

**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 John Does 1-100, Defendants	Adv. Pro. No. 24-50142 (JTD) (Jointly Administered)
In re: BYJU'S ALPHA, INC., ²	Chapter 11 Case No. 24-10140 (JTD)

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).

² The Debtor in this Chapter 11 Case, along with the last four digits of the Debtor's federal tax identification number, is: BYJU's Alpha, Inc. (4260). The location of the Debtor's service address for purposes of this Chapter 11 Case is 1007 N. Market St., Suite G20 452, Wilmington, Delaware 19801.



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**NOTICE OF *SECOND AMENDED*³ AGENDA OF MATTERS
SCHEDULED FOR HEARING ON OCTOBER 31, 2024 AT 11:00 A.M. (ET)**

This proceeding will be conducted remotely via Zoom. Please refer to Judge Dorsey's Chambers Procedures and the Court's website (<http://www.deb.uscourts.gov/ecourt-appearances>) for information on the method of allowed participation (video or audio), Judge Dorsey's expectations of remote participants, and the advance registration requirements.

Registration is required by 4:00 p.m. (Eastern time) the business day before the hearing unless otherwise noticed using the eCourtAppearances tool available on the Court's website.

RESOLVED MATTERS

1. Trustee's Motion for Entry of Temporary Restraining Order and Preliminary Injunction [[Adv. 24-50142 D.I. 2](#), 10/08/2024]

Objection Deadline: October 17, 2024 at 11:59 p.m. ET. The objection deadline was extended until October 18, 2024 at 12:00 p.m. for Stripe, Inc.

Responses Received:

- a. Objection and Answering Brief of Stripe, Inc. to Chapter 11 Trustee's Motion for Entry of Temporary Restraining Order (D.I. 2) [[Adv. 24-50142 D.I. 14](#), filed 10/18/2024]
- b. Declaration of Eric McBride [[Adv. 24-50142 D.I. 15](#), filed 10/18/2024]

Related Documents:

- a. Complaint for Temporary Restraining Order Preliminary and Permanent Injunctive Relief, and Avoidance and Recovery Under 11 U.S.C. §§ 549 and 550 [[Adv. 24-50142 D.I. 1](#), filed 10/08/2024]
- b. Declaration of Claudia Z. Springer in Support of Motion for Entry of Temporary Restraining Order and Preliminary [[Adv. 24-50142 D.I. 3](#), filed 10/08/2024]
- c. Trustee's Memorandum of Law in Support of Motion for Entry of Temporary Restraining Order and Preliminary Injunction [[Adv. 24-50142 D.I. 4](#), filed 10/08/2024]

³ Amended items appear in bold.

- d. Notice of Hearing Regarding Trustee's Motion for Entry of Temporary Restraining Order and Preliminary Injunction [[Adv. 24-50142 D.I. 5](#), filed 10/08/2024]
- e. Order Granting Chapter 11 Trustee's Motion for a Temporary Injunction [[Adv. 24-50142 D.I. 9](#), filed 10/09/2024]
- f. Certificate of Service re: Documents Served on October 8, 2024 [[Adv. 24-50142 D.I. 12](#), filed 10/16/2024]
- g. Certificate of Service re: Order Granting Chapter 11 Trustee's Motion for a Temporary Injunction [[Adv. 24-50142 D.I. 13](#), filed 10/16/2024]
- h. Certificate of Service re: Complaint, Summons and ADR [[Adv. 24-50142 D.I. 16](#), filed 10/18/2024]
- i. Certification of Counsel Requesting Entry of Order Granting Chapter 11 Trustee's Motion for a Preliminary Injunction [[Adv. 24-50142 D.I. 18](#), filed 10/21/2024]
- j. Order Granting Chapter Trustee's Motion for a Preliminary Injunction [[Adv. 24-50142 D.I. 20](#), filed 10/22/2024]
- k. Certificate of Counsel Regarding Order Approving Stipulation between the Chapter 11 Trustee and Stripe, Inc. Resolving the Preliminary Injunctive Against Stripe, Inc. [[Adv. 24-50142 D.I. 21](#), filed 10/24/2024]
- l. Order Approving Stipulation between the Chapter 11 Trustee and Stripe, Inc. Resolving the Preliminary Injunctive Against Stripe, Inc. [[Adv. 24-50142 D.I. 22](#), filed 10/24/2024]

Status: The order was entered. No hearing is necessary.

- 2. Chapter 11 Trustee's Motion for Entry of an Order Fixing Time to File Lists of Creditors, Schedules of Assets and Liabilities, and Statements of Financial Affairs [Case No 24-11161 [D.I. 161](#), filed 09/30/2024]

Objection Deadline: October 14, 2024 at 4:00 p.m,

Responses Received: None.

Related Pleadings:

- a. Certificate of No Objection Regarding Chapter 11 Trustee's Motion for Entry of an Order Fixing Time to File Lists of Creditors, Schedules of Assets and Liabilities, and Statements of Financial Affairs [Case No 24-11161, [D.I. 196](#), filed 10/16/2024]

- b. Order (I) Fixing Trustee's Time to File Lists of Creditors, Schedules of Assets and Liabilities and Statements of Financial Affairs; and (II) Granting Related Relief [Case No 24-11161, [D.I. 198](#), filed on 10/17/2024]

Status: The order was entered. No hearing is necessary.

3. Chapter 11 Trustee's Application for an Order Under Sections 327(a) and 328(a) of the Bankruptcy Code, Bankruptcy Rules 2014 and 2016 and Local Rules 2014-1 and 2016-1 Authorizing the Retention and Employment of Jenner & Block LLP as Co-Counsel for the Chapter 11 Trustee *Nunc Pro Tunc* to the Appointment Date [Case No 24-11161, [D.I. 183](#), filed 10/10/2024]

Objection Deadline: October 24, 2024 at 4:00 p.m,

Responses Received: None.

Related Pleadings:

- a. Certificate of No Objection Regarding Chapter 11 Trustee's Application for an Order Under Sections 327(a) and 328(a) of the Bankruptcy Code, Bankruptcy Rules 2014 and 2016 and Local Rules 2014-1 and 2016-1 Authorizing the Retention and Employment of Jenner & Block LLP as Co-Counsel for the Chapter 11 Trustee *Nunc Pro Tunc* to the Appointment Date [Case No 24-11161, [D.I. 213](#), filed 10/28/2024]
- b. Order Authorizing the Retention and Employment of Jenner & Block LLP for the Chapter 11 Trustee *Nunc Pro Tunc* to the Appointment Date [Case No 24-11161, [D.I. 219](#), filed 10/28/2024]

Status: The order was entered. No hearing is necessary.

4. Chapter 11 Trustee's Application for an Order Under Sections 327(a) and 328(a) of the Bankruptcy Code, Bankruptcy Rules 2014 and 2016 and Local Rules 2014-1 and 2016-1 Authorizing the Retention and Employment of Pashman Stein Walder Hayden, P.C. as Co-Counsel for the Chapter 11 Trustee *Nunc Pro Tunc* to the Appointment Date [Case No 24-11161, [D.I. 184](#), filed 10/10/2024]

Objection Deadline: October 24, 2024 at 4:00 p.m,

Responses Received: None.

Related Pleadings:

- a. Certificate of No Objection Regarding Chapter 11 Trustee's Application for an Order Under Sections 327(a) and 328(a) of the Bankruptcy Code, Bankruptcy Rules 2014 and 2016 and Local Rules 2014-1 and 2016-1 Authorizing the Retention and Employment of Pashman Stein Walder

Hayden, P.C. as Co-Counsel for the Chapter 11 Trustee *Nunc Pro Tunc* to the Appointment Date [Case No 24-11161, [D.I. 203.](#), filed 10/25/2024]

- b. Order Under Sections 327(a) and 328(a) of the Bankruptcy Code, Bankruptcy Rules 2014 and 2016, and Local Rules 2014-1 and 2016-4 Authorizing Retention and Employment of Pashman Stein Walder Hayden, P.C. as Delaware Bankruptcy Co-Counsel. For the Trustee *Nunc Pro Tunc* to the Appointment Date [Case No 24-11161, [D.I. 211](#), filed 10/28.2024]

Status: The order was entered. No hearing is necessary.

5. Chapter 11 Trustee's Application for an Order Under Sections 327(a) and 328(a) of the Bankruptcy Code, Bankruptcy Rules 2014 and 2016 and Local Rules 2014-1 and 2016-1 Authorizing the Retention and Employment of Quinn Emanuel Urquhart & Sullivan, LLP as Special Counsel for the Chapter 11 Trustee *Nunc Pro Tunc* to the Appointment Date [Case No 24-11161, [D.I. 185](#), filed 10/10/2024]

Objection Deadline: October 24, 2024 at 4:00 p.m,

Responses Received: None.

Related Pleadings:

- a. Certificate of No Objection Regarding Chapter 11 Trustee's Application for an Order Under Sections 327(a) and 328(a) of the Bankruptcy Code, Bankruptcy Rules 2014 and 2016 and Local Rules 2014-1 and 2016-1 Authorizing the Retention and Employment of Quinn Emanuel Urquhart & Sullivan, LLP as Special Counsel for the Chapter 11 Trustee *Nunc Pro Tunc* to the Appointment [Case No 24-11161, [D.I. 204](#), filed 10/25/2024]
- b. Order Under Sections 327(e) and 328(a) of the Bankruptcy Code, Bankruptcy Rules 2014 and 2016 and Local Rules 2014-1 and 2016-1 Authorizing the Retention and Employment of Quinn Emanuel Urquhart & Sullivan, LLP as Special Counsel for the Chapter 11 Trustee *Nunc Pro Tunc* to the Appointment [Case No 24-11161, [D.I. 212](#), filed 10/28/2024]

Status: The order was entered. No hearing is necessary.

6. Application of Claudia Z. Springer, Chapter 11 Trustee, Pursuant to Bankruptcy Code Sections 327(a) and 328(a), Bankruptcy Rules 2014 and 2016, and Local Rules 2014-1 and 2016-1 Authorizing the Retention and Employment of Novo Advisors LLC as Accountants and Financial Advisors to the Chapter 11 Trustee *Nunc Pro Tunc* to the Appointment Date [Case No 24-11161, [D.I. 186](#), filed 10/10/2024]

Objection Deadline: October 24, 2024 at 4:00 p.m,

Responses Received: Informal comments received from the United States Trustee.

Related Pleadings:

- a. Certification of Counsel Regarding Application of Claudia Z. Springer, Chapter 11 Trustee, Pursuant to Bankruptcy Code Sections 327(a) and 328(a), Bankruptcy Rules 2014 and 2016, and Local Rules 2014-1 and 2016-1 Authorizing the Retention and Employment of Novo Advisors LLC as Accountants and Financial Advisors to the Chapter 11 Trustee Nunc Pro Tunc to the Appointment Date [Case No 24-11161, [D.I. 206](#), filed 10/25/2024]
- b. Order Authorizing the Retention of Novo Advisors LLC as Accountants and Financial Advisors to the Chapter 11 Trustee Nunc Pro Tunc to the Appointment Date [Case No 24-11161, [D.I.217](#), filed 10/28/2024]

Status: The order was entered. No hearing is necessary.

7. Chapter 11 Trustee's Motion for Entry of an Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals [Case No 24-11161, [D.I. 187](#), filed 10/10/2024]

Objection Deadline: October 24, 2024 at 4:00 p.m,

Responses Received: Informal comments received from the United States Trustee and GLAS Trust Company LLC.

Related Pleadings:

- a. Certification of Counsel Regarding Chapter 11 Trustee's Motion for Entry of an Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals [Case No 24-11161, [D.I. 207](#), filed 10/25/2024]
- b. Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals [Case No 24-11161, [D.I. 218](#), filed 10/28/2024]

Status: The order was entered. No hearing is necessary.

8. Chapter 11 Trustee's Application for Authorization to Employ and Retain Kurtzman Carson Consultants LLC DBA Verita Global as Administrative Advisor Effective as of the Appointment Date [Case No 24-11161, [D.I. 189](#), filed 10/10/2024]

Objection Deadline: October 24, 2024 at 4:00 p.m,

Responses Received: None.

Related Pleadings:

- a. Certificate of No Objection Regarding Chapter 11 Trustee's Application for Authorization to Employ and Retain Kurtzman Carson Consultants LLC DBA Verita Global as Administrative Advisor Effective as of the Appointment Date [Case No 24-11161, [D.I. 205](#), filed 10/25/2024]
- b. Order Authorizing the Trustee to Employ and Retain Kurtzman Carson Consultants LLC DBA Verita Global as Administrative Advisor Effective as of the Appointment Date [Case No 24-11161, [D.I. 220](#), filed 10/28/2024]

Status: The order was entered. No hearing is necessary.

MATTERS UNDER CERTIFICATION

9. Motion for Entry of Order (I) Authorizing Chapter 11 Trustee to (A) Hire Certain Affiliate Employees ss Independent Contractors; and (B) Pay Certain Prepetition Claims of Critical Vendors; (II) Authorizing Financial Institutions to Honor and Process Related Checks and Transfers and (III) Granting Related Relief [Case No 24-11161, [D.I. 190](#), filed 10/10/2024]

Objection Deadline: October 24, 2024 at 4:00 p.m,

Responses Received: Informal comments received from GLAS Trust Company LLC.

Related Pleadings:

- a. Declaration of Claudia Z. Springer in Support of First Day Motions [Case No 24-11161, [D.I. 193](#), filed 10/10/2024]
- b. Certification of Counsel Regarding Motion for Entry of Order (I) Authorizing Chapter 11 Trustee to (A) Hire Certain Affiliate Employees ss Independent Contractors; and (B) Pay Certain Prepetition Claims of Critical Vendors; (II) Authorizing Financial Institutions to Honor and Process Related Checks and Transfers and (III) Granting Related Relief [Case No 24-11161, [D.I. 214](#), filed 10/28/2024]
- c. Order (I) Authorizing Chapter 11 Trustee to Pay Certain Prepetition Claims of Critical Vendors; (II) Authorizing Financial Institutions to Honor and Process Related Checks and Transfers; and (III) Granting Related Relief [Case No. 24-11161, [D.I. 225](#), filed 10/29/2024]

Status: The order was entered. No hearing is necessary.

10. Motion for Entry of Order (I) Authorizing Chapter 11 Trustee to (A) Pay and Honor Certain Prepetition Employee Obligations and (B) Continue the Debtors' Employee Compensation and Benefit Programs Postpetition; (II) Authorizing and Directing Financial Institutions to Honor All Related Checks and Electronic Payment Requests and (III) Granting Related Relief [Case No 24-11161, [D.I. 191](#), filed 10/10/2024]

Objection Deadline: October 24, 2024 at 4:00 p.m.,

Responses Received: Informal comments received from - GLAS Trust Company LLC.

Related Pleadings:

- a. Declaration of Claudia Z. Springer in Support of First Day Motions [Case No 24-11161, [D.I. 193](#), filed 10/10/2024]
- b. Certification of Counsel Regarding Motion for Entry of Order (I) Authorizing Chapter 11 Trustee to (A) Pay and Honor Certain Prepetition Employee Obligations and (B) Continue the Debtors' Employee Compensation and Benefit Programs Postpetition; (II) Authorizing and Directing Financial Institutions to Honor All Related Checks and Electronic Payment Requests and (III) Granting Related Relief [Case No 24-11161, [D.I. 215](#), filed 10/28/2024]
- c. Order (I) Authorizing, But Not Directing, Chapter 11 Trustee to (A) Pay and Honor Certain GAP Period Employee Obligations and (B) Continue the Debtors' Employee Compensation and Benefit Programs Postpetition; (II) Authorizing and Directing Financial Institutions to Honor All Related Checks and Electronic Payment Requests and (III) Granting Related Relief [Case No. 24-11161, [D.I. 227](#), filed 10/29/2024]

Status: The order was entered. No hearing is necessary.

11. Motion for Entry of Order (I) Authorizing Chapter 11 Trustee to Temporarily Continue Using Debtors' Existing Bank Accounts; and (II) Granting Related Relief [Case No 24-11161, [D.I. 192](#), filed 10/10/2024]

Objection Deadline: October 24, 2024 at 4:00 p.m.,

Responses Received: None.

Related Pleadings:

- a. Declaration of Claudia Z. Springer in Support of First Day Motions [Case No 24-11161, [D.I. 193](#), filed 10/10/2024]
- b. Certification of Counsel Regarding Motion for Entry of Order (I) Authorizing Chapter 11 Trustee to Temporarily Continue Using Debtors' Existing Bank Accounts; and (II) Granting Related Relief [Case No 24-11161, [D.I. 216](#), filed 10/28/2024]

- c. Order (I) Authorizing Chapter 11 Trustee to Continue Using Debtors' Existing Bank Accounts; and (II) Granting Related Relief [Case No. 24-11161, [D.I. 228](#), filed 10/29/2024]

Status: The order was entered. No hearing is necessary.

MATTERS GOING FORWARD

12. Trustee's Motion for Entry of Interim and Final Orders (I) Authorizing the Use of Cash Collateral, (II) Authorizing the Trustee to Obtain Postpetition Financing, (III) Granting Senior Postpetition Security Interests, and According Superpriority Administrative Expense Status Pursuant to Sections 364(c) and 364(d) of the Bankruptcy Code, (IV) Granting Adequate Protection, (V) Modifying the Automatic Stay, and (VI) Granting Related Relief [Case No 24-11161, [D.I. 221](#), filed 10/29/2024]

Objection Deadline: Proposed October 31, 2024 at 11:00 a.m.

Responses Received: Informal comments from the Office of the United States Trustee.

Related Pleadings:

- a. Declaration of Jacob Grall in Support of Trustee's Postpetition Financing Motion [Case No 24-11161, [D.I. 222](#), filed 10/29/2024]
- b. Chapter 11 Trustee's Motion for Entry of an Order Shortening Notice of Hearing of Chapter 11 Trustee's Motion for Entry of Interim and Final Orders (I) Authorizing the Use of Cash Collateral, (II) Authorizing the Trustee to Obtain Postpetition Financing, (III) Granting Senior Postpetition Security Interests, and According Superpriority Administrative Expense Status Pursuant to Sections 364(c) and 364(d) of the Bankruptcy Code, (IV) Granting Adequate Protection, (V) Modifying the Automatic Stay, and (VI) Granting Related Relief [Case No 24-11161, [D.I. 223](#), filed 10/29/2024]
- c. Order Shortening Notice of Hearing of Chapter 11 Trustee's Motion for Entry of Interim and Final Orders (I) Authorizing the Use of Cash Collateral, (II) Authorizing the Trustee to Obtain Postpetition Financing, (III) Granting Senior Postpetition Security Interests, and According Superpriority Administrative Expense Status Pursuant to Sections 364(c) and 364(d) of the Bankruptcy Code, (IV) Granting Adequate Protection, (V) Modifying the Automatic Stay, and (VI) Granting Related Relief [Case No 24-11161, [D.I. 224](#), filed 10/29/2024]
- d. **Notice of Filing of Revised Proposed Interim Order (I) Authorizing the Use of Cash Collateral, (II) Authorizing the Chapter 11 Trustee on behalf of the Debtors' Estates to Obtain Postpetition Financing, (III) Granting Senior Postpetition Security Interests, and According Superpriority Administrative Expense Status Pursuant to Sections**

364(c) and 364(d) of the Bankruptcy Code, (IV) Granting Adequate Protection, (V) Modifying the Automatic Stay, and (VI) Granting Related Relief [Case No. 24-11161. [D.I. 232](#), filed 10/31/2024]

Status: **The informal comments of the United States Trustee have been resolved.** This matter is going forward **on an uncontested basis.**

13. Debtor's Motion for Entry of an Order Authorizing the Debtor to (I)(A) Amend the DIP Credit Agreement and (B) Amend the Intercreditor Agreement, and (II) Granting Related Relief [Case No. 24-10140, [D.I. 281](#), filed 10/29/2024]

Objection Deadline: Proposed October 31, 2024 at 11:00 a.m.

Responses Received: None as of the time of the filing of this agenda.

Related Pleadings:

- a. Motion to Shorten Regarding Debtor's Motion for Entry of an Order Authorizing the Debtor to (I)(A) Amend the DIP Credit Agreement and (B) Amend the Intercreditor Agreement, and (II) Granting Related Relief [Case No. 24-10140, [D.I. 282](#), filed 10/29/2024]
- b. Order Regarding Motion to Shorten Regarding Debtor's Motion for Entry of an Order Authorizing the Debtor to (I)(A) Amend the DIP Credit Agreement and (B) Amend the Intercreditor Agreement, and (II) Granting Related Relief [Case No. 24-10140, [D.I. 283](#), filed 10/29/2024]

Status: This matter is going forward.

Dated: October 31, 2024
Wilmington, Delaware

PASHMAN STEIN WALDER HAYDEN, P.C.

/s/ Joseph C. Barsalona II

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