

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF NEW JERSEY

ATTORNEY MONTHLY FEE STATEMENT COVER SHEET
FOR THE PERIOD APRIL 1, 2024 THROUGH APRIL 30, 2024

In re Thrasio Holdings, Inc., *et al.*

Applicant: Katten Muchin Rosenman LLP

Case No. 24-11840 (CMG)

Client: Anthony R. Horton and Stefan Selig, in their capacity as Disinterested Directors of Thrasio Holdings, Inc.

Chapter 11

Case Filed: February 28, 2024

COMPLETION AND SIGNING OF THIS FORM CONSTITUTES A CERTIFICATION
UNDER PENALTY OF PERJURY PURSUANT TO 28 U.S.C. § 1746.

RETENTION ORDER ATTACHED.

/s/ Steven J. Reisman

August 1, 2024

STEVEN J. REISMAN

Date



**SECTION I
FEE SUMMARY**

Summary of Amounts Requested for the Period
April 1, 2024, through April 30, 2024 (the “**Compensation Period**”)

Fee Total:	\$1,498,894.50 ¹
Disbursement Total:	\$7,581.29 ²
Total Fees Plus Disbursements:	\$1,506,475.79

Summary of Amounts Requested for Previous Periods

Total Previous Fees and Expenses Requested:	\$358,150.73
Total Fees and Expenses Allowed to Date:	\$287,860.13
Total Retainer Remaining:	\$0.00
Total Holdback:	\$70,290.60
Total Received by Applicant:	\$0.00

¹ Katten has written off timekeepers billing under 3 hours during the Compensation Period in the total amount of \$952, as a courtesy to the Debtors’ estates.

² Katten has written off business meals and local transportation in the total amount of \$533.61 during the Compensation Period, as a courtesy to the Debtors’ estates.

In re Thrasio Holdings, Inc., et al.
Bankruptcy Case No. 24-11840 (CMG) (Jointly Administered)

Attorneys' and Paraprofessionals' Information
for the Compensation Period of April 1, 2024 Through April 30, 2024

Attorneys						
Attorney	Position with the Applicant	Year Admitted	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Steven Reisman	Partner (NYC)	NY - 1991	Restructuring	\$1,920	131.70	\$ 252,864.00
Cindi Giglio	Partner (NYC)	NY - 2007	Restructuring	1,635	91.10	148,948.50
Lucy Kweskin	Partner (NYC)	NY - 2013	Restructuring	1,560	47.60	74,256.00
Marc Roitman	Partner (NYC)	NY - 2010	Restructuring	1,560	47.90	74,724.00
Philip Nemecek	Partner (NYC)	NY - 1992	Litigation	1,330	6.10	8,113.00
Robert Smith	Partner (DC)	NY - 2006 DC - 2010 MD - 2020	Litigation	1,220	131.60	160,552.00
Johnjerica Hodge	Partner (DC)	TX - 2013 DC - 2017	Litigation	1,135	30.90	35,071.50
Timothy Gray	Associate (DC)	NY - 2015 DC - 2020	Litigation	1,045	50.00	52,250.00
Michael Rosella	Associate (NY)	NY - 2019	Restructuring	1,035	27.80	28,773.00
Andrew Pecoraro	Associate (DC)	VA - 2017 DC - 2020	Litigation	1,020	153.80	156,876.00
Jordan Gleeson	Associate (DAL)	TX - 2019	Litigation	915	19.50	17,842.50
Ally Jordan	Associate (DC)	CT - 2021 DC - 2022	Litigation	885	28.90	25,576.50
Nikita Yogeshwarun	Associate (DAL)	TX - 2021 NY - 2022	Litigation	855	18.80	16,074.00
Loredana Miranda	Associate (NYC)	NY - 2022	Restructuring	835	267.50	223,362.50
Robin Evans	Associate (CHI)	IA - 2021 IL - 2021	Restructuring	815	10.50	8,557.50
Alexis Zobeideh	Associate (NYC)	NY - 2023	Restructuring	770	119.10	91,707.00
Cade Grady	Associate (NYC)	NY - 2023	Restructuring	700	82.00	57,400.00
Jennifer Hepner	Associate (NYC)	NY - 2024	Restructuring	700	74.50	52,150.00
Meredith Granberry	Associate (DAL)	TX - 2024	Litigation	650	9.20	5,980.00
Totals for Attorneys					1,348.50	\$ 1,491,078.00

Paraprofessionals					
Paraprofessional	Position with the Applicant	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Marie Siena	Paralegal	Restructuring (NYC)	\$555	11.20	6,216.00
Adriane Konrath	Litigation Support Specialist	Litigation (CHI)	485	3.30	1,600.50
Totals for Paraprofessionals				14.50	7,816.50
Total for Attorneys and Paraprofessionals³				1,363.00	\$ 1,498,894.50

³ Katten has written off timekeepers billing under 3 hours during the Compensation Period in the total amount of \$952, as a courtesy to the Debtors' estates.

**SECTION II
SUMMARY OF SERVICES**

In re Thrasio Holdings, Inc., et al.
Bankruptcy Case No. 24-11840 (CMG) (Jointly Administered)

**Summary of Total Fees by Project Category
for the Compensation Period of April 1, 2024 Through April 30, 2024**

Matter Number	Services Rendered	Hours	Fees
2	Retention and Fee Applications	30.10	\$ 32,201.50
10	Business Operations and Governance	49.00	62,986.00
11	Case Administration	2.00	1,110.00
19	Hearings	98.20	137,846.50
21	Investigation	1,120.20	1,181,576.00
22	Plan/Disclosure Statement/Confirmation	63.50	83,174.50
32	Expenses	N/A	7,581.29
Totals⁴		1,363.00	\$ 1,506,475.79

⁴ Katten has written off timekeepers billing under 3 hours during the Compensation Period in the total amount of \$952 and Katten has written off business meals and local transportation during the Compensation Period in the amount of \$533.61, making a total write off of \$1,485.61, as a courtesy to the Debtors' estates.

**SECTION III
SUMMARY OF DISBURSEMENTS**

In re Thrasio Holdings, Inc., et al.
Bankruptcy Case No. 24-11840 (CMG) (Jointly Administered)

**Summary of Actual and Necessary Expenses
for the Compensation Period of April 1, 2024 Through April 30, 2024**

Expenses by Category	Amount
Legal Research	\$ 6,040.91
Out of Town Travel	261.00
Service Fees/court reporters	1,279.38
Total⁵	\$ 7,581.29

⁵ Katten has written off business meals and local transportation during the Compensation Period in the total amount of \$533.61, as a courtesy to the Debtors' estates.

**SECTION IV
CASE HISTORY**

- (1) Date cases filed: February 28, 2024
- (2) Chapter under which case commenced: Chapter 11
- (3) Date of retention: May 13, 2024, *nunc pro tunc* to February 28, 2024. See **Exhibit A**.

If limit on number of hours or other limitations to retention, set forth: N/A

- (4) Summarize in brief the benefits to the estate and attach supplements as needed:¹

- (a) The Applicant held regular meetings with Anthony R. Horton and Stefan M. Selig (together, the “Disinterested Directors”), in their capacity as Disinterested Directors of Thrasio Holdings, Inc. (“Thrasio” and, together with Thrasio’s affiliated debtors and debtors in possession, the “Debtors”), in connection with the Disinterested Directors’ independent investigation of potential estate causes of action against the Debtors’ current or former directors, managers, officers, equity holders, subsidiaries, affiliates, and other related parties (the “Independent Investigation”).
- (b) The Applicant submitted formal and informal supplemental diligence requests to the Debtors in connection with the Independent Investigation;
- (c) The Applicant reviewed and analyzed documents, emails, attachments, instant messages and other information produced by the Debtors in connection with the Independent Investigation;
- (d) The Applicant prepared materials for the Disinterested Directors with respect to the Independent Investigation and developments in these chapter 11 cases;
- (e) The Applicant prepared for and conducted interviews with fact witnesses in connection with the Independent Investigation;
- (f) The Applicant advised the Disinterested Directors on certain matters related to the Debtors’ proposed disclosure statement (the “Disclosure Statement”), including objections to the Disclosure Statement by the Official Committee of Unsecured Creditors (the “Committee”);

¹ The following summary is intended to highlight the general categories of services the Applicant rendered on behalf of and at the sole direction of the Disinterested Directors and for the benefit of the estate; it is not intended to itemize each and every professional service which the Applicant performed.

- (g) The Applicant drafted a section of the Disclosure Statement regarding the Independent Investigation;
 - (h) The Applicant attended and participated in hearings in the Chapter 11 Cases on April 3, April 10, and April 18, 2024;
 - (i) The Applicant analyzed, gathered, and produced diligence in connection with the subpoenas for production of documents propounded on the Disinterested Directors by the Committee (the “Subpoenas”);
 - (j) The Applicant held meetings with the Committee regarding the Independent Investigation and the Subpoenas;
 - (k) The Applicant conducted targeted legal research regarding various matters relevant to the Independent Investigation;
 - (l) The Applicant reviewed and analyzed key pleadings filed in the chapter 11 cases with particular attention to matters relevant to the Disinterested Directors and the Independent Investigation;
 - (m) The Applicant attended regular meetings with the Debtors’ advisors regarding the chapter 11 cases and the Independent Investigation; and
 - (n) The Applicant rendered all of the services set forth on the invoices attached hereto as **Exhibit B**.²
- (5) Anticipated distribution to creditors:
- (a) Administrative expense: Paid in full.
 - (b) Secured creditors: Paid in accordance with the *Joint Plan of Reorganization of Thrasio Holdings, Inc. and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code (Further Modifications)* [Docket No. 1125] (the “Plan”).
 - (c) Priority Creditors: Paid in accordance with the Plan.
 - (d) General unsecured creditors: Paid in accordance with the Plan.
- (6) Final disposition of case and percentage of dividend paid to creditors: In accordance with the Plan. The Effective Date of the Plan occurred on June 18, 2024
- (7) This is the second monthly fee statement.

² The invoices attached hereto as **Exhibit B** contain detailed descriptions of the services rendered and expenses incurred by the Applicant during the Compensation Period.

Exhibit A

Retention Order



Order Filed on May 13, 2024
by Clerk
U.S. Bankruptcy Court
District of New Jersey

Caption in Compliance with D.N.J. LBR 9004-1(b)

UNITED STATES BANKRUPTCY COURT DISTRICT OF NEW JERSEY
In re: THRASIO HOLDINGS, INC., <i>et al.</i> , Debtors. ¹

Chapter 11
Case No. 24-11840 (CMG)
(Jointly Administered)

**ORDER AUTHORIZING THE RETENTION AND
EMPLOYMENT OF KATTEN MUCHIN ROSENMAN LLP AS COUNSEL TO
THRASIO HOLDINGS, INC. ON BEHALF OF AND AT THE SOLE DIRECTION
OF THE DISINTERESTED DIRECTORS EFFECTIVE AS OF THE PETITION DATE**

The relief set forth on the following pages, numbered three (3) through ten (10) is

ORDERED.

DATED: May 13, 2024



Honorable Christine M. Gravelle
United States Bankruptcy Judge

¹ The last four digits of Debtor Thrasio Holdings, Inc.’s tax identification number are 8327. A complete list of the Debtors in these chapter 11 cases and each such Debtor’s tax identification number may be obtained on the website of the Debtors’ claims and noticing agent at <https://www.kccllc.net/Thrasio>. The Debtors’ service address for purposes of these chapter 11 cases is 85 West Street, 3rd Floor, Walpole, MA, 02081.

Caption in Compliance with D.N.J. LBR 9004-1(b)

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KIRKLAND & ELLIS INTERNATIONAL LLP**

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Proposed Co-Counsel to the Debtors and Debtors in Possession

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Debtors: THRASIO HOLDINGS, INC., *et al.*
Case No. 24-11840 (CMG)
Caption of Order: ORDER AUTHORIZING THE RETENTION AND EMPLOYMENT OF KATTEN MUCHIN ROSENMAN LLP AS COUNSEL TO THRASIO HOLDINGS, INC. ON BEHALF OF AND AT THE SOLE DIRECTION OF THE DISINTERESTED DIRECTORS EFFECTIVE AS OF THE PETITION DATE

Upon the application (the “Application”)² of Debtor Thrasio Holdings, Inc. (“Thrasio” and with the above-captioned debtors and debtors in possession, collectively, the “Debtors”) for the entry of an order (this “Order”) (a) authorizing Thrasio to retain and employ Katten Muchin Rosenman LLP (“Katten”) as counsel to Thrasio to render independent legal services on behalf of and at the sole direction of the Disinterested Directors, effective as of the Petition Date, and (b) granting related relief, pursuant to sections 327(e), 328(a), and 1107(b) of title 11 of the United States Code (the “Bankruptcy Code”), rules 2014(a) and 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and rules 2014-1 and 2016-1 of the Local Rules of the United States Bankruptcy Court for the District of New Jersey (the “Local Rules”); and the Court having reviewed the Application, the Declaration of Steven J. Reisman, a partner of Katten Muchin Rosenman LLP (the “Reisman Declaration”), and the declaration of Anthony R. Horton, Disinterested Director of Thrasio (the “Horton Declaration”); and the Court having found that the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and the Court having found that the Application is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and the Court having found that venue of this proceeding and the Application in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found based on the representations made in the Application and in the Reisman Declaration that Katten does not hold or represent an interest adverse to the Debtors’ estates with respect to the matters for which Katten is retained by

² Capitalized terms used but not otherwise defined herein shall have the meanings set forth in the Application.

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Debtors: THRASIO HOLDINGS, INC., *et al.*

Case No. 24-11840 (CMG)

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Thrasio on behalf of and at the sole direction of the Disinterested Directors; and the Court having found that sufficient cause exists for the relief set forth herein; and the Court having found that the Debtors provided adequate and appropriate notice of the Application under the circumstances and that no other or further notice is required; and the Court having reviewed the Application; and the Court having determined that the legal and factual bases set forth in the Application establish just cause for the relief granted herein; and any objections to the relief requested herein having been withdrawn or overruled on the merits; and after due deliberation and sufficient cause appearing therefor, it is **HEREBY ORDERED THAT**:

1. The Application is **GRANTED** to the extent set forth herein.
2. In accordance with sections 327(e), 328(a), and 1107(b) of the Bankruptcy Code, Thrasio is authorized to retain and employ Katten as counsel to render independent legal services on behalf of and at the sole direction of the Disinterested Directors effective as of the Petition Date in accordance with the terms and conditions set forth in the Application and in the Engagement Letter attached hereto as **Exhibit 1**, subject to the modification set forth herein.
3. Retention pursuant to section 327(e) of the Bankruptcy Code is appropriate given the specific scope of the retention and Katten's prepetition representation.
4. Katten is authorized to provide the Disinterested Directors with the professional services as described in the Application and the Engagement Letter.
5. To the extent the Debtors wish to expand the scope of Katten's services beyond those services set forth in the Engagement Letter or this Order, the Debtors shall be required to

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seek further approval from this Court. The Debtors shall file a notice of any proposed additional service (the “Proposed Additional Services”) and any underlying engagement agreement with the Court and serve such notice on the U.S. Trustee, the Committee, and any party requesting notice under Bankruptcy Rule 2002. If no such party files an objection within 21 days of the Debtors filing such notice, the Proposed Additional Services and any underlying agreement may be approved by the Court by further order, without further notice or hearing.

6. Notwithstanding anything in the Application, the Reisman Declaration, the Horton Declaration or the Engagement Letter, Katten shall apply for compensation for professional services rendered and reimbursement of expenses incurred in connection with the Debtors’ Chapter 11 Cases in compliance with sections 330 and 331 of the Bankruptcy Code and applicable provisions of the Bankruptcy Rules, Local Rules, and any other applicable procedures and orders of the Court. Katten also intends to make a reasonable effort to comply with the U.S. Trustee’s requests for information and additional disclosures as set forth in the Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases Effective as of November 1, 2013 (the “UST Guidelines”), both in connection with the Application and the interim and final fee applications to be filed by Katten in these Chapter 11 Cases.

7. Notwithstanding anything to the contrary in the Application, the Engagement Letter, the Reisman Declaration, or the Horton Declaration to the contrary, Katten shall apply any remaining amounts of its prepetition retainer as a credit towards post-petition fees and expenses,

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after such post-petition fees and expenses are approved pursuant to an order of the Court awarding fees and expenses to Katten. Notwithstanding anything to the contrary in the Application, the Engagement Letter, the Reisman Declaration, or the Horton Declaration to the contrary, the retainer balance shall not be replenished. At the conclusion of Katten's engagement by Thrasio, on behalf of and at the sole direction of the Disinterested Directors, if the amount of any advance payment retainer held by Katten is in excess of the amount of Katten's outstanding and estimated fees, expenses, and costs, Katten will pay to Thrasio the amount by which any advance payment retainer exceeds such fees, expenses, and costs, in each case in accordance with the Engagement Letter.

8. Notwithstanding anything to the contrary in the Application, the Engagement Letter, the Reisman Declaration, or the Horton Declaration, the reimbursement provisions allowing the reimbursement of fees and expenses incurred in connection with participating in, preparing for, or responding to any action, claim, suit, or proceeding brought by or against any party that relates to the legal services provided under the Engagement Letter are not approved.

9. Notwithstanding anything in the Application or the Engagement Letter to the contrary, Katten shall (i) to the extent that Katten uses the services of independent contractors, subcontractors, or employees of foreign or domestic affiliates or subsidiaries (collectively, the "Contractors") in these cases, Katten shall pass-through the cost of such Contractors to the Debtors at the same rate that Katten pays the Contractors, (ii) seek reimbursement for actual costs only, (iii) ensure that the Contractors are subject to the same conflict checks as required for Katten,

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(iv) file with the Court such disclosures required by Bankruptcy Rule 2014, and (v) attach any such Contractor invoices to its monthly fee statements, interim fee applications and/or final fee applications filed in these cases.

10. In order to avoid any duplication of effort and provide services to Thrasio in the most efficient and cost-effective manner, Katten shall coordinate with Kirkland, Cole Schotz, and any additional firms the Debtors retain regarding their respective responsibilities in these Chapter 11 Cases. As such, Katten shall use its best efforts to avoid any duplication of services provided by any of the other professionals retained in these Chapter 11 Cases.

11. Katten shall provide ten (10) business days' notice to the Debtors, the U.S. Trustee, and the Unsecured Creditors' Committee before any increases in the rates set forth in the Application, the Reisman Declaration, the Horton Declaration, or the Engagement Letter are implemented and shall file such notice with the Court. The U.S. Trustee retains all rights to object to any rate increase on all grounds, including the reasonableness standard set forth in section 330 of the Bankruptcy Code, and the Court retains the right to review any rate increase pursuant to section 330 of the Bankruptcy Code.

12. Katten shall: (i) only bill 50 percent for non-working travel; (ii) not seek the reimbursement of any fees or costs, including attorney fees and costs, arising from the defense of any objections to any of Katten's fee applications in these cases; (iii) use the billing and expense categories set forth in the UST Guidelines (Exhibit D-1 "Summary of Compensation Requested

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by Project Category”); and (iv) provide any and all monthly fee statements, interim fee applications, and final fee applications in “LEDES” format to the U.S. Trustee.

13. Notwithstanding anything in the Application, the Reisman Declaration, the Horton Declaration, or the Engagement Letter to the contrary, Katten shall bill in 1/10-hour increments and shall keep detailed time records for submission with any fee requests.

14. Notwithstanding anything in the Application, the Reisman Declaration, the Horton Declaration, or the Engagement Letter to the contrary, including section IX of the Terms of the Engagement titled “Conclusion of Representation,” termination or withdrawal from representation will only be allowed upon entry of an Order by this Court.

15. In the event Katten seeks to use any of its affiliates to perform services, the Debtors shall seek the separate retention of any such affiliate.

16. No agreement or understanding exists between Katten and any other person, other than as permitted by Bankruptcy Code section 504, to share compensation received for services rendered in connection with these cases, nor shall Katten share or agree to share compensation received for services rendered in connection with these cases with any other person other than as permitted by section 504 of the Bankruptcy Code.

17. Notwithstanding anything to the contrary in the Application, Reisman Declaration, the Horton Declaration, or the Engagement Letter to the contrary, section VIII of the Terms of Engagement, titled “Arbitration,” shall not be applicable.

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18. The Debtors and Katten are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Application.

19. Notwithstanding Bankruptcy Rule 6004(h), to the extent applicable, this Order shall be effective and enforceable immediately upon entry hereof.

20. Notice of the Application as provided therein shall be deemed good and sufficient notice of such Application and the requirements of Bankruptcy Rule 6004(a) and the Local Rules are satisfied by such notice.

21. To the extent the Application, the Reisman Declaration, the Horton Declaration, or the Engagement Letter is inconsistent with this Order, the terms of this Order shall govern.

22. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

23. This Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

24. If the Court denies the redaction of certain personally identifiable information included in the Application pursuant to the *Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) File a Consolidated List of the Debtors' 30 Largest Unsecured Creditors, (B) File a Consolidated List of Creditors in Lieu of Submitting a Separate Mailing Matrix for Each Debtor, and (C) Redact Certain Personally Identifiable Information, (II) Approving the Form and Manner of Notifying Creditors of the Commencement of the Chapter 11 Cases and Other Information, and (III) Waiving the Requirement to File a List of Equity Security*

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Holdings [Docket No. 14], or such motion, or any such portion of such motion relating to personally identifiable information, is withdrawn or the relief requested is moot, Centerview will, within fourteen (14) days of such denial, withdrawal or other resolution, and through a supplemental declaration, disclose the identities of all parties in interest listed as confidential that were redacted in the Application.

Exhibit 1

Engagement Letter

Katten

50 Rockefeller Plaza
New York, NY 10020-1605
212.940.8800 tel
www.katten.com

STEVEN J. REISMAN
sreisman@katten.com
212.940.8700 direct

Dated as of December 12, 2023

VIA EMAIL: tony.horton48@yahoo.com; sms@bridgeparkadvisors.com;

Anthony R. Horton and Stefan Selig
c/o Disinterested Directors of the Board of Directors
Thrasio Holdings, Inc.
85 West Street
Walpole, Massachusetts, 02081

Re: Engagement Agreement on Behalf of the Disinterested Directors

Dear Messrs. Horton and Selig:

We are pleased to have the opportunity to represent you, Stefan Selig and Anthony R. Horton (the “Client”), in your capacity as disinterested directors of Thrasio Holdings, Inc. (the “Company”), to provide advice and representation in connection with the Company and such other matters as the Client may request and Katten Muchin Rosenman LLP (the “Firm”) may agree to handle from time to time (collectively, the “Matter”). This letter and the enclosed Terms of Engagement, which contains a provision on conflicts of interest, describe the basis on which Katten Muchin Rosenman LLP (the “Firm”) provides legal services.

The Company has agreed to be responsible to the Firm for all reasonable legal fees and expenses incurred by the Firm in connection with this Matter as described in this engagement agreement, including the retainer described below. This undertaking by the Company is made with the express understanding that the sole professional obligation of myself and the Firm is to the Client. The Firm is not required to disclose any legal strategy, theory, plan of action, or the like to the Company, and the payment of legal fees by the Company to the Firm in no way depends upon such disclosure. In essence, no professional relationship will arise between the Company and the Firm as a result of the rendering of legal services by us to the Client or by the payment of legal fees, expenses, and the retainer by the Company. In addition, the Client shall control any attorney client work product or privilege belonging to the Company in connection with the Firm’s work or privileged communications on the Matter.

On a monthly basis, the Firm will send a detailed invoice to the Client providing a fulsome description for all timekeeper entries and a summary of work performed during the billing period. Following approval by the Client, the Firm will send a summary bill for such billing period to the Company. The bill provided to the Company will include an overview of work performed during

Katten

Anthony R. Horton and Stefan Selig
Dated as of December 12, 2023
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the billing period but, in order to maintain confidentiality and privilege, will not include individual timekeeper entries with detailed descriptions.

Nevertheless, certain confidential communications between the Firm and counsel for the Company may, with your consent, occur. These confidential communications will be subject to any and all applicable privileges, to the extent provided under law and agreed upon by the Firm and counsel for the Company. Once again, however, the payment of legal fees and expenses under this agreement is neither conditioned upon nor dependent upon the Firm's cooperation with counsel for the Company or any other party.

I will be the lawyer at the firm with the primary responsibility for the Matter and understand that it is your expectation, as well as my own intention, that I be involved in managing all aspects of this engagement. I will be assisted by Cindi M. Giglio, Lucy F. Kweskin and such other partners, associates, and other members of the Firm as appropriate. As indicated in the Terms of Engagement, our fees are based upon our hourly rates unless otherwise noted herein.

Please review the Terms of Engagement (which immediately follow the signature page), with the assistance of independent counsel if you wish, and let me know if you have any questions about them. If all the terms are satisfactory, please indicate your consent by signing this letter and returning it to me. However, your continuing instructions in this matter will amount to your acceptance of the terms of this letter, including the Terms of Engagement (collectively, the "Terms"). All parties to this agreement agree that a digital signature shall be effective to prove each party's agreement to the Terms. Furthermore, the parties agree that the Terms may be proven through an electronic copy in digital format, and that no "original" hard-copy document need be retained to prove the Terms.

To retain the services of the Firm for this Matter, the Company, on behalf of the Client, agrees to provide to the Firm an "advance payment retainer" in the amount of \$250,000. In addition, the Company agrees to provide one or more additional advance payment retainers upon request by the Firm so that the amount of any advance payment retainers remains at or above the Firm's estimated fees and expenses. The Firm may apply the advance payment retainers to any outstanding fees as services are rendered and to expenses as they are incurred. The Company understands and acknowledges that any advance payment retainers are earned by the Firm upon receipt, any advance payment retainers become the property of the Firm upon receipt, the Company no longer has a property interest in any advance payment retainers upon the Firm's receipt, any advance payment retainers will be placed in the Firm's general account and will not be held in a client trust account, and the Company will not earn any interest on any advance payment retainers; provided, however, that solely to the extent required under applicable law, at the conclusion of the Engagement, if the amount of any advance payment retainers held by the Firm is in excess of the amount of the Firm's outstanding and estimated fees, expenses, and costs, the Firm will pay to the Company the amount by which any advance payment retainers exceed such fees, expenses, and

Katten

Anthony R. Horton and Stefan Selig
Dated as of December 12, 2023
Page 3

costs. The Company further understands and acknowledges that the use of advance payment retainers is an integral condition of the Firm's engagement, and is necessary to ensure that: Client continues to have access to the Firm's services; the Firm is compensated for its representation of Client; the Firm is not a pre-petition creditor of the Company in the event of a bankruptcy case; and that in light of the foregoing, the provision of the advance payment retainers is in Client's and the Company's best interests. The fact that the Company, on behalf of the Client, has provided the Firm with an advance payment retainer does not affect Client's right to terminate the client-lawyer relationship.

You agree that the Firm in the future may represent any existing or future client in any matter (including transactions and counseling, as well as litigation or other dispute resolutions) that is directly adverse to you, provided, that (1) during the course of the Matter, the Firm will not represent another client adverse to you in a matter that is substantially related to this Matter, and (2) the Firm will continue to maintain the confidentiality of the confidential information you provide to us in the course of the Firm's engagement by you, and will not use such information for any purpose except for the benefit of, and on behalf of, you without your written consent. The waivers provided for in this paragraph include, without limitation, representing a debtor, creditor or other client in restructurings, recapitalizations, reorganizations or liquidations in- and out-of-court, including, without limitation, in a judicial proceeding under the Bankruptcy Code or similar laws, including in any matter that is adverse to you during the course of the Matter. You also confirm that your agreement to this prospective waiver is voluntary and that you intend for it to be effective and enforceable and for the Firm to rely upon it.

A schedule of the Firm's standard hourly rates is attached as Exhibit A. The Firm's disbursements that are billed on a per-unit basis are attached as Exhibit B. The Firm's wiring instructions are attached as Exhibit C, and the Firm's W-9 Taxpayer Certification is attached as Exhibit D.

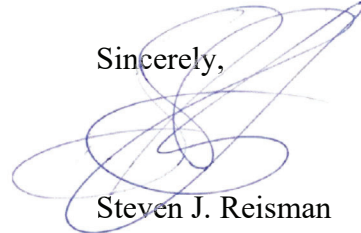
Thank you for allowing us the privilege of this representation. We value and appreciate the trust and confidence you have placed in us and we assure you we will do our best to see that your expectations are satisfied.

Katten

Anthony R. Horton and Stefan Selig
Dated as of December 12, 2023
Page 4

My best.

Sincerely,



Steven J. Reisman

w/attachments

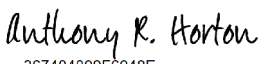
cc: Anup Sathy, P.C. (w/attachments, via email: anup.sathy@kirkland.com)
Matthew Fagen (w/attachments, via email: matthew.fagen@kirkland.com)
Francis Petrie (w/attachments, via email: francis.petrie@kirkland.com)
(Kirkland & Ellis LLP)
Cindi M. Giglio, Esq. (w/attachments, via email: cgiglio@katten.com)
Lucy F. Kweskin, Esq. (w/attachments, via email: lucy.kweskin@katten.com)
(Katten Muchin Rosenman LLP)

Katten

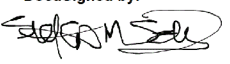
Anthony R. Horton and Stefan Selig
Dated as of December 12, 2023
Page 5

This letter and the Terms of Engagement are agreed to:

**ANTHONY R. HORTON,
DISINTERESTED DIRECTOR OF THRASIO HOLDINGS, INC.**

DocuSigned by:
By:  _____
367404809F6048E...
Name: Anthony R. Horton, solely in his capacity as Disinterested Director of Thrasio Holdings, Inc.
Title: Disinterested Director
Dated as of December 12, 2023

**STEFAN SELIG,
DISINTERESTED DIRECTOR OF THRASIO HOLDINGS, INC.**

DocuSigned by:
By:  _____
5965B12CA45C4DB...
Name: Stefan Selig, solely in his capacity as Disinterested Director of Thrasio Holdings, Inc.
Title: Disinterested Director
Dated as of December 12, 2023

Acknowledged and agreed to with respect to payment of fees, expenses, and the retainer on behalf of Client:

THRASIO HOLDINGS, INC.

By: _____
Name: Michael Fahey, Esq.
Title: General Counsel
Dated as of December 12, 2023

Katten

Anthony R. Horton and Stefan Selig
Dated as of December 12, 2023
Page 5

This letter and the Terms of Engagement are agreed to:

ANTHONY R. HORTON,
DISINTERESTED DIRECTOR OF THRASIO HOLDINGS, INC.

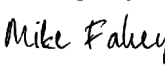
By: _____
Name: Anthony R. Horton, solely in his capacity as Disinterested Director of Thrasio Holdings, Inc.
Title: Disinterested Director
Dated as of December 12, 2023

STEFAN SELIG,
DISINTERESTED DIRECTOR OF THRASIO HOLDINGS, INC.

By: _____
Name: Stefan Selig, solely in his capacity as Disinterested Director of Thrasio Holdings, Inc.
Title: Disinterested Director
Dated as of December 12, 2023

Acknowledged and agreed to with respect to payment of fees, expenses, and the retainer on behalf of Client:

THRASIO HOLDINGS, INC.

DocuSigned by:

By: _____
Name: Michael Fahey, Esq.
Title: General Counsel
Dated as of December 12, 2023

KATTEN MUCHIN ROSENMAN LLP
TERMS OF ENGAGEMENT

The information below describes the terms that apply to the legal services provided for you by Katten Muchin Rosenman LLP (the “Firm”). We encourage you to discuss any of these Terms with us at any time. If modifications to the Terms are needed, you should discuss that with us so that agreement on changes can be reached and reduced to writing. All references to “you” or “your” means only the client or clients identified in our engagement letter. **Individuals or entities that are related to or affiliated with you, such as partners, officers, directors, stockholders, parent companies, related companies, or family members, are not clients, unless we otherwise agree in writing.**

I. Scope of Representation. The scope of the work we will do for you is limited to the description stated in our engagement letter. Any changes or additions to the scope of our work, which we would be pleased to consider, must be agreed to and memorialized by letter or email. Unless that description states otherwise, **our engagement does not include responsibility for:** (1) review of your insurance policies to determine the possibility of coverage for our fees and costs or for the claim asserted against you, (2) notification of your insurance carriers about a matter, (3) advice to you about your disclosure obligations concerning a matter under the federal securities laws or any other applicable law, or (4) advice to you about tax issues that relate to a matter. If we agree to represent you in additional matters, we will do so in writing by letter or email, and the Terms of our engagement will remain the same for these additional matters unless changed by agreement in writing.

Additionally, if in response to your request or by requirement of lawful process we: testify; gather and/or produce documents; respond to document hold or production requests; or respond to any other requests in connection with possible, threatened or actual proceedings commenced by third parties that relate to our representation of you, you agree to pay us our reasonable fees and costs incurred.

II. Staffing. Steven J. Reisman will have the primary responsibility for our relationship. We assign additional lawyers and other personnel when needed based upon the type of work and the appropriate experience level required.

III. Client Responsibilities. You agree to provide us with all information that we believe is necessary or appropriate to fulfill our professional responsibilities in this matter and to cooperate with us in matters such as fact investigation, preparation of pleadings, discovery responses, settlement conferences, etc. You will designate one or more persons to give us instructions and authority to receive our requests and inquiries. You further agree that without our express written consent, you will not use our name or the fact of your engagement of us in any form of advertising or solicitation of business.

IV. Financial Arrangements.

A. **Fees and Expenses.** Our fees are based primarily upon the hourly rates of our lawyers and other personnel in effect when the services are performed. These rates change periodically based upon economic factors and the experience level of our personnel. We

are affiliated with Katten Muchin Rosenman UK LLP of London, England, and if we obtain advice or services on your behalf from that firm, we will include their time and expenses on our bill.

Expenses include items such as consultants, experts, filing fees, court reporting fees, travel costs, overnight or other special mail services, messenger services, photocopies, long distance telephone, outgoing faxes, research service charges (e.g., LEXIS), secretarial and other staff overtime charges (when required to meet the needs of the matter), and other special services such as document imaging. Certain of these charges are adjusted to include administrative and overhead expenses incurred by the Firm to provide the billed service. With respect to costs incurred and payable to third parties, such as court reporters or experts, it is our usual policy to forward those bills to you for payment directly to the third party, and you agree to pay those fees directly to the provider. As an accommodation to you, however, we may advance those costs on your behalf and include them in our monthly bills. Some large disbursements may be forwarded to you for direct payment. Some charges may not be in the system at the time of monthly billing and will appear on a later bill.

B. Retainer. The amount of any retainer required in this engagement is set forth in the engagement letter, which is not an estimate of the total costs of the representation, nor is it a maximum fee. This retainer may be used to pay our fees and expenses when they come due to the extent not timely paid. We may pay our monthly invoices using the retainer when earned, unless you already have paid the invoice or dispute the amount of our invoice before that time. You agree that you will maintain the retainer balance at the amount agreed in the engagement letter. Accordingly, while we will pay our invoices from the retainer as set forth above, you agree to maintain the agreed balance by either paying each invoice within 20 days of mailing or by replenishing the retainer in a like amount. In the event our fees and expenses exceed the retainer deposited with us, we will bill you for the excess. We may also request, and you agree to provide, additional fee advances from time to time based on our estimates of future work to be undertaken. If you fail to maintain the balance of the retainer when requested or to pay promptly any additional fees requested, we reserve the right to cease performing further work and withdraw from the representation.

C. Billing and Payment. We generally forward our statements monthly; however, we may request payment more frequently, such as on a weekly or bi-weekly basis. The statements will include a brief description of the work performed, the date the work was performed, the time required to do the work, and the expenses incurred. Payment is due within 20 days of mailing of our invoice. We reserve the right to terminate our representation of clients who do not pay promptly. We do not and cannot guarantee the outcome of any matter, and payment of our fees and disbursements is not conditioned on any particular outcome.

V. Electronic Communication. The use of email can be an efficient means of communication, and we use it often in communicating with clients. Some clients also use instant messaging as a means of communication. However, these electronic communications can be delayed or blocked (for example, by anti-spam software) or otherwise not transmitted. You must

not assume that an email or instant message sent to us was actually opened and read by us unless you receive a non-automated reply message indicating that we have read your message.

VI. Responses to Auditors' Inquiries. We are frequently asked to provide information to auditing firms regarding client legal matters and we respond to those inquiries with the same level of care and professionalism used to handle the client's other legal work. We will accordingly charge for those services at the same rates. When you make a written request that we provide information to an auditing firm, we will deem your request to be your consent for us to disclose the requested information on your behalf. Additionally, when an auditing firm makes a written request for information on your behalf, that request will be deemed to be your consent for us to disclose that information to the auditing firm.

VII. Conflicts of Interest Issues. As you know, we are a large general services law firm with many clients and with offices located in Charlotte, North Carolina; Chicago, Illinois; Dallas, Texas; Los Angeles, California (Century City and Downtown); New York, New York; Orange County, California; Washington D.C.; and Shanghai, China, and we have an affiliate in London, England. It is possible that, during the course of our engagement, an existing or future client may seek to hire the Firm in connection with an actual or potential transaction or pending or potential litigation or other dispute resolution proceeding in which such other client's interests are or potentially may become adverse to your interests.

Because the duty of loyalty would otherwise prevent the Firm from being adverse to a current client, rules of professional conduct prevent the Firm from accepting such engagements during the Firm's representation of you absent informed consent by you and the waiver of the duty of loyalty. Notwithstanding any affirmative consent and waiver, the Firm will not undertake any such representation unless we first reasonably determine that we will be able to provide competent and diligent representation to both of the affected clients. We also will continue to maintain the confidentiality of the confidential information you provide to us in the course of the Firm's engagement by you, and will not use such information for any purpose except for the benefit of, and on behalf of, you without your written consent.

Potential adverse consequences may result from the Firm's representing parties that are adverse to you. These may include a perception that the Firm's loyalty and independence of judgment with respect to you are impaired. Also, the Firm's representation of parties adverse to you may come at a time when it would harm your interests to terminate the services of the Firm, or after expenditures of fees and costs to the Firm that might need to be replicated by new counsel. The Firm encourages you to have this conflicts waiver reviewed by independent counsel acting on your behalf before agreeing to these Terms of Engagement.

Further, in the course of our representation of you, it may be necessary for our lawyers to analyze or address their professional duties or responsibilities or those of the Firm, and to consult with the Firm's General Counsel, Deputy General Counsel, Conflicts Counsel, or other lawyers in doing so. To the extent we are addressing our duties, obligations or responsibilities to you in those consultations, it is possible that a conflict of interest might be deemed to exist as between our Firm and you. As a condition of this engagement, you waive any conflict of interest that might be deemed to arise out of any such consultations. You further agree that these consultations are protected from disclosure by the Firm's attorney-client privilege. Nothing in the foregoing shall

diminish or otherwise affect our obligation to keep you informed of material developments in your representation, including any conclusions arising out of such consultations to the extent that they affect your interests.

VIII. Arbitration of Disputes. You acknowledge having reviewed a copy of Part 137 of the Rules of the Chief Administrator of the Courts of New York (available at <http://www.courts.state.ny.us/admin/feedispute/137.pdf> or upon request from us) which provides a mechanism for resolution of fee disputes between us using a particular arbitration procedure and forum; you have a right to select this mechanism for the resolution of fee disputes between us under this letter agreement unless you waive that right. You hereby waive that right, and you and we instead agree upon the following: If any dispute, controversy or claim directly or indirectly relating to or arising out of this agreement, work we perform for you or the fees charged by us or your failure to pay such fees you agree that such dispute shall be submitted to binding arbitration with JAMS in New York, New York under the JAMS Comprehensive Arbitration Rules and Procedures. The arbitrator shall have no authority to award punitive damages or to treble or otherwise multiply actual damages. The award in the arbitration shall be final and binding and judgment thereon may be entered and enforced in any court of competent jurisdiction. The costs and expenses (including reasonable attorney's fees of the prevailing party) shall be borne and paid by the party that the arbitrator, or arbitrators, determine is the non-prevailing party. You agree and consent to personal jurisdiction, service of process and venue in any federal or state court within the State of New York in connection with any action brought to enforce an award in arbitration. You further agree that service of process may be made upon you by Katten Muchin Rosenman LLP by causing process to be delivered to you at the above address (or such other address of which you hereafter shall advise us in writing) by registered or certified mail, return receipt requested.

IX. Conclusion of Representation. Our representation of you will terminate when we send you our final statement for services rendered in this matter. We may also terminate our representation for any reason consistent with rules of professional responsibility, including conflicts of interest or your failure to pay our fees and expenses. Our representation may also be terminated upon your request. Following termination, any nonpublic information you have supplied to us which is retained by us will be kept confidential in accordance with applicable rules of professional responsibility. Once our representation is concluded, we will not be obligated to take any steps such as keeping track of deadlines, filing papers, pursuing appeals, or monitoring or advising you about changes in the law or circumstances that might bear upon the concluded matter.

X. Disposition of Client Files. Upon conclusion of your representation, we may return to you your original papers, documents and/or other property that you provided to the Firm during our engagement. You agree to accept the return of such documents and/or property. If you so request, we will also provide to you, at your expense, copies or originals of your complete file. We reserve the right to make, at our expense, copies of all documents generated or received by us in the course of our representation of you. The Firm will not provide copies or originals of the Firm Administrative or Matter Administration files pertaining to the matter, which will be retained by the Firm. All such documents retained by the Firm, including client files (including any original documents and/or property that we attempted unsuccessfully to return to you) and Firm Administrative or Matter Administration files, will be transferred to the person responsible for administering our records retention program. For various reasons, including the minimization of

unnecessary storage expenses, we reserve the right to destroy or otherwise dispose of any documents or other materials retained by us within a reasonable time, but not less than seven (7) years after the matter is closed. We will not destroy, discard or otherwise dispose of any such documents without first providing you with thirty (30) days' prior written notice.

EXHIBIT A

RATES

<u>PROFESSIONALS</u>	<u>STANDARD RANGE</u>
Partner	\$1,050 - \$2,170
Of Counsel	\$1,015 - \$1,750
Counsel and Special Staff	\$555 - \$1,475
Associate	\$650 - \$1,070
Paralegal	\$210 - \$785

EXHIBIT B

PER UNIT EXPENSES

Description	Cost per page
Fax	\$1.60
Photocopy Costs	\$.10
Photocopy – Wide Format	\$1.00
Color Printing / Copies	\$.25

Exhibit B

Invoices

Katten

Direct Billing Inquiries to:
Lisa Henry
lisa.henry@katten.com

50 Rockefeller Plaza
New York, NY 10020-1605

July 30, 2024

Stefan Selig and Anthony Horton as Independent Directors
of Thrasio Holdings Inc.



Invoice No. 40218705
Client No. 400441
Matter No. 00002
FEIN: 36-2796532

Re: Retention and Fee Applications (400441.00002)

For legal services rendered through April 30, 2024 \$32,201.50

CURRENT INVOICE TOTAL: \$32,201.50

Disbursements and other charges incurred which have not yet been posted as of the above date will be billed at a later date.

Katten Muchin Rosenman LLP is an Illinois limited liability partnership including professional corporations that has elected to be governed by the Illinois Uniform Partnership Act (1997).

Katten Muchin Rosenman UK LLP is a limited liability partnership of solicitors and Registered Foreign Lawyers registered in England and Wales.

PROFESSIONAL SERVICES
Matter 00002: Retention and Fee Applications

Date	Attorney or Assistant	Description	Hours
01 Apr 24	Reisman, Steven J.	Review and comment on retention application (.40)	0.40
01 Apr 24	Miranda, Loredana B.	Final review of retention application (.20); emails with C. Giglio regarding same (.10); emails with Kirkland regarding filing retention application (.10); circulate as filed version of retention application to Katten (.10)	0.50
02 Apr 24	Miranda, Loredana B.	Emails with M. Siena regarding retention application (.20)	0.20
03 Apr 24	Miranda, Loredana B.	Coordinate response to UCC regarding disclosures in retention application (.70)	0.70
04 Apr 24	Reisman, Steven J.	Correspondence with Katten related to UCC inquiries regarding Katten retention (1.70)	1.70
04 Apr 24	Giglio, Cindi M.	Address questions from UCC on Katten retention (.40)	0.40
04 Apr 24	Miranda, Loredana B.	Review Interim Compensation Order for compliance (.40); review email from conflicts team in response to UCC inquiries on disclosures (.40); emails with Katten regarding same (.60); draft response to UCC inquiries (.70); emails with Katten team through out the day (.80)	2.90
05 Apr 24	Reisman, Steven J.	Correspondence with T. Foudy regarding Katten retention (.60)	0.60
05 Apr 24	Giglio, Cindi M.	Edits to answer to question from T. Foudy regarding Katten retention application (.50); confer with S. Reisman regarding questions by T. Foudy on Katten retention application (.30)	0.80
08 Apr 24	Giglio, Cindi M.	Correspondence regarding UST extension (.10)	0.10
08 Apr 24	Miranda, Loredana B.	Email to conflicts regarding updated PII list (.10); review PII list with new parties (.20)	0.30
18 Apr 24	Siena, Marie A.	Begin to review March prebills for privileged and confidential information (2.20)	2.20
22 Apr 24	Siena, Marie A.	Emails with L. Kweskin regarding March and April fees (.20); prepare select sections of response to UST regarding prepetition fees (.60)	0.80
22 Apr 24	Reisman, Steven J.	Correspondence with Katten regarding retention application (.40)	0.40
22 Apr 24	Rosella, Michael	Emails with L. Miranda regarding retention applications and fees (.30)	0.30
22 Apr 24	Roitman, Marc B.	Review UST comments on retention application (.40); emails with Katten regarding same (.20)	0.60
22 Apr 24	Miranda, Loredana B.	Email with M. Rosella regarding retention applications and fees (.30); initial review Katten's billing statements for privilege and ensuring compliance with UST guidelines (.30); prepare guidelines for J. Hepner regarding same (.40); call with J. Hepner regarding same (.20); review and attend to inquiries of UST on Katten's retention application (1.40); emails with conflicts team regarding same (.30)	2.90
22 Apr 24	Hepner, Jennifer	Call with L. Miranda regarding review of Katten's billing statements for privilege and ensuring	0.20

PROFESSIONAL SERVICES
 Matter 00002: Retention and Fee Applications

Date	Attorney or Assistant	Description	Hours
23 Apr 24	Siena, Marie A.	compliance with UST guidelines (.20) Emails with L. Miranda regarding UST inquiries to our retention application (.20); prepare requested information for UST inquiries (.40)	0.60
23 Apr 24	Reisman, Steven J.	Review comments of UST to retention application (.70)	0.70
23 Apr 24	Miranda, Loredana B.	Review revised order incorporating UST comments (.40); draft responses to UST inquiries regarding Katten's retention application (1.50); call with conflicts team regarding same (.30); email to M. Roitman and C. Giglio regarding same (.20)	2.40
23 Apr 24	Hepner, Jennifer	Review Katten's billing statements for privilege and ensure compliance with UST guidelines (2.00)	2.00
24 Apr 24	Giglio, Cindi M.	Correspond regarding retention questions (.40)	0.40
24 Apr 24	Miranda, Loredana B.	Emails with conflicts team regarding UST questions to Retention Application (.20); email with C. Giglio regarding same (.10); review proposed responses from conflicts team (.60)	0.90
25 Apr 24	Reisman, Steven J.	Correspondence with Katten regarding retention application (.70)	0.70
25 Apr 24	Miranda, Loredana B.	Email with C. Giglio regarding UST comments to retention application (.30); call with A. Lazar regarding same (.10); emails with conflicts team regarding same (.20); email to A. Zobeideh regarding supplemental declaration in response to UST comments (.30)	0.90
25 Apr 24	Zobeideh, Alexis	Draft shell of supplemental declaration (.40); email L. Miranda regarding same (.10)	0.50
26 Apr 24	Miranda, Loredana B.	Draft supplemental declaration for Katten (.90); emails with conflicts team regarding same (.20)	1.10
29 Apr 24	Reisman, Steven J.	Call with C. Giglio regarding retention application (.20); review responses to UST inquiries (.60)	0.80
29 Apr 24	Giglio, Cindi M.	Call with L. Miranda (.20); review of responses (.40); call with S. Reisman (.20); further correspondence regarding same (.20)	1.00
29 Apr 24	Miranda, Loredana B.	Draft proposed response to UST inquiries regarding retention application (.70); follow-up with C. Giglio and M. Roitman regarding same (.20); call with C. Giglio regarding same (.20); revise draft responses with comments from C. Giglio (.40); email to Kirkland regarding same (.20); revise responses with additional comments (.20); call with M. Feeney regarding same (.20)	2.10
TOTALS:			30.10

Client: 400441 – Stefan Selig and Anthony Horton as Independent Directors of

Invoice No. 40218705
Invoice Date: July 30, 2024

SUMMARY OF PROFESSIONAL SERVICES

Matter 00002: Retention and Fee Applications

	Attorney or Assistant	Hours	Rate	Amount
44904	Giglio, Cindi M.	2.70	1,635.00	\$4,414.50
46275	Hepner, Jennifer	2.20	700.00	\$1,540.00
45695	Miranda, Loredana B.	14.90	835.00	\$12,441.50
44842	Reisman, Steven J.	5.30	1,920.00	\$10,176.00
45657	Roitman, Marc B.	0.60	1,560.00	\$936.00
45177	Rosella, Michael	0.30	1,035.00	\$310.50
41782	Siena, Marie A.	3.60	555.00	\$1,998.00
45889	Zobeideh, Alexis	0.50	770.00	\$385.00
	TOTAL:	30.10		\$32,201.50

Katten

Direct Billing Inquiries to:
Lisa Henry
lisa.henry@katten.com

50 Rockefeller Plaza
New York, NY 10020-1605

July 30, 2024

Stefan Selig and Anthony Horton as Independent Directors
of Thrasio Holdings Inc.



Invoice No. 40218706
Client No. 400441
Matter No. 00010
FEIN: 36-2796532

Re: Business Operations and Governance (400441.00010)

For legal services rendered through April 30, 2024 \$62,986.00

CURRENT INVOICE TOTAL: \$62,986.00

Disbursements and other charges incurred which have not yet been posted as of the above date will be billed at a later date.

Katten Muchin Rosenman LLP is an Illinois limited liability partnership including professional corporations that has elected to be governed by the Illinois Uniform Partnership Act (1997).

Katten Muchin Rosenman UK LLP is a limited liability partnership of solicitors and Registered Foreign Lawyers registered in England and Wales.

PROFESSIONAL SERVICES

Matter 00010: Business Operations and Governance

Date	Attorney or Assistant	Description	Hours
01 Apr 24	Miranda, Loredana B.	Review summary of docket entries by J. Hepner from March 29th (.30)	0.30
03 Apr 24	Reisman, Steven J.	Review schedules of assets and liabilities and matters related to same in connection with independent investigation and pre-petition transactions and follow up (.70)	0.70
03 Apr 24	Miranda, Loredana B.	Review Thrasio's schedules of assets and liabilities (.60); draft summary of findings for Katten (.50)	1.10
05 Apr 24	Smith, Robert T.	Pre-call with Katten before call with Kirkland (.30); call with Kirkland about bankruptcy (.50)	0.80
05 Apr 24	Reisman, Steven J.	Attend Katten pre-call (.30); attend call with Kirkland regarding chapter 11 cases (.50)	0.80
05 Apr 24	Miranda, Loredana B.	Attend Katten pre-call (.30); attend call with Kirkland regarding chapter 11 cases (.50); draft summary of call for Katten team (.20)	1.00
05 Apr 24	Kweskin, Lucy F.	Attend Katten pre-call (.30); participate in portion of call with Kirkland (.40)	0.70
06 Apr 24	Smith, Robert T.	Pre-call before call with Kirkland (.30); call with Kirkland regarding workstreams (.70)	1.00
06 Apr 24	Reisman, Steven J.	Attend Katten pre-call (.30); attend call with Kirkland regarding workstreams (.70)	1.00
06 Apr 24	Miranda, Loredana B.	Katten pre-call for call with Kirkland regarding work streams (.30)	0.30
06 Apr 24	Kweskin, Lucy F.	Katten pre-call (.30); call with Kirkland regarding Committee issues (.70); draft email to clients regarding same (.50)	1.50
07 Apr 24	Kweskin, Lucy F.	Revise email to clients (.30)	0.30
08 Apr 24	Smith, Robert T.	Pre-call among Katten team before call with Kirkland about bankruptcy and coordinating discovery (.20); call with Kirkland workstreams and coordinating discovery (.50)	0.70
08 Apr 24	Reisman, Steven J.	Attend Katten pre-call (.20); attend portion of call with Kirkland (.40)	0.60
08 Apr 24	Giglio, Cindi M.	Call with Katten team (.20); call with Kirkland (.50)	0.70
08 Apr 24	Miranda, Loredana B.	Attend Katten pre-call (.20); attend call with Kirkland regarding coordination on UCC subpoenas (.50); draft summary of call regarding same (.20)	0.90
08 Apr 24	Pecoraro, Andrew J.	Pre-call with Katten (.20); call with Kirkland regarding case status (.50)	0.70
08 Apr 24	Kweskin, Lucy F.	Katten pre-call (.20); call with Kirkland regarding case status (.50)	0.70
09 Apr 24	Smith, Robert T.	Attend a portion of pre-call before update call with Kirkland about bankruptcy (.10); call with Kirkland about bankruptcy (.50)	0.60
09 Apr 24	Reisman, Steven J.	Participate in call with Kirkland regarding update on restructuring (.50)	0.50
09 Apr 24	Giglio, Cindi M.	Call with Kirkland (.50); Katten pre-call (.20); prepare for same (.10)	0.80

PROFESSIONAL SERVICES

Matter 00010: Business Operations and Governance

Date	Attorney or Assistant	Description	Hours
09 Apr 24	Hepner, Jennifer	Katten pre-call for Kirkland meeting (.20)	0.20
09 Apr 24	Kweskin, Lucy F.	Katten pre-call (.20); Kirkland litigation call (.50)	0.70
11 Apr 24	Miranda, Loredana B.	Respond to questions by M. Roitman regarding Thrasio's chapter 11 cases (.40); review diligence to respond to inquiries of L. Kweskin regarding UCC (1.60); email to Katten Team regarding same (.30)	2.30
12 Apr 24	Nemecek, Philip A.	Exchange emails with L. Kweskin regarding effect of D&O policies' prior and pending litigation exclusions on coverage claims based on earlier conduct (.70)	0.70
12 Apr 24	Siena, Marie A.	Prepare Director invoices for May services (.20); email L. Miranda and C. Giglio regarding same (.10)	0.30
12 Apr 24	Smith, Robert T.	Katten pre-call before call with Kirkland about bankruptcy (.30); call with Kirkland (.70)	1.00
12 Apr 24	Reisman, Steven J.	Correspond with Disinterested Directors about governance matters (.30)	0.30
12 Apr 24	Kweskin, Lucy F.	Confer with P. Nemecek regarding D&O coverage (.20); Katten pre-call (.30)	0.50
16 Apr 24	Miranda, Loredana B.	Review invoices for T. Horton and S. Selig (.10); emails with Directors regarding same (.20)	0.30
17 Apr 24	Reisman, Steven J.	Confer with Katten team regarding inquiries from Disinterested Directors (.30)	0.30
17 Apr 24	Miranda, Loredana B.	Email with M. Fahey regarding Director company invoices (.10)	0.10
19 Apr 24	Siena, Marie A.	Submit minutes of meeting for execution via DocuSign (.10); email L. Miranda regarding same (.10)	0.20
19 Apr 24	Smith, Robert T.	Call with Kirkland about bankruptcy (.40); prepare for same (.30)	0.70
19 Apr 24	Hodge, Johnjerica	Attend meeting with Katten and Kirkland teams regarding chapter 11 cases (.40)	0.40
19 Apr 24	Reisman, Steven J.	Participate in call with Kirkland regarding update update on chapter 11 cases (.40)	0.40
19 Apr 24	Giglio, Cindi M.	Call with Kirkland team regarding chapter 11 cases (.40)	0.40
19 Apr 24	Miranda, Loredana B.	Attend call with Kirkland regarding chapter 11 cases (.40)	0.40
19 Apr 24	Kweskin, Lucy F.	Call with Kirkland regarding chapter 11 cases (.40)	0.40
20 Apr 24	Siena, Marie A.	Email L. Miranda regarding executed minutes of meetings (.10)	0.10
24 Apr 24	Miranda, Loredana B.	Review D&O matrix chart (.30); emails with Katten regarding same (.50)	0.80
25 Apr 24	Nemecek, Philip A.	Exchange several emails with L. Miranda regarding coverage for potential claims under Thrasio's D&O program (.60); review Katten presentation with respect to potential claims (.50)	1.10
25 Apr 24	Smith, Robert T.	Call with Centerview and Kirkland (1.20)	1.20
25 Apr 24	Hodge, Johnjerica	Meet with Centerview and Kirkland teams (1.20)	1.20
25 Apr 24	Reisman, Steven J.	Participate in conference call with Kirkland and Centerview regarding case status (1.20)	1.20
25 Apr 24	Miranda, Loredana B.	Attend call with Centerview and Kirkland (1.20); email	1.60

Client: 400441 – Stefan Selig and Anthony Horton as Independent Directors of

Invoice No. 40218706
 Invoice Date: July 30, 2024

PROFESSIONAL SERVICES

Matter 00010: Business Operations and Governance

Date	Attorney or Assistant	Description	Hours
25 Apr 24	Gray, Timothy H.	to P. Nemecek regarding D&O Insurance (.40) Call with Kirkland, Centerview, and Katten regarding evaluation of claims (1.20)	1.20
25 Apr 24	Pecoraro, Andrew J.	Teleconference with Centerview and Kirkland regarding case status (1.20)	1.20
25 Apr 24	Kweskin, Lucy F.	Participate in portion of call with Centerview and Kirkland (.50); confer regarding D&O issues (.20)	0.70
26 Apr 24	Nemecek, Philip A.	Call with L. Miranda regarding D&O liability insurance policy coverage concerns (.30); review email from L. Miranda forwarding background documents with respect to potential claims (.20); further review and analysis of Thrasio's D&O policies with respect to coverage for potential claims (2.30)	2.80
26 Apr 24	Smith, Robert T.	Pre-call among Katten (.20); call with Kirkland (.30)	0.50
26 Apr 24	Hodge, Johnjerica	Pre-call among Katten (.20); call with Kirkland (.30)	0.50
26 Apr 24	Reisman, Steven J.	Correspondence regarding D&O insurance (.30); respond to inquiries from Disinterested Directors (.30)	0.60
26 Apr 24	Miranda, Loredana B.	Call with P. Nemecek regarding D&O policy (.30); emails with P. Nemecek regarding same (.20); attend pre-call (.20); call with Kirkland (.30); draft notes for Katten call regarding same (.20)	1.20
26 Apr 24	Kweskin, Lucy F.	Attend Katten pre-call (.20); call with Kirkland (.30)	0.50
29 Apr 24	Nemecek, Philip A.	Further review and analysis of Thrasio's D&O policies with respect to coverage for potential claims outlined in Katten presentation (.80)	0.80
30 Apr 24	Nemecek, Philip A.	Further review and analysis of Thrasio's D&O policies with respect to coverage for potential claims outlined in Katten presentation (.70)	0.70
30 Apr 24	Smith, Robert T.	Meeting with Kirkland (.90)	0.90
30 Apr 24	Hodge, Johnjerica	Meet with Kirkland team (.90)	0.90
30 Apr 24	Reisman, Steven J.	Call with Kirkland and Centerview (.90); follow-up call with Disinterested Directors (.20)	1.10
30 Apr 24	Giglio, Cindi M.	Call with Kirkland and Centerview (.90)	0.90
30 Apr 24	Miranda, Loredana B.	Attend meeting with Kirkland and Centerview (.90); draft notes regarding call for Katten team (.20)	1.10
30 Apr 24	Pecoraro, Andrew J.	Teleconference with Kirkland and Centerview (.90)	0.90
TOTALS:			49.00

SUMMARY OF PROFESSIONAL SERVICES

Matter 00010: Business Operations and Governance

	Attorney or Assistant	Hours	Rate	Amount
44904	Giglio, Cindi M.	2.80	1,635.00	\$4,578.00
45751	Gray, Timothy H.	1.20	1,045.00	\$1,254.00
46275	Hepner, Jennifer	0.20	700.00	\$140.00
44501	Hodge, Johnjerica	3.00	1,135.00	\$3,405.00
46629	Kweskin, Lucy F.	6.00	1,560.00	\$9,360.00

Client: 400441 – Stefan Selig and Anthony Horton as Independent Directors of

Invoice No. 40218706
Invoice Date: July 30, 2024

SUMMARY OF PROFESSIONAL SERVICES

Matter 00010: Business Operations and Governance

	Attorney or Assistant	Hours	Rate	Amount
45695	Miranda, Loredana B.	11.40	835.00	\$9,519.00
06625	Nemecek, Philip A.	6.10	1,330.00	\$8,113.00
45982	Pecoraro, Andrew J.	2.80	1,020.00	\$2,856.00
44842	Reisman, Steven J.	7.50	1,920.00	\$14,400.00
41782	Siena, Marie A.	0.60	555.00	\$333.00
42497	Smith, Robert T.	7.40	1,220.00	\$9,028.00
	TOTAL:	49.00		\$62,986.00

Katten

Direct Billing Inquiries to:
Lisa Henry
lisa.henry@katten.com

50 Rockefeller Plaza
New York, NY 10020-1605

July 30, 2024

Stefan Selig and Anthony Horton as Independent Directors
of Thrasio Holdings Inc.



Invoice No. 40218707
Client No. 400441
Matter No. 00011
FEIN: 36-2796532

Re: Case Administration (400441.00011)

For legal services rendered through April 30, 2024 \$1,110.00

CURRENT INVOICE TOTAL: \$1,110.00

Disbursements and other charges incurred which have not yet been posted as of the above date will be billed at a later date.

Katten Muchin Rosenman LLP is an Illinois limited liability partnership including professional corporations that has elected to be governed by the Illinois Uniform Partnership Act (1997).

Katten Muchin Rosenman UK LLP is a limited liability partnership of solicitors and Registered Foreign Lawyers registered in England and Wales.

Client: 400441 – Stefan Selig and Anthony Horton as Independent Directors of

Invoice No. 40218707
 Invoice Date: July 30, 2024

PROFESSIONAL SERVICES

Matter 00011: Case Administration

Date	Attorney or Assistant	Description	Hours
02 Apr 24	Siena, Marie A.	Update case calendar with objection deadline for retention application (.30)	0.30
03 Apr 24	Siena, Marie A.	Update case calendar with upcoming hearing details (.10)	0.10
08 Apr 24	Siena, Marie A.	Update case calendar with hearing details for 4/24/24 (.20)	0.20
10 Apr 24	Siena, Marie A.	Update case calendar with details for today's hearing (.20); email same to clients (.10)	0.30
19 Apr 24	Siena, Marie A.	Update case calendar with case milestones and upcoming hearing details (.60); emails with L. Miranda regarding same (.10)	0.70
24 Apr 24	Siena, Marie A.	Update case calendar with upcoming hearing on 5/15/24 (.20)	0.20
29 Apr 24	Siena, Marie A.	Update case calendar with upcoming deadlines and hearings (.10); emails with L. Miranda regarding same (.10)	0.20
TOTALS:			<u>2.00</u>

SUMMARY OF PROFESSIONAL SERVICES

Matter 00011: Case Administration

	Attorney or Assistant	Hours	Rate	Amount
41782	Siena, Marie A.	2.00	555.00	\$1,110.00
	TOTAL:	<u>2.00</u>		<u>\$1,110.00</u>

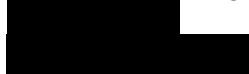
Katten

Direct Billing Inquiries to:
Lisa Henry
lisa.henry@katten.com

50 Rockefeller Plaza
New York, NY 10020-1605

July 30, 2024

Stefan Selig and Anthony Horton as Independent Directors
of Thrasio Holdings Inc.



Invoice No. 40218708
Client No. 400441
Matter No. 00019
FEIN: 36-2796532

Re: Hearings (400441.00019)

For legal services rendered through April 30, 2024 \$137,846.50

CURRENT INVOICE TOTAL: \$137,846.50

Disbursements and other charges incurred which have not yet been posted as of the above date will be billed at a later date.

Katten Muchin Rosenman LLP is an Illinois limited liability partnership including professional corporations that has elected to be governed by the Illinois Uniform Partnership Act (1997).

Katten Muchin Rosenman UK LLP is a limited liability partnership of solicitors and Registered Foreign Lawyers registered in England and Wales.

PROFESSIONAL SERVICES

Matter 00019: Hearings

Date	Attorney or Assistant	Description	Hours
01 Apr 24	Miranda, Loredana B.	Coordinate appearances for Second Day hearing (.30)	0.30
02 Apr 24	Miranda, Loredana B.	Review docket for Second Day hearing filings, including objections and agenda (.40); email to J. Hepner regarding agenda for Second Day Hearing (.10)	0.50
03 Apr 24	Siena, Marie A.	Emails with R. Smith regarding today's hearing (.20); email chambers for presenter status for R. Smith at today's hearing (.10); call chambers regarding same (.10)	0.40
03 Apr 24	Smith, Robert T.	Prepare for second-day hearing (1.10); participate at second-day hearing (.80); call with C. Giglio about second-day hearing (.30)	2.20
03 Apr 24	Reisman, Steven J.	Prepare for second day hearing (2.60); participate in second day hearing (.80)	3.40
03 Apr 24	Giglio, Cindi M.	Call with R. Smith regarding second-day hearing (.30); discussions and correspondence regarding hearing script (.40)	0.70
03 Apr 24	Miranda, Loredana B.	Attend second day hearing and take notes (.80); draft summary of second day hearing for Directors (.40); review comments by L. Kweskin to summary of second day hearing (.20); email to Directors regarding same (.10); review Reorg summary of Second Day hearing and circulate (.20)	1.70
03 Apr 24	Kweskin, Lucy F.	Participate in 2nd day hearing (.80); prepare for same (.70); revise client email (.20)	1.70
09 Apr 24	Siena, Marie A.	Email chambers for presenter status for S. Reisman, C. Giglio and R. Smith at tomorrow's hearing (.20); email L. Miranda regarding same (.10)	0.30
09 Apr 24	Miranda, Loredana B.	Emails with Kirkland regarding status conference (.10)	0.10
10 Apr 24	Siena, Marie A.	Emails with chambers for presenter status for Katten attorneys appearing at today's hearing (.30); prepare hearing binder for today's hearing (.60)	0.90
10 Apr 24	Smith, Robert T.	Prepare for emergency hearing on UCC motion to adjourn disclosure statement (2.20); pre-call in advance of hearing (.30); attend emergency hearing (1.20); analyze hearing (.60)	4.30
10 Apr 24	Reisman, Steven J.	Prepare for hearing (3.40); attend Katten pre-call in advance of hearing (.30); participate in portion of hearing (.80)	4.50
10 Apr 24	Giglio, Cindi M.	Attend court hearing (1.20); prepare for hearing (.80); Katten pre-call in advance of hearing (.30); follow up with Katten team on next steps (.50)	2.80
10 Apr 24	Miranda, Loredana B.	Attend Katten pre-call for hearing (.30); attend hearing regarding UCC's motion to adjourn Disclosure Statement hearing (1.20); draft summary of hearing regarding same (.70); review comments by L. Kweskin (.20); call with L. Kweskin regarding hearing (.10); review and circulate court order regarding 4/10 hearing	3.70

PROFESSIONAL SERVICES

Matter 00019: Hearings

Date	Attorney or Assistant	Description	Hours
		(.20); email to the Directors regarding same (.20); attend to issues regarding 4/10 hearing (.60); emails with T. Horton regarding 4/10 hearing and Disclosure Statement (.20)	
10 Apr 24	Pecoraro, Andrew J.	Attend Katten pre-call regarding emergency hearing (.30); attend hearing on Committee motion to adjourn disclosure statement hearing date (1.20)	1.50
10 Apr 24	Kweskin, Lucy F.	Prepare for hearing (.60); attend Katten pre-call for hearing (.30); attend hearing (1.20); revise email to clients following hearing (.30); call with L. Miranda regarding hearing (.10)	2.50
16 Apr 24	Siena, Marie A.	Email chambers requesting "presenter status" for attorneys participating at hearing on 4/18/24 (.20); emails with L. Miranda regarding same (.20)	0.40
16 Apr 24	Smith, Robert T.	Katten call to discuss preparation for disclosure hearing (.50); Katten call regarding investigation matters (1.30); draft talking points for disclosure hearing (1.40)	3.20
16 Apr 24	Reisman, Steven J.	Call with Katten to discuss preparation for Disclosure Statement hearing (.50); review materials in preparation for Disclosure Statement hearing (2.30)	2.80
16 Apr 24	Giglio, Cindi M.	Call with Katten team to discuss issues related to Disclosure Statement hearing (.50)	0.50
16 Apr 24	Roitman, Marc B.	Call with Katten regarding preparations for Disclosure Statement hearing (.50); review transcript of prior hearing in connection with same (.60)	1.10
16 Apr 24	Miranda, Loredana B.	Review pleadings in connection with Disclosure Statement hearing (.70); attend to issues regarding preparation for Disclosure Statement hearing (1.20); emails with Cole Schotz regarding April 10th hearing (.20)	2.10
16 Apr 24	Kweskin, Lucy F.	Katten Preparation call for Disclosure Statement Hearing (.50); analyze hearing talking points (.30)	0.80
17 Apr 24	Siena, Marie A.	Prepare hearing binder for Disclosure Statement hearing (1.30); emails with J. Hepner regarding same (.20)	1.50
17 Apr 24	Smith, Robert T.	Review and revise draft talking points for disclosure hearing (.30); call with Katten about Disclosure Statement hearing (.70); edit talking points for disclosure hearing (.40); make additional edits to talk points for disclosure hearing (.20); call with C. Giglio regarding Disclosure Statement hearing (.20); call with M. Roitman, S. Reisman and C. Giglio regarding talking points for hearing (.20)	2.00
17 Apr 24	Reisman, Steven J.	Participate in call with C. Giglio, M. Roitman and R. Smith regarding talking points for hearing (.20); attend to review and revision of same (.40); prepare for disclosure statement hearing and review materials in preparation for same (3.40); correspondence with	5.70

PROFESSIONAL SERVICES

Matter 00019: Hearings

Date	Attorney or Assistant	Description	Hours
17 Apr 24	Giglio, Cindi M.	Disinterested Directors regarding same (1.70) Call with M. Roitman regarding Disclosure Statement hearing prep (.20); draft revisions to script for disclosure statement hearing (.90); call with R. Smith (.20); further edits to script (.50); call with Katten to discuss disclosure statement hearing script (.70); prepare for disclosure statement hearing (.80); follow up call with S. Reisman, R. Smith and M. Roitman regarding talking points for hearing (.20)	3.50
17 Apr 24	Roitman, Marc B.	Call with C. Giglio regarding prepare for Disclosure Statement hearing (.20); call with S. Reisman regarding same (.10); call with Katten regarding preparation for Disclosure Statement hearing (.70); follow up call with Kirkland regarding same (.50); revise talking points for Disclosure Statement hearing (.60); follow up call with S. Reisman, R. Smith, and C. Giglio regarding same (.20)	2.30
17 Apr 24	Miranda, Loredana B.	Draft key fact sheet for Disclosure statement hearing (.90); review script for hearing regarding same (1.10); attend to issues regarding disclosure statement hearing (.30)	2.30
17 Apr 24	Pecoraro, Andrew J.	Follow-up teleconference with Kirkland regarding Disclosure Statement hearing (.50)	0.50
17 Apr 24	Kweskin, Lucy F.	Prepare for Disclosure Statement Hearing (.20)	0.20
18 Apr 24	Smith, Robert T.	Prepare for Disclosure Statement hearing (3.00); meet with S. Reisman before Disclosure Statement hearing (.50); participate at Disclosure Statement hearing (1.70)	5.20
18 Apr 24	Reisman, Steven J.	Prepare for Disclosure Statement hearing (3.30); travel to and from while continuing to review materials related to Disclosure Statement hearing (5.40); participate in Disclosure Statement hearing (1.70); correspondence with Kirkland regarding document production (.70); correspondence with M. Fagen regarding Disclosure Statement hearing (.60); correspondence with Disinterested Directors regarding Disclosure Statement hearing (.90)	12.60
18 Apr 24	Giglio, Cindi M.	Prepare for hearing (2.00); attend court Disclosure Statement hearing (1.70); discussions after court regarding same (1.40)	5.10
18 Apr 24	Miranda, Loredana B.	Attend Disclosure Statement Hearing (1.70); review and revise notes from hearing by J. Hepner (.50); respond to S. Reisman regarding disclosure statement hearing (various) (.60); incorporate comments by clients to talking points for disclosure statement hearing (.80); emails to directors regarding disclosure statement hearing (various) (1.30); review UCC's objection to Disclosure Statement (.40); email with M. Siena regarding hearing dates (.40)	5.70

Client: 400441 – Stefan Selig and Anthony Horton as Independent Directors of

Invoice No. 40218708
 Invoice Date: July 30, 2024

PROFESSIONAL SERVICES

Matter 00019: Hearings

Date	Attorney or Assistant	Description	Hours
18 Apr 24	Hepner, Jennifer	Attend Disclosure Statement Hearing (1.70); prepare summary of Disclosure Statement hearing (.50)	2.20
18 Apr 24	Kweskin, Lucy F.	Prepare for Disclosure Statement hearing (.80); attend Disclosure Statement Hearing (1.70); review post-hearing email to clients (.40)	2.90
19 Apr 24	Reisman, Steven J.	Correspondence with Disinterested Directors regarding meeting of creditors (.60)	0.60
19 Apr 24	Miranda, Loredana B.	Attend portion of meeting of Creditors (.50); review notes by J. Hepner for Katten team regarding same (.50); email with Kirkland regarding hearing transcripts (.10)	1.10
19 Apr 24	Hepner, Jennifer	Attend Meeting of Creditors (1.40); summarize Meeting of Creditors for email to Katten team (.70)	2.10
29 Apr 24	Miranda, Loredana B.	Email to M. Siena regarding hearings and deadlines (.30)	0.30
TOTALS:			98.20

SUMMARY OF PROFESSIONAL SERVICES

Matter 00019: Hearings

	Attorney or Assistant	Hours	Rate	Amount
44904	Giglio, Cindi M.	12.60	1,635.00	\$20,601.00
46275	Hepner, Jennifer	4.30	700.00	\$3,010.00
46629	Kweskin, Lucy F.	8.10	1,560.00	\$12,636.00
45695	Miranda, Loredana B.	17.80	835.00	\$14,863.00
45982	Pecoraro, Andrew J.	2.00	1,020.00	\$2,040.00
44842	Reisman, Steven J.	29.60	1,920.00	\$56,832.00
45657	Roitman, Marc B.	3.40	1,560.00	\$5,304.00
41782	Siena, Marie A.	3.50	555.00	\$1,942.50
42497	Smith, Robert T.	16.90	1,220.00	\$20,618.00
TOTAL:		98.20		\$137,846.50

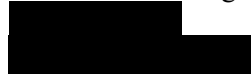
Katten

Direct Billing Inquiries to:
Lisa Henry
lisa.henry@katten.com

50 Rockefeller Plaza
New York, NY 10020-1605

July 30, 2024

Stefan Selig and Anthony Horton as Independent Directors
of Thrasio Holdings Inc.



Invoice No. 40218710
Client No. 400441
Matter No. 00021
FEIN: 36-2796532

Re: Investigation (400441.00021)

For legal services rendered through April 30, 2024 \$1,181,576.00

CURRENT INVOICE TOTAL: \$1,181,576.00

Disbursements and other charges incurred which have not yet been posted as of the above date will be billed at a later date.

Katten Muchin Rosenman LLP is an Illinois limited liability partnership including professional corporations that has elected to be governed by the Illinois Uniform Partnership Act (1997).

Katten Muchin Rosenman UK LLP is a limited liability partnership of solicitors and Registered Foreign Lawyers registered in England and Wales.

PROFESSIONAL SERVICES

Matter 00021: Investigation

Date	Attorney or Assistant	Description	Hours
01 Apr 24	Smith, Robert T.	Pre-call before meeting with UCC (.30); meeting with UCC related to subpoenas (.70); draft notes memorializing call with UCC and next steps (1.40); edit document-sharing agreement with UCC (2.20); call with S. Reisman and C. Giglio to discuss call with UCC (.20); review revisions to document-sharing agreement (.10); analyze interview outline for former director (.40); review and revise responses and objections to subpoenas of UCC (2.50); follow-up call with C. Giglio and A. Pecoraro (.50)	8.30
01 Apr 24	Reisman, Steven J.	Follow-up regarding document production to UCC (2.60); call with C. Giglio and R. Smith (.20); correspondence with Katten team regarding subpoena and document production to UCC (2.20)	5.00
01 Apr 24	Giglio, Cindi M.	Call with Katten team (.30); call with UCC counsel on subpoena (.70); follow up with R. Smith and A. Pecoraro (.50); call with S. Reisman and R. Smith (.20); review common interest agreement (.30); review D. Mussafer outline (.40); review search term report (.20)	2.60
01 Apr 24	Miranda, Loredana B.	Email to Kirkland regarding production of emails from related parties (.10); review A. Pecoraro's additions to interview outline (.50); continue to draft interview outline (1.70); attend Katten pre-call for call with UCC counsel (.30); call with A. Pecoraro regarding investigation (.40); review Kirkland's responses to Supplemental Document and Information Requests and underlying diligence (2.10); update diligence tracker with new diligence (.30); emails with Katten regarding new diligence (.70); incorporate C. Giglio's and R. Smith's comments to interview outline (.50); confer with A. Pecoraro regarding investigation and diligence (.20)	6.80
01 Apr 24	Pecoraro, Andrew J.	Precall with Katten regarding meet and confer with UCC (.30); meet and confer with UCC regarding subpoenas (.70); draft responses and objections to subpoenas to Disinterested Directors (1.80); coordinate collection of emails and Slack Messages regarding C. Cashman (.40); review and analyze email production (2.00); review and analyze draft complaint regarding Thrasio Investment Partners (.50); follow-up call with C. Giglio and R. Smith regarding investigation (.50)	6.20
01 Apr 24	Kweskin, Lucy F.	Katten pre-call before meet and confer with MoFo (.30); analyze D. Mussafer question/topics list (.30)	0.60
02 Apr 24	Smith, Robert T.	Review and revise confidentiality agreement with UCC (1.10); review and analyze letter from UCC related to subpoenas (.90); call with A. Pecoraro regarding UCC subpoenas (.30)	2.30

PROFESSIONAL SERVICES

Matter 00021: Investigation

Date	Attorney or Assistant	Description	Hours
02 Apr 24	Reisman, Steven J.	Emails with L. Miranda regarding correspondence to UCC (.80); follow-up regarding UCC document requests (1.10)	1.90
02 Apr 24	Giglio, Cindi M.	Review letter from UCC and related follow up (.50); follow up on investigation issues (.50); review UCC statement (.20)	1.20
02 Apr 24	Miranda, Loredana B.	Call with A. Pecoraro regarding responses and objections to UCC subpoenas (.10); review and revise responses and objections to UCC subpoenas (.90); email to Kirkland regarding interview topics list (.20); revise interview topics list with comments by R. Smith (.10); final review of interview topics list (.20); draft letter to T. Foudy regarding communications with Katten (.50); revise letter with comments by S. Reisman (multiple iterations) (.60); review Reorg article regarding UCC statement on investigation (.40); draft email to directors regarding same (multiple iterations) (.80); emails with Katten regarding same (.20)	4.00
02 Apr 24	Pecoraro, Andrew J.	Coordinate ingestion and processing of C. Cashman emails (.60); review search term hit report and edit search terms (.50); review and analyze letter from UCC regarding subpoenas (.50); teleconference with R. Smith regarding same (.30); review emails produced by Debtors (1.70); teleconference with L. Miranda regarding responses and objections to UCC subpoenas (.10); draft response to letter from UCC (2.50)	6.20
02 Apr 24	Kweskin, Lucy F.	Analyze Committee statement regarding DIP / potential causes of action (.60)	0.60
03 Apr 24	Smith, Robert T.	Review and revise response letter and document-sharing agreement with the UCC (2.40); make revisions to letter to UCC (.60); call with C. Giglio (.10); further call with C. Giglio regarding additional investigation workstreams (.30)	3.40
03 Apr 24	Reisman, Steven J.	Review and revise response letter to UCC (2.10); correspondence with L. Miranda regarding letter to T. Foudy (.60); review of document review protocol and other investigation workstreams (1.70)	4.40
03 Apr 24	Giglio, Cindi M.	Review of issues related to common interest agreement (.20); review letter to UCC (.20); call with R. Smith (.10); call with T. Horton (.30); call with R. Smith on additional investigation workstreams (.30); review documents in file (.50)	1.60
03 Apr 24	Miranda, Loredana B.	Revise letter to T. Foudy with additional comments by S. Reisman (multiple iterations) (.80); emails with S. Reisman regarding same (.20); revise topics list for interviews of Company auditor (.50); emails with A. Pecoraro and R. Smith regarding same (.20); draft document review protocol for document review	9.20

PROFESSIONAL SERVICES

Matter 00021: Investigation

Date	Attorney or Assistant	Description	Hours
		regarding investigation (3.10); emails from A. Pecoraro related to production of documents in response to UCC subpoena (.20); review of diligence related to same (.40); attend to issues regarding letter to UCC (.20); draft agenda for Disinterested Directors' meeting (.30); emails between R. Smith, C. Giglio, and A. Pecoraro regarding investigation next steps (.20); review of Debtors' new diligence production in response to document and information requests (1.10); draft email to Kirkland regarding additional document requests (.40); revisions to email with comments by C. Giglio (various iterations) (.30); email to document review team regarding document review protocol and review process (.70); spot check documents in document review platform (.40); call with A. Pecoraro regarding investigation (.20)	
03 Apr 24	Zobeideh, Alexis	Review document platform and diligence to prepare for document review (.80); review case and client background and issue list to prepare for investigation document review (1.00)	1.80
03 Apr 24	Pecoraro, Andrew J.	Draft response letter to Unsecured Creditors' Committee (1.30); email with L. Miranda and R. Smith regarding PwC interview topics (.20); email with Katten regarding investigation (.30); teleconference with L. Miranda regarding investigation (.20); review and edit document review protocol (.70); review documents regarding response to Creditors' Committee subpoenas (1.20); coordinate review and processing of documents regarding same (1.00)	4.90
04 Apr 24	Konrath, Adriane S.	Prepare document production and download files in the Disco database (.70)	0.70
04 Apr 24	Smith, Robert T.	Pre-call with Katten for meeting with Disinterested Directors (.30); meeting with Disinterested Directors (.50)	0.80
04 Apr 24	Reisman, Steven J.	Katten pre-call (.30); call with Disinterested Directors (.50); review document review protocol for investigation (1.70); follow-up regarding document production to UCC (1.10)	3.60
04 Apr 24	Giglio, Cindi M.	Call with Katten team (.30); call with Disinterested Directors (.50); review edits to the confidentiality agreement with UCC (.20)	1.00
04 Apr 24	Miranda, Loredana B.	Follow-up on agenda for Director meeting (.10); draft email to Directors regarding same (.20); begin document review regarding investigation into historical transactions (3.50); meeting with C. Grady regarding case background and document review (.70); call with Katten associates document review team regarding investigation (.60); attend Katten pre-call (.30); attend call with Disinterested Directors (.50); draft minutes of	8.50

PROFESSIONAL SERVICES

Matter 00021: Investigation

Date	Attorney or Assistant	Description	Hours
04 Apr 24	Zobeideh, Alexis	meeting regarding same (.50); continue conducting document review related to investigation (2.10) Review investigation document review protocol and relevant background (2.40); call with Katten team regarding document review protocol (.60); review and analysis of documents produced by the Company relating to Company accounting and financial information in connection with independent investigation (4.00)	7.00
04 Apr 24	Pecoraro, Andrew J.	Coordinate sharing documents and emails with Kirkland regarding privilege review (.70); document review regarding investigation (2.40); teleconference with L. Miranda and associate review team regarding document review (.60)	3.70
04 Apr 24	Hepner, Jennifer	Meeting with associate review team to discuss diligence review and investigation (.60)	0.60
04 Apr 24	Kweskin, Lucy F.	Katten pre-call (.30); Disinterested Director call (.50)	0.80
04 Apr 24	Grady, Cade	Begin document review into investigation matters (1.30); attend Katten associate team call (.60); meeting with L. Miranda regarding case background and document review (.70)	2.60
05 Apr 24	Smith, Robert T.	Review memorandum summarizing investigation to date (1.90); review proposed revisions by UCC to non-waiver and confidentiality agreement (.40); review responses and objections to subpoenas (.80); call with C. Giglio about investigation (.70)	4.60
05 Apr 24	Reisman, Steven J.	Follow-up regarding investigation workstreams and next steps (2.30)	2.30
05 Apr 24	Giglio, Cindi M.	Call with R. Smith (.70); review of documents in investigation file (1.20)	1.90
05 Apr 24	Miranda, Loredana B.	Begin to draft investigation update presentation (5.50); continue conducting document review into perpetuation transactions (1.20); revise responses and objections to UCC subpoena with comments by R. Smith (.50); respond to various questions by Katten associate team regarding document review (.50)	7.70
05 Apr 24	Zobeideh, Alexis	Review and analyze documents produced by the Company relating to Company financial information in connection with independent investigation (4.00); further review and analysis of documents produced by the Company relating to Company transactions and agreements in connection with independent investigation (4.00)	8.00
05 Apr 24	Pecoraro, Andrew J.	Prepare production regarding UCC subpoenas (1.20); conduct document review regarding investigation (2.00)	3.20
05 Apr 24	Hepner, Jennifer	Review diligence review protocol (.50); review data room diligence regarding Director communications and financial statements (4.60)	5.10

PROFESSIONAL SERVICES

Matter 00021: Investigation

Date	Attorney or Assistant	Description	Hours
05 Apr 24	Grady, Cade	Conduct document review into company's prepetition transactions (3.00)	3.00
06 Apr 24	Smith, Robert T.	Review and draft response to email from UCC (.60)	0.60
06 Apr 24	Reisman, Steven J.	Follow up regarding investigation, document production, and additional workstreams (1.20); review presentation to Disinterested Directors (.90)	2.10
06 Apr 24	Giglio, Cindi M.	Review and comment on presentation to Disinterested Directors (1.80)	1.80
06 Apr 24	Miranda, Loredana B.	Conduct document review regarding investigation into prepetition claims (2.10); finalize interim investigation report for directors (1.70); incorporate comments from C. Giglio to interim investigation report (1.20)	5.00
07 Apr 24	Smith, Robert T.	Review redactions to production (1.20); review production documents (2.30)	3.50
07 Apr 24	Reisman, Steven J.	Follow-up regarding document production in response to UCC subpoena (1.30)	1.30
07 Apr 24	Giglio, Cindi M.	Review document production file and related analysis (1.50)	1.50
07 Apr 24	Miranda, Loredana B.	Call with A. Pecoraro regarding responses by the subpoenas UCC (.90); redact documents responsive to the UCC subpoenas for attorney privilege (.90); conduct document review of email production regarding investigation into historical transactions (3.80)	5.60
07 Apr 24	Zobeideh, Alexis	Review and analysis of documents produced by the Company relating to Company financial information in connection with independent investigation (4.00); further review and analysis of documents produced by the Company relating to the independent investigation (3.00)	7.00
07 Apr 24	Pecoraro, Andrew J.	Prepare production regarding UCC subpoenas (1.50); draft privilege log regarding same (.40); teleconference with L. Miranda regarding production of documents (.90); correspond with R. Smith and Katten team regarding same (.30); conduct document review regarding investigation (2.00)	5.10
07 Apr 24	Hepner, Jennifer	Review data room diligence regarding investigation into related party transactions (.50); review diligence regarding prepetition transactions (.50)	1.00
08 Apr 24	Konrath, Adriane S.	Prepare production documents for Debtors (.70)	0.70
08 Apr 24	Smith, Robert T.	Call with client about subpoena (.10); review production set (1.60); review and edit production letter (1.60); review memorandum on email review (1.40); update C. Giglio on production and investigation (.10); finalize and send production to UCC (.20)	5.00
08 Apr 24	Reisman, Steven J.	Participate in calls with Disinterested Directors regarding investigation update (1.80); follow-up with Katten team regarding interim investigation report (2.50)	4.30

PROFESSIONAL SERVICES

Matter 00021: Investigation

Date	Attorney or Assistant	Description	Hours
08 Apr 24	Giglio, Cindi M.	Call with T. Horton (.20); work on finalizing today's production set (.60); follow up with R. Smith (.30); review hot docs memo (.40)	1.50
08 Apr 24	Miranda, Loredana B.	Follow-up on interim investigation report (.10); attend call with associates team regarding document review (.30); follow-up email with A. Pecoraro regarding same (.20); update document review memorandum with new documents (various iterations) (1.70); email to Katten regarding same (.20); conduct document review regarding investigation into historical transactions (4.50); incorporate L. Kweskin's comments to investigation deck (1.60); email to Katten regarding same (.20); draft agenda for call with directors (.20); answer questions of Katten associates regarding document review (.50)	9.50
08 Apr 24	Zobeideh, Alexis	Review and analysis of documents produced by the Company relating to Company transactions and agreements in connection with independent investigation (4.00); further review and analysis of documents produced by the Company relating to Company financials in connection with independent investigation (3.70); call with associate document review team (.30)	8.00
08 Apr 24	Pecoraro, Andrew J.	Review documents regarding investigation (2.80); revise hot document memorandum regarding same (.80); coordinate production of documents to Committee of Unsecured Creditors (1.50); prepare privilege log regarding same (.70); QC production to Committee (1.00); continue review of documents regarding investigation (2.00)	8.80
08 Apr 24	Hepner, Jennifer	Review data room diligence regarding Yardline (2.20); review diligence regarding management issues (2.60); review diligence regarding financial information (2.90); email Katten to discuss documentation relevant to investigation (.50); meeting with Katten review team to discuss updates to investigation (.30)	8.50
08 Apr 24	Kweskin, Lucy F.	Analyze presentation to Directors (1.40)	1.40
08 Apr 24	Grady, Cade	Conduct document review of email correspondance relevant to investigation (4.00); attend Katten associate team call (.30); continue document review of email correspondance relevant to related party transactions and investigation (2.20)	6.50
09 Apr 24	Smith, Robert T.	Call with clients about investigation (.70); call about investigation and next steps (.50)	1.20
09 Apr 24	Reisman, Steven J.	Katten pre-call (.30); call with Disinterested Directors (.70); follow-up call with Katten team regarding investigation status (.50); additional follow-up regarding investigation workstreams (1.60)	3.10
09 Apr 24	Giglio, Cindi M.	Review document request and emails (.40); review	2.70

PROFESSIONAL SERVICES

Matter 00021: Investigation

Date	Attorney or Assistant	Description	Hours
09 Apr 24	Miranda, Loredana B.	letter (.20); review UCC motion to adjourn (.40); follow up calls on investigation next steps and correspondence (1.70) Conduct document review of email production related to the investigation into potential claims and causes of action (.70); update document review memorandum with new diligence (1.50); review and attend to issues regarding third supplemental document request (.70); emails with A. Pecoraro and J. Hepner regarding third supplemental document request (.30); correspondence with J. Hepner throughout the day regarding investigation (.30); call with A. Pecoraro regarding investigation work streams (.50); email with Kirkland regarding Third Supplemental Document Request (.10); revise minutes drafted by J. Hepner regarding Directors' meeting (.60)	4.70
09 Apr 24	Zobeideh, Alexis	Review and analysis of documents produced by the Company relating to Company transactions and agreements in connection with independent investigation (4.80)	4.80
09 Apr 24	Pecoraro, Andrew J.	Pre-call with Katten regarding investigation update to Disinterested Directors (.30); meeting with Disinterested Directors regarding investigation (.70); teleconference with Katten regarding investigation status (.50); review and analyze documents produced by Debtors regarding investigation (3.00); teleconference with L. Miranda regarding investigation workstreams (.50)	5.00
09 Apr 24	Hepner, Jennifer	Review data room diligence regarding employee resignations (.50); review diligence regarding accounting procedures (2.50); review diligence regarding management issues (.80); create supplemental diligence request charts and draft email to Kirkland for additional document requests (1.70); circulate relevant documents to Katten investigation team (.50); Katten pre-call for Disinterested Directors meeting (.30); meeting with Disinterested Directors to discuss updates to investigation (.70); attend a portion of Katten follow-up meeting (.40); draft Disinterested Director meeting minutes (.70)	8.10
09 Apr 24	Kweskin, Lucy F.	Katten pre-call for Disinterested Directors meeting (.30); Disinterested Directors meeting (.70); attend a portion of Katten follow-up (.10); analyze additional document requests (.20)	1.30
09 Apr 24	Grady, Cade	Continue document review regarding investigation into prepetition transactions (4.00); continue conducting document review regarding investigation into related party transactions (2.00)	6.00
10 Apr 24	Konrath, Adriane S.	Upload diligence produced by Debtors into Disco (.20)	0.20

PROFESSIONAL SERVICES

Matter 00021: Investigation

Date	Attorney or Assistant	Description	Hours
10 Apr 24	Smith, Robert T.	Call with Kirkland about discovery requests (.20); analyze investigation claims with C. Giglio and M. Roitman (.50); conduct analysis related to investigation (1.10); draft confidentiality agreement to govern documents with the Ad Hoc First Lien Group (.40)	2.20
10 Apr 24	Reisman, Steven J.	Call with C. Giglio (.40); attend to matters regarding investigation workstreams and document requests (2.30)	2.70
10 Apr 24	Giglio, Cindi M.	Call with T. Horton (.30); call with S. Reisman (.40); call with M. Roitman and R. Smith (.50); call with M. Roitman (.20); review and comment on NDA (.40)	1.80
10 Apr 24	Evans, Robin	Call with Katten associate review team regarding document review (.50); emails with L. Miranda, A. Pecoraro, and R. Serafin regarding the same (.50); review document review materials (.30); set up DISCO account for document review (.20)	1.50
10 Apr 24	Yogeshwarun, Nikita	Call with Katten associate review team regarding document review (.50); review and analyze protocol (1.00)	1.50
10 Apr 24	Roitman, Marc B.	Review documents and analyses relevant to investigation (1.10); confer with C. Giglio regarding same (.20); call with R. Smith and C. Giglio regarding investigation matters (.50)	1.80
10 Apr 24	Miranda, Loredana B.	Update document review memorandum with new diligence (various iterations) (.60); email to Katten regarding document review memorandum (.30); continue conducting document review of email correspondence regarding to investigation into prepetition claims (4.70); emails with Kirkland regarding interviews of auditors (.20); Katten call regarding investigation and work streams (.60); call with Katten associate review team regarding document review (.50); email with L. Kweskin regarding investigation (.10); emails with M. Roitman regarding investigation (.30); draft agenda for Directors' meeting (.20); follow-up with Kirkland on additional interviews (.10); correspondence with Katten regarding investigation work streams (.30); draft email to R. Evans and M. Granberry regarding document review protocol (.40); initial review of Debtors' document production from 4/10 (.30); update diligence tracker with new diligence (.20)	8.80
10 Apr 24	Zobeideh, Alexis	Review and analysis of documents produced by the Company relating to Company transactions and internal communications in connection with independent investigation (3.00); continue review and analysis of documents produced by the Company relating to Company financials in connection with independent investigation (3.00)	6.00

PROFESSIONAL SERVICES

Matter 00021: Investigation

Date	Attorney or Assistant	Description	Hours
10 Apr 24	Pecoraro, Andrew J.	Review and analyze emails regarding potential claims (3.70); call with Katten regarding investigation (.60); coordinate collection and ingestion of additional email and Slack messages (.50); circulate copy of production at request of Kirkland (.20); teleconference with Katten associate review team regarding document review (.50); revise memorandum regarding document review (.70); continue to review diligence provided by Debtors (2.50)	8.70
10 Apr 24	Granberry, Meredith K.	Review document protocol (.60)	0.60
10 Apr 24	Hepner, Jennifer	Review data room diligence regarding Cornice Ventures (.70); review diligence regarding communications about Yardline (1.50); review diligence regarding financial information (1.90); review diligence regarding management investigation (1.30); compile relevant diligence and circulate to Katten investigation team (1.10)	6.50
10 Apr 24	Jordan Ally G	Call with Katten associate review team regarding document review protocol (.50); review documents provided by the debtor (2.00)	2.50
10 Apr 24	Gleeson, Jordan P.	Attend call with Katten associate review team regarding document review protocol (.50)	0.50
10 Apr 24	Kweskin, Lucy F.	Katten call on investigation (.60); emails with L. Miranda and C. Giglio regarding investigation next steps & Disclosure Statement insert (.40)	1.00
10 Apr 24	Grady, Cade	Continue document review of relevant emails regarding management and financial statements (4.00)	6.30
11 Apr 24	Smith, Robert T.	Analyze investigation (1.60); call with Kirkland for update on investigation (.50); call with Ad Hoc Group of First Lien Lenders about confidentiality agreement (.10); review and make revisions to confidentiality agreement (.20); pre-call before weekly call with clients (.20); call with clients (.50); call with C. Giglio regarding investigation (.70); call with A. Pecoraro regarding investigation (.30)	4.10
11 Apr 24	Reisman, Steven J.	Calls with C. Giglio (.20); Katten pre-call (.30); call with Disinterested Directors (.50); review email update to clients (.40); review of diligence requests and document production from Debtors (3.10)	4.50
11 Apr 24	Giglio, Cindi M.	Calls with S. Reisman (.20); call with Special Committee (.50); calls with R. Smith (.70); follow up with M. Roitman (.30)	1.70
11 Apr 24	Miranda, Loredana B.	Revise agenda with comments by L. Kweskin (.20); follow-up with Katten regarding meeting minutes (.10); conduct document review into prepetition claims and causes and of action (1.70); call with A. Pecoraro regarding investigation work streams (.50); update agenda with comments by C. Giglio (.10); email Katten regarding same (.20); call with Kirkland	8.00

PROFESSIONAL SERVICES

Matter 00021: Investigation

Date	Attorney or Assistant	Description	Hours
		regarding documents and investigation (.50); update hot documents tracker with new diligence (1.10); revise meeting minutes with comments by C. Giglio (.20); draft email to directors regarding meeting minutes (.20); emails with Katten regarding same (.10); attend Katten pre-call (.30); attend call with Directors (.50); draft minutes for meeting regarding same (.40); coordinate with M. Siena regarding binder of hot documents (.30); continue drafting preliminary investigation report (1.20); update diligence tracker (.40)	
11 Apr 24	Zobeideh, Alexis	Review and analysis of documents produced by the Company relating to Company financials and presentations in connection with independent investigation (3.00); continue review and analysis of documents produced by the Company relating to Company transactions in connection with independent investigation (4.00); continue review and analysis of documents produced by the Company relating to Company offerings and loans in connection with independent investigation (2.00)	9.00
11 Apr 24	Pecoraro, Andrew J.	Teleconference with R. Smith regarding investigation (.30); teleconference with Kirkland regarding diligence (.50); legal research and analysis regarding employee separation agreements (.60); review emails produced by Debtors (1.00); draft outline of analysis regarding potential claims and causes of action (1.00); teleconferenmce with L. Miranda regarding investigation workstreams (.50); pre-call with Katten regarding meeting of the Disinterested Directors (.30); attend meeting of Disinterested Directors (.50)	4.70
11 Apr 24	Granberry, Meredith K.	Review document review protocol (.90); email with L. Loredana regarding same (.40); review documents produced by Debtors (2.20)	3.50
11 Apr 24	Hepner, Jennifer	Review data room diligence related to Yardline (1.00); review diligence regarding prepetition transactions (.70); review diligence regarding communications regarding valuations of Thrasio (2.50); circulate relevant documents to Katten investigation team (.30)	4.50
11 Apr 24	Jordan Ally G	Review and analyze documents produced by the debtor (2.90)	2.90
11 Apr 24	Gleeson, Jordan P.	Review documents relating to J. Silberstein, financial statements, and outside accountants (1.10)	1.10
11 Apr 24	Kweskin, Lucy F.	Analyze Disinterested Directors meeting agenda (.30); Katten pre-call (.30); call with Disinterested Directors (.50); analyze UCC composition with regard to investigation (.60); analyze hot docs (.60)	2.30
11 Apr 24	Grady, Cade	Conduct Document review of email correspondence in connection with investigation (4.00); conduct	5.30

PROFESSIONAL SERVICES

Matter 00021: Investigation

Date	Attorney or Assistant	Description	Hours
12 Apr 24	Smith, Robert T.	Document review of email correspondence in connection with investigation (1.30) Call with C. Giglio, A. Pecoraro, and L. Miranda about investigation (.40); review documents associated with investigation (2.80); Katten pre-call in advance of call with PwC (.30); call with PwC (.40); Katten pre-call before call with Gibson Dunn (.30); call with Gibson Dunn (.90); call with C. Giglio (.20); post-call follow up with S. Reisman and C. Giglio (.60)	5.90
12 Apr 24	Reisman, Steven J.	Katten pre-call (.30); call with Gibson Dunn (.90); follow-up call with R. Smith and C. Giglio (.60)	1.80
12 Apr 24	Giglio, Cindi M.	Call with R. Smith (.20); Katten pre-call to prepare for PwC call (.30); attend PwC call (.40); post-call follow up with S. Reisman and R. Smith (.60); call with Gibson (.90); call with R. Smith, A. Pecoraro and L. Miranda regarding investigation (.40)	2.80
12 Apr 24	Evans, Robin	Review document review protocol (.70); call with Katten associate review team to discuss document review update (.30)	1.00
12 Apr 24	Yogeshwarun, Nikita	Katten associate review team call regarding document review update (.30); continue to review documents and tab protocol (.20)	0.50
12 Apr 24	Roitman, Marc B.	Review memorandum regarding key documents relevant to investigation (.90); review of key documents produced by the Debtors as identified by first tier reviewers in connection with independent investigation and analysis of potential claims and causes of action (.80)	1.70
12 Apr 24	Miranda, Loredana B.	Emails with A. Pecoraro regarding investigation report (.30); update hot document chart, including review of new hot documents (.50); continue conducting document review of email correspondence in connection with Investigation into prepetition claims (.50); attend Katten pre-call or PwC call (.30); attend call with PwC (.40); draft summary of call regarding same (.30); continue to draft preliminary investigation report (2.60); call with Katten associate review team regarding document review (.30); call with R. Smith, A. Pecoraro, and C. Giglio (.40); attend Katten pre-call for call with Gibson Dunn (.30)	5.90
12 Apr 24	Zobeideh, Alexis	Review and analysis of documents produced by the Company relating to Company transactions and external communications in connection with independent investigation (3.00); continue review and analysis of documents produced by the Company relating to Company finances and internal communications in connection with independent investigation (3.70); call with Katten associate review team regarding document review update (.30)	7.00

PROFESSIONAL SERVICES

Matter 00021: Investigation

Date	Attorney or Assistant	Description	Hours
12 Apr 24	Pecoraro, Andrew J.	Call with Katten associate review team regarding document review (.30); call with L. Miranda, R. Smith, and C. Giglio regarding investigation (.40); coordinate transfer of emails to Kirkland for privilege review (.40); coordinate ingestion of additional diligence (.70); review and analyze diligence produced by Debtors (1.50); pre-call with Katten regarding meeting with Gibson Dunn (.30); teleconference with Gibson Dunn regarding bankruptcy case (.90)	4.50
12 Apr 24	Granberry, Meredith K.	Attend a portion of Katten associate review team call regarding document review update (.10)	0.10
12 Apr 24	Hepner, Jennifer	Call with Katten associate review team to discuss updates to investigation (.30); review data room diligence related to Yardline (2.50); review diligence regarding investigation into related party transactions (2.10)	4.90
12 Apr 24	Jordan Ally G	Review and analyze documents related to the investigation of prepetition transactions and conduct (2.30)	2.30
12 Apr 24	Gleeson, Jordan P.	Review documents related to investigation into prepetition conduct and transactions (4.00)	4.00
12 Apr 24	Kweskin, Lucy F.	Call with Gibson Dunn (.90); confer with Gibson pre-call (.20); analyze investigation presentation (.50)	1.60
12 Apr 24	Grady, Cade	Continue document review of email correspondance re investigation into prepetition conduct and transactions (4.00); continue document review of email correspondance re investigation into prepetition conduct and transactions (1.20)	5.20
13 Apr 24	Smith, Robert T.	Review and make revisions to presentation to Disinterested Directors (3.00); call with A. Pecoraro and C. Giglio (.40)	3.40
13 Apr 24	Reisman, Steven J.	Review draft of preliminary investigation report (1.70)	1.70
13 Apr 24	Giglio, Cindi M.	Edits to interim investigation presentation (1.10); call with A. Pecoraro and R. Smith (.40)	1.50
13 Apr 24	Roitman, Marc B.	Further review of key documents produced by the Debtors as identified by first tier reviewers in connection with independent investigation and analysis of potential claims and causes of action (1.30); review of preliminary report on investigation and analysis of claims and causes of action (.80)	2.10
13 Apr 24	Miranda, Loredana B.	Continue to draft interim investigation report (4.50); incorporate comments from C. Giglio and R. Smith on interim investigation report (1.90); call with A. Pecoraro regarding investigation matters (.20)	6.60
13 Apr 24	Pecoraro, Andrew J.	Draft preliminary analysis regarding potential claims and causes of action (2.70); teleconference with R. Smith and C. Giglio regarding same (.40); revise presentation to Disinterested Directors regarding investigation (2.00); teleconference with L. Miranda	7.00

PROFESSIONAL SERVICES

Matter 00021: Investigation

Date	Attorney or Assistant	Description	Hours
		regarding same (.20); review and analyze diligence materials produced by Debtors (1.70)	
13 Apr 24	Hepner, Jennifer	Review data room diligence related to Yardline (.50)	0.50
13 Apr 24	Jordan Ally G	Review and analyze documents produced by the Debtors (3.80)	3.80
13 Apr 24	Gleeson, Jordan P.	Review documents related to A. Horowitz and Yardline transactions (3.20)	3.20
13 Apr 24	Grady, Cade	Continue document review of email correspondence regarding investigation into potential claims and causes of actions (3.00)	3.00
14 Apr 24	Smith, Robert T.	Review revisions to presentation (.80); draft email to clients (.30); calls with S. Reisman (.20); Katten call about investigation (1.20); call with C. Giglio (.30); review and make edits to presentation and disclosure statement (1.60)	4.40
14 Apr 24	Reisman, Steven J.	Calls with R. Smith regarding investigation (.20); Katten call about investigation (1.20); call with M. Roitman regarding investigation matters (.30); review and revise investigation presentation (2.00)	3.70
14 Apr 24	Giglio, Cindi M.	Katten call related to investigation (1.20); call with R. Smith regarding same (.30); edits to Disclosure Statement and investigation presentation (2.30)	3.80
14 Apr 24	Roitman, Marc B.	Revise preliminary report on investigation and analysis of claims and causes of action (2.10); call with S. Reisman regarding investigation matters (.30); partial attendance on call with Katten team regarding investigation matters (1.10); further review of key documents produced by the Debtors as identified by first tier reviewers in connection with independent investigation and analysis of potential claims and causes of action (.90); further review of revised draft of preliminary report on investigation and analysis of claims and causes of action (.80)	5.20
14 Apr 24	Miranda, Loredana B.	Revise interim investigation presentation with comments by M. Roitman and Katten team (4.60); conduct document review regarding investigation matters and attend to issues related to same (1.80); call with Katten team regarding investigation (1.20); incorporate comments by L. Kweskin to interim investigation report (.60); continue reviewing and revising deck with comments by Katten team (2.80); update document tracker with new diligence (.30); email to Katten regarding same (.20)	11.50
14 Apr 24	Zobeideh, Alexis	Review and analysis of documents produced by the Company relating to Company financials and presentations in connection with independent investigation (3.00); continue review and analysis of documents produced by the Company relating to Company transactions in connection with independent	6.50

PROFESSIONAL SERVICES

Matter 00021: Investigation

Date	Attorney or Assistant	Description	Hours
		investigation (3.50)	
14 Apr 24	Pecoraro, Andrew J.	Review and analyze slack messages produced by Debtors (3.00); coordinate processing of additional documents produced by Debtors (.30); revise presentation to Disinterested Directors (1.00)	4.30
14 Apr 24	Granberry, Meredith K.	Review and analyze documents and communications for responsiveness related to investigation (2.40)	2.40
14 Apr 24	Hepner, Jennifer	Review data room diligence regarding Yardline investigation into prepetition transactions and conduct (.80); summarize and circulate relevant documents to Katten investigation team (.80)	1.60
14 Apr 24	Jordan Ally G	Continue review and analysis of documents produced by the Debtors (2.70)	2.70
14 Apr 24	Gleeson, Jordan P.	Review documents related to investigation into related party transactions (3.20); review documents related to investigation into prepetition transactions and conduct (2.70)	5.90
14 Apr 24	Kweskin, Lucy F.	Analyze Disinterested Directors presentation (1.10); Katten team call (1.20); analyze "hot docs" (.50)	2.80
14 Apr 24	Grady, Cade	Continue document review regarding investigation into prepetition transactions and conduct (2.30)	2.30
15 Apr 24	Konrath, Adriane S.	Prepare Kirkland export 3 (.50)	0.50
15 Apr 24	Smith, Robert T.	Pre-call before call with Kirkland (.50); call with Kirkland about bankruptcy cases (.70); review presentation to clients (.20); pre-call before presentation to clients (.40); presentation to clients (1.50); call with Weil about witness interview (.50); call with C. Giglio regarding email production (.40)	5.60
15 Apr 24	Reisman, Steven J.	review documents related to investigation (1.40)	
15 Apr 24	Reisman, Steven J.	Katten pre-call for call with Disinterested Directors (.40); call with Disinterested Directors (1.50); follow-up call with Disinterested Directors (.30); call with L. Miranda regarding investigation (.10); follow-up regarding diligence review and other investigation workstreams (3.30)	5.60
15 Apr 24	Giglio, Cindi M.	Pre-call for Disinterested Directors meeting (.40); call with Disinterested Directors (1.50); follow up call with Disinterested Directors (.30); review and comment on minutes (.30); call with Weil team (.50); edits to email to Mofo (.10); discussion with R. Smith on further email production (.40)	3.50
15 Apr 24	Rosella, Michael	Begin to review document review protocol prepared by Katten in connection with ongoing disinterested director investigation (.90); emails with Katten regarding same (.30)	1.20
15 Apr 24	Evans, Robin	Review document review memorandum as part of investigation (.50)	0.50
15 Apr 24	Yogeshwarun, Nikita	Conduct document review into debtors' document production regarding investigation into potential claims	4.10

PROFESSIONAL SERVICES

Matter 00021: Investigation

Date	Attorney or Assistant	Description	Hours
15 Apr 24	Miranda, Loredana B.	(4.00); attend call with A. Pecoraro regarding review protocol (.10) Attend pre-call for Disinterested Directors Meeting (.40); attend call with Disinterested Directors (1.50); revise interim investigation report with various Katten comments (1.90); draft minutes from Directors' meeting (.40); follow-up call with Disinterested Directors (.30); draft minutes for follow-up call (.50); revise minutes with comments from C. Giglio (.20); call with S. Reisman regarding insert regarding investigation (.10); emails with Katten regarding same (.40); update hot documents chart with new diligence and review of underlying documents (1.40)	7.10
15 Apr 24	Zobeideh, Alexis	Review and analysis of documents produced by the Company relating to loans and intercompany transactions in connection with Independent Investigation (3.00); further review and analysis of documents produced by the Company relating to financials and internal communications in connection with Independent Investigation (2.40)	5.40
15 Apr 24	Pecoraro, Andrew J.	Pre-call with Katten regarding meeting with Disinterested Directors (.40); call with Disinterested Directors regarding investigation (1.50); review and analyze email and slack messages produced by Debtors (2.50); draft response to correspondence from UCC (.50); teleconference with N. Yogeshwarun regarding document review protocol (.10)	5.00
15 Apr 24	Hepner, Jennifer	Review data room diligence regarding Yardline (2.00); review diligence regarding employee resignations (1.80); review diligence regarding audit/valuation (1.90)	5.70
15 Apr 24	Jordan Ally G	Review and analyze documents produced by the debtors (4.00); continue review and analysis of documents produced by the debtors in connection with investigation into potential claims (1.60)	5.60
15 Apr 24	Kweskin, Lucy F.	Pre-call for Disinterested Directors Meeting (.40); call with Disinterested Directors (1.50); follow-up call with Disinterested Directors (.30)	2.20
15 Apr 24	Grady, Cade	Conduct document review into debtors' document production regarding investigation into potential claims (4.00); conduct document review into debtors' document production regarding investigation into potential claims (3.00)	7.00
16 Apr 24	Smith, Robert T.	Review documents associated with the investigation (1.70); analyze response to email from UCC about discovery (.30); call with S. Reisman about investigation (.20); finalize and send response to UCC about discovery (.30)	2.50
16 Apr 24	Giglio, Cindi M.	Review of hot docs (2.00); calls with L. Kweskin (.70);	5.40

PROFESSIONAL SERVICES

Matter 00021: Investigation

Date	Attorney or Assistant	Description	Hours
16 Apr 24	Rosella, Michael	call with Katten team (1.30); correspondence regarding UCC requests (.20); review of investigation deck (1.20)	4.50
16 Apr 24	Evans, Robin	Review documents produced to the Disinterested Directors in connection with ongoing investigation (3.40); prepare email to Katten with updates to regarding same (.30); attend call with L. Miranda regarding document review matters (.30); review updated key documents memorandum (.50)	2.70
16 Apr 24	Yogeshwarun, Nikita	Review document review protocol (.30); review document review memorandum summary of hot documents (.30); review emails from 2019 to further investigation (2.10)	1.50
16 Apr 24	Roitman, Marc B.	Message with L. Miranda and J. Gleeson regarding status of review and protocol questions (.20); continue to review, analyze, and tag batches for production (1.30)	2.90
16 Apr 24	Miranda, Loredana B.	Review of key documents in connection with independent investigation (1.60); call with Katten regarding investigation matters (1.30)	4.70
16 Apr 24	Zobeideh, Alexis	Call with Katten team regarding investigation (1.20); call with A. Pecoraro regarding investigation work streams (.80); call with M. Rosella regarding document review (.30); update hot documents tracker with new diligence (.90); call with L. Kweskin regarding investigation (.30); emails with R. Smith and A. Pecoraro regarding diligence (.20); email to Katten regarding meeting minutes (.10); review diligence in connection with investigation (.90)	7.00
16 Apr 24	Pecoraro, Andrew J.	Review and analysis of documents produced by the Company in connection with Independent Investigation (4.00); further review and analysis of documents produced by the Company relating to intercompany communication in connection with Independent Investigation (3.00)	6.80
16 Apr 24	Hepner, Jennifer	Draft outline for interview of D. Mussafer (2.00); review and analyze documents regarding same (1.50); teleconference with Katten team regarding investigation (1.30); continue preparation for interview of D. Mussafer (1.20); teleconference with L. Miranda (.80)	2.20
16 Apr 24	Jordan Ally G	Review data room diligence regarding Yardline (1.50); review diligence regarding financial statement and valuation issues (.70)	2.20
16 Apr 24	Gleeson, Jordan P.	Continue review and analysis of Debtor's documents in connection with investigation (2.20)	1.20
16 Apr 24	Kweskin, Lucy F.	Review documents relating to investigation into potential claims for responsiveness (1.20)	1.70
16 Apr 24		Calls with C. Giglio (.70); call with L. Miranda	

PROFESSIONAL SERVICES

Matter 00021: Investigation

Date	Attorney or Assistant	Description	Hours
		regarding investigation (.30); analyze MoFo subpoenas / topics (.40); call with Gibson Dunn regarding investigation status (.10); follow-up regarding same (.20)	
16 Apr 24	Grady, Cade	Review and analysis of documents produced by the Company relating in connection with Independent Investigation (4.00); review and analysis of documents produced by the Company relating in connection with Independent Investigation (1.30)	5.30
17 Apr 24	Smith, Robert T.	Katten pre-call (.30); interview of D. Mussafer (1.80); Katten post call (.80); review documents associated with investigation (1.10)	4.00
17 Apr 24	Reisman, Steven J.	Discussions with C. Giglio regarding investigation (.50); Katten pre-call before call with Kirkland (.50); call with Kirkland regarding investigation matters (.70); call with Katten following witness interview (.80); review and revise investigation presentation (.90)	3.40
17 Apr 24	Giglio, Cindi M.	Calls with S. Reisman (.50); edits to investigation deck (1.00); call with Katten team (.50); call with Kirkland team (.80); call with M. Roitman (.30); review D. Mussafer interview outline (1.00); pre-call for interview (.30); attend D. Mussafer interview (1.80); post call follow up (.80); call with Kirkland (.60); additional calls with Kirkland (1.00)	8.60
17 Apr 24	Rosella, Michael	Review updated document tracking memorandum (1.20); continue to review documents produced to the Disinterested Directors in connection with ongoing investigation (3.80)	5.00
17 Apr 24	Evans, Robin	Review Thrasio emails and attachments in furtherance of investigation (1.20)	1.20
17 Apr 24	Yogeshwarun, Nikita	Review, analyze, and tag production batches regarding investigation into potential claims (2.90)	2.90
17 Apr 24	Roitman, Marc B.	Call with Kirkland regarding investigation matters (.70); Katten pre-call regarding same (.50); call with C. Giglio regarding same (.30); further review of key documents in connection with independent investigation (.90); draft memorandum to Disinterested Directors regarding same (1.10); draft insert for presentation to Disinterested Directors regarding same (.70); call with Katten team in preparation for witness interview (.30); call with Katten team following witness interview (.80)	5.30
17 Apr 24	Miranda, Loredana B.	Attend Katten pre-call (.30); attend interview of D. Mussafer (1.80); attend Katten post call (.80); draft interview memorandum of D. Mussafer (3.10); draft investigation update presentation (1.50); email to Directors regarding meeting minutes (.20); emails with M. Roitman regarding key documents (.20)	7.90
17 Apr 24	Gray, Timothy H.	Begin preliminary legal research regarding potential	0.90

PROFESSIONAL SERVICES

Matter 00021: Investigation

Date	Attorney or Assistant	Description	Hours
17 Apr 24	Zobeideh, Alexis	sources of liability (.90) Review and analysis of documents produced by the Company in connection with independent investigation (4.00); further review and analysis of documents produced by the Company relating to financials and presentations in connection with independent investigation (3.00)	7.00
17 Apr 24	Pecoraro, Andrew J.	Prepare for interview with D. Mussafer (1.80); teleconference with Katten regarding same (.30); conduct interview of D. Mussafer (1.40); post-interview debrief with Katten (.80); draft outline of interview for H. Etlin (.60); review and analyze diligence produced by Debtors (1.10)	6.00
17 Apr 24	Hepner, Jennifer	Review data room diligence regarding email correspondance regarding investigation (1.80); review diligence regarding accounting information (.70); review diligence regarding Slack communications (1.50)	4.00
17 Apr 24	Jordan Ally G	Review and analyze Debtor documents and communications (1.20)	1.20
17 Apr 24	Gleeson, Jordan P.	Review documents related to email correspondance re investigation (2.40)	2.40
17 Apr 24	Grady, Cade	Continue document review of diligence in connection with investigation into related parties (4.00); start document review of diligence in connection with investigation into related parties (3.50)	7.50
18 Apr 24	Smith, Robert T.	Speak with S. Reisman about investigation following the Disclosure Statement hearing (.30); review documents related to investigation (1.20); pre-call before meeting with clients (.30); call with clients (.50); prepare for interview of H. Etlin (1.50)	3.80
18 Apr 24	Reisman, Steven J.	Call with R. Smith regarding investigation (.30); Katten pre-call (.30); call with Disinterested Directors (.50); follow-up on investigation workstreams (1.00)	2.10
18 Apr 24	Giglio, Cindi M.	Katten team pre-call (.30); Disinterested Directors call (.50); follow up related to further document production (.50); review and comment on H. Etlin outline (.50)	1.80
18 Apr 24	Rosella, Michael	Continue to review documents produced to the Disinterested Directors in connection with ongoing investigation (3.90); review emails from Katten regarding same (.20)	4.10
18 Apr 24	Evans, Robin	Review emails, agreements, and other diligence in connection with investigation into related parties (.90)	0.90
18 Apr 24	Yogeshwarun, Nikita	Continue to review, analyze, and tag production regarding investigation into potential claims and causers of action (1.30)	1.30
18 Apr 24	Roitman, Marc B.	Attend meeting with Disinterested Directors (.50); Katten pre-call regarding same (.30); review materials in preparation for same (.50)	1.30

PROFESSIONAL SERVICES

Matter 00021: Investigation

Date	Attorney or Assistant	Description	Hours
18 Apr 24	Miranda, Loredana B.	Attend Katten pre-call (.30); attend call with Disinterested Directors (.50); email to T. Gray regarding investigation (.50); review hot documents pulled by associate team (.40); draft agenda for Directors meeting (.20); review diligence to be produced to the UCC (1.10); emails with Litigation Support regarding same (.20); draft interview outline for H. Etlin (1.20)	4.40
18 Apr 24	Gray, Timothy H.	Review memoranda regarding duties of care and loyalty and potential claims (.60); continue legal research regarding potential sources of director liability and measures of damages for same (2.00)	2.60
18 Apr 24	Zobeideh, Alexis	Review and analysis of documents produced by the Company relating to financial statements in connection with independent investigation (4.00); further review and analysis of documents produced by the Company relating to internal communications in connection with independent investigation (3.00)	7.00
18 Apr 24	Hepner, Jennifer	Review data room diligence regarding Yardline and Slack communications (1.40)	1.40
18 Apr 24	Jordan Ally G	Review and analyze Debtor's documents and communications (2.60)	2.60
18 Apr 24	Gleeson, Jordan P.	Review documents related to equity transactions (1.20)	1.20
18 Apr 24	Kweskin, Lucy F.	Katten pre-call (.30); call with Disinterested Directors (.50)	0.80
18 Apr 24	Grady, Cade	Continue document review regarding investigation into related parties (4.00); continue document review regarding investigation into related parties (1.00)	5.00
19 Apr 24	Smith, Robert T.	Call with J. Hodge about investigation (.80); review production documents (1.20); pre-call among Katten before interview of H. Etlin (.30); interview of H. Etlin (1.20); call with T. Gray regarding theories of liability (.30)	3.80
19 Apr 24	Hodge, Johnjerica	Meet with Katten team to prepare for interview of H. Etlin (.30); attend interview of H. Etlin (1.20); meet with R. Smith to discuss overview of investigation (.80); prepare for same (.10)	2.40
19 Apr 24	Reisman, Steven J.	Correspondence with Disinterested Directors regarding investigation update (.40); review materials related to H. Etlin interview (1.10); Katten pre-call before H. Etlin interview (.30); follow-up with Katten team regarding investigation workstreams (.80)	2.60
19 Apr 24	Giglio, Cindi M.	Katten pre-call for H. Etlin interview (.30); call with H. Etlin (1.20); follow up on document requests (.60)	2.10
19 Apr 24	Miranda, Loredana B.	Attend Katten pre-call (.30); attend interview of H. Etlin (1.20); review diligence tracker (.70); review and incorporate comments of R. Smith to H. Etlin interview outline (.30); call with A. Pecoraro regarding UCC document production (.40); prepare production to	10.50

PROFESSIONAL SERVICES

Matter 00021: Investigation

Date	Attorney or Assistant	Description	Hours
		UCC regarding document requests (1.40); emails with Katten regarding background information on investigation (.60); update document review memorandum (.90); draft fourth supplemental document request (.80); call with L. Kweskin regarding H. Etlin interview (.10); draft memorandum for interview of H. Etlin (2.50); draft minutes for directors' meeting on 4/18 (.60); continue to prepare documents for production to UCC (.70)	
19 Apr 24	Gray, Timothy H.	Continue legal research regarding potential sources of liability and measures of damages for same (2.20); begin drafting memorandum summarizing same (1.80); discuss with A. Pecoraro regarding theories of liability (.50); discuss with R. Smith regarding theories of liability (.30)	4.80
19 Apr 24	Zobeideh, Alexis	Review and analysis of documents produced by the Company relating to financial statements in connection with Independent Investigation (4.00); further review and analysis of documents produced by the Company relating to transactions in connection with Independent Investigation (2.00)	6.00
19 Apr 24	Pecoraro, Andrew J.	Review and analyze emails from Debtors (2.50); pre-call with Katten to prepare for interview of H. Etlin (.30); participate in interview with H. Etlin (1.20); correspond with Katten team regarding investigation (.30); teleconference with Kirkland regarding document productions (.20); review and analyze correspondence from Committee regarding investigation (.30); call with T. Gray regarding investigation issues (.50)	5.30
19 Apr 24	Kweskin, Lucy F.	Katten pre-call (.30); participate in portion of interview of H. Etlin (1.00); analysis following H. Etlin interview (.30); call with L. Miranda regarding same (.10)	1.70
19 Apr 24	Grady, Cade	Document review of J. Silberstein's emails regarding investigation into potential claims (2.00)	2.00
20 Apr 24	Smith, Robert T.	Prepare investigation update for S. Reisman (1.30); review fourth supplemental document requests (.40); draft investigation update for clients (.80); review meeting minutes (.20)	2.70
20 Apr 24	Hodge, Johnjerica	Review background materials related to investigation (1.40)	1.40
20 Apr 24	Miranda, Loredana B.	Draft email to directors regarding investigation update (.60)	0.60
21 Apr 24	Smith, Robert T.	Finalize and send investigation update to S. Reisman (.40); finalize and send update to clients on interview of H. Etlin (.40); edit document requests (.20); review and draft response to UCC about document production (.90)	1.90
21 Apr 24	Hodge, Johnjerica	Review background materials related to investigation	1.60

PROFESSIONAL SERVICES

Matter 00021: Investigation

Date	Attorney or Assistant	Description	Hours
		and prior interviews (1.60)	
21 Apr 24	Miranda, Loredana B.	Prepare documents for production to UCC (.50); draft proposed response to UCC (.50); emails with R. Smith and A. Pecoraro regarding same (.40); email with Katten team regarding investigation work streams (.30)	1.70
21 Apr 24	Pecoraro, Andrew J.	Correspond with R. Smith regarding investigation (.50); prepare supplemental production to Committee in response to subpoenas (2.00)	2.50
22 Apr 24	Konrath, Adriane S.	Prepare debtors' document production data for ingestion (.60)	0.60
22 Apr 24	Smith, Robert T.	Review documents and finalize production to UCC (1.10)	1.40
22 Apr 24	Hodge, Johnjerica	Review documents to assess need for additional diligence (.20); revise Fourth Supplemental Document Request (.30); correspond with Katten team regarding additional diligence (.20); correspond with Katten team regarding next steps in investigation (.10); revise correspondence to independent directors (.10); review background documents related to investigation (1.60)	2.50
22 Apr 24	Reisman, Steven J.	Review investigation update from R. Smith (1.00); review proposed response to UCC regarding document production (.40); review draft of investigation presentation (1.20); correspondence with Katten regarding supplemental document requests (.70)	3.30
22 Apr 24	Evans, Robin	Review diligence in connection with investigation into potential claims (.30)	0.30
22 Apr 24	Yogeshwarun, Nikita	Review diligence in connection with investigation into related parties (.50)	0.50
22 Apr 24	Miranda, Loredana B.	Review diligence provided by the debtors in connection with investigation (1.70); email with A. Pecoraro regarding Fourth Supplemental Document Requests (.30); revise fourth supplemental document requests (.10); revise interview memorandum of H. Etlin (.30); email to clients regarding meeting minutes (.20); correspondence with S. Reisman regarding approval on fourth supplemental request (.30); email to Kirkland with fourth supplemental document request (.20); email to R. Smith regarding same (.20); review and respond internally to email of UCC regarding diligence (.20)	3.50
22 Apr 24	Gray, Timothy H.	Complete draft memorandum regarding sources of liability and potential damages (3.80)	3.80
22 Apr 24	Pecoraro, Andrew J.	Prepare supplemental production to Committee (1.30); review and analyze emails and slack messages produced by Debtors (1.50); teleconference with R. Smith regarding investigation (.30); call with A. Pecoraro regarding investigation (.30)	3.10
22 Apr 24	Kweskin, Lucy F.	Emails with Katten team regarding quantifying litigation claims (.30)	0.30

PROFESSIONAL SERVICES

Matter 00021: Investigation

Date	Attorney or Assistant	Description	Hours
23 Apr 24	Smith, Robert T.	Call with Kirkland about document production (.30); meeting with A. Pecoraro about investigation (.30); team meeting about investigation and next steps (1.00)	1.60
23 Apr 24	Hodge, Johnjerica	Meet with Katten team to discuss investigation analysis (1.00); review hearing transcripts (.70); review legal research regarding potential claims (.80)	2.50
23 Apr 24	Reisman, Steven J.	Call with Katten regarding investigation (1.00); continued follow-up with Katten team regarding investigation workstreams (3.30)	4.30
23 Apr 24	Evans, Robin	Review various documents and emails relating to investigation into potential claims (.40)	0.40
23 Apr 24	Yogeshwarun, Nikita	Emails with M. Granberry and review remaining production batch (.70)	0.70
23 Apr 24	Miranda, Loredana B.	Draft proposed email response to UCC regarding diligence (.30); call with Katten team regarding investigation (1.00); follow-up call with A. Pecoraro regarding same (.50); draft chart regarding directors and officers in connection with investigation (1.40); revise chart with comments from Katten call (.60); update diligence request tracker and outstanding requests (1.40); draft email to Kirkland regarding same (.30); review memorandum from T. Gray regarding potential claims and causes of action (.40)	5.90
23 Apr 24	Gray, Timothy H.	Review memoranda regarding investigation background and "hot docs" (1.50); meeting with R. Smith, A. Pecoraro, J. Hodge, L. Miranda regarding evaluation of claims and workstreams for same (1.00); conduct additional research regarding discharge of claims under Plan (1.40); revise memorandum regarding liability and damages to reflect same (.50)	4.40
23 Apr 24	Zobeideh, Alexis	Review updated document review protocol (1.00)	1.00
23 Apr 24	Pecoraro, Andrew J.	Participate in portion of meeting with Katten regarding investigation (.70); analyze viability of potential claims regarding investigation (1.80); coordinate collection of additional email diligence from Debtors (1.00)	3.50
23 Apr 24	Granberry, Meredith K.	Review documents and communications for responsiveness in connection with investigation (1.20)	1.20
24 Apr 24	Smith, Robert T.	Katten team call about investigation (1.10); review and analyze potential claims against officers and directors (1.80); review and edit presentation to clients (.50); call with A. Pecoraro and T. Gray regarding evaluation of company claims (.60)	4.00
24 Apr 24	Evans, Robin	Review documents pertaining to company diligence in connection with investigation (1.20)	1.20
24 Apr 24	Miranda, Loredana B.	Draft agenda for call with Directors (.20); emails with A. Pecoraro regarding investigation (.20); draft investigation update presentation (various iterations) (4.20); review diligence regarding investigation into prepetition transactions (2.60); call with Katten	8.40

PROFESSIONAL SERVICES

Matter 00021: Investigation

Date	Attorney or Assistant	Description	Hours
24 Apr 24	Gray, Timothy H.	regarding investigation (1.10); email with R. Smith regarding investigation (.10) Call with Katten regarding evaluation and valuation of potential Company claims (1.10); discuss with R. Smith and A. Pecoraro regarding evaluation of potential Company claims (.60); research regarding authorities concerning fraudulent transfer claims (1.50); begin drafting memorandum regarding same (.80); draft slide for Presentation regarding certain transactions (1.00)	5.00
24 Apr 24	Zobeideh, Alexis	Review and analysis of documents and diligence related to transactions and financials in connection with independent investigation (1.00)	1.00
24 Apr 24	Pecoraro, Andrew J.	Draft chart of potential claims and causes of action (.70); meeting with T. Gray and R. Smith regarding investigation (.60); teleconference with Katten regarding investigation analysis (1.10); draft memorandum regarding analysis of potential claims and causes of action (3.00); legal research regarding investigation (1.50)	6.90
24 Apr 24	Granberry, Meredith K.	Review documents and communications for responsiveness (.80)	0.80
24 Apr 24	Kweskin, Lucy F.	Katten Team call regarding investigation (1.10)	1.10
25 Apr 24	Smith, Robert T.	Katten call regarding Investigation (.90); Katten pre-call (.30); call with Directors (.70); analyze claims related to investigation (.50)	2.40
25 Apr 24	Hodge, Johnjerica	Meet with Katten team regarding investigation (.90); prepare correspondence to MoFo regarding discovery questions (.40); revise presentation giving investigation update (.90); revise list of interview topics (.30); review documents related to investigation (.50)	3.00
25 Apr 24	Reisman, Steven J.	Katten call regarding investigation (.90); Katten pre-call (.30); Katten call with Disinterested Directors (.70); review investigation presentation (1.30); review response to UCC regarding document production (.40); follow-up with Katten team regarding inquiries from Disinterested Directors (.90)	4.50
25 Apr 24	Miranda, Loredana B.	Attend Katten call regarding Investigation (.90); attend Katten pre-call (.30); attend call with Directors (.70); incorporate comments from Katten regarding investigation update presentation (various iterations (2.90); emails with Katten team regarding same (.30); review diligence tracker to respond to inquiries from UCC (1.10); draft response to UCC regarding same (.70); email to directors regarding agenda and materials for meeting (.20); finish updating factual background on prepetition transactions (1.10); draft minutes for Disinterested Directors meeting (.60); update diligence tracker with new diligence (.40); initial review of	11.80

PROFESSIONAL SERVICES

Matter 00021: Investigation

Date	Attorney or Assistant	Description	Hours
		diligence produced by the debtors (.50); email to Katten associates regarding document review (.30); update document review protocol (.30); email to Kirkland regarding diligence and tracker (.30); follow up with T. Horton regarding meeting minutes (.20); coordinate supplemental document production to UCC, including reviewing diligence and drafting proposed response (.50); respond to email of T. Gray regarding investigation (.20); email to C. Grady regarding investigation work streams (.30)	
25 Apr 24	Gray, Timothy H.	Review Memorandum regarding factual background of certain transactions (.20); implement additional revisions to Directors' Presentation (.30); complete Memorandum regarding enumeration and evaluation potential claims (2.80); call with Katten regarding Director pre-call (.30); conduct research regarding standards for calculating disgorgement damages (1.30); draft preliminary summary of same (.60)	5.50
25 Apr 24	Zobeideh, Alexis	Review and analysis of documents produced by Company relating to tender offer in connection with independent investigation (3.20)	3.20
25 Apr 24	Pecoraro, Andrew J.	Call with Katten regarding investigation (.90); revise and edit presentation to Disinterested Directors (.50); pre-call with Katten regarding preparation for meeting with Disinterested Directors (.30); attend meeting of Disinterested Directors (.70); analyze new diligence materials sent by Debtors (1.50)	3.90
25 Apr 24	Jordan Ally G	Review and analyze documents and communications of the Debtors (2.30)	2.30
25 Apr 24	Kweskin, Lucy F.	Katten call regarding Investigation (.90); Katten pre-call (.30); call with Disinterested Directors (.70)	1.90
26 Apr 24	Konrath, Adriane S.	Ingest Debtors' document productions into the DISCO database (.60)	0.60
26 Apr 24	Smith, Robert T.	Review analysis of Yardline transactions (.60); conduct analysis of claims (1.40); call with D. Barnowski regarding investigation (.50); call with C. Giglio regarding discovery issues (.20)	2.70
26 Apr 24	Hodge, Johnjerica	Meet with D. Barnowski to discuss investigation (.20); meet with C. Giglio to discuss investigation (.20); meet with L. Miranda to discuss discovery (.40); review edits to list of interview topics (.10); correspond with Katten team regarding upcoming interviews (.10); prepare correspondence to MoFo (.60); perform quality check of production (1.10); revise discovery letter (.10); correspond with A. Pecoraro regarding discovery (.10)	2.90
26 Apr 24	Reisman, Steven J.	Call with C. Giglio (.30); continued review of investigation presentation (1.40)	1.70
26 Apr 24	Giglio, Cindi M.	Review of further analysis and memos (1.00); call with	1.70

PROFESSIONAL SERVICES

Matter 00021: Investigation

Date	Attorney or Assistant	Description	Hours
		J. Hodge on discovery issues (.20); call with R. Smith regarding discovery issues (.20); call with S. Reisman (.30)	
26 Apr 24	Evans, Robin	Conduct document review related to investigation into potential claims and causes of action (.80)	0.80
26 Apr 24	Roitman, Marc B.	Further review of key documents in connection with independent investigation (.70); emails with Katten regarding investigation matters (.20)	0.90
26 Apr 24	Miranda, Loredana B.	Calls with J. Hodge regarding UCC production (various) (.40); review and revise proposed response (.70); call with Kirkland regarding document production (.20); emails to directors regarding interviews (.30); update diligence tracker (various iterations) (.80); prepare documents for production to UCC (1.20); calls with A. Pecoraro regarding investigation (.60); revise letter to B. Wafford (.40); emails with Katten regarding investigation (.30); draft proposed email to UCC regarding diligence requests (.20); review of diligence regarding investigation (.90)	6.00
26 Apr 24	Gray, Timothy H.	Review prior Interview summaries in preparation for S. Fox interview (.80); research further authorities regarding measure of disgorgement damages (1.70); review Board Committee document production and draft summary of same (2.60)	5.10
26 Apr 24	Zobeideh, Alexis	Review and analysis of documents produced by Company in connection with independent investigation (4.00); review and analysis of documents produced by Company relating to financial reports and documents in connection with independent investigation (3.00)	7.00
26 Apr 24	Pecoraro, Andrew J.	Draft interview outlines for upcoming witness interviews regarding M. Fahey and S. Fox (2.00); review and analyze email diligence produced by Debtors (1.40); call with L. Miranda regarding investigation (.60); analyze proposed production of documents for privilege (.50); coordinate production of documents to Committee of Unsecured Creditors (.80); revise letter to B. Wafford regarding interview (.30)	5.60
26 Apr 24	Hepner, Jennifer	Draft interview request letter to B. Wafford (.60)	0.60
26 Apr 24	Jordan Ally G	Review additional documents from the Debtors in connection with investigation (.80)	0.80
26 Apr 24	Kweskin, Lucy F.	Emails with Katten regarding H. Etlin interview (.20)	0.20
26 Apr 24	Grady, Cade	Review documents containing prepetition transactions and create chart with information about each sale (4.00)	4.00
27 Apr 24	Smith, Robert T.	Analyze production issues associated with investigation (1.50)	1.50
27 Apr 24	Reisman, Steven J.	Review documents in connection with investigation presentation (1.40); review notes from witness interviews (1.60)	3.00

PROFESSIONAL SERVICES

Matter 00021: Investigation

Date	Attorney or Assistant	Description	Hours
27 Apr 24	Miranda, Loredana B.	Draft outline for interview of S. Fox, including review of diligence (3.70); incorporate comments to letter to B. Wafford from Katten (.20); emails with Katten regarding inquiries by UCC (.50); attend to issues regarding meeting with UCC (.80); review summary of operations committee materials by T. Gray (.60); review diligence provided by UCC (.90); emails with diligence vendor regarding UCC and Kirkland documents (.30)	7.00
27 Apr 24	Pecoraro, Andrew J.	Draft email response to Committee regarding email productions (1.20); correspond with J. Hodge and R. Smith regarding same (.40); review and analyze documents from Advent (2.00); draft interview outline regarding upcoming interview of M. Fahey (1.00)	4.60
28 Apr 24	Smith, Robert T.	Review letter from the UCC on privilege (.30); analyze issues associated with privilege and claims of waiver (.60)	0.90
28 Apr 24	Reisman, Steven J.	Continued follow up regarding diligence, document production, independent investigation workstreams (1.60)	1.60
28 Apr 24	Giglio, Cindi M.	Edits to B. Wafford letter (.50)	0.50
28 Apr 24	Miranda, Loredana B.	Finalize outline for interview of S. Fox, including review of diligence (1.20); revise letter to B. Wafford with comments by Katten (various iterations) (.90); emails with Katten regarding same (.20); conduct document review and review third-party diligence in connection with investigation into prepetition transactions (1.60); emails with Katten regarding coordination of interviews (.50); emails regarding coordination for meeting with UCC (.10); review letter from UCC to S. Reisman (.20); emails with T. Gray regarding same (.20)	4.90
28 Apr 24	Gray, Timothy H.	Review UCC letter regarding privilege issues (.40); correspond with R. Smith and A. Pecoraro regarding same (.20); begin research regarding privilege issues implicated in same (1.50)	2.10
28 Apr 24	Zobeideh, Alexis	Review and analysis of documents produced by Company relating to loans and notes payable in connection with independent investigation (2.00)	2.00
28 Apr 24	Pecoraro, Andrew J.	Draft outline for interview with M. Fahey (2.50); prepare responses to questions from Committee regarding discovery (1.00); review and analyze emails produced by Debtors (2.00)	5.50
28 Apr 24	Hepner, Jennifer	Review data room diligence regarding employee resignations (.90)	0.90
29 Apr 24	Smith, Robert T.	Call with J. Hodge to discuss investigation (.30); call with C. Giglio about investigation (.70); analyze attorney-client privilege (.70); Katten team call about investigation (.90); revise letter in response to UCC	9.70

PROFESSIONAL SERVICES

Matter 00021: Investigation

Date	Attorney or Assistant	Description	Hours
29 Apr 24	Hodge, Johnjerica	about attorney-client privilege (2.50); prepare talking points for meeting with UCC (2.10); pre-call before call with Kirkland about investigation (.30); call with Kirkland about investigation (.40); call among Katten, Kirkland, and MoFo regarding investigation (.60); revise talking points for meeting with UCC (.40); review and revise presentation for meeting with UCC (.40); call with T. Gray regarding response letter (.40) Review materials to prepare for interview of M. Fahey (2.80); meet with R. Smith to discuss investigation next steps (.30); meet with Katten team to discuss investigation next steps (.90); meet with A. Pecoraro to discuss upcoming interviews (.30); meet with Katten team to discuss investigation matters (.30); meet with Kirkland team regarding investigation matters (.40); meet with Kirkland and counsel for the UCC to discuss discovery issues (.40); review letter from counsel for the Committee to assess next steps (.10); correspond with A. Lawrence (.40); correspond with Kirkland team regarding discovery (.50); correspond with Katten team regarding interviews (.10); correspond with T. Foudy regarding privilege (.10)	6.60
29 Apr 24	Reisman, Steven J.	Review of investigation presentation (1.30); preparation for meeting with UCC (1.60); call with C. Giglio (20); call with Katten team regarding investigation (.90); Katten pre-call (.30); call with Kirkland about investigation issues (.40)	4.70
29 Apr 24	Giglio, Cindi M.	Calls throughout day with R. Smith to prepare for tomorrow's UCC meeting (.70); correspond with M. Fagen (.10); call with Katten team regarding investigation matters (.90); review S. Fox outline and comment on same (1.20); call with S. Reisman (.20); pre-call with Katten regarding Kirkland call about investigation issues (.30); call with Kirkland team regarding investigation matters (.40) review responsive letter to UCC and comment on same (1.00); edits to UCC meeting outline (1.30); edits to UCC presentation (.90); related correspondence and review of drafts (.50)	7.50
29 Apr 24	Rosella, Michael	Review documents newly produced in connection with ongoing investigation (3.70); review updated key documents memorandum circulated by Katten in connection with same (.50)	4.20
29 Apr 24	Yogeshwarun, Nikita	Conduct document review into investigation into potential claims (1.60)	1.60
29 Apr 24	Roitman, Marc B.	Call with Katten regarding investigation matters (.90); revise outline for upcoming meeting with Counsel for official committee (.80); emails with Katten regarding same (.30); revise presentation to Counsel for official committee concerning investigation matters (1.80);	6.30

PROFESSIONAL SERVICES

Matter 00021: Investigation

Date	Attorney or Assistant	Description	Hours
29 Apr 24	Miranda, Loredana B.	Review of documents provided by Corner Capital (1.20); summary of documents for Katten team (.60); update diligence tracker regarding new productions (.30); attend to issues regarding meeting with UCC and interviews (.60); review documents for R. Smith regarding same (.40); emails to Katten regarding interview outline for S. Fox (.20); draft presentation for meeting with UCC (1.10); review outline for meeting regarding same (.20); begin to draft final investigation presentation (1.60); revise presentation to UCC with comments by C. Giglio (.50); review diligence provided by the debtors on April 29, 2024 (1.10); draft summary of new diligence for Katten team (.60); emails with Katten regarding presentation to UCC (.40)	8.80
29 Apr 24	Gray, Timothy H.	Complete research regarding privilege issues (1.30); draft Letter responding to UCC letter on privilege (3.10); review R. Smith revisions to response letter (.20); discuss with R. Smith regarding same (.40); implement additional revisions to same (.20); review and revise interview outline for S. Fox (1.80); review documents relevant to same (.40)	7.40
29 Apr 24	Zobeideh, Alexis	Review and analyze documents relating to tender offer and financial documents in connection with independent investigation (2.00)	2.00
29 Apr 24	Pecoraro, Andrew J.	Katten call regarding investigation matters (.90); draft responses to requests from Committee regarding discovery (1.10); confer with discovery vendor regarding same (.40); review and analyze diligence produced by Debtors (2.30); draft summary regarding same (.40); coordinate production of additional documents to Kirkland (.30); draft talking points for meeting with Committee (.50); teleconference with Kirkland and Morrison Foerster regarding discovery issues (.40); prepare for interview with M. Fahey (1.00)	7.30
29 Apr 24	Hepner, Jennifer	Review data room diligence regarding secondary sales (2.40); review diligence regarding financial operations (1.90)	4.30
29 Apr 24	Kweskin, Lucy F.	Katten pre-call for call with Kirkland regarding investigation matters (.30)	0.30
29 Apr 24	Grady, Cade	Conduct document review of emails relating to investigation (4.00)	4.00
30 Apr 24	Smith, Robert T.	Prepare for meeting with UCC (.30); pre-meeting	3.80

PROFESSIONAL SERVICES

Matter 00021: Investigation

Date	Attorney or Assistant	Description	Hours
30 Apr 24	Hodge, Johnjerica	among Katten attorneys (1.00); meeting with counsel for UCC (1.50); meeting among Katten team about investigation (.50); call with T. Gray about claims analysis (.30); call with C. Giglio (.20) Meet with Katten team to discuss case strategy and upcoming interviews (1.00); interview M. Fahey (2.00); meet with Katten team to discuss recent interview (.50); correspond with A. Pecoraro regarding discovery issues (.30); correspond with L. Miranda regarding discovery (.10); review correspondence from the Committee's counsel (.10); review NDA to assess obligations (.30); review documents to prepare for upcoming interview (.20); prepare for M. Fahey interview (.50)	5.00
30 Apr 24	Reisman, Steven J.	Katten pre-call (1.00); meeting with UCC (1.50); correspond with Disinterested Directors regarding meeting with UCC (1.00); Katten call regarding investigation (.50); call with C. Giglio (.50)	4.50
30 Apr 24	Giglio, Cindi M.	Katten pre-call (1.00); call with MoFo (1.50); Katten call regarding investigation (.50); call with S. Reisman (.50); call with R. Smith (.20); correspondence regarding Kaplan Rice (.40); follow up work on investigation (1.50)	5.60
30 Apr 24	Rosella, Michael	Continue to review documents produced in connection with ongoing investigation (7.50); review hot documents flagged in connection therewith (.70); prepare email to Katten regarding same (.30)	8.50
30 Apr 24	Yogeshwarun, Nikita	Continue to review documents produced in connection with ongoing investigation into related parties (3.90); email with L. Miranda regarding hot documents (.10); compile and circulate hot documents for review (.20)	4.20
30 Apr 24	Roitman, Marc B.	Meeting with UCC (1.50); pre-call with Katten in connection with same (1.00); review materials in preparation for meeting (.90); further review of key documents in connection with analysis of potential claims and causes of action (1.70)	5.10
30 Apr 24	Miranda, Loredana B.	Attend Katten pre-call (1.00); attend interview of S. Fox (1.90); attend to issues regarding meeting with UCC (.20); attend Katten call regarding investigation (.50); emails with J. Hepner and C. Grady regarding preparation for interviews and meeting (.40); review email by C. Grady regarding meeting with UCC (.40); review pleadings for precedent case regarding potential claims (1.10); draft summary regarding same for Katten team (.70); review interview memorandum regarding S. Fox (1.20); attend to issues regarding production of diligence from Debtors and UCC, including updating diligence tracker and review of diligence (2.70); calls with M. Waldrep from Kirkland	11.30

PROFESSIONAL SERVICES

Matter 00021: Investigation

Date	Attorney or Assistant	Description	Hours
		regarding document production (.20); call with T. Gray regarding interviews (.20); emails with Katten regarding document review (.20); call with A. Zobeideh regarding investigation memo (.20); email with Katten team regarding investor dataroom (.20); revise email regarding interview request and send to M. Siena (.20)	
30 Apr 24	Gray, Timothy H.	Complete revisions to S. Fox interview outline (.80); review AlixPartners presentations (.60); conduct interview of S. Fox (1.90); call with Katten regarding investigation (.50); conduct additional research regarding standard for duty of care violation (1.80); begin drafting memorandum regarding same (1.10); call with R. Smith regarding analysis of claims (.30); call with L. Miranda regarding witness interviews (.20)	7.20
30 Apr 24	Zobeideh, Alexis	Attend S. Fox interview (1.90); Katten investigation call (.50); review team notes and draft memorandum summarizing interview (1.80); discussion with L. Miranda regarding same (.20); revise memorandum (.50)	4.90
30 Apr 24	Pecoraro, Andrew J.	Pre-call with Katten regarding interviews and meeting with Committee (1.00); participate in interview of M. Fahey (2.00); call with Katten regarding investigation (.50); correspond with Morrison & Foerster regarding productions of documents (.40); legal research regarding potential claims and causes of action (1.50)	5.40
30 Apr 24	Granberry, Meredith K.	Review documents and communications for responsiveness in connection with investigation (.60)	0.60
30 Apr 24	Hepner, Jennifer	Interview of M. Fahey (2.00); review data room diligence consisting of Slack communications between officers (1.50); Katten call regarding investigation (.50); draft memo regarding interview of M. Fahey (3.40)	7.40
30 Apr 24	Kweskin, Lucy F.	Interview of S. Fox regarding investigation (1.90); Katten call regarding Investigation (.50)	2.40
30 Apr 24	Grady, Cade	Continue document review of Thrasio emails regarding investigation into related parties (3.00); Katten pre-call regarding meeting with Morrison & Foerster (1.00); attend and take notes of Katten's meeting with Morrison & Foerster (counsel to official committee of unsecured creditors) (1.50); synthesize notes of Katten's meeting with Morrison & Foerster, and send to the rest of the team (1.50)	7.00
TOTALS:			1,120.20

SUMMARY OF PROFESSIONAL SERVICES

Matter 00021: Investigation

Client: 400441 – Stefan Selig and Anthony Horton as Independent Directors of

Invoice No. 40218710
 Invoice Date: July 30, 2024

	Attorney or Assistant	Hours	Rate	Amount
45354	Evans, Robin	10.50	815.00	\$8,557.50
44904	Giglio, Cindi M.	64.10	1,635.00	\$104,803.50
46369	Gleeson, Jordan P.	19.50	915.00	\$17,842.50
46686	Grady, Cade	82.00	700.00	\$57,400.00
46250	Granberry, Meredith K.	9.20	650.00	\$5,980.00
45751	Gray, Timothy H.	48.80	1,045.00	\$50,996.00
46275	Hepner, Jennifer	67.80	700.00	\$47,460.00
44501	Hodge, Johnjerica	27.90	1,135.00	\$31,666.50
46340	Jordan Ally G	28.90	885.00	\$25,576.50
32375	Konrath, Adriane S.	3.30	485.00	\$1,600.50
46629	Kweskin, Lucy F.	25.00	1,560.00	\$39,000.00
45695	Miranda, Loredana B.	206.30	835.00	\$172,260.50
45982	Pecoraro, Andrew J.	143.70	1,020.00	\$146,574.00
44842	Reisman, Steven J.	83.70	1,920.00	\$160,704.00
45657	Roitman, Marc B.	32.60	1,560.00	\$50,856.00
45177	Rosella, Michael	27.50	1,035.00	\$28,462.50
42497	Smith, Robert T.	102.00	1,220.00	\$124,440.00
45375	Yogeshwarun, Nikita	18.80	855.00	\$16,074.00
45889	Zobeideh, Alexis	118.60	770.00	\$91,322.00
	TOTAL:	1,120.20		\$1,181,576.00

Katten

Direct Billing Inquiries to:
Lisa Henry
lisa.henry@katten.com

50 Rockefeller Plaza
New York, NY 10020-1605

July 30, 2024

Stefan Selig and Anthony Horton as Independent Directors
of Thrasio Holdings Inc.



Invoice No. 40218754
Client No. 400441
Matter No. 00022
FEIN: 36-2796532

Re: Plan / Disclosure Statement / Confirmation (400441.00022)

For legal services rendered through April 30, 2024 \$83,174.50

CURRENT INVOICE TOTAL: \$83,174.50

Disbursements and other charges incurred which have not yet been posted as of the above date will be billed at a later date.

Katten Muchin Rosenman LLP is an Illinois limited liability partnership including professional corporations that has elected to be governed by the Illinois Uniform Partnership Act (1997).

Katten Muchin Rosenman UK LLP is a limited liability partnership of solicitors and Registered Foreign Lawyers registered in England and Wales.

PROFESSIONAL SERVICES

Matter 00022: Plan / Disclosure Statement / Confirmation

Date	Attorney or Assistant	Description	Hours
09 Apr 24	Reisman, Steven J.	Review motion to adjourn disclosure statement hearing (.60)	0.60
09 Apr 24	Miranda, Loredana B.	Review UCC Motion to adjourn disclosure statement hearing (.40); review Reorg article regarding same (.20); draft email to Directors regarding UCC motion to adjourn (.60)	1.20
11 Apr 24	Reisman, Steven J.	Review objections to disclosure statement (.50); review UCC settlement proposal (.30)	0.80
11 Apr 24	Miranda, Loredana B.	Draft insert for Disclosure Statement in connection with investigation (1.70); review chart of disclosure statement objections drafted by J. Hepner (.30)	2.00
11 Apr 24	Kweskin, Lucy F.	Analyze Disclosure Statement objections (.50); analyze UCC settlement offer (.20)	0.70
12 Apr 24	Reisman, Steven J.	Continued work on matters related to disclosure statement objections (.40)	0.40
12 Apr 24	Giglio, Cindi M.	Call with M. Roitman (.20); call with Kirkland regarding Disclosure Statement issues (.70); Katten pre-call for Kirkland call (.30); follow up on Disclosure Statement issues and related work (1.60)	2.80
12 Apr 24	Roitman, Marc B.	Call with Kirkland regarding matters relevant to Disclosure Statement and Plan (.70); Katten pre-call regarding same (.30); call with C. Giglio regarding same (.20)	1.20
12 Apr 24	Miranda, Loredana B.	Review Reorg article on Disclosure Statement objections (.20); draft email to clients regarding Disclosure Statement objections (.40); attend Katten pre-call for call with Kirkland (.30); call with Kirkland and Katten regarding work streams (.70); revise disclosure statement insert regarding investigation (1.50)	3.10
12 Apr 24	Pecoraro, Andrew J.	Pre-call with Katten regarding meeting with Kirkland (.30); teleconference with Kirkland regarding disclosure statement (.70)	1.00
12 Apr 24	Kweskin, Lucy F.	Revise Disclosure Statement insert (1.30); Katten pre-call (.30); call with Kirkland (.70)	2.30
13 Apr 24	Smith, Robert T.	Review and make revisions to disclosure statement (.30)	0.30
13 Apr 24	Giglio, Cindi M.	Comments to Disclosure Statement (.90)	0.90
13 Apr 24	Roitman, Marc B.	Revise insert for Disclosure Statement regarding independent investigation (1.10)	1.10
13 Apr 24	Miranda, Loredana B.	Revise Disclosure Statement with comments by M. Roitman, C. Giglio and R. Smith (various iterations) (1.80)	1.80
14 Apr 24	Reisman, Steven J.	Review insert to disclosure statement (.60)	0.60
14 Apr 24	Roitman, Marc B.	Further revise insert for Disclosure Statement regarding independent investigation (.90)	0.90
14 Apr 24	Miranda, Loredana B.	Review and revise disclosure statement insert on investigation with Katten comments (various	0.80

PROFESSIONAL SERVICES

Matter 00022: Plan / Disclosure Statement / Confirmation

Date	Attorney or Assistant	Description	Hours
15 Apr 24	Smith, Robert T.	iterations) (.80) Review and edit disclosure statement insert (.50); review revised disclosure statement insert (.50); pre-call before call with Kirkland (.30); call with Kirkland about disclosure statement (.70); call with clients (.40)	2.40
15 Apr 24	Reisman, Steven J.	Review edits to disclosure statement and follow up with Katten team regarding revisions to same (1.60); coordinate with L. Miranda regarding edits to disclosure statement (.40)	2.00
15 Apr 24	Giglio, Cindi M.	Edits to Disclosure Statement (1.00); call with Katten team (.50); call with Kirkland team (.70); pre-call with Katten team (.30); further edits to Disclosure Statement (2.20); further attention to Disclosure Statement edits (.50)	5.20
15 Apr 24	Roitman, Marc B.	Call with Kirkland regarding Plan and Disclosure Statement matters relevant to investigation (.70); pre-call with Katten regarding same (.50); follow up call with Katten team regarding same (.50); further follow up call with Katten team regarding same (.40); further revise insert for Disclosure Statement (1.30); review of materials in connection with same (.90); emails with Katten regarding same (.40); follow up call with Kirkland regarding same (.40); pre-call with Katten regarding same (.30)	5.40
15 Apr 24	Miranda, Loredana B.	Attend pre-call (.50); attend call with Kirkland regarding Disclosure Statement (.70); attend Katten post-call (.50); attend Katten pre-call (.30); attend follow-up call with Kirkland (.40); revise disclosure statement insert regarding investigation with comments (various iterations) (1.20); revise disclosure statement insert with comments by S. Reisman (.80); email to Kirkland regarding Disclosure Statement insert on investigation (.20)	4.60
15 Apr 24	Pecoraro, Andrew J.	Pre-call with Katten regarding preparation for call with Kirkland (.50); call with Kirkland regarding Disclosure Statement (.70); post-call with Katten regarding debrief (.50); pre-call with Katten regarding follow-up with Kirkland (.30); additional meeting with Kirkland regarding Disclosure Statement (.40); revise Disclosure Statement regarding investigation (.70)	3.10
15 Apr 24	Kweskin, Lucy F.	Pre-call (.50); call with Kirkland regarding Disclosure Statement (.70); post-call (.50); pre-call (.30); follow-up call with Kirkland (.40); revise Disclosure Statement insert (.60)	3.00
16 Apr 24	Siena, Marie A.	Prepare binder index for Disclosure Statement hearing preparation (.60); assemble binder (.70); email L. Miranda regarding same (.20)	1.50
16 Apr 24	Reisman, Steven J.	Follow-up with Katten regarding plan and disclosure statement (.60)	0.60

Client: 400441 – Stefan Selig and Anthony Horton as Independent Directors of

Invoice No. 40218754
 Invoice Date: July 30, 2024

PROFESSIONAL SERVICES

Matter 00022: Plan / Disclosure Statement / Confirmation

Date	Attorney or Assistant	Description	Hours
16 Apr 24	Roitman, Marc B.	Review Plan in connection with matters of relevance to independent investigation (1.10)	1.10
16 Apr 24	Miranda, Loredana B.	Review Reorg article regarding Disclosure Statement (.30); draft email regarding Disclosure Statement and UCC witness list to directors (1.10)	1.40
17 Apr 24	Smith, Robert T.	Katten call regarding Disclosure Statement (.60); call with Kirkland (.60); follow-up call with Kirkland (.50); additional call with Kirkland (.50); review UCC additions to Disclosure Statement (.40)	2.60
17 Apr 24	Reisman, Steven J.	Review UCC additions to disclosure statement (.40); emails with Katten regarding same (.20)	0.60
17 Apr 24	Roitman, Marc B.	Call with Kirkland regarding Disclosure Statement matters (.50)	0.50
17 Apr 24	Miranda, Loredana B.	Attend Katten Call regarding Disclosure Statement (.60); attend call with Kirkland (.60); attend follow-up call with Kirkland (.50); attend additional call with Kirkland (.50)	2.20
17 Apr 24	Pecoraro, Andrew J.	Call with Katten regarding Disclosure Statement (.60); call with Kirkland regarding same (.60)	1.20
17 Apr 24	Kweskin, Lucy F.	Analyze MoFo proposed Disclosure Statement inserts (.30); Katten call regarding Disclosure Statement (.60); call with Kirkland (.60); follow-up call with Kirkland (.50); additional call with Kirkland (.50)	2.50
18 Apr 24	Roitman, Marc B.	Review Committee's supplemental objection to Disclosure Statement (.50); revise draft email to Disinterested Directors regarding same (.40); emails with Katten regarding same (.20)	1.10
TOTALS:			63.50

SUMMARY OF PROFESSIONAL SERVICES

Matter 00022: Plan / Disclosure Statement / Confirmation

	Attorney or Assistant	Hours	Rate	Amount
44904	Giglio, Cindi M.	8.90	1,635.00	\$14,551.50
46629	Kweskin, Lucy F.	8.50	1,560.00	\$13,260.00
45695	Miranda, Loredana B.	17.10	835.00	\$14,278.50
45982	Pecoraro, Andrew J.	5.30	1,020.00	\$5,406.00
44842	Reisman, Steven J.	5.60	1,920.00	\$10,752.00
45657	Roitman, Marc B.	11.30	1,560.00	\$17,628.00
41782	Siena, Marie A.	1.50	555.00	\$832.50
42497	Smith, Robert T.	5.30	1,220.00	\$6,466.00
TOTAL:		63.50		\$83,174.50

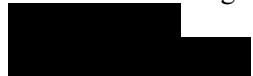
Katten

Direct Billing Inquiries to:
Lisa Henry
lisa.henry@katten.com

50 Rockefeller Plaza
New York, NY 10020-1605

July 30, 2024

Stefan Selig and Anthony Horton as Independent Directors
of Thrasio Holdings Inc.



Invoice No. 40218712
Client No. 400441
Matter No. 00032
FEIN: 36-2796532

Re: Expenses (400441.00032)

Disbursements and other charges..... \$7,581.29

CURRENT INVOICE TOTAL: \$7,581.29

Disbursements and other charges incurred which have not yet been posted as of the above date will be billed at a later date.

Katten Muchin Rosenman LLP is an Illinois limited liability partnership including professional corporations that has elected to be governed by the Illinois Uniform Partnership Act (1997).

Katten Muchin Rosenman UK LLP is a limited liability partnership of solicitors and Registered Foreign Lawyers registered in England and Wales.

Client: 400441 – Stefan Selig and Anthony Horton as Independent Directors of

Invoice No. 40218712
 Invoice Date: July 30, 2024

DISBURSEMENTS
 Matter 00032: Expenses

Date	Description	Amount
01 Apr 24	Vendor: CS Disco, Inc.; Invoice#: 442551; Date: 4/1/2024 - Ediscovery March - April 2024	1,279.38
17 Apr 24	Vendor: Smith, Robert T. Invoice#: 6735576414160424 Date: 6/14/2024 - ExpRpt: RTS re: Bankruptcy Hearing [4-18-24] - Attend hearing on disclosure statement in bankruptcy matter re: Thrasio Holdings, Inc. on Thurs., April 18, 2024. Amtrak train round-trip tickets to Trenton, NJ. Date Incurred: 04/17/24 010067355764	236.00
26 Apr 24	Vendor: Giglio, Cindi Invoice#: 6665377415160805 Date: 5/15/2024 - Expenses on 05/10/2024 03:09 PM - Work on client matters while traveling. In-flight WiFi Date Incurred: 04/26/24 010066653774	25.00
30 Apr 24	Westlaw Legal Research: GRAY,TIMOTHY on 4/18/2024	192.53
30 Apr 24	Westlaw Legal Research: GRAY,TIMOTHY on 4/19/2024	494.92
30 Apr 24	Westlaw Legal Research: GRAY,TIMOTHY on 4/22/2024	96.26
30 Apr 24	Westlaw Legal Research: GRAY,TIMOTHY on 4/23/2024	48.13
30 Apr 24	Westlaw Legal Research: GRAY,TIMOTHY on 4/24/2024	337.62
30 Apr 24	Westlaw Legal Research: GRAY,TIMOTHY on 4/25/2024	309.37
30 Apr 24	Westlaw Legal Research: GRAY,TIMOTHY on 4/26/2024	48.13
30 Apr 24	Westlaw Legal Research: GRAY,TIMOTHY on 4/28/2024	144.40
30 Apr 24	Westlaw Legal Research: GRAY,TIMOTHY on 4/29/2024	453.59
30 Apr 24	Westlaw Legal Research: GRAY,TIMOTHY on 4/30/2024	803.95
30 Apr 24	Westlaw Legal Research: PECORARO,ANDREW on 4/4/2024	48.13
30 Apr 24	Westlaw Legal Research: PECORARO,ANDREW on 4/11/2024	96.26
30 Apr 24	Westlaw Legal Research: PECORARO,ANDREW on 4/13/2024	466.50
30 Apr 24	Westlaw Legal Research: PECORARO,ANDREW on 4/23/2024	1,136.16
30 Apr 24	Westlaw Legal Research: PECORARO,ANDREW on 4/24/2024	1,125.35
30 Apr 24	Westlaw Legal Research: PECORARO,ANDREW on 4/28/2024	239.61
TOTAL:		\$7,581.29

SUMMARY OF DISBURSEMENTS
 Matter 00032: Expenses

Out of Town Travel	\$261.00
Court Reporter Fees	\$1,279.38
Legal Research	\$6,040.91
TOTAL:	\$7,581.29