

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

In re

AN GLOBAL LLC, et al.,¹

Debtors.

Chapter 11

Case No. 23-11294 (JKS)

(Jointly Administered)

Re: Docket Nos. 3 and 58

**SUPPLEMENTAL DECLARATION OF ROBERT JORDAN IN SUPPORT OF
DEBTORS’ APPLICATION FOR AUTHORIZATION TO EMPLOY AND
RETAIN KURTZMAN CARSON CONSULTANTS LLC AS CLAIMS AND
NOTICING AGENT EFFECTIVE AS OF THE PETITION DATE**

I, Robert Jordan, being duly sworn, state the following under penalty of perjury:

1. I am a Senior Managing Director of Kurtzman Carson Consultants LLC (“KCC”), whose offices are located at 222 N. Pacific Coast Highway, 3rd Floor, El Segundo, California 90245. Except as otherwise noted, I have personal knowledge of the matters set forth herein, and if called and sworn as a witness, I could and would testify competently thereto.

2. This declaration (this “Supplemental Declaration”) supplements the *Declaration of Robert Jordan in Support of Debtors’ Application for Authorization to Employ and Retain Kurtzman Carson Consultants LLC as Claims and Noticing Agent Effective as of the Petition Date*

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor’s federal tax identification number or registration number in the applicable jurisdiction, are: AN Global LLC (5504); AgileThought, Inc. (2509); 4th Source Holding Corp. (9629); 4th Source Mexico, LLC (7552); 4th Source, LLC (7626); AgileThought Brasil-Consultoria, Em Tecnologia LTDA (01-42); AgileThought Brasil Servicos de Consultoria Em Software (01-20); AgileThought Costa Rica S.A. (6822); AgileThought Digital Solutions, S.A.P.I. de C.V. (3KR0); AgileThought México S.A. de C.V. (7E46); AgileThought, LLC (7076); AgileThought Servicos Administrativos, S.A. de C.V. (4AG1); AgileThought Servicos México S.A. de C.V. (8MY5); AgileThought, S.A.P.I. de C.V. (No Tax ID); AGS Alpama Global Services USA, LLC (0487); AN Data Intelligence, S.A. de C.V. (8I73); AN Extend, S.A. de C.V. (1D80); AN Evolution, S. de R.L. de C.V. (7973); AN USA (5502); AN UX, S.A. de C.V. (7A42); Cuarto Origen, S. de R.L. de C.V. (0IQ9); Entrepids México, S.A. de C.V. (OCYA); Entrepids Technology Inc. (No Tax ID); Facultas Analytics, S.A.P.I. de C.V. (6G37); Faktos Inc., S.A.P.I. de C.V. (3LLA); IT Global Holding LLC (8776); and QMX Investment Holdings USA, Inc. (9707). The Debtors’ headquarters are located at 222 W. Las Colinas Boulevard, Suite 1650E, Irving, Texas 75039.



filed with the *Debtors' Application for Authorization to Employ and Retain Kurtzman Carson Consultants LLC as Claims and Noticing Agent Effective as of the Petition Date* (the "Application")² [Dkt. No. 3].

3. KCC represents, among other things, the following:
 - (a) KCC is not a creditor of the Debtors;
 - (b) KCC is a "disinterested person" within the meaning of section 101(14) of the Bankruptcy Code, as modified by section 1107(b) of the Bankruptcy Code;
 - (c) KCC will not consider itself employed by the United States government and will not seek any compensation from the United States government in its capacity as the claims and noticing agent in these Chapter 11 Cases;
 - (d) by accepting employment in these Chapter 11 Cases, KCC waives any rights to receive compensation from the United States government as claims and noticing agent;
 - (e) in its capacity as the claims and noticing agent in these Chapter 11 Cases, KCC will not be an agent of the United States and will not act on behalf of the United States;
 - (f) KCC will not employ any past or present employees of the Debtors in connection with its work as the claims and noticing agent in these Chapter 11 Cases;
 - (g) in its capacity as claims and noticing agent in these Chapter 11 Cases, KCC will not intentionally misrepresent any fact to any person;
 - (h) KCC will be under the supervision and control of the Clerk's office with respect to the receipt and recordation of claims and claim transfers;
 - (i) KCC will comply with all requests of the Clerk's office and the guidelines promulgated by the Judicial Conference of the United States for the implementation of 28 U.S.C. § 156(c); and
 - (j) none of the services provided by KCC as claims and noticing agent will be at the expense of the Clerk's office.

² Capitalized terms not otherwise defined herein shall have the meaning ascribed in the Application.

4. Although the Debtors do not propose to retain KCC under section 327 of the Bankruptcy Code pursuant to the Application,³ I caused to be submitted for review by our conflicts system the names of all known potential parties-in-interest (the “Potential Parties in Interest”) in these Chapter 11 Cases. The list of Potential Parties in Interest was provided by the Debtors and included, among other things, the Debtors, non-Debtor affiliates, significant equity holders, the Debtors’ current and former directors and officers, secured creditors, top 20 unsecured creditors, vendors, and other parties. The results of the conflict check were compiled and reviewed by KCC professionals under my supervision. At this time, and as set forth in further detail herein, KCC is not aware of any relationship that would present a disqualifying conflict of interest. Should KCC discover any new relevant facts or relationships bearing on the matters described herein during the period of its retention, KCC will use reasonable efforts to promptly file a supplemental declaration.

5. To the best of my knowledge, and based solely upon information provided to me by the Debtors, and except as provided herein, neither KCC, nor any of its professionals, has any adverse connection to the Debtors, their creditors or other relevant parties. KCC may have relationships with certain of the Debtors’ creditors as vendors or in connection with cases in which KCC serves or has served in a neutral capacity as claims and noticing agent or administrative advisor for another chapter 11 debtor. Specifically, Avaya Holdings Corp. is listed as an affiliation of the Debtors’ current officers and directors. KCC is currently serving as the claims, noticing, and solicitation agent in the *In re Avaya Inc., et al.* bankruptcy, pending in the Southern District of Texas (Case No. 23-90088). Cyxtera Communications, LLC is listed as a servicer provider of the Debtors. KCC is currently serving as the claims and noticing agent and administrative advisor

³ As stated in the Application, such retention will be sought by separate application.

in the *In re Cyxtera Technologies, Inc., et al.* bankruptcy pending in the District of Delaware (Case No 23-14583).

6. On May 1, 2023, funds affiliated with GCP Capital Partners LLC (“GCP”) indirectly acquired a controlling equity interest in KCC (the “Acquisition”). Pursuant to the Acquisition, an indirect, non-controlling, beneficial minority interest in KCC was acquired by funds affiliated with J.P. Morgan Investment Management Inc. (“JPMIM”). GCP is a middle-market private equity investment firm based in New York. GCP has made investments in a number of industries, including tech-enabled business services, payments, and select financials. JPMIM is a U.S. registered investment adviser. Designees of GCP are members of the Board of Managers (the “Board”) of KCC’s ultimate parent company, KCC Parent, LLC (“Parent”). Parent wholly owns KCC Intermediate LLC, which in turn wholly owns KCC Global Administration LLC, which in turn wholly owns KCC Topco LLC, which in turn wholly owns KCC. One representative of JPMIM is entitled to attend and observe (but not vote) at all meetings of the Board, but no designee of JPMIM is a member of the Board.

7. KCC searched all entities listed in the list of Potential Parties in Interest against an internal database that includes (i) KCC’s parent entities, affiliates, and subsidiaries and (ii) GCP, GCP’s funds, and each such fund’s respective portfolio companies and investments as set forth in the list most recently provided to KCC by GCP. J.P. Morgan Securities LLC is the former investment banker for the Debtors. There are information barriers between JPMIM and the line of business where J.P. Morgan Securities LLC would have been associated with the Debtors as an investment banker.

8. To the extent KCC learns of any other connections between the funds or investments included in the above-described conflicts search and the Debtor, KCC will promptly

file a supplemental disclosure. In addition, KCC may have had, may currently have, or may in the future have business relationships unrelated to the Debtor with one or more GCP or JPMIM entities including, among others, portfolio companies of GCP.

9. KCC has no contract or relationship with XClaim Inc. or with any other party under which KCC provides or will provide exclusive access to claims data and/or under which KCC will be compensated for claims data that is made available by KCC.

10. KCC has and will continue to represent clients in matters unrelated to these Chapter 11 Cases. In addition, KCC and its personnel have and will continue to have relationships in the ordinary course of its business with certain vendors, professionals and other parties in interest that may be involved in these Chapter 11 Cases. KCC may also provide professional services to entities or persons that may be creditors or parties in interest in these Chapter 11 Cases, which services do not directly relate to, or have any direct connection with, these Chapter 11 Cases or the Debtors.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my information, knowledge and belief.

Dated: August 30, 2023
New York, NY

Respectfully submitted,

/s/ Robert Jordan

Robert Jordan
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