

**Fill in this information to identify the case:**

Debtor Thrasio Holdings, Inc.

United States Bankruptcy Court for the: \_\_\_\_\_ District of New Jersey  
(State)

Case number 24-11840

**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**

<b>1. Who is the current creditor?</b>	<u>Alex Urdea</u> Name of the current creditor (the person or entity to be paid for this claim)	
	Other names the creditor used with the debtor _____	
<b>2. Has this claim been acquired from someone else?</b>	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. From whom? _____	
<b>3. Where should notices and payments to the creditor be sent?</b>  Federal Rule of Bankruptcy Procedure (FRBP) 2002(g)	<b>Where should notices to the creditor be sent?</b>	<b>Where should payments to the creditor be sent? (if different)</b>
	<u>Alex Urdea</u> <u>109 Blair Road</u> <u>Oyster Bay</u> <u>New York, NY 11771, USA</u>	
	Contact phone <u>516 375 3078</u>	Contact phone _____
	Contact email <u>alex.urdea@gmail.com</u>	Contact email _____
	Uniform claim identifier for electronic payments in chapter 13 (if you use one): _____	
<b>4. Does this claim amend one already filed?</b>	<input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Claim number on court claims registry (if known) _____ Filed on <u>5/2/2024</u> MM / DD / YYYY	
<b>5. Do you know if anyone else has filed a proof of claim for this claim?</b>	<input checked="" type="checkbox"/> No <input type="checkbox"/> 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: \_\_\_ \_\_\_ \_\_\_ \_\_\_

7. How much is the claim? \$ unliquidated. 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.  
agreement to indemnify and to advance expenses

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)?

A claim may be partly priority and partly nonpriority. For example, in some categories, the law limits the amount entitled to priority.

No

Yes. Check all that apply:

	Amount entitled to priority
<input type="checkbox"/> Domestic support obligations (including alimony and child support) under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).	\$ _____
<input type="checkbox"/> 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).	\$ _____
<input type="checkbox"/> 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).	\$ _____
<input type="checkbox"/> Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8).	\$ _____
<input type="checkbox"/> Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5).	\$ _____
<input type="checkbox"/> Other. Specify subsection of 11 U.S.C. § 507(a)(____) that applies.	\$ _____

\* 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.

13. Is all or part of the claim entitled to administrative priority pursuant to 11 U.S.C. 503(b)(9)?

No

Yes. Indicate the amount of your claim arising from the value of any goods received by the debtor within 20 days before the date of commencement of the above case, in which the goods have been sold to the Debtor in the ordinary course of such Debtor's business. Attach documentation supporting such claim.

\$ \_\_\_\_\_

**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 05/02/2024  
MM / DD / YYYY

/s/Alex Urdea  
Signature

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

Name Alex Urdea  
First name Middle name Last name

Title Self

Company Self  
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 (866) 967-0496 | International +1 (310) 751-2696

<b>Debtor:</b> 24-11840 - Thrasio Holdings, Inc.		
<b>District:</b> District of New Jersey, Trenton Division		
<b>Creditor:</b> Alex Urdea 109 Blair Road Oyster Bay New York, NY, 11771 USA <b>Phone:</b> 516 375 3078 <b>Phone 2:</b>  <b>Fax:</b>  <b>Email:</b> alex.urdea@gmail.com	<b>Has Supporting Documentation:</b> Yes, supporting documentation successfully uploaded <b>Related Document Statement:</b>	
	<b>Has Related Claim:</b> No <b>Related Claim Filed By:</b>	
	<b>Filing Party:</b> Creditor	
<b>Other Names Used with Debtor:</b>	<b>Amends Claim:</b> Yes, 5/2/2024 <b>Acquired Claim:</b> No	
<b>Basis of Claim:</b> agreement to indemnify and to advance expenses	<b>Last 4 Digits:</b> No	<b>Uniform Claim Identifier:</b>
<b>Total Amount of Claim:</b> unliquidated	<b>Includes Interest or Charges:</b> No	
<b>Has Priority Claim:</b> No	<b>Priority Under:</b>	
<b>Has Secured Claim:</b> No <b>Amount of 503(b)(9):</b> No <b>Based on Lease:</b> No <b>Subject to Right of Setoff:</b> No	<b>Nature of Secured Amount:</b> <b>Value of Property:</b> <b>Annual Interest Rate:</b> <b>Arrearage Amount:</b> <b>Basis for Perfection:</b> <b>Amount Unsecured:</b>	
<b>Submitted By:</b> Alex Urdea on 02-May-2024 5:24:43 p.m. Eastern Time <b>Title:</b> Self <b>Company:</b> Self		

## ATTACHMENT TO PROOF OF CLAIM

### **Description of the claim**

This claim is for obligations to indemnify Alex Urdea and to advance any of his expenses, including obligations that arise under or in connection with Thrasio Holding's Inc.'s certificate of incorporation or bylaws.

Mr. Urdea served as a director of Thrasio Holdings Inc. ("Thrasio") from 2018 through August 2, 2021, when he submitted a statement of his resignation from the board effective July 31, 2021.

At the time that Mr. Urdea was a director, Thrasio's certificate of incorporation provided:

To the fullest extent permitted by applicable law, the Corporation shall indemnify (and advance expenses to) directors, officers and agents of the Corporation (and any other persons to which General Corporation Law permits the Corporation to provide indemnification) through Bylaw provisions, agreements with such agents or other persons, vote of stockholders or disinterested directors or otherwise, in excess of the indemnification and advancement otherwise permitted by Section 145 of the General Corporation Law.

And Thrasio's bylaws provided:

The Corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the Corporation) by reason of the fact that such person is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding if such person acted in good faith and in a manner such person reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceedings, had no reasonable cause to believe such person's conduct was unlawful.

The bylaws also provided:

Expenses incurred in defending a pending or threatened civil or criminal action, suit or proceeding may be paid by the Corporation in advance of the final disposition of such action, suit or proceeding upon receipt of an undertaking by or on behalf of any person described in said Section to repay such amount if it shall ultimately be determined that he or she is not entitled to indemnification by the Corporation....

On September 20, 2023, Mr. Urdea received a letter from lawyers representing an entity named “Thrasio Investment Partners II.” The letter threatened litigation against him in connection with a 2021 purchase of Thrasio common stock by Thrasio Investment Partners II.

Mr. Urdea promptly forwarded the letter to Thrasio, invoking the provisions in Thrasio’s certificate of incorporation and other corporate documents for indemnification and for advancement of expenses and specifically demanding both indemnification and advancement of expenses under Thrasio’s corporate documents.

On February 28, 2024, Thrasio and its affiliated debtors (together, the “Debtors”) filed in the U.S. Bankruptcy Court for the District of New Jersey voluntary petitions for relief under chapter 11 of the Bankruptcy Code.

On March 2, 2024, Mr. Urdea received an e-mail from the same lawyers who had written to him on September 20, 2023. This e-mail requested a discussion of a “potential lawsuit.” On March 10, 2024, Mr. Urdea received from those lawyers a draft of a complaint. The draft complaint names three plaintiffs: Thrasio Investment Partners II Limited; RSE Ventures LLC; and Aiden Kehoe. And the draft complaint includes Mr. Urdea as a defendant, alleging liability under Section 10(b) of the Securities Exchange Act and under the common law for alleged misrepresentations in July 2021 in connection with the would-be plaintiffs’ purchases of Thrasio stock.

Mr. Urdea’s claim for indemnification and advancement of expenses is presently unliquidated and may include the costs of defense (if not reimbursed by one or more insurance carriers) and any adverse judgments.

Mr. Urdea submits this claim to preserve all his rights to indemnification and to advancement of expenses, including rights that are unmatured or that may be contingent, unliquidated, or unknown.

### **Documents**

Thrasio has copies of all documents supporting this proof of claim, including without limitation the certificate of incorporation, the bylaws, Mr. Urdea’s demand letter to Thrasio dated October 11, 2023, and the draft complaint that Mr. Urdea received on March 10, 2024. Additional copies, or copies of any other relevant materials, may be provided upon request.

### **Reservation of rights**

Mr. Urdea reserves the right to amend or supplement this proof of claim at any time and in any manner, and to file additional proofs of claim for additional claims which may be based on the respective rights and obligations arising under the documents described above, the relationship described herein, or the same events and circumstances described herein. In addition, Mr. Urdea reserves the right to attach or bring forth additional documents supporting his claims and additional documents that may become available. The filing of this proof of claim shall not constitute: (a) a waiver or release of the rights of Mr. Urdea against the Debtors or any other person or property; (b) a waiver of Mr. Urdea's right to contest the jurisdiction of the Bankruptcy Court with respect to the subject matter of the claims set forth herein, any objection or other proceeding commenced with respect thereto, or any other proceeding commenced in this case against or otherwise involving Mr. Urdea; (c) an election of remedies or choice of law; or (d) a waiver of Mr. Urdea's right to a jury trial in connection with the matters raised in his claim or other matters between Mr. Urdea and the Debtors. The filing of Mr. Urdea's proof of claim shall not constitute or be construed as Mr. Urdea's consent to the entry of final orders and judgment by the Bankruptcy Court.