

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

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In re: : Chapter 11
: :
VION PHARMACEUTICALS, INC., : Case No. 09-14429 (CSS)
: :
Debtor.¹ : Re: Docket No. 109
: :
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MOTION FOR AN ORDER SHORTENING NOTICE WITH RESPECT TO DEBTOR’S MOTION FOR ORDERS (I) APPROVING THE DISCLOSURE STATEMENT; (II) ESTABLISHING PROCEDURES FOR SOLICITATION AND TABULATION OF VOTES TO ACCEPT OR REJECT THE DEBTOR’S PLAN OF LIQUIDATION INCLUDING (A) FIXING THE VOTING RECORD DATE, (B) APPROVING SOLICITATION PACKAGES AND PROCEDURES FOR DISTRIBUTION THEREOF, AND (C) APPROVING FORMS OF BALLOTS AND ESTABLISHING PROCEDURES FOR VOTING ON THE PLAN; (III) SCHEDULING A CONFIRMATION HEARING AND ESTABLISHING NOTICE AND OBJECTION PROCEDURES IN RESPECT OF CONFIRMATION OF THE PLAN; (IV) CONFIRMING THE PLAN; AND (V) GRANTING RELATED RELIEF

The above-captioned debtor and debtor-in-possession (the “Debtor”) hereby submits this motion (the “Motion to Shorten”) for entry of an order, pursuant to Rules 2002 and 9006 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and Rule 9006-1(c) and (e) of the Local Rules of Bankruptcy Practice and Procedure (the “Local Rules”) of the United States Bankruptcy Court for the District of Delaware (the “Court”), (i) approving the form and manner of notice of the *Debtor’s Motion for Orders (I) Approving the Disclosure Statement; (II) Establishing Procedures for Solicitation and Tabulation of Votes to Accept or Reject the Debtor’s Plan of Liquidation Including (A) Fixing the Voting Record Date, (B) Approving Solicitation Packages and Procedures for Distribution Thereof, and (C) Approving*

¹ The Debtor in this case, along with the last four digits of the federal tax identification number for the Debtor, is Vion Pharmaceuticals, Inc. (1221). The Debtor’s corporate offices are located at 4 Science Park, New Haven, Connecticut 06511.

Forms of Ballots and Establishing Procedures for Voting on the Plan; (III) Scheduling a Confirmation Hearing and Establishing Notice and Objection Procedures in Respect of Confirmation of the Plan; (IV) Confirmation the Plan; and (V) Granting Related Relief (the “Motion”), filed contemporaneously herewith; (ii) allowing the Motion to be considered at the hearing scheduled in this case on March 1, 2010 at 12:00 p.m. (ET) (the “March 1 Hearing”); and (iii) permitting parties to file and serve objections to the Motion through and including 4:00 p.m. (ET) on February 25, 2010 (the “Objection Deadline”). For the reasons set forth herein, the Debtor believes that the prompt consideration of the Motion on shortened notice is necessary and appropriate, and respectfully requests that the Court enter an order, substantially in the form attached hereto as Exhibit A, shortening notice with respect to the Motion and permitting the Motion to be heard at the March 1 Hearing. In support of this Motion to Shorten, the Debtor respectfully states as follows:

JURISDICTION

1. The Court has jurisdiction to consider this Motion to Shorten pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper in this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

RELIEF REQUESTED

2. By this Motion to Shorten, the Debtor respectfully requests that the Court enter an order (a) shortening notice pursuant to Bankruptcy Rules 2002 and 9006 and Local Rule 9006-1(c) and (e) with respect to the Motion; (b) permitting parties to file and serve objections to the Motion, if any, through and including the Objection Deadline; (c) allowing the Motion to be heard at the March 1 Hearing; and (d) granting such other and further relief to the Debtor as the Court deems appropriate.

BASIS FOR RELIEF REQUESTED

3. The Debtor respectfully submits that for the same reasons set forth in the *Joint Motion of the Debtor and the Official Committee of Unsecured Creditors for an Order Expediting the Consideration of the Debtor's Disclosure Statement and Plan* [Docket No. 94] the expedited consideration of the Motion is also justified.

NOTICE

4. Notice of this Motion to Shorten and the relief requested herein shall be provided via hand delivery and/or overnight delivery to (a) the U.S. Trustee; (b) counsel to the Creditors' Committee; (c) counsel to the Indenture Trustee; and (d) all parties entitled to receive notice in the Chapter 11 Case pursuant to Bankruptcy Rule 2002. In light of the nature of the relief requested, the Debtor respectfully submits that no other or further notice is necessary.

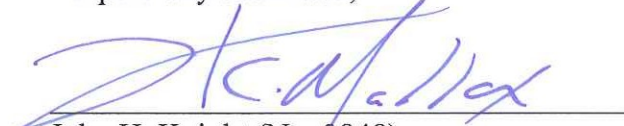
NO PRIOR REQUEST

5. No previous application for the specific relief requested herein has been made to this or any other Court.

WHEREFORE, the Debtor respectfully requests that the Court enter an order, substantially in the form attached hereto as Exhibit A, approving the shortened notice period requested herein and the form, manner, and sufficiency of notice of the Motion, and granting such other and further relief as may be just and proper.

Date: February 19, 2010

Respectfully submitted,



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Counsel to the Debtor and Debtor In Possession

EXHIBIT A

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

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In re: : Chapter 11
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VION PHARMACEUTICALS, INC., : Case No. 09-14429 (CSS)
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Debtor.¹ : Re: Docket No. ____
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**ORDER SHORTENING THE TIME TO CONSIDER THE
DEBTOR’S MOTION FOR ORDERS (I) APPROVING THE DISCLOSURE
STATEMENT; (II) ESTABLISHING PROCEDURES FOR SOLICITATION
AND TABULATION OF VOTES TO ACCEPT OR REJECT THE DEBTOR’S
PLAN OF LIQUIDATION INCLUDING (A) FIXING THE VOTING RECORD DATE,
(B) APPROVING SOLICITATION PACKAGES AND PROCEDURES FOR
DISTRIBUTION THEREOF, AND (C) APPROVING FORMS OF BALLOTS AND
ESTABLISHING PROCEDURES FOR VOTING ON THE PLAN; (III) SCHEDULING
A CONFIRMATION HEARING AND ESTABLISHING NOTICE AND
OBJECTION PROCEDURES IN RESPECT OF CONFIRMATION OF THE PLAN;
(IV) CONFIRMING THE PLAN; AND (V) GRANTING RELATED RELIEF**

Upon the motion (the “Motion to Shorten”) of the above-captioned debtor and debtor-in-possession (the “Debtor”) for entry of an order, pursuant to Rules 2002 and 9006 of the Federal Rules of Bankruptcy Procedure, Rule 9006-1(c) and (e) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware, shortening the applicable notice period for the *Debtor’s Motion for Orders (I) Approving the Disclosure Statement; (II) Establishing Procedures for Solicitation and Tabulation of Votes to Accept or Reject the Debtor’s Plan of Liquidation Including (A) Fixing the Voting Record Date, (B) Approving Solicitation Packages and Procedures for Distribution Thereof, and (C) Approving Forms of Ballots and Establishing Procedures for Voting on the Plan; (III) Scheduling a Confirmation Hearing and*

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Establishing Notice and Objection Procedures in Respect of Confirmation of the Plan; (IV) Confirmation the Plan; and (V) Granting Related Relief (the "Motion"), all as more fully set forth in the Motion to Shorten; and the Court having jurisdiction to consider the Motion to Shorten and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the Motion to Shorten and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion to Shorten having been provided, and no other or further notice being required; and the Court having determined that the relief sought in the Motion to Shorten is in the best interests of the Debtor, its creditors, and all parties in interest; and the Court having determined that the legal and factual bases set forth in the Motion to Shorten establish just cause for the relief granted herein; and upon all of the proceedings had before the Court and after due deliberation and sufficient cause appearing therefor, it is hereby

ORDERED THAT:

1. The Motion to Shorten is GRANTED.
2. The Motion shall be heard at the hearing scheduled on March 1, 2010 at 12:00 p.m. (ET), and objections to the relief requested in the Motion shall be filed and served no later than 4:00 p.m. (ET) on February 26, 2010.
3. This Court shall retain jurisdiction over any and all matters arising from or related to the implementation or interpretation of this Order.

Dated: _____, 2010
Wilmington, Delaware

THE HONORABLE CHRISTOPHER S. SONTCHI
UNITED STATES BANKRUPTCY JUDGE