

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

In re:  
  
 GRITSTONE BIO, INC.,<sup>1</sup>  
  
 Debtor.

Chapter 11  
  
 Case No. 24-12305 (KBO)

Hearing Date: March 25, 2025 at 10:00 a.m. (ET)  
 Objections Due: March 18, 2025 at 4:00 p.m. (ET)

**SUMMARY OF FIRST INTERIM APPLICATION FOR COMPENSATION AND  
 REIMBURSEMENT OF EXPENSES OF FENWICK & WEST LLP AS SPECIAL  
 CORPORATE COUNSEL FOR THE DEBTOR AND DEBTOR IN POSSESSION FOR  
 THE PERIOD FROM OCTOBER 10, 2024 THROUGH DECEMBER 31, 2024**

<b>Name of Applicant:</b>	<b>Fenwick &amp; West LLP</b>
Authorized to Provide Professional Services to:	Debtor and Debtor in Possession
Date of Retention:	Effective as of October 10, 2024 by Order Signed November 12, 2024 [Docket No. 152]
Period for which Compensation and Reimbursement is Sought:	October 10, 2024 through December 31, 2024 <sup>2</sup>
Amount of Compensation Sought as Actual, Reasonable and Necessary:	\$518,974.20 <sup>3</sup>
Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary:	\$1,643.00
Rates are Higher than those Approved or Disclosed at Retention? Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> If yes, Total Compensation Sought Using Rates Disclosed in Retention Application:	No
Compensation Sought in this Application Already Paid Pursuant to a Monthly Compensation Order but not yet Allowed:	\$0
Expenses Sought in this Application Already Paid Pursuant to a Monthly Compensation Order but not yet Allowed:	\$0

<sup>1</sup> The Debtor’s mailing address is 4698 Willow Road, Pleasanton, CA 94588, and the last four digits of the Debtor’s federal tax identification number is 9534.  
<sup>2</sup> The applicant reserves the right to include any time expended in the time period indicated above in future application(s) if it is not included herein.  
<sup>3</sup> Fenwick & West LLP applied a 10% discount to its fees in the amount of \$57,663.80.



<b>Name of Applicant:</b>	<b>Fenwick &amp; West LLP</b>
Number of Professionals Included in this Application:	25
If Applicable, Difference Between Fees Budgeted and Compensation Sought for this Period:	N/A
Number of Professionals Billing Fewer than 15 Hours to the Case During this Period:	14

This is a:      monthly      interim      final application.

The total time expended for fee application preparation is approximately 8.0 hours and the corresponding compensation requested is approximately \$5,000.00.

**PRIOR MONTHLY APPLICATIONS FILED**

<b>Date Filed</b>	<b>Period Covered</b>	<b>Requested Fees</b>	<b>Requested Expenses</b>	<b>Approved Fees</b>	<b>Approved Expenses</b>
01.27.25	10.10.24 – 10.31.24	\$154,613.25	\$99.00	\$154,613.25	\$99.00
02.04.25	11.01.24 – 11.30.24	\$104,929.65	\$0.00	\$104,929.65	\$0.00
02.13.25	12.01.24 – 12.31.24	\$259,431.30	\$1,544.00	\$259,431.30	\$1,544.00

**F&W PROFESSIONALS**

<b>Name of Professional Individual</b>	<b>Position of the Applicant, Year of Obtaining License to Practice</b>	<b>Hourly Billing Rate</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
Ethan Skerry	Partner, 1999	\$1,620.00	114.80	\$185,976.00
William Skinner	Partner, 2005	\$1,600.00	19.40	\$31,040.00
Robert A. Freedman	Partner, 1997	\$1,590.00	41.10	\$65,349.00
Stefano Quintini	Partner, 2002 (Italy); 2007 (United States)	\$1,475.00	18.80	\$27,730.00
Catherine Kevane	Partner, 2001	\$1,345.00	19.70	\$26,496.50
Eric Shedlosky	Partner, 2009	\$1,325.00	4.60	\$6,095.00
Elizabeth Gartland	Partner, 2002	\$1,300.00	2.10	\$2,730.00
Ryan Mitteness	Partner, 2011	\$1,300.00	45.20	\$58,760.00
Marie Bafus	Partner, 2008	\$1,250.00	0.40	\$500.00
Jeremy Ryan Delman	Of Counsel, 2012	\$1,130.00	1.70	\$1,921.00
Chelsea Anderson	Of Counsel, 2014	\$1,130.00	29.90	\$33,787.00
Monica Chan	Associate, 2015	\$1,130.00	36.00	\$40,680.00
Jennifer Yoon	Associate, 2008	\$1,130.00	12.70	\$14,351.00
Bethany Clarke	Associate, 2020	\$1,025.00	14.00	\$14,350.00

<b>Name of Professional Individual</b>	<b>Position of the Applicant, Year of Obtaining License to Practice</b>	<b>Hourly Billing Rate</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
Zoe Zhang	Associate, 2020	\$1,025.00	18.60	\$19,065.00
Lindsey Eugenio Macalalad	Associate, 2022	\$775.00	21.80	\$16,895.00
Katie M. Hauh	Associate, 2022	\$775.00	4.70	\$3,642.50
Sofiya Andreyeva	Associate, 2024	\$775.00	0.40	\$310.00
Aaron Liskov	Associate, 2023	\$675.00	3.50	\$2,362.50
Nick Christopher Dugas	Associate, 2024	\$675.00	12.80	\$8,640.00
Peter Kung	Elec Info Mgmt	\$660.00	3.20	\$2,112.00
Kevin Young	Paralegal, N/A	\$610.00	19.20	\$11,712.00
Laurie Blain	Paralegal, N/A	\$610.00	1.00	\$610.00
Steve Jang	Paralegal, N/A	\$555.00	0.50	\$277.50
Dina Zilberman	Paralegal, N/A	\$445.00	2.80	\$1,246.00

<b>Grand Total:</b>	<b>\$576,638.00</b>
<b>Grand Total Minus 10% Discount:</b>	<b>\$518,974.20</b>
<b>Total Hours:</b>	<b>448.90</b>
<b>Blended Rate:</b>	<b>\$1,156.10</b>

**COMPENSATION BY CATEGORY**

<b>Project Categories</b>	<b>Total Hours</b>	<b>Total Fees</b>
Bankruptcy Estate – Appointment and Fee Applications	5.90	\$7,670.00
Derivative Litigation (Post-Petition)	10.70	\$11,131.00
Equity Incentives (Post-Petition)	1.90	\$2,470.00
FINRA Review (Post-Petition)	29.10	\$25,146.50
General Corporate (Post-Petition)	80.80	\$105,198.50
Project Athena (Post-Petition)	44.00	\$49,235.50
Project Chronos (Post-Petition)	276.50	\$375,786.50
<b>Total</b>	<b>448.90</b>	<b>\$576,638.00</b>

**EXPENSE SUMMARY**

<b>Expense Category</b>	<b>Service Provider (if applicable)<sup>4</sup></b>	<b>Total Expenses</b>
Service Search		\$99.00
Online Research	Lexis, Westlaw	\$1,544.00
<b>Total</b>		<b>\$1,643.00</b>

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<sup>4</sup> F&W may use one or more service providers. The service providers identified herein below are the primary service providers for the categories described.

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

In re:

GRITSTONE BIO, INC.,<sup>1</sup>

Debtor.

Chapter 11

Case No. 24-12305 (KBO)

Hearing Date: March 25, 2025 at 10:00 a.m. (ET)  
Objections Due: March 18, 2025 at 4:00 p.m. (ET)

**FIRST INTERIM APPLICATION FOR COMPENSATION AND REIMBURSEMENT  
OF EXPENSES OF FENWICK & WEST LLP AS SPECIAL CORPORATE COUNSEL  
FOR THE DEBTOR AND DEBTOR IN POSSESSION FOR THE PERIOD FROM  
OCTOBER 10, 2024 THROUGH DECEMBER 31, 2024**

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Pursuant to sections 330 and 331 of Title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (collectively, the “Bankruptcy Rules”), and the Court’s *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals*, entered on November 12, 2024 [Docket No. 154] (the “Administrative Order”), Fenwick & West LLP (“F&W” or the “Firm”), special corporate counsel for the debtor and debtor in possession (“Debtor”), hereby submits its *First Interim Application for Compensation and Reimbursement of Expenses of Fenwick & West LLP as Special Corporate Counsel for the Debtor and Debtor in Possession for the Period from October 10, 2024 through December 31, 2024* (the “Application”).

By this Application F&W seeks an interim allowance of compensation in the amount of \$518,974.20 and actual and necessary expenses in the amount of \$1,643.00 for a total allowance of \$520,617.20 and payment of the unpaid amount of such fees and expenses for the period October

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<sup>1</sup> The Debtor’s mailing address is 4698 Willow Road, Pleasanton, CA 94588, and the last four digits of the Debtor’s federal tax identification number is 9534.

10, 2024 through December 31, 2024 (the “Fee Period”). In support of this Application, F&W respectfully represents as follows:

**Background**

1. On October 10, 2024, (the “Petition Date”), the Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code (the “Chapter 11 Case”). The Debtor is operating its business and managing its property as debtor in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

2. On October 29, 2024, the Office of the United States Trustee (the “U.S. Trustee”) appointed an Official Committee of Unsecured Creditors (the “Committee”) including the following: BMR-Sidney Research Campus LLC, Presidio, and Murigenics, Inc. *See* Docket No. 77.

3. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

4. On November 12, 2024, the Court entered the Administrative Order, authorizing estate professionals (the “Retained Professionals”) to submit applications for interim compensation and reimbursement for expenses, pursuant to the procedures specified therein. The Administrative Order provides, among other things, that a Retained Professional may submit Monthly Applications. If no objections are made within fourteen (14) days after service of the Monthly Application the Debtor is authorized to pay the Retained Professional eighty percent (80%) of the requested fees and one hundred percent (100%) of the requested expenses. Beginning with the period ending December 31, 2024, and at three-month intervals or such other intervals convenient to the Court, each of the Retained Professionals may file and serve an interim

application for allowance of the amounts sought in its Monthly Applications for that period. All fees and expenses paid are on an interim basis until final allowance by the Court.

5. The retention of F&W, as special corporate counsel for the Debtor, was approved effective as of October 10, 2024, by this Court's *Order Under 327(e) of the Bankruptcy Code Authorizing the Employment and Retention of Fenwick & West LLP as Special Corporate Counsel for the Debtor Effective as of the Petition Date* [Docket No. 152] (the "Retention Order"). The Retention Order authorized F&W to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses.

6. Attorneys retained pursuant to sections 327 or 1103 of the Bankruptcy Code must comply with certain requirements of the United States Trustee's Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. §330 by Attorneys in Larger Chapter 11 Cases (the "Revised UST Guidelines"). The Office of the United States Trustee has promulgated forms to aid in compliance with the Revised UST Guidelines. Charts and tables based on such forms are attached hereto as exhibits and filled out with data to the extent relevant to these cases: Exhibit A, Customary and Comparable Compensation Disclosures with Fee Applications; Exhibit B, Summary of Timekeepers Included in this Fee Application, Exhibit C, Staffing Plan; Exhibit D-1, Summary of Compensation Requested by Project Category; Exhibit D-2, Summary of Expense Reimbursement Requested by Category; and Exhibit E, Summary Cover Sheet of Fee Application.



**F&W's APPLICATION FOR COMPENSATION AND  
FOR REIMBURSEMENT OF EXPENSES**

**Compensation Paid and Its Source**

7. The Monthly Applications (the "Monthly Applications") for the periods October 10, 2024 through December 31, 2024 of F&W have been filed and served pursuant to the Administrative Order.

8. On January 27, 2025, F&W filed its *First Monthly Application for Compensation and Reimbursement of Expenses of Fenwick & West LLP as Special Corporate Counsel for the Debtor and Debtor in Possession for the Period from October 10, 2024 through October 31, 2024* [Docket No. 382] (the "First Monthly Application") requesting \$154,613.25 in fees and \$99.00 in expenses. F&W has received payment on account of 80% of the fees and 100% of the expenses requested in the First Monthly Application. A true and correct copy of the First Monthly Application is attached hereto as **Exhibit F**.

9. On February 4, 2025, F&W filed its *Second Monthly Application for Compensation and Reimbursement of Expenses of Fenwick & West LLP as Special Corporate Counsel for the Debtor and Debtor in Possession for the Period from November 1, 2024 through November 30, 2024* [Docket No. 402] (the "Second Monthly Application") requesting \$104,929.65 in fees and \$0.00 in expenses. F&W has received payment on account of 80% of the fees and 100% of the expenses requested in the Second Monthly Application. A true and correct copy of the Second Monthly Application is attached hereto as **Exhibit G**.

10. On February 13, 2025, F&W filed its *Third Monthly Application for Compensation and Reimbursement of Expenses of Fenwick & West LLP as Special Corporate Counsel for the Debtor and Debtor in Possession for the Period from December 1, 2024 through December 31, 2024* [Docket No. 448] (the "Third Monthly Application") requesting \$259,431.30 in fees and

\$1,544.00 in expenses. F&W has received payment on account of 80% of the fees and 100% of the expenses requested in the Third Monthly Application. A true and correct copy of the Third Monthly Application is attached hereto as **Exhibit H**.

11. The Monthly Applications covered by this Application contain detailed daily time logs describing the actual and necessary services provided by F&W during the periods covered by such applications as well as other detailed information required to be included in fee applications.

**Requested Relief**

12. By this Application, F&W requests that the Court approve payment of one-hundred percent (100%) of the fees and expenses incurred by F&W during the Interim Period of October 10, 2024 through December 31, 2024.

13. At all relevant times, F&W has not represented any party having an interest adverse to this case.

14. All services for which F&W requests compensation were performed for or on behalf of the Debtor.

15. F&W, and any partner, of counsel, or associate thereof, have received no payment and no promises for payment from any source other than from the Debtor for services rendered or to be rendered in any capacity whatsoever in connection with the matters covered by this Application. There is no agreement or understanding between F&W and any other person other than among the partners, of counsel, or associates of F&W for the sharing of compensation to be received for services rendered in this case. F&W has received payments from the Debtor during the year prior to the Petition Date in the amount of \$1,492,596.33, in connection with the preparation of initial documents and its prepetition representation of the Debtor, including

representation as general corporate counsel as well as representation of various litigation matters. F&W has applied all prepetition payments to all outstanding prepetition fees and expenses.

16. The professional services and related expenses for which F&W requests interim allowance of compensation and reimbursement of expenses were rendered and incurred in connection with this case in the discharge of F&W’s professional responsibilities as special corporate counsel for the Debtor in this Chapter 11 Case. F&W’s services have been necessary and beneficial to the Debtor and its estate, the Committee, creditors and other parties in interest.

17. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, it is respectfully submitted that the amount requested by F&W is fair and reasonable given (a) the complexity of the case, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under the Bankruptcy Code. Moreover, F&W has reviewed the requirements of Del. Bankr. LR 2016-2 and the Administrative Order and believes that this Application complies with such Rule and Order.

**Statement from F&W**

18. Pursuant to the Appendix B Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under United States Code by Attorneys in Larger Chapter 11 Cases, F&W responds to the following questions regarding the Application:

Question	Yes	No	Additional Explanation or Clarification
Did you agree to any variations from, or alternatives to, your standard or customary billing rates, fees or terms for services pertaining to this engagement that were provided during the application period? If so, please explain.		No.	

Question	Yes	No	Additional Explanation or Clarification
If the fees sought in this fee application as compared to the fees budgeted for the time period covered by this fee application higher by 10% or more, did you discuss the reasons for the variation with the client?		N/A	
Have any of the professionals included in this fee application varied their hourly rate based on the geographic location of the bankruptcy case?		No.	
Does the fee application include time or fees related to reviewing or revising time records or preparing, reviewing, or revising invoices?		No.	
Does this fee application include time or fees for reviewing time records to redact any privileged or other confidential information? If so, please quantify by hours and fees.		No.	
If the fee application includes any rate increases since retention in this Case: <ul style="list-style-type: none"> <li data-bbox="250 1079 748 1184">i. Did your client review and approve those rate increases in advance?</li> <li data-bbox="250 1184 748 1551">ii. Did your client agree when retaining the law firm to accept all future rate increases? If not, did you inform your client that they need not agree to modified rates or terms in order to have you continue the representation, consistent with ABA Formal Ethics Opinion 11-458?</li> </ul>		N/A	

WHEREFORE, F&W respectfully requests that, for the period October 10, 2024 through December 31, 2024, an interim allowance be made to F&W for compensation in the amount of \$518,974.20 and actual and necessary expenses in the amount of \$1,643.00 for a total allowance

of \$520,617.20 and that the Debtor be authorized and directed to pay to F&W the outstanding amount of such sums; and for such other and further relief as may be just and proper.

Dated: March 4, 2025

FENWICK & WEST LLP

*/s/ Ryan Mitteness*

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Ryan Mitteness (WA Bar No. 55982)

401 Union Street

Seattle, Washington 98101

Tel: (206) 389-4533

Email: [rmitteness@fenwick.com](mailto:rmitteness@fenwick.com)

*Special Corporate Counsel to the  
Debtor and Debtor in Possession*

**DECLARATION**

STATE OF WASHINGTON :  
:  
COUNTY OF KING :

Ryan Mitteness, after being duly sworn according to law, deposes and says:

- a) I am a partner with the applicant law firm Fenwick & West LLP.
- b) I am familiar with the legal services rendered by Fenwick & West LLP as special corporate counsel to the Debtor.
- c) I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed Del. Bankr. LR 2016-2, the Administrative Order signed on or about September 14, 2023 and submit that the Application substantially complies with such rule and orders.

*/s/ Ryan Mitteness*  
\_\_\_\_\_  
Ryan Mitteness

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

In re:

GRITSTONE BIO, INC.,<sup>1</sup>

Debtor.

Chapter 11

Case No. 24-12305 (KBO)

Hearing Date: March 25, 2025 at 10:00 a.m. (ET)  
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**NOTICE OF FIRST INTERIM APPLICATION FOR COMPENSATION AND  
REIMBURSEMENT OF EXPENSES OF FENWICK & WEST LLP AS SPECIAL  
CORPORATE COUNSEL FOR THE DEBTOR AND DEBTOR IN POSSESSION FOR  
THE PERIOD FROM OCTOBER 10, 2024 THROUGH DECEMBER 31, 2024**

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**PLEASE TAKE NOTICE** that on March 4, 2025, Fenwick & West LLP (“F&W”), special corporate counsel to the above-captioned debtor and debtor in possession (the “Debtor”), filed the *First Interim Application for Compensation and Reimbursement of Expenses of Fenwick & West LLP as Special Corporate Counsel for the Debtor and Debtor in Possession for the Period from October 10, 2024 through December 31, 2024* (the “Application”), seeking compensation for the reasonable and necessary services rendered to the Debtor in the amount of \$518,974.20 and reimbursement for actual and necessary expenses in the amount of \$1,643.00. A copy of the Application is attached hereto.

**PLEASE TAKE FURTHER NOTICE** that any response or objection to the Application, if any, must be made in writing and filed with the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801 (the “Court”) on or before March 18, 2025 at 4:00 p.m. (ET).

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<sup>1</sup> The Debtor’s mailing address is 4698 Willow Road, Pleasanton, CA 94588, and the last four digits of the Debtor’s federal tax identification number is 9534.

This Application is submitted pursuant to the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals*, entered on November 12, 2024 [Docket No. 154] (the “Administrative Order”).

**PLEASE TAKE FURTHER NOTICE** that, in accordance with the Administrative Order, any Notice of Objection (as defined in the Administrative Order) must be served upon: (i) counsel to the Debtor, Pachulski Stang Ziehl & Jones LLP, 919 North Market Street, 17th Floor, Wilmington, DE 19899, Attn: James E. O’Neill (joneill@pszjlaw.com), Debra I. Grassgreen (dgrassgreen@pszjlaw.com), John W. Lucas (jlucas@pszjlaw.com), and Malhar S. Pagay (mpagay@pszjlaw.com); (ii) counsel to the Prepetition Secured Lenders, (a) Cole Schotz P.C., 500 Delaware Avenue, Suite 1410, Wilmington, DE 19801, Attn: Stacy L. Newman (snewman@coleschotz.com), Stuart Komrower (skomrower@coleschotz.com), Warren A. Usatine (wusatine@coleschotz.com), and Felice R. Yudkin (fyudkin@coleschotz.com); (b) Sheppard Mullin, Four Embarcadero Center, Seventeenth Floor, San Francisco, CA 94111, Attn: Ori Katz (okatz@sheppardmullin.com) and Robert K. Sahyan (rsahyan@sheppardmullin.com); (iii) the Office of the United States Trustee for the District of Delaware, 844 King Street, Suite 2207, Wilmington, DE 19801, Attn: Timothy Jay Fox, Jr. (timothy.fox@usdoj.gov); and (iv) counsel for the Committee (a) ArentFox Schiff LLP, 1301 Avenue of the Americas, Floor 42, New York, New York 10019, Attn.: Andrew I. Silfen (andrew.silfen@afslaw.com), Beth M. Brownstein (beth.brownstein@afslaw.com), James E. Britton (james.britton@afslaw.com), and Patrick Feeney (patrick.feeney@afslaw.com); (b) Potter Anderson & Corroon LLP, 1313 N. Market Street, 6th Floor, Wilmington, Delaware 19801, Attn.: Christopher M. Samis (csamis@potteranderson.com), Aaron H. Stulman (astulman@potteranderson.com), Katelin A. Morales (kmorales@potteranderson.com), and Ethan H. Sulik (esulik@potteranderson.com).



**PLEASE TAKE FURTHER NOTICE THAT A HEARING ON THE APPLICATION WILL BE HELD ON MARCH 25, 2025 AT 10:00 A.M. (ET) BEFORE THE HONORABLE KAREN B. OWENS, UNITED STATES BANKRUPTCY COURT JUDGE, AT THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE, 824 NORTH MARKET STREET, 6TH FLOOR, COURTROOM NO. 3, WILMINGTON, DELAWARE 19801. ONLY OBJECTIONS MADE IN WRITING AND TIMELY FILED WILL BE CONSIDERED BY THE BANKRUPTCY COURT AT SUCH HEARING.**

**PLEASE TAKE FURTHER NOTICE THAT IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF REQUESTED IN THE APPLICATION WITHOUT FURTHER NOTICE OR HEARING.**

Dated: March 4, 2025

PACHULSKI STANG ZIEHL & JONES LLP

*/s/ James E. O'Neill*

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Debra I. Grassgreen, (admitted *pro hac vice*)

John W. Lucas, (admitted *pro hac vice*)

Malhar S. Pagay, (admitted *pro hac vice*)

James E. O'Neill (DE Bar No. 4042)

919 North Market Street, 17th Floor

P.O. Box 8750

Wilmington, Delaware 19899-8705

Tel: 302-652-4100

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[jlucas@pszjlaw.com](mailto:jlucas@pszjlaw.com)

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[joneill@pszjlaw.com](mailto:joneill@pszjlaw.com)

*Counsel to the Debtor and Debtor in Possession*

**EXHIBIT A****CUSTOMARY AND COMPARABLE COMPENSATION DISCLOSURES WITH FEE APPLICATIONS**

(See Guidelines C.3. for definitions of terms used in this Exhibit.)

CATEGORY OF TIMEKEEPER (using categories already maintained by the firm)	BLENDED HOURLY RATE*	
	BILLED OR COLLECTED Firm or offices for preceding year, excluding bankruptcy	BILLED In this fee application
Sr./Equity Partner/Shareholder	\$1,332.14	\$1,368.69
Of Counsel	\$1,128.07	\$1,017.00
Associates	\$869.79	\$869.61
Elec Info Mgmt	\$490.00	\$660.00
Paralegal	\$458.42	\$530.25
All timekeepers aggregated*	\$1,116.58*	\$1,156.10

\* Represents an estimate for the aggregate blended hourly rate for all timekeepers.

Case Name: Gritstone bio, Inc.  
Case Number: 24-12305 (KBO)  
Applicant's Name: Fenwick & West LLP  
Date of Application: March 4, 2025  
Interim or Final: Interim

**EXHIBIT B****SUMMARY OF TIMEKEEPERS INCLUDED IN THIS APPLICATION**

NAME	TITLE OR POSITION	DEPARTMENT, GROUP OR SECTION	DATE OF ADMISSION (if applicable)	HOURS BILLED IN THIS APPLICATION	FEES BILLED IN THIS APPLICATION	HOURLY RATE BILLED		NUMBER OF RATE INCREASES SINCE CASE INCEPTION
						IN THIS APPLICATION	IN FIRST INTERIM APPLICATION	
Ethan Skerry	Partner	CORP	1999	114.80	\$185,976.00	\$1,620.00	\$1,620.00	0
William Skinner	Partner	CORP	2005	19.40	\$31,040.00	\$1,600.00	\$1,600.00	0
Robert A. Freedman	Partner	CORP	1997	41.10	\$65,349.00	\$1,590.00	\$1,590.00	0
Stefano Quintini	Partner	IP	2002 (Italy); 2007 (United States)	18.80	\$27,730.00	\$1,475.00	\$1,475.00	0
Catherine Kevane	Partner	LIT	2001	19.70	\$26,496.50	\$1,345.00	\$1,345.00	0
Eric Shedlosky	Partner	CORP	2009	4.60	\$6,095.00	\$1,325.00	\$1,325.00	0
Elizabeth Gartland	Partner	CORP	2002	2.10	\$2,730.00	\$1,300.00	\$1,300.00	0
Ryan Mitteness	Partner	CORP	2011	45.20	\$58,760.00	\$1,300.00	\$1,300.00	0
Marie Bafus	Partner	LIT	2008	0.40	\$500.00	\$1,250.00	\$1,250.00	0
Jeremy Ryan Delman	Of Counsel	CORP	2012	1.70	\$1,921.00	\$1,130.00	\$1,130.00	0
Chelsea Anderson	Of Counsel	CORP	2014	29.90	\$33,787.00	\$1,130.00	\$1,130.00	0
Monica Chan	Associate	CORP	2015	36.00	\$40,680.00	\$1,130.00	\$1,130.00	0
Jennifer Yoon	Associate	CORP	2008	12.70	\$14,351.00	\$1,130.00	\$1,130.00	0
Bethany Clarke	Associate	CORP	2020	14.00	\$14,350.00	\$1,025.00	\$1,025.00	0
Zoe Zhang	Associate	CORP	2020	18.60	\$19,065.00	\$1,025.00	\$1,025.00	0
Lindsey Eugenio Macalalad	Associate	CORP	2022	21.80	\$16,895.00	\$775.00	\$775.00	0
Katie M. Hauh	Associate	LIT	2022	4.70	\$3,642.50	\$775.00	\$775.00	0
Sofiya Andreyeva	Associate	LIT	2024	0.40	\$310.00	\$775.00	\$775.00	0
Aaron Liskov	Associate	TAX	2023	3.50	\$2,362.50	\$675.00	\$675.00	0
Nick Christopher Dugas	Associate	CORP	2024	12.80	\$8,640.00	\$675.00	\$675.00	0

NAME	TITLE OR POSITION	DEPARTMENT, GROUP OR SECTION	DATE OF ADMISSION (if applicable)	HOURS BILLED IN THIS APPLICATION	FEES BILLED IN THIS APPLICATION	HOURLY RATE BILLED		NUMBER OF RATE INCREASES SINCE CASE INCEPTION
						IN THIS APPLICATION	IN FIRST INTERIM APPLICATION	
Peter Kung	Elec Info Mgmt	IT	N/A	3.20	\$2,112.00	\$660.00	\$660.00	0
Kevin Young	Paralegal	LIT	N/A	19.20	\$11,712.00	\$610.00	\$610.00	0
Laurie Blain	Paralegal	CORP	N/A	1.00	\$610.00	\$610.00	\$610.00	0
Steve Jang	Paralegal	LIT	N/A	0.50	\$277.50	\$555.00	\$555.00	0
Dina Zilberman	Paralegal	CORP	N/A	2.80	\$1,246.00	\$445.00	\$445.00	0
<b>GRAND TOTALS</b>				<b>448.90</b>	<b>\$576,638.00</b>			

Case Name: Gritstone bio, Inc.  
Case Number: 24-12305 (KBO)  
Applicant's Name: Fenwick & West LLP  
Date of Application: March 4, 2025  
Interim or Final: Interim

**EXHIBIT C****STAFFING PLAN**

<b>CATEGORY OF TIMEKEEPER 1 (using categories maintained by the firm)</b>	<b>NUMBER OF TIMEKEEPERS EXPECTED TO WORK ON THE MATTER DURING THE BUDGET PERIOD</b>	<b>AVERAGE HOURLY RATE (Based upon 2025 Rates)</b>
Partner	9	\$1,422.78
Counsel	2	\$1,130.00
Associate	9	\$887.22
Elec Info Mgmt	1	\$660.00
Paralegal	4	\$553.75

1 As an alternative, firms can identify attorney timekeepers by years of experience rather than category of attorney timekeeper: 0-3, 4-7, 8-14, and 15+. Non-attorney timekeepers, such as paralegals, should be identified by category.

Case Name: Gritstone bio, Inc.  
Case Number: 24-12305 (KBO)  
Applicant's Name: Fenwick & West LLP  
Date of Application: March 4, 2025  
Interim or Final: Interim

**EXHIBIT D-1****SUMMARY OF COMPENSATION REQUESTED BY CATEGORY***(SEE GUIDELINES ¶ C.8 FOR PROJECT CATEGORY INFORMATION)*

<b>CATEGORY</b>	<b>HOURS BILLED THIS PERIOD</b>	<b>TOTAL FOR APPLICATION</b>
Bankruptcy Estate – Appointment and Fee Applications	5.90	\$7,670.00
Derivative Litigation (Post-Petition)	10.70	\$11,131.00
Equity Incentives (Post-Petition)	1.90	\$2,470.00
FINRA Review (Post-Petition)	29.10	\$25,146.50
General Corporate (Post-Petition)	80.80	\$105,198.50
Project Athena (Post-Petition)	44.00	\$49,235.50
Project Chronos (Post-Petition)	276.50	\$375,786.50
<b>GRAND TOTALS</b>	<b>448.90</b>	<b>\$576,638.00</b>

Case Name: Gritstone bio, Inc.

Case Number: 24-12305 (KBO)

Applicant's Name: Fenwick & West LLP

Date of Application: March 4, 2025

Interim or Final: Interim

**EXHIBIT D-2**

**SUMMARY OF EXPENSE REIMBURSEMENT REQUESTED BY CATEGORY**

(SEE GUIDELINES ¶ C.8 FOR PROJECT CATEGORY INFORMATION)

<b>Expense</b>	<b>Total</b>
Service Search	\$99.00
Online Research	\$1,544.00
<b>GRAND TOTAL</b>	<b>\$1,643.00</b>

Case Name: Gritstone bio, Inc.  
Case Number: 24-12305 (KBO)  
Applicant's Name: Fenwick & West LLP  
Date of Application: March 4, 2025  
Interim or Final: Interim

**EXHIBIT E****SUMMARY COVER SHEET OF FEE APPLICATION**

<b>Name of Applicant:</b>	<b>Fenwick &amp; West LLP</b>
Name of client:	Debtor and Debtor in Possession
Time period covered by this application:	October 10, 2024 - December 31, 2024
Total compensation sought this period:	\$518,974.20
Total expenses sought this period:	\$1,643.00
Petition date:	October 10, 2024
Retention date:	October 10, 2024
Date of order approving employment:	November 12, 2024 [Docket No. 152]
Total fees approved by interim order to date:	\$0.00
Total expenses approved by interim order to date:	\$0.00
Total allowed fees paid to date:	\$0.00
Total allowed expenses paid to date:	\$0.00
Blended rate in this application for all attorneys:	\$1,195.20
Blended rate in this application for all timekeepers:	\$1,156.10
Fees sought in this application already paid pursuant to a monthly compensation order but not yet allowed:	\$0
Expenses sought in this application already paid pursuant to a monthly compensation order but not yet allowed:	\$0
Number of professionals included in this application:	25
If applicable, number of professionals in this application not included in staffing plan approved by client:	N/A
If applicable, difference between fees budgeted and compensation sought for this period:	N/A
Number of professionals billing fewer than 15 hours to the case during this period	14



<b>Name of Applicant:</b>	<b>Fenwick &amp; West LLP</b>
Are any rates higher than those approved or disclosed at retention? If yes, calculate and disclose the total compensation sought in this application using the rates originally disclosed in the retention application	No.

Case Name: Gritstone bio, Inc.  
 Case Number: 24-12305 (KBO)  
 Applicant's Name: Fenwick & West LLP  
 Date of Application: March 4, 2025  
 Interim or Final: Interim

**EXHIBIT F**

**FIRST MONTHLY APPLICATION**

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

In re:

GRITSTONE BIO, INC.,<sup>1</sup>

Debtor.

Chapter 11

Case No. 24-12305 (KBO)

Objections Due: February 10, 2025 at 4:00 P.M. (ET)  
Hearing Date: To be scheduled if necessary

**SUMMARY OF FIRST MONTHLY APPLICATION FOR COMPENSATION AND  
REIMBURSEMENT OF EXPENSES OF FENWICK & WEST LLP AS SPECIAL  
CORPORATE COUNSEL FOR THE DEBTOR AND DEBTOR IN POSSESSION FOR  
THE PERIOD FROM OCTOBER 10, 2024 THROUGH OCTOBER 31, 2024**

Name of Applicant:	Fenwick & West LLP
Authorized to Provide Professional Services to:	Debtor and Debtor in Possession
Date of Retention:	Effective as of October 10, 2024 by order signed November 12, 2024
Period for which Compensation and Reimbursement is Sought:	October 10, 2024 through October 31, 2024 <sup>2</sup>
Amount of Compensation Sought as Actual, Reasonable and Necessary:	\$154,613.25 <sup>3</sup>
Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary:	\$99.00

This is a:     monthly     interim     final application.

The total time expended for fee application preparation is approximately 3.0 hours and the corresponding compensation requested is approximately \$2,500.00.

<sup>1</sup> The Debtor's mailing address is 4698 Willow Road, Pleasanton, CA 94588, and the last four digits of the Debtor's federal tax identification number is 9534.

<sup>2</sup> The applicant reserves the right to include any time expended in the time period indicated above in future application(s) if it is not included herein.

<sup>3</sup> Fenwick & West LLP applied a 10% discount to its fees in the amount of \$17,179.25.



**PRIOR APPLICATIONS FILED**

<b>Date Filed</b>	<b>Period Covered</b>	<b>Requested Fees</b>	<b>Requested Expenses</b>	<b>Approved Fees</b>	<b>Approved Expenses</b>

No prior Applications have been filed.

**F&W PROFESSIONALS**

<b>Name of Professional Individual</b>	<b>Position of the Applicant, Year of Obtaining License to Practice</b>	<b>Hourly Billing Rate</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
Ethan Skerry	Partner, 1999	\$1,620.00	16.00	\$25,920.00
William Skinner	Partner, 2005	\$1,600.00	4.50	\$7,200.00
Robert A. Freedman	Partner, 1997	\$1,590.00	15.00	\$23,850.00
Stefano Quintini	Partner, 2002 (Italy); 2007 (United States)	\$1,475.00	10.20	\$15,045.00
Catherine Kevane	Partner, 2001	\$1,345.00	6.60	\$8,877.00
Eric Shedlosky	Partner, 2009	\$1,325.00	4.60	\$6,095.00
Elizabeth Gartland	Partner, 2002	\$1,300.00	0.20	\$260.00
Ryan Mitteness	Partner, 2011	\$1,300.00	26.90	\$34,970.00
Chelsea Anderson	Of Counsel, 2014	\$1,130.00	15.60	\$17,628.00
Jeremy Ryan Delman	Of Counsel, 2012	\$1,130.00	1.70	\$1,921.00
Monica Chan	Associate, 2015	\$1,130.00	9.00	\$10,170.00
Bethany Clarke	Associate, 2020	\$1,025.00	12.80	\$13,120.00
Lindsey Eugenio Macalalad	Associate, 2022	\$775.00	3.10	\$2,402.50
Kevin Young	Paralegal, N/A	\$610.00	5.50	\$3,355.00
Dina Zilberman	Paralegal, N/A	\$445.00	2.20	\$979.00

<b>Grand Total:</b>	<b>\$171,792.50</b>
<b>Grand Total Minus 10% Discount:</b>	<b>\$154,613.25</b>
<b>Total Hours:</b>	<b>133.90</b>
<b>Blended Rate:</b>	<b>\$1,154.69</b>

**COMPENSATION BY CATEGORY**

<b>Project Categories</b>	<b>Total Hours</b>	<b>Total Fees</b>
Derivative Litigation (Post-Petition)	4.90	\$6,052.00
FINRA Review (Post-Petition)	10.90	\$9,564.50
Project Athena (Post-Petition)	6.70	\$8,381.50
Project Chronos (Post-Petition)	60.90	\$81,797.00
General Corporate (Post-Petition)	47.30	\$61,837.50
Bankruptcy Estate – Appointment and Fee Applications	3.20	\$4,160.00
<b>Totals:</b>	<b>133.90</b>	<b>\$171,792.50</b>

**EXPENSE SUMMARY**

<b>Expense Category</b>	<b>Service Provider<sup>4</sup> (if applicable)</b>	<b>Total Expenses</b>
Service Search		\$99.00
<b>Total:</b>		<b>\$99.00</b>

<sup>4</sup> Fenwick & West LLP may use one or more service providers. The service providers identified are the primary service providers for the categories described.

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:

GRITSTONE BIO, INC.,<sup>1</sup>

Debtor.

Chapter 11

Case No. 24-12305 (KBO)

Objections Due: February 10, 2025 at 4:00 P.M. (ET)  
Hearing Date: To be scheduled if necessary

**FIRST MONTHLY APPLICATION FOR COMPENSATION AND REIMBURSEMENT  
OF EXPENSES OF FENWICK & WEST LLP AS SPECIAL CORPORATE COUNSEL  
FOR THE DEBTOR AND DEBTOR IN POSSESSION FOR THE PERIOD FROM  
OCTOBER 10, 2024 THROUGH OCTOBER 31, 2024**

Pursuant to sections 330 and 331 of Title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (collectively, the “Bankruptcy Rules”) and this Court’s *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals*, entered on November 12, 2024, (the “Administrative Order”), Fenwick & West LLP (“F&W” or the “Firm”), special corporate counsel for the debtor and debtor in possession (“Debtor”), hereby submits its *First Monthly Application for Compensation and Reimbursement of Expenses of Fenwick & West LLP as Special Corporate Counsel for the Debtor and Debtor in Possession for the Period from October 10, 2024 through October 31, 2024* (the “Application”).

By this Application F&W seeks a monthly interim allowance of compensation in the amount of \$154,613.25 and actual and necessary expenses in the amount of \$99.00 for a total allowance of \$154,712.25 and payment of \$123,690.60 (80% of the allowed fees) and reimbursement of \$99.00 (100% of the allowed expenses) for a total payment of

<sup>1</sup> The Debtor’s mailing address is 4698 Willow Road, Pleasanton, CA 94588, and the last four digits of the Debtor’s federal tax identification number is 9534.

\$123,789.60178,634.85 for the period October 10, 2024 through October 31, 2024 (the “Fee Period”):

### Background

1. On October 10, 2024, (the “Petition Date”), the Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code (the “Chapter 11 Case”). The Debtor is operating its business and managing its property as debtor in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

2. On October 29, 2024, the Office of the United States Trustee (the “U.S. Trustee”) appointed an Official Committee of Unsecured Creditors (the “Committee”) including the following: BMR-Sidney Research Campus LLC, Presidio, and Murigenics, Inc.. *See* Docket No. 77.

3. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

4. On November 12, 2024, the Court entered the Administrative Order, authorizing estate professionals (the “Retained Professionals”) to submit applications for interim compensation and reimbursement for expenses, pursuant to the procedures specified therein. The Administrative Order provides, among other things, that a Retained Professional may submit monthly fee applications. If no objections are made within fourteen (14) days after service of the monthly fee application the Debtor is authorized to pay the Retained Professional eighty percent (80%) of the requested fees and one hundred percent (100%) of the requested expenses. Beginning with the period ending December 31, 2024, and at three-month intervals or such other intervals convenient to the Court, each of the Retained Professionals may file and serve an

interim application for allowance of the amounts sought in its monthly fee applications for that period. All fees and expenses paid are on an interim basis until final allowance by the Court.

5. The retention of F&W, as special corporate counsel for the Debtor, was approved effective as of October 10, 2024, by this Court's *Order Under 327(e) of the Bankruptcy Code Authorizing the Employment and Retention of Fenwick & West LLP as Special Corporate Counsel for the Debtor Effective as of the Petition Date*, entered on November 12, 2024 (the "Retention Order"). The Retention Order authorized F&W to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses.

### **F&W'S APPLICATION FOR COMPENSATION AND FOR REIMBURSEMENT OF EXPENSES**

#### **Compensation Paid and Its Source**

6. All services for which F&W requests compensation were performed for or on behalf of the Debtor, and not on behalf of any committee, creditor or other person.

7. The professional services and related expenses for which F&W requests interim allowance of compensation and reimbursement of expenses were rendered and incurred in connection with this case in the discharge of F&W's professional responsibilities as special corporate counsel for the Debtor in this Chapter 11 Case. F&W's services have been necessary and beneficial to the Debtor and its estate, creditors and other parties in interest.

#### **Fee & Expense Statements**

8. Invoices for the Fee Period are attached hereto as **Exhibit A**. These statements contain daily time logs describing the time spent by each attorney and paraprofessional and summaries of the actual and necessary expenses incurred by F&W during the Fee Period. To the best of F&W's knowledge, this Application complies with sections 330 and 331 of the Bankruptcy Code, the Bankruptcy Rules and the Administrative Order. F&W's time reports are



initially handwritten or directly entered in the billing system, by the attorney or paralegal performing the described services. The time reports are organized on a daily basis.

9. F&W believes the foregoing rates are the market rates that the majority of law firms charge clients for such services. In addition, F&W believes that such charges are in accordance with the American Bar Association's ("ABA") guidelines, as set forth in the ABA's Statement of Principles, dated January 12, 1995, regarding billing for disbursements and other charges.

### **Summary of Services by Project**

10. The services rendered by F&W during the Fee Period are grouped into the categories set forth below. F&W attempted to place the services provided in the category that best relates to such services. However, because certain services may relate to one or more categories, services pertaining to one category may in fact be included in another category. These services performed, by categories, are generally described below, with a more detailed identification of the actual services provided set forth on the attached **Exhibit A**. Exhibit A identifies the attorneys and paraprofessionals who rendered services relating to each category, along with the number of hours for each individual and the total compensation sought for each category.

#### **A. Derivative Litigation (Post-Petition)**

11. Services in this category are related to non-bankruptcy litigation and automatic stay notices.

Fees: \$6,052.00      Hours: 4.90

**B. FINRA Review (Post-Petition)**

12. Services in this category are related to the analysis of FINRA's request to the Debtor and preparation of a response thereto.

Fees: \$9,564.50      Hours: 10.90

**C. Project Athena (Post-Petition)**

13. Services in this category are related to the analysis and discussion of the impact of the Chapter 11 Case on ongoing pre-petition securities litigation.

Fees: \$8,381.50      Hours: 6.70

**D. Project Chronos (Post-Petition)**

14. Services in this category are related to (a) preparation of board minutes and materials; (b) analysis and discussions regarding the Company's asset sale process; (c) preparation of related SEC filings; preparation of Board approvals and related materials in connection with the Company's KEIP and KERP; (d) preparation of asset purchase agreement; and (e) discussions regarding DIP loan and lender matters.

Fees: \$81,797.00      Hours: 60.90

**E. General Corporate (Post-Petition)**

15. Services in this category are related to (a) correspondence regarding warrant exercises; (b) analysis and advise related to Company equity matters and employee communications; (c) preparation of SEC filings in connection with the bankruptcy proceedings; (d) analysis and discussion regarding the Company's NOL preservation motion; (e) preparation and discussion regarding board minutes and materials; (f) analysis and advise on impact of bankruptcy on Company license agreements; and (g) preparation of board approvals and related materials in connection with the Company's DIP loan facility and other matters.

Fees: \$61,837.50      Hours: 47.30

**F. Bankruptcy Estate – Appointment and Fee Applications**

16. Services in this category relate to the preparation and filing of F&W's application for appointment as special corporate counsel.

Fees: \$4,160.00      Hours: 3.20

**Valuation of Services**

17. Attorneys and paraprofessionals of F&W expended a total 133.90 hours in connection with their representation of the Debtor as special corporate counsel during the Fee Period, as follows:

<b>Name of Professional Individual</b>	<b>Position of the Applicant, Year of Obtaining License to Practice</b>	<b>Hourly Billing Rate</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
Ethan Skerry	Partner, 1999	\$1,620.00	16.00	\$25,920.00
William Skinner	Partner, 2005	\$1,600.00	4.50	\$7,200.00
Robert A. Freedman	Partner, 1997	\$1,590.00	15.00	\$23,850.00
Stefano Quintini	Partner, 2002 (Italy); 2007 (United States)	\$1,475.00	10.20	\$15,045.00
Catherine Kevane	Partner, 2001	\$1,345.00	6.60	\$8,877.00
Eric Shedlosky	Partner, 2009	\$1,325.00	4.60	\$6,095.00
Elizabeth Gartland	Partner, 2002	\$1,300.00	0.20	\$260.00
Ryan Mitteness	Partner, 2011	\$1,300.00	26.90	\$34,970.00
Chelsea Anderson	Of Counsel, 2014	\$1,130.00	15.60	\$17,628.00
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Kevin Young	Paralegal, N/A	\$610.00	5.50	\$3,355.00
Dina Zilberman	Paralegal, N/A	\$445.00	2.20	\$979.00

<b>Grand Total:</b>	<b>\$171,792.50</b>
<b>Grand Total Minus 10% Discount:</b>	<b>\$154,613.25</b>
<b>Total Hours:</b>	<b>133.90</b>
<b>Blended Rate:</b>	<b>\$1,154.69</b>

18. The nature of work performed by these persons is fully set forth in **Exhibit A** attached hereto. These are F&W's normal hourly rates for work of this character. The reasonable value of the services rendered by F&W for the Debtor during the Fee Period is \$154,613.25.

19. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, it is respectfully submitted that the amount requested by F&W is fair and reasonable given (a) the complexity of the case, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under the Bankruptcy Code. Moreover, F&W has reviewed the requirements of Del. Bankr. LR 2016-2 and the Administrative Order signed on or about September 14, 2023 and believes that this Application complies with such Rule and Order.

WHEREFORE, F&W respectfully requests that the Court enter an order providing that, for the period of October 10, 2024 through October 31, 2024, an interim allowance be made to F&W for compensation in the amount of \$154,613.25 and actual and necessary expenses in the amount of \$99.00 for a total allowance of \$154,712.25 and payment of \$123,690.60 (80% of the allowed fees) and reimbursement of \$99.00 (100% of the allowed expenses) for a total payment of \$123,789.60; and for such other and further relief as this Court deems proper.

Dated: January 27, 2025

FENWICK & WEST LLP

*/s/ Ryan Mitteness*

\_\_\_\_\_  
Ryan Mitteness (WA Bar No. 55982)

401 Union Street

Seattle, Washington 98101

Tel: (206) 389-4533

Email: [rmitteness@fenwick.com](mailto:rmitteness@fenwick.com)

*Special Corporate Counsel to the  
Debtor and Debtor in Possession*

**DECLARATION**

STATE OF WASHINGTON :  
:  
COUNTY OF KING :

Ryan Mitteness, after being duly sworn according to law, deposes and says:

- a) I am a partner with the applicant law firm Fenwick & West LLP.
- b) I am familiar with the legal services rendered by Fenwick & West LLP as special corporate counsel to the Debtor.
- c) I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed Del. Bankr. LR 2016-2, the Administrative Order signed on or about September 14, 2023 and submit that the Application substantially complies with such rule and orders.

*/s/ Ryan Mitteness*  
\_\_\_\_\_  
Ryan Mitteness

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

In re:

GRITSTONE BIO, INC.,<sup>1</sup>

Debtor.

Chapter 11

Case No. 24-12305 (KBO)

Objections Due: February 10, 2025 at 4:00 P.M. (ET)  
Hearing Date: To be scheduled if necessary

**NOTICE OF FIRST MONTHLY APPLICATION FOR COMPENSATION AND  
REIMBURSEMENT OF EXPENSES OF FENWICK & WEST LLP AS SPECIAL  
CORPORATE COUNSEL FOR THE DEBTOR AND DEBTOR IN POSSESSION FOR  
THE PERIOD FROM OCTOBER 10, 2024 THROUGH OCTOBER 31, 2024**

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**PLEASE TAKE NOTICE** that on January 27, 2025, Fenwick & West LLP, special corporate counsel for the above-captioned debtor and debtor in possession (the “Debtor”), filed its *First Monthly Application for Compensation and Reimbursement of Expenses of Fenwick & West LLP as Special Corporate Counsel for the Debtor and Debtor in Possession for the Period of October 10, 2024 through October 31, 2024* (the “Application”), seeking compensation for the reasonable and necessary services rendered to the Debtor in the amount of \$154,613.25 and reimbursement for actual and necessary expenses in the amount of \$99.00. A copy of the Application is attached hereto.

The Application is submitted pursuant to the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals*, entered on November 12, 2024 [Docket No. 154] (the “Administrative Order”).

**PLEASE TAKE FURTHER NOTICE** that, in accordance with the Administrative Order, any Notice of Objection (as defined in the Administrative Order) must be served upon:

(i) counsel to the Debtor, Pachulski Stang Ziehl & Jones LLP, 919 North Market Street, 17th

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<sup>1</sup> The Debtor’s mailing address is 4698 Willow Road, Pleasanton, CA 94588, and the last four digits of the Debtor’s federal tax identification number is 9534.

Floor, Wilmington, DE 19899, Attn: James E. O'Neill (joneill@pszjlaw.com), Debra I. Grassgreen (dgrassgreen@pszjlaw.com), John W. Lucas (jlucas@pszjlaw.com), and Malhar S. Pagay (mpagay@pszjlaw.com); (ii) counsel to the Prepetition Secured Lenders, (a) Cole Schotz P.C., 500 Delaware Avenue, Suite 1410, Wilmington, DE 19801, Attn: Stacy L. Newman (snewman@coleschotz.com), Stuart Komrower (skomrower@coleschotz.com), Warren A. Usatine (wusatine@coleschotz.com), and Felice R. Yudkin (fyudkin@coleschotz.com); (b) Sheppard Mullin, Four Embarcadero Center, Seventeenth Floor, San Francisco, CA 94111, Attn: Ori Katz (okatz@sheppardmullin.com) and Robert K. Sahyan (rsahyan@sheppardmullin.com); (iii) the Office of the United States Trustee for the District of Delaware, 844 King Street, Suite 2207, Wilmington, DE 19801, Attn: Timothy Jay Fox, Jr. (timothy.fox@usdoj.gov); and (iv) counsel for the Committee (a) ArentFox Schiff LLP, 1301 Avenue of the Americas, Floor 42, New York, New York 10019, Attn.: Andrew I. Silfen (andrew.silfen@afslaw.com), Beth M. Brownstein (beth.brownstein@afslaw.com), James E. Britton (james.britton@afslaw.com), and Patrick Feeney (patrick.feeney@afslaw.com); (b) Potter Anderson & Corroon LLP, 1313 N. Market Street, 6th Floor, Wilmington, Delaware 19801, Attn.: Christopher M. Samis (csamis@potteranderson.com), Aaron H. Stulman (astulman@potteranderson.com), Katelin A. Morales (kmorales@potteranderson.com), and Ethan H. Sulik (esulik@potteranderson.com).

**PLEASE TAKE FURTHER NOTICE THAT IF NO NOTICE OF OBJECTION IS SERVED IN ACCORDANCE WITH THE ADMINISTRATIVE ORDER, THEN 80% OF FEES AND 100% OF EXPENSES REQUESTED IN THE APPLICATION MAY BE PAID WITHOUT FURTHER HEARING OR ORDER OF THE COURT.**

Dated: January 27, 2025

PACHULSKI STANG ZIEHL & JONES LLP

*/s/ James E. O'Neill*

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Debra I. Grassgreen, (admitted *pro hac vice*)

John W. Lucas, (admitted *pro hac vice*)

Malhar S. Pagay, (admitted *pro hac vice*)

James E. O'Neill (DE Bar No. 4042)

919 North Market Street, 17th Floor

P.O. Box 8750

Wilmington, Delaware 19899-8705

Tel: 302-652-4100

Fax: 302-652-4400

Email: [dgrassgreen@pszjlaw.com](mailto:dgrassgreen@pszjlaw.com)

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*Counsel to the Debtor and Debtor in Possession*



# Exhibit A



Fenwick & West LLP  
801 California Street  
Mountain View, CA 94041  
Tel 650.988.8500  
www.fenwick.com

Gritstone bio, Inc.  
5959 Horton Street, Suite 300  
Emeryville, CA 94608

Invoice Date: November 30, 2024

Client Number: 32669

Matter Number: 00410

Invoice Number: 1064970

Attn: Celia Economides  
Chief Financial Officer

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For professional services rendered through October 31, 2024.

Fees:	\$ 6,052.00
Less 10.0% Discount on Matter(s): 00410	(605.20)
Adjusted Fees:	\$ 5,446.80
Disbursements:	99.00
	<hr/>
CURRENT AMOUNT DUE	\$ 5,545.80

Gritstone bio, Inc.  
 Client Number: 32669

Invoice Date: November 30, 2024  
 Invoice Number: 1064970  
 Billing Attorney: Stefano Quintini

Page 2

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Derivative Litigation (Post-Petition)  
 Matter number 32669-00410

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/10/24	Monica Chan	Email regarding and prepare notice of pendency.	0.1	113.00
10/14/24	Monica Chan	Analyze and research stay of proceedings pending bankruptcy (0.7); revise notice of pendency of bankruptcy (0.1).	0.8	904.00
10/14/24	Catherine Kevane	Evaluate by-laws and related issues impacting stay.	0.5	672.50
10/14/24	Ryan Mitteness	Call with C. Kevane regarding litigation matters.	0.5	650.00
10/15/24	Monica Chan	Analyze stay or dismissal pending bankruptcy (0.3); finalize notice of pendency of bankruptcy (0.1).	0.4	452.00
10/15/24	Catherine Kevane	Prepare notices of pendency and file same.	0.2	269.00
10/22/24	Catherine Kevane	Evaluate case filings and research arguments for global stay.	1.3	1,748.50
10/28/24	Monica Chan	Analyze and summarize impact of bankruptcy and stay of derivative claims.	1.1	1,243.00
Total Hours and Fees			4.9	\$ 6,052.00

Timekeeper Summary

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Catherine Kevane	Partner	2.0	1345.00	2,690.00
Ryan Mitteness	Partner	0.5	1300.00	650.00
Monica Chan	Associate	2.4	1130.00	2,712.00
Total Hours and Fees		4.9		\$ 6,052.00

Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: November 30, 2024  
Invoice Number: 1064970  
Billing Attorney: Stefano Quintini

Page 3

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Derivative Litigation (Post-Petition)  
Matter number 32669-00410

Disbursement Summary

<u>Date</u>	<u>Description</u>	<u>Total</u>
10/28/24	Service: Search Done By M. Chan; Charge Type: Access Charge; Quantity: 1	99.00
	Total Disbursements	<hr/> \$ 99.00



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Gritstone bio, Inc.  
5959 Horton Street, Suite 300  
Emeryville, CA 94608

Invoice Date: November 30, 2024

Client Number: 32669

Matter Number: 00411

Invoice Number: 1064971

Attn: Celia Economides  
Chief Financial Officer

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For professional services rendered through October 31, 2024.

Fees:	\$ 9,564.50
Less 10.0% Discount on Matter(s): 00411	(956.45)
Adjusted Fees:	\$ 8,608.05
<hr/>	
CURRENT AMOUNT DUE	\$ 8,608.05

Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: November 30, 2024  
Invoice Number: 1064971  
Billing Attorney: Stefano Quintini

Page 2

FINRA Review (Post-Petition)  
Matter number 32669-00411

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/14/24	Monica Chan	Analyze and email regarding next steps in response to FINRA's follow-up request.	0.5	565.00
10/14/24	Catherine Kevane	Prepare client correspondence regarding FINRA follow-up request and draft response to FINRA.	0.2	269.00
10/14/24	Kevin Young	Review and analyze FINRA inquiry and research for same (1.0); draft client email (0.3).	1.3	793.00
10/15/24	Monica Chan	Prepare response to FINRA's follow-up request.	0.4	452.00
10/15/24	Kevin Young	Research in preparation for responding to FINRA inquiry.	0.6	366.00
10/21/24	Monica Chan	Email regarding response to FINRA's request.	0.2	226.00
10/24/24	Monica Chan	Email regarding and work on response to FINRA's follow-up request.	0.4	452.00
10/25/24	Monica Chan	Contact third parties in connection with follow-up FINRA request.	0.4	452.00
10/28/24	Catherine Kevane	Attend to FINRA request.	0.3	403.50
10/29/24	Chelsea Anderson	Attention to correspondence regarding FINRA response.	0.3	339.00
10/30/24	Monica Chan	Prepare response to FINRA chronology request.	1.2	1,356.00
10/30/24	Kevin Young	Research in preparation for responding to FINRA inquiry and prepare Part A spreadsheet and draft response.	2.4	1,464.00
10/31/24	Chelsea Anderson	Attention to correspondence regarding FINRA response.	0.4	452.00

Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: November 30, 2024  
Invoice Number: 1064971  
Billing Attorney: Stefano Quintini

Page 3

FINRA Review (Post-Petition)  
Matter number 32669-00411

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/31/24	Monica Chan	Analyze materials and prepare response to FINRA's request.	1.1	1,243.00
10/31/24	Kevin Young	Research in preparation for responding to FINRA inquiry.	1.2	732.00
Total Hours and Fees			10.9	\$ 9,564.50

Timekeeper Summary

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Chelsea Anderson	Partner	0.7	1130.00	791.00
Catherine Kevane	Partner	0.5	1345.00	672.50
Monica Chan	Associate	4.2	1130.00	4,746.00
Kevin Young	Paralegal	5.5	610.00	3,355.00
Total Hours and Fees		10.9		\$ 9,564.50



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Gritstone bio, Inc.  
5959 Horton Street, Suite 300  
Emeryville, CA 94608

Invoice Date: November 30, 2024

Client Number: 32669

Matter Number: 00412

Invoice Number: 1064972

Attn: Celia Economides  
Chief Financial Officer

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For professional services rendered through October 31, 2024.

Fees:	\$ 8,381.50
Less 10.0% Discount on Matter(s): 00412	(838.15)
Adjusted Fees:	\$ 7,543.35
<hr/>	
CURRENT AMOUNT DUE	\$ 7,543.35



Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: November 30, 2024  
Invoice Number: 1064972  
Billing Attorney: Stefano Quintini

Page 2

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Project Athena (Post-Petition)  
Matter number 32669-00412

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/10/24	Monica Chan	Email regarding and prepare notice of pendency.	0.1	113.00
10/10/24	Catherine Kevane	Evaluate impact of bankruptcy on securities litigation.	0.6	807.00
10/10/24	Lindsey Eugenio Macalalad	Review and revise draft FAQ on equity matters (0.1); confer with working group regarding same (0.1).	0.2	155.00
10/14/24	Monica Chan	Finalize notice of pendency of bankruptcy proceeding.	0.2	226.00
10/14/24	Catherine Kevane	Prepare for and conduct call with counsel for carrier regarding status and update (0.5); attend to notices of pendency (0.3); confer with bankruptcy counsel regarding stay (0.2).	1.0	1,345.00
10/15/24	Catherine Kevane	Prepare notice of pendency and file same (0.2); analyze case law regarding stay of overall proceedings and follow-up re same (0.7).	0.9	1,210.50
10/22/24	Monica Chan	Analyze plaintiff's statement regarding Gritstone's notice of pendency of bankruptcy.	0.3	339.00
10/23/24	Monica Chan	Strategize regarding impact on bankruptcy filing on plaintiffs' claims.	0.2	226.00
10/23/24	Catherine Kevane	Analyze statement by plaintiff in securities class action (0.4); confer with bankruptcy counsel re same (0.4).	0.8	1,076.00
10/24/24	Monica Chan	Analyze next steps and strategy in securities class action pending bankruptcy.	0.5	565.00
10/24/24	Catherine Kevane	Prepare for and attend meeting regarding Securities Class Action and impact of bankruptcy on strategy.	0.8	1,076.00

Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: November 30, 2024  
Invoice Number: 1064972  
Billing Attorney: Stefano Quintini

Page 3

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Project Athena (Post-Petition)  
Matter number 32669-00412

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/28/24	Monica Chan	Analyze impact of bankruptcy on amended complaint and strategize regarding next steps.	1.1	1,243.00
		Total Hours and Fees	6.7	\$ 8,381.50

Timekeeper Summary

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Catherine Kevane	Partner	4.1	1345.00	5,514.50
Monica Chan	Associate	2.4	1130.00	2,712.00
Lindsey Eugenio Macalalad	Associate	0.2	775.00	155.00
	Total Hours and Fees	6.7		\$ 8,381.50



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Gritstone bio, Inc.  
5959 Horton Street, Suite 300  
Emeryville, CA 94608

Invoice Date: November 30, 2024

Client Number: 32669

Matter Number: 00605

Invoice Number: 1064973

Attn: Celia Economides  
Chief Financial Officer

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For professional services rendered through October 31, 2024.

Fees:	\$ 81,797.00
Less 10.0% Discount on Matter(s): 00605	(8,179.70)
Adjusted Fees:	\$ 73,617.30
<hr/>	
CURRENT AMOUNT DUE	\$ 73,617.30

Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: November 30, 2024  
Invoice Number: 1064973  
Billing Attorney: Stefano Quintini

Page 2

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Project Chronos (Post-Petition)  
Matter number 32669-00605

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/10/24	Chelsea Anderson	Review and revise minutes (0.6); attend calls and attention to correspondence regarding Chapter 11 filing (1.0).	1.6	1,808.00
10/10/24	Bethany Clarke	Turn comments to Form 8-K (Item 1.03, 2.04, 7.01, 9.01) (1.0); attention to correspondence regarding filing of same (0.6).	1.6	1,640.00
10/10/24	Ethan Skerry	Review term sheet and comment on same (1.3); intro call with lender counsel (0.5); working group call (0.5).	2.3	3,726.00
10/11/24	Chelsea Anderson	Review and revise minutes and attention to correspondence regarding same (0.5); draft Form 8-K and attention to correspondence regarding same (0.9); attention to correspondence regarding outstanding items (0.7); call with working group regarding same (0.5).	2.6	2,938.00
10/11/24	Bethany Clarke	Participate in conference call regarding Nasdaq, Form 8-K and stock administration matters.	0.8	820.00
10/11/24	Ethan Skerry	All hands call regarding next steps on potential sale process (0.5); attention to Fenwick budget and cash motion issues (0.3); internal discussion regarding status of discussions with CTS (0.2).	1.0	1,620.00
10/13/24	Chelsea Anderson	Attention to correspondence.	0.6	678.00
10/13/24	Bethany Clarke	Draft Compensation Committee Consent for KEIP and KERP approvals.	1.6	1,640.00
10/14/24	Chelsea Anderson	Review and revise FAQ and Form 8-K (1.0); attention to correspondence (0.6).	1.6	1,808.00

Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: November 30, 2024  
Invoice Number: 1064973  
Billing Attorney: Stefano Quintini

Page 3

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Project Chronos (Post-Petition)  
Matter number 32669-00605

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/14/24	Bethany Clarke	Turn comments and attention to correspondence with Pachulski and client regarding Board consent approving KERP and KEIP.	0.5	512.50
10/14/24	Bethany Clarke	Turn comments to Form 8-K (Item 1.03, 2.04, 7.01, 9.01) and attention to correspondence regarding filing of same.	1.6	1,640.00
10/14/24	Robert A. Freedman	Review of SEC filings and Nasdaq matters related to Chronos (0.7); discussions with Fenwick team and company (0.5).	1.2	1,908.00
10/14/24	Ryan Mitteness	Review draft NDA.	1.1	1,430.00
10/14/24	Ethan Skerry	Internal discussion regarding D&O insurance matters and review of policies for same.	0.5	810.00
10/15/24	Chelsea Anderson	Call and attention to correspondence regarding potential NOLs and related matters.	0.6	678.00
10/15/24	Bethany Clarke	Attention to correspondence regarding Compensation Committee Consent (KEIP and KERP).	0.2	205.00
10/15/24	Robert A. Freedman	Attend conference calls (0.8); review of Chronos documents (0.8); discussions with Fenwick team (0.5).	2.1	3,339.00
10/15/24	Ethan Skerry	Status call with client team (0.8); prepare draft of stalking horse asset purchase agreement (2.2); attention to tax issues related to NOLs (0.3).	3.3	5,346.00
10/16/24	Bethany Clarke	Attention to correspondence regarding Form 8-K (Item 2.05, 3.01) and Compensation Committee approving KERP and KEIP.	0.3	307.50

Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: November 30, 2024  
Invoice Number: 1064973  
Billing Attorney: Stefano Quintini

Page 4

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Project Chronos (Post-Petition)  
Matter number 32669-00605

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/16/24	Robert A. Freedman	Review of documents and matters related to Chronos (0.5); discussions with Fenwick team (0.5).	1.0	1,590.00
10/16/24	Ryan Mitteness	Review draft NDA markups.	1.2	1,560.00
10/16/24	Ethan Skerry	Calls regarding NOL preservation motion and NOL analysis with Pachulski and Fenwick tax (0.7); work on bid draft of asset purchase agreement (0.6).	1.3	2,106.00
10/17/24	Ryan Mitteness	Chronos check in call.	0.7	910.00
10/17/24	Ryan Mitteness	Review NDA markups.	1.5	1,950.00
10/18/24	Robert A. Freedman	Draft and review board minutes and materials.	1.5	2,385.00
10/20/24	Chelsea Anderson	Review process update deck and attention to correspondence regarding same.	0.4	452.00
10/20/24	Ryan Mitteness	Review draft deck for lenders.	0.5	650.00
10/20/24	Ethan Skerry	Review Novo deck (0.2); internal email correspondence (0.1).	0.3	486.00
10/21/24	Chelsea Anderson	Attention to correspondence regarding NOL matters.	0.2	226.00
10/21/24	Bethany Clarke	Draft minutes for October 18, 2024 Board meeting.	0.7	717.50
10/21/24	Ryan Mitteness	Review draft CDAs.	1.2	1,560.00
10/21/24	Ethan Skerry	Work on bid draft of APA, including review of IP comments and review of comments from Pachulski and revisions to address same.	1.5	2,430.00

Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: November 30, 2024  
Invoice Number: 1064973  
Billing Attorney: Stefano Quintini

Page 5

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Project Chronos (Post-Petition)  
Matter number 32669-00605

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/21/24	Ethan Skerry	Participate in status call with client team and other advisors to discuss potential bidders, due diligence and potential plan sponsor.	0.5	810.00
10/21/24	Ethan Skerry	Call with counsel to FSI and Pachulski to discuss case status and DIP financing proposal.	0.8	1,296.00
10/22/24	Bethany Clarke	Review and comment on Schedule 1 to Chapter 11 filing.	0.8	820.00
10/22/24	Jeremy Ryan Delman	Review and revise bid draft APA.	1.7	1,921.00
10/22/24	Robert A. Freedman	Review of project Chronos documents and matters (0.7); conference call with all parties (0.5).	1.2	1,908.00
10/22/24	Ryan Mitteness	Review NDA comments.	0.5	650.00
10/22/24	Ethan Skerry	Participate in status call with advisors.	0.5	810.00
10/22/24	Ethan Skerry	Work on bid draft of asset purchase agreement and distribute.	1.0	1,620.00
10/23/24	Robert A. Freedman	Review of APA and other documents.	1.1	1,749.00
10/23/24	Ethan Skerry	Further work on revisions to APA (0.5); review comments from RJ regarding same (0.5).	1.0	1,620.00
10/24/24	Robert A. Freedman	Review of APA and other documents and matters (0.6); discussions with Fenwick team and others (0.5).	1.1	1,749.00
10/24/24	Ethan Skerry	Status call and attention to process and planning.	0.5	810.00
10/24/24	Ethan Skerry	Finalize bid draft of APA.	0.5	810.00
10/25/24	Ethan Skerry	Attend board meeting.	1.0	No Charge

Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: November 30, 2024  
Invoice Number: 1064973  
Billing Attorney: Stefano Quintini

Page 6

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Project Chronos (Post-Petition)  
Matter number 32669-00605

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/26/24	Chelsea Anderson	Attention to correspondence regarding terms of DIP loan.	0.3	339.00
10/26/24	Bethany Clarke	Turn comments to October 18, 2024 Board minutes and attention to correspondence regarding same.	0.3	307.50
10/26/24	Bethany Clarke	Review comments to October 18, 2024 Board minutes received from Bankruptcy counsel and attention to correspondence regarding same.	0.2	205.00
10/26/24	Ethan Skerry	Call with team regarding DIP loan and lender matters.	0.5	810.00
10/27/24	Chelsea Anderson	Review and revise board consent for DIP loan and attention to correspondence regarding same.	0.4	452.00
10/28/24	Chelsea Anderson	Attention to correspondence regarding DIP loan and Board approval of same (0.9); attention to correspondence regarding employee stock administration (0.4); review minutes and attention to correspondence regarding same (0.5).	1.8	2,034.00
10/28/24	Bethany Clarke	Attention to correspondence regarding DIP loan (0.2); attention to correspondence regarding October 18, 2024 Board minutes (0.2).	0.4	410.00
10/28/24	Robert A. Freedman	Review of Chronos documents and board materials.	1.1	1,749.00
10/28/24	Ethan Skerry	Prepare minutes for October 25 board meeting.	0.5	810.00



Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: November 30, 2024  
Invoice Number: 1064973  
Billing Attorney: Stefano Quintini

Page 7

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Project Chronos (Post-Petition)  
Matter number 32669-00605

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/29/24	Chelsea Anderson	Attention to correspondence regarding DIP loan timing and approval (0.7); review and revise terms of same (0.4); attend check-in call with working group regarding various workstreams and prepare for same (0.8); review and revise minutes (0.6).	2.5	2,825.00
10/29/24	Bethany Clarke	Attention to correspondence regarding DIP financing and review Form 8-K disclosure requirements in connection with same (0.2); draft Form 8-K disclosing entry into Senior Secured Superpriority Debtor-In-Possession Financing Agreement (1.0).	1.2	1,230.00
10/29/24	Robert A. Freedman	Review of Chronos related documents and matters (0.5); discussions with various parties (0.5).	1.0	1,590.00
10/30/24	Chelsea Anderson	Attention to correspondence regarding DIP approval.	0.2	226.00
10/30/24	Bethany Clarke	Draft Form 8-K disclosing entry into Senior Secured Superpriority Debtor-In-Possession Financing Agreement and turn comments and attention to correspondence regarding same.	1.2	1,230.00
10/31/24	Chelsea Anderson	Prepare for and attend sync call with working group (0.7); attention to correspondence regarding equity plans (0.3).	1.0	1,130.00
Total Hours and Fees			61.9	\$ 81,797.00

Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: November 30, 2024  
Invoice Number: 1064973  
Billing Attorney: Stefano Quintini

Page 8

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Project Chronos (Post-Petition)  
Matter number 32669-00605

Timekeeper Summary

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Chelsea Anderson	Partner	13.8	1130.00	15,594.00
Robert A. Freedman	Partner	11.3	1590.00	17,967.00
Ryan Mitteness	Partner	6.7	1300.00	8,710.00
Ethan Skerry	Partner	16.0	1620.00	25,920.00
Jeremy Ryan Delman	Of Counsel	1.7	1130.00	1,921.00
Bethany Clarke	Associate	11.4	1025.00	11,685.00
	Total Hours and Fees	60.9		\$ 81,797.00



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Gritstone bio, Inc.  
5959 Horton Street, Suite 300  
Emeryville, CA 94608

Invoice Date: November 30, 2024

Client Number: 32669

Matter Number: 00607

Invoice Number: 1064975

Attn: Celia Economides  
Chief Financial Officer

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For professional services rendered through October 31, 2024.

Fees: \$ 61,837.50

Less 10.0% Discount on Matter(s): 00607 (6,183.75)

Adjusted Fees: \$ 55,653.75

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CURRENT AMOUNT DUE \$ 55,653.75

Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: November 30, 2024  
Invoice Number: 1064975  
Billing Attorney: Stefano Quintini

Page 2

General Corporate (Post-Petition)  
Matter number 32669-00607

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/10/24	Chelsea Anderson	Attention to correspondence regarding warrant exercises.	0.8	904.00
10/10/24	Lindsey Eugenio Macalalad	Confer with working group regarding additional warrant exercises and preparation of instruction letter (.4); confer with D. Zilberman regarding same (.4); review instruction letter against Redmile calculations and collect signature for same (.2).	1.0	775.00
10/10/24	Ryan Mitteness	Emails regarding bankruptcy filing (1.0); attend Board call regarding bankruptcy filing (0.8); finalize 8-K (0.5); calls regarding warrant exercise (0.8); emails with PwC regarding budget (0.4); review equity FAQs (0.6).	4.1	5,330.00
10/10/24	Stefano Quintini	Email correspondence with Gritstone team re existing in-licenses; review same; follow-up re same.	0.9	1,327.50
10/10/24	Dina Zilberman	Review exercise notices, warrant agreements, review and update warrant tracker and prepare a draft letter of instruction to a transfer agent, EQ to transfer exercised/unrestricted shares and exchange internal communications regarding the same (1.1); review initial files received from is Latham & Watkins and exchange internal communications regarding archived documents (.8).	1.9	845.50
10/11/24	Lindsey Eugenio Macalalad	Confer with C. Anderson regarding 8-K and update for future filing date and submit to printer for processing.	0.1	77.50
10/11/24	Ryan Mitteness	Review Nasdaq 8-K (0.5); call with client regarding equity matters (0.5); emails regarding equity FAQ (1.1).	2.1	2,730.00

Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: November 30, 2024  
Invoice Number: 1064975  
Billing Attorney: Stefano Quintini

Page 3

General Corporate (Post-Petition)  
Matter number 32669-00607

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/11/24	Stefano Quintini	Prepare for call with Gritstone team re existing in-licenses (1.0); call (0.5); follow-up with bankruptcy counsel re same (1.2).	2.7	3,982.50
10/13/24	Ryan Mitteness	Revise draft Board UWC.	0.5	650.00
10/14/24	Lindsey Eugenio Macalalad	Markup proof of 8-K and confer with working group and client regarding additional details for same related to reduction in force.	0.5	387.50
10/14/24	Ryan Mitteness	Emails with W. Skinner regarding tax matters (0.4); emails regarding litigation notices (0.3); review Nasdaq delisting talking points (0.9); revised proposed investor response (0.2).	1.8	2,340.00
10/14/24	William Skinner	Review precedent for bankruptcy NOL order.	0.5	800.00
10/15/24	Elizabeth Gartland	Confer with R. Mitteness re: ESPP sales.	0.2	260.00
10/15/24	Lindsey Eugenio Macalalad	Review and revise 8-K proof and confer with client regarding same (0.3); coordinate with printer for updated proofs and timeline for filing (0.3).	0.6	465.00
10/15/24	Ryan Mitteness	Emails regarding client updates.	0.3	390.00
10/15/24	Ryan Mitteness	Call with W. Skinner regarding NOL questions.	0.5	650.00
10/15/24	William Skinner	Call with corporate team regarding bankruptcy / NOLs.	0.6	960.00
10/16/24	Robert A. Freedman	Review of board and committee matters and materials (1.0); discussions with company (0.5).	1.5	2,385.00

Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: November 30, 2024  
Invoice Number: 1064975  
Billing Attorney: Stefano Quintini

Page 4

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General Corporate (Post-Petition)  
Matter number 32669-00607

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/16/24	Lindsey Eugenio Macalalad	Confer with client regarding 8-K and coordinate filing of 8-K with DFIN.	0.2	155.00
10/16/24	Ryan Mitteness	Emails regarding insider trading policy matters.	0.5	650.00
10/16/24	Stefano Quintini	Email correspondence re stalking horse APA (0.3); discuss same (0.5).	0.8	1,180.00
10/16/24	William Skinner	Confer regarding bankruptcy and section 382 (0.5); call with Pachulski regarding same (0.4).	0.9	1,440.00
10/17/24	Robert A. Freedman	Review of board and stock trading matters.	1.1	1,749.00
10/17/24	Lindsey Eugenio Macalalad	Confer with client and working group regarding employee presentation on equity related matters.	0.2	155.00
10/17/24	Ryan Mitteness	Call with client regarding equity transfer matters (0.6); call with FW team regarding Board meeting (0.5); research Form 4 disclosure matters (1.3).	2.4	3,120.00
10/17/24	Stefano Quintini	Revise reps and covenants of APA stalking horse (1.7); email correspondence re same (0.5).	2.2	3,245.00
10/17/24	William Skinner	Review NOL preservation motion and form of APA (0.4); call with company regarding tax attributes and section 382 (0.3).	0.7	1,120.00
10/17/24	Dina Zilberman	Review client documents, warrant tracker (0.2); exchange internal communications and archive replacement warrants (0.1).	0.3	133.50
10/18/24	Ryan Mitteness	Emails regarding NOL matters.	1.1	1,430.00

Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: November 30, 2024  
Invoice Number: 1064975  
Billing Attorney: Stefano Quintini

Page 5

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General Corporate (Post-Petition)  
Matter number 32669-00607

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/18/24	William Skinner	Review Moss Adams Section 382 analysis and related questions.	0.5	800.00
10/18/24	Effie Toshav	Attend Board meeting.	1.0	No Charge
10/21/24	Robert A. Freedman	Review of board and committee minutes and materials.	1.1	1,749.00
10/21/24	William Skinner	Review Moss Adams section 382 analysis (0.5); review / revise NOL preservation motion (0.4).	0.9	1,440.00
10/22/24	Bethany Clarke	Draft minutes for October 18, 2024 Board meeting.	1.0	1,025.00
10/22/24	Ryan Mitteness	Call with Shareworks regarding delisted stock.	1.0	1,300.00
10/22/24	William Skinner	Review updated NOL preservation motion.	0.2	320.00
10/23/24	Stefano Quintini	Call re potential IP asset transaction (0.5); follow-up re same (0.4).	0.9	1,327.50
10/23/24	William Skinner	Review questions regarding NOL motion.	0.2	320.00
10/24/24	Stefano Quintini	Internal discussion re potential IP asset transaction (0.5); follow-up re same (0.2).	0.7	1,032.50
10/25/24	Ryan Mitteness	Review draft minutes.	0.4	520.00
10/26/24	Eric Shedlosky	Conference call with representatives of Pachulski regarding proposed DIP loan.	0.9	1,192.50
10/26/24	Eric Shedlosky	Review and draft comments to draft DIP loan (1.8); correspondence with J. Lucas (Pachulski) and D. Grassgreen (Pachulski) regarding DIP loan (0.3).	2.1	2,782.50

Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: November 30, 2024  
Invoice Number: 1064975  
Billing Attorney: Stefano Quintini

Page 6

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General Corporate (Post-Petition)  
Matter number 32669-00607

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/27/24	Bethany Clarke	Turn comments to October 18, 2024 Board minutes received from Bankruptcy counsel and attention to correspondence with client and Bankruptcy counsel regarding same.	0.2	205.00
10/27/24	Ryan Mitteness	Revise draft DIP resolutions.	0.3	390.00
10/27/24	Eric Shedlosky	Draft and revise board consent approving DIP loan facility.	0.8	1,060.00
10/28/24	Chelsea Anderson	Attention to correspondence regarding FINRA response.	0.3	339.00
10/28/24	Eric Shedlosky	Review revised DIP financing agreement.	0.5	662.50
10/29/24	Bethany Clarke	Turn comments to October 18, 2024 Board minutes.	0.2	205.00
10/29/24	Lindsey Eugenio Macalalad	Attention to collecting signatures for Board consent (0.1; confer with working group regarding same (0.1).	0.2	155.00
10/29/24	Stefano Quintini	Call re IP DD (0.5); review CDA precedents (0.4); draft CDA for IP DD (0.4); circulate same (0.3).	1.6	2,360.00
10/30/24	Lindsey Eugenio Macalalad	Finalize executed board consent and confer with working group regarding same.	0.1	77.50
10/30/24	Ryan Mitteness	Revise equity matters PowerPoint slide for client presentation.	1.0	1,300.00
10/30/24	Stefano Quintini	Email correspondence re IP DD (0.2); revise CDA (0.2).	0.4	590.00
10/30/24	Eric Shedlosky	Review draft Form 8-K.	0.3	397.50
10/31/24	Ryan Mitteness	Emails regarding equity plan usage post 10-Q deadline.	0.5	650.00



Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: November 30, 2024  
Invoice Number: 1064975  
Billing Attorney: Stefano Quintini

Page 7

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General Corporate (Post-Petition)  
Matter number 32669-00607

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
		Total Hours and Fees	48.3	\$ 61,837.50

Timekeeper Summary

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Chelsea Anderson	Partner	1.1	1130.00	1,243.00
Robert A. Freedman	Partner	3.7	1590.00	5,883.00
Elizabeth Gartland	Partner	0.2	1300.00	260.00
Ryan Mitteness	Partner	16.5	1300.00	21,450.00
Stefano Quintini	Partner	10.2	1475.00	15,045.00
Eric Shedlosky	Partner	4.6	1325.00	6,095.00
William Skinner	Partner	4.5	1600.00	7,200.00
Bethany Clarke	Associate	1.4	1025.00	1,435.00
Lindsey Eugenio Macalalad	Associate	2.9	775.00	2,247.50
Dina Zilberman	Paralegal	2.2	445.00	979.00
	Total Hours and Fees	47.3		\$ 61,837.50



Fenwick & West LLP  
801 California Street  
Mountain View, CA 94041  
Tel 650.988.8500  
www.fenwick.com

Gritstone bio, Inc.  
5959 Horton Street, Suite 300  
Emeryville, CA 94608

Invoice Date: November 30, 2024

Client Number: 32669

Matter Number: 00608

Invoice Number: 1064976

Attn: Celia Economides  
Chief Financial Officer

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For professional services rendered through October 31, 2024.

Fees:	\$ 4,160.00
Less 10.0% Discount on Matter(s): 00608	(416.00)
Adjusted Fees:	\$ 3,744.00
<hr/>	
CURRENT AMOUNT DUE	\$ 3,744.00

Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: November 30, 2024  
Invoice Number: 1064976  
Billing Attorney: Stefano Quintini

Page 2

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Bankruptcy Estate – Appointment and Fee Applications  
Matter number 32669-00608

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/21/24	Ryan Mitteness	Revise draft retention appointment application.	1.0	1,300.00
10/22/24	Ryan Mitteness	Revise draft retention appointment application.	1.7	2,210.00
10/23/24	Ryan Mitteness	Finalize retention application.	0.5	650.00
		Total Hours and Fees	3.2	\$ 4,160.00

Timekeeper Summary

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Ryan Mitteness	Partner	3.2	1300.00	4,160.00
	Total Hours and Fees	3.2		\$ 4,160.00

**EXHIBIT G**

**SECOND MONTHLY APPLICATION**

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

In re:  
  
GRITSTONE BIO, INC.,<sup>1</sup>  
  
Debtor.

Chapter 11  
  
Case No. 24-12305 (KBO)

**Objections Due: February 18, 2025 at 4:00 P.M. (ET)**  
**Hearing Date: To be scheduled if necessary**

**SUMMARY OF SECOND MONTHLY APPLICATION FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES OF FENWICK & WEST LLP AS SPECIAL CORPORATE COUNSEL FOR THE DEBTOR AND DEBTOR IN POSSESSION FOR THE PERIOD FROM NOVEMBER 1, 2024 THROUGH NOVEMBER 30, 2024**

Name of Applicant:	Fenwick & West LLP
Authorized to Provide Professional Services to:	Debtor and Debtor in Possession
Date of Retention:	Effective as of October 10, 2024 by order signed November 12, 2024
Period for which Compensation and Reimbursement is Sought:	November 1, 2024 through November 30, 2024 <sup>2</sup>
Amount of Compensation Sought as Actual, Reasonable and Necessary:	\$104,929.65 <sup>3</sup>
Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary:	\$0.00

This is a:     monthly     interim     final application.

The total time expended for fee application preparation is approximately 3.0 hours and the corresponding compensation requested is approximately \$3,500.00.

<sup>1</sup> The Debtor’s mailing address is 4698 Willow Road, Pleasanton, CA 94588, and the last four digits of the Debtor’s federal tax identification number is 9534.

<sup>2</sup> The applicant reserves the right to include any time expended in the time period indicated above in future application(s) if it is not included herein.

<sup>3</sup> Fenwick & West LLP applied a 10% discount to its fees in the amount of \$11,658.85.



**PRIOR APPLICATIONS FILED**

<b>Date Filed</b>	<b>Period Covered</b>	<b>Requested Fees</b>	<b>Requested Expenses</b>	<b>Approved Fees</b>	<b>Approved Expenses</b>
01.27.25	10.10.24 – 10.31.24	\$154,613.25	\$99.00	Pending	Pending

**F&W PROFESSIONALS**

<b>Name of Professional Individual</b>	<b>Position of the Applicant, Year of Obtaining License to Practice</b>	<b>Hourly Billing Rate</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
Ethan Skerry	Partner, 1999	\$1,620.00	4.30	\$6,966.00
William Skinner	Partner, 2005	\$1,600.00	13.50	\$21,600.00
Robert A. Freedman	Partner, 1997	\$1,590.00	15.20	\$24,168.00
Catherine Kevane	Partner, 2001	\$1,345.00	4.50	\$6,052.50
Elizabeth Gartland	Partner, 2002	\$1,300.00	1.90	\$2,470.00
Ryan Mitteness	Partner, 2011	\$1,300.00	12.70	\$16,510.00
Chelsea Anderson	Of Counsel, 2014	\$1,130.00	7.60	\$8,588.00
Monica Chan	Associate, 2015	\$1,130.00	12.90	\$14,577.00
Bethany Clarke	Associate, 2020	\$1,025.00	0.80	\$820.00
Lindsey Eugenio Macalalad	Associate, 2022	\$775.00	6.30	\$4,882.50
Sofiya Andreyeva	Associate, 2024	\$775.00	0.40	\$310.00
Aaron Liskov	Associate, 2023	\$675.00	3.50	\$2,362.50
Kevin Young	Paralegal, N/A	\$610.00	11.50	\$7,015.00
Dina Zilberman	Paralegal, N/A	\$445.00	0.60	\$267.00

<b>Grand Total:</b>	<b>\$116,588.50</b>
<b>Grand Total Minus 10% Discount:</b>	<b>\$104,929.65</b>
<b>Total Hours:</b>	<b>95.70</b>
<b>Blended Rate:</b>	<b>\$1,218.27</b>

**COMPENSATION BY CATEGORY**

<b>Project Categories</b>	<b>Total Hours</b>	<b>Total Fees</b>
FINRA Review (Post-Petition)	13.00	\$10,922.50
Project Athena (Post-Petition)	13.70	\$13,986.50
Project Chronos (Post-Petition)	42.90	\$57,947.00
Equity Incentives (Post-Petition)	1.90	\$2,470.00
General Corporate (Post-Petition)	20.80	\$26,854.00
Bankruptcy Estate – Appointment and Fee Applications	2.70	\$3,510.00
Derivative Litigation (Post-Petition)	0.70	\$898.50
<b>Totals:</b>	<b>95.70</b>	<b>\$116,588.50</b>

**EXPENSE SUMMARY**

<b>Expense Category</b>	<b>Service Provider (if applicable)</b>	<b>Total Expenses</b>
None		
<b>Total:</b>		<b>\$0.00</b>

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:

GRITSTONE BIO, INC.,<sup>1</sup>

Debtor.

Chapter 11

Case No. 24-12305 (KBO)

Objections Due: February 18, 2025 at 4:00 P.M. (ET)  
Hearing Date: To be scheduled if necessary

**SECOND MONTHLY APPLICATION FOR COMPENSATION AND  
REIMBURSEMENT OF EXPENSES OF FENWICK & WEST LLP AS SPECIAL  
CORPORATE COUNSEL FOR THE DEBTOR AND DEBTOR IN POSSESSION FOR  
THE PERIOD FROM NOVEMBER 1, 2024 THROUGH NOVEMBER 30, 2024**

Pursuant to sections 330 and 331 of Title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (collectively, the “Bankruptcy Rules”) and this Court’s *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals*, entered on November 12, 2024, (the “Administrative Order”), Fenwick & West LLP (“F&W” or the “Firm”), special corporate counsel for the debtor and debtor in possession (“Debtor”), hereby submits its *Second Monthly Application for Compensation and Reimbursement of Expenses of Fenwick & West LLP as Special Corporate Counsel for the Debtor and Debtor in Possession for the Period from November 1, 2024 through November 30, 2024* (the “Application”).

By this Application F&W seeks a monthly interim allowance of compensation in the amount of \$104,929.65 and actual and necessary expenses in the amount of \$0.00 for a total allowance of \$104,929.65 and payment of \$83,943.72 (80% of the allowed fees) and reimbursement of \$0.00 (100% of the allowed expenses) for a total payment of \$83,943.72 for the period November 1, 2024 through November 30, 2024 (the “Fee Period”):

<sup>1</sup> The Debtor’s mailing address is 4698 Willow Road, Pleasanton, CA 94588, and the last four digits of the Debtor’s federal tax identification number is 9534.



### **Background**

1. On October 10, 2024, (the “Petition Date”), the Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code (the “Chapter 11 Case”). The Debtor is operating its business and managing its property as debtor in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

2. On October 29, 2024, the Office of the United States Trustee (the “U.S. Trustee”) appointed an Official Committee of Unsecured Creditors (the “Committee”) including the following: BMR-Sidney Research Campus LLC, Presidio, and Murigenics, Inc.. *See* Docket No. 77.

3. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

4. On November 12, 2024, the Court entered the Administrative Order, authorizing estate professionals (the “Retained Professionals”) to submit applications for interim compensation and reimbursement for expenses, pursuant to the procedures specified therein. The Administrative Order provides, among other things, that a Retained Professional may submit monthly fee applications. If no objections are made within fourteen (14) days after service of the monthly fee application the Debtor is authorized to pay the Retained Professional eighty percent (80%) of the requested fees and one hundred percent (100%) of the requested expenses. Beginning with the period ending December 31, 2024, and at three-month intervals or such other intervals convenient to the Court, each of the Retained Professionals may file and serve an interim application for allowance of the amounts sought in its monthly fee applications for that period. All fees and expenses paid are on an interim basis until final allowance by the Court.

5. The retention of F&W, as special corporate counsel for the Debtor, was approved effective as of October 10, 2024, by this Court's *Order Under 327(e) of the Bankruptcy Code Authorizing the Employment and Retention of Fenwick & West LLP as Special Corporate Counsel for the Debtor Effective as of the Petition Date*, entered on November 12, 2024 (the "Retention Order"). The Retention Order authorized F&W to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses.

## **F&W'S APPLICATION FOR COMPENSATION AND FOR REIMBURSEMENT OF EXPENSES**

### **Compensation Paid and Its Source**

6. All services for which F&W requests compensation were performed for or on behalf of the Debtor, and not on behalf of any committee, creditor or other person.

7. The professional services and related expenses for which F&W requests interim allowance of compensation and reimbursement of expenses were rendered and incurred in connection with this case in the discharge of F&W's professional responsibilities as special corporate counsel for the Debtor in this Chapter 11 Case. F&W's services have been necessary and beneficial to the Debtor and its estate, creditors and other parties in interest.

### **Fee & Expense Statements**

8. Invoices for the Fee Period are attached hereto as **Exhibit A**. These statements contain daily time logs describing the time spent by each attorney and paraprofessional and summaries of the actual and necessary expenses incurred by F&W during the Fee Period. To the best of F&W's knowledge, this Application complies with sections 330 and 331 of the Bankruptcy Code, the Bankruptcy Rules and the Administrative Order. F&W's time reports are initially handwritten or directly entered in the billing system, by the attorney or paralegal performing the described services. The time reports are organized on a daily basis.

9. F&W believes the foregoing rates are the market rates that the majority of law firms charge clients for such services. In addition, F&W believes that such charges are in accordance with the American Bar Association's ("ABA") guidelines, as set forth in the ABA's Statement of Principles, dated January 12, 1995, regarding billing for disbursements and other charges.

### **Summary of Services by Project**

10. The services rendered by F&W during the Fee Period are grouped into the categories set forth below. F&W attempted to place the services provided in the category that best relates to such services. However, because certain services may relate to one or more categories, services pertaining to one category may in fact be included in another category. These services performed, by categories, are generally described below, with a more detailed identification of the actual services provided set forth on the attached **Exhibit A**. Exhibit A identifies the attorneys and paraprofessionals who rendered services relating to each category, along with the number of hours for each individual and the total compensation sought for each category.

#### **A. FINRA Review (Post-Petition)**

11. Services in this category are related to the analysis of FINRA's request to the Debtor and preparation of a response thereto.

Fees: \$10,922.50      Hours: 13.00

#### **B. Project Athena (Post-Petition)**

12. Services in this category are related to (a) the analysis and discussion of the impact of the Chapter 11 Case on ongoing pre-petition securities litigation; and (b) analysis and strategy related to plaintiff's amended complaint.

Fees: \$13,986.50 Hours: 13.70

**C. Project Chronos (Post-Petition)**

13. Services in this category are related to (a) analysis of tax issues related to asset sale process; (b) preparation of ancillary documents for asset sale; (c) discussion and analysis regarding valuation of assets; and (d) analysis and preparation of public disclosures and SEC filings related to asset sale and DIP financing matters.

Fees: \$57,947.00 Hours: 42.90

**D. Equity Incentives (Post-Petition)**

14. Services in this category are related to the analysis of 280G requirements and applicable revenue rulings and guidance.

Fees: \$2,470.00 Hours: 1.90

**E. General Corporate (Post-Petition)**

15. Services in this category are related to (a) preparation of SEC filings and other public communications related to the bankruptcy proceedings; (b) attendance at Debtor Board meetings; and (c) preparation regarding board minutes and materials.

Fees: \$26,854.00 Hours: 20.80

**F. Bankruptcy Estate – Appointment and Fee Applications**

16. Services in this category relate to communications with the United States Trustee regarding F&W's retention application.

Fees: \$3,510.00 Hours: 2.70

**G. Derivative Litigation (Post-Petition)**

17. Services in this category are related to non-bankruptcy litigation and automatic stay notices.

Fees: \$898.50      Hours: 0.70

**Valuation of Services**

18. Attorneys and paraprofessionals of F&W expended a total 95.70 hours in connection with their representation of the Debtor as special corporate counsel during the Fee Period, as follows:

<b>Name of Professional Individual</b>	<b>Position of the Applicant, Year of Obtaining License to Practice</b>	<b>Hourly Billing Rate</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
Ethan Skerry	Partner, 1999	\$1,620.00	4.30	\$6,966.00
William Skinner	Partner, 2005	\$1,600.00	13.50	\$21,600.00
Robert A. Freedman	Partner, 1997	\$1,590.00	15.20	\$24,168.00
Catherine Kevane	Partner, 2001	\$1,345.00	4.50	\$6,052.50
Elizabeth Gartland	Partner, 2002	\$1,300.00	1.90	\$2,470.00
Ryan Mitteness	Partner, 2011	\$1,300.00	12.70	\$16,510.00
Chelsea Anderson	Of Counsel, 2014	\$1,130.00	7.60	\$8,588.00
Monica Chan	Associate, 2015	\$1,130.00	12.90	\$14,577.00
Bethany Clarke	Associate, 2020	\$1,025.00	0.80	\$820.00
Lindsey Eugenio Macalalad	Associate, 2022	\$775.00	6.30	\$4,882.50
Sofiya Andreyeva	Associate, 2024	\$775.00	0.40	\$310.00
Aaron Liskov	Associate, 2023	\$675.00	3.50	\$2,362.50
Kevin Young	Paralegal, N/A	\$610.00	11.50	\$7,015.00
Dina Zilberman	Paralegal, N/A	\$445.00	0.60	\$267.00

<b>Grand Total:</b>	<b>\$116,588.50</b>
<b>Grand Total Minus 10% Discount:</b>	<b>\$104,929.65</b>
<b>Total Hours:</b>	<b>95.70</b>
<b>Blended Rate:</b>	<b>\$1,218.27</b>

19. The nature of work performed by these persons is fully set forth in **Exhibit A** attached hereto. These are F&W's normal hourly rates for work of this character. The reasonable value of the services rendered by F&W for the Debtor during the Fee Period is \$104,929.65.

20. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, it is respectfully submitted that the amount requested by F&W is fair and reasonable given (a) the complexity of the case, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under the Bankruptcy Code. Moreover, F&W has reviewed the requirements of Del. Bankr. LR 2016-2 and the Administrative Order signed on or about September 14, 2023 and believes that this Application complies with such Rule and Order.

WHEREFORE, F&W respectfully requests that the Court enter an order providing that, for the period of November 1, 2024 through November 30, 2024, an interim allowance be made to F&W for compensation in the amount of \$104,929.65 and actual and necessary expenses in the amount of \$0.00 for a total allowance of \$104,929.65 and payment of \$83,943.72 (80% of the allowed fees) and reimbursement of \$0.00 (100% of the allowed expenses) for a total payment of \$83,943.72; and for such other and further relief as this Court deems proper.

Dated: February 4, 2025

FENWICK & WEST LLP

*/s/ Ryan Mitteness*

\_\_\_\_\_  
Ryan Mitteness (WA Bar No. 55982)

401 Union Street

Seattle, Washington 98101

Tel: (206) 389-4533

Email: [rmitteness@fenwick.com](mailto:rmitteness@fenwick.com)

*Special Corporate Counsel to the  
Debtor and Debtor in Possession*

**DECLARATION**

STATE OF WASHINGTON :  
:  
COUNTY OF KING :

Ryan Mitteness, after being duly sworn according to law, deposes and says:

- a) I am a partner with the applicant law firm Fenwick & West LLP.
- b) I am familiar with the legal services rendered by Fenwick & West LLP as special corporate counsel to the Debtor.
- c) I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed Del. Bankr. LR 2016-2, the Administrative Order signed on or about September 14, 2023 and submit that the Application substantially complies with such rule and orders.

*/s/ Ryan Mitteness*  
\_\_\_\_\_  
Ryan Mitteness

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:

GRITSTONE BIO, INC.,<sup>1</sup>

Debtor.

Chapter 11

Case No. 24-12305 (KBO)

Objections Due: February 18, 2025 at 4:00 P.M. (ET)  
Hearing Date: To be scheduled if necessary

**NOTICE OF SECOND MONTHLY APPLICATION FOR COMPENSATION AND  
REIMBURSEMENT OF EXPENSES OF FENWICK & WEST LLP AS SPECIAL  
CORPORATE COUNSEL FOR THE DEBTOR AND DEBTOR IN POSSESSION FOR  
THE PERIOD FROM NOVEMBER 1, 2024 THROUGH NOVEMBER 30, 2024**

PLEASE TAKE NOTICE that on February 4, 2025, Fenwick & West LLP, special corporate counsel for the above-captioned debtor and debtor in possession (the “Debtor”), filed its *Second Monthly Application for Compensation and Reimbursement of Expenses of Fenwick & West LLP as Special Corporate Counsel for the Debtor and Debtor in Possession for the Period of November 1, 2024 through November 30, 2024* (the “Application”), seeking compensation for the reasonable and necessary services rendered to the Debtor in the amount of \$104,929.65 and reimbursement for actual and necessary expenses in the amount of \$0.00. A copy of the Application is attached hereto.

The Application is submitted pursuant to the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals*, entered on November 12, 2024 [Docket No. 154] (the “Administrative Order”).

PLEASE TAKE FURTHER NOTICE that, in accordance with the Administrative Order, any Notice of Objection (as defined in the Administrative Order) must be served upon:

(i) counsel to the Debtor, Pachulski Stang Ziehl & Jones LLP, 919 North Market Street, 17th

<sup>1</sup> The Debtor’s mailing address is 4698 Willow Road, Pleasanton, CA 94588, and the last four digits of the Debtor’s federal tax identification number is 9534.



Floor, Wilmington, DE 19899, Attn: James E. O'Neill (joneill@pszjlaw.com), Debra I. Grassgreen (dgrassgreen@pszjlaw.com), John W. Lucas (jlucas@pszjlaw.com), and Malhar S. Pagay (mpagay@pszjlaw.com); (ii) counsel to the Prepetition Secured Lenders, (a) Cole Schotz P.C., 500 Delaware Avenue, Suite 1410, Wilmington, DE 19801, Attn: Stacy L. Newman (snewman@coleschotz.com), Stuart Komrower (skomrower@coleschotz.com), Warren A. Usatine (wusatine@coleschotz.com), and Felice R. Yudkin (fyudkin@coleschotz.com); (b) Sheppard Mullin, Four Embarcadero Center, Seventeenth Floor, San Francisco, CA 94111, Attn: Ori Katz (okatz@sheppardmullin.com) and Robert K. Sahyan (rsahyan@sheppardmullin.com); (iii) the Office of the United States Trustee for the District of Delaware, 844 King Street, Suite 2207, Wilmington, DE 19801, Attn: Timothy Jay Fox, Jr. (timothy.fox@usdoj.gov); and (iv) counsel for the Committee (a) ArentFox Schiff LLP, 1301 Avenue of the Americas, Floor 42, New York, New York 10019, Attn.: Andrew I. Silfen (andrew.silfen@afslaw.com), Beth M. Brownstein (beth.brownstein@afslaw.com), James E. Britton (james.britton@afslaw.com), and Patrick Feeney (patrick.feeney@afslaw.com); (b) Potter Anderson & Corroon LLP, 1313 N. Market Street, 6th Floor, Wilmington, Delaware 19801, Attn.: Christopher M. Samis (csamis@potteranderson.com), Aaron H. Stulman (astulman@potteranderson.com), Katelin A. Morales (kmorales@potteranderson.com), and Ethan H. Sulik (esulik@potteranderson.com).

**PLEASE TAKE FURTHER NOTICE THAT IF NO NOTICE OF OBJECTION IS SERVED IN ACCORDANCE WITH THE ADMINISTRATIVE ORDER, THEN 80% OF FEES AND 100% OF EXPENSES REQUESTED IN THE APPLICATION MAY BE PAID WITHOUT FURTHER HEARING OR ORDER OF THE COURT.**

Dated: February 4, 2025

PACHULSKI STANG ZIEHL & JONES LLP

*/s/ James E. O'Neill*

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Debra I. Grassgreen, (admitted *pro hac vice*)

John W. Lucas, (admitted *pro hac vice*)

Malhar S. Pagay, (admitted *pro hac vice*)

James E. O'Neill (DE Bar No. 4042)

919 North Market Street, 17th Floor

P.O. Box 8750

Wilmington, Delaware 19899-8705

Tel: 302-652-4100

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Email: [dgrassgreen@pszjlaw.com](mailto:dgrassgreen@pszjlaw.com)

[jlucas@pszjlaw.com](mailto:jlucas@pszjlaw.com)

[mpagay@pszjlaw.com](mailto:mpagay@pszjlaw.com)

[joneill@pszjlaw.com](mailto:joneill@pszjlaw.com)

*Counsel to the Debtor and Debtor in Possession*

# Exhibit A



Fenwick & West LLP  
801 California Street  
Mountain View, CA 94041  
Tel 650.988.8500  
www.fenwick.com

Gritstone bio, Inc.  
5959 Horton Street, Suite 300  
Emeryville, CA 94608

Invoice Date: December 31, 2024

Client Number: 32669

Matter Number: 00411

Invoice Number: 1064988

Attn: Celia Economides  
Chief Financial Officer

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For professional services rendered through November 30, 2024.

Fees: \$ 10,922.50

Less 10.0% Discount on Matter(s): 00411 (1,092.25)

Adjusted Fees: \$ 9,830.25

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CURRENT AMOUNT DUE \$ 9,830.25

Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: December 31, 2024  
Invoice Number: 1064988  
Billing Attorney: Stefano Quintini

Page 2

FINRA Review (Post-Petition)  
Matter number 32669-00411

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
11/01/24	Monica Chan	Email regarding response to FINRA's request.	0.2	226.00
11/01/24	Kevin Young	Research in preparation for responding to FINRA inquiry.	0.8	488.00
11/05/24	Catherine Kevane	Prepare FINRA response.	0.3	403.50
11/06/24	Kevin Young	Research in preparation for responding to FINRA inquiry.	0.7	427.00
11/07/24	Monica Chan	Prepare response to FINRA's request.	2.0	2,260.00
11/07/24	Kevin Young	Research in preparation for responding to FINRA inquiry (1.3); review and revise response letter and supporting exhibits (1.3).	2.6	1,586.00
11/08/24	Monica Chan	Prepare letter in response to FINRA request.	1.1	1,243.00
11/08/24	Kevin Young	Research in preparation for responding to FINRA inquiry (1.0); review and revise response letter and supporting exhibits (0.8).	1.8	1,098.00
11/10/24	Monica Chan	Revise and finalize letter and supporting materials in response to FINRA request.	0.5	565.00
11/10/24	Catherine Kevane	Review FINRA response (0.3); finalize same (0.5).	0.8	1,076.00
11/11/24	Monica Chan	Finalize response to FINRA's chronology and information request.	0.4	452.00
11/11/24	Kevin Young	Review, revise and finalize FINRA response and exhibits.	1.8	1,098.00
		Total Hours and Fees	13.0	\$ 10,922.50

Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: December 31, 2024  
Invoice Number: 1064988  
Billing Attorney: Stefano Quintini

Page 3

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FINRA Review (Post-Petition)  
Matter number 32669-00411

Timekeeper Summary

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Catherine Kevane	Partner	1.1	1345.00	1,479.50
Monica Chan	Associate	4.2	1130.00	4,746.00
Kevin Young	Paralegal	7.7	610.00	4,697.00
	Total Hours and Fees	13.0		\$ 10,922.50



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Gritstone bio, Inc.  
5959 Horton Street, Suite 300  
Emeryville, CA 94608

Invoice Date: December 31, 2024

Client Number: 32669

Matter Number: 00412

Invoice Number: 1064989

Attn: Celia Economides  
Chief Financial Officer

---

For professional services rendered through November 30, 2024.

Fees:	\$ 13,986.50
Less 10.0% Discount on Matter(s): 00412	(1,398.65)
Adjusted Fees:	\$ 12,587.85
<hr/>	
CURRENT AMOUNT DUE	\$ 12,587.85

Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: December 31, 2024  
Invoice Number: 1064989  
Billing Attorney: Stefano Quintini

Page 2

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Project Athena (Post-Petition)  
Matter number 32669-00412

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
11/09/24	Monica Chan	Analyze and strategize regarding next steps in response to plaintiff's amended complaint.	1.3	1,469.00
11/10/24	Catherine Kevane	Analyze amended complaint (0.7); client communications regarding same (0.2).	0.9	1,210.50
11/11/24	Catherine Kevane	Evaluate amended complaint (0.4); client communications regarding same (0.1).	0.5	672.50
11/11/24	Kevin Young	Review and analyze amended complaint (1.8); compile documents referenced in same (0.4).	2.2	1,342.00
11/12/24	Kevin Young	Review and analyze amended complaint (1.2); compile documents referenced in same (0.4).	1.6	976.00
11/14/24	Monica Chan	Analyze plaintiffs' proposed stipulation on amended complaint.	0.2	226.00
11/14/24	Catherine Kevane	Prepare for and attend Securities Class Action call (0.3); follow-up with Fenwick team (0.2).	0.5	672.50
11/18/24	Sofiya Andreyeva	Strategize with M. Chan and C. Kevane regarding motion to dismiss briefing.	0.4	310.00
11/18/24	Monica Chan	Analyze arguments against the amended complaint (1.0); develop case strategy (0.8).	1.8	2,034.00
11/18/24	Catherine Kevane	Prepare for and attend team meeting to discuss Motion to Dismiss and recent developments regarding same.	1.0	1,345.00
11/24/24	Monica Chan	Outline and develop arguments for motion to dismiss amended complaint.	3.1	3,503.00



Gritstone bio, Inc.  
 Client Number: 32669

Invoice Date: December 31, 2024  
 Invoice Number: 1064989  
 Billing Attorney: Stefano Quintini

Page 3

Project Athena (Post-Petition)  
 Matter number 32669-00412

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
11/28/24	Monica Chan	Revise stipulation regarding corrected amended complaint and briefing schedule.	0.2	226.00
Total Hours and Fees			13.7	\$ 13,986.50

Timekeeper Summary

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Catherine Kevane	Partner	2.9	1345.00	3,900.50
Sofiya Andreyeva	Associate	0.4	775.00	310.00
Monica Chan	Associate	6.6	1130.00	7,458.00
Kevin Young	Paralegal	3.8	610.00	2,318.00
Total Hours and Fees		13.7		\$ 13,986.50



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Gritstone bio, Inc.  
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Emeryville, CA 94608

Invoice Date: December 31, 2024

Client Number: 32669

Matter Number: 00605

Invoice Number: 1064990

Attn: Celia Economides  
Chief Financial Officer

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For professional services rendered through November 30, 2024.

Fees:	\$ 57,947.00
Less 10.0% Discount on Matter(s): 00605	(5,794.70)
Adjusted Fees:	\$ 52,152.30
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CURRENT AMOUNT DUE	\$ 52,152.30

Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: December 31, 2024  
Invoice Number: 1064990  
Billing Attorney: Stefano Quintini

Page 2

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Project Chronos (Post-Petition)  
Matter number 32669-00605

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
11/01/24	Chelsea Anderson	Review and revise press release.	0.6	678.00
11/01/24	Bethany Clarke	Turn comments to Form 8-K (DIP Loan) (0.2); attention to correspondence regarding same (0.2).	0.4	410.00
11/01/24	Ryan Mitteness	Review counterparty comments on CDA.	0.5	650.00
11/01/24	Ryan Mitteness	Revise draft press release.	0.4	520.00
11/03/24	William Skinner	Review 382 calculations.	2.6	4,160.00
11/04/24	Chelsea Anderson	Attention to correspondence regarding ongoing litigation (0.4) and document production request (0.3).	0.7	791.00
11/04/24	Monica Chan	Summarize legal proceedings for due diligence.	0.3	339.00
11/04/24	Bethany Clarke	Revise Form 8-K (DIP Loan).	0.2	205.00
11/04/24	Aaron Liskov	Research tax regulations and caselaw regarding valuation of public company assets (2.8); confer with W. Skinner regarding same (0.4).	3.2	2,160.00
11/04/24	William Skinner	Confer regarding valuation research requested by FSI (0.5); review / analyze section 382(h) (0.3); review GT valuation report (0.2); discussions with DIP Lender's counsel, Company and its tax advisors (0.5).	1.5	2,400.00
11/05/24	Monica Chan	Analyze regarding minutes and materials for due diligence request.	1.4	1,582.00
11/05/24	Robert A. Freedman	Attend update call with all parties (0.8); review of Chronos related documents (0.4).	1.2	1,908.00

Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: December 31, 2024  
Invoice Number: 1064990  
Billing Attorney: Stefano Quintini

Page 3

Project Chronos (Post-Petition)  
Matter number 32669-00605

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
11/05/24	Aaron Liskov	Research regarding tax methodology for determining value of corporate assets.	0.3	202.50
11/05/24	Ryan Mitteness	Review equity plan presentation deck.	0.7	910.00
11/05/24	William Skinner	Review / analyze section 382 and valuation research (2.0); discussions same with DIP lender's counsel (0.4).	2.4	3,840.00
11/06/24	Chelsea Anderson	Attention to correspondence regarding ongoing litigation.	0.2	226.00
11/06/24	Ryan Mitteness	Review NDA.	0.3	390.00
11/06/24	William Skinner	Email correspondence regarding 382 / NOLs (0.6); discussions regarding same with Company, FSI, etc. (2.0).	2.6	4,160.00
11/07/24	Chelsea Anderson	Attention to correspondence regarding DIP loan.	0.4	452.00
11/07/24	Monica Chan	Review board materials and minutes for due diligence.	0.2	226.00
11/07/24	Robert A. Freedman	Attend calls (0.5); review of documents related to Chronos (0.5); draft minutes (0.5); review of stock trading matters (0.3); discussions with company and Fenwick team (0.2).	2.0	3,180.00
11/07/24	Ethan Skerry	Status call.	0.5	810.00
11/07/24	William Skinner	Attend to NOLs and related calculations (1.2); calls with the Company and proposed DIP Lender's counsel (0.5).	1.7	2,720.00
11/08/24	Chelsea Anderson	Attention to correspondence regarding document production request.	0.4	452.00
11/08/24	Lindsey Eugenio Macalalad	Confer with working group regarding proposed redactions to minutes.	0.7	542.50

Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: December 31, 2024  
Invoice Number: 1064990  
Billing Attorney: Stefano Quintini

Page 4

Project Chronos (Post-Petition)  
Matter number 32669-00605

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
11/08/24	William Skinner	Attend to NOL calculations.	0.3	480.00
11/10/24	Chelsea Anderson	Attention to correspondence regarding document production request.	0.5	565.00
11/10/24	Ethan Skerry	Attention to bid letter.	0.3	486.00
11/11/24	Chelsea Anderson	Attention to correspondence regarding document production request.	1.1	1,243.00
11/11/24	Ryan Mitteness	Review draft NDA.	0.7	910.00
11/11/24	William Skinner	Update NOLs summary.	0.5	800.00
11/12/24	Robert A. Freedman	Review of project Chronos status (0.2); attend calls (0.3).	0.5	795.00
11/12/24	Lindsey Eugenio Macalalad	Attention to redacting certain minutes and consents (0.4); review production of prior minutes and consents and confer with working group regarding same (0.3).	0.7	542.50
11/12/24	Ryan Mitteness	Review NDAs.	0.8	1,040.00
11/12/24	William Skinner	Attend to NOL calculation.	0.4	640.00
11/14/24	Robert A. Freedman	Update call regarding project Chronos.	0.5	795.00
11/14/24	Lindsey Eugenio Macalalad	Update draft 8-K for DIP agreement (0.3); confer with working group and client regarding same (0.5); coordinate with printer on processing (0.2).	1.0	775.00
11/15/24	Robert A. Freedman	Update calls with all parties.	1.0	1,590.00
11/15/24	Lindsey Eugenio Macalalad	Confer with working group and client regarding filing of 8-K for DIP agreement.	0.3	232.50
11/15/24	William Skinner	Review Q&A response regarding NOLs.	0.5	800.00

Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: December 31, 2024  
Invoice Number: 1064990  
Billing Attorney: Stefano Quintini

Page 5

Project Chronos (Post-Petition)  
Matter number 32669-00605

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
11/18/24	Ethan Skerry	Prepare form of assignment and assumption agreement (0.4); attention to email correspondence (0.1).	0.5	810.00
11/19/24	Chelsea Anderson	Attend working group call.	0.5	565.00
11/19/24	Robert A. Freedman	Update call with all parties.	0.5	795.00
11/19/24	William Skinner	Call with FSI regarding NOLs information (0.4); update tax attributes calculation following discussion (0.5).	0.9	1,440.00
11/21/24	Chelsea Anderson	Attention to correspondence regarding NDA (0.6); attend check-in call (0.5).	1.1	1,243.00
11/24/24	Ryan Mitteness	Review new NDA.	0.5	650.00
11/25/24	Bethany Clarke	Discuss Project Chronos status and near-term milestones.	0.2	205.00
11/25/24	Robert A. Freedman	Review of Chronos matters and agreements (0.6); discussions with Fenwick team (0.2).	0.8	1,272.00
11/26/24	Ethan Skerry	Full team status call regarding bid procedures and related matters (1.0); call with J. Lucas regarding same (0.3); attention to prep for auction process, including internal correspondence and review of bid documents (0.7).	2.0	3,240.00
11/26/24	William Skinner	Answer question from UCC about tax attributes.	0.1	160.00
11/27/24	Chelsea Anderson	Attention to correspondence regarding APA disclosures.	0.3	339.00
11/30/24	Ethan Skerry	Prepare for advisor call (0.3); call with advisors regarding bid issues and upcoming auction matters (0.7).	1.0	1,620.00
Total Hours and Fees			42.9	\$ 57,947.00

Gritstone bio, Inc.  
 Client Number: 32669

Invoice Date: December 31, 2024  
 Invoice Number: 1064990  
 Billing Attorney: Stefano Quintini

Page 6

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Project Chronos (Post-Petition)  
 Matter number 32669-00605

Timekeeper Summary

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Chelsea Anderson	Partner	5.8	1130.00	6,554.00
Robert A. Freedman	Partner	6.5	1590.00	10,335.00
Ryan Mitteness	Partner	3.9	1300.00	5,070.00
Ethan Skerry	Partner	4.3	1620.00	6,966.00
William Skinner	Partner	13.5	1600.00	21,600.00
Monica Chan	Associate	1.9	1130.00	2,147.00
Bethany Clarke	Associate	0.8	1025.00	820.00
Aaron Liskov	Associate	3.5	675.00	2,362.50
Lindsey Eugenio Macalalad	Associate	2.7	775.00	2,092.50
	Total Hours and Fees	42.9		\$ 57,947.00



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Gritstone bio, Inc.  
5959 Horton Street, Suite 300  
Emeryville, CA 94608

Invoice Date: December 31, 2024

Client Number: 32669

Matter Number: 00606

Invoice Number: 1064991

Attn: Celia Economides  
Chief Financial Officer

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For professional services rendered through November 30, 2024.

Fees:	\$ 2,470.00
Less 10.0% Discount on Matter(s): 00606	(247.00)
Adjusted Fees:	\$ 2,223.00
<hr/>	
CURRENT AMOUNT DUE	\$ 2,223.00



Gritstone bio, Inc.  
 Client Number: 32669

Invoice Date: December 31, 2024  
 Invoice Number: 1064991  
 Billing Attorney: Stefano Quintini

Page 2

Equity Incentives (Post-Petition)  
 Matter number 32669-00606

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
11/22/24	Elizabeth Gartland	Analyze 280G requirements in the bankruptcy counsel, including review of applicable revenue rulings and guidance.	1.9	2,470.00
Total Hours and Fees			1.9	\$ 2,470.00

Timekeeper Summary

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Elizabeth Gartland	Partner	1.9	1300.00	2,470.00
Total Hours and Fees		1.9		\$ 2,470.00



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Gritstone bio, Inc.  
5959 Horton Street, Suite 300  
Emeryville, CA 94608

Invoice Date: December 31, 2024

Client Number: 32669

Matter Number: 00607

Invoice Number: 1064992

Attn: Celia Economides  
Chief Financial Officer

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For professional services rendered through November 30, 2024.

Fees:	\$ 26,854.00
Less 10.0% Discount on Matter(s): 00607	(2,685.40)
Adjusted Fees:	\$ 24,168.60
<hr/>	
CURRENT AMOUNT DUE	\$ 24,168.60

Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: December 31, 2024  
Invoice Number: 1064992  
Billing Attorney: Stefano Quintini

Page 2

General Corporate (Post-Petition)  
Matter number 32669-00607

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
11/01/24	Robert A. Freedman	Review of board materials (0.4); discussions with company regarding upcoming board call (0.2); review of press release (0.4).	1.0	1,590.00
11/01/24	Ryan Mitteness	Emails regarding DIP loan 8-K matters.	0.4	520.00
11/02/24	Lindsey Eugenio Macalalad	Gather minutes and consents from records for diligence request list (0.1); confer with working group regarding same (0.2).	0.3	232.50
11/04/24	Robert A. Freedman	Attend board meeting (2.5); draft minutes (0.3); review of corporate matters and disclosures (0.2).	3.0	4,770.00
11/04/24	Lindsey Eugenio Macalalad	Confer with client regarding minutes and consents for diligence request (0.2); draft 8-K for monthly operating report (0.3).	0.5	387.50
11/04/24	Ryan Mitteness	Review minutes to provide to creditor committee for privilege.	0.7	910.00
11/06/24	Chelsea Anderson	Revise Form 8-K.	0.7	791.00
11/06/24	Lindsey Eugenio Macalalad	Review and revise draft 8-K for monthly operating report (0.5); confer with C. Anderson regarding same (0.2).	0.7	542.50
11/06/24	Ryan Mitteness	Review draft 8-K.	0.3	390.00
11/07/24	Chelsea Anderson	Review press release.	0.3	339.00
11/07/24	Ryan Mitteness	Review draft press release.	0.4	520.00
11/07/24	Ryan Mitteness	Emails with client on trading blackout windows.	0.4	520.00
11/07/24	Dina Zilberman	Archive additional meeting minutes and review existing records (0.4); emails regarding same (0.2).	0.6	267.00
11/08/24	Chelsea Anderson	Review and revise minutes.	0.3	339.00

Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: December 31, 2024  
Invoice Number: 1064992  
Billing Attorney: Stefano Quintini

Page 3

General Corporate (Post-Petition)  
Matter number 32669-00607

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
11/08/24	Robert A. Freedman	Review board materials (0.3); draft minutes (0.4); review of 8-K documents (0.4).	1.1	1,749.00
11/08/24	Ryan Mitteness	Review redactions to Board minutes.	0.3	390.00
11/11/24	Robert A. Freedman	Review of press release, trading matters, corporate and board matters.	1.0	1,590.00
11/11/24	Lindsey Eugenio Macalalad	Confer with working group and client regarding redactions to prior consent (0.2); confer internally regarding adding watermarks for all prior minutes and consents for production and implementing proposed redactions to certain minutes and consents (0.4).	0.6	465.00
11/11/24	Ryan Mitteness	Emails regarding minutes production.	0.3	390.00
11/11/24	Ryan Mitteness	Participate in client employee equity presentation.	1.0	1,300.00
11/14/24	Ryan Mitteness	Review 8-K matters.	0.5	650.00
11/15/24	Robert A. Freedman	Draft and review board minutes (0.3); review of trading and other matters (0.2).	0.5	795.00
11/15/24	Ryan Mitteness	Review draft 8-K.	0.4	520.00
11/15/24	Ryan Mitteness	Attend Board meeting.	0.6	780.00
11/18/24	Chelsea Anderson	Attention to correspondence regarding MOR filing.	0.2	226.00
11/18/24	Robert A. Freedman	Review of SEC filing and other matters (0.3); discussions with Fenwick team (0.2).	0.5	795.00
11/18/24	Lindsey Eugenio Macalalad	Confer with client regarding updates to draft 8-K for October MOR (0.1); review Company comments and implement into draft (0.1).	0.2	155.00

Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: December 31, 2024  
Invoice Number: 1064992  
Billing Attorney: Stefano Quintini

Page 4

General Corporate (Post-Petition)  
Matter number 32669-00607

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
11/19/24	Lindsey Eugenio Macalalad	Revise 8-K for October MOR (0.1); confer with working group regarding same (0.5).	0.1	77.50
11/20/24	Robert A. Freedman	Review of SEC filing and board and corporate matters (0.3); discussions with Fenwick team. (0.2)	0.5	795.00
11/20/24	Lindsey Eugenio Macalalad	Confer with client regarding status of monthly operating report.	0.1	77.50
11/20/24	Ryan Mitteness	Call with client regarding blackout windows.	0.5	650.00
11/21/24	Robert A. Freedman	Review of board minutes (0.4); SEC filing and other matters (0.3); discussions with Fenwick team (0.4).	1.1	1,749.00
11/21/24	Lindsey Eugenio Macalalad	Confer with working group and client regarding CCC code and status of monthly operating report.	0.2	155.00
11/26/24	Lindsey Eugenio Macalalad	Confer with working group and client regarding status of monthly operating report.	0.1	77.50
11/27/24	Chelsea Anderson	Attention to correspondence regarding Form 8-K filing.	0.3	339.00
11/27/24	Lindsey Eugenio Macalalad	Confer regarding monthly operating report (0.1); review and revise 8-K for same (0.1); coordinate with printer on processing (0.1).	0.3	232.50
11/27/24	Ryan Mitteness	Emails regarding board meetings.	0.3	390.00
11/29/24	Lindsey Eugenio Macalalad	Confer with working group and client regarding 8-K for monthly operating report (0.3); collect Company signature for same and coordinate with printer for filing (0.2).	0.5	387.50
Total Hours and Fees			20.8	\$ 26,854.00

Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: December 31, 2024  
Invoice Number: 1064992  
Billing Attorney: Stefano Quintini

Page 5

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General Corporate (Post-Petition)  
Matter number 32669-00607

Timekeeper Summary

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Chelsea Anderson	Partner	1.8	1130.00	2,034.00
Robert A. Freedman	Partner	8.7	1590.00	13,833.00
Ryan Mitteness	Partner	6.1	1300.00	7,930.00
Lindsey Eugenio Macalalad	Associate	3.6	775.00	2,790.00
Dina Zilberman	Paralegal	0.6	445.00	267.00
	Total Hours and Fees	20.8		\$ 26,854.00



Fenwick & West LLP  
801 California Street  
Mountain View, CA 94041  
Tel 650.988.8500  
www.fenwick.com

Gritstone bio, Inc.  
5959 Horton Street, Suite 300  
Emeryville, CA 94608

Invoice Date: December 31, 2024

Client Number: 32669

Matter Number: 00608

Invoice Number: 1064993

Attn: Celia Economides  
Chief Financial Officer

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For professional services rendered through November 30, 2024.

Fees:	\$ 3,510.00
Less 10.0% Discount on Matter(s): 00608	(351.00)
Adjusted Fees:	\$ 3,159.00
<hr/>	
CURRENT AMOUNT DUE	\$ 3,159.00

Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: December 31, 2024  
Invoice Number: 1064993  
Billing Attorney: Stefano Quintini

Page 2

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Bankruptcy Estate – Appointment and Fee Applications  
Matter number 32669-00608

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
11/05/24	Ryan Mitteness	Respond to UST questions on retention application.	1.1	1,430.00
11/06/24	Ryan Mitteness	Attend to payment confirmation matters.	0.8	1,040.00
11/21/24	Ryan Mitteness	Attend to October bill matters.	0.8	1,040.00
		Total Hours and Fees	2.7	\$ 3,510.00

Timekeeper Summary

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Ryan Mitteness	Partner	2.7	1300.00	3,510.00
	Total Hours and Fees	2.7		\$ 3,510.00





Fenwick & West LLP  
801 California Street  
Mountain View, CA 94041  
Tel 650.988.8500  
www.fenwick.com

Gritstone bio, Inc.  
5959 Horton Street, Suite 300  
Emeryville, CA 94608

Invoice Date: December 31, 2024

Client Number: 32669

Matter Number: 00410

Invoice Number: 1064994

Attn: Celia Economides  
Chief Financial Officer

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For professional services rendered through November 30, 2024.

Fees:	\$ 898.50
Less 10.0% Discount on Matter(s): 00410	(89.85)
Adjusted Fees:	\$ 808.65
<hr/>	
CURRENT AMOUNT DUE	\$ 808.65

Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: December 31, 2024  
Invoice Number: 1064994  
Billing Attorney: Stefano Quintini

Page 2

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Derivative Litigation (Post-Petition)  
Matter number 32669-00410

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
11/18/24	Monica Chan	Confer with opposing counsel regarding stay of proceedings pending bankruptcy.	0.2	226.00
11/18/24	Catherine Kevane	Prepare for and attend meeting regarding Granville v. Allen et al. (.3); follow-up with Fenwick team (.2).	0.5	672.50
		Total Hours and Fees	0.7	\$ 898.50

Timekeeper Summary

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Catherine Kevane	Partner	0.5	1345.00	672.50
Monica Chan	Associate	0.2	1130.00	226.00
	Total Hours and Fees	0.7		\$ 898.50

**EXHIBIT H**

**THIRD MONTHLY APPLICATION**

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

In re:  
  
GRITSTONE BIO, INC.,<sup>1</sup>  
  
Debtor.

Chapter 11  
  
Case No. 24-12305 (KBO)

Objections Due: February 27, 2025 at 4:00 P.M. (ET)  
Hearing Date: To be scheduled if necessary

**SUMMARY OF THIRD MONTHLY APPLICATION FOR COMPENSATION AND  
REIMBURSEMENT OF EXPENSES OF FENWICK & WEST LLP AS SPECIAL  
CORPORATE COUNSEL FOR THE DEBTOR AND DEBTOR IN POSSESSION FOR  
THE PERIOD FROM DECEMBER 1, 2024 THROUGH DECEMBER 31, 2024**

Name of Applicant:	Fenwick & West LLP
Authorized to Provide Professional Services to:	Debtor and Debtor in Possession
Date of Retention:	Effective as of October 10, 2024 by Order Signed November 12, 2024 [Docket No. 152]
Period for which Compensation and Reimbursement is Sought:	December 1, 2024 through December 31, 2024 <sup>2</sup>
Amount of Compensation Sought as Actual, Reasonable and Necessary:	\$259,431.30 <sup>3</sup>
Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary:	\$1,544.00

This is a:     monthly     interim     final application.

The total time expended for fee application preparation is approximately 3.0 hours and the corresponding compensation requested is approximately \$3,500.00.

<sup>1</sup> The Debtor’s mailing address is 4698 Willow Road, Pleasanton, CA 94588, and the last four digits of the Debtor’s federal tax identification number is 9534.

<sup>2</sup> The applicant reserves the right to include any time expended in the time period indicated above in future application(s) if it is not included herein.

<sup>3</sup> Fenwick & West LLP applied a 10% discount to its fees in the amount of \$28,825.70.



**PRIOR APPLICATIONS FILED**

<b>Date Filed</b>	<b>Period Covered</b>	<b>Requested Fees</b>	<b>Requested Expenses</b>	<b>Approved Fees</b>	<b>Approved Expenses</b>
01.27.25	10.10.24 – 10.31.24	\$154,613.25	\$99.00	Pending	Pending
02.04.25	11.01.24 – 11.30.24	\$104,929.65	\$0.00	Pending	Pending

**F&W PROFESSIONALS**

<b>Name of Professional Individual</b>	<b>Position of the Applicant, Year of Obtaining License to Practice</b>	<b>Hourly Billing Rate</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
Ethan Skerry	Partner, 1999	\$1,620.00	94.50	\$153,090.00
William Skinner	Partner, 2005	\$1,600.00	1.40	\$2,240.00
Robert A. Freedman	Partner, 1997	\$1,590.00	10.90	\$17,331.00
Stefano Quintini	Partner, 2002 (Italy); 2007 (United States)	\$1,475.00	8.60	\$12,685.00
Catherine Kevane	Partner, 2001	\$1,345.00	8.60	\$11,567.00
Ryan Mitteness	Partner, 2011	\$1,300.00	5.60	\$7,280.00
Marie Bafus	Partner, 2008	\$1,250.00	0.40	\$500.00
Chelsea Anderson	Partner, 2014	\$1,130.00	6.70	\$7,571.00
Monica Chan	Associate, 2015	\$1,130.00	14.10	\$15,933.00
Jennifer Yoon	Associate, 2008	\$1,130.00	12.70	\$14,351.00
Bethany Clarke	Associate, 2020	\$1,025.00	0.40	\$410.00
Zoe Zhang	Associate, 2020	\$1,025.00	18.60	\$19,065.00
Lindsey Eugenio Macalalad	Associate, 2022	\$775.00	12.40	\$9,610.00
Katie M. Hauh	Associate, 2022	\$775.00	4.70	\$3,642.50
Nick Christopher Dugas	Associate, 2024	\$675.00	12.80	\$8,640.00
Peter Kung	Elec Info Mgmt	\$660.00	3.20	\$2,112.00
Kevin Young	Paralegal, N/A	\$610.00	2.20	\$1,342.00
Laurie Blain	Paralegal, N/A	\$610.00	1.00	\$610.00
Steve Jang	Paralegal, N/A	\$555.00	0.50	\$277.50

<b>Grand Total:</b>	<b>\$288,257.00</b>
<b>Grand Total Minus 10% Discount:</b>	<b>\$259,431.30</b>
<b>Total Hours:</b>	<b>219.30</b>
<b>Blended Rate:</b>	<b>\$1,314.44</b>

**COMPENSATION BY CATEGORY**

<b>Project Categories</b>	<b>Total Hours</b>	<b>Total Fees</b>
Project Athena (Post-Petition)	23.60	\$26,867.50
FINRA Review (Post-Petition)	5.20	\$4,659.50
Project Chronos (Post-Petition)	172.70	\$236,042.50
General Corporate (Post-Petition)	12.70	\$16,507.00
Derivative Litigation (Post-Petition)	5.10	\$4,180.50
<b>Totals:</b>	<b>219.30</b>	<b>\$288,257.00</b>

**EXPENSE SUMMARY**

<b>Expense Category</b>	<b>Service Provider (if applicable)</b>	<b>Total Expenses</b>
Online Research	Lexis, Westlaw	\$1,544.00
<b>Total:</b>		<b>\$1,544.00</b>

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:

GRITSTONE BIO, INC.,<sup>1</sup>

Debtor.

Chapter 11

Case No. 24-12305 (KBO)

Objections Due: February 27, 2025 at 4:00 P.M. (ET)  
Hearing Date: To be scheduled if necessary

**THIRD MONTHLY APPLICATION FOR COMPENSATION AND REIMBURSEMENT  
OF EXPENSES OF FENWICK & WEST LLP AS SPECIAL CORPORATE COUNSEL  
FOR THE DEBTOR AND DEBTOR IN POSSESSION FOR THE PERIOD FROM  
DECEMBER 1, 2024 THROUGH DECEMBER 31, 2024**

Pursuant to sections 330 and 331 of Title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (collectively, the “Bankruptcy Rules”) and this Court’s *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals*, entered on November 12, 2024 [Docket No. 154] (the “Administrative Order”), Fenwick & West LLP (“F&W” or the “Firm”), special corporate counsel for the debtor and debtor in possession (“Debtor”), hereby submits its *Third Monthly Application for Compensation and Reimbursement of Expenses of Fenwick & West LLP as Special Corporate Counsel for the Debtor and Debtor in Possession for the Period from December 1, 2024 through December 31, 2024* (the “Application”).

By this Application F&W seeks a monthly interim allowance of compensation in the amount of \$259,431.30 and actual and necessary expenses in the amount of \$1,544.00 for a total allowance of \$260,975.30 and payment of \$207,545.04 (80% of the allowed fees) and

<sup>1</sup> The Debtor’s mailing address is 4698 Willow Road, Pleasanton, CA 94588, and the last four digits of the Debtor’s federal tax identification number is 9534.

reimbursement of \$1,544.00 (100% of the allowed expenses) for a total payment of \$209,089.04 for the period December 1, 2024 through December 31, 2024 (the “Fee Period”).

### **Background**

1. On October 10, 2024, (the “Petition Date”), the Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code (the “Chapter 11 Case”). The Debtor is operating its business and managing its property as debtor in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

2. On October 29, 2024, the Office of the United States Trustee (the “U.S. Trustee”) appointed an Official Committee of Unsecured Creditors (the “Committee”) including the following: BMR-Sidney Research Campus LLC, Presidio, and Murigenics, Inc.. *See* Docket No. 77.

3. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

4. On November 12, 2024, the Court entered the Administrative Order, authorizing estate professionals (the “Retained Professionals”) to submit applications for interim compensation and reimbursement for expenses, pursuant to the procedures specified therein. The Administrative Order provides, among other things, that a Retained Professional may submit monthly fee applications. If no objections are made within fourteen (14) days after service of the monthly fee application the Debtor is authorized to pay the Retained Professional eighty percent (80%) of the requested fees and one hundred percent (100%) of the requested expenses. Beginning with the period ending December 31, 2024, and at three-month intervals or such other intervals convenient to the Court, each of the Retained Professionals may file and serve an interim



application for allowance of the amounts sought in its monthly fee applications for that period. All fees and expenses paid are on an interim basis until final allowance by the Court.

5. The retention of F&W, as special corporate counsel for the Debtor, was approved effective as of October 10, 2024, by this Court's *Order Under 327(e) of the Bankruptcy Code Authorizing the Employment and Retention of Fenwick & West LLP as Special Corporate Counsel for the Debtor Effective as of the Petition Date*, entered on November 12, 2024 [Docket No. 152] (the "Retention Order"). The Retention Order authorized F&W to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses.

## **F&W'S APPLICATION FOR COMPENSATION AND FOR REIMBURSEMENT OF EXPENSES**

### **Compensation Paid and Its Source**

6. All services for which F&W requests compensation were performed for or on behalf of the Debtor, and not on behalf of any committee, creditor or other person.

7. The professional services and related expenses for which F&W requests interim allowance of compensation and reimbursement of expenses were rendered and incurred in connection with this case in the discharge of F&W's professional responsibilities as special corporate counsel for the Debtor in this Chapter 11 Case. F&W's services have been necessary and beneficial to the Debtor and its estate, creditors and other parties in interest.

### **Fee & Expense Statements**

8. Invoices for the Fee Period are attached hereto as **Exhibit A**. These statements contain daily time logs describing the time spent by each attorney and paraprofessional and summaries of the actual and necessary expenses incurred by F&W during the Fee Period. To the best of F&W's knowledge, this Application complies with sections 330 and 331 of the Bankruptcy Code, the Bankruptcy Rules and the Administrative Order. F&W's time reports are initially

handwritten or directly entered in the billing system, by the attorney or paralegal performing the described services. The time reports are organized on a daily basis.

9. F&W believes the foregoing rates are the market rates that the majority of law firms charge clients for such services. In addition, F&W believes that such charges are in accordance with the American Bar Association's ("ABA") guidelines, as set forth in the ABA's Statement of Principles, dated January 12, 1995, regarding billing for disbursements and other charges.

### **Summary of Services by Project**

10. The services rendered by F&W during the Fee Period are grouped into the categories set forth below. F&W attempted to place the services provided in the category that best relates to such services. However, because certain services may relate to one or more categories, services pertaining to one category may in fact be included in another category. These services performed, by categories, are generally described below, with a more detailed identification of the actual services provided set forth on the attached Exhibit A. Exhibit A identifies the attorneys and paraprofessionals who rendered services relating to each category, along with the number of hours for each individual and the total compensation sought for each category.

#### **A. Project Athena (Post-Petition)**

11. Services in this category are related to (a) the analysis and discussion of the impact of the Chapter 11 Case on ongoing pre-petition securities litigation; (b) analysis and strategy related to preparation of a motion to dismiss; and (c) analysis and discussion regarding data collection and preservation issues.

Fees: \$26,867.50      Hours: 23.60

**B. FINRA Review (Post-Petition)**

12. Services in this category are related to the analysis of FINRA's request to the Debtor and preparation of a response thereto.

Fees: \$4,659.50      Hours: 5.20

**C. Project Chronos (Post-Petition)**

13. Services in this category are related to (a) analysis of tax issues related to the asset sale process; (b) preparation of ancillary documents for asset sale; (c) review incoming bid and assist in bid analysis; (d) attend and assist in bankruptcy auction; (e) discussion and analysis regarding valuation of assets; (f) finalize Asset Purchase Agreements for asset sales; and (g) analysis and preparation of public disclosures and SEC filings related to asset sale and DIP financing matters.

Fees: \$236,042.50      Hours: 172.70

**D. General Corporate (Post-Petition)**

14. Services in this category are related to (a) discussion and preparation of SEC filings and other public communications related to the bankruptcy proceedings; and (b) preparation regarding board minutes and materials.

Fees: \$16,507.00      Hours: 12.70

**E. Derivative Litigation (Post-Petition)**

15. Services in this category are related to preparation and research in connection with ongoing non-bankruptcy litigation.

Fees: \$4,180.50      Hours: 5.10

**Valuation of Services**

16. Attorneys and paraprofessionals of F&W expended a total 219.30 hours in connection with their representation of the Debtor as special corporate counsel during the Fee Period, as follows:

<b>Name of Professional Individual</b>	<b>Position of the Applicant, Year of Obtaining License to Practice</b>	<b>Hourly Billing Rate</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
Ethan Skerry	Partner, 1999	\$1,620.00	94.50	\$153,090.00
William Skinner	Partner, 2005	\$1,600.00	1.40	\$2,240.00
Robert A. Freedman	Partner, 1997	\$1,590.00	10.90	\$17,331.00
Stefano Quintini	Partner, 2002 (Italy); 2007 (United States)	\$1,475.00	8.60	\$12,685.00
Catherine Kevane	Partner, 2001	\$1,345.00	8.60	\$11,567.00
Ryan Mitteness	Partner, 2011	\$1,300.00	5.60	\$7,280.00
Marie Bafus	Partner, 2008	\$1,250.00	0.40	\$500.00
Chelsea Anderson	Partner, 2014	\$1,130.00	6.70	\$7,571.00
Monica Chan	Associate, 2015	\$1,130.00	14.10	\$15,933.00
Jennifer Yoon	Associate, 2008	\$1,130.00	12.70	\$14,351.00
Bethany Clarke	Associate, 2020	\$1,025.00	0.40	\$410.00
Zoe Zhang	Associate, 2020	\$1,025.00	18.60	\$19,065.00
Lindsey Eugenio Macalalad	Associate, 2022	\$775.00	12.40	\$9,610.00
Katie M. Hauh	Associate, 2022	\$775.00	4.70	\$3,642.50
Nick Christopher Dugas	Associate, 2024	\$675.00	12.80	\$8,640.00
Peter Kung	Elec Info Mgmt	\$660.00	3.20	\$2,112.00
Kevin Young	Paralegal, N/A	\$610.00	2.20	\$1,342.00
Laurie Blain	Paralegal, N/A	\$610.00	1.00	\$610.00
Steve Jang	Paralegal, N/A	\$555.00	0.50	\$277.50

<b>Grand Total:</b>	<b>\$288,257.00</b>
<b>Grand Total Minus 10% Discount:</b>	<b>\$259,431.30</b>
<b>Total Hours:</b>	<b>219.30</b>
<b>Blended Rate:</b>	<b>\$1,314.44</b>

17. The nature of work performed by these persons is fully set forth in **Exhibit A** attached hereto. These are F&W's normal hourly rates for work of this character. The reasonable value of the services rendered by F&W for the Debtor during the Fee Period is \$259,431.30.

18. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, it is respectfully submitted that the amount requested by F&W is fair and reasonable given (a) the complexity of the case, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under the Bankruptcy Code. Moreover, F&W has reviewed the requirements of Del. Bankr. LR 2016-2 and the Administrative Order signed on or about September 14, 2023 and believes that this Application complies with such Rule and Order.

WHEREFORE, F&W respectfully requests that the Court enter an order providing that, for the period of December 1, 2024 through December 31, 2024, an interim allowance be made to F&W for compensation in the amount of \$259,431.30 and actual and necessary expenses in the amount of \$1,544.00 for a total allowance of \$260,975.30 and payment of \$207,545.04 (80% of the allowed fees) and reimbursement of \$1,544.00 (100% of the allowed expenses) for a total payment of \$209,089.04; and for such other and further relief as this Court deems proper.

Dated: February 11, 2025

FENWICK & WEST LLP

*/s/ Ryan Mitteness*

\_\_\_\_\_  
Ryan Mitteness (WA Bar No. 55982)

401 Union Street

Seattle, Washington 98101

Tel: (206) 389-4533

Email: [rmitteness@fenwick.com](mailto:rmitteness@fenwick.com)

*Special Corporate Counsel to the  
Debtor and Debtor in Possession*

**DECLARATION**

STATE OF WASHINGTON :  
:  
COUNTY OF KING :

Ryan Mitteness, after being duly sworn according to law, deposes and says:

- a) I am a partner with the applicant law firm Fenwick & West LLP.
- b) I am familiar with the legal services rendered by Fenwick & West LLP as special corporate counsel to the Debtor.
- c) I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed Del. Bankr. LR 2016-2, the Administrative Order signed on or about September 14, 2023 and submit that the Application substantially complies with such rule and orders.

*/s/ Ryan Mitteness*  
\_\_\_\_\_  
Ryan Mitteness

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:

GRITSTONE BIO, INC.,<sup>1</sup>

Debtor.

Chapter 11

Case No. 24-12305 (KBO)

Objections Due: February 27, 2025 at 4:00 P.M. (ET)  
Hearing Date: To be scheduled if necessary

**NOTICE OF THIRD MONTHLY APPLICATION FOR COMPENSATION AND  
REIMBURSEMENT OF EXPENSES OF FENWICK & WEST LLP AS SPECIAL  
CORPORATE COUNSEL FOR THE DEBTOR AND DEBTOR IN POSSESSION FOR  
THE PERIOD FROM DECEMBER 1, 2024 THROUGH DECEMBER 31, 2024**

---

PLEASE TAKE NOTICE that on February 13, 2025, Fenwick & West LLP, special corporate counsel for the above-captioned debtor and debtor in possession (the “Debtor”), filed its *Third Monthly Application for Compensation and Reimbursement of Expenses of Fenwick & West LLP as Special Corporate Counsel for the Debtor and Debtor in Possession for the Period of December 1, 2024 through December 31, 2024* (the “Application”), seeking compensation for the reasonable and necessary services rendered to the Debtor in the amount of \$259,431.30 and reimbursement for actual and necessary expenses in the amount of \$1,544.00. A copy of the Application is attached hereto.

The Application is submitted pursuant to the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals*, entered on November 12, 2024 [Docket No. 154] (the “Administrative Order”).

PLEASE TAKE FURTHER NOTICE that, in accordance with the Administrative Order, any Notice of Objection (as defined in the Administrative Order) must be served upon: (i)

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<sup>1</sup> The Debtor’s mailing address is 4698 Willow Road, Pleasanton, CA 94588, and the last four digits of the Debtor’s federal tax identification number is 9534.



counsel to the Debtor, Pachulski Stang Ziehl & Jones LLP, 919 North Market Street, 17th Floor, Wilmington, DE 19899, Attn: James E. O'Neill (joneill@pszjlaw.com), Debra I. Grassgreen (dgrassgreen@pszjlaw.com), John W. Lucas (jlucas@pszjlaw.com), and Malhar S. Pagay (mpagay@pszjlaw.com); (ii) counsel to the Prepetition Secured Lenders, (a) Cole Schotz P.C., 500 Delaware Avenue, Suite 1410, Wilmington, DE 19801, Attn: Stacy L. Newman (snewman@coleschotz.com), Stuart Komrower (skomrower@coleschotz.com), Warren A. Usatine (wusatine@coleschotz.com), and Felice R. Yudkin (fyudkin@coleschotz.com); (b) Sheppard Mullin, Four Embarcadero Center, Seventeenth Floor, San Francisco, CA 94111, Attn: Ori Katz (okatz@sheppardmullin.com) and Robert K. Sahyan (rsahyan@sheppardmullin.com); (iii) the Office of the United States Trustee for the District of Delaware, 844 King Street, Suite 2207, Wilmington, DE 19801, Attn: Timothy Jay Fox, Jr. (timothy.fox@usdoj.gov); and (iv) counsel for the Committee (a) ArentFox Schiff LLP, 1301 Avenue of the Americas, Floor 42, New York, New York 10019, Attn.: Andrew I. Silfen (andrew.silfen@afslaw.com), Beth M. Brownstein (beth.brownstein@afslaw.com), James E. Britton (james.britton@afslaw.com), and Patrick Feeney (patrick.feeney@afslaw.com); (b) Potter Anderson & Corroon LLP, 1313 N. Market Street, 6th Floor, Wilmington, Delaware 19801, Attn.: Christopher M. Samis (csamis@potteranderson.com), Aaron H. Stulman (astulman@potteranderson.com), Katelin A. Morales (kmorales@potteranderson.com), and Ethan H. Sulik (esulik@potteranderson.com).

**PLEASE TAKE FURTHER NOTICE THAT IF NO NOTICE OF OBJECTION IS SERVED IN ACCORDANCE WITH THE ADMINISTRATIVE ORDER, THEN 80% OF FEES AND 100% OF EXPENSES REQUESTED IN THE APPLICATION MAY BE PAID WITHOUT FURTHER HEARING OR ORDER OF THE COURT.**



Dated: February 13, 2025

PACHULSKI STANG ZIEHL & JONES LLP

*/s/ James E. O'Neill*

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Debra I. Grassgreen, (admitted *pro hac vice*)

John W. Lucas, (admitted *pro hac vice*)

Malhar S. Pagay, (admitted *pro hac vice*)

James E. O'Neill (DE Bar No. 4042)

919 North Market Street, 17th Floor

P.O. Box 8750

Wilmington, Delaware 19899-8705

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[joneill@pszjlaw.com](mailto:joneill@pszjlaw.com)

*Counsel to the Debtor and Debtor in Possession*

# Exhibit A



Fenwick & West LLP  
801 California Street  
Mountain View, CA 94041  
Tel 650.988.8500  
www.fenwick.com

Gritstone bio, Inc.  
5959 Horton Street, Suite 300  
Emeryville, CA 94608

Invoice Date: January 17, 2025

Client Number: 32669

Matter Number: 00412

Invoice Number: 1064955

Attn: Celia Economides  
Chief Financial Officer

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For professional services rendered through December 31, 2024.

Fees:	\$ 26,867.50
Less 10.0% Discount on Matter(s): 00412	(2,686.75)
Adjusted Fees:	\$ 24,180.75
Disbursements:	990.00
	<hr/>
CURRENT AMOUNT DUE	\$ 25,170.75

Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: January 17, 2025  
Invoice Number: 1064955  
Billing Attorney: Stefano Quintini

Page 2

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Project Athena (Post-Petition)  
Matter number 32669-00412

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/02/24	Marie Bafus	Consider revisions to draft stipulation.	0.4	500.00
12/02/24	Monica Chan	Review and revise stipulation regarding amended complaint and briefing.	0.3	339.00
12/05/24	Monica Chan	Analyze and draft motion to dismiss.	2.1	2,373.00
12/12/24	Catherine Kevane	Develop strategy for motion to dismiss.	1.1	1,479.50
12/12/24	Catherine Kevane	Evaluate preservation in light of proceedings.	0.2	269.00
12/13/24	Monica Chan	Participate in strategy meeting on motion to dismiss with client (0.8); strategize with C. Kevane regarding next steps for collection and motion to dismiss (0.6).	1.4	1,582.00
12/13/24	Catherine Kevane	Prepare for and attend client meeting regarding status, strategy, and preservation issues (1.1); review and analyze complaint and develop arguments for Motion to Dismiss (1.3).	2.4	3,228.00
12/16/24	Monica Chan	Analyze and prepare for data collection and preservation.	1.5	1,695.00
12/16/24	Catherine Kevane	Confer with client r regarding data collection and preservation.	0.5	672.50
12/17/24	Monica Chan	Strategize and develop arguments for motion to dismiss (0.9); research motion to dismiss arguments (1.0).	1.9	2,147.00
12/17/24	Monica Chan	Coordinate and manage data collection for preservation.	1.0	1,130.00
12/17/24	Catherine Kevane	Prepare for and attend meeting regarding status ,strategy and insurance; analyze complaint and prepare strategy for motion to dismiss.	0.5	672.50

Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: January 17, 2025  
Invoice Number: 1064955  
Billing Attorney: Stefano Quintini

Page 3

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Project Athena (Post-Petition)  
Matter number 32669-00412

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/18/24	Monica Chan	Communicate regarding and manage data preservation and collection for lawsuit.	0.4	452.00
12/22/24	Monica Chan	Work on and research motion to dismiss arguments.	2.1	2,373.00
12/23/24	Monica Chan	Strategize regarding and develop arguments for motion to dismiss.	0.6	678.00
12/23/24	Monica Chan	Communicate regarding data preservation and collection.	0.4	452.00
12/23/24	Catherine Kevane	Review and analyze amended complaints and prepare outline for motion to dismiss arguments.	2.1	2,824.50
12/23/24	Peter Kung	Assist with data collection and preservation issues (0.8).	0.8	528.00
12/27/24	Monica Chan	Communicate regarding and manage data collection and preservation.	0.4	452.00
12/27/24	Peter Kung	Assist with data collection and preservation issues (2.4).	2.4	1,584.00
12/30/24	Monica Chan	Communicate regarding data collection for preservation.	0.2	226.00
12/30/24	Catherine Kevane	Develop arguments re motion to dismiss; client communications re representation.	0.9	1,210.50
		Total Hours and Fees	23.6	\$ 26,867.50

Gritstone bio, Inc.  
 Client Number: 32669

Invoice Date: January 17, 2025  
 Invoice Number: 1064955  
 Billing Attorney: Stefano Quintini

Page 4

Project Athena (Post-Petition)  
 Matter number 32669-00412

Timekeeper Summary

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Marie Bafus	Partner	0.4	1250.00	500.00
Catherine Kevane	Partner	7.7	1345.00	10,356.50
Monica Chan	Associate	12.3	1130.00	13,899.00
Peter Kung	Elec Info Mgmt	3.2	660.00	2,112.00
Total Hours and Fees		23.6		\$ 26,867.50

Disbursement Summary

<u>Date</u>	<u>Description</u>	<u>Total</u>
12/05/24	Service: Search Done By Monica Chan; Charge Type: Access Charge; Quantity: 3	297.00
12/22/24	Service: Search Done By Monica Chan; Charge Type: Access Charge; Quantity: 7	693.00
Total Disbursements		\$ 990.00



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801 California Street  
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Gritstone bio, Inc.  
5959 Horton Street, Suite 300  
Emeryville, CA 94608

Invoice Date: January 17, 2025

Client Number: 32669

Matter Number: 00411

Invoice Number: 1064956

Attn: Celia Economides  
Chief Financial Officer

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For professional services rendered through December 31, 2024.

Fees: \$ 4,659.50

Less 10.0% Discount on Matter(s): 00411 (465.95)

Adjusted Fees: \$ 4,193.55

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CURRENT AMOUNT DUE \$ 4,193.55

Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: January 17, 2025  
Invoice Number: 1064956  
Billing Attorney: Stefano Quintini

Page 2

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FINRA Review (Post-Petition)  
Matter number 32669-00411

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/19/24	Catherine Kevane	Attend to FINRA response.	0.2	269.00
12/19/24	Kevin Young	Review FINRA request and research in preparation for responding to same.	1.5	915.00
12/20/24	Monica Chan	Review and communicate regarding FINRA's supplemental request for information.	0.5	565.00
12/20/24	Robert A. Freedman	Review of FINRA correspondence.	0.3	477.00
12/20/24	Kevin Young	Review FINRA request and research in preparation for responding to same.	0.7	427.00
12/21/24	Ryan Mitteness	Review FINRA response requirements.	0.2	260.00
12/23/24	Monica Chan	Communicate regarding and collect information in response to FINRA's supplemental request for information.	0.7	791.00
12/23/24	Steve Jang	Review and analyze supplemental request from FINRA and draft correspondence re same.	0.5	277.50
12/30/24	Monica Chan	Communicate regarding response to FINRA's supplemental request for information.	0.3	339.00
12/31/24	Monica Chan	Prepare response to FINRA's request for meeting minutes.	0.3	339.00
		Total Hours and Fees	5.2	\$ 4,659.50



Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: January 17, 2025  
Invoice Number: 1064956  
Billing Attorney: Stefano Quintini

Page 3

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FINRA Review (Post-Petition)  
Matter number 32669-00411

Timekeeper Summary

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Robert A. Freedman	Partner	0.3	1590.00	477.00
Catherine Kevane	Partner	0.2	1345.00	269.00
Ryan Mitteness	Partner	0.2	1300.00	260.00
Monica Chan	Associate	1.8	1130.00	2,034.00
Steve Jang	Paralegal	0.5	555.00	277.50
Kevin Young	Paralegal	2.2	610.00	1,342.00
	Total Hours and Fees	5.2		\$ 4,659.50



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801 California Street  
Mountain View, CA 94041  
Tel 650.988.8500  
www.fenwick.com

Gritstone bio, Inc.  
5959 Horton Street, Suite 300  
Emeryville, CA 94608

Invoice Date: January 17, 2025  
Client Number: 32669  
Matter Number: 00605  
Invoice Number: 1064957

Attn: Celia Economides  
Chief Financial Officer

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For professional services rendered through December 31, 2024.

Fees:	\$ 236,042.50
Less 10.0% Discount on Matter(s): 00605	(23,604.25)
Adjusted Fees:	\$ 212,438.25
Disbursements:	554.00
	<hr/>
CURRENT AMOUNT DUE	\$ 212,992.25

Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: January 17, 2025  
Invoice Number: 1064957  
Billing Attorney: Stefano Quintini

Page 2

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Project Chronos (Post-Petition)  
Matter number 32669-00605

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/01/24	Ethan Skerry	Review and comment on schedules to APA (.8); email correspondence regarding follow up matters to same (.2).	1.0	1,620.00
12/02/24	Ethan Skerry	Attention to APA issues and schedule matters.	0.5	810.00
12/03/24	Ethan Skerry	Status call with full team (0.5); attention to NOL order (0.3).	0.8	1,296.00
12/03/24	William Skinner	Review question regarding Section 382 analysis; potential share transfer.	0.2	320.00
12/04/24	Ethan Skerry	Attention to email correspondence regarding auction and preparation for bid submissions (.5); Review bid submissions from each bidder, including review of comments on APAs and bid drafts (2.0).	2.5	4,050.00
12/04/24	Zoe Zhang	Attend to asset purchase agreements and schedules.	1.1	1,127.50
12/05/24	Stefano Quintini	Review mark-ups of APAs; follow-up re same.	3.2	4,720.00
12/05/24	Ethan Skerry	Continued review of each bid submission and initial preparation of bid comparison chart (3.5); calls with advisor team regarding auction strategy (.5); call with Chronos working group regarding bankruptcy process and status of discussions with creditors (.5); preparation of issues lists for each bid submitted for use in negotiations (1.5).	6.0	9,720.00
12/05/24	William Skinner	Review bidder markup of tax provisions.	0.5	800.00

Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: January 17, 2025  
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Page 3

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Project Chronos (Post-Petition)  
Matter number 32669-00605

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/05/24	Zoe Zhang	Attend weekly check-in call (1.0); review bid asset purchase agreements and prepare bid comparison chart (2.4).	3.4	3,485.00
12/06/24	Nick Christopher Dugas	Review bid issues list correspondence (.3); review bid comparison chart (.2).	0.5	337.50
12/06/24	Robert A. Freedman	Review of Chronos bids and other matters; discussions with Fenwick team.	0.6	954.00
12/06/24	Stefano Quintini	Call with Matt Hawryluk re list of assets.	0.6	885.00
12/06/24	Ethan Skerry	Respond to bids from various purchasers and evaluate bid proposals (2.5); call with NEC counsel to discuss major issues in bid draft (1.0); call with Seattle counsel to discuss major issues in bid (0.5); prepare for and participate in board update call (1.3).	5.3	8,586.00
12/06/24	Zoe Zhang	Review bid asset purchase agreements and update bid comparison chart.	0.6	615.00
12/07/24	Nick Christopher Dugas	Review correspond (.1); review updated asset purchase agreement draft (.3).	0.4	270.00
12/07/24	Stefano Quintini	Email correspondence re Arbutus license; call with Matt Hawryluk re same.	0.8	1,180.00
12/07/24	Ethan Skerry	Calls with advisor team and individual members throughout day to discuss various bid issues (1.5); review responses to APA issues from each of the bidders (2.5); work on revisions to APAs for whole company bidder and for individual asset bidders (1.5).	5.5	8,910.00
12/08/24	Nick Christopher Dugas	Review bid issue correspondence (.2).	0.2	135.00

Gritstone bio, Inc.  
Client Number: 32669

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Invoice Number: 1064957  
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Page 4

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Project Chronos (Post-Petition)  
Matter number 32669-00605

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/08/24	Stefano Quintini	Review in-licenses (.8); email correspondence re allocation of assets (.7).	1.5	2,212.50
12/08/24	Ethan Skerry	Calls with bidders about open issues (1.0); review mark ups to bid drafts of APA from CTS, Natera and M&E bidders (4.0); review and analyze IP issues and respond to email correspondence regarding licensing issues (1.0).	6.0	9,720.00
12/09/24	Robert A. Freedman	Review of project Chronos matters and disclosures.	0.6	954.00
12/09/24	Lindsey Eugenio Macalalad	Prepare draft 8-K for item disclosures related to asset purchase and auction for same.	0.6	465.00
12/09/24	Stefano Quintini	Confer with J. Yoon re NEC asset purchase agreement (0.5); follow-up re same (0.3).	0.8	1,180.00
12/09/24	Stefano Quintini	Email correspondence with advisors re in-licenses and deal structuring points.	0.9	1,327.50
12/09/24	Ethan Skerry	Attend and participate in bankruptcy auction (9.0); post-auction strategy meeting with client and advisors (3.0); negotiations with NEC (1.0).	13.0	21,060.00
12/09/24	William Skinner	Review SPC tax comments to APA.	0.4	640.00
12/09/24	Jennifer Yoon	Review background materials and bid drafts of asset purchase agreements, review, analyze and revise draft of NEC asset purchase agreement, confer with S. Quintini regarding deal background.	5.6	6,328.00
12/10/24	Nick Christopher Dugas	Review bid correspondence (.2); review updated draft and redline of asset purchase agreement (.4).	0.6	405.00

Gritstone bio, Inc.  
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Page 5

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Project Chronos (Post-Petition)  
Matter number 32669-00605

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/10/24	Robert A. Freedman	Review of SEC filing and corporate matters.	0.5	795.00
12/10/24	Robert A. Freedman	Update on Chronos bidding and process.	0.5	795.00
12/10/24	Lindsey Eugenio Macalalad	Review and revise draft 8-K for item disclosures for asset purchase.	0.2	155.00
12/10/24	Stefano Quintini	Email correspondence re APA and patent assignment agreement.	0.4	590.00
12/10/24	Ethan Skerry	Participate in auction (3.0); meetings with advisors to discuss auction strategy, and discussions with various bidders regarding bid details, review of proposed APA terms and related activities throughout day (13.3).	16.3	26,406.00
12/10/24	William Skinner	Review updated draft of APA from NEC.	0.1	160.00
12/10/24	Jennifer Yoon	Review, analyze and revise draft of APA with NEC.	1.9	2,147.00
12/11/24	Robert A. Freedman	Review of Chronos bids and process.	0.4	636.00
12/11/24	Ethan Skerry	Auction strategy and work with advisor team (5.0); negotiations on final documents with various bidders (2.8); participate in auction (10).	17.8	28,836.00
12/12/24	Robert A. Freedman	Conference call to discuss next steps for Chronos.	0.5	795.00
12/12/24	Lindsey Eugenio Macalalad	Review and revise draft 8-K for auction results (0.4); confer with client regarding opinion letter for affiliate transfer (0.3).	0.7	542.50

Gritstone bio, Inc.  
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Page 6

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Project Chronos (Post-Petition)  
Matter number 32669-00605

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/12/24	Ethan Skerry	Attention to finalizing APA for Seattle, together with schedules and related matters, and correspondence with SPC counsel and Pachulski in connection therewith (4.0); board call related to next steps and follow up on matters arising during same (1.0); call with Fenwick litigation team and cap markets team regarding issues associated with securities law and books and records issues (1.0).	6.0	9,720.00
12/12/24	Zoe Zhang	Prepare rules of the road memo (1.2).	1.2	1,230.00
12/13/24	Robert A. Freedman	Review of Chronos matters and related filings.	1.0	1,590.00
12/13/24	Lindsey Eugenio Macalalad	Confer with working group regarding comments to draft 8-K for auction results (0.4); coordinate with printer for processing same and reviewing proof (0.3); collect signature to same from company (0.1).	0.8	620.00
12/13/24	Ryan Mitteness	Emails regarding NDA follow up.	0.2	260.00
12/13/24	Ethan Skerry	Calls and emails regarding post-auction matters, including compliance with APA terms and execution on closing work (1.2); attention to finalizing APA for Seattle and Hercules and revisions to same (1.3).	2.5	4,050.00
12/15/24	Ethan Skerry	Prepare response for Andrew Allen to send to NEC (.6); attention to correspondence related to closing issues (0.4).	1.0	1,620.00
12/16/24	Nick Christopher Dugas	Prepare initial transaction checklist (.3).	0.3	202.50

Gritstone bio, Inc.  
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Page 7

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Project Chronos (Post-Petition)  
Matter number 32669-00605

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/16/24	Lindsey Eugenio Macalalad	Review and revise draft minutes of the Finance Committee; prepare resolutions to terminate 401(k) plan; confer with working group regarding same.	0.7	542.50
12/16/24	Ethan Skerry	Attention to closing workstreams, including checklist and ancillary documents (1.3); participate in call with SPC regarding ongoing programs (1.).	2.3	3,726.00
12/16/24	Zoe Zhang	Attend to lien and litigation search (0.1); revise rules of the road memo (1.8); prepare FIRPTA statement, closing certificates, IP assignment agreement and patent assignment agreement (2.7).	4.6	4,715.00
12/17/24	Bethany Clarke	Attention to correspondence regarding post-petition filings.	0.4	410.00
12/17/24	Nick Christopher Dugas	Review asset purchase agreement (1.0); prepare transaction checklist (0.9).	1.9	1,282.50
12/17/24	Lindsey Eugenio Macalalad	Confer with client regarding draft consent to approve termination of 401k plan (0.1); confer with working group regarding various winddown filings and attention to drafting same (0.3); confer with client regarding CCC code (0.1).	0.5	387.50
12/17/24	Ethan Skerry	Call with team regarding closing logistics and asset identification matters (0.5); call with Pachulski and GRTS regarding consent and other counterparty issues (0.5); attention to ancillary agreements for closing with SPC (0.5).	1.5	2,430.00
12/17/24	William Skinner	Review FIRPTA certificate.	0.2	320.00



Gritstone bio, Inc.  
Client Number: 32669

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Billing Attorney: Stefano Quintini

Page 8

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Project Chronos (Post-Petition)  
Matter number 32669-00605

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/17/24	Zoe Zhang	Attend to litigation and lien search results (0.2); attend to FIRPTA statement (0.2).	0.4	410.00
12/18/24	Nick Christopher Dugas	Attend checklist call with Purchaser counsel (0.4); update transaction checklist (0.3); review active litigation matters involving client for disclosure (0.7).	1.4	945.00
12/18/24	Ethan Skerry	Status call with SPC counsel regarding closing (0.5); call with M. Hawryluk regarding business continuity issues and related work (0.5).	1.0	1,620.00
12/18/24	Jennifer Yoon	Review and analyze drafts of APA, IP Assignment Agreement and Patent Assignment Agreement.	2.2	2,486.00
12/18/24	Zoe Zhang	Attend call with buyer counsel to disclose closing workstreams (0.5); attend to closing checklist and ancillaries (1.2).	1.7	1,742.50
12/19/24	Nick Christopher Dugas	Attend weekly check in call (0.5); update transaction checklist (0.3); review active litigation matters involving client for disclosure (0.7); prepare disclosure schedule shell (.5).	2.0	1,350.00
12/19/24	Lindsey Eugenio Macalalad	Review and revise draft consent approving termination of 401k plan to add approval for prior minutes and confer with working group and client regarding same (0.9); gather prior minutes to be approved (0.8); confer with working group and client regarding draft Form 4 (0.1).	1.8	1,395.00

Gritstone bio, Inc.  
Client Number: 32669

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Page 9

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Project Chronos (Post-Petition)  
Matter number 32669-00605

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/20/24	Lindsey Eugenio Macalalad	Organize prior minutes for approval and distribute consent for signature to Board; review and revise specific minutes and confer with client regarding same.	0.7	542.50
12/20/24	Ethan Skerry	Attention to closing matters with Seattle, including contract identification issues and other asset matters.	0.5	810.00
12/20/24	Zoe Zhang	Attend to list of Designated Contracts.	0.2	205.00
12/23/24	Nick Christopher Dugas	Update transaction checklist (.2); review buyer certificate drafts (.2).	0.4	270.00
12/23/24	Lindsey Eugenio Macalalad	Confer with working group regarding status of signatures to consent approving termination of 401k plan and approving prior meeting minutes; attention to drafting winddown filings.	0.4	310.00
12/23/24	Zoe Zhang	Attend to patent assignment agreement (.1); attend to bill of sale (.2); attend to opposing counsel's questions regarding signature packet (.2); attend to closing certificates (.2).	0.7	717.50
12/24/24	Lindsey Eugenio Macalalad	Continued attention to preparing winddown filings.	0.4	310.00
12/24/24	Stefano Quintini	Email correspondence re patent assignment agreement.	0.4	590.00
12/24/24	Jennifer Yoon	Review, analyze and revise draft of Patent Assignment agreement.	1.3	1,469.00
12/26/24	Nick Christopher Dugas	Review correspondence (.2); review patent assignment agreement (.3).	0.5	337.50
12/26/24	Lindsey Eugenio Macalalad	Draft Form 15; draft 8-K for final bankruptcy approval.	0.3	232.50

Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: January 17, 2025  
Invoice Number: 1064957  
Billing Attorney: Stefano Quintini

Page 10

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Project Chronos (Post-Petition)  
Matter number 32669-00605

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/26/24	Jennifer Yoon	Review, analyze and revise draft of Patent Assignment agreement, attention to correspondences regarding the same.	0.5	565.00
12/26/24	Zoe Zhang	Attend to patent assignment agreement.	0.2	205.00
12/27/24	Nick Christopher Dugas	Update disclosure schedules (.5); update transaction checklist (.6); prepare signature packets (.8); prepare execution versions of transaction documents (.9); correspond with other company counsel, company re: outstanding litigation matters (.2).	3.0	2,025.00
12/27/24	Lindsey Eugenio Macalalad	Draft 8-K for closing of asset purchase and resignation of executive officers and directors; confer with working group regarding same.	1.3	1,007.50
12/27/24	Ethan Skerry	Review comments on APA from SPC (.5); discuss comments and issues with Pachulski (0.5); call with counsel to SPC regarding comments on APA and closing matters (.5); follow up on call with SPC and attention to closing issues (0.5).	2.0	3,240.00
12/27/24	Jennifer Yoon	Review and analyze revised draft of Purchase Agreement, review and respond to correspondences regarding the same.	1.2	1,356.00
12/27/24	Zoe Zhang	Attend to preliminary allocation schedule (0.2); attend to other updates to the asset purchase agreement (0.5); attend to signature packet (0.2); prepare assignment and assumption agreement (0.8); attend status sync call (0.5); attend to notice of readiness to close (0.2); attend to disclosure schedules (0.2).	2.6	2,665.00

Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: January 17, 2025  
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Billing Attorney: Stefano Quintini

Page 11

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Project Chronos (Post-Petition)  
Matter number 32669-00605

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/28/24	Chelsea Anderson	Review and revise Form 8-K (.9) and attention to correspondence regarding same (.6).	1.5	1,695.00
12/28/24	Nick Christopher Dugas	Review correspondence (.3); review litigation disclosures (.3); coordinate signature execution (.1).	0.7	472.50
12/28/24	Lindsey Eugenio Macalalad	Review and revise draft 8-K approving asset sale and departure of executive officers and directors; confer with external working groups regarding same.	0.7	542.50
12/28/24	Ryan Mitteness	Emails regarding 8-K for APA closing.	0.8	1,040.00
12/28/24	Zoe Zhang	Attend to disclosure schedules.	0.3	307.50
12/29/24	Chelsea Anderson	Review and revise Form 8-K (.3) and attention to correspondence regarding same (.5).	0.8	904.00
12/29/24	Nick Christopher Dugas	Review correspondence (.4).	0.4	270.00
12/29/24	Catherine Kevane	Prepare disclosures and correspondence re same.	0.3	403.50
12/29/24	Lindsey Eugenio Macalalad	Confer with working group regarding 8-K for asset sale and departure of officers; confer with PSZJ regarding timing of closing for other asset purchase agreement.	0.4	310.00
12/29/24	Ethan Skerry	Attention to 8-K (0.3); attention to covenant not to sue (0.3); attention to finalizing APA for closing (0.4).	1.0	1,620.00
12/29/24	Zoe Zhang	Attend to asset purchase agreement (0.3); attend to schedules 3.3 and 6.1 (0.2); update disclosure schedule (0.2).	0.7	717.50

Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: January 17, 2025  
Invoice Number: 1064957  
Billing Attorney: Stefano Quintini

Page 12

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Project Chronos (Post-Petition)  
Matter number 32669-00605

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/30/24	Chelsea Anderson	Review and revise Form 8-K (.8) and attention to correspondence regarding asset sale (.5).	1.3	1,469.00
12/30/24	Nick Christopher Dugas	Review closing correspondence.	0.5	337.50
12/30/24	Robert A. Freedman	Review of APA, corporate and SEC filing matters; discussions with Fenwick team.	1.0	1,590.00
12/30/24	Lindsey Eugenio Macalalad	Draft consent appointing interim CEO and interim PEO (0.5); process 8-K and exhibit with DFIN (0.3); confer with director on outstanding signature for prior consent approving termination of 401k plan and approving prior minutes (0.5).	1.3	1,007.50
12/30/24	Ethan Skerry	Call with SPC counsel regarding closing matters and APA (0.5); call with FSI and counsel regarding covenant not to sue, and follow up on same (0.5); review final form of APA and comment on same, including internal sign off on related matters (0.7); closing call and participate in closing (0.3).	2.0	3,240.00
12/30/24	Zoe Zhang	Attend to updated asset purchase agreement (0.2); attend pre-closing call (0.5); attend closing call (0.2).	0.9	922.50
12/31/24	Chelsea Anderson	Attention to correspondence regarding FPI diligence requests.	0.7	791.00
12/31/24	Robert A. Freedman	Review of Chronos documents and related SEC filings (0.7); discussions with Fenwick team (0.3).	1.0	1,590.00

Gritstone bio, Inc.  
 Client Number: 32669

Invoice Date: January 17, 2025  
 Invoice Number: 1064957  
 Billing Attorney: Stefano Quintini

Page 13

Project Chronos (Post-Petition)  
 Matter number 32669-00605

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/31/24	Lindsey Eugenio Macalalad	Attention to collecting signatures for approved prior Board and committee meeting minutes and confer with working group regarding same (0.5); confer with C. Anderson regarding pre-filing minutes for diligence request and review relevant minutes (0.2); review proof of 8-K and corresponding exhibit, markup for comments and confer with C. Anderson regarding same (0.5).	1.2	930.00
Total Hours and Fees			172.7	\$ 236,042.50

Timekeeper Summary

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Chelsea Anderson	Partner	4.3	1130.00	4,859.00
Robert A. Freedman	Partner	6.1	1590.00	9,699.00
Catherine Kevane	Partner	0.3	1345.00	403.50
Ryan Mitteness	Partner	1.0	1300.00	1,300.00
Stefano Quintini	Partner	8.6	1475.00	12,685.00
Ethan Skerry	Partner	94.5	1620.00	153,090.00
William Skinner	Partner	1.4	1600.00	2,240.00
Bethany Clarke	Associate	0.4	1025.00	410.00
Nick Christopher Dugas	Associate	12.8	675.00	8,640.00
Lindsey Eugenio Macalalad	Associate	12.0	775.00	9,300.00
Jennifer Yoon	Associate	12.7	1130.00	14,351.00
Zoe Zhang	Associate	18.6	1025.00	19,065.00
Total Hours and Fees		172.7		\$ 236,042.50

Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: January 17, 2025  
Invoice Number: 1064957  
Billing Attorney: Stefano Quintini

Page 14

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Project Chronos (Post-Petition)  
Matter number 32669-00605

Disbursement Summary

<u>Date</u>	<u>Description</u>	<u>Total</u>
12/17/24	Service: Lexis Public Records Done By Zoe Zhang; Charge Type: Level 1 Search; Quantity: 1	278.00
12/17/24	Westlaw Online Research Done By: Zhang, Zoe; WI Precision Multi-Search Transactional Searches.	276.00
	Total Disbursements	<hr/> \$ 554.00



Fenwick & West LLP  
801 California Street  
Mountain View, CA 94041  
Tel 650.988.8500  
www.fenwick.com

Gritstone bio, Inc.  
5959 Horton Street, Suite 300  
Emeryville, CA 94608

Invoice Date: January 17, 2025

Client Number: 32669

Matter Number: 00607

Invoice Number: 1064958

Attn: Celia Economides  
Chief Financial Officer

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For professional services rendered through December 31, 2024.

Fees:	\$ 16,507.00
Less 10.0% Discount on Matter(s): 00607	(1,650.70)
Adjusted Fees:	\$ 14,856.30
<hr/>	
CURRENT AMOUNT DUE	\$ 14,856.30



Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: January 17, 2025  
Invoice Number: 1064958  
Billing Attorney: Stefano Quintini

Page 2

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General Corporate (Post-Petition)  
Matter number 32669-00607

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/02/24	Robert A. Freedman	Review of disclosure and trading matters; discussions with Fenwick team.	0.6	954.00
12/03/24	Robert A. Freedman	Review of disclosure, trading matters and other corporate matters; discussions with Fenwick team.	0.5	795.00
12/03/24	Ryan Mitteness	Emails with client regarding trading matters (0.5); emails regarding NOL order request from Redmile (0.4).	0.9	1,170.00
12/04/24	Lindsey Eugenio Macalalad	Draft finance committee minutes; confer with working group regarding same.	0.4	310.00
12/08/24	Ryan Mitteness	Review precedent 8-Ks for auction matters.	0.5	650.00
12/09/24	Laurie Blain	Prepare and deliver transfer opinion and affiliate representation letter.	0.6	366.00
12/12/24	Chelsea Anderson	Attend internal working group call and attention to correspondence regarding same.	0.6	678.00
12/12/24	Ryan Mitteness	Revise draft 8-K.	0.5	650.00
12/13/24	Chelsea Anderson	Attention to correspondence regarding Form 8-K filing.	0.3	339.00
12/13/24	Ryan Mitteness	Emails regarding 8-K filing.	0.5	650.00
12/16/24	Ryan Mitteness	Review draft finance committee minutes (0.2); review draft 401K UWC (0.3).	0.5	650.00
12/17/24	Robert A. Freedman	Review of securities law filings and matters; discussions with Fenwick team.	0.5	795.00

Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: January 17, 2025  
Invoice Number: 1064958  
Billing Attorney: Stefano Quintini

Page 3

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General Corporate (Post-Petition)  
Matter number 32669-00607

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/17/24	Ryan Mitteness	Emails regarding final SEC filings prep.	0.4	520.00
12/18/24	Laurie Blain	Update Section 16 tracker and prepare Form 4.	0.3	183.00
12/18/24	Robert A. Freedman	Review of SEC disclosure and filing matters; discussions with Fenwick team.	0.5	795.00
12/18/24	Ryan Mitteness	Emails regarding minute approvals and next steps.	0.3	390.00
12/19/24	Chelsea Anderson	Attention to correspondence regarding Form 4 filing (.2) and review and revise Board consent (.5).	0.7	791.00
12/19/24	Robert A. Freedman	Update call with management.	0.5	795.00
12/19/24	Ryan Mitteness	Check in call with client to discuss SEC filings.	0.5	650.00
12/20/24	Laurie Blain	File Form 4 and provide SEC acceptance confirmation to C. Vassiliki.	0.1	61.00
12/20/24	Robert A. Freedman	Review minutes and SEC filings; discussions with Fenwick team.	1.0	1,590.00
12/20/24	Ryan Mitteness	Emails regarding Board UWC.	0.3	390.00
12/24/24	Robert A. Freedman	Review of minutes, consent and SEC filing matters.	0.6	954.00
12/26/24	Chelsea Anderson	Attention to correspondence regarding potential disclosures.	0.8	904.00
12/27/24	Robert A. Freedman	Review of 8-K.	0.3	477.00
		Total Hours and Fees	12.7	\$ 16,507.00

Gritstone bio, Inc.  
Client Number: 32669

Invoice Date: January 17, 2025  
Invoice Number: 1064958  
Billing Attorney: Stefano Quintini

Page 4

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General Corporate (Post-Petition)  
Matter number 32669-00607

Timekeeper Summary

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Chelsea Anderson	Partner	2.4	1130.00	2,712.00
Robert A. Freedman	Partner	4.5	1590.00	7,155.00
Ryan Mitteness	Partner	4.4	1300.00	5,720.00
Lindsey Eugenio Macalalad	Associate	0.4	775.00	310.00
Laurie Blain	Paralegal	1.0	610.00	610.00
	Total Hours and Fees	12.7		\$ 16,507.00



Fenwick & West LLP  
801 California Street  
Mountain View, CA 94041  
Tel 650.988.8500  
www.fenwick.com

Gritstone bio, Inc.  
5959 Horton Street, Suite 300  
Emeryville, CA 94608

Invoice Date: January 17, 2025

Client Number: 32669

Matter Number: 00410

Invoice Number: 1064959

Attn: Celia Economides  
Chief Financial Officer

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For professional services rendered through December 31, 2024.

Fees:	\$ 4,180.50
Less 10.0% Discount on Matter(s): 00410	(418.05)
Adjusted Fees:	\$ 3,762.45
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CURRENT AMOUNT DUE	\$ 3,762.45

Gritstone bio, Inc.  
 Client Number: 32669

Invoice Date: January 17, 2025  
 Invoice Number: 1064959  
 Billing Attorney: Stefano Quintini

Page 2

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Derivative Litigation (Post-Petition)  
 Matter number 32669-00410

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/02/24	Catherine Kevane	Draft stipulation re briefing schedule.	0.4	538.00
12/16/24	Katie M. Hauh	Review outline for motion to dismiss.	0.2	155.00
12/17/24	Katie M. Hauh	Prepare for and attend call with M. Chan and S. Andreyeva for case onboarding and to discuss motion to dismiss (0.5); follow up re same (0.2).	0.7	542.50
12/23/24	Katie M. Hauh	Review complaint and documents cited therein (1.4); prepare for and attend call with M. Chen and C. Kevane (0.5); follow up re same (0.3).	2.2	1,705.00
12/27/24	Katie M. Hauh	Continue reviewing complaint and documents cited therein.	0.4	310.00
12/31/24	Katie M. Hauh	Research case law re use of experts at motion to dismiss stage in securities class actions.	1.2	930.00
Total Hours and Fees			5.1	\$ 4,180.50

Timekeeper Summary

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Catherine Kevane	Partner	0.4	1345.00	538.00
Katie M. Hauh	Associate	4.7	775.00	3,642.50
Total Hours and Fees		5.1		\$ 4,180.50

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

In re:

GRITSTONE BIO, INC.,<sup>1</sup>

Debtor.

Chapter 11

Case No. 24-12305 (KBO)

**Related Docket No.**

**ORDER GRANTING FIRST INTERIM APPLICATION FOR COMPENSATION AND  
REIMBURSEMENT OF EXPENSES OF FENWICK & WEST LLP AS SPECIAL  
CORPORATE COUNSEL FOR THE DEBTOR AND DEBTOR IN POSSESSION FOR  
THE PERIOD FROM OCTOBER 10, 2024 THROUGH DECEMBER 31, 2024**

Fenwick & West LLP (“F&W”), as special corporate counsel for the debtor and debtor in possession (the “Debtor”) in the above-captioned case, filed its *First Interim Application for Compensation and Reimbursement of Expenses of Fenwick & West LLP as Special Corporate Counsel for the Debtor and Debtor in Possession, for the Period from October 10, 2024 through December 31, 2024* (the “First Quarterly Fee Application”). The Court has reviewed the First Quarterly Fee Application and finds that: (a) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; (b) notice of the First Quarterly Fee Application, and any hearing on the First Quarterly Fee Application, was adequate under the circumstances; and (c) all persons with standing have been afforded the opportunity to be heard on the First Quarterly Fee Application. Accordingly, it is hereby

ORDERED that the First Quarterly Fee Application is GRANTED, on an interim basis. The Debtor in the above case shall pay to F&W the sum of \$518,974.20 as compensation for necessary professional services rendered, and actual and necessary expenses in the amount of

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<sup>1</sup> The Debtor’s mailing address is 4698 Willow Road, Pleasanton, CA 94588, and the last four digits of the Debtor’s federal tax identification number is 9534.

\$1,643.00 for a total of \$520,617.20 for services rendered and disbursements incurred by F&W for the period October 10, 2024 through December 31, 2024, less any amounts previously paid in connection with the monthly fee applications.

ORDERED that this Court retains jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.