

Fill in this information to identify your case:

United States Bankruptcy Court for the:

DISTRICT OF MASSACHUSETTS

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 Enumeral Biomedical Holdings, Inc.

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

3. Debtor's federal Employer Identification Number (EIN) 99-0376434

4. Debtor's address Principal place of business Mailing address, if different from principal place of business 1337 Massachusetts Avenue, #243 Arlington, MA 02476 Middlesex County

5. Debtor's website (URL) www.enumeral.com

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

Debtor **Enumeral Biomedical Holdings, 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>.

5417

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	See Attachment	Relationship	_____
District	_____	When	_____
		Case number, if known	_____

Debtor Enumeral Biomedical Holdings, Inc. Case number (if known) _____
Name

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 checked="" type="checkbox"/> 1-49	<input type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 25,001-50,000
<input 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 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

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 **Enumeral Biomedical Holdings, 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 January 29, 2018
MM / DD / YYYY

X Kevin G. Sarney
Signature of authorized representative of debtor

Kevin G. Sarney
Printed name

Title Interim President and CEO

18. Signature of attorney

X
Signature of attorney for debtor

Date January 29, 2018
MM / DD / YYYY

Daniel C. Cohn
Printed name

Murtha Cullina LLP
Firm name

99 High Street
Boston, MA 02110
Number, Street, City, State & ZIP Code

Contact phone 617-457-4000 Email address dcohn@murthalaw.com

090780
Bar number and State

Debtor Enumeral Biomedical Holdings, Inc. Case number (if known) _____
Name

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 January 29, 2018
MM / DD / YYYY

X _____
Signature of authorized representative of debtor
Title Interim President and CEO

Kevin G. Sarney
Printed name

18. Signature of attorney **X** /s/ Daniel C. Cohn
Signature of attorney for debtor

Date January 29, 2018
MM / DD / YYYY

Daniel C. Cohn
Printed name

Murtha Cullina LLP
Firm name

99 High Street
Boston, MA 02110
Number, Street, City, State & ZIP Code

Contact phone 617-457-4000 Email address dcohn@murthalaw.com

090780
Bar number and State

Debtor **Enumeral Biomedical Holdings, Inc.**
Name

Case number (if known)

Fill in this information to identify your case:

United States Bankruptcy Court for the:

DISTRICT OF MASSACHUSETTS

Case number (if known) Chapter **11**

Check if this an amended filing

FORM 201. VOLUNTARY PETITION

Pending Bankruptcy Cases Attachment

Debtor	Enumeral Biomedical Corp.	Relationship to you	Subsidiary
District	Massachusetts	When	
Case number, if known			
Debtor	Enumeral Securities Corporation	Relationship to you	Subsidiary
District	Massachusetts	When	
Case number, if known			

ENUMERAL BIOMEDICAL HOLDINGS, INC.

January 26, 2018

I, Matthew A. Ebert, the undersigned Corporate Secretary of Enumeral Biomedical Holdings, Inc. (the "Company"), do hereby certify and say: (a) I am the duly elected, qualified Corporate Secretary of the Company; (b) the following resolutions were duly adopted by the Board of Directors of the Company, as of January 26, 2018, in accordance with the requirements of applicable law; and (c) said resolutions have not been amended, modified or rescinded and are in full force and effect as of the date hereof:

WHEREAS, the Board has consulted with the management and legal advisors of the Company and fully considered all strategic alternatives available to the Company.

NOW, THEREFORE, BE IT HEREBY:

Chapter 11 Filing

RESOLVED, that in the judgment of the Board, it is desirable and in the best interests of the Company and its stakeholders, that the Company shall file a voluntary petition seeking relief under Chapter 11 of Title 11 of the United States Code (the "Bankruptcy Code") in the United States Bankruptcy Court for the District of Massachusetts; and it is further

RESOLVED, that Kevin G. Sarney and Matthew A. Ebert, or either of them (each an "Authorized Person") are empowered and directed to: (i) execute on behalf of the Company and cause to be filed a petition for relief under Chapter 11 of the Bankruptcy Code; (ii) cause the Company to perform its functions and duties as a debtor in possession pursuant to the applicable provisions of the Bankruptcy Code; (iii) take such steps on behalf of the Company as may be necessary or appropriate to the Company's Chapter 11 proceeding; (iv) execute and file on behalf of the Company any pleading necessary or appropriate for the Company to fulfill its obligations under the Bankruptcy Code and/or applicable non-bankruptcy law; and (v) execute such further documents and do such further acts as such Authorized Person may deem necessary or appropriate with respect to the foregoing; and it is further

RESOLVED, that the Company shall engage, retain, and employ Murtha Cullina LLP, as general bankruptcy counsel to represent and assist the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company's rights and obligations, including filing any pleadings; and, in connection therewith, each of the Authorized Persons is hereby authorized and directed to execute appropriate retention agreements, to pay appropriate retainers, and to execute and cause to be filed an appropriate application for authority to retain the services of Murtha Cullina LLP; and it is further

RESOLVED, that the Company may engage, retain, and employ any other professionals to assist the Company in carrying out its duties under the Bankruptcy Code; and, in connection therewith, each of the Authorized Persons is hereby authorized and directed to execute appropriate retention agreements, to pay appropriate retainers, and to cause to be filed an appropriate application for authority to retain the services of any other professionals as necessary or appropriate; and it is further

XOMA Asset Purchase Agreement

RESOLVED, that in the judgment of the Board, it is desirable and in the best interests of the Company and its stakeholders that the Company execute an Asset Purchase Agreement with XOMA Corporation (the "APA") to sell, assign and transfer to XOMA all of the Company's right, title and interest in and to certain assets constituting the Company's PD-1 antibody program (including but not limited to certain specified patent applications and the Company's interest in that certain Definitive License and Transfer Agreement, dated June 6, 2016, between the Company, Pieris Pharmaceuticals, Inc. and Pieris Pharmaceuticals GmbH), in consideration for a cash payment in the amount of \$1,600,000 (the "Asset Sale"), substantially in the form of APA presented to the Board at this meeting, and, subject to higher or better offers, seek the Bankruptcy Court's approval of the Asset Sale free and clear of all liens, claims and other interests pursuant to Section 363 of the Bankruptcy Code; and it is further

RESOLVED, that each of the Authorized Persons, be, and hereby is, authorized, empowered, and directed to execute the APA on behalf of the Company, and to execute such further documents and do such further acts as such Authorized Person may deem necessary or appropriate with respect to the Asset Sale, including accepting and consummating on behalf of the Company a transaction representing a higher or better offer than that of the APA; and it is further

RESOLVED, that each of the Authorized Persons be, and hereby is, authorized to cause the Company to file and obtain the Bankruptcy Court's approval of a liquidating chapter 11 plan, disclosure statement and related documents containing such terms as such Authorized Person deems necessary or appropriate such that, upon completion of the Asset Sale (or transaction pursuant to a higher or better offer), the affairs of the Company can be concluded in an orderly manner for the benefit of its stakeholders, and in connection therewith, to execute such further documents and do such further acts as such Authorized Person may deem necessary or appropriate with respect to the forgoing and with all other aspects of the Company's chapter 11 case; and it is further

General

RESOLVED, that the execution of any document or the doing of any act by an Authorized Person in connection with any of the foregoing resolutions shall be conclusively presumed to be authorized by the foregoing resolutions; and it is further

RESOLVED, that the Board has received sufficient notice of the actions and transactions relating to the matters contemplated by the forgoing resolutions; and it is further

RESOLVED, that any and all actions heretofore or hereafter lawfully taken in the name or on behalf of the Company in good faith by any Authorized Person in furtherance of the purposes of the forgoing resolutions or in connection with the transactions contemplated therein are hereby ratified, confirmed, and adopted as the acts and deeds of the Company.

IN WITNESS WHEREOF, the undersigned have executed this resolution, as of the 26th day of January 2018.



Matthew A. Ebert
Corporate Secretary

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF MASSACHUSETTS
EASTERN DIVISION

In re:)	
)	
ENUMERAL BIOMEDICAL)	CHAPTER 11
HOLDINGS, INC., <i>et. al.</i>)	CASE NO. 18-_____
)	
Debtors. ¹)	


DECLARATION RE: ELECTRONIC FILING

PART I- DECLARATION

I Kevin G. Sarney, hereby declare(s) under penalty of perjury that all of the information contained in the *Voluntary Petition, Declaration under Penalty of Perjury for Non-Individual Debtors re: 20 Largest Creditors, and Verification of Creditor Matrix* (collectively the "Document"), filed electronically, is true and correct. I understand that this DECLARATION is to be filed with the Clerk of Court electronically concurrently with the electronic filing of the Document. I understand that failure to file this DECLARATION may cause the Document to be struck and any request contained or relying thereon to be denied, without further notice.

I further understand that, pursuant to the Massachusetts Electronic Filing Local Rule (MEFR) 7(b), all paper documents containing original signatures executed under the penalties of perjury and filed electronically with the Court are the property of the bankruptcy estate and shall be maintained by the authorized CM/ECF Registered User for a period of five (5) years after the closing of this case.

Dated: January 29, 2018



 Kevin G. Sarney

¹ Joint administration requested. The debtors in these administered chapter 11 cases, along with the last four digits of each debtors' federal tax identification number, are: Enumeral Biomedical Holdings, Inc. (6434), Enumeral Biomedical Corp. (9860), and Enumeral Securities Corporation (7157).

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF MASSACHUSETTS
EASTERN DIVISION

In re:)	
)	
ENUMERAL BIOMEDICAL)	CHAPTER 11
HOLDINGS, INC., <i>et. al.</i>)	CASE NO. 18-_____
)	
Debtors. ¹)	

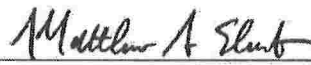
DECLARATION RE: ELECTRONIC FILING

PART I- DECLARATION

I Matthew A. Ebert, Esq., hereby declare(s) under penalty of perjury that all of the information contained in the *Secretary's Certificate* (the "Document"), filed electronically, is true and correct. I understand that this DECLARATION is to be filed with the Clerk of Court electronically concurrently with the electronic filing of the Document. I understand that failure to file this DECLARATION may cause the Document to be struck and any request contained or relying thereon to be denied, without further notice.

I further understand that, pursuant to the Massachusetts Electronic Filing Local Rule (MEFR) 7(b), all paper documents containing original signatures executed under the penalties of perjury and filed electronically with the Court are the property of the bankruptcy estate and shall be maintained by the authorized CM/ECF Registered User for a period of five (5) years after the closing of this case.

Dated: January 29, 2018



 Matthew A. Ebert, Esq.

¹ Joint administration requested. The debtors in these related chapter 11 cases, along with the last four digits of each debtors' federal tax identification number, are: Enumeral Biomedical Holdings, Inc. (6434), Enumeral Biomedical Corp. (9860), and Enumeral Securities Corporation (7157).