

**Fill in this information to identify your case:**

United States Bankruptcy Court for the:

DISTRICT OF DELAWARE

Case number (if known) \_\_\_\_\_ Chapter 11

Check if this an amended filing

**Official Form 201**

**Voluntary Petition for Non-Individuals Filing for Bankruptcy**

4/16

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name BioAmber Inc.

2. All other names debtor used in the last 8 years  
 Include any assumed names, trade names and doing business as names  
FDBA DNP Green Technology, Inc.

3. Debtor's federal Employer Identification Number (EIN) 98-0601045

4. Debtor's address  Principal place of business  <u>1000 Westgate Drive, Suite 115</u> <u>Saint Paul, MN 55114</u> Number, Street, City, State & ZIP Code  <u>Ramsey</u> County	Mailing address, if different from principal place of business  _____ P.O. Box, Number, Street, City, State & ZIP Code  Location of principal assets, if different from principal place of business  _____ Number, Street, City, State & ZIP Code
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5. Debtor's website (URL) www.bio-amber.com

6. Type of debtor  
 Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))  
 Partnership (excluding LLP)  
 Other. Specify: \_\_\_\_\_

Debtor **BioAmber Inc.**  
Name

Case number (if known)

**7. Describe debtor's business**

A. Check one:

- Health Care Business (as defined in 11 U.S.C. § 101(27A))
- Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- Railroad (as defined in 11 U.S.C. § 101(44))
- Stockbroker (as defined in 11 U.S.C. § 101(53A))
- Commodity Broker (as defined in 11 U.S.C. § 101(6))
- Clearing Bank (as defined in 11 U.S.C. § 781(3))
- None of the above

B. Check all that apply

- Tax-exempt entity (as described in 26 U.S.C. §501)
- Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.

See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

3259

**8. Under which chapter of the Bankruptcy Code is the debtor filing?**

Check one:

- Chapter 7
- Chapter 9
- Chapter 11. Check all that apply:
  - Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).
  - The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
  - A plan is being filed with this petition.
  - Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
  - The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
  - The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.
- Chapter 12

**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**

- No.
- Yes.

If more than 2 cases, attach a separate list.

District _____	When _____	Case number _____
District _____	When _____	Case number _____

**10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?**

- No
- Yes.

List all cases. If more than 1, attach a separate list

Debtor _____	Relationship _____
District _____	When _____ Case number, if known _____

Debtor **BioAmber Inc.**  
Name

Case number (if known)

11. Why is the case filed in this district? *Check all that apply:*
- Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
  - A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?
- No
  - Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.
- Why does the property need immediate attention? (Check all that apply.)**
- It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.  
What is the hazard? \_\_\_\_\_
  - It needs to be physically secured or protected from the weather.
  - It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
  - Other \_\_\_\_\_
- Where is the property?** \_\_\_\_\_  
Number, Street, City, State & ZIP Code
- Is the property insured?**
- No
  - Yes. Insurance agency \_\_\_\_\_  
Contact name \_\_\_\_\_  
Phone \_\_\_\_\_

**Statistical and administrative information**

13. Debtor's estimation of available funds *Check one:*
- Funds will be available for distribution to unsecured creditors.
  - After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors
- |   |  |  |
|---|--|--|
| <input type="checkbox"/> 1-49             | <input type="checkbox"/> 1,000-5,000   | <input type="checkbox"/> 25,001-50,000     |
| <input checked="" type="checkbox"/> 50-99 | <input type="checkbox"/> 5001-10,000   | <input type="checkbox"/> 50,001-100,000    |
| <input type="checkbox"/> 100-199          | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999          |  |  |

15. Estimated Assets
- |  |   |  |
|--|---|--|
| <input type="checkbox"/> \$0 - \$50,000          | <input type="checkbox"/> \$1,000,001 - \$10 million             | <input type="checkbox"/> \$500,000,001 - \$1 billion     |
| <input type="checkbox"/> \$50,001 - \$100,000    | <input checked="" type="checkbox"/> \$10,000,001 - \$50 million | <input type="checkbox"/> \$1,000,000,001 - \$10 billion  |
| <input type="checkbox"/> \$100,001 - \$500,000   | <input type="checkbox"/> \$50,000,001 - \$100 million           | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
| <input type="checkbox"/> \$500,001 - \$1 million | <input type="checkbox"/> \$100,000,001 - \$500 million          | <input type="checkbox"/> More than \$50 billion          |

16. Estimated liabilities
- |  |  |  |
|--|--|--|
| <input type="checkbox"/> \$0 - \$50,000          | <input checked="" type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion     |
| <input type="checkbox"/> \$50,001 - \$100,000    | <input type="checkbox"/> \$10,000,001 - \$50 million           | <input type="checkbox"/> \$1,000,000,001 - \$10 billion  |
| <input type="checkbox"/> \$100,001 - \$500,000   | <input type="checkbox"/> \$50,000,001 - \$100 million          | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
| <input type="checkbox"/> \$500,001 - \$1 million | <input type="checkbox"/> \$100,000,001 - \$500 million         | <input type="checkbox"/> More than \$50 billion          |

Debtor **BioAmber Inc.**  
Name

Case number (if known)

**Request for Relief, Declaration, and Signatures**

**WARNING** – Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature of authorized representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition

I have been authorized to file this petition on behalf of the debtor

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct

Executed on May 4 2018  
MM / DD / YYYY

X   
Signature of authorized representative of debtor  
Title **Chief Executive Officer**

**Richard P. Eno**  
Printed name

**18. Signature of attorney**

X 

Date 05/04/2018  
MM / DD / YYYY

**Laura Davis Jones**  
Printed name

**Pachulski Stang Ziehl & Jones LLP**  
Firm name

**919 N. Market Street**  
**17th Floor**  
**Wilmington, DE 19899**  
Number, Street, City, State & ZIP Code

Contact phone **302-652-4100**

Email address **ljones@pszjlaw.com**

**DE 2436 DE**  
Bar number and State

**Official Form 201A (12/15)**

*[If debtor is required to file periodic reports (e.g. forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11 of the Bankruptcy Code, this Exhibit "A" shall be completed and attached to the petition.]*

**United States Bankruptcy Court  
District of Delaware**

In re BioAmber Inc. Debtor(s) Case No. \_\_\_\_\_ Chapter 11

**Attachment to Voluntary Petition for Non-Individuals Filing for  
Bankruptcy under Chapter 11**

1. If any of the debtor's securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is 001-35905.

2. The following financial data is the latest available information and refers to the debtor's condition on 12/31/17.

a. Total assets \$ 43,654,819.00

b. Total debts (including debts listed in 2.c., below) \$ 6,295,790.00

c. Debt securities held by more than 500 holders:						Approximate number of holders:	
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$ <u>0.00</u>	<u>0</u>
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$ <u>0.00</u>	<u>0</u>
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$ <u>0.00</u>	<u>0</u>
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$ <u>0.00</u>	<u>0</u>
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$ <u>0.00</u>	<u>0</u>
d. Number of shares of preferred stock						<u>0</u>	<u>0</u>
e. Number of shares common stock						<u>111,107,433</u>	<u>0</u>

Comments, if any:

3. Brief description of Debtor's business:  
**BioAmber Inc. is a sustainable chemicals company.**

4. List the name of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor:  
**Sabby Healthcare Master Fund, Ltd.  
Intracoastal Capital, LLC  
NN Group N.V.**

**CERTIFIED TRUE COPY OF AN EXTRACT of the resolutions approved by the Board (the "Board") of Directors of BIOAMBER INC. (the "Corporation") on May 3, 2018**

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Re: Restructuring Proceedings

**WHEREAS** the Corporation's subsidiaries, BioAmber Sarnia Inc. and BioAmber Canada Inc. (collectively, the "**Subsidiaries**") are experiencing serious financial difficulties that are also affecting the Corporation;

**WHEREAS** it is in the best interests of the Subsidiaries to file a *Notice of intention to make a proposal to their creditors* (a "**Notice of Intention**") pursuant to the *Bankruptcy and Insolvency Act* ("**BIA**"), and to undertake any other insolvency or restructuring proceedings, as the case may be, including under the *Companies' Creditors Arrangement Act* ("**CCAA**"), and to have same recognized in the United States, as may be required; and

**WHEREAS** it is in the best interest of the Corporation to consider bankruptcy or insolvency proceedings under the *US Bankruptcy Code*, as may be required;

**NOW THEREFORE BE IT RESOLVED:**

**THAT** the Subsidiaries be and are authorized to file a Notice of Intention pursuant to the BIA designating PricewaterhouseCoopers Inc. as trustee;

**THAT** the Subsidiaries be and are authorized to file a proposal to their creditors pursuant to the BIA;

**THAT** the Subsidiaries be and are authorized to undertake any other insolvency or restructuring proceedings, including under the CCAA, as may be required;

**THAT** the Subsidiaries be and are authorized to undertake any actions necessary to obtain recognition of the aforementioned Canadian proceedings in the United States, as may be required;

**THAT** the Corporation be and is authorized to undertake restructuring and insolvency proceedings under the *US Bankruptcy Code* (the "**US Proceedings**"), as may be required;

**THAT** one of Messrs. Richard P. Eno, Chief Executive Officer or Mr. Mario Settino, Chief Financial Officer, acting alone, be and is authorized to sign any document, to take any action and to do all things necessary or useful, in his sole discretion, in order to give effect to this resolution concerning the US Proceedings, the signature of Mr. Richard Eno or Mr. Mario Settino, on any document or the fact of taking any action, is sufficient to establish the authority the Corporation has granted him as well as the approval and ratification by the Corporation of those documents so signed or the actions so taken.

The undersigned, as General Counsel of BioAmber Inc., certifies that the foregoing is a true copy of an extract of the resolutions adopted by the Board of directors of BioAmber Inc. on May 3, 2018, and confirms as well that these resolutions are, to this day, in full force and effect and have not been modified.

Signed this 3<sup>rd</sup> day of May, 2018.



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Thomas Desbiens, General Counsel

Fill in this information to identify the case:

Debtor name **BioAmber Inc.**

United States Bankruptcy Court for the **DISTRICT OF DELAWARE**

Case number (if known)

Check if this is an amended filing

Official Form 202

**Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/16

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

**WARNING** – Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**Declaration and signature**

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct

- Schedule A/B: Assets—Real and Personal Property (Official Form 206A/B)
- Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
- Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
- Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
- Schedule H: Codebtors (Official Form 206H)
- Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
- Amended Schedule
- Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
- Other document that requires a declaration: **Corporate Ownership Statement, List of Creditors Holding 20 Largest Unsecured Claims and Creditor Matrix Certification**

I declare under penalty of perjury that the foregoing is true and correct

Executed on May 4, 2018 x [Signature]  
 Signature of individual signing on behalf of debtor

**Richard P. Eno**  
 Printed name

**Chief Executive Officer**  
 Position or relationship to debtor

## Fill in this information to identify the case:

Debtor name BioAmber Inc.  
 United States Bankruptcy Court for the: DISTRICT OF DELAWARE  
 Case number (if known): \_\_\_\_\_

Check if this is an  
 amended filing

## Official Form 204

**Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders**

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Cargill Inc. Dept 5 FDC Unit 9001 Minneapolis, MN 55440						\$500,000.00
Ellen Richstone 67 Bullard Road Weston, MA 02493						\$100,000.00
Mitsui & Co. Ltd C.P.O. Box # 822 Tokyo 1008631 Japan						\$50,000.00
Reverdia 6167 Road Green Urmonderbann 20H Netherlands						\$25,000.00
Kenneth W. Wall 1847 Huntsman Lane West Chester, PA 19382						\$10,000.00
Raymond J. Land 325 Point Lobos Drive Satellite Beach, FL 32937						\$10,000.00
Heinz Haller Ritomgasse 8 CH-6490 Andermatt 6490 CH						\$10,000.00
Kurt Briner 10 Av de Grande Britagne Monaco 98000						\$10,000.00
Broadridge ICS P.O. Box 416423 Boston, MA 02241-6423						\$0.00



Debtor **BioAmber Inc.**  
Name

Case number (if known)

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Deloitte Management Services LP M11459C PO BOX 11459 DOWNTOWN BRANCH MONTREAL QC H3C 5L6 CANADA						\$0.00
Imeet PO BOX 404351 Atlanta, GA 30384-4351						\$0.00
Intergos - France Gov't Contributions TSA 20 001 Noisy-le-grand Cedex 938089 France						\$0.00
Metro Sales Inc. 1620 East 78th Street Minneapolis, MN 55423-4637						\$0.00
Nexant Inc. Dept Ch 16356 Palatine, IL 60055-6356						\$0.00
NYSE Market Inc. BOX 223695 Pittsburgh, PA 15251-2695						\$0.00
Park Avenue of Wayzata 15210 Wayzata Boulevard Wayzata, MN 55391						\$0.00
Richard Eno 31 York Road Winchester, MA 01890-3854						\$0.00
Robert Frost 46 Birch Grove London W39ss GB						\$0.00
Tecnon OrbiChem Ltd. 2 Landsdowne Road Croydon Surrey CR9 2ER London UK						\$0.00

Debtor **BioAmber Inc.**  
Name \_\_\_\_\_

Case number (if known) \_\_\_\_\_

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
TSX INC. Toronto Stock Exchange 130 King West Toronto ON M5X 1J2 Canada						<b>\$0.00</b>

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:

BIOAMBER INC.,

Debtor.

Chapter 11

Case No. 18-\_\_\_\_ ( )

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**CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)**

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Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned authorized officer of the above-captioned Debtor, certifies that the following is a corporation other than the Debtor, or a governmental unit, that directly or indirectly owns 10% or more of any class of the corporation's equity interests, or states that there are no entities to report under FRBP 7007.1.

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None [*check if applicable*]

Name:

Address:

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:

BIOAMBER, INC.,

Debtor.

Chapter 11

Case No. 18-\_\_\_\_ ( )

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**CERTIFICATION OF CREDITOR MATRIX**

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Pursuant to Rule 1007-2 of the Local Rules of Bankruptcy Practice and Procedure for the United States Bankruptcy Court for the District of Delaware, the above captioned debtor (the “Debtor”) hereby certifies that the *Creditor Matrix* submitted herewith contains the names and addresses of the Debtor’s creditors. To the best of the Debtor’s knowledge, the *Creditor Matrix* is complete, correct, and consistent with the Debtor’s books and records.

The information contained herein is based upon a review of the Debtor’s books and records as of the petition date. However, no comprehensive legal and/or factual investigations with regard to possible defenses to any claims set forth in the *Creditor Matrix* have been completed. Therefore, the listing does not, and should not, be deemed to constitute: (1) a waiver of any defense to any listed claims; (2) an acknowledgement of the allowability of any listed claims; and/or (3) a waiver of any other right or legal position of the Debtor.

BioAmber Inc.  
Creditor Matrix

Name/company	Address	City	State	Zip	Country
DELOITTE MANAGEMENT SERVICES LP	M11459C PO BOX 11459 DOWNTOWN BRANCH	MONTREAL QC			
TSX INC. Toronto Stock Exchange	130 King West	Toronto ON		H3C 5L6	CANADA
Intergos - France Gov't Contributions	TSA 20 001 Noisy-le-grand	Cedex 938089		MSX 1J2	CANADA
Broadridge ICS	P.O. Box 416423	Boston	MA	02241-642	FRANCE
Imeet	PO BOX 40435	Atlanta	GA	30384-435	United States
Metro Sales Inc.	1620 East 78th Street	Minneapolis	MN	55423-463	United States
Nexant Inc.	Dept Ch 16356	Palatine	IL	60055-635	United States
NYSE Market Inc.	BOX 223695	Pittsburgh	PA	15251-269	United States
Park Avenue of Wayzata	15210 Wayzata Boulevard	Wayzata	MN	55391	United States
Reverdia	6167 Road Green	Urmonderbann 20H			Netherlands
Tecnon OrbiChem Ltd.	2 Landsdowne Road Croydon	Surrey CR9 2ER			London, UK
Richard Eno	31 York Road	Winchester	MA	01890-385	United States
Ellen Richstone	67 Bullard Road	Weston	MA	2493	United States
Robert Frost	46 Birch Grove	London W3 9SS			London, UK
Kurt Briner	10 Avenue de Grande Bretagne	Monaco 98000			Monaco
Heinz Haller	Ritongasse 8,	CH-6490 Andermatt/UR			SWITZERLAND
Raymond J. Land	325 Point Lobos Drive	Satellite Beach	FL	32937	United States
Kenneth W. Wall	1847 Huntsman Lane	West Chester	PA	19382	United States
Cargill Inc.	Dept 5 FDC Unit 9001	Minneapolis	MN	55440	United States
Mitsui & Co. Ltd	C.P.O. Box # 822	Tokyo 1008631			Japan