

**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)

**DECLARATION OF JEFFREY MILLER WITH RESPECT  
TO THE TABULATION OF VOTES ON GRITSTONE BIO, INC.'S FIRST MODIFIED  
CHAPTER 11 PLAN OF REORGANIZATION**

I, Jeffrey Miller, depose and say under the penalty of perjury:

1. I am a Managing Director of Corporate Restructuring Services, employed by Kurtzman Carson Consultants LLC dba Verita Global (“Verita”), located at 222 N. Pacific Coast Highway, 3rd Floor, El Segundo, California 90245. I am over the age of 18 and not a party to these proceedings.

2. I submit this declaration (the “Voting Declaration”) with respect to the solicitation of votes and the tabulation of Ballots cast on the solicitation version of the *Gritstone bio, Inc.’s First Modified Chapter 11 Plan of Reorganization* (Docket No. 452) (the “Plan”) and the *First Amended Disclosure Statement with Respect to Gritstone bio, Inc.’s First Modified Chapter 11 Plan of Reorganization* (Docket No. 453) (the “Disclosure Statement”) (as may be amended, supplemented, or modified from time to time, the Plan and Disclosure Statement) filed on February 14, 2025 by the above-captioned debtor. Except as otherwise noted, all facts set forth herein are

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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.



based on my personal knowledge, knowledge that I acquired from individuals under my supervision, and my review of relevant documents. I am authorized to submit this Voting Certification on behalf of Verita. If I were called to testify, I could and would testify competently as to the facts set forth herein.

3. The Court authorized the retention of Verita (i) as the claims and noticing agent to the Debtor pursuant to the *Order Appointing Kurtzman Carson Consultants, LLC, dba Verita Global, as Claims and Noticing Agent, Effective as of the Petition Date* (Docket No. 38) entered on October 16, 2024, and (ii) as administrative advisor to the Debtor pursuant to the *Order Authorizing the Debtor to Employ and Retain Kurtzman Carson Consultants, LLC dba Verita Global as Administrative Advisor Effective as of the Petition Date* (Docket No. 218) entered on December 4, 2024 (collectively, the “Retention Orders”). The Retention Orders authorize Verita to assist the Debtor with, among other things, the service of solicitation materials and tabulation of votes cast to accept or reject the Plan. Verita and its employees have considerable experience in soliciting and tabulating votes to accept or reject proposed chapter 11 plans.

**A. Service and Transmittal of Solicitation Packages and Related Information**

4. On February 12, 2025, the Court entered the *Order (I) Approving the Disclosure Statement; (II) Scheduling Confirmation Hearing; (III) Approving Form and Manner of Notice of Confirmation Hearing; (IV) Establishing Procedures for Solicitation and Tabulation of Votes to Accept or Reject Plan, Including (A) Approving Form and Content of Solicitation Materials; (B) Establishing Record Date and Approving Procedures for Distribution of Solicitation Materials; (C) Approving Forms of Ballots; (D) Establishing Voting Deadline for Receipt of Ballots and (E) Approving Procedures for Vote Tabulations; (V) Approving Form and Manner of Notice of Plan Releases; (VI) Establishing Deadline and Procedures for Filing Objections to Confirmation of*

*Plan; and (VII) Granting Related Relief* (Docket No. 442) (the “Disclosure Statement Order”). The Disclosure Statement Order established, among other things, (i) February 12, 2025 as the record date (the “Voting Record Date”) for determining the Holders of Claims and Interests entitled to vote on the Plan, (ii) procedures for the solicitation of votes to accept or reject the Plan (the “Solicitation Procedures”) and (iii) procedures for the tabulation of Ballots (the “Tabulation Procedures”). Pursuant to the Plan and the Solicitation Procedures, only Holders of Claims as of the Voting Record Date in of Claims in Class 1 ( Prepetition Secured Claims), Class 3 ( Secured Tax Claims), Class 4 (Priority Non-Tax Claims)<sup>2</sup>, Class 5 ( General Unsecured Claims), and Class 6 (Convenience Claims) (the “Voting Classes”) were entitled to vote to accept or reject the Plan.

5. In accordance with the Disclosure Statement Order, on February 14, 2025, Verita caused to be served (i) the Confirmation Hearing Notice to creditors and parties in interest entitled to receive such notice pursuant to the Disclosure Statement Order, (ii) the Solicitation Packages on all Holders of Claims in the Voting Classes entitled to vote as of the Voting Record Date, and (iii) the appropriate Notice of Non-Voting Status in lieu of Solicitation Packages to the Holders of Claims and Interests in the following Classes (which were not entitled to vote on the Plan): Class 2 (Other Secured Claims), Class 7 (Subordinated Claims)<sup>3</sup>, and Class 8 (Equity Interests). Additionally, on February 18, 2025, Verita caused to be served supplemental Non-Voting Interest Holder Confirmation Hearing Notice. A certificate of service evidencing the foregoing was filed with the Court on March 10, 2025 [Docket No. 502]. Furthermore, on or before March 13, 2025, Verita caused the Solicitation Package to be served on an additional Holder of Claims in a Voting

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<sup>2</sup> Class 4 (Priority Non-Tax Claims) did not contain any creditors.

<sup>3</sup> Class 7 (Subordinated Claims) did not contain any creditors.

Class entitled to vote as of the Voting Record Date. A supplemental certificate of service evidencing the foregoing was filed with the Court on March 19, 2025 [Docket No. 538].

6. On February 14, 2025, Verita also posted links to the electronic versions of the solicitation materials, including the Confirmation Hearing Notice, Plan, Disclosure Statement, Disclosure Statement Order (excluding exhibits thereto), on the public access website at [www.veritaglobal.net/gritstone](http://www.veritaglobal.net/gritstone).

**B. Voting and Tabulation Process**

7. The Disclosure Statement Order established February 12, 2025, as the Voting Record Date. Pursuant to the Disclosure Statement Order, Holders of Claims in Class 1 (Prepetition Secured Claims), Class 3 (Secured Tax Claims), Class 4 (Priority Non-Tax Claims), Class 5 (General Unsecured Claims), and Class 6 (Convenience Claims) were entitled to vote to accept or reject the Plan. No other classes were entitled to vote on the Plan.

8. Pursuant to the Disclosure Statement Order, Verita relied on the Debtor's Schedules of Assets and Liabilities and the Claims information reflected in Verita's CaseView system ("CaseView")<sup>4</sup> to identify and solicit Holders of Claims in the Voting Class.

9. Using the information outlined above, and with specific guidance from Debtor's counsel, Verita created a voting database reflecting the names and addresses, classification and voting amounts of Holders of Claims in the Voting Classes. Specifically, using its CaseView system and voting database, Verita generated Ballots for Holders of Claims entitled to vote to accept or reject the Plan.

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<sup>4</sup> CaseView is Verita's claims management database, which stores the records and images associated with all scheduled and filed claims.

10. The Disclosure Statement Order established March 17, 2025, at 5:00 p.m. (Eastern Time) as the deadline by which Ballots for accepting or rejecting the Plan had to be actually received by Verita in order to be counted (the “Voting Deadline”), except to the extent such Voting Deadline was extended by the Debtor in writing in their sole discretion.

11. In accordance with the Disclosure Statement Order, Verita received and tabulated the Ballots as follows: (a) each returned paper Ballot was opened and inspected at Verita’s office; (b) paper Ballots were date-stamped and scanned into Verita CaseView; (c) each electronic Ballot was electronically received and processed; and (d) all Ballots received on or before the Voting Deadline were then entered into Verita CaseView and tabulated in accordance with the Voting and Tabulation Procedures.

12. The final tabulation of votes cast by timely and properly completed Ballots received by Verita is set forth below and attached hereto as Exhibit A, with a detailed ballot report for the Voting Classes attached hereto as Exhibit A-1 through Exhibit A-4.

13. A report of any Ballots from parties in the Voting Classes excluded from the final tabulation, and the reasons for exclusion of such Ballots, is attached hereto as Exhibit B. All such Ballots were not counted because they did not satisfy the requirements for a valid Ballot set forth in the Disclosure Statement Order.

CLASS	TOTAL BALLOTS RECEIVED			
	Accept		Reject	
	AMOUNT (% of Amount Voted)	NUMBER (% of Number voted)	AMOUNT (% of Amount Voted)	NUMBER (% of Number Voted)
Class 1 (Prepetition Secured Claims)	\$43,838,427.50 (100.00%)	1 (100.00%)	\$0.00 (00.00%)	0 (0.00%)

CLASS	TOTAL BALLOTS RECEIVED			
	Accept		Reject	
	AMOUNT (% of Amount Voted)	NUMBER (% of Number voted)	AMOUNT (% of Amount Voted)	NUMBER (% of Number Voted)
Class 3 (Secured Tax Claims)	\$3,101.15 (100.00%)	1 (100.00%)	\$0.00 (0.00%)	0 (0.00%)
Class 4 (Priority Non-Tax Claims)	\$0 (0.00%)	\$0 (0.00%)	\$0.00 (0.00%)	0 (0.00%)
Class 5 (General Unsecured Claims)	\$27,016,699.35 (100.00%)	25 (100.00%)	\$0.00 (0.00%)	0 (0.00%)
Class 6 (Convenience Claims)	\$344,326.71 (100.00%)	25 (100.00%)	\$0.00 (0.00%)	0 (0.00%)

### C. Opt-Out Election

14. KCC also reviewed and documented which entities submitted a Ballot which checked the box on such Ballot to Opt-Out of the Third-Party Release. A report of all entities who opted out of the Third-Party Release by checking the opt-out box is attached hereto as **Exhibit C**. For the avoidance of doubt, this Declaration does not certify the validity or enforceability of any opt-out elections received, including those reported on Exhibit C, but rather is providing these opt-out election results for reporting and informational purposes only.

**D. Conclusion**

15. To the best of my knowledge, information and belief, the foregoing information concerning the distribution, submission, and tabulation of Ballots in connection with the Plan is true and correct. The Ballots received by KCC are stored at KCC's office and are available for inspection by or submission to this Court.

Dated: March 21, 2025

/s/ Jeffrey Miller  
Jeffrey Miller  
Managing Director, Corporate Restructuring  
Services  
Kurtzman Carson Consultants LLC dba Verita  
Global

# **Exhibit A**



Exhibit A  
Ballot Tabulation Summary

Class Name	Class Description	Total		Members	Members	Members	Members	% Members	% Members	Total \$ in Class	Total \$ Voted	\$ Accepted	\$ Rejected	\$ Abstained	% \$	% \$
		Members	Unacceptable Votes	Voted	Accepted	Rejected	Abstained	Accepted	Rejected						Accepted	Rejected
1	Prepetition Secured Claims	1	0	1	1	0	0	100.00	0.00	\$43,838,427.50	\$43,838,427.50	\$43,838,427.50	\$0.00	\$0.00	100.00	0.00
3	Secured Tax Claims	2	0	1	1	0	0	100.00	0.00	\$5,264.25	\$3,101.15	\$3,101.15	\$0.00	\$0.00	100.00	0.00
4	Priority Non-Tax Claims	0	0	0	0	0	0	0.00	0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	0.00	0.00
5	General Unsecured Claims	41	0	25	25	0	0	100.00	0.00	\$30,760,184.40	\$27,016,699.35	\$27,016,699.35	\$0.00	\$0.00	100.00	0.00
6	Convenience Claims	182	0	25	25	0	1	100.00	0.00	\$1,712,389.03	\$344,326.71	\$344,326.71	\$0.00	\$51,519.30	100.00	0.00

# **Exhibit A-1**

**Exhibit A-1**

**Class 1 Prepetition Secured Claims**

<b>Creditor Name</b>	<b>Date Filed</b>	<b>Ballot No.</b>	<b>Voting Amount</b>	<b>Vote</b>
Hercules Capital, Inc., as administrative and collateral agent	03/13/2025	39	\$43,838,427.50	Accept

## **Exhibit A-2**

**Exhibit A-2**

**Class 3 Secured Tax Claims**

<b>Creditor Name</b>	<b>Date Filed</b>	<b>Ballot No.</b>	<b>Voting Amount</b>	<b>Vote</b>
JPL Investments Corp	03/03/2025	16	\$3,101.15	Accept

## **Exhibit A-3**

## Exhibit A-3

## 5 General Unsecured Claims

Creditor Name	Date Filed	Ballot No.	Voting Amount	Vote	Convenience Election
Andrew R Allen	02/24/2025	8	\$1,009,500.00	Accept	
Ankur Dhanik	03/10/2025	29	\$367,500.00	Accept	
BMR-Sidney Research Campus LLC	03/05/2025	18	\$1,569,325.00	Accept	
Ciaran Scallan	03/10/2025	28	\$344,950.00	Accept	
Clare Fisher	03/07/2025	25	\$1.00	Accept	
Elaine V Jones Ph.D.	03/06/2025	23	\$1.00	Accept	
Erin Jones	03/02/2025	14	\$684,625.00	Accept	
Fisher BioServices	03/11/2025	32	\$162,078.01	Accept	
Hercules Capital, Inc., as administrative and collateral agent	03/13/2025	42	\$17,453,000.00	Accept	
James Cho	03/11/2025	34	\$414,394.93	Accept	
KARIN JOOSS	03/10/2025	5	\$800,388.44	Accept	
Lawrence Corey M.D.	03/03/2025	21	\$1.00	Accept	
Luis Cabassa Latoni	03/04/2025	17	\$412,650.00	Accept	
MATTHEW HAWRYLUK	03/16/2025	47	\$1.00	Accept	
Matthew J. Hawryluk	03/16/2025	46	\$511,807.59	Accept	
MuriGenics Inc.	03/06/2025	2	\$537,074.00	Accept	
Peter Thompson	03/17/2025	49	\$446,105.00	Accept	
Priority Commercial Payments, LLC	03/13/2025	40	\$245,124.00	Accept	
Rollins Road, LLC	02/26/2025	12	\$247,957.32	Accept	Opted into treatment as a Class 6 Convenience Claim
RREF II Kenmore Lessor III LLC and RREF II Kenmore Lessor IV LLC	03/17/2025	48	\$1.00	Accept	
Samuel Tran	03/17/2025	45	\$325,555.04	Accept	
Sara N. Oakman	02/26/2025	11	\$247,028.00	Accept	Opted into treatment as a Class 6 Convenience Claim
Stacy L. Proctor	03/17/2025	50	\$590,831.02	Accept	
Stephen W. Webster M.B.A.	02/21/2025	4	\$1.00	Accept	
Vassiliki Economides	03/18/2025	52*	\$646,800.00	Accept	

\*This ballot was submitted after the Voting Deadline. Verita has been advised by counsel for the Debtor that the Debtor and the Committee have elected to allow the late filed ballot and count it in connection with Confirmation of the Plan.

## **Exhibit A-4**



## Exhibit A-4

## 6 Convenience Claims

Creditor Name	Date Filed	Ballot No.	Voting Amount	Vote
1AB, Inc.	03/13/2025	38	\$24,677.42	Accept
Associated Services Company	03/03/2025	19	\$1,766.00	Accept
Bi Optic Inc.	02/24/2025	6	\$888.75	Accept
Buono Pest Control Co. Inc.	03/03/2025	20	\$750.00	Accept
Certara USA, Inc.	03/13/2025	41	\$46,126.55	Accept
Commonwealth Trading Partners Inc.	03/06/2025	24	\$1,650.00	Accept
Cox Engineering Co.	02/25/2025	10	\$11,725.00	Accept
Cygnus Technologies, LLC	03/11/2025	33	\$9,489.11	Accept
Ellab, Inc.	03/18/2025	53*	\$11,000.98	Accept
Eppendorf North America Inc	03/13/2025	37	\$11,316.18	Accept
Fisher Scientific Company, L.L.C.	03/10/2025	31	\$72,507.93	Accept
Gardeners Guild Inc.	02/25/2025	9	\$849.03	Accept
GxP Consulting Group, Inc.	02/24/2025	7	\$19,921.00	Accept
Harness, Dickey & Pierce, P.L.C.	03/17/2025	51	\$2,302.50	Accept
Jackson ImmunoResearch Labs, Inc	03/10/2025	27	\$1,098.06	Accept
JPT Peptide Technologies GmbH	03/10/2025	26	\$1,329.00	Accept
Mercury Business Services LLC	03/11/2025	36	\$7,224.01	Accept
Occupational Services, Inc.	02/27/2025	13	\$8,190.63	Accept
R&D Systems, Inc.	03/06/2025	22	\$4,766.64	Accept
Santa Cruz Biotechnology Inc.	02/21/2025	3	\$362.16	Accept
Teknova	03/12/2025	35	\$10,107.17	Accept
The Lab Depot, Inc.	02/19/2025	1	\$321.13	Accept
The Regents of the University of California	03/14/2025	44	\$60,321.62	Accept
Thermo Electron North America LLC	03/10/2025	30	\$35,155.99	Accept
World Customs Brokerage	03/03/2025	15	\$479.85	Accept

\*This ballot was submitted after the Voting Deadline. Verita has been advised by counsel for the Debtor that the Debtor and the Committee have elected to allow the late filed ballot and count it in connection with Confirmation of the Plan.

# **Exhibit B**

**Exhibit B**

**Ballots Excluded from Tabulation**

<b>Creditor Name</b>	<b>Date Filed</b>	<b>Ballot No.</b>	<b>Voting Amount</b>	<b>Vote</b>	<b>Class</b>	<b>Reason Excluded</b>
Oracle America, Inc., Successor in Interest to Netsuite, Inc.	03/14/2025	43	\$51,519.30	Abstain	6 Convenience Claims	Abstained

# **Exhibit C**

**Exhibit C**  
**Opt-Out Summary**

<b>Creditor Name</b>	<b>Date Filed</b>	<b>Ballot No.</b>	<b>Class</b>
Fisher BioServices	03/11/2025	32	5 General Unsecured Claims
Priority Commercial Payments, LLC	03/13/2025	40	5 General Unsecured Claims
Rollins Road, LLC	02/26/2025	12	5 General Unsecured Claims
Stephen W. Webster M.B.A.	02/21/2025	4	5 General Unsecured Claims
<b>Separator</b>			
Certara USA, Inc.	03/13/2025	41	6 Convenience Claims
Cygnus Technologies, LLC	03/11/2025	33	6 Convenience Claims
Fisher Scientific Company, L.L.C.	03/10/2025	31	6 Convenience Claims
GxP Consulting Group, Inc.	02/24/2025	7	6 Convenience Claims
Mercury Business Services LLC	03/11/2025	36	6 Convenience Claims
Oracle America, Inc., Successor in Interest to Netsuite, Inc.	03/14/2025	43	6 Convenience Claims
R&D Systems, Inc.	03/06/2025	22	6 Convenience Claims
The Lab Depot, Inc.	02/19/2025	1	6 Convenience Claims
The Regents of the University of California	03/14/2025	44	6 Convenience Claims
Thermo Electron North America LLC	03/10/2025	30	6 Convenience Claims
World Customs Brokerage	03/03/2025	15	6 Convenience Claims