

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

GRITSTONE BIO, INC.,¹

Debtor.

Chapter 11

Case No. 24-12305 (KBO)

Related Docket Nos. 475, 477, 478, 490

CERTIFICATION OF COUNSEL REGARDING OMNIBUS
ORDER AWARDING INTERIM FEE APPLICATIONS

The undersigned hereby certifies that:

1. PwC US Business Advisory LLP, Kurtzman Carson Consultants, LLC dba Verita Global, Pachulski Stang Ziehl & Jones LLP, and Fenwick & West LLP (each an “Applicant” and collectively, the “Applicants”) identified on the form of order attached hereto as **Exhibit A** (the “Proposed Omnibus Order”) have filed and served interim fee applications (the “Interim Fee Applications”) pursuant to the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Docket No. 154] (the “Interim Compensation Order”) with the United States Bankruptcy Court for the District of Delaware (the “Court”).

2. Pursuant to the Interim Fee Applications, objections to each of the Interim Fee Applications, if any, were to be filed and served no later than the objection deadline set forth on each of the Interim Fee Applications in accordance with the Interim Compensation Order. No objections or responses to the Interim Fee Applications have been filed on the docket.

3. A copy of the Proposed Omnibus Order has been circulated to and is acceptable to each of the Applicants. A copy of the Omnibus Order has also been circulated to the Office of the United States Trustee for the District of Delaware, who does not object to its entry.

¹ 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.



WHEREFORE, unless the Court has any questions or concerns regarding the Interim Fee Applications, the Applicants respectfully request that the Court enter the Proposed Omnibus Order attached hereto as **Exhibit A**, approving the Interim Fee Applications at its earliest convenience.

Dated: March 24, 2025

PACHULSKI STANG ZIEHL & JONES LLP

/s/ James E. O'Neill

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

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EXHIBIT A

(Proposed Order)

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

In re:

GRITSTONE BIO, INC.,¹

Debtor.

Chapter 11

Case No. 24-12305 (KBO)

Related Docket Nos. 475, 477, 478, 490

OMNIBUS ORDER APPROVING INTERIM FEE APPLICATIONS

Upon consideration of the interim fee applications (the “Interim Fee Applications”) of the professionals (collectively, the “Applicants”) referenced on **Exhibit 1** attached hereto, for entry of an order (this “Order”) for allowance of compensation for professional services and reimbursement of actual and necessary expenses that the Applicants incurred, all as more fully set forth in the Interim Fee Applications, pursuant to sections 105(a) and 331 of title 11 of the United States Code, Fed. R. Bankr. P. 2016, and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Docket No. 154], and it appearing that the Court has jurisdiction to consider the Interim Fee Applications and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334; and it appearing that this matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2); and it appearing that venue of this proceeding and these Interim Fee Applications is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Interim Fee Applications having been given; and after due deliberation and sufficient cause appearing therefor;

¹ 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.

IT IS HEREBY ORDERED THAT:

The Interim Fee Applications are hereby APPROVED on an interim basis in the amounts set forth on **Exhibit 1**.

1. The Applicants are granted interim allowance of compensation and reimbursement of reasonable and necessary expenses in the amounts set forth on **Exhibit 1**.

2. The Debtor is authorized and directed to remit payment to the Applicants in the amounts set forth on **Exhibit 1**, less all amounts previously paid on account of such fees and expenses.

3. The Debtor is authorized and empowered to take such actions as may be necessary and appropriate to implement the terms of this Order.

4. This Order shall be deemed a separate order for each Applicant and the appeal of any order with respect to any Applicant shall have no effect on the authorized interim fees and interim expenses of any other Applicant.

5. The Court shall retain jurisdiction to hear and determine all matters arising from or relating to this Order.

6. This Order shall be effective immediately upon entry.

EXHIBIT 1

Professional	Period	Total Fees Requested	Total Expenses Requested	Total Fees and Expenses Allowed
PwC US Business Advisory LLP <i>Financial Advisor to Debtor and Debtor in Possession</i> [Docket No. 475]	10.10.24 – 12.31.24	\$1,236,898.80	\$174.55	\$1,237,073.35
Kurtzman Carson Consultants, LLC dba Verita Global <i>Administrative Advisor to Debtor and Debtor in Possession</i> [Docket No. 477]	10.10.24 – 12.31.24	\$17,358.80	\$0.00	\$17,358.80
Pachulski Stang Ziehl & Jones LLP <i>Counsel to Debtor and Debtor in Possession</i> [Docket No. 478]	10.10.24 – 12.31.24	\$2,090,188.00	\$13,632.32	\$2,103,820.32
Fenwick & West LLP <i>Special Corporate Counsel to Debtor in Possession</i> [Docket No. 490]	10.10.24 – 12.31.24	\$518,974.20	\$1,643.00	\$520,617.20
Totals	10.10.24 – 12.31.24	\$3,863,419.80	\$15,449.87	\$3,878,869.67