

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

In re: EPIC! CREATIONS, INC., <i>et al.</i> , ¹ Debtors.	Chapter 11 Case No. 24-11161 (JTD) (Jointly Administered)
Claudia Z. Springer, Chapter 11 Trustee, Plaintiff, vs. Stripe, Inc.; Wells Fargo Bank, National Association; Whitehat Education Technology LLC; and John Does 1-100; Defendants.	Adv. Pro. No. 24-50142 (JTD)

**CERTIFICATION OF COUNSEL SUBMITTING
AGREED ORDER FREEZING ACCOUNTS OF BYJU'S BETA, INC.**

The undersigned counsel to Claudia Z. Springer, not individually but as the Chapter 11 Trustee (the “**Trustee**”) of Epic! Creations, Inc. (“**Epic**”), Neuron Fuel, Inc. (“**Neuron Fuel**”), and Tangible Play, Inc. (“**Tangible Play**,” and together with Epic and Neuron Fuel, the “**Debtors**” and, each, a “**Debtor**”), hereby certifies that:

1. On September 16, 2024 (the “**Order for Relief Date**”), this Court entered an order for relief in the Debtors’ involuntary chapter 11 cases and directed the appointment of a chapter 11 trustee as a default sanction based on the Debtors’ failure to comply with their discovery

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Epic! Creations, Inc. (9113); Neuron Fuel, Inc. (8758); and Tangible Play, Inc. (9331).



obligations. [D.I. 147]

2. On September 23, 2024, the United States Trustee for Region 3 duly appointed Claudia Z. Springer as chapter 11 trustee of each Debtor, subject to approval by the Court. [D.I. 152] On October 7, 2024, this Court entered an order approving the appointment of the Trustee. [D.I. 180]

3. On October 8, 2024, after the Trustee discovered several unauthorized payments from the Debtors' Stripe account to the Wells Fargo account of non-debtor affiliate Whitehat Education Technologies, LLC ("**Whitehat**") ending 0879 (the "**Whitehat Account**"), the Trustee filed the above-captioned adversary proceeding to, among other requests for relief, enjoin Wells Fargo from permitting any transfers out of the Whitehat Account.

4. On October 24, 2024, Wells Fargo produced statements for the Whitehat Account reflecting five transfers from the Whitehat Account to non-debtor affiliate Byju's Beta, Inc.'s ("**Byju's Beta**") Wells Fargo account ending 5221 (the "**Byju's Beta Account**") totaling \$2,350,000 between August 23, 2024 and October 7, 2024.

5. The Trustee also identified six transfers from the Debtors' Wells Fargo and Silicon Valley Bank accounts to the Byju's Beta Account between June 6, 2024 and August 16, 2024 (*i.e.* after the commencement of the Debtors' chapter 11 cases but before the Trustee was appointed) totaling \$1,410,205. Byju's Beta therefore received unauthorized transfers of the Debtors' funds which the Trustee is entitled to avoid and recover under section 549 of the Bankruptcy Code.

6. On October 25, 2024, the Trustee's counsel contacted Wells Fargo's counsel to request that Well Fargo freeze the Byju's Beta Account (and any other accounts of Byju's Beta at Wells Fargo).

7. Wells Fargo's and the Trustee's counsel subsequently engaged in discussions concerning the Trustee's request and have agreed to effectuate a freeze of the Byju's Beta accounts pursuant to the *Agreed Order Freezing Accounts of Byju's Beta, Inc.* (the "**Proposed Agreed Order**") attached hereto as Exhibit A.

WHEREFORE, the undersigned respectfully requests entry of an order consistent with the Proposed Agreed Order attached hereto, at the Court's earliest convenience.

Wilmington, Delaware
October 25, 2024

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Proposed Counsel to the Chapter 11 Trustee

Exhibit A

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

<p>In re:</p> <p>EPIC! CREATIONS, INC., <i>et al.</i>,¹</p> <p style="text-align: center;">Debtors.</p>	<p>Chapter 11</p> <p>Case No. 24-11161 (JTD)</p> <p>(Jointly Administered)</p>
<p>Claudia Z. Springer, Chapter 11 Trustee,</p> <p style="text-align: center;">Plaintiff,</p> <p>vs.</p> <p>Stripe, Inc.;</p> <p>Wells Fargo Bank, National Association;</p> <p>Whitehat Education Technology LLC; and</p> <p>John Does 1-100;</p> <p style="text-align: center;">Defendants.</p>	<p>Adv. Pro. No. 24-50142 (JTD)</p>

AGREED ORDER FREEZING ACCOUNTS OF BYJU’S BETA, INC.

This matter coming before the Court under certification of counsel of Claudia Z. Springer, as Chapter 11 Trustee (the “**Trustee**”) of Epic! Creations, Inc. (“**Epic**”), Neuron Fuel, Inc. (“**Neuron Fuel**”), and Tangible Play, Inc. (“**Tangible Play**,” together with Epic and Neuron Fuel, the “**Debtors**” and, each, a “**Debtor**”), for entry of an order freezing certain bank accounts of Byju’s Beta, Inc. (“**Byju’s Beta**”) at Wells Fargo Bank, National Association (“**Wells Fargo**”), as more fully described below, the Court ORDERS as follows:

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Epic! Creations, Inc. (9113); Neuron Fuel, Inc. (8758); and Tangible Play, Inc. (9331).

1. For the duration of the above-captioned chapter 11 cases, and pursuant to Federal Rule of Civil Procedure 65(b), as made applicable herein by Bankruptcy Rule 7065, Defendant Wells Fargo, and all persons acting in concert with Wells Fargo, are immediately enjoined, upon entry of this Order from transferring any funds out of Byju Beta's Wells Fargo account(s) (including without limitation, the account ending 5221), and Wells Fargo is ordered to freeze all activity in all such accounts.

2. This Order shall be promptly filed in the Clerk's office and entered in the record.

3. The terms and conditions of this Order shall be effective as of 6 p.m. (Eastern time) on October 25, 2024 and is enforceable immediately thereafter.

4. The Chapter 11 Trustee is directed to serve a copy of this Order upon the Defendants and the registered agent of Byju's Beta.

5. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation of this Order.