

DENTONS US LLP

Tania M. Moyron (admitted *pro hac vice*)
Van C. Durrer, II (admitted *pro hac vice*)
601 S. Figueroa Street #2500
Los Angeles, CA 90017
Telephone: (213) 623-9300
Facsimile: (213) 623-9924
Email: tania.moyron@dentons.com
van.durrer@dentons.com

John D. Beck (admitted *pro hac vice*)
Sarah M. Schrag (admitted *pro hac vice*)
1221 Avenue of the Americas
New York, NY 10020-1089
Telephone: (212) 768-6700
Facsimile: (212) 768-6800
Email: john.beck@dentons.com
sarah.schrag@dentons.com

*Counsel for the Debtors and
Debtors in Possession*

TOGUT, SEGAL & SEGAL LLP

Frank A. Oswald (admitted)
550 Broad Street
Suite 1508
Newark, NJ 07102
Telephone: (212) 594-5000
Facsimile: (212) 967-4258
Email: frankoswald@teamtogut.com

Albert Togut (admitted *pro hac vice*)
Eitan Blander (admitted *pro hac vice*)
One Penn Plaza, Suite 3335
New York, NY 10119
Telephone: (212) 594-5000
Facsimile: (212) 967-4258
Email: altogut@teamtogut.com
eblander@teamtogut.com

*Counsel for Debtors and
Debtors in Possession*

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF NEW JERSEY**

In re:

Powin, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 25-16137 (MBK)

(Jointly Administered)

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification number, are: (i) Powin Project LLC [1583]; (ii) Powin, LLC [0504]; (iii) PEOS Holdings, LLC [5476]; (iv) Powin China Holdings 1, LLC [1422]; (v) Powin China Holdings 2, LLC [9713]; (vi) Charger Holdings, LLC [5241]; (vii) Powin Energy Ontario Storage, LLC [8348]; (viii) Powin Energy Operating Holdings, LLC [2495]; (ix) Powin Energy Operating, LLC [6487]; (x) Powin Energy Storage 2, Inc., [9926]; (xi) Powin Energy Ontario Storage II LP, [5787]; and (xii) Powin Canada B.C. Ltd. [2239]. The Debtors' mailing address is 20550 SW 115th Avenue Tualatin, OR 97062.



**DECLARATION OF PRYDERI DIEBSCHLAG ON BEHALF
OF PROPOSED ORDINARY COURSE PROFESSIONAL CLYDE & CO**

I, PRYDERI DIEBSCHLAG, pursuant to Section 1746 of title 28 of the United States Code, hereby declare that the following is true to the best of my information, knowledge, and belief:

1. I am a Partner of CLYDE & CO, located at Units 6901 & 6903, 69/F, Central Plaza, 18 Harbour Road, Wanchai, Hong Kong (the “Company”).

2. This declaration (this “Declaration”) is submitted in connection with an order of the United States Bankruptcy Court for the District of New Jersey authorizing Powin, LLC and/or its affiliated debtors (collectively, the “Debtors”) to retain certain professionals in the ordinary course of business during the pendency of the Debtors’ Chapter 11 Cases [Docket No. 846] (the “Order”). Following the date that the Debtors commenced their chapter 11 cases (the “Petition Date”), the Debtors requested that the Company provide professional services (or continue to provide such services) to the Debtors, and the Company has consented to provide such services. Accordingly, the Company is submitting this Declaration pursuant to the Order. The Company, through me, and other members, partners, associates, or employees of the Company, has provided, or plans to provide, the following services to the Debtors from and after the Petition Date: Legal advice and assistance (including representation in formal proceedings) to the Debtors (namely, Powin LLC) and its subsidiary, Yangzhou Finway Energy Tech Co., Ltd. in Hong Kong arbitration (HKIAC/PA24206) and related proceedings in other jurisdictions brought by Contemporary Amperex Technology Co., Limited arising out of contracts for sale and purchase of batteries and/or battery technology. The Company estimates that it will incur approximately \$35,000 in monthly fees for the services to be rendered to the Debtors.

3. The Company may have performed services in the past and may perform services

in the future, in matters unrelated to these Chapter 11 Cases, for persons that are parties in interest in these cases. As part of its customary practice, the Company is retained in cases, proceedings, and transactions involving many different parties, some of whom may represent or be claimants or employees of the Debtors, or other parties in interest in these cases. The Company does not perform services for any such person in connection with these cases. In addition, the Company does not have any relationship with any such person, their attorneys, or accountants that would be adverse to the Debtors or their estates.

4. Neither I, nor any principal of, or professional employed by the Company has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than the principals and regular employees of the Company.

5. Neither I, nor any principal of, or professional employed by the Company, insofar as I have been able to discover, holds or represents any interest adverse to the Debtors or their estates with respect to the matter(s) on which the Company is to be employed.

6. The Debtors owe the Company \$211,590.26 (converted from HK\$1,638,428.02 at the exchange rate of 1 USD : 7.7434 HKD, as applied by HSBC on 23 September 2025) on account of services rendered and expenses incurred prior to the Petition Date in connection with the Company's employment by the Debtors.

7. As of the Petition Date, which was the date on which the Debtors commenced these Chapter 11 Cases, the Company was not party to an agreement for indemnification with the Debtors.

8. At any time during the period of its employment, if the Company should discover any facts bearing on the matters described herein, the Company will supplement the information contained in this Declaration.

9. I, or a representative of the Company, have read and am familiar with the requirements of the *Order Authorizing the Employment and Payment of Professionals Utilized in the Ordinary Course of Business*.

I declare under penalty of perjury that the foregoing is true and correct to the best of my information, knowledge, and belief. Executed this 23rd day of September 2025 in Hong Kong.


PRYDERI DIEBSCHLAG

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF NEW JERSEY**

In re:

Powin, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 25-16137 (MBK)

(Jointly Administered)

RETENTION QUESTIONNAIRE

**TO BE COMPLETED BY EACH ORDINARY COURSE PROFESSIONAL
EMPLOYED BY THE DEBTORS**

This Questionnaire must be filed with the Court and should be sent to:

DENTONS US LLP

Tania M. Moyron (admitted *pro hac vice*)
Van C. Durrer, II (admitted *pro hac vice*)
601 S. Figueroa Street #2500
Los Angeles, CA 90017
Telephone: (213) 623-9300
Facsimile: (213) 623-9924
Email: tania.moyron@dentons.com
van.durrer@dentons.com

John D. Beck (admitted *pro hac vice*)
Sarah M. Schrag (admitted *pro hac vice*)
1221 Avenue of the Americas
New York, NY 10020-1089
Telephone: (212) 768-6700
Facsimile: (212) 768-6800
Email: john.beck@dentons.com
sarah.schrag@dentons.com

*Counsel for the Debtors and
Debtors in Possession*

TOGUT, SEGAL & SEGAL LLP

Frank A. Oswald (admitted)
550 Broad Street
Suite 1508
Newark, NJ 07102
Telephone: (212) 594-5000
Facsimile: (212) 967-4258
Email: frankoswald@teamtogut.com

Albert Togut (admitted *pro hac vice*)
Eitan Blander (admitted *pro hac vice*)
One Penn Plaza, Suite 3335
New York, NY 10119
Telephone: (212) 594-5000
Facsimile: (212) 967-4258
Email: altogut@teamtogut.com
eblander@teamtogut.com

*Counsel for Debtors and
Debtors in Possession*

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification number, are: (i) Powin Project LLC [1583]; (ii) Powin, LLC [0504]; (iii) PEOS Holdings, LLC [5476]; (iv) Powin China Holdings 1, LLC [1422]; (v) Powin China Holdings 2, LLC [9713]; (vi) Charger Holdings, LLC [5241]; (vii) Powin Energy Ontario Storage, LLC [8348]; (viii) Powin Energy Operating Holdings, LLC [2495]; (ix) Powin Energy Operating, LLC [6487]; (x) Powin Energy Storage 2, Inc., [9926]; (xi) Powin Energy Ontario Storage II LP, [5787]; and (xii) Powin Canada B.C. Ltd. [2239]. The Debtors' mailing address is 20550 SW 115th Avenue Tualatin, OR 97062.

If more space is needed, please complete on a separate page and attach.

1. Name and address of firm:

CLYDE & CO of Units 6901 & 6903, 69/F, Central Plaza, 18 Harbour Road, Wanchai, Hong Kong

2. Date of retention:

3 September 2024

3. Type of services provided (accounting, legal, etc.):

Legal

4. Brief description of services to be provided:

Legal advice and assistance (including representation in formal proceedings) to the Debtors, (namely, Powin LLC and its subsidiary, Yangzhou Finway Energy Tech Co., Ltd.) in Hong Kong arbitration (HKIAC/PA24206) and related proceedings in other jurisdictions brought by Contemporary Amperex Technology Co., Limited arising out of contracts for sale and purchase of batteries and/or battery technology.

5. Arrangements for compensation (hourly, contingent, etc.):

The Company will charge legal fees on time costs basis (i.e. according to our case handlers' respective hourly rates and actual time spent) and disbursements on an indemnity basis (i.e. according to the actual amount incurred).

6. Pre-petition claims against the Debtors held by the firm (if any):

The Debtors owe the Company \$211,590.26 (converted from HK\$1,638,428.02 at the exchange rate of 1 USD : 7.7434 HKD, as applied by HSBC on 23 September 2025) for legal services rendered and expenses incurred from 12 February 2025 to 6 June 2025, prior to the Petition Date, in connection with the Company's engagement by the Debtors.

(a) Average hourly rate (if applicable):

Case handler	Position	Hourly rate
Matthew Lam	Partner	HK\$6,700 (equivalent to about US\$860)
Pryderi Diebschlag	Partner (from 1 May 2025) Counsel (until 30 April 2025)	HK\$6,700 (equivalent to about US\$860)* HK\$5,600 (equivalent to about US\$720)
Canming Wong	Counsel	HK\$5,600 (equivalent to about US\$720)
Flora Tang	Legal Director	HK\$5,600 (equivalent to about US\$720)
Albert Huang	Senior Associate	HK\$4,500 (equivalent to about US\$580)
Sindy Yeung	Associate	HK\$3,800 (equivalent to about US\$490)
Sicong Jiang	Associate	HK\$3,800 (equivalent to about US\$490)
Shirley Ng	Trainee Solicitor	HK\$2,700 (equivalent to about US\$350)

*New rates charged from 6 June 2025.

(b) Estimated average monthly compensation:

During the above period 12 February 2025 to 6 June 2025: US\$70,530 (approx.).

During the entire pre-petition period 3 September 2024 to 6 June 2025: US\$29,124.9 (approx.).

7. Prepetition claims against the Debtors held individually by any member, associate, or professional employee of the firm:

Nil

8. Disclose the nature and provide a brief description of any interest adverse to the Debtors or to its estate with respect to the matters on which the above-named firm is to be employed:

The Debtors (namely, Powin LLC) as the 1st Respondent is subject to claims by Contemporary Amperex Technology Co., Limited as the Claimant in the Hong Kong arbitration (HKIAC/PA24206) which amount to RMB245,484,471.83 (equivalent to about US\$34,500,000), together with interest and costs. Of the said principal claim of RMB245,484,471.83, RMB192,266,191.19 (equivalent to about US\$27,000,000) is being claimed against the Debtors and its subsidiary (Yangzhou Finway Energy Tech Co., Ltd.) as the 2nd Respondent in the arbitration jointly and severally.

9. Name and title of individual completing this Retention Questionnaire:

Mr. Pryderi Diebschlag, Partner, Clyde & Co

Pursuant to 28 U.S.C. §1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and information.

Dated: 23 September 2025



PRYDERI DIEBSCHLAG
Partner, Clyde & Co