

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

In re:

AGDP HOLDING INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 25-11446 (MFW)

(Jointly Administered)

Re: Docket Nos. 149, 151, 152

Hearing Date: September 11, 2025 at 2:00 p.m. (ET)

Obj. Deadline: At the Hearing

**MOTION OF THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR
AN ORDER AUTHORIZING THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS TO FILE UNDER SEAL (A) THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS' OMNIBUS OBJECTION TO THE DEBTORS'
DIP MOTION AND SALE MOTION AND CROSS-MOTION FOR AN ORDER
APPOINTING A CHAPTER 11 TRUSTEE, (B) ITS DECLARATIONS IN SUPPORT
THEREOF, AND (C) EXHIBITS TO ITS EXHIBIT AND WITNESS LISTS FOR ANY
HEARING ON THE DIP MOTION, SALE MOTION, AND CROSS-MOTION**

The Official Committee of Unsecured Creditors (the "Committee") appointed in the chapter 11 bankruptcy cases of the above-captioned cases debtors and debtors-in-possession (collectively, the "Debtors"), by and through its undersigned counsel, hereby files this motion (the "Motion") for entry of an order, substantially in the form attached hereto as **Exhibit A** (the "Proposed Order"), pursuant to sections 105(a) and 107 of title 11 of the United States Code, 11 U.S.C. §§ 101 et seq. (the "Bankruptcy Code"), rule 9018 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), and rule 9013-1(f) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the "Local Rules"), authorizing the Committee to file under seal (a) the *Omnibus Objection of the Official Committee of Unsecured Creditors to the Debtors' (i) DIP Motion and (ii) Sale Motion and Cross-*

¹ The Debtors in these chapter 11 cases, together with the last four digits of the Debtors' federal tax identification number, are AGDP Holding Inc. (6504); Avant Gardner, LLC (6504); AG Management Pool LLC (9962); EZ Festivals LLC (8854); Made Event LLC (6272); and Reynard Productions, LLC (5431). The Debtors' service address is 140 Stewart Ave, Brooklyn, NY 11237, Attn: General Counsel.



Motion of the Official Committee of Unsecured Creditors for an Order Appointing a Chapter 11 Trustee [Docket No. 149] (in its entirety, the “Objection and Cross-Motion”)² filed contemporaneously herewith, (B) the declaration of Joshua Nahas [Docket No. 151] (the “Nahas Declaration”) and the declaration of Brandon Batzel [Docket No. 152] (the “Batzel Declaration”), each filed contemporaneously herewith, as well as any supplemental declarations submitted prior to any hearing on the DIP Motion, Sale Motion, or Cross-Motion (defined herein) (each, a “Supplemental Declaration”, and together with the Nahas Declaration and the Batzel Declaration, the “Declarations”), and (C) exhibits to any exhibit and witness lists filed by the Committee for any hearing on the DIP Motion, Sale Motion, or Cross-Motion containing Confidential Information (defined herein) (together, the “Exhibit and Witness Lists”). In support of this Motion, the Committee respectfully states as follows:

JURISDICTION AND VENUE

1. The United States Bankruptcy Court for the District of Delaware (the “Court”) has jurisdiction to consider this Motion under 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order of Reference from the United States District Court for the District of Delaware dated February 29, 2012. This is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2).
2. Venue is proper in the Court pursuant to 28 U.S.C. §§ 1408 and 1409.
3. The statutory predicates for the relief requested herein are sections 105 and 107 of the Bankruptcy Code and Bankruptcy Rule 9018.
4. Pursuant to Local Rule 9013-1(f), the Committee consents to the entry of a final judgment or order with respect to this Motion if it is determined that this Court lacks Article III jurisdiction to enter such final order or judgment absent consent of the parties.

² Capitalized terms not otherwise defined herein shall have the meaning given to them in the Objection and Cross-Motion.

BACKGROUND

5. On August 4, 2025, (the “Petition Date”), the above-captioned debtors (the “Debtors”) filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code (collectively the “Chapter 11 Cases”). The Chapter 11 Cases are being jointly administered for procedural purposes only pursuant to Bankruptcy Rule 1015(b).

6. The Debtors have continued in the possession of its property and has continued to operate and manage its business as Debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in the Chapter 11 Cases.

7. On August 18, 2025, the United States Trustee for the District of Delaware (the “U.S. Trustee”) filed its *Notice of Appointment* [Docket No. 73] of the seven (7) member Committee pursuant to section 1102(a)(1) of the Bankruptcy Code.³ On August 19, 2025, the Committee selected Orrick, Herrington & Sutcliffe LLP as its proposed lead counsel. On August 20, 2025, Morris James was selected as its proposed Delaware counsel. Dundon Advisers LLC was selected as the Committee’s proposed financial advisor on August 20, 2025.

8. On August 4, 2025, the Debtors filed the *Debtors’ Motion for Entry of Interim and Final Orders, Pursuant to Sections 105, 361, 362, 363, 364, 503, and 507 of the Bankruptcy Code (i) Authorizing the Debtors to Obtain Senior Secured Superpriority Postpetition Financing; (ii) Granting (a) Liens and Superpriority Administrative Expense Claims and (b) Adequate Protection to Certain Prepetition Lenders; (iii) Authorizing Use of Cash Collateral; (iv) Scheduling a Final Hearing; and (v) Granting Related Relief* [Docket No. 12] (the “DIP Motion”) with the Court.

³ The Committee members are the following: (1) Heini Limited Liability Company; (2) Nova Traffic AG; (3) Gateway Productions, Inc.; (4) Lauren Bair; (5) Aaron Clevenger c/o Wasserman Music LLC; (6) Christie Lites New York LLC; and (7) Nightmode Video, Inc.

9. On August 14, 2025, the Debtors filed the *Debtors' Motion for Entry of (i) an Order (a) Approving Certain Bidding Procedures and the Form and Manner of Notice Thereof, (b) Authorizing the Debtors to Designate the Stalking Horse Bidder, (c) Scheduling an Auction and a Hearing on the Approval of the Sale of Some, All, or Substantially All of the Debtors' Assets, (d) Authorizing the Debtors to Enter Into the Purchase Agreement(s), (e) Establishing Certain Assumption and Assignment Procedures and Approving the Manner of Notice Thereof, and (f) Granting Related Relief; and (ii) an Order or Orders (a) Authorizing the Sale of Some, All, or Substantially All of the Debtors' Assets Free and Clear of Encumbrances, (b) Approving the Assumption and Assignment of the Potential Assigned Contracts, and (c) Granting Related Relief* [Docket No. 62] (the "Sale Motion") with the Court.

10. Concurrently with the filing of this Motion, the Committee is filing the Objection and Cross-Motion,⁴ the Nahas Declaration, and the Batzel Declaration.

RELIEF REQUESTED

11. By this Motion, the Committee seeks entry of the Proposed Order authorizing the Committee to file (1) a sealed and unredacted copy of the Objection and Cross-Motion, (2) a public version of the Omnibus Objection that includes redactions of all Confidential Information, as designated by the Debtors, (3) a sealed and unredacted copy of the Nahas Declaration, (4) a sealed and unredacted copy of the Batzel Declaration, (5) a public version of the Batzel Declaration that includes redactions of all Confidential Information, as designated by the Debtors, (6) sealed and unredacted copies of any Supplemental Declarations, (7) a sealed and unredacted copy of any Exhibit and Witness List, and (8) a public version of any Exhibit and Witness List that includes

⁴ As used herein, "Cross-Motion" means the *Cross-Motion of the Official Committee of Unsecured Creditors for an Order Appointing a Chapter 11 Trustee*.

redactions of all Confidential Information, as designated by the Debtors (each of the foregoing, collectively, the “Proposed Sealed Documents”).

BASIS FOR RELIEF

12. Section 107(b) of the Bankruptcy Code provides, in pertinent part:

On the request of a party in interest, the bankruptcy court shall...(1) protect an entity with respect to a trade secret or confidential research, development, or commercial information...⁵

13. Bankruptcy Rule 9018, in turn, explains the process by which a party-interest may seek relief under Bankruptcy Code section 107(b):

On motion or on its own initiative, with or without notice, the court may make any order which justice requires (1) to protect the estate or any entity in respect of a trade secret or other confidential research, development, or commercial information....⁶

14. Local Rule 9018-1(d) further provides, in relevant part, that “any entity seeking to file a document . . . under seal must file a motion requesting such relief” Del. Bankr. L.R. 9018-1(d)(i).

15. In light of the foregoing, the Committee submits that the filing of the Proposed Sealed Documents under seal is necessary and appropriate. The Debtors have designated certain information it provided to the Committee as confidential (the “Confidential Information”). Therefore, the Committee seeks to redact all of the Confidential Information in the Proposed Sealed Documents. Such information, if it became public, would harm the Debtors and their bankruptcy cases.

⁵ 11 U.S.C. § 107(b).

⁶ Fed. R. Bankr. P. 9018; *see also* Local Rule 9018-1.

CERTIFICATION OF COUNSEL PURSUANT TO LOCAL RULE 9018-1(d)

16. To the best of the knowledge, information, and belief of the undersigned counsel to the Committee, the Proposed Sealed Documents contain information that is confidential, as contemplated by Local Rule 9018-1(d)(iii). Counsel for the Committee and counsel for the Debtors have conferred in good faith and reached agreement concerning what information contained in the Proposed Sealed Documents must remain sealed from public view.

17. In accordance with Local Rule 9018-1(d), the Committee will file with the Court a publicly viewable redacted form of the Objection and Cross-Motion, the Batzel Declaration, and Exhibit and Witness List. However, the Committee has determined in good faith that the Nahas Declaration and any Supplemental Declaration should be placed entirely under seal.

NOTICE

18. Notice of this Motion has been or will be provided to: (i) the U.S. Trustee; (ii) counsel to the Debtors; (iii) counsel to Alter Domus (US) LLC, in its capacity as administrative agent under the Prepetition Financing Agreement and the DIP Facility (as defined in the DIP Motion); (iv) counsel to the DIP Lenders and the Prepetition Term Lenders (as defined in the DIP Motion) and the Stalking Horse Bidder (as defined in the Sale Motion); (v) counsel to LiveStyle; and (vi) any party that has requested notice pursuant to Bankruptcy Rule 2002 and Local Rule 2002-1(b). In light of the nature of the relief requested herein, the Committee submits that no other or further notice is necessary.

CONCLUSION

WHEREFORE, the Committee requests entry of the Proposed Order, granting the relief requested herein and such other and further relief as just and proper.

Dated: September 7, 2025
Wilmington, Delaware

MORRIS JAMES LLP

/s/ Eric J. Monzo

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*Proposed Counsel to the Official Committee of
Unsecured Creditors*

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

In re:

AGDP HOLDING INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 25-11446 (MFW)

(Jointly Administered)

Hearing Date: September 11, 2025 at 2:00 p.m. (ET)

Obj. Deadline: At the Hearing

**NOTICE OF MOTION OF THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS FOR AN ORDER AUTHORIZING THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS TO FILE UNDER SEAL (A) THE OFFICIAL
COMMITTEE OF UNSECURED CREDITORS' OMNIBUS OBJECTION TO THE
DEBTORS' DIP MOTION AND SALE MOTION AND CROSS-MOTION FOR AN
ORDER APPOINTING A CHAPTER 11 TRUSTEE, (B) ITS DECLARATIONS IN
SUPPORT THEREOF, AND (C) EXHIBITS TO ITS EXHIBIT AND WITNESS LISTS
FOR ANY HEARING ON THE DIP MOTION, SALE MOTION, AND CROSS-MOTION**

PLEASE TAKE NOTICE that on September 7, 2025, the Official Committee of Unsecured Creditors (the "Committee") appointed in the chapter 11 bankruptcy cases of the above-captioned cases debtors and debtors-in-possession (collectively, the "Debtors"), by and through its undersigned counsel, filed the *Motion of the Official Committee of Unsecured Creditors for an Order Authorizing the Official Committee of Unsecured Creditors to File Under Seal (A) The Official Committee of Unsecured Creditors' Omnibus Objection to the Debtors' DIP Motion and Sale Motion and Cross-Motion for an Order Appointing a Chapter 11 Trustee, (B) Its Declarations in Support Thereof, and (C) Exhibits to Its Exhibit and Witness Lists for Any Hearing on the DIP Motion, Sale Motion, and Cross-Motion* (the "Motion to Seal") with the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court").

PLEASE TAKE FURTHER NOTICE that responses, if any, to the Motion to Seal must be in writing, in conformity with the Federal Rules of Bankruptcy Procedure and the Local Rules of the United States Bankruptcy Court for the District of Delaware, filed with the Bankruptcy Court as to be received at or prior to the hearing on **September 11, 2025 at 2:00 p.m. (ET)** (the "Objection Deadline"). At the same time, you must also serve a copy of the response upon the undersigned proposed counsel to the Committee.

¹ The Debtors in these chapter 11 cases, together with the last four digits of the Debtors' federal tax identification number, are AGDP Holding Inc. (6504); Avant Gardner, LLC (6504); AG Management Pool LLC (9962); EZ Festivals LLC (8854); Made Event LLC (6272); and Reynard Productions, LLC (5431). The Debtors' service address is 140 Stewart Ave, Brooklyn, NY 11237, Attn: General Counsel.

PLEASE TAKE FURTHER NOTICE THAT a hearing on the Motion to Seal will be held on **September 11, 2025 at 2:00 p.m. (ET) (the “Hearing”)** before the Honorable Mary F. Walrath, United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 5th Floor, Courtroom #4, Wilmington, Delaware 19801.

IF NO OBJECTIONS ARE TIMELY FILED, SERVED, AND RECEIVED IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF REQUESTED IN CONNECTION WITH SUCH PLEADINGS WITHOUT FURTHER NOTICE OR HEARING.

Dated: September 7, 2025
Wilmington, Delaware

MORRIS JAMES LLP

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*Proposed Counsel to the Official Committee of
Unsecured Creditors*

EXHIBIT A

Proposed Order

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

In re:

AGDP HOLDING INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 25-11446 (MFW)

(Jointly Administered)

Re: Docket No. ____

ORDER AUTHORIZING THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS TO FILE UNDER SEAL (A) THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS' OMNIBUS OBJECTION TO THE DEBTORS' DIP MOTION AND SALE MOTION AND CROSS-MOTION FOR AN ORDER APPOINTING A CHAPTER 11 TRUSTEE, (B) ITS DECLARATIONS IN SUPPORT THEREOF, AND (C) EXHIBITS TO ITS EXHIBIT AND WITNESS LISTS FOR ANY HEARING ON THE DIP MOTION, SALE MOTION, AND CROSS-MOTION

Upon the motion (the "Motion")² of the Committee for entry of an order pursuant to sections 105 and 107 of the Bankruptcy Code, Bankruptcy Rule 9018, and Local Rule 9018-1 authorizing the Committee to file under seal certain Confidential Information in connection with the Objection and Cross-Motion and the other Proposed Sealed Documents, the Court finds that (i) it has jurisdiction over the matters raised in the Motion pursuant to 28 U.S.C. §§ 157 and 1334(b); (ii) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); (iii) the relief requested in the Motion is in the best interest of all parties; (iv) proper and adequate notice of the Motion and the hearing thereon has been given and that no other or further notice is necessary; and (v) upon the record herein after due deliberation thereon, good and sufficient cause exists for the granting of the relief as set forth herein. Therefore,

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² Capitalized terms not otherwise defined herein shall have the meaning given to them in the Motion.

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED as set forth herein.
2. The Committee is authorized to file an un-redacted version of the Objection and Cross-Motion, the Nahas Declaration, the Batzel Declaration, any Supplemental Declaration, and any Exhibit and Witness List under seal.
3. The Committee is permitted to file a redacted version of the Objection and Cross-Motion, the Batzel Declaration, and any Exhibit and Witness List.
4. The un-redacted version of the Objection and Cross-Motion, the Nahas Declaration, the Batzel Declaration, any Supplemental Declaration, or any Exhibit and Witness List may not be unsealed unless and until permitted by further order of this Court.
5. The Committee is authorized and empowered to take such actions as may be necessary and appropriate to implement the terms of this Order.
6. This Court shall retain jurisdiction with respect to all matters relating to the interpretation or implementation of this Order.