

Fill in this information to identify the case:

Debtor ProSomnus, Inc.

United States Bankruptcy Court for the: _____ District of Delaware
(State)

Case number 24-10972

Official Form 410
Proof of Claim

04/22

Read the instructions before filling out this form. This form is for making a claim for payment in a bankruptcy case. Do not use this form to make a request for payment of an administrative expense. Make such a request according to 11 U.S.C. § 503.

Filers must leave out or redact information that is entitled to privacy on this form or on any attached documents. Attach redacted copies or any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. Do not send original documents; they may be destroyed after scanning. If the documents are not available, explain in an attachment.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Fill in all the information about the claim as of the date the case was filed. That date is on the notice of bankruptcy (Form 309) that you received.

Part 1: Identify the Claim

1. **Who is the current creditor?** Nasdaq, Inc.
Name of the current creditor (the person or entity to be paid for this claim)
Other names the creditor used with the debtor The Nasdaq Stock Market LLC

2. **Has this claim been acquired from someone else?** No
 Yes. From whom? _____

3. **Where should notices and payments to the creditor be sent?**

Where should notices to the creditor be sent?	Where should payments to the creditor be sent? (if different)
Nasdaq, Inc. c/o Joanne Pedone 805 King Farm Blvd Rockville, MD 20850	
Contact phone <u>6504955675</u>	Contact phone _____
Contact email <u>joanne.pedone@nasdaq.com</u>	Contact email _____
Uniform claim identifier for electronic payments in chapter 13 (if you use one): _____	

4. **Does this claim amend one already filed?** No
 Yes. Claim number on court claims registry (if known) _____ Filed on _____
MM / DD / YYYY

5. **Do you know if anyone else has filed a proof of claim for this claim?** No
 Yes. Who made the earlier filing? _____



Part 2: Give Information About the Claim as of the Date the Case Was Filed

6. Do you have any number you use to identify the debtor? No
 Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor: 2434 ____

7. How much is the claim? \$ 65,500. Does this amount include interest or other charges?
 No
 Yes. Attach statement itemizing interest, fees, expenses, or other charges required by Bankruptcy Rule 3001(c)(2)(A).

8. What is the basis of the claim? Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, or credit card.
Attach redacted copies of any documents supporting the claim required by Bankruptcy Rule 3001(c).
Limit disclosing information that is entitled to privacy, such as health care information.
Nasdaq Global Market All-Inclusive Annual Fee for OSA and OSAAW

9. Is all or part of the claim secured? No
 Yes. The claim is secured by a lien on property.
Nature or property:
 Real estate: If the claim is secured by the debtor's principle residence, file a *Mortgage Proof of Claim Attachment* (Official Form 410-A) with this *Proof of Claim*.
 Motor vehicle
 Other. Describe: _____
Basis for perfection: _____
Attach redacted copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded.)
Value of property: \$ _____
Amount of the claim that is secured: \$ _____
Amount of the claim that is unsecured: \$ _____ (The sum of the secured and unsecured amount should match the amount in line 7.)
Amount necessary to cure any default as of the date of the petition: \$ _____
Annual Interest Rate (when case was filed) _____ %
 Fixed
 Variable

10. Is this claim based on a lease? No
 Yes. Amount necessary to cure any default as of the date of the petition. \$ _____

11. Is this claim subject to a right of setoff? No
 Yes. Identify the property: _____



12. Is all or part of the claim entitled to priority under 11 U.S.C. § 507(a)?

No

Yes. Check all that apply:

Domestic support obligations (including alimony and child support) under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).

Up to \$3,350* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7).

Wages, salaries, or commissions (up to \$15,150*) earned within 180 days before the bankruptcy petition is filed or the debtor's business ends, whichever is earlier. 11 U.S.C. § 507(a)(4).

Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8).

Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5).

Other. Specify subsection of 11 U.S.C. § 507(a)() that applies.

Amount entitled to priority

\$ _____

\$ _____

\$ _____

\$ _____

\$ _____

\$ _____

* Amounts are subject to adjustment on 4/01/25 and every 3 years after that for cases begun on or after the date of adjustment.

Part 3: Sign Below

The person completing this proof of claim must sign and date it. FRBP 9011(b).

If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Check the appropriate box:

I am the creditor.

I am the creditor's attorney or authorized agent.

I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004.

I am a guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.

I understand that an authorized signature on this *Proof of Claim* serves as an acknowledgement that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

I have examined the information in this *Proof of Claim* and have reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on date 06/07/2024
MM / DD / YYYY

/s/Joanne Pedone
Signature

Print the name of the person who is completing and signing this claim:

Name Joanne Pedone
First name Middle name Last name

Title Principal Associate General Counsel

Company Nasdaq, Inc.
Identify the corporate servicer as the company if the authorized agent is a servicer.

Address _____

Contact phone _____ Email _____



KCC ePOC Electronic Claim Filing Summary

For phone assistance: Domestic (888) 647-1744 | International (310) 751-2628

Debtor: 24-10972 - ProSomnus, Inc.		
District: District of Delaware		
Creditor: Nasdaq, Inc. c/o Joanne Pedone 805 King Farm Blvd Rockville, MD, 20850 Phone: 6504955675 Phone 2: Fax: Email: joanne.pedone@nasdaq.com	Has Supporting Documentation: Yes, supporting documentation successfully uploaded Related Document Statement:	
	Has Related Claim: No Related Claim Filed By:	
	Filing Party: Creditor	
Other Names Used with Debtor: The Nasdaq Stock Market LLC	Amends Claim: No Acquired Claim: No	
Basis of Claim: Nasdaq Global Market All-Inclusive Annual Fee for OSA and OSAAW	Last 4 Digits: Yes - 2434	Uniform Claim Identifier:
Total Amount of Claim: 65,500	Includes Interest or Charges: No	
Has Priority Claim: No	Priority Under:	
Has Secured Claim: No Based on Lease: No Subject to Right of Setoff: No	Nature of Secured Amount: Value of Property: Annual Interest Rate: Arrearage Amount: Basis for Perfection: Amount Unsecured:	
Submitted By: Joanne Pedone on 07-Jun-2024 3:14:34 p.m. Eastern Time Title: Principal Associate General Counsel Company: Nasdaq, Inc.		



Invoice Date 01/17/2024	Account Number 100592434	Invoice Number 0124NA459605	Payment Terms Due Upon Receipt	Amount Due \$65,500.00 USD
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PROSOMNUS, INC.
SHI HUI LU
SHANGHAI, SH 94588
CHINA

Email Invoice questions to ndqbilling@nasdaq.com, call 800-955-3898 or 301-978-4960, or fax 301-978-4910

****Wire Originator to Pay All Bank Fees****

Please send Wires and ACH payments to:

Bank Name:

Account #

ABA#

Bank Address:

Beneficiary : Nasdaq, Inc.

For Further Credit to : The NASDAQ Stock Market LLC

OBI: Please include your invoice number, and if paying multiple invoices, please separate your invoice numbers with a comma

Invoice Summary

Invoice Date 01/17/2024	Account Number 100592434	Invoice Number 0124NA459605	Payment Terms Due Upon Receipt	Amount Due \$65,500.00 USD
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ALL FEES ARE PAYABLE IN U.S. DOLLARS

NOTICE TO COMPANIES INCORPORATED OUTSIDE THE US: THE TURNOVER TAX ON THIS INVOICE MUST BE PAID BY THE USER HIMSELF TO THE COMPETENT TAX OFFICE

All legal correspondence must be directed to: Nasdaq Office of General Counsel, 805 King Farm Boulevard, Rockville, MD 20850.

Correspondence: Send all address corrections and billing inquiries, via email to ndqbilling@nasdaq.com.

Invoice Detail

PROSOMNUS, INC.

OSA

Issue Symbol	Issue Type	Description	TSO Date	TSO Source	Shares Outstanding
OSA	Common Stock	NASDAQ Global Market All-Inclusive Annual Fee	11/13/23	Cover	16,398,599
OSAAW	Warrant	NASDAQ Global Market All-Inclusive Annual Fee	9/30/23	10Q	6,314,196
			Aggregated TSO		
NASDAQ Global Market All-Inclusive Annual Fee-2024			22712795	\$65,500.00 USD	
Total Annual Fees				\$65,500.00 USD	



Invoice Date 01/17/2024	Account Number 100592434	Invoice Number 0124NA459605	Payment Terms Due Upon Receipt	Amount Due \$65,500.00 USD
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Please refer to the link below for Annual FAQ
[Listing Center - Reference Library - Nasdaq Listings Annual Fees](#)

End of Invoice - NASDAQ

2024 Annual Fee Billing

Frequently Asked Questions

Q: For what time period is my company being billed the annual listing fee?

The annual listing fee covers one calendar year (i.e. the time period from January 1 through December 31).

Q: How is my company's annual fee calculated?

Nasdaq-listed companies pay a single annual fee to Nasdaq, which includes all the ordinary costs of listing for the year. The fee is assessed on January 1st based on the total shares outstanding of the listed class as of December 31st of the prior year (Refer to rule 5910(b)(3)(B) for Global Market or 5920(b)(3)(B) for Capital Market) on the Listing Rules website ([here](#)). If you have additional questions about how your company's fee is calculated, please call the Nasdaq Finance Customer Response Team at +1 800 955 3898 or +1 301 978 4960.

Q: Where does Nasdaq get the total shares outstanding number that is used to calculate my company's annual fee?

To calculate the annual listing fee, Nasdaq uses the total shares outstanding amount from the most current SEC filing, or more recent records (dated no later than December 31st of the prior year) held by Nasdaq at the time of billing.

Q: Are unregistered stock, locked stock and stock with a restricted legend included in the total shares outstanding number used to calculate the annual listing fee:

Yes, all issued and outstanding shares are included when determining the total shares outstanding for the company's annual listing fee bill. Note, however, that treasury shares are not considered outstanding and therefore are not included when determining the total shares outstanding.

Q: When is an annual invoice due?

Payment is due upon receipt of the invoice.

Q: How can I correct my company's address or company contact information, if it is incorrect on the invoice?

To correct your company information, please email the Nasdaq Finance Customer Response Team via email to ndqbilling@nasdaq.com or telephone at +1 800 955 3898 or +1 301 978 4960.

Q: Who do I contact if I have a billing question?

Please contact the Nasdaq Finance Customer response Team by email to ndqbilling@nasdaq.com or phone at +1 800 955 3898.

Q: If my company is not listed for the entire year, will my annual fees be adjusted:

Under Nasdaq's Listing Rules, fees are not adjusted if a company delists during the year, either for a regulatory or voluntary reason. A partial waiver of fees is permitted under Nasdaq Rules in certain Merger situations. More information about these situations is available in the Nasdaq Rule 5900 series.

Q: My company has an account credit. Can it be applied to my invoice?

Yes. To apply an account credit to your company's current invoice, please contact the Nasdaq Finance Customer Response Team at +1 800 955 3898 or +1 301 978 4960.

Q: How can I find out if my company has any outstanding invoices?

Using a recent invoice number for reference, customers can determine if they have an outstanding invoice by logging onto EIPP which is available here: <https://eippx.nasdaq.com>. Visit the "Nasdaq Electronic Invoice Presentment (EIP) Website" section on the last page of this flyer for more information on signing up for access. If you need additional assistance, please contact the Nasdaq Response Team by email at ndqbilling@nasdaq.com or telephone at +1 800 955 3898 or +1 301 978 4960.