

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

In re:	Chapter 11
AGDP HOLDING INC., <i>et al.</i> , <sup>1</sup>	Case No. 25-11446 (MFW)
Debtors.	(Jointly Administered)
	Obj. Deadline: November 24, 2025 at 4:00 p.m. (ET)

**SUMMARY OF SECOND MONTHLY APPLICATION OF  
ORRICK, HERRINGTON & SUTCLIFFE LLP, CO-COUNSEL TO THE OFFICIAL  
COMMITTEE OF UNSECURED CREDITORS, FOR ALLOWANCE OF  
COMPENSATION AND REIMBURSEMENT OF EXPENSES  
FOR THE PERIOD FROM OCTOBER 1, 2025 THROUGH OCTOBER 31, 2025**

Name of Applicant	<u>Orrick, Herrington &amp; Sutcliffe LLP</u>
Authorized to provide professional services to:	<u>Official Committee of Unsecured Creditors of AGDP holding Inc., <i>et al.</i></u>
Date of retention order:	<u>October 1, 2025 effective as of August 19, 2025</u>
Period for which compensation and reimbursement sought:	<u>October 1, 2025 through October 31, 2025</u>
Compensation sought as actual, reasonable, and necessary:	<u>\$324,724.94 (80% of \$405,906.17)</u>
Expense reimbursement sought as actual, reasonable, and necessary:	<u>\$3,310.07</u>
This is a(n):	<u>  X  </u> monthly <u>  </u> interim <u>  </u> final

Previous Applications:

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<sup>1</sup> 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.

<b>Monthly Fee Application Filing Date &amp; Docket No.</b>	<b>Period Covered</b>	<b>Total Fees Requested (at 100%)</b>	<b>Total Expenses Requested (at 100%)</b>	<b>CNO Filing Date &amp; Docket No.</b>	<b>Amount of Fees Authorized to be Paid (at 80%)</b>	<b>Amount of Expenses Authorized to be Paid (at 100%)</b>
10/22/2025 [D.I. 356]	August 19, 2025 – September 30, 2025	\$1,355,092.32 <sup>2</sup>	\$15,595.06	11/6/2025 [D.I. 407]	\$1,084,073.86 <sup>3</sup>	\$15,595.06
<b>TOTALS</b>		<b>\$1,355,092.32</b>	<b>\$15,595.06</b>		<b>\$1,084,073.86</b>	<b>\$15,595.06</b>

<sup>2</sup> In Orrick’s first monthly fee application [Docket No. 356] (the “First Monthly Application”), Orrick originally requested fees for the period covered in the amount of \$1,429,319.70. For the reasons explained in Orrick’s first interim application for compensation and reimbursement of expenses submitted contemporaneously herewith (the “First Interim Application”), Orrick is voluntarily reducing its fees under the First Monthly Application by \$74,227.38. Such reduction is reflected in the above prior applications chart and will be reflected in an order approving Orrick’s First Interim Application.

<sup>3</sup> Reflects 80% of the total fees billed less Orrick’s voluntary reduction with respect to the First Monthly Application.

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

In re:

AGDP HOLDING INC., *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 25-11446 (MFW)

(Jointly Administered)

Obj. Deadline: November 24, 2025 at 4:00 p.m. (ET)

**SECOND MONTHLY APPLICATION OF  
ORRICK, HERRINGTON & SUTCLIFFE LLP, CO-COUNSEL TO THE OFFICIAL  
COMMITTEE OF UNSECURED CREDITORS, FOR ALLOWANCE OF  
COMPENSATION AND REIMBURSEMENT OF EXPENSES  
FOR THE PERIOD FROM OCTOBER 1, 2025 THROUGH OCTOBER 31, 2025**

Orrick, Herrington & Sutcliffe LLP (“Orrick” or the “Applicant”), co-counsel to the Official Committee of Unsecured Creditors (the “Committee”) of AGDP holding Inc., *et al.*, the above-captioned debtors (the “Debtors”), hereby submits its consolidated second monthly fee application (the “Application”)<sup>2</sup> pursuant to sections 330 and 331 of title 11 of the United States Code, 11 U.S.C. §§101 *et seq.*, as amended (the “Bankruptcy Code”) for allowance of compensation in the amount of \$405,906.17 and reimbursement of expenses in the amount \$3,310.07 for the period from October 1, 2025 through October 31, 2025 (the “Compensation Period”), and in support thereof, Orrick respectfully represents as follows:

**JURISDICTION AND VENUE**

1. This Court has jurisdiction over this Application pursuant to 28 U.S.C. §1334. This is a core proceeding pursuant to 28 U.S.C. §157(b)(2)(A) and (B).

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<sup>1</sup> 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.

<sup>2</sup> This Application includes some fees for the month of September that were inadvertently not submitted with Orrick’s First Monthly Application due to delays caused by accounting and processing.

2. Venue of this proceeding and this Application is proper in this District pursuant to 28 U.S.C. §§1408 and 1409.

3. The statutory predicate for the relief sought herein is sections 1103 and 331 of the Bankruptcy Code, rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and rule 2016-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (as amended, the “Local Rules”).

### **BACKGROUND**

4. On August 4, 2025, (the “Petition Date”), 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).

5. 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.

6. On August 18, 2025, the United States Trustee for the District of Delaware (the “United States 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. On August 19, 2025, the Committee selected Orrick as its lead counsel. On August 20, 2025, Morris James LLP was selected as its Delaware counsel and IslandDundon LLC was selected as the Committee’s financial advisor.

7. On August 21, 2025, the Debtors filed its *Motion for Entry of an Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals, and (II) Granting Related Relief* (the “Interim Compensation Motion”) [Docket No.

90], and on September 2, 2025, the Court entered an Order approving the Interim Compensation Motion (the “Interim Compensation Order”) [Docket No. 132].<sup>3</sup>

8. On September 15, 2025, the Committee filed the *Application of the Official Committee of Unsecured Creditors for an Order Authorizing and Approving the Employment and Retention of Orrick, Herrington & Sutcliffe LLP as Counsel, Effective as of August 19, 2025* (the “Retention Application”) [Docket No 192]. On October 1, 2025, the Court entered an order approving the Retention Application, effective as of August 19, 2025 [Docket No. 255].

9. A chart detailing the fees during the Compensation Period, by professional and by category and a full and detailed statement describing the services rendered during the Compensation Period, by each professional and paraprofessional at Orrick are both attached as **Exhibit A**.

10. The total sum due to Orrick for professional services rendered on behalf Committee during the Compensation Period is \$405,906.17. Orrick submits that the professional services it rendered on behalf of the Committee during this time were reasonable and necessary.

11. Orrick incurred \$3,310.07 of expenses during the Compensation Period. A chart detailing the specific disbursements is attached hereto as **Exhibit B**.

12. The undersigned hereby attests that he has reviewed the requirements of Local Rule 2016-1 and this Application conforms to such requirements, including that travel time was not billed at more than half rate and copying charges were only \$.10 per page.

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<sup>3</sup> Capitalized terms used but not otherwise defined herein shall have the meanings given to them in the Interim Compensation Order.

WHEREFORE, Orrick hereby requests pursuant to the procedures allowed in the Interim Compensation Order: (i) interim allowance of compensation for necessary and valuable professional services rendered to the Committee in the amount of \$405,906.17 and reimbursement of expenses in the amount of \$3,310.07 for the period from October 1, 2025 through October 31 2025; (ii) payment in the total amount of \$328,035.01 (representing 80% of the total fees (\$324,724.94) billed and 100% of the expenses (\$3,310.07) incurred during the Compensation Period); and (iii) such other relief as this Court deems just and proper.

Dated: November 10, 2025

**ORRICK, HERRINGTON & SUTCLIFFE LLP**

/s/ Mark Franke

Mark Franke (admitted *pro hac vice*)  
Nicholas Poli (admitted *pro hac vice*)  
Brandon Batzel (admitted *pro hac vice*)  
Ari Roytenberg (admitted *pro hac vice*)  
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-and-

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*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.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 25-11446 (MFW)

(Jointly Administered)

Obj. Deadline: November 24, 2025 at 4:00 p.m. (ET)

**NOTICE OF SECOND MONTHLY APPLICATION OF  
ORRICK, HERRINGTON & SUTCLIFFE LLP, CO-COUNSEL TO THE OFFICIAL  
COMMITTEE OF UNSECURED CREDITORS, FOR ALLOWANCE OF  
COMPENSATION AND REIMBURSEMENT OF EXPENSES  
FOR THE PERIOD FROM OCTOBER 1, 2025 THROUGH OCTOBER 31, 2025**

**PLEASE TAKE NOTICE** that on November 10, 2025, Orrick, Herrington & Sutcliffe LLP filed its consolidated second monthly application (the “Application”) seeking compensation for services rendered and reimbursement of expenses incurred as co-counsel to the Official Committee of Unsecured Creditors appointed in the above-referenced bankruptcy cases (the “Committee”) for the period from October 1, 2025 through October 31, 2025 with the United States Bankruptcy Court for the District of Delaware (the “Court”).

**PLEASE TAKE FURTHER NOTICE** that if you object to the relief sought by the Application, you are required to file a response to the Application, on or before **November 24, 2025 at 4:00 p.m. (ET)** (the “Objection Deadline”) with the Clerk of the United States Bankruptcy Court for the District of Delaware, 824 N. Market Street, 3rd Floor, Wilmington, Delaware 19801. At the same time, you must also serve a copy of the response upon undersigned counsel to the Committee.

**PLEASE TAKE FURTHER NOTICE THAT IF NO OBJECTIONS ARE FILED AND SERVED IN ACCORDANCE WITH THE ABOVE PROCEDURES, THEN 80% OF FEES AND 100% OF THE EXPENSES REQUESTED IN THE APPLICATION MAY BE PAID PURSUANT TO THE INTERIM COMPENSATION ORDER WITHOUT FURTHER HEARING OR ORDER OF THE COURT.**

**IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF DEMANDED BY THE APPLICATION WITHOUT FURTHER NOTICE OR HEARING.**

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<sup>1</sup> 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.

Dated: November 10, 2025

**MORRIS JAMES LLP**

/s/ Eric J. Monzo

Eric J. Monzo (DE Bar No. 5214)  
Siena B. Cerra (DE Bar No. 7290)  
3205 Avenue North Blvd., Suite 100  
Wilmington, DE 19803  
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-and-

**ORRICK, HERRINGTON & SUTCLIFFE LLP**

Mark Franke (admitted *pro hac vice*)  
Nicholas Poli (admitted *pro hac vice*)  
Brandon Batzel (admitted *pro hac vice*)  
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*Counsel to the Official Committee of Unsecured  
Creditors*



**EXHIBIT A****Compensation By Category – Second Monthly Compensation Period**

<b>Project Category</b>	<b>Total Hours</b>	<b>Total Fees</b>
Asset Sales	36.40	\$47,546.10
Asset Valuation	0.00	\$0.00
Automatic Stay Issues	0.50	\$657.00
Business Operations & Related Motions	0.20	\$262.80
Case Administration	10.00	\$11,747.23
Case Strategy	53.10	\$65,000.25
Cash Management & Intercompany Issues	0.00	\$0.00
Claims Administration & Objections	0.00	\$0.00
Committee Meetings & Communications	12.00	\$13,771.80
Corporate, Securities and Regulatory Issues	51.40	\$71,239.05
Creditor Communications	1.70	\$2,190.60
Executory Contracts & Unexpired Leases	0.00	\$0.00
Exclusivity, Plan & Disclosure Statement	54.30	\$70,445.70
Financing & Cash Collateral	2.90	\$3,670.20
Hearings	35.80	\$46,676.25
Investigations – Lenders	31.90	\$31,147.09
Investigations – Non-Lenders	0.00	\$0.00
Non-working Travel <sup>1</sup>	0.00	\$0.00
Other Litigation	15.10	\$10,540.80
Professional Retention & Fee Applications	13.10	\$16,646.40
Reports, Schedules & Statements	2.20	\$2,829.60
Tax Issues	5.80	\$10,257.30

<sup>1</sup> Non-working travel is billed at one-half hourly rate for attorneys that billed hours to this category.

US Trustee Issues	1.00	\$1,278.00
<b>Totals (Discount Applied)</b>	<b>327.40</b>	<b>\$405,906.17</b>

**Timekeeper Summary – Second Monthly Compensation Period**

<b>Timekeeper</b>	<b>Position<sup>2</sup></b>	<b>Rate<sup>3</sup></b>	<b>Hours</b>	<b>Amount</b>
John Narducci	Partner (joined 2006); Admitted to NY Bar 6/05/1989; Tax	\$1,768.50	5.80	\$10,257.30
Marsha Mogilevich	Partner (joined 2021); Admitted to NY Bar 4/30/2012; Capital Markets	\$1,494.00	25.50	\$38,097.00
Laura Bagarella	Partner (joined 2024); Admitted to NY Bar 1/21/2010; Compensation and Benefits	\$1,399.50	3.50	\$4,898.25
Spencer G. Cohen	Partner (joined 2012); Admitted to NY Bar 4/30/2014; M&A and Private Equity	\$1,359.00	15.30	\$20,792.70
Nicholas A. Poli	Partner (joined 2023); Admitted to NY Bar 3/12/2015; Financial & Securities Litigation	\$1,341.00	12.00	\$16,092.00
Mark Franke	Counsel (joined 2023); Admitted to NY Bar 2/26/2014 and MA Bar 7/27/2020; Restructuring	\$1,314.00	67.90	\$89,220.60
Brandon Batzel	Senior Associate (joined 2023); Admitted to NY Bar 6/27/2016; Restructuring	\$1,278.00	96.40	\$123,199.20
Ari Roytenberg	Senior Associate (joined 2024); Admitted to New York Bar 9/18/2017; Financial & Securities Litigation	\$1,278.00	12.40	\$15,847.20
Max M. Hyatt	Senior Associate (joined 2019); Admitted to CA Bar 12/2/2016; M&A and Private Equity	\$1,251.00	19.10	\$23,894.10
Michael Trentin	Senior Associate (joined 2023); Admitted to NY Bar 8/17/2017 and NJ Bar 3/21/2016; Restructuring	\$1,224.00	4.50	\$5,508.00
Nick Sabatino	Senior Associate (joined 2017); Admitted to CA Bar 12/13/2019 and NV Bar 9/16/2021; Restructuring	\$1,201.50	0.40	\$480.60

<sup>2</sup> Use of contract attorney services is subject to the terms of the Court's order approving Orrick's retention concerning contract attorneys.

<sup>3</sup> Rates reflect 10% discount off Orrick's hourly rates.

Jenna M. Busche	Managing Associate (joined 2024); Admitted to NY Bar 1/14/2019; Restructuring	\$1,116.00	39.60	\$44,193.60
Andrew Nisco (On and after 10/8/2025)	Associate (joined 2025); Admitted to DC Bar 12/18/2024; <sup>4</sup> Financial & Securities Litigation	\$895.50 <sup>5</sup>	8.90	\$7,969.96
Peggy Johnson	Project Attorney (joined 2025); Admitted to IL Bar 12/02/2003; Analytics	\$418.50	5.50	\$2,301.75
Jarrad Smith	Project Attorney (joined 2021); Admitted to NC Bar 8/28/2009; Analytics	\$418.50	1.10	\$460.35
Christian E. Hakim	Project Attorney (joined 2021); Admitted to PA Bar 2/15/2019; Analytics	\$360.00	1.20	\$432.00
Andrew Nisco (Prior to 10/8/2025)	Orrick Fellow – Contract Attorney (joined 2025); Admitted to DC Bar 12/18/2024; Financial & Securities Litigation	\$282.46 <sup>6</sup>	6.20	\$1,751.26
Will P. Kovalick	Project Support Specialist (joined 2021)	\$243.00	2.10	\$510.30
<b>Totals</b>			<b>327.40</b>	<b>\$405,906.17</b>
<b>Blended Rate \$1,239.79<sup>7</sup></b>				

<sup>4</sup> Orrick's First Monthly Application mistakenly described Andrew Nisco as "Not Admitted." This was an error. Andrew Nisco's application to the New York Bar is pending but he is already admitted to the DC Bar as of December 18, 2024.

<sup>5</sup> As explained in Orrick's First Interim Application submitted contemporaneously herewith, Andrew Nisco was employed directly by Orrick as a full-time Associate as of October 8, 2025 and his hourly rate on and after such date reflects the rate that Orrick charges for Associates of his current level of seniority with the 10% discount that Orrick agreed to provide for this representation.

<sup>6</sup> As explained in the First Interim Application, prior to October 8, 2025, Andrew Nisco was engaged through Orrick's partnership with legal service provider Legal Innovators with an "at cost" rate of \$282.46 per hour. As required by the Court's order approving Orrick's retention, Orrick has not charged a markup in this Application with respect to fees billed by Andrew Nisco prior to October 8, 2025 (the start date of Andrew's employment by Orrick as an Associate).

<sup>7</sup> Blended rates calculated by dividing the *total dollar amount* billed by applicable timekeepers during the Compensation Period by the *total number of hours billed* by such timekeepers during the Compensation Period (reflects Orrick timekeepers' hourly rates discounted by 10% and one-half hourly rate used for non-working travel).



Official Committee of Unsecured Creditors of Avant  
Gardner  
10 Mulliken Way  
Newburyport, MA 01950  
Attn: Alexis Sommerfield

November 10, 2025  
Client No. 58986  
Invoice No. 2318860

Orrick Contact: Mark Franke

FOR SERVICES RENDERED through October 31, 2025 in connection  
with the matters described on the attached pages:

*LESS CLIENT DISCOUNT*

SUBTOTAL

DISBURSEMENTS as per attached pages:

**TOTAL CURRENT FEES & DISBURSEMENTS (Pay this Amount):**

\$	454,548.00
	<u>(48,641.83)</u>
\$	405,906.17
	<u>3,310.07</u>
\$	<u><b>409,216.24</b></u>

Matter(s): 58986/2001 – Avant Gardner

### **DUE UPON RECEIPT**

In order to ensure proper credit to your account,  
please reference your **INVOICE** and **CLIENT** numbers on your remittance.

For inquiries, call: (304) 231-2704. Fax (304) 231-2501.

### **REMITTANCE COPY - PLEASE RETURN WITH PAYMENT**

**To expedite payment processing: Please use our preferred ELECTRONIC FUNDS  
TRANSFERS method.**

#### **REMITTANCE ADDRESS:**

*Orrick, Herrington & Sutcliffe LLP  
2121 Main Street  
Wheeling, WV 26003  
Reference: 58986/ Invoice: 2318860*

#### **ELECTRONIC FUNDS**

##### **TRANSFERS:**

##### **ACH & Wire Transfers:**

**ABA Number** [REDACTED]

**SWIFT CODE:** [REDACTED]

**Account Number:** [REDACTED]

*Wells Fargo  
333 Market Street  
San Francisco, CA 94104  
Account of  
Orrick, Herrington & Sutcliffe LLP  
Reference: 58986/ Invoice: 2318860  
E.I.N. 94-2952627*

#### **OVERNIGHT DELIVERY:**

*Orrick, Herrington & Sutcliffe LLP  
2121 Main Street  
Wheeling, WV 26003  
(304) 231-2703  
Reference: 58986/ Invoice:  
2318860*

**Orrick will cover the  
overnight delivery expense.  
Please contact us @ 304-  
231-2704**

**To pay online visit [www.e-billexpress.com/ebpp/Orrick/](http://www.e-billexpress.com/ebpp/Orrick/)**



Official Committee of Unsecured Creditors of Avant  
 Gardner  
 10 Mulliken Way  
 Newburyport, MA 01950  
 Attn: Alexis Sommerfield

November 10, 2025  
 Client No. 58986  
 Invoice No. 2318860

Orrick Contact: Mark Franke

For Legal Services Rendered Through October 31, 2025 in Connection With:

**Matter: 2001 - Avant Gardner**

**PHASE OCUC5 – OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF AVANT  
 GARDNER**

Task OCUC001 – Asset Sales

Date	Names	Description of services rendered	Hours	Amount
09/21/25	M. Franke	Review letter of interest from potential bidder (0.5); analyze same (0.5); emails regarding same with Young Conaway team (0.3); attention to issues regarding same and next steps (0.5).	1.80	2,365.20
09/22/25	M. Franke	Call with Young Conaway team regarding letter of intent from potential bidder.	0.50	657.00
10/03/25	M. Hyatt	Attend to correspondence with Orrick team regarding review of stalking horse APA from M. Franke.	0.60	750.60
10/03/25	M. Franke	Emails regarding stalking horse APA with M. Hyatt and Orrick team.	0.40	525.60
10/06/25	M. Hyatt	Review and revise stalking horse APA.	2.40	3,002.40
10/06/25	M. Mogilevich	Review stalking horse APA (0.5); correspondence with Orrick team re: same (0.5).	1.00	1,494.00
10/07/25	S. Cohen	Discuss stalking horse asset sale with M. Hyatt and M. Mogilevich (1.4); review proposed sale Order and bankruptcy related materials re: same (0.8); review draft stalking horse APA re: same (0.9).	3.10	4,212.90
10/07/25	M. Hyatt	Attend various working conferences with M. Franke and S. Cohen regarding stalking horse APA (0.6); review and revise same with M. Franke and B. Bazel (3.6).	4.20	5,254.20
10/07/25	M. Mogilevich	Review stalking horse APA and comment on same.	0.80	1,195.20
10/07/25	M. Franke	Review stalking horse APA markup from M. Hyatt.	0.60	788.40
10/08/25	S. Cohen	Review stalking horse APA comments and provide feedback on same.	1.70	2,310.30



Official Committee of Unsecured Creditor - 58986  
page 2

November 10, 2025  
Invoice No. 2318860

10/08/25	M. Hyatt	Review and revise stalking horse APA based on comments from M. Mogilevich.	0.60	750.60
10/09/25	S. Cohen	Review stalking horse APA draft from M. Hyatt (1.1); discuss same with M. Hyatt (0.5).	1.60	2,174.40
10/09/25	B. Batzel	Begin to review and comment on draft stalking horse APA.	3.10	3,961.80
10/10/25	S. Cohen	Review comments to stalking horse APA (0.8); discuss same with Orrick team (0.7); review and provide further comments on same (0.5).	2.00	2,718.00
10/10/25	M. Franke	Review and comment on stalking horse APA.	1.00	1,314.00
10/10/25	B. Batzel	Finish commenting on stalking horse APA and circulate same to counsel to debtors and Axar	2.90	3,706.20
10/13/25	M. Hyatt	Review and revise updated stalking horse APA provided by M. Franke.	1.20	1,501.20
10/13/25	M. Franke	Review revised stalking horse APA.	0.60	788.40
10/14/25	B. Batzel	Review and comment on further revised draft of stalking horse APA.	0.50	639.00
10/16/25	S. Cohen	Review and comment on stalking horse APA.	0.50	679.50
10/16/25	B. Batzel	Finish reviewing and revising draft stalking horse APA (1.9); review and comment on sale order regarding same (2.8).	4.70	6,006.60
10/27/25	M. Hyatt	Review stalking horse APA schedules.	0.60	750.60
<i>OCUC001 – Asset Sales Total</i>			<i>36.40</i>	<i>47,546.10</i>

*Task OCUC003 – Automatic Stay Issues*

<b>Date</b>	<b>Names</b>	<b>Description of services rendered</b>	<b>Hours</b>	<b>Amount</b>
10/03/25	M. Franke	Review stay relief motion from class plaintiffs.	0.50	657.00
<i>OCUC003 – Automatic Stay Issues Total</i>			<i>0.50</i>	<i>657.00</i>

*Task OCUC004 – Business Operations & Related Motions*

<b>Date</b>	<b>Names</b>	<b>Description of services rendered</b>	<b>Hours</b>	<b>Amount</b>
10/07/25	M. Franke	Review emails regarding employee severance motion.	0.20	262.80
<i>OCUC004 – Business Operations &amp; Related Motions Total</i>			<i>0.20</i>	<i>262.80</i>

*Task OCUC005 – Case Administration*

<b>Date</b>	<b>Names</b>	<b>Description of services rendered</b>	<b>Hours</b>	<b>Amount</b>
09/17/25	A. Nisco	Attend Orrick team WIP call.	0.30	84.74
09/23/25	M. Franke	WIP call with Orrick team.	0.50	657.00
09/24/25	M. Franke	WIP call with Orrick team.	0.50	657.00



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09/26/25	M. Franke	Orrick team WIP call.	0.50	657.00
09/30/25	M. Franke	WIP call with Orrick team.	0.50	657.00
10/01/25	J. Busche	Internal WIP call with Orrick team.	0.10	111.60
10/01/25	B. Batzel	Attend Orrick team WIP call (0.4); review and comment on draft rule 2019 statement (1.2); prepare WIP tracker (1.5); review bankruptcy docket in connection with same (0.5).	3.60	4,600.80
10/01/25	A. Nisco	WIP call with Orrick team.	0.10	28.25
10/01/25	M. Franke	WIP call with Orrick team.	0.50	657.00
10/02/25	B. Batzel	Analysis regarding application of bankruptcy rule 2019 to official committees (0.3); email correspondence with Morris James team regarding same (0.5).	0.80	1,022.40
10/03/25	A. Nisco	WIP call with Orrick team.	0.10	28.25
10/03/25	J. Busche	Participate in internal WIP call with Orrick team.	0.50	558.00
10/06/25	A. Nisco	WIP call with Orrick team.	0.30	84.74
10/06/25	B. Batzel	Attend call with M. Franke to discuss case workstreams (0.6); email correspondence with Orrick team regarding same (0.2).	0.80	1,022.40
10/06/25	J. Busche	Participate in WIP call with Orrick team (0.3); update and circulate workstream tracker to Orrick team (0.5).	0.80	892.80
10/07/25	A. Nisco	WIP call with Orrick team.	0.10	28.25
<i>OCUC005 – Case Administration Total</i>			<i>10.00</i>	<i>11,747.23</i>

Task OCUC006 – Case Strategy

Date	Names	Description of services rendered	Hours	Amount
09/22/25	M. Franke	Attend call with Committee advisors.	0.50	657.00
09/22/25	M. Franke	Attention to rule 9019 settlement issues and precedent orders re: same.	1.10	1,445.40
09/28/25	M. Franke	Call with B. Batzel regarding rule 9019 settlement and case strategy.	0.60	788.40
09/29/25	M. Franke	Attention to issues regarding Axar settlement (0.8); correspondence with Orrick team regarding same (0.3); review and revise rule 9019 settlement documents (1.4).	2.50	3,285.00
09/30/25	M. Franke	Review Axar settlement motion and mark up same (1.7); review term sheet re: same (0.5).	2.20	2,890.80
09/30/25	M. Franke	Calls with Orrick and Dundon teams regarding Axar's business strategy post-bankruptcy.	0.40	525.60
10/01/25	B. Batzel	Work with counsel to debtors and Axar to finalize settlement motion and proposed order, stipulation and updated term sheet regarding same.	1.50	1,917.00





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10/01/25	M. Franke	Review mark up of rule 9019 settlement motion (0.5); calls with B. Batzel regarding same (1.0); follow up emails with B. Batzel regarding same (0.5).	2.00	2,628.00
10/03/25	M. Mogilevich	Review Axar settlement terms.	0.40	597.60
10/05/25	M. Hyatt	Review Axar settlement documents.	2.20	2,752.20
10/06/25	A. Roytenberg	Attend call with Committee advisors.	0.30	383.40
10/06/25	B. Batzel	Attend weekly call with Committee advisors.	0.40	511.20
10/06/25	M. Franke	Advisors call with Orrick and Dundon teams.	0.50	657.00
10/06/25	J. Busche	Participate in weekly Committee advisors call.	0.30	334.80
10/13/25	M. Franke	Call regarding strategy with Dundon and Orrick teams.	0.50	657.00
10/14/25	J. Busche	Respond to email queries from M. Franke regarding objections to rule 9019 settlement motion.	0.30	334.80
10/15/25	A. Nisco	Review and prepare summary of TVT parties' objection Axar settlement.	0.50	447.75
10/16/25	M. Trentin	Call with Orrick team re: TVT parties' objection Axar settlement.	0.80	979.20
10/16/25	A. Nisco	Draft summary of TVT parties' objection to Axar settlement for Orrick team.	0.60	537.30
10/16/25	J. Busche	Draft reply in support of rule 9019 settlement with Axar.	6.80	7,588.80
10/17/25	B. Batzel	Attend call with counsel to debtors, Axar, and Committee to discuss strategy regarding objections from TVT parties to settlement Axar (0.5); attend call with Morris James team and N. Poli to discuss TVT parties' rule 2004 requests in connection with same (0.2).	0.70	894.60
10/17/25	M. Franke	Call with counsel to debtors and Axar regarding rule 9019 settlement objections and strategy for same.	1.00	1,314.00
10/17/25	J. Busche	Continue to draft reply in support of rule 9019 settlement with Axar (5.2); correspondence with Orrick team regarding same (1.8).	7.00	7,812.00
10/18/25	B. Batzel	Review and comment on J. Nahas declaration in support of Axar settlement (2.1); review and comment on draft Committee reply in support of Axar settlement (2.8); review and comment on motion for leave to file late reply regarding same (0.9).	5.80	7,412.40
10/18/25	J. Busche	Review and comment on draft motion for leave to file late reply.	1.50	1,674.00
10/18/25	J. Busche	Continue to draft reply in support of rule 9019 settlement with Axar.	2.00	2,232.00



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10/18/25	M. Franke	Review and revise Committee reply to objections to rule 9019 settlement and related pleadings.	2.00	2,628.00
10/19/25	M. Trentin	Review motion for late reply in support of Axar settlement.	0.30	367.20
10/19/25	B. Batzel	Continue reviewing and revising Committee's reply in support of Axar settlement and declaration and motion for leave to file late reply regarding same.	3.60	4,600.80
10/20/25	B. Batzel	Attend standing call with Committee advisors (0.2); finalize and file Committee reply in support of Axar settlement (0.9).	1.10	1,405.80
10/20/25	M. Franke	Call with Dundon and Orrick teams regarding case strategy.	0.50	657.00
10/23/25	M. Franke	Correspondence regarding proposed rule 9019 settlement order with counsel to the debtors, Axar and the TVT parties.	0.50	657.00
10/24/25	M. Mogilevich	Correspondence with Orrick team re: purchaser LLC agreement.	0.10	149.40
10/24/25	M. Franke	Finalize agreed order re: rule 9019 settlement with Axar.	0.50	657.00
10/27/25	J. Busche	Committee advisors call.	0.50	558.00
10/28/25	B. Batzel	Attend call with M. Franke, N. Poli and M. Parris to discuss D&O insurance issues re: retained causes of action under Axar settlement.	0.30	383.40
10/31/25	M. Franke	Call with Young Conaway team regarding class settlement and related case workstreams.	0.50	657.00
10/31/25	B. Batzel	Attend call with A. Faris, S. Gawrysiak, and M. Franke to discuss status of various case workstreams.	0.80	1,022.40
<i>OCUC006 – Case Strategy Total</i>			<i>53.10</i>	<i>65,000.25</i>

*Task OCUC009 – Committee Meetings & Communications*

<b>Date</b>	<b>Names</b>	<b>Description of services rendered</b>	<b>Hours</b>	<b>Amount</b>
10/01/25	J. Busche	Prepare agenda for Committee meeting (0.5); prepare email to Committee regarding bar date and providing instructions on filing proofs of claim (0.7).	1.20	1,339.20
10/02/25	J. Busche	Revise and re-circulate Committee meeting agenda.	0.20	223.20
10/03/25	B. Batzel	Prepare for and attend Committee meeting.	0.50	639.00
10/03/25	J. Busche	Participate in Committee call (0.5); email to Committee members regarding bar date and proof of claim instructions (0.5).	1.00	1,116.00
10/08/25	J. Busche	Emails to B. Batzel and Committee members regarding scheduled Committee call.	0.40	446.40



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10/09/25	J. Busche	Prepare email update to Committee (1.0); correspondence with B. Batzel and M. Franke regarding revisions to same (0.3); respond to email from Committee member regarding claims process (0.3).	1.60	1,785.60
10/10/25	J. Busche	Circulate email update to Committee.	0.20	223.20
10/13/25	J. Busche	Email to M. Franke regarding Committee member inquiry on claim process.	0.20	223.20
10/14/25	J. Busche	Respond to email from Committee member regarding claims process.	0.20	223.20
10/15/25	J. Busche	Prepare and circulate agenda for Committee call.	1.30	1,450.80
10/16/25	B. Batzel	Prepare for and attend weekly Committee call.	0.50	639.00
10/16/25	M. Franke	Prepare for and attend Committee call.	0.60	788.40
10/16/25	J. Busche	Participate in Committee call.	0.50	558.00
10/20/25	J. Busche	Prepare and send reminder emails to Committee members regarding bar date.	0.50	558.00
10/22/25	J. Busche	Draft and circulate update email to Committee.	0.60	669.60
10/23/25	J. Busche	Respond to email from Committee member regarding Axar settlement order.	0.20	223.20
10/24/25	J. Busche	Email to Committee members regarding court approval of final DIP order, rule 9019 settlement, and sale to Axar.	0.50	558.00
10/29/25	J. Busche	Email update to Committee.	0.60	669.60
10/30/25	M. Franke	Communications with Committee members re: bar date.	0.50	657.00
10/30/25	J. Busche	Respond to emails from Committee member regarding questions re: claims process.	0.40	446.40
10/31/25	J. Busche	Respond to email from Committee member regarding claims process (0.1); email to Committee regarding analysis of SOALs and SOFAs (0.2).	0.30	334.80
<i>OCUC009 – Committee Meetings &amp; Communications Total</i>			<i>12.00</i>	<i>13,771.80</i>

*Task OCUC010 – Corporate, Securities and Regulatory Issues*

<b>Date</b>	<b>Names</b>	<b>Description of services rendered</b>	<b>Hours</b>	<b>Amount</b>
09/22/25	M. Franke	Review precedent contingent value right covenants and minority protections.	2.00	2,628.00
09/30/25	M. Franke	Calls regarding contingent value right and value thereof with J. Nahas (0.7); email to J. Nahas regarding same (0.3).	1.00	1,314.00
10/02/25	M. Franke	Calls with Committee advisors regarding contingent value right value.	0.50	657.00
10/03/25	M. Mogilevich	Review purchaser LLC agreement (1.4); correspondence with Orrick team re: same (0.2).	1.60	2,390.40



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10/04/25	M. Mogilevich	Review and revise purchaser LLC agreement.	4.50	6,723.00
10/05/25	M. Mogilevich	Review and revise purchaser LLC agreement.	2.00	2,988.00
10/06/25	M. Mogilevich	Review and revise purchaser LLC agreement (4.0); attend call with M. Franke, B. Batzel, M. Hyatt and J. Narducci to discuss same (0.5).	4.50	6,723.00
10/06/25	L. Bagarella	Attention to purchaser LLC agreement re: employee compensation and related issues.	1.00	1,399.50
10/06/25	M. Hyatt	Attend working conference with M. Franke, M. Mogilevich, J. Narducci and B. Batzel regarding purchaser LLC agreement.	0.50	625.50
10/07/25	M. Franke	Emails with M. Mogilevich, L. Bagarella regarding contingent value right instrument.	0.50	657.00
10/07/25	L. Bagarella	Review purchaser LLC agreement re: employee compensation and related issues.	2.00	2,799.00
10/07/25	S. Cohen	Review purchaser LLC agreement (0.8); provide comments on same to Orrick team (0.4).	1.20	1,630.80
10/07/25	M. Mogilevich	Attend calls with S. Cohen and L. Bagarella to discuss purchaser LLC agreement.	0.70	1,045.80
10/08/25	M. Hyatt	Review and revise purchaser limited liability company agreement with S. Cohen.	2.00	2,502.00
10/08/25	M. Mogilevich	Review and revise purchaser LLC agreement (2.0); correspondence with Orrick team re: same (0.5).	2.50	3,735.00
10/08/25	S. Cohen	Review purchaser LLC agreement (0.5); provide comments on same (0.8).	1.30	1,766.70
10/08/25	M. Franke	Review contingent value right document.	0.50	657.00
10/09/25	M. Hyatt	Attend to comments from S. Cohen regarding purchaser LLC agreement for review by M. Franke.	1.10	1,376.10
10/09/25	S. Cohen	Review purchaser LLC agreement draft (0.9); discuss same with M. Hyatt (0.5); discuss same with Orrick team (0.5) .	1.90	2,582.10
10/09/25	M. Franke	Review and comment on contingent value right documents.	1.50	1,971.00
10/10/25	M. Mogilevich	Review and revise purchaser LLC agreement (2.0); correspondence with Orrick team re: same (0.5).	2.50	3,735.00
10/10/25	M. Hyatt	Attend to comments from M. Franke, B. Batzel, M. Mogilevich and S. Cohen regarding purchaser LLC agreement.	1.10	1,376.10
10/10/25	M. Franke	Review and revise contingent value right documents (2.9); review precedents re: same (1.1).	4.00	5,256.00
10/10/25	L. Bagarella	Attention to emails with Orrick team regarding purchaser LLC agreement.	0.50	699.75



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10/12/25	M. Franke	Review further markup of contingent value right instrument (0.5); emails regarding same to Orrick corporate, securities and restructuring teams (0.3).	0.80	1,051.20
10/12/25	S. Cohen	Review M. Mogilevich and M. Hyatt comments to purchaser LLC agreement (1.2); discuss same with Orrick team (0.8).	2.00	2,718.00
10/12/25	M. Hyatt	Review and revise purchaser LLC agreement with S. Cohen and M. Franke.	1.90	2,376.90
10/13/25	B. Batzel	Attend call with M. Franke and M. Mogilevich to discuss contingent value right instrument draft re: Axar settlement.	0.50	639.00
10/13/25	M. Mogilevich	Attend call with M. Franke and B. Batzel to discuss purchaser LLC agreement (0.5); review and comment re: same (0.5).	1.00	1,494.00
10/13/25	M. Franke	Call regarding contingent value right instrument with M. Mogilevich.	0.50	657.00
10/14/25	M. Franke	Review and revise contingent value right documents.	1.00	1,314.00
10/17/25	M. Franke	Review and revise contingent value right instrument (0.5); emails with Orrick team regarding same (0.2); calls regarding markup of same with B. Batzel (0.5).	1.20	1,576.80
10/25/25	M. Franke	Attention to liquor license structural issues re: contingent value right instrument.	0.60	788.40
10/28/25	M. Mogilevich	Attend call with Orrick internal team to discuss purchaser LLC agreement.	0.50	747.00
10/28/25	B. Batzel	Attend call with Orrick team to discuss structural issues re: CVR instrument.	0.50	639.00

*OCUC010 – Corporate, Securities and Regulatory Issues Total* 51.40 71,239.05

*Task OCUC011 – Creditor Communications*

Date	Names	Description of services rendered	Hours	Amount
10/03/25	B. Batzel	Call with M. Franke and counsel to Dice.	0.50	639.00
10/03/25	M. Franke	Call with counsel for DICE.	0.50	657.00
10/06/25	B. Batzel	Call with artist agency unsecured creditor regarding questions about status of case (0.5); email correspondence with same (0.2).	0.70	894.60
<i>OCUC011 – Creditor Communications Total</i>			1.70	2,190.60

*Task OCUC013 – Exclusivity, Plan & Disclosure Statement*

Date	Names	Description of services rendered	Hours	Amount
10/02/25	B. Batzel	Call with A. Faris to discuss timeline for filing of plan and disclosure statement and related matters.	0.30	383.40
10/02/25	M. Franke	Attention to plan issues re: implementation of Axar settlement.	1.00	1,314.00
10/03/25	M. Franke	Initial read through of draft plan.	1.00	1,314.00



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10/03/25	M. Mogilevich	Review and revise bankruptcy plan.	1.00	1,494.00
10/04/25	M. Mogilevich	Review and revise plan.	1.50	2,241.00
10/05/25	M. Mogilevich	Review plan.	0.50	747.00
10/06/25	B. Batzel	Call with Orrick team to discuss plan documents.	0.70	894.60
10/06/25	M. Franke	Call regarding plan supplement documents with M. Hyatt and M. Mogilevich.	0.50	657.00
10/07/25	B. Batzel	Draft plan of liquidation (9.9); calls with M. Franke re: same (0.5); calls with A. Faris to discuss same (0.7).	11.10	14,185.80
10/07/25	M. Franke	Review draft plan (1.0); calls with B. Batzel re: same (0.5).	1.50	1,971.00
10/08/25	B. Batzel	Continue to review and comment on draft chapter 11 plan (5.6); review and comment on disclosure statement and motion, proposed order and ballot form and other exhibits regarding same (6.9); prepare draft Committee support letter (1.3).	13.80	17,636.40
10/08/25	M. Franke	Review plan mark up with B. Batzel (2.4); calls with J. Nahas regarding same (0.6).	3.00	3,942.00
10/09/25	M. Franke	Review and comment on disclosure statement and solicitation procedures (1.0); call with Axar and debtors' counsel regarding documents re: same (0.8).	1.80	2,365.20
10/09/25	M. Franke	Review and revise Committee letter in support of plan.	0.50	657.00
10/10/25	B. Batzel	Revise and circulate to counsel to debtors and Axar comments on disclosure statement motion and proposed order and exhibits re: same.	0.80	1,022.40
10/13/25	B. Batzel	Review and comment on revised version of plan of liquidation received from Young Conaway team.	4.80	6,134.40
10/14/25	B. Batzel	Finalize plan of liquidation and disclosure statement documents with Young Conaway and McDermott teams.	2.50	3,195.00
10/14/25	M. Mogilevich	Review of plan per correspondence with B. Batzel.	0.40	597.60
10/15/25	B. Batzel	Review and comment on revised versions of disclosure statement motion, proposed order and solicitation package and all other exhibits re: same.	2.40	3,067.20
10/20/25	B. Batzel	Begin drafting liquidating trust agreement.	2.80	3,578.40
10/25/25	B. Batzel	Continue to draft liquidating trust agreement	1.10	1,405.80
10/27/25	B. Batzel	Continue to work on liquidating trust agreement.	0.60	766.80
10/28/25	M. Hyatt	Attend working conference with M. Franke, J. Narducci, B. Bazel and M. Mogilevich regarding liquidating trust structuring (0.5); attend to correspondence with Orrick team regarding the same (0.2).	0.70	875.70



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*OCUC013 – Exclusivity, Plan & Disclosure Statement Total* 54.30 70,445.70

*Task OCUC014 – Financing & Cash Collateral*

<b>Date</b>	<b>Names</b>	<b>Description of services rendered</b>	<b>Hours</b>	<b>Amount</b>
10/03/25	M. Franke	Review further interim DIP order.	0.50	657.00
10/13/25	M. Trentin	Review final DIP order and provide comments to same.	1.00	1,224.00
10/14/25	B. Batzel	Review and comment on draft proposed final DIP order.	1.40	1,789.20
<i>OCUC014 – Financing &amp; Cash Collateral Total</i>			<i>2.90</i>	<i>3,670.20</i>

*Task OCUC015 – Hearings*

<b>Date</b>	<b>Names</b>	<b>Description of services rendered</b>	<b>Hours</b>	<b>Amount</b>
10/02/25	J. Busche	Respond to email from M. Franke regarding scheduled hearing cancellation.	0.10	111.60
10/20/25	N. Poli	Confer with M. Franke, A. Roytenberg and B. Batzel re: preparing for settlement hearing (0.8); attend to witness prep for J. Nahas re: same (1.0).	1.80	2,413.80
10/20/25	A. Roytenberg	Attend call re: settlement hearing preparation (0.3); review settlement materials in connection with preparing for same (0.5).	0.80	1,022.40
10/21/25	B. Batzel	Attend call with Orrick and Young Conaway teams to prepare for October 22 hearing.	0.50	639.00
10/21/25	N. Poli	Review declarations and briefing in preparation for Axar settlement hearing (1.6); confer with A. Roytenberg re: same (0.7); conduct witness prep session re: same with J. Nahas (1.0); review argument outline in connection with hearing re: same (0.9).	4.20	5,632.20
10/21/25	A. Roytenberg	Attend call with debtors' counsel re: settlement hearing (0.4); prepare J. Nahas for cross-examination in connection with same (1.6); prepare for settlement hearing (2.5).	4.50	5,751.00
10/21/25	M. Franke	Call with Young Conaway team regarding October 22 hearing re: Axar settlement (0.5); preparation for October 22 hearing (4.0).	4.50	5,913.00
10/21/25	A. Nisco	Incorporate B. Batzel edits into rule 9019 hearing talking points.	0.10	89.55
10/22/25	N. Poli	Prepare for and attend hearing re: final DIP order and Axar settlement (2.5); confer with Orrick team and counsel to debtors and Axar in connection with same (1.6).	4.10	5,498.10





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10/22/25	B. Batzel	Attend hearing re: Axar settlement, sale, and final DIP order (1.4); attend conference call with counsel to Orrick, Axar, and debtors during hearing break to discuss resolution of pending issues (0.4); attend multiple follow-up calls with counsel to Orrick, Axar, debtors, and TVT parties re: same (1.0); attend continued hearing re: same (1.1).	3.90	4,984.20
10/22/25	A. Roytenberg	Prepare for sale hearing (1.0); attend sale hearing and sale hearing negotiations (5.0); attend call with Axar counsel and debtors' counsel to coordinate re: sale hearing (0.3).	6.30	8,051.40
10/22/25	M. Franke	Calls with counsel to debtors and Axar regarding October 22 hearing strategy (1.0); preparation for October 22 hearing (2.0); attend October hearing and settlement discussions during hearing breaks (3.0).	5.00	6,570.00
<i>OCUC015 – Hearings Total</i>			<i>35.80</i>	<i>46,676.25</i>

*Task OCUC016 – Investigation – Lenders*

<b>Date</b>	<b>Names</b>	<b>Description of services rendered</b>	<b>Hours</b>	<b>Amount</b>
09/23/25	M. Franke	Attention to LiveStyle investigation issues and analysis of same.	1.00	1,314.00
09/24/25	M. Franke	Emails with Orrick team re: investigation of LiveStyle claims (0.9); analysis of theories of liability or disallowance re: same (1.1).	2.00	2,628.00
09/25/25	M. Franke	Calls with Orrick team regarding LiveStyle investigation issues (0.5); attention to DIP order challenge period regarding same (0.3); analyze issues regarding general unsecured claims pool regarding same (0.7).	1.50	1,971.00
10/01/25	J. Busche	Call with M. Trentin regarding LiveStyle investigation memo (0.1); emails to B. Batzel regarding same (0.2); schedule call with M. Trentin and A. Nisco regarding same (0.1).	0.40	446.40
10/02/25	A. Nisco	Review LiveStyle documents to draft memorandum re: investigation of same.	1.60	451.94
10/03/25	M. Trentin	Confer with J. MacDonald Busche re: LiveStyle claims investigation.	0.30	367.20
10/03/25	N. Sabatino	Participate in call with J. MacDonald Busche and A. Nisco re: memorandum analyzing potential claims against LiveStyle.	0.40	480.60
10/03/25	A. Nisco	Call with N. Sabatino and J. MacDonald-Busche re: LiveStyle investigation memo (0.5); draft email to C. Hakim re: document review in connection with same (0.7); draft LiveStyle investigation memo (0.8).	2.00	564.92





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10/05/25	J. Busche	Draft memo regarding LiveStyle investigation.	1.50	1,674.00
10/06/25	N. Poli	Confer with M. Franke, A. Roytenberg, J. MacDonald and A. Nisco re: LiveStyle claims investigation memorandum.	0.30	402.30
10/06/25	A. Nisco	Draft LiveStyle investigation memo (0.8); draft email to P. Johnson and C. Hakim re: conducting targeted document review for same (0.9).	1.70	480.18
10/06/25	J. Busche	Draft memo regarding LiveStyle investigation (2.5); correspondence with Orrick team regarding same (0.9).	3.40	3,794.40
10/07/25	J. Busche	Emails to C. Hakim and M. Franke regarding document review re: LiveStyle claims investigation.	0.30	334.80
10/08/25	J. Busche	Multiple emails to internal Orrick team regarding LiveStyle investigation memo.	0.40	446.40
10/10/25	A. Nisco	Review LiveStyle agreements to draft background section of LiveStyle investigation memo (1.1); draft LiveStyle memo re: same (1.7).	2.80	2,507.40
10/10/25	J. Busche	Emails to internal Orrick team regarding document review for LiveStyle investigation memo.	0.30	334.80
10/12/25	A. Nisco	Review LiveStyle documents matrix prepared by Orrick Analytics team to prepare for drafting LiveStyle investigative memo.	0.40	358.20
10/12/25	J. Busche	Work on memo re: LiveStyle investigation (1.7); email to B. Batzel regarding same (0.1).	1.80	2,008.80
10/13/25	B. Batzel	Attend call with Orrick team to discuss LiveStyle investigation.	0.20	255.60
10/13/25	M. Trentin	Call with Orrick team to discuss LiveStyle investigation and related.	0.30	367.20
10/13/25	A. Nisco	Meet with N. Poli, B. Batzel, M. Trentin, and J. MacDonald-Busche re: LiveStyle investigation memo workstreams.	0.30	268.65
10/13/25	M. Franke	Call with Orrick team regarding LiveStyle investigation.	0.50	657.00
10/13/25	J. Busche	Call with Orrick team regarding LiveStyle investigation memo (0.5); correspondence with M. Trentin regarding extension of challenge deadline re: same (0.4).	0.90	1,004.40
10/14/25	A. Nisco	Review document productions for foundational documents re: LiveStyle investigation.	1.60	1,432.80
10/16/25	M. Trentin	Analyze potential litigation claims against LiveStyle.	1.80	2,203.20
10/16/25	A. Nisco	Orrick team call re: ongoing workstreams for LiveStyle investigation.	0.70	626.85



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10/16/25	A. Nisco	Review produced documents for documents foundational to LiveStyle investigation.	1.90	1,701.45
10/16/25	J. Busche	Email to M. Franke and B. Batzel regarding call with T. Slome re: LiveStyle investigation.	0.10	111.60
10/17/25	B. Batzel	Attend call with M. Franke and counsel to LiveStyle to discuss issues regarding LiveStyle claims.	0.50	639.00
10/17/25	M. Franke	Review LiveStyle investigation issues (0.5); call with counsel for LiveStyle regarding same (0.5).	1.00	1,314.00
<i>OCUC016 – Investigation – Lenders Total</i>			<i>31.90</i>	<i>31,147.09</i>

*Task OCUC019 – Other Litigation*

<b>Date</b>	<b>Names</b>	<b>Description of services rendered</b>	<b>Hours</b>	<b>Amount</b>
09/22/25	M. Franke	Attend call with counsel to TVT parties regarding rule 2004 motion and preparation for same.	1.00	1,314.00
09/26/25	M. Franke	Meet and confer with counsel to TVT parties re: rule 2004 motion and prep for same.	1.00	1,314.00
10/03/25	P. Johnson	Review of email from A. Nisco regarding discovery management.	0.10	41.85
10/04/25	P. Johnson	Review of research parameters and produced files and target searches re: discovery management.	1.00	418.50
10/05/25	P. Johnson	Continued targeted searching of documents re: discovery management.	1.00	418.50
10/06/25	C. Hakim	Prepare and review materials related to discovery vendor engagement re: discovery management.	0.50	180.00
10/07/25	P. Johnson	Receipt and review of emails from Orrick case team regarding new review phase re: discovery management.	0.20	83.70
10/07/25	C. Hakim	Prepare materials related to discovery vendor engagement to further investigation efforts re: discovery management.	0.50	180.00
10/07/25	W. Kovalick	Process and prepare client ESI for review re: discovery management.	0.90	218.70
10/08/25	P. Johnson	Set up searches and search term reports in Everlaw and analysis of search term hits re: discovery management.	1.20	502.20
10/08/25	C. Hakim	Prepare received production materials to further analysis with P. Johnson and W. Kovalick regarding discovery management.	0.20	72.00
10/08/25	W. Kovalick	Process and prepare client ESI for review re: discovery management.	1.20	291.60



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10/09/25	P. Johnson	Continue monitoring progress of document load into Everlaw and related Ai analysis re: discovery management.	0.50	209.25
10/10/25	P. Johnson	Finalize limiting searches in Everlaw and related Ai analysis re: discovery management.	1.50	627.75
10/10/25	J. Smith	Review workspace with P. Johnson re: discovery management.	1.10	460.35
10/15/25	N. Poli	Review TVT parties' rule 2004 discovery requests.	0.40	536.40
10/16/25	A. Roytenberg	Attend Orrick team call re: rule 2004 request from TVT parties.	0.50	639.00
10/16/25	B. Batzel	Attend call with Orrick team to discuss rule 2004 requests received from TVT parties.	0.60	766.80
10/16/25	N. Poli	Confer with Orrick team re: response to TVT parties' rule 2004 discovery motion.	0.70	938.70
10/16/25	M. Franke	Call regarding TVT parties' rule 2004 motion.	0.50	657.00
10/17/25	N. Poli	Confer with Orrick team re: TVT parties' rule 2004 requests and proposed response to same.	0.50	670.50
<i>OCUC019 – Other Litigation Total</i>			<i>15.10</i>	<i>10,540.80</i>

*Task OCUC020 – Professional Retention & Fee Applications*

<b>Date</b>	<b>Names</b>	<b>Description of services rendered</b>	<b>Hours</b>	<b>Amount</b>
10/15/25	B. Batzel	Make edits to Orrick's first monthly fee application to ensure compliance with US trustee guidelines.	2.40	3,067.20
10/20/25	B. Batzel	Finalize Orrick's first monthly fee application.	1.20	1,533.60
10/21/25	B. Batzel	Revise and finalize for filing first Orrick monthly fee application.	4.30	5,495.40
10/22/25	J. Busche	Revise first Orrick monthly fee application (0.2); send same to Morris James team for filing (0.1); respond to email from D. Depta regarding LEDES file in connection with same (0.1).	0.40	446.40
10/23/25	J. Busche	Emails to Orrick billing team and D. Depta regarding LEDES file for US trustee.	0.30	334.80
10/24/25	M. Franke	Attention to Orrick fee applications and related declarations.	0.50	657.00
10/31/25	B. Batzel	Work on second monthly fee application for Orrick to ensure compliance with US trustee guidelines (2.4); draft first interim fee application for Orrick (1.6).	4.00	5,112.00
<i>OCUC020 – Professional Retention &amp; Fee Applications Total</i>			<i>13.10</i>	<i>16,646.40</i>

*Task OCUC021 – Reports, Schedules & Statements*



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<b>Date</b>	<b>Names</b>	<b>Description of services rendered</b>	<b>Hours</b>	<b>Amount</b>
10/01/25	B. Batzel	Review of schedules and statements filed by the debtors (1.2); email correspondence with M. Franke regarding same (0.5).	1.70	2,172.60
10/29/25	M. Franke	Review SOFA/SOAL analysis from Dundon team.	0.50	657.00
<i>OCUC021 – Reports, Schedules &amp; Statements Total</i>			<i>2.20</i>	<i>2,829.60</i>

Task OCUC022 – Tax Issues

<b>Date</b>	<b>Names</b>	<b>Description of services rendered</b>	<b>Hours</b>	<b>Amount</b>
10/01/25	J. Narducci	Review draft Axar settlement stipulation re: tax issues.	0.40	707.40
10/03/25	J. Narducci	Attention to email messages with Orrick team concerning Axar settlement re: tax issues.	0.10	176.85
10/06/25	J. Narducci	Call with M. Franke, M. Mogilevich, M. Hyatt and B. Batzel concerning Axar settlement documents re: tax issues.	0.90	1,591.65
10/07/25	J. Narducci	Attention to tax comments to purchaser LLC agreement (0.5); email correspondence with M. Franke re: same (0.2).	0.70	1,237.95
10/14/25	J. Narducci	Attention to question from B. Batzel concerning tax issues re: Axar settlement documentation.	0.40	707.40
10/15/25	J. Narducci	Attention to email messages with B. Batzel concerning tax issues re: Axar settlement.	0.20	353.70
10/16/25	J. Narducci	Attention to tax comments to stalking horse APA.	0.80	1,414.80
10/24/25	J. Narducci	Attention to email messages with Orrick team concerning option structure for contingent value right and tax implications of same.	0.60	1,061.10
10/27/25	J. Narducci	Attention to email messages with B. Batzel regarding option proposal for contingent value right and tax implications of same.	0.20	353.70
10/28/25	J. Narducci	Call with Orrick team regarding multiple liquidation trusts and potential tax issues of same.	1.00	1,768.50
10/30/25	J. Narducci	Research regarding multiple liquidating trusts re: tax implications.	0.50	884.25
<i>OCUC022 – Tax Issues Total</i>			<i>5.80</i>	<i>10,257.30</i>

Task OCUC023 – US Trustee Issues

<b>Date</b>	<b>Names</b>	<b>Description of services rendered</b>	<b>Hours</b>	<b>Amount</b>
10/06/25	B. Batzel	Attend continued 341 creditors meeting with US trustee.	1.00	1,278.00
<i>OCUC023 – US Trustee Issues Total</i>			<i>1.00</i>	<i>1,278.00</i>



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**PHASE OCUC5 – OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF AVANT GARDNER TOTAL** **327.40** **405,906.17**

Total Hours 327.40  
Total For Services \$405,906.17

Task Code	Description	Hours	Billed Amount
<b>PHASE OCUC5 – OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF AVANT GARDNER</b>			
OCUC001	Asset Sales	36.40	47,546.10
OCUC003	Automatic Stay Issues	0.50	657.00
OCUC004	Business Operations & Related Motions	0.20	262.80
OCUC005	Case Administration	10.00	11,747.23
OCUC006	Case Strategy	53.10	65,000.25
OCUC009	Committee Meetings & Communications	12.00	13,771.80
OCUC010	Corporate, Securities and Regulatory Issues	51.40	71,239.05
OCUC011	Creditor Communications	1.70	2,190.60
OCUC013	Exclusivity, Plan & Disclosure Statement	54.30	70,445.70
OCUC014	Financing & Cash Collateral	2.90	3,670.20
OCUC015	Hearings	35.80	46,676.25
OCUC016	Investigation – Lenders	31.90	31,147.09
OCUC019	Other Litigation	15.10	10,540.80
OCUC020	Professional Retention & Fee Applications	13.10	16,646.40
OCUC021	Reports, Schedules & Statements	2.20	2,829.60
OCUC022	Tax Issues	5.80	10,257.30
OCUC023	US Trustee Issues	1.00	1,278.00
<b>PHASE OCUC5 – OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF AVANT GARDNER TOTALS</b>		<b>327.40</b>	<b>405,906.17</b>
Totals		327.40	\$405,906.17



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<b>Timekeeper Summary</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
Laura Bagarella	3.50	1,399.50	4,898.25
Brandon Batzel	96.40	1,278.00	123,199.20
Jenna M. Busche	39.60	1,116.00	44,193.60
Spencer G. Cohen	15.30	1,359.00	20,792.70
Mark Franke	67.90	1,314.00	89,220.60
Christian E. Hakim	1.20	360.00	432.00
Max M. Hyatt	19.10	1,251.00	23,894.10
Peggy Johnson	5.50	418.50	2,301.75
Will P. Kovalick	2.10	243.00	510.30
Marsha Mogilevich	25.50	1,494.00	38,097.00
John Narducci	5.80	1,768.50	10,257.30
Andrew Nisco (Prior to 10/8)	6.20	282.46	1,751.26
Andrew Nisco	8.90	895.50	7,969.96
Nicholas A. Poli	12.00	1,341.00	16,092.00
Ari Roytenberg	12.40	1,278.00	15,847.20
Nick Sabatino	0.40	1,201.50	480.60
Jarrad Smith	1.10	418.50	460.35
Michael Trentin	4.50	1,224.00	5,508.00
<b>Total All Timekeepers</b>	<b>327.40</b>	<b>\$1,239.79</b>	<b>\$405,906.17</b>

Disbursements:

09/03/25	Other Business Meals	MERCHANT: Bengal Tiger Indian Food, NYC (via DoorDash), Date: 9/3/2025, COMMENT: Working dinner for 2 persons By: A. Roytenberg By: A. Roytenberg	41.98
09/03/25	Taxi Expense	MERCHANT: Uber, NYC, Date: 9/3/2025, COMMENT: Car home from office - late night By: A. Roytenberg	31.69
09/04/25	Other Business Meals	MERCHANT: Makimaki Sushi, NYC (via Doordash), Date: 9/4/2025, COMMENT: Working dinner for 2 persons By: A. Roytenberg By: A. Roytenberg	39.35
09/05/25	Taxi Expense	MERCHANT: Uber, NYC, Date: 9/5/2025, COMMENT: Car home from office - late night By: A. Roytenberg	34.03
09/08/25	Binding Expense	Vendor: Williams Lea Inc.; Invoice#: US004-120003478; Date: 9/29/2025 - NE - NY, CIC Invoice 08.29.2025 - 09.14.2025 COMMENT: Deposition exhibit materials By: C. Castillo By: C. Castillo	561.42
09/08/25	Taxi Expense	MERCHANT: UBER, Date: 9/9/2025, COMMENT: Car service to/from office - late night By: N. Poli By: N. Poli	104.86



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09/09/25	Taxi Expense	MERCHANT: Uber, NYC, Date: 9/9/2025, COMMENT: Car home from office - late night By: A. Roytenberg By: A. Roytenberg	23.23
09/09/25	Taxi Expense	MERCHANT: UBER, Date: 9/9/2025, COMMENT: Car service to/from office By: N. Poli	104.84
09/10/25	Deposition/Transcript Expenses	Vendor: Reliable Copy Service, Inc. / Reliable C; Invoice#: 13311; Date: 9/10/2025 - Sh _ Joshua Nahas depo ***CPR*** By: M. Franke	1,924.00
09/11/25	Taxi Expense	MERCHANT: Uber, NYC, Date: 9/11/2025, COMMENT: Car home from office By: A. Roytenberg	29.27
10/07/25	Public Access to Court Electronic Records	Vendor: Pacer Service Center; Invoice#: 5638855-Q32025; Date: 10/7/2025 - Acct: 5638855 - usage 07/01 - 09/30/2025 By: S. Kagler	83.90
10/07/25	Public Access to Court Electronic Records	Vendor: Pacer Service Center; Invoice#: 2609814-Q32025; Date: 10/07/25 - Acct: 2609814 - usage 07/01 - 09/30/2025 By: E. Grunspan	1.60
10/07/25	Public Access to Court Electronic Records	Vendor: Pacer Service Center; Invoice#: 2609814-Q32025; Date: 10/07/25 - Acct: 2609814 - usage 07/01 - 09/30/2025 By: N. Sabatino	26.80
10/07/25	Public Access to Court Electronic Records	Vendor: Pacer Service Center; Invoice#: 2609814-Q32025; Date: 10/07/25 - Acct: 2609814 - usage 07/01 - 09/30/2025 By: A. Nisco	6.10
10/31/25	Outside Services	Vendor: Everlaw, Inc.; Invoice#: 174853; Date: 10/31/25 - RT - outside services 10/25 By: M. Franke	297.00

	Disbursements Total	\$3,310.07
	<b>Total For This Matter</b>	<b>\$409,216.24</b>

**EXHIBIT B**

**Summary of Expenses – Second Monthly Compensation Period**

	<b>Total</b>
Deposition binders	\$1,924.00
Deposition transcripts	\$561.42
Taxis	\$327.92
E-Discovery Vendor	\$297.00
PACER/CourtDrive	\$118.40
Business meals	\$81.33
<b>TOTAL:</b>	<b>\$3,310.07</b>



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

In re:

AGDP HOLDING INC., *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 25-11446 (MFW)

(Jointly Administered)

**DECLARATION OF MARK FRANKE IN SUPPORT OF SECOND MONTHLY  
APPLICATION OF ORRICK, HERRINGTON & SUTCLIFFE LLP, CO-COUNSEL TO  
THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS, FOR ALLOWANCE  
OF COMPENSATION AND REIMBURSEMENT OF EXPENSES  
FOR THE PERIOD FROM OCTOBER 1, 2025 THROUGH OCTOBER 31, 2025**

I, Mark Franke, after being sworn according to law, deposes and says:

- a) I am Of Counsel of the firm Orrick, Herrington & Sutcliffe LLP (“Orrick”).
- b) I have personally performed or am familiar with the services rendered by Orrick, co-counsel to the Official Committee of Unsecured Creditors.
- c) I have reviewed the foregoing consolidated second monthly fee application of Orrick (the “Application”), and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed Local Rule 2016-1 and submit that the Application complies with such rule.

Dated: November 10, 2025

/s/ Mark Franke  
Mark Franke (admitted *pro hac vice*)

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<sup>1</sup> 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.

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

In re:

AGDP HOLDING INC., *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 25-11446 (MFW)

(Jointly Administered)

**CERTIFICATE OF SERVICE**

I hereby certify that on this 10<sup>th</sup> day of November, 2025, I caused to be filed with the Court electronically, and I caused to be served a true and correct copy of the *Second Monthly Application of Orrick, Herrington & Sutcliffe LLP, Co-Counsel to the Official Committee of Unsecured Creditors, for Allowance of Compensation and Reimbursement of Expenses for the Period From October 1, 2025 through October 31, 2025* upon the parties that are registered to receive notice via the Court's CM/ECF notification system, and an additional service was completed via electronic mail or first class mail on the parties listed on the attached service list.

/s/ Eric J. Monzo

Eric J. Monzo (DE Bar No. 5214)

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<sup>1</sup> 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.

**Service List**

AGDP Holdings INC.  
Attn: General Counsel  
140 Stewart Ave  
Brooklyn, NY 11237

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*Administrative agent and collateral agent  
under the Prepetition Financing Agreement  
and the DIP*

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*Counsel to LiveStyle*

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for the District of Delaware  
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Jon.Lipshie@usdoj.gov

*United States Trustee*