

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
GRACEWAY PHARMACEUTICALS, LLC, <i>et al.</i> , ¹)	Case No. 11-13036 (PJW)
)	
)	Jointly Administered
)	
Debtors.)	
)	

NOTICE OF APPEARANCE AND REQUEST FOR NOTICE

PLEASE TAKE NOTICE that pursuant to Section 1109(b) of Chapter 11 of the United States Bankruptcy Code, the undersigned, as counsel for GTCR Fund VIII, L.P. and Fund VIII/B Graceway Splitter, L.P. (collectively “GTCR”), hereby appears in the above-captioned case, pursuant to Rules 2002, 3017, 9007, and 9010 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”).

GTCR requests that all parties in interest and all counsel of record provide the following persons with copies of all notices, pleadings, and other filings in the above-captioned case. All counsel of record are requested to direct all written or telephonic correspondence as follows:

Paul M. Basta
KIRKLAND & ELLIS LLP
601 Lexington Avenue
New York, New York 10022-4611
paul.basta@kirkland.com
Telephone: (212) 446-4800
Facsimile: (212) 446-4900

¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: Graceway Pharma Holding Corp., a Delaware corporation (9175); Graceway Holdings, LLC, a Delaware limited liability company (2502); Graceway Pharmaceuticals, LLC, a Delaware limited liability company (5385); Chester Valley Holdings, LLC, a Delaware limited liability company (9457); Chester Valley Pharmaceuticals, LLC, a Delaware limited liability company (3713); Graceway Canada Holdings, Inc., a Delaware corporation (6663); and Graceway International, Inc., a Delaware corporation (2399). The mailing address for Graceway Pharmaceuticals, LLC is 340 Martin Luther King Jr. Blvd., Suite 500, Bristol, TN 37620 (Attn: John Bellamy).

- and -

Jeffrey D. Pawlitz
KIRKLAND & ELLIS LLP
300 North LaSalle
Chicago, Illinois, 60654
jeffrey.pawlitz@kirkland.com
Telephone: (312) 862-2000
Facsimile: (312) 862-2200

PLEASE TAKE FURTHER NOTICE that the foregoing request includes all notices and papers referred to in the Bankruptcy Rules and the Local Bankruptcy Rules and additionally includes, without limitation, notices of any application, complaint, demand, hearing, motion, pleading, or request, formal or informal, whether conveyed by mail, telephone, or otherwise.

GTCR additionally requests that the Debtors, the Clerk of the Court, and any court-approved noticing agent place the undersigned counsel on any mailing matrix to be prepared or existing in the above-captioned cases.

Neither this Request for Notice nor any subsequent appearance, pleading, claim, proof of claim, document, suit, motion, nor any other writing or conduct, shall constitute a waiver of GRCR to its:

1. Right to have any and all final orders in any and all non-core matters entered only after *de novo* review by a United States District Court Judge;
2. Right to trial by jury in any proceeding as to any and all matters so triable herein, whether or not the same be designated legal or private rights, or in any case, controversy, or proceeding related thereto, notwithstanding the designation *vel non* of such matters as “core proceedings” pursuant to 28 U.S.C. § 157(b)(2)(H), and whether such jury trial is pursuant to statute or the United States Constitution;
3. Right to have the reference of this matter withdrawn by the United States District Court in any matter or proceeding subject to mandatory or discretionary withdrawal; and

4. Other rights, claims, actions, defenses, setoffs, recoupments, or other matters to which GTCR is entitled under any agreements or at law or in equity or under the United States Constitution.

All of the above rights are expressly reserved and preserved unto this party without exception and with no purpose of confessing or conceding jurisdiction in any way by this filing or by any other participation in these matters.

Dated: October 27, 2011

/s/ Jeffrey D. Pawlitz

Paul M. Basta
KIRKLAND & ELLIS LLP
601 Lexington Avenue
New York, New York 10022-4611
Telephone: (212) 446-4800
Facsimile: (212) 446-4900

- and -

Jeffrey D. Pawlitz
KIRKLAND & ELLIS LLP
300 North LaSalle
Chicago, Illinois 60654
Telephone: (312) 862-2000
Facsimile: (312) 862-2200

*Counsel to GTCR Fund VIII, L.P. and
Fund VIII/B Graceway Splitter, L.P.*

CERTIFICATE OF SERVICE

I, Paul M. Basta, hereby certify that on the 27th day of October 2011, I caused a true and correct copy of the foregoing *Notice of Appearance and Request for Notice* on the below listed parties in the manner indicated.

Dated: October 27, 2011

/s/ Paul M. Basta
Paul M. Basta

Via First Class Mail

Caroline Reckler
David S. Heller
Josef S. Athanas
Matthew L. Warren
Latham & Watkins LLP
Sears Tower
Suite 5800
233 S. Wacker Drive
Chicago, IL 60606

Michael R. Nestor
Kara Hammond Coyle
Young Conaway Stargatt & Taylor
The Brandywine Bldg.
1000 West Street, 17th Floor
Wilmington, DE 19801

Office of the United States Trustee
Juliet Sarkessian, Esq.
844 King Street
Room 2207, Lockbox 35
Wilmington, DE 19801

Graceway Pharmaceuticals, LLC
c/o John A. Bellamy
340 Martin Luther King Jr. Blvd.
Bristol, TN 37620