’s motion to dismiss is due on or before December 18, 2023
 - b. Defendants’ opposition is due on or before January 5, 2024.
 - c. Plaintiff’s reply is due on or before January 15, 2024.
 - d. Hearing to take place on January 18, 2024, or such later date as the Court may determine.
4. The schedule for briefing on any motion to dismiss to be filed by Plaintiff with respect to Counterclaims I, II, III, or VII (to the extent Counterclaim VII concerns the August 2022 Collateral) raised in the Answer shall proceed as follows:
 - a. Plaintiff’s motion to dismiss is due on or before January 5, 2024.
 - b. Defendants’ opposition is due on or before January 25, 2024.
 - c. Plaintiff’s reply is due on or before February 8, 2024.
 - d. Hearing to take place on February 15, 2024, or such later date as the Court may determine.
5. With respect to any counterclaims raised in the Debtors’ Answer that the Plaintiffs do not move to dismiss, Plaintiffs shall file an answer by January 5, 2024.
6. The schedule for discovery shall proceed as follows:
 - a. Initial requests for production shall be served by December 27, 2023.
 - b. The Parties shall make productions in response to initial requests for production as soon as reasonably practicable and on a rolling basis, and shall substantially complete such productions by January 31, 2024.
 - c. Fact depositions shall occur from February 6, 2024, to February 23, 2024.
 - d. Fact discovery shall be completed by February 23, 2024.
 - e. Opening expert reports shall be filed by March 1, 2024.
 - f. Rebuttal expert reports shall be filed by March 15, 2024.

- g. Expert depositions shall occur from March 20, 2024, to March 29, 2024.
 - h. All discovery shall be completed by March 29, 2024.
7. In the event of dispute over discovery, the parties' counsel shall promptly confer to attempt in good faith to resolve the dispute, if, notwithstanding their good faith efforts to do so, they are unable to resolve a discovery issue, they shall promptly inform the Court by letter of the nature of the dispute and request a telephonic discovery conference. At the conference, the Court will ask the parties about their prior efforts to resolve the dispute.
 8. Either or both parties may seek leave under the Local Bankruptcy Rules to move for summary judgment under Fed. R. Bankr. P. 7056 by April 5, 2024, and before taking the steps set forth in paragraphs 9-11 below.
 9. The Court will hold a final pretrial conference on a date to be determined, upon request by the parties, but within 30 days of either (1) the completion of all discovery for all parties, or (2) if a request to move for summary judgment under paragraph 7 of this order is granted, the resolution of any summary judgment motions. By the time of the final pretrial conference, the parties must be prepared to proceed to trial within one month.
 10. In advance of the final pretrial conference, the parties shall have conferred and used their best efforts to agree on a joint exhibit book and shall have identified any exhibits whose admissibility is not agreed.
 11. In addition, on or before two weeks before the final pretrial conference, the parties shall have exchanged proposed witness lists.
 12. On or before one week before the scheduled trial date, the parties shall submit declarations under penalty of perjury or affidavits of their direct witnesses, who shall be present at trial for cross-examination and redirect, or have sought the Court's permission to examine direct witnesses at trial.
 13. Plaintiff's attorney shall serve copies of this Scheduling Order upon all parties to this adversary proceeding and upon any other parties entitled to notice within five (5) days after the date hereof.

Dated: December 18, 2023

/s/ Sean H. Lane
United States Bankruptcy Judge