

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY

**ATTORNEY FEE APPLICATION COVER SHEET**  
**FOR THE PERIOD FEBRUARY 28, 2024 THROUGH JUNE 13, 2024**

In re Thrasio Holdings, Inc., et al.

Applicant: Katten Muchin Rosenman LLP

Case No. 24-11840 (CMG)

Client: Anthony R. Horton and Stefan M. 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  
Steven J. Reisman

August 2, 2024  
Date



<p><b>SECTION I</b> <b>FEE SUMMARY</b></p>
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First and Final Fee Application Covering the period February 28, 2024 through June 13, 2024:

Fee Totals		\$ 4,184,208
Disbursements Totals		\$ 115,720.94
Total Fee Application		\$ 4,299,928.94 <sup>1</sup>
Fee Estimate June 14, 2024 (Confirmation Date) through June 18, 2024 (Effective Date)		\$12,000
	<b><u>FEES</u></b>	<b><u>EXPENSES</u></b>
Total Previous Fees Requested:	\$ 4,184,208	\$ 115,720.94
Total Fees Allowed to Date:	0.00	0.00
Total Retainer Remaining:	0.00	N/A
Total Holdback (If Applicable):	N/A	N/A
Total Received by Applicant:	0.00	0.00

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<sup>1</sup> Katten has written off timekeepers billing under 3 hours during the Fee Period in the amount of \$7,072.50 and local transportation and business meals during the Fee Period in the amount of \$2,784.54, for a total write off of \$9,857.04

**SECTION II  
CASE HISTORY**

- (1) Date case 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: See narrative portion of fee application.
- (5) Anticipated distribution to creditors:
  - (a) Administration expense: Paid in full.
  - (b) Secured creditors: Paid in accordance with the *First Amended Joint Plan of Reorganization of Thrasio Holdings, Inc. and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code (Further Technical 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 (if applicable): In accordance with Plan.
- (7) This is the first and final fee application.

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**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY**

In re:  
  
THRASIO HOLDINGS, INC., *et al.*,  
  
Reorganized Debtors.<sup>1</sup>

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

**FIRST AND FINAL FEE APPLICATION OF KATTEN MUCHIN ROSENMAN LLP AS  
COUNSEL TO THRASIO HOLDINGS, INC. ON BEHALF OF AND AT THE SOLE  
DIRECTION OF THE DISINTERESTED DIRECTORS FOR THE FEE PERIOD FROM  
FEBRUARY 28, 2024 THROUGH AND INCLUDING JUNE 13, 2024**

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<sup>1</sup> 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.

Katten Muchin Rosenman LLP (“Katten”), counsel to Thrasio Holdings, Inc. (“Thrasio” or the “Company”), on behalf of and at the sole direction of Anthony R. Horton and Stefan M. Selig (each, a “Disinterested Director” and together, the “Disinterested Directors”), in their capacity as Disinterested Directors of Thrasio’s board of directors (the “Board”), submits its first and final fee application (the “Fee Application”) for allowance of compensation for professional services provided in the amount of \$4,184,208<sup>2</sup> and reimbursement of actual and necessary expenses in the amount of \$115,720.94<sup>3</sup> that Katten incurred for the period from February 28, 2024 through June 13, 2024 (the “Fee Period”). In support of this Fee Application, Katten submits the declaration of Steven J. Reisman, a partner at Katten (the “Reisman Declaration”), which is attached hereto as **Exhibit A** and incorporated by reference. In further support of this Fee Application, Katten respectfully states as follows.

### **Jurisdiction and Venue**

1. The United States Bankruptcy Court for the District of New Jersey (the “Court”) has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the Standing Order of Reference to the Bankruptcy Court Under Title 11, entered July 23, 1984, and amended on September 18, 2012 (Simandle, C.J.). The Debtors confirm their consent to the Court entering a final order in connection with this Fee Application to the extent that it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution.

2. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

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<sup>2</sup> Katten has voluntarily written off timekeepers billing under 3 hours during the Fee Period in the total amount of \$7,072.50 as a courtesy to the Debtors’ Estates.

<sup>3</sup> Katten has voluntarily written off local transportation and business meals during the Fee Period in the total amount of \$2,784.54.

3. The bases for the relief requested herein are sections 330 and 331 of title 11 of the United States Code (the “Bankruptcy Code”), rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), rules 2016-1 and 2016-3 of the Local Bankruptcy Rules for the District of New Jersey (the “Local Bankruptcy Rules”), and the Administrative Fee Order Establishing Procedures for the Allowance and Payment of Interim Compensation and Reimbursement of Expenses of Professionals Retained by Order of This Court, dated April 4, 2024 [Docket No. 290] (the “Administrative Fee Order”).

### **Background**

4. On February 28, 2024 (the “Petition Date”), each Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code (collectively, the “Chapter 11 Cases”). A detailed description of the Debtors, their businesses, and the facts and circumstances supporting the Chapter 11 Cases are set forth in greater detail in the *Declaration of Josh Burke, Chief Financial Officer of Thrasio Holdings, Inc., in Support of First Day Motions* [Docket No. 38], which is incorporated herein by reference.

5. The Debtors are operating their businesses and managing their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. On March 1, 2024, the Court entered an order [Docket No. 64] authorizing the joint administration and procedural consolidation of these Chapter 11 Cases pursuant to Bankruptcy Rule 1015(b). No request for the appointment of a trustee or examiner has been made in these Chapter 11 Cases.

6. On March 12, 2024, the United States Trustee for the District of New Jersey (the “U.S. Trustee”) appointed an official committee of unsecured creditors (the “Committee”).

7. On April 4, 2024, the Court entered the Administrative Fee Order, which sets forth the procedures for interim compensation and reimbursement of expenses for all professionals in these cases.

8. On June 13, 2024, the Court entered the *Findings of Fact, Conclusions of Law, and Order Confirming the First Amended Joint Plan of Reorganization of Thrasio Holdings, Inc. and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* (the “Confirmation Order,” and such hearing, the “Confirmation Hearing”) [Docket No. 1124], pursuant to which the Court approved and confirmed the Plan.

9. On June 18, 2024, the Plan Effective Date occurred [Docket No. 1143].

**Information Required by the U.S. Trustee Guidelines<sup>4</sup>**

- The Scope of the Application

**Consistent with the U.S. Trustee Guidelines, Katten discloses the following concerning the scope of the Application:**

<b>Name of Applicant</b>	Katten Muchin Rosenman LLP
<b>Name of Client</b>	Thrasio Holdings, Inc. on behalf and at the sole direction of the Disinterested Directors
<b>Petition Date</b>	February 28, 2024
<b>Retention Date</b>	Order signed May 13, 2024, <i>nunc pro tunc</i> to February 28, 2024. See Retention Order at Docket No. 745, a copy of which is attached hereto as <b><u>Exhibit B</u></b> .
<b>Time Period Covered by Application</b>	February 28, 2024 to June 13, 2024
<b>Terms and Conditions of Employment</b>	Hourly compensation
<b>Interim / Final</b>	First and final application under 11 U.S.C. § 331.

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<sup>4</sup> As used herein, the term “U.S. Trustee Guidelines” refers to 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*.

<b>Date and Terms of Administrative Fee Order</b>	On April 4, 2024 this Court entered the Administrative Fee Order. Pursuant to the Administrative Fee Order, Professionals, as defined therein, must file monthly fee statements with the Court. If there are no objections to a monthly fee statement, Professionals are entitled to payment of eighty (80) percent of the fees and one hundred (100) percent of the expenses requested in their monthly fee statement. The Administrative Fee Order further provides that Professionals must file interim fee application(s) for allowance of compensation and reimbursement of expenses of the amount sought in their monthly fee statements, including the twenty (20) percent holdback pursuant to section 331 of the Bankruptcy Code at four-month intervals or such other intervals directed by the Court.
<b>11 U.S.C. § 330</b>	Katten seeks compensation under 11 U.S.C. § 330.
<b>Total Compensation (Fees) Sought this Period</b>	\$4,184,208
<b>Total Expenses Sought this Period</b>	\$115,720.94
<b>Total Compensation Approved by Interim Order to Date</b>	\$0
<b>Total Expenses Approved by Interim Order to Date</b>	\$0
<b>Blended Rate in This Application for All Attorneys</b>	\$1,151.89
<b>Blended Rate in This Application for All Timekeepers</b>	\$1,140.08
<b>Compensation Sought in This Application Already Paid Pursuant to a Monthly Compensation Order But Not Yet Allowed</b>	\$0
<b>Expenses Sought in This Application Already Paid Pursuant to a Monthly Compensation Order But Not Yet Allowed</b>	\$0
<b>If Applicable, Number of Professionals in This Application Not Included in Staffing Plan Approved by Client</b>	17 <sup>5</sup>
<b>If Applicable, Difference Between Fees Budgeted and Compensation Sought for This Period</b>	Katten budgeted \$5,000,000 in fees during the Fee Period and incurred \$4,184,208 in fees during the Fee Period.
<b>Number of Professionals Billing Fewer Than 15 Hours to the Case During This Period</b>	1
<b>Are Any Rates Higher Than Those Approved or Disclosed at Retention? If Yes, Calculate and</b>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No

<sup>5</sup> The discrepancy between the number of professionals included in the staffing plan approved by the client and the professionals included in this fee application is due to a larger than anticipated document review project.



<b>Disclose the Total Compensation Sought in This Application Using the Rates Originally Disclosed in the Retention Application</b>	N/A
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**Preliminary Statement**

10. During the Fee Period, Katten diligently and efficiently represented the Disinterested Directors with respect to a variety of complex matters in these Chapter 11 Cases, including, without limitation:

- a. held regular meetings with the Disinterested Directors in connection with the Disinterested Directors’ independent investigation (the “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;
- b. submitted formal and informal diligence requests to the Debtors in connection with the Independent Investigation;
- c. reviewed and analyzed documents, emails, attachments, instant messages and other information produced by the Debtors and certain Related Parties in connection with the Independent Investigation;
- d. prepared for and conducted interviews with fact witnesses in connection with the Independent Investigation;
- e. prepared materials for the Disinterested Directors with respect to the Independent Investigation and developments in these Chapter 11 Cases;
- f. prepared a 236-page privileged legal presentation for the Disinterested Directors providing analysis of potential estate causes of action in connection with the Independent Investigation;
- g. prepared and filed a summary report of the Disinterested Directors’ principal findings and summary conclusions regarding the results of the Independent Investigation [Docket No. 805] (the “Independent Investigation Summary Report”);
- h. reviewed and analyzed filings in the Chapter 11 Cases with particular attention to matters relevant to the Independent Investigation and Disinterested Directors;

- i. reviewed and analyzed multiple iterations of the Plan<sup>6</sup> and Disclosure Statement, as well as objections filed thereto, with particular attention to matters relevant to the Disinterested Directors and the Independent Investigation;
- j. worked closely with the Debtors' restructuring counsel, Kirkland & Ellis LLP ("Kirkland"), regarding issues relating to the Plan negotiation process with creditor constituencies and other matters related to confirmation of the Plan;
- k. participated in settlement meetings with Morrison & Foerster LLP ("MoFo"), counsel to the Committee, Gibson, Dunn & Crutcher LLP ("Gibson"), counsel to the Ad Hoc Group, and Kirkland;
- l. monitored the Debtors' implementation of the restructuring support agreement and advised the Disinterested Directors on proposed releases under the Plan;
- m. analyzed, gathered, and produced diligence in connection with the subpoenas for production of documents propounded on the Disinterested Directors by the Committee (the "Subpoenas") and prepared Mr. Horton for a potential deposition by the Committee;
- n. held in-person and virtual meetings with MoFo regarding the Independent Investigation and the Subpoenas;
- o. performed legal research regarding various matters relevant to the Independent Investigation;
- p. prepared numerous presentations and related materials for the Disinterested Directors throughout the engagement, including with respect to the Disinterested Directors' consideration of the Independent Investigation and various other matters within their delegated authority;
- q. prepared for and attended hearings in the Chapter 11 Cases on March 1, April 3, April 10, April 18, May 7, May 15, May 29, and June 10, 2024;
- r. prepared the *Declaration of Anthony R. Horton in Support of Confirmation of the Joint Plan of Reorganization of Thrasio Holdings, Inc. and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 1070] (the "Horton Declaration"), and prepared Mr. Horton for potential in-court testimony in advance of the Confirmation Hearing on June 10, 2024;

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<sup>6</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Plan.

- s. conducted meetings on a regular basis with the Debtors' advisors regarding developments in the Chapter 11 Cases and apprised the Disinterested Directors with respect to same;
- t. prepared the Retention Application, as well as monthly fee statements for Katten; and
- u. attended to calls, correspondence, and other matters in respect of all of the foregoing.

11. With respect to each of these matters and issues, the professional services Katten performed were reasonable, necessary, and appropriate. In light of the complexity of the issues involved in these Chapter 11 Cases, Katten maintained a leanly staffed team comprised of highly qualified attorneys that completed the tasks with which they were charged in an efficient and effective manner. Accordingly, Katten requests that the Court grant the relief requested herein.

#### **Case Status Summary**

12. During the Fee Period, Katten represented the Disinterested Directors professionally and diligently, advising them on a variety of complex matters and issues, including the Independent Investigation, the results of which were essential to the Debtors' ability to proceed with Plan confirmation. Katten also worked closely with the Debtors' advisors in connection with the Plan and the Confirmation Hearing, at which the Debtors obtained Bankruptcy Court approval for a Plan that maximized value for all creditors.

13. Given the Debtors' accomplishments during the Fee Period and the complexities of these Chapter 11 Cases, Katten submits that the compensation and expense reimbursement sought herein for the necessary and beneficial professional services Katten provided on behalf of and at the sole direction of the Disinterested Directors during the Fee Period is reasonable and appropriate, commensurate with the scale, nature, and complexity of these Chapter 11 Cases, and should be approved.

**The Debtors' Retention of Katten**

14. On September 19, 2023, the Board unanimously adopted a written consent appointing Anthony R. Horton and Stefan M. Selig as Disinterested Directors of the Board and delegating specific authorities to the Disinterested Directors (the “Delegating Resolutions”).

15. Pursuant to the Engagement Letter, effective as of December 12, 2023 (the “Engagement Letter”), Messrs. Horton and Selig, in their capacity as Disinterested Directors, engaged Katten to provide advice and legal services to carry out their delegated authority pursuant to the Delegating Resolutions in accordance with their fiduciary duties.

16. On May 13, 2024 the Court entered the *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* [Docket No. 745] (the “Retention Order”), attached hereto as **Exhibit B** and incorporated by reference. The Retention Order authorizes the Debtors to compensate and reimburse Katten in accordance with the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and the Administrative Fee Order. *See* Retention Order ¶ 6. The Retention Order also authorizes the Debtors to compensate Katten at Katten’s hourly rates charged for services of this type and to reimburse Katten for Katten’s actual and necessary out-of-pocket expenses incurred, subject to application to this Court. *See* Retention Order ¶ 3. The particular terms of Katten’s engagement are detailed in the Engagement Letter, attached hereto as **Exhibit 1** to the Retention Order which is attached hereto as **Exhibit B**.

17. The Retention Order authorizes Katten to provide the independent services as described in the Retention Application and the Engagement Letter.

**Affirmative Statement of No Adverse Interest**

18. To the best of the Debtors' and the Disinterested Directors' knowledge and as disclosed in the *Declaration of Steven J. Reisman in Support of Debtors' Application for Entry of an 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* [Docket No. 276, Exhibit B], and the *First Supplemental Declaration of Steven J. Reisman in Support of Debtors' Application for Entry of an 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* [Docket No. 737] (together, the "Katten Declarations"), (a) Katten does not hold or represent an interest adverse to the Debtors or their estates with respect to the matters on which Katten was retained, and (b) Katten has no connection to the Debtors, their creditors, or other parties in interest, except as disclosed in the Katten Declarations.

19. In the Katten Declarations, Katten disclosed its connections to parties in interest that it was able to ascertain using its reasonable efforts.

20. Katten performed the professional services for which it is seeking compensation on behalf of and at the sole direction of the Disinterested Directors, and not on behalf of any official committee, creditor, or other entity.

21. Except to the extent of the advance payments paid to Katten that Katten previously disclosed to this Court in the Katten Declarations, Katten received no payment and no promises for payment from any source other than the Debtors for services provided or to be provided in any capacity whatsoever in connection with these Chapter 11 Cases.

22. Pursuant to Bankruptcy Rule 2016(b), Katten has not shared, nor has Katten agreed to share (a) any compensation it has received or may receive with another party or person other

than with the partners, counsel, and associates of Katten or (b) any compensation another person or party has received or may receive.

**Summary of Compliance with the Administrative Fee Order**

23. This Fee Application has been prepared in accordance with the Administrative Fee Order.

24. Katten seeks final allowance and approval of compensation for professional services rendered to Thrasio on behalf of and at the sole direction of the Disinterested Directors during the Fee Period in the aggregate amount of \$4,184,208.00<sup>7</sup> and reimbursement of actual expenses incurred in connection with such services in the aggregate amount of \$115,720.94<sup>8</sup>, for a total allowance of \$4,299,928.94 for fees and expenses incurred. During the Fee Period, Katten attorneys and paraprofessionals expended a total of 3,670.10 hours for which compensation is requested. In accordance with the Administrative Fee Order, as of the date hereof, Katten has received payments totaling \$0.00 for the Fee Period. Accordingly, by this Fee Application, and to the extent such amounts have not been paid by the time of the hearing on this Fee Application, Katten seeks payment of the remaining \$4,299,928.94<sup>9</sup>, which amount represents the entire amount of unpaid fees and expenses incurred between February 28, 2024 through and including June 13, 2024.

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<sup>7</sup> Katten has voluntarily written off timekeepers billing under 3 hours during the Fee Period in the total amount of \$7,072.50 as a courtesy to the Debtors' estates.

<sup>8</sup> Katten has voluntarily written off local transportation and business meals during the Fee Period in the total amount of \$2,784.54.

<sup>9</sup> This amount reflects 100 percent of fees and expenses for the Fee Period.

**Fees and Expenses Incurred During Fee Period**

**A. Customary Billing Disclosures.**

25. Katten's hourly rates are set at a level designed to compensate Katten fairly for the work of its attorneys and paraprofessionals and to cover fixed and routine expenses. The hourly rates and corresponding rate structure utilized by Katten in these Chapter 11 Cases are equivalent to the hourly rates and corresponding rate structure used by Katten for other restructuring matters, as well as similar complex corporate, securities, and litigation matters whether in court or otherwise, regardless of whether a fee application is required. The rates and rate structure reflect that such restructuring and other complex matters typically are national in scope and typically involve great complexity, high stakes, and severe time pressures. For the convenience of the Court and all parties in interest, attached hereto as **Exhibit C** is Katten's budget and staffing plan for the Fee Period and attached hereto as **Exhibit D** is a summary of blended hourly rates for timekeepers who billed to non-bankruptcy matters and blended hourly rates for timekeepers who billed to the Debtors during the Fee Period.

**B. Fees Incurred During Fee Period.**

26. In the ordinary course of Katten's practice, Katten maintains computerized records of the time expended to render the professional services required by Thrasio and its estate, on behalf of and at the sole direction of the Disinterested Directors. For the convenience of the Court and all parties in interest, attached hereto as **Exhibit E** is a summary of fees incurred and hours expended during the Fee Period, setting forth the following information:

- the name of each attorney and paraprofessional for whose work on these Chapter 11 Cases compensation is sought;
- each attorney's year of bar admission and area of practice concentration;
- the aggregate time expended and fees billed by each attorney and each paraprofessional during the Fee Period;

- the hourly billing rate for each attorney and each paraprofessional at Katten’s current billing rates;
- the number of rate increases since the inception of the case; and
- a calculation of total compensation requested using the rates disclosed in the Retention Application.

**C. Expenses Incurred During Fee Period.**

27. In the ordinary course of Katten’s practice, Katten maintains a record of expenses incurred in the rendition of the professional services required by Thrasio and its estate, on behalf of and at the sole direction of the Disinterested Directors, for which reimbursement is sought. Katten currently charges its clients \$0.10 per page for standard black and white duplication and \$0.25 per page for color duplication. Computer-assisted legal research is used whenever the researcher determines that it is more cost effective than using other (non-computer assisted legal research) techniques. Katten does not charge its clients for incoming facsimile transmissions.

28. For the convenience of the Court and all parties in interest, attached hereto as **Exhibit F** is a summary for the Fee Period, setting forth the total amount of reimbursement sought with respect to each category of expenses for which Katten is seeking reimbursement.

**Summary of Legal Services Rendered During the Fee Period**

29. As discussed above, during the Fee Period, Katten provided extensive and important professional services on behalf of and at the sole direction of the Disinterested Directors in connection with these Chapter 11 Cases. These services were often performed under time constraints and were necessary to address a multitude of critical issues in support of the Disinterested Directors’ delegated authority.

30. To provide a meaningful summary of Katten’s services provided on behalf of and at the sole direction of the Disinterested Directors, Katten has established, in accordance with its internal billing procedures, certain subject matter categories (each, a “Matter Category”) in



connection with these Chapter 11 Cases. The following is a summary of the fees and hours billed for each Matter Category in the Fee Period:<sup>10</sup>

Matter Number	Matter Category Description	Hours		Total Compensation	
		Budgeted	Billed	Budgeted	Billed
2	Retention and Fee Applications	150.00	131.10	\$ 175,000.00	\$ 122,833.00
3	Chapter 11 Filing & First Day Matters	10.00	0.80	10,000.00	1,278.00
10	Business Operations and Governance	150.00	104.10	200,000.00	127,044.50
11	Case Administration	25.00	18.30	15,000.00	10,897.50
19	Hearings	300.00	249.50	400,000.00	344,439.00
21	Investigation	4,000.00	3,021.30	4,000,000.00	3,381,298.00
22	Plan/Disclosure Statement/ Confirmation	200.00	145.00	200,000.00	196,418.00
<b>TOTALS<sup>11</sup></b>		<b>4,835.00</b>	<b>3,670.10</b>	<b>\$ 5,000,000.00</b>	<b>\$ 4,184,208.00</b>

31. The following is a summary, by Matter Category, of the most significant professional services provided by Katten during the Fee Period. This summary is organized in accordance with Katten’s internal system of matter numbers. The detailed descriptions demonstrate that Katten was heavily involved in performing services on behalf of and at the sole direction of the Disinterested Directors on a daily basis, often including night and weekend work, to meet the needs of the Disinterested Directors in these Chapter 11 Cases. A schedule setting forth a description of the Matter Categories utilized in this case, the number of hours expended by Katten partners, associates, and paraprofessionals by matter, and the aggregate fees associated with each matter is attached hereto as **Exhibit G**.

32. In addition, Katten’s computerized records of time expended providing professional services and expenses incurred during the Fee Period on behalf of and at the sole direction of the Disinterested Directors are attached hereto as **Exhibit H**.

<sup>10</sup> In certain instances, Katten may have billed the same amount of fees, but different number of hours to different Matter Categories. This difference is the result of different staffing of each such Matter Category.

<sup>11</sup> Katten has written off timekeepers billing less than three (3) hours during the Fee Period in the amount of \$7,072.50 and local transportation and business meals during the Fee Period in the total amount of \$2,784.54 for a total write-off of \$9,857.04 as a courtesy to the Debtors’ estates.

(a) **Retention and Fee Applications [Matter No. 2]**

Total Fees: \$122,833.00  
Total Hours: 131.10

33. This Matter Category includes time spent by Katten attorneys and paraprofessionals during the Fee Period with respect to preparing the Retention Application and Katten's monthly fee statements in accordance with the Administrative Fee Order. This preparation entailed, among other things, close review of time records during each month of the Fee Period to limit disclosure of privileged and confidential information. Katten attorneys also spent time reviewing the potential parties in interest list received from the Debtors and necessary information compiled from Katten professionals for purposes of preparing necessary disclosures in the Katten Declarations in connection with Katten's retention.

(b) **Chapter 11 Filing & First Day Matters [Matter No. 3]**

Total Fees: \$1,278.00  
Total Hours: 0.80

34. This Matter Category includes time spent by Katten attorneys and paraprofessionals during the Fee Period with respect to analyzing and advising the Disinterested Directors on certain first day pleadings filed by the Debtors, including the Plan and Disclosure Statement, with particular attention to matters of relevance to the Independent Investigation and the Disinterested Directors. This Matter Category also includes time preparing for the first day hearing on March 1, 2024.

(c) **Business Operations and Governance [Matter No. 10]**

Total Fees: \$127,044.50  
Total Hours: 104.10

35. This Matter Category includes time spent by Katten attorneys during the Fee Period advising the Disinterested Directors with respect to corporate governance matters as well as the

business affairs of the Debtors and the Chapter 11 Cases generally. Katten spent time preparing for and attending regular meetings and calls with the Debtors' legal and financial advisors and preparing summaries of the same for the Disinterested Directors. Katten also conducted regular meetings, generally on a weekly basis or as required by the circumstances of the chapter 11 cases, with the Disinterested Directors, and prepared minutes documenting all such meetings. In connection with these meetings, Katten prepared detailed agendas and materials setting forth updates in connection with the Chapter 11 Cases and the Independent Investigation.

**(d) Case Administration [Matter No. 11]**

Total Fees: \$10,897.50  
Total Hours: 18.30

36. This matter Category includes time spent by Katten attorneys and paraprofessionals during the Fee Period on various administrative and logistical tasks in connection with these Chapter 11 Cases, such as creating and updating case calendars.

**(e) Hearings [Matter No. 19]**

Total Fees: \$344,439.00  
Total Hours: 249.50

37. This Matter Category includes time spent by Katten attorneys preparing for and attending Court hearings during the Fee Period on behalf of the Disinterested Directors, attending to matters arising out of such hearings, and discussing related key issues with the Disinterested Directors. Specifically, Katten prepared for and attended hearings in the Chapter 11 Cases held on March 1, April 3, April 10, April 18, May 7, May 15, May 29, and June 10, 2024.

(f) **Investigation [Matter No. 21]**

Total Fees: \$3,381,298.00

Total Hours: 3,021.30

38. This Matter Category includes time spent by Katten attorneys and paraprofessionals during the Fee Period conducting the Independent Investigation on behalf of the Disinterested Directors. Specifically, in furtherance of the Independent Investigation, Katten attorneys spent time: (a) collecting and reviewing documents responsive to Katten's document and information requests to the Debtors and certain Related Parties; (b) preparing for and conducting interviews of fact witnesses; (c) attending regular meetings with the Debtors' restructuring counsel, Kirkland, regarding matters in the Chapter 11 Cases affecting the Independent Investigation; (d) analyzing prepetition transaction documents; (e) communicating with the Debtors' advisors regarding diligence requests and information for the Independent Investigation; (f) conferring regularly with the Disinterested Directors to obtain their views and input and to provide them with regular updates on the Independent Investigation; and (g) communicating with the Committee on issues relevant to the Independent Investigation, the Chapter 11 Cases, and the Subpoenas for discovery propounded on the Disinterested Directors by the Committee.

39. In the course of conducting the Independent Investigation, the Disinterested Directors, working with Katten, issued document and information requests to the Company seeking, among other things, copies of board materials and minutes, corporate governance documents, transaction documents, financial and accounting information, equity purchase agreements, indemnity agreements, intercompany transaction information, and internal correspondence. In the aggregate, the Disinterested Directors, working with Katten, submitted 79 separate categories of document and information requests related to the Independent Investigation. Katten received and reviewed approximately 1,100 corporate documents related to the

Independent Investigation in response to these requests. Katten also received and reviewed approximately 3,596 documents in the virtual data room established by the Company and/or insiders for investors in connection with the Company's equity offerings and/or secondary sales in 2020 and 2021.

40. Further, Katten, at the direction of the Disinterested Directors, requested and received access to approximately 2.3 million emails and other electronic documents, including Slack messages (instant messages). In an effort to be efficient and cost-effective, Katten applied targeted search terms to the electronic documents as they were received. The search terms were derived from Katten's legal analysis and identified documents relevant to the Independent Investigation, while reducing to a manageable number the documents to be individually reviewed by Katten attorneys. Katten expanded and refined the search terms periodically as the Independent Investigation progressed. As a result of this process, Katten identified and individually reviewed over 102,344 emails, attachments, and Slack messages that hit on the targeted search terms. In addition to the foregoing, Katten received and reviewed a subset of approximately 62,445 additional documents from the Debtors and approximately 14,881 documents from third parties produced in response to subpoenas from the Committee.

41. In addition, Katten conducted interviews or informal meetings with 15 witnesses, including current and former members of the Company's management team and representatives of other parties. In addition to the interviews, Katten also attended depositions of certain witnesses conducted pursuant to subpoenas from the Committee.

42. Moreover, Katten prepared detailed analyses and advised the Disinterested Directors regarding potential estate claims subject to the Independent Investigation and conducted legal research regarding each potential claim at issue. Katten also analyzed, gathered, and

produced diligence in connection with the Subpoenas and prepared Mr. Horton for a potential deposition by the Committee. Katten, on behalf of the Disinterested Directors, held numerous in-person or virtual meetings with advisors to interested parties throughout the course of the Independent Investigation, including with MoFo and Province LLC, advisors to the Committee, Gibson, counsel to the Ad Hoc Group, and Kirkland, counsel to the Debtors.

43. Katten prepared a detailed 236-page privileged legal presentation providing analysis of potential estate causes of action and provided such presentation to the Disinterested Directors prior to the Confirmation Hearing. Thereafter, Katten, at the direction of the Disinterested Directors, prepared the Independent Investigation Summary Report.

44. Katten also advised the Disinterested Directors regarding the proposed releases under the Plan. As described in more detail in the Independent Investigation Summary Report, the Disinterested Directors identified certain potentially viable estate causes of action that should be retained by the Debtors pursuant to the Plan. Based on the recommendation of the Disinterested Directors and the Committee Settlement, such claims and causes of action were preserved and certain specified persons were not released under the Plan. Ultimately, based on the results of the Independent Investigation, the Disinterested Directors approved the releases provided for in the Plan, as modified based on the Independent Investigation and the Committee Settlement.

**(g) Plan / Disclosure Statement / Confirmation [Matter No. 22]**

Total Fees: \$196,418.00

Total Hours: 145.00

45. This Matter Category includes time spent by Katten attorneys providing services to the Disinterested Directors regarding the Plan, Disclosure Statement, confirmation of the Plan, and the restructuring transactions encompassed by the Plan. Katten, on behalf of the Disinterested Directors, carefully monitored and contributed to all Plan and Disclosure Statement developments

and closely monitored the Debtors' implementation of the restructuring support agreement, particularly with respect to how such matters affected the Independent Investigation. As part of this work, Katten reviewed and provided comments to the Plan and Disclosure Statement and drafted the Horton Declaration. Katten also prepared Mr. Horton for potential in-court testimony at the Confirmation Hearing. Further, Katten coordinated with the Debtors' advisors regarding the Debtors' response to objections to the Plan and apprised the Disinterested Directors of progress throughout these Chapter 11 Cases related to the foregoing.

**Actual and Necessary Expenses Incurred by Katten**

46. As set forth in **Exhibit G** attached hereto, and as summarized in **Exhibit F** attached hereto, Katten has incurred a total of \$115,720.94 in expenses on behalf of and at the sole direction of the Disinterested Directors during the Fee Period. These charges are intended to reimburse Katten's direct operating costs, which are not incorporated into Katten's hourly billing rates. Katten charges external copying and computer research at the provider's cost without markup. Only clients who actually use services of the types set forth in **Exhibit F** of this Fee Application are separately charged for such services. The effect of including such expenses as part of the hourly billing rates would impose that cost upon clients who do not require extensive photocopying and other facilities and services.

**Reasonable and Necessary Services Provided by Katten**

**A. Reasonable and Necessary Fees Incurred in Providing Services to the Debtors.**

47. The foregoing professional services provided by Katten on behalf of and at the sole direction of the Disinterested Directors during the Fee Period were reasonable, necessary, and appropriate to the administration of these Chapter 11 Cases and related matters.

48. Many of the services Katten partners and associates performed were provided by Katten's Insolvency and Restructuring Department. Katten has a prominent practice in this area

and enjoys a national reputation for its specialized expertise. The attorneys at Katten have extensive experience acting as estate professionals in many large chapter 11 cases.

49. In addition, due to the facts and circumstances of these Chapter 11 Cases, attorneys from Katten's litigation and corporate groups were heavily involved with Katten's representation of the Disinterested Directors. Both of these practice groups also enjoy a national reputation for their skill and knowledge advising and advocating for their clients, who operate across the globe in virtually all market sectors.

**B. Reasonable and Necessary Expenses Incurred in Providing Services to the Debtors.**

50. The time constraints imposed by the circumstances of these Chapter 11 Cases required Katten attorneys and other employees to devote substantial time during the evenings and on weekends to perform services on behalf of and at the sole direction of the Disinterested Directors. In addition, due to the location of the Debtors' businesses, co-counsel, creditors, and other parties in interest in relation to Katten's offices, frequent in-person and multi-party telephone conferences involving numerous parties were required. Katten has made every effort to minimize its disbursements in these Chapter 11 Cases.

51. Among other things, Katten makes sure that all overtime meals, travel meals, hotel rates, and airfares are reasonable and appropriate expenses for which to seek reimbursement. Specifically, Katten regularly reviews its bills to ensure that the Debtors are only billed for services that were actual and necessary and, where appropriate, prorate expenses. The actual expenses incurred in providing professional services were necessary, reasonable, and justified under the circumstances to serve the needs of the Debtors in these Chapter 11 Cases. As a courtesy to Thrasio, Katten voluntarily wrote off certain local transportation and business meals during the Fee Period in the amount of \$2,784.54. Consequently, Katten does not seek payment of such expenses in the Fee Application.



**Katten’s Requested Compensation and Reimbursement Should be Allowed**

52. Section 330 of the Bankruptcy Code provides that a court may award a professional employed under section 327 of the Bankruptcy Code “reasonable compensation for actual, necessary services rendered . . . and reimbursement for actual, necessary expenses.” 11 U.S.C. § 330(a)(1). Section 330 also sets forth the criteria for the award of such compensation and reimbursement:

In determining the amount of reasonable compensation to be awarded . . . the court shall consider the nature, the extent, and the value of such services, taking into account all relevant factors, including—

- (a) the time spent on such services;
- (b) the rates charged for such services;
- (c) whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under this title;
- (d) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed;
- (e) with respect to a professional person, whether the person is board certified or otherwise has demonstrated skill and experience in the bankruptcy field; and
- (f) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

11 U.S.C. § 330(a)(3).

53. In determining the reasonableness of fees, courts routinely employ the twelve factors set forth in *Johnson v. Ga. Highway Express, Inc.*, 488 F.2d 714, 717–19 (5th Cir. 1974). *See Staiano v. Cain (In re Lan Assocs. XI, L.P.)*, 192 F.3d 109, 123 (3d Cir. 1999); *see In re Redington*, No. 16-18407, 2018 WL 6444387, at \*8 (Bankr. D.N.J. Dec. 6, 2018) (applying the *Johnson* factors). These factors include: (1) the time and labor required; (2) the novelty and

difficulty of the questions; (3) the skill requisite to perform the legal service properly; (4) the preclusion of employment by the attorney due to acceptance of the case; (5) the customary fee; (6) whether the fee is fixed or contingent; (7) time limitations imposed by client or the circumstances; (8) the amount involved and the results obtained; (9) the experience, reputation, and ability of the attorneys; (10) the undesirability of the case; (11) the nature and length of the professional relationship with the client; and (12) awards in similar cases. *Lan Assocs.*, 192 F.3d at 123 n.8.

54. In the instant case, Katten devoted a substantial amount of time and effort to addressing the numerous matters affecting the Disinterested Directors and the Independent Investigation involved in these Chapter 11 Cases. Katten respectfully submits that the services for which it seeks compensation in this Fee Application were, at the time rendered, necessary to effectively represent Thrasio on behalf of and at the sole direction of the Disinterested Directors, and were performed economically, effectively, and efficiently, and that Katten's work benefited Thrasio and its estate and stakeholders. Because Katten's services benefitted the Debtors' estates, Katten respectfully submits that it performed "actual and necessary" services compensable under section 330 of the Bankruptcy Code.

55. Further, Katten submits that consideration of the relevant factors enumerated in *Lan Assocs.*, 192 F.3d at 123 n.8, establishes that the compensation requested is reasonable in light of the nature, extent, and value of such services to Thrasio:

- a. *The Time and Labor Required.* The professional services rendered by Katten on behalf of and at the sole direction of the Disinterested Directors have required the expenditure of substantial time and effort, as well as a high degree of professional competence and expertise, in order to address the many complex issues encountered by the Debtors in these cases with skill and dispatch. Katten respectfully represents that the services rendered by it were performed efficiently, effectively, and economically.
- b. *The Novelty and Difficulty of Questions.* The cases have presented numerous novel questions of law arising from complicated factual circumstances, both generally and compared to other bankruptcy cases.

- c. *The Skill Required to Perform the Legal Services Properly.* Katten believes that its recognized expertise in the area of insolvency proceedings and reorganization contributes to the efficient and effective representation of the Debtors in these Chapter 11 Cases.
- d. *The Preclusion of Other Employment by Applicant Due to Acceptance of the Case.* Katten's representation of the Debtors, on behalf of and at the sole direction of the Disinterested Directors, did not preclude its acceptance of new clients. However, the complex issues that arose in these cases required attention on a continuing basis, requiring Katten's professionals to commit significant portions of their time to these Chapter 11 Cases.
- e. *The Customary Fee.* The fee sought herein is based on Katten's normal hourly rates for services of this kind. Katten respectfully submits that the hourly rates of its professionals are not unusual given the time expended in attending to the representation of the Debtors, on behalf of and at the sole direction of the Disinterested Directors. Katten's hourly rates and the fees requested herein are commensurate with fees Katten has been awarded in other Chapter 11 Cases, as well as with fees charged by other attorneys of comparable experience.
- f. *Whether the Fee is Fixed or Contingent.* Not applicable.
- g. *Time Limitations Imposed by Client or other Circumstances.* Not applicable.
- h. *The Amount Involved and Results Obtained.* Katten respectfully submits that the amount of fees for which compensation is sought is reasonable under the circumstances given the numerous, complex issues that had to be addressed during the Fee Period.
- i. *The Experience, Reputation, and Ability of the Attorneys.* Katten is a professional association that practices extensively in the fields of, among many others, bankruptcy and corporate restructuring, litigation, real estate, tax, corporate, finance, and employment. Katten has represented debtors, disinterested directors, creditors, fiduciaries, and numerous other parties in hundreds of cases in various Bankruptcy Courts throughout the country.
- j. *The Undesirability of the Case.* Not applicable.
- k. *The Nature and Length of Professional Relationship.* Katten represented the Debtors, on behalf of and at the sole direction of the Disinterested Directors, in connection with these bankruptcy cases since prior to the Petition Date.
- l. *Awards in Similar Cases.* As previously indicated, the fees sought herein are commensurate with fees Katten has been awarded in other chapter 11 cases.

56. Katten respectfully submits that the services for which it seeks compensation in this Fee Application were, at the time rendered, necessary for and beneficial to the Debtors and their estates and were rendered to protect and preserve the Debtors' estates. Katten further believes that the services performed on behalf of and at the sole direction of the Disinterested Directors were economically, effectively, and efficiently, and the results obtained benefited the Debtors, their estates, and constituents. Katten further submits that the compensation requested herein is reasonable in light of the nature, extent, and value of such services to the Debtors, their estates, the Disinterested Directors, and all parties in interest.

57. During the Fee Period, Katten's hourly billing rates for attorneys ranged from \$650 to \$1,920. The hourly rates and corresponding rate structure utilized by Katten in these Chapter 11 Cases are equivalent to the hourly rates and corresponding rate structure used by Katten for restructuring, workout, bankruptcy, insolvency, and comparable matters, and similar complex corporate, securities, and litigation matters, whether in court or otherwise, regardless of whether a fee application is required. Katten strives to be efficient in the staffing of matters. These rates and the rate structure reflect that such matters are typically national in scope and involve great complexity, high stakes, and severe time pressures—all of which were present in these Chapter 11 Cases.

58. Moreover, Katten's hourly rates are set at a level designed to compensate Katten fairly for the work of its attorneys and paraprofessionals and to cover certain fixed and routine overhead expenses. Hourly rates vary with the experience and seniority of the individuals assigned. These hourly rates are subject to periodic adjustments to reflect economic and other conditions and are consistent with the rates charged elsewhere.

59. In sum, Katten respectfully submits that the professional services provided by Katten on behalf of and at the sole direction of the Disinterested Directors during these Chapter 11 Cases were necessary and appropriate given the complexity of these Chapter 11 Cases, the time expended by Katten, the nature and extent of Katten's services provided, the value of Katten's services, and the cost of comparable services outside of bankruptcy, all of which are relevant factors set forth in section 330 of the Bankruptcy Code. Accordingly, Katten respectfully submits that approval of the compensation sought herein is warranted and should be approved.

**Reservation of Rights and Notice**

60. It is possible that some professional time expended, or expenses incurred, during the Fee Period are not reflected in the Fee Application. Katten reserves the right to include such amounts in future fee applications. In addition, the Debtors have provided notice of this Fee Application to: (a) the Office of the United States Trustee for the District of New Jersey; (b) the Debtors' 30 largest unsecured creditors (on a consolidated basis); (c) Gibson, Dunn & Crutcher LLP, as counsel to the Ad Hoc Group; (d) counsel to the Administrative Agent under the Revolving Credit Facility; (e) the United States Attorney's Office for the District of New Jersey; (f) the Internal Revenue Service; (g) the attorneys general in the states where the Debtors conduct their business operations; (h) the U.S. Securities and Exchange Commission; (i) the Counterparties; and (j) any party that has requested notice pursuant to Bankruptcy Rule 2002 (collectively, the "Notice Parties"). Pursuant to the Administrative Fee Order, any party, other than the Notice Parties, that wishes to object to the Fee Application, must file its objection with the Court, with a copy to Chambers and serve it on the affected professional and the Notice Parties so that it is actually received on or before August 16, 2024 at 4:00 p.m. (Eastern Time).

**No Prior Request**

61. No prior application for the relief requested herein has been made to this or any other court.

WHEREFORE, Katten respectfully requests that the Court enter an order: (a) awarding Katten final allowance and approval of compensation for professional and paraprofessional services provided during the Fee Period in the amount of \$4,184,208.00, and reimbursement of actual, reasonable and necessary expenses incurred in the Fee Period in the amount of \$115,720.94; (b) authorizing and directing the Debtors to remit payment to Katten for such fees and expenses; and (c) granting such other relief as is appropriate under the circumstances.

Dated: August 2, 2024

/s/ Steven J. Reisman

**KATTEN MUCHIN ROSENMAN LLP**

Steven J. Reisman (admitted *pro hac vice*)

Cindi M. Giglio (admitted *pro hac vice*)

Marc B. Roitman (admitted *pro hac vice*)

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*Counsel to Anthony R. Horton and Stefan M. Selig,  
in their capacity as Disinterested Directors of  
Thrasio Holdings, Inc.*

**Exhibit A**

**Reisman Declaration**

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY**

In re:

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

Debtors.<sup>1</sup>

Chapter 11

Case No. 24-11840 (CMG)

(Jointly Administered)

**DECLARATION OF STEVEN J. REISMAN IN SUPPORT OF THE  
FIRST AND FINAL FEE APPLICATION OF KATTEN MUCHIN ROSENMAN LLP AS  
COUNSEL TO THRASIO HOLDINGS, INC. ON BEHALF OF AND AT THE SOLE  
DIRECTION OF THE DISINTERESTED DIRECTORS FOR THE FEE PERIOD FROM  
FEBRUARY 28, 2024 THROUGH AND INCLUDING JUNE 13, 2024**

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I, Steven J. Reisman, being duly sworn, state the following under penalty of perjury:

1. I am a partner of the law firm of Katten Muchin Rosenman LLP, located at 50 Rockefeller Plaza, New York, New York 10020 (“Katten” or the “Firm”). I am one of the lead attorneys from Katten working on the above-captioned Chapter 11 Cases. I am a member in good standing of the Bar of the State of New York, and I have been admitted to practice in the Southern District of New York. There are no disciplinary proceedings pending against me.

2. I am duly authorized to make this declaration (the “Reisman Declaration”) on behalf of Katten in connection with the *First and Final Fee Application of Katten Muchin Rosenman LLP as Counsel to Thrasio Holdings, Inc. On Behalf of and at the Sole Direction of The Disinterested Directors for The Fee Period From February 28, 2024 Through and Including June 13, 2024* (the “Fee Application”),<sup>2</sup> in connection with the above-referenced Chapter 11 Cases.

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<sup>1</sup> 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.

<sup>2</sup> Capitalized terms used in this Reisman Declaration but not immediately defined have the meanings given to such terms in the Fee Application.



3. I have personally performed legal services rendered by Katten as attorneys to Thrasio on behalf of and at the sole direction of the Disinterested Directors and am familiar with the work performed on behalf of the Disinterested Directors by the lawyers and other personnel at Katten.

4. I have read the foregoing Fee Application. To the best of my knowledge, information, and belief, the statements contained in the Fee Application are true and correct. In addition, I believe that the Fee Application complies with Local Rules 2016-1 and 2016-3. In connection therewith, I hereby certify that:

- a) to the best of my knowledge, information, and belief, formed after reasonable inquiry, the fees and disbursements sought in the Fee Application are permissible under the relevant rules, court orders, and Bankruptcy Code provisions, except as specifically set forth herein;
- b) except to the extent disclosed in the Fee Application, the fees and disbursements sought in the Fee Application are billed at rates customarily employed by Katten and generally accepted by Katten's clients. In addition, none of the professionals seeking compensation varied their hourly rate based on the geographic location of the Debtors' cases;
- c) Katten is seeking compensation with respect to the approximately 43.90 hours and \$27,741 in fees spent reviewing or revising time records and preparing, reviewing, and revising invoices for privileged or confidential information;<sup>3</sup>
- d) in providing a reimbursable expense, Katten does not make a profit on that expense, whether the service is performed by Katten in-house or through a third party;
- e) in accordance with Rule 2016(a) of the Federal Rules of Bankruptcy Procedure and 11 U.S.C. § 504, no agreement or understanding exists between Katten and any other person for the sharing of compensation to be received in connection with the above cases except as authorized pursuant to the Bankruptcy Code, Bankruptcy Rules, and Local Rules; and
- f) all services for which compensation is sought were professional services to Thrasio, on behalf of and at the sole direction of the Disinterested Directors, and not on behalf of any other person.

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<sup>3</sup> This is limited to work involved in preparing and editing billing records that would not be compensable outside of bankruptcy and does not include reasonable fees for preparing a fee application.

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

Dated: August 2, 2024

Respectfully submitted,

/s/ Steven J. Reisman

Steven J. Reisman

Partner at Katten Muchin Rosenman LLP

**Exhibit B**

**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)

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

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

<sup>1</sup> 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)**

**KIRKLAND & ELLIS LLP  
KIRKLAND & ELLIS INTERNATIONAL LLP**

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-and-

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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

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Upon the application (the “Application”)<sup>2</sup> 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

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

(Page | 4)

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

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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

(Page | 5)

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

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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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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

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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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Debtors: THRASIO HOLDINGS, INC., *et al.*  
Case No. 24-11840 (CMG)  
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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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Debtors: THRASIO HOLDINGS, INC., *et al.*  
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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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Debtors: THRASIO HOLDINGS, INC., *et al.*

Case No. 24-11840 (CMG)

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

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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](mailto:tony.horton48@yahoo.com); [sms@bridgeparkadvisors.com](sms: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  
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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.

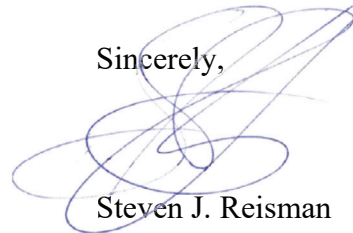
Thank you for allowing us the privilege of this representation. We value and appreciate the trust and confidence you have placed in us and we assure you we will do our best to see that your expectations are satisfied.

# Katten

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

My best.

Sincerely,



Steven J. Reisman

w/attachments

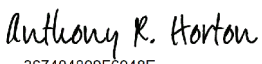
cc: Anup Sathy, P.C. (w/attachments, via email: [anup.sathy@kirkland.com](mailto:anup.sathy@kirkland.com))  
Matthew Fagen (w/attachments, via email: [matthew.fagen@kirkland.com](mailto:matthew.fagen@kirkland.com))  
Francis Petrie (w/attachments, via email: [francis.petrie@kirkland.com](mailto:francis.petrie@kirkland.com))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

# Katten

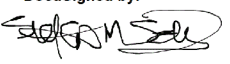
Anthony R. Horton and Stefan Selig  
Dated as of December 12, 2023  
Page 5

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.**

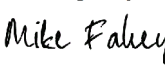
By: \_\_\_\_\_  
Name: Anthony R. Horton, solely in his capacity as Disinterested Director of Thrasio Holdings, Inc.  
Title: Disinterested Director  
Dated as of December 12, 2023

**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**

<b><u>PROFESSIONALS</u></b>	<b><u>STANDARD RANGE</u></b>
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**

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

**Exhibit C**

**Budget and Staffing Plan**

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

**Budget and Staffing Plan**

**For Matter Categories for the Fee Period of  
February 28, 2024 Through and Including June 13, 2024**

**Budget**

Matter Number	Project Category Description	Hours Budgeted	Total Compensation Budgeted
2	Retention and Fee Applications	150	\$ 175,000
3	Chapter 11 Filing & First Day Matters	10	10,000
10	Business Operations and Governance	150	200,000
11	Case Administration	25	15,000
19	Hearings	300	400,000
21	Investigation	4,000	4,000,000
22	Plan/Disclosure Statement / Confirmation	200	200,000
<b>TOTAL</b>		<b>4,835</b>	<b>\$ 5,000,000</b>

**Staffing Plan**

Category of Timekeeper	Number of Timekeepers Expected to Work on the Matter Categories During the Budget Period	Average Hourly Rate <sup>1</sup>
Partner	4	\$ 1,500
Associate	3	900
Counsel	0	
Paralegal	1	550
<b>Total</b>	<b>8</b>	<b>\$ 1,100</b>

<sup>1</sup> The Average Hourly Rate is a weighted average based on the individual hourly rate, and projected number of hours worked by, each timekeeper over the course of the Chapter 11 Cases.

**Exhibit D**

**Voluntary Rate Disclosures**

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

**Voluntary Rate Disclosures**

- The blended hourly rate for Katten timekeepers in the New York, Chicago and Washington, D.C. offices of Katten Muchin Rosenman LLP (“Katten”) (including both professionals and paraprofessionals) who billed to non-bankruptcy matters (collectively, the “Non-Bankruptcy Matters”)<sup>1</sup> during the period beginning on March 1, 2024 and ending on June 30, 2024 (the “Comparable Period”) was, in the aggregate, approximately \$1,101 per hour (the “Non-Bankruptcy Blended Hourly Rate”).<sup>2</sup>
- The blended hourly rate for all Katten timekeepers (including both professionals and paraprofessionals) who billed to the Debtors during the Fee Period was approximately \$1,140.08 per hour (the “Debtor Blended Hourly Rate”).<sup>3</sup>
- A detailed comparison of these rates is as follows:

<b>Position at Katten</b>	<b>Debtor Blended Hourly Rate for This Fee Application</b>	<b>Non-Bankruptcy Blended Hourly Rate</b>
Partner	\$1,551.90	\$ 1,367
Counsel	n/a	1,111
Associate	862.32	876
Paralegal	551.80	510
<b>Total</b>	<b>\$ 1,140.08</b>	<b>\$ 1,101</b>

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<sup>1</sup> It is the nature of Katten’s practice that certain non-bankruptcy engagements require the advice and counsel of professionals and paraprofessionals who work primarily within Katten’s Insolvency and Restructuring Group. Accordingly, “Non-Bankruptcy Matters” consist of matters for which Katten domestic timekeepers represented a client in a matter other than an in-court bankruptcy proceeding. Moreover, the Non-Bankruptcy Matters include time billed by Katten domestic timekeepers who work primarily within Katten’s Insolvency and Restructuring Group.

<sup>2</sup> Katten calculated the blended rate for Non-Bankruptcy Matters by dividing the total dollar amount billed by Katten timekeepers in the New York, Chicago, and Washington, D.C. offices to the Non-Bankruptcy Matters during the Comparable Period by the total number of hours billed by Katten timekeepers in the New York, Chicago, and Washington, D.C. offices to the Non-Bankruptcy Matters during the Comparable Period.

<sup>3</sup> Katten calculated the blended rate for timekeepers who billed to the Debtors by dividing the *total dollar amount* billed by such timekeepers during the Fee Period by the *total number of hours* billed by such timekeepers during the Fee Period.

**Exhibit E**

**Summary of Total Fees Incurred and Hours Billed During the Fee Period of  
February 28, 2024 Through and Including June 13, 2024**



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

**Summary of Timekeepers for the Fee Period of  
February 28, 2024 Through and Including June 13, 2024**

Attorney Name	Position	Year Admitted	Department	Hourly Billing Rate	Hours Billed In this Application	Fees Billed In this Application	Number of Rate Increases
Steven Reisman	Partner (NYC)	NY - 1991	Restructuring	\$1,920	366.80	704,256.00	0
Cindi Giglio	Partner (NYC)	NY - 2007	Restructuring	1,635	279.30	456,655.50	0
Lucy Kweskin	Partner (NYC)	NY - 2013	Restructuring	1,560	80.80	126,048.00	0
Marc Roitman	Partner (NYC)	NY - 2010	Restructuring	1,560	307.70	480,012.00	0
Daniel Barnowski	Partner (DC)	DC - 1998	Litigation	1,360	67.80	92,208.00	0
Philip Nemecek	Partner (NYC)	NY - 1992	Litigation	1,330	15.30	20,349.00	0
Robert Smith	Partner (DC)	NY - 2006 DC - 2010 MD - 2020	Litigation	1,220	222.50	271,450.00	0
Johnjerica Hodge	Partner (DC)	TX - 2013 DC - 2017	Litigation	1,135	170.60	193,631.00	0
Timothy Gray	Associate (DC)	NY - 2015 DC - 2020	Litigation	1,045	164.30	171,693.50	0
Michael Rosella	Associate (NYC)	NY - 2019	Restructuring	1,035	51.40	53,199.00	0
Andrew Pecoraro	Associate (DC)	VA - 2017 DC - 2020	Litigation	1,020	352.80	359,856.00	0
Grace Thompson	Associate (NYC)	NY - 2019	Restructuring	1,005	23.50	23,617.50	0
Jordan Gleeson	Associate (Dallas)	TX - 2019	Litigation	915	49.80	45,567.00	0
Ally Jordan	Associate (DC)	CT - 2021 DC - 2022	Litigation	885	90.80	80,358.00	0
Kenneth Hebeisen	Associate (CHI)	IL - 2021	Restructuring	875	18.00	15,750.00	0
Nikita Yogeshwarun	Associate (Dallas)	TX - 2021 NY - 2022	Litigation	855	37.70	32,233.50	0
Loredana Miranda	Associate (NYC)	NY - 2022	Restructuring	835	662.70	553,354.50	0
Robin Evans	Associate (CHI_	IL - 2021 IA - 2021	Restructuring	815	21.00	17,115.00	0
Alexis Zobeideh	Associate (NYC)	NY - 2023	Restructuring	770	210.90	162,393.00	0
Lauren Eiten	Associate (CHI)	IL - 2022	Intellectual Property	755	46.30	34,956.50	0
Cade Grady	Associate (NYC)	NY - 2024	Restructuring	700	148.00	103,600.00	0

Attorney Name	Position	Year Admitted	Department	Hourly Billing Rate	Hours Billed In this Application	Fees Billed In this Application	Number of Rate Increases
Jennifer Hepner	Associate (NYC)	NY - 2024	Restructuring	700	192.60	134,820.00	0
Meredith Granberry	Associate (TX)	TX - 2024	Litigation	650	17.30	11,245.00	0
<b>Total for Professionals</b>					<b>3,597.90</b>	<b>\$ 4,144,368.00</b>	

Paraprofessional Name	Position	Department	Hourly Billing Rate	Hours Billed In this Application	Fees Billed In this Application	Number of Rate Increases
Marie Siena	Paralegal (NYC)	Restructuring	\$ 555	68.90	\$ 38,239.50	
Adriane Konrath	Information Technology (CHI)	Litigation Support Specialist	485	3.30	1,600.50	
<b>Total for Paraprofessionals</b>				<b>72.20</b>	<b>\$ 39,840.00</b>	

<b>Total for Attorneys and Paraprofessionals<sup>1</sup></b>				<b>3,670.10</b>	<b>\$ 4,184,208.00</b>	
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<sup>1</sup> Katten has written off timekeepers billing less than three (3) hours during the Fee Period in the amount of \$7,072.50, as a courtesy to the Debtors' estates.

**Exhibit F**

**Summary of Actual and Necessary Expenses for the Fee Period of  
February 28, 2024 Through and Including June 13, 2024**

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

**Summary of Actual and Necessary Expenses for the Fee Period of  
February 28, 2024 Through and Including June 13, 2024**

<b>Expense</b>	<b>Amount</b>
Airfare	\$ 2,218.03
Filing Fees / Court Costs	3,051.00
Legal Research	16,767.24
Out of Town Travel	3,756.89
Postage and Courier	536.18
Service Fees / Court Reporters	89,391.60
<b>Total<sup>1</sup></b>	<b>\$ 115,720.94</b>

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<sup>1</sup> Katten has voluntarily written off local transportation and business meals during the Fee Period in the total amount of \$2,784.54, as a courtesy to the Debtors' estates.

**Exhibit G**

**Summary of Fees and Expenses by Matter for the Fee Period of  
February 28, 2024 Through and Including June 13, 2024**

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

**Summary of Fees and Expenses by Matter For the Fee Period of  
February 28, 2024 Through and Including June 13, 2024**

Matter Number	Matter Category Description	Hours		Total Compensation	
		Budgeted	Billed	Budgeted	Billed
2	Retention and Fee Applications	150.00	131.10	\$ 175,000.00	\$ 122,833.00
3	Chapter 11 Filing & First Day Matters	10.00	0.80	10,000.00	1,278.00
10	Business Operations and Governance	150.00	104.10	200,000.00	127,044.50
11	Case Administration	25.00	18.30	15,000.00	10,897.50
19	Hearings	300.00	249.50	400,000.00	344,439.00
21	Investigation	4,000.00	3,021.30	4,000,000.00	3,381,298.00
22	Plan/Disclosure Statement / Confirmation	200.00	145.00	200,000.00	196,418.00
32	Expenses	n/a	n/a	n/a	115,720.94
<b>TOTALS</b>		<b>4,835.00</b>	<b>3,670.10</b>	<b>\$ 5,000,000.00</b>	<b>\$ 4,184,208.00</b>

**Exhibit H**

**Detailed Description of Services Provided and  
Detailed Description of Expenses and Disbursements  
For the Fee Period of February 28, 2024 Through and Including June 13, 2024**

# Katten

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**New York, NY 10020-1605**

July 28, 2024

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



Invoice No. 40218442  
Client No. 400441  
Matter No. 00002  
FEIN: 36-2796532

**Re: Retention and Fee Applications** (400441.00002)

For legal services rendered through March 31, 2024 ..... \$32,956.50

**CURRENT INVOICE TOTAL:** \$32,956.50

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

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**PROFESSIONAL SERVICES**  
 Matter 00002: Retention and Fee Applications

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
29 Feb 24	Siena, Marie A.	Review and circulate billing guidelines regarding compliance with the UST guidelines (.20)	0.20
29 Feb 24	Reisman, Steven J.	Update regarding matters regarding retention, billing guidelines, etc. (.20)	0.20
04 Mar 24	Siena, Marie A.	Emails with L. Miranda regarding retention application (.10); provide select information for retention application (.20)	0.30
04 Mar 24	Reisman, Steven J.	Update regarding retention application (.30)	0.30
07 Mar 24	Hepner, Jennifer	Update draft of retention application (1.70)	1.70
08 Mar 24	Siena, Marie A.	Update budget and staffing plan for retention application (.80); email L. Miranda regarding same (.30)	1.10
08 Mar 24	Reisman, Steven J.	Emails regarding retention application (.20)	0.20
08 Mar 24	Giglio, Cindi M.	Email regarding retention issues (.30)	0.30
08 Mar 24	Miranda, Loredana B.	Revise Katten's retention application (2.30); emails with Kirkland regarding same (.10); review updated PII list (.40); emails with C. Giglio regarding same (.10); update PII list with comments from C. Giglio (.20)	3.10
11 Mar 24	Reisman, Steven J.	Emails with Katten regarding retention application (.40)	0.40
11 Mar 24	Giglio, Cindi M.	Work on revisions to retention application (2.70)	2.70
11 Mar 24	Miranda, Loredana B.	Review of conflicts results to PII list and update retention application with same (.80); revise Katten's retention application with comments by C. Giglio (3.90); emails with Conflicts team regarding same (.20)	4.90
12 Mar 24	Reisman, Steven J.	Review and comment on Katten retention application (.20)	0.20
12 Mar 24	Miranda, Loredana B.	Final review of retention application to address questions by C. Giglio (.80); emails with conflicts team regarding same (.20); revise retention application with comments by L. Kweskin (.90)	1.90
12 Mar 24	Kweskin, Lucy F.	Review Katten retention application (.50)	0.50
13 Mar 24	Miranda, Loredana B.	Review additional results from conflicts team on PII list (.20); update retention application with results regarding same (.20); answer questions of L. Kweskin regarding same (.70)	1.10
13 Mar 24	Kweskin, Lucy F.	Analyze retention application (.20)	0.20
18 Mar 24	Reisman, Steven J.	Follow up regarding Katten retention application (.30)	0.30
18 Mar 24	Miranda, Loredana B.	Follow-up on retention application for Katten (.20)	0.20
20 Mar 24	Reisman, Steven J.	Call with L. Miranda regarding retention application (.20); review and revise retention application (.70)	0.90
20 Mar 24	Miranda, Loredana B.	Follow-up on retention application (.10); review updated PII list (.20); email to conflicts team regarding same (.10); update retention application with new PII list (.20); call with S. Reisman regarding retention application (.20); revise retention application with comments from S. Reisman (.90)	1.70

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

Invoice No. 40218442  
 Invoice Date: July 28, 2024

**PROFESSIONAL SERVICES**

Matter 00002: Retention and Fee Applications

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
21 Mar 24	Giglio, Cindi M.	Review edits to retention application (.10)	0.10
21 Mar 24	Miranda, Loredana B.	Additional review of Retention application and follow-up (.40); revise retention application with new results from conflicts team (.70); emails with Kirkland regarding same (.10)	1.20
21 Mar 24	Hepner, Jennifer	Review draft of retention application (.50)	0.50
26 Mar 24	Miranda, Loredana B.	Email to Kirkland regarding retention application (.10)	0.10
28 Mar 24	Reisman, Steven J.	Follow up regarding retention application, budget, discussions with L. Miranda regarding same (.70); review retention application and note comments to same (.30)	1.00
28 Mar 24	Giglio, Cindi M.	Finalize review of retention application (.50)	0.50
28 Mar 24	Miranda, Loredana B.	Review comments from Kirkland to Katten's retention application (1.20); correspondence with Kirkland regarding same (.30); update retention application regarding same (.90); emails with Katten regarding retention application (.40); email to Disinterested Directors regarding retention application (.30); update budget and staffing plan (.30); emails with S. Reisman regarding retention application and budget (.20); coordinate filing of retention application with Kirkland (.20)	3.80
28 Mar 24	Kweskin, Lucy F.	Analyze revised retention application and budget (.20); call with L. Miranda regarding retention application and budget (.10)	0.30
29 Mar 24	Giglio, Cindi M.	Finalize retention application (.10)	0.10
29 Mar 24	Miranda, Loredana B.	Revise retention application with comments from Kirkland (1.00); emails with Kirkland regarding same (.40)	1.40
<b>TOTALS:</b>			<b>31.40</b>

**SUMMARY OF PROFESSIONAL SERVICES**

Matter 00002: Retention and Fee Applications

	<b>Attorney or Assistant</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
44904	Giglio, Cindi M.	3.70	1,635.00	\$6,049.50
46275	Hepner, Jennifer	2.20	700.00	\$1,540.00
46629	Kweskin, Lucy F.	1.00	1,560.00	\$1,560.00
45695	Miranda, Loredana B.	19.40	835.00	\$16,199.00
44842	Reisman, Steven J.	3.50	1,920.00	\$6,720.00
41782	Siena, Marie A.	1.60	555.00	\$888.00
<b>TOTAL:</b>		<b>31.40</b>		<b>\$32,956.50</b>

# Katten

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April 4, 2024

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



Invoice No. 40218443  
Client No. 400441  
Matter No. 00003  
FEIN: 36-2796532

**Re: Chapter 11 Filing & First Day Matters (400441.00003)**

For legal services rendered through March 31, 2024 ..... \$1,278.00

**CURRENT INVOICE TOTAL: \$1,278.00**

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

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

Invoice No. 40218443  
 Invoice Date: April 4, 2024

**PROFESSIONAL SERVICES**

Matter 00003: Chapter 11 Filing & First Day Matters

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
28 Feb 24	Kweskin, Lucy F.	Email regarding first day filing (.20)	0.20
29 Feb 24	Giglio, Cindi M.	Follow up related for first day hearing (.40)	0.40
29 Feb 24	Kweskin, Lucy F.	Email clients regarding first day hearing (.20)	0.20
<b>TOTALS:</b>			<u>0.80</u>

**SUMMARY OF PROFESSIONAL SERVICES**

Matter 00003: Chapter 11 Filing & First Day Matters

	<b>Attorney or Assistant</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
44904	Giglio, Cindi M.	0.40	1,635.00	\$654.00
46629	Kweskin, Lucy F.	0.40	1,560.00	\$624.00
<b>TOTAL:</b>		<u>0.80</u>		<u>\$1,278.00</u>

# Katten

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**New York, NY 10020-1605**

July 28, 2024

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



Invoice No. 40218444  
Client No. 400441  
Matter No. 00010  
FEIN: 36-2796532

**Re: Business Operations and Governance (400441.00010)**

For legal services rendered through March 31, 2024 ..... \$50,275.50

**CURRENT INVOICE TOTAL: \$50,275.50**

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

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**PROFESSIONAL SERVICES**

Matter 00010: Business Operations and Governance

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
01 Mar 24	Reisman, Steven J.	Review updates to chapter 11 filing and follow up with Disinterested Directors (.70)	0.70
01 Mar 24	Hepner, Jennifer	Review and summarize Thrasio bankruptcy docket for issues relevant to Disinterested Directors (2.50)	2.50
08 Mar 24	Miranda, Loredana B.	Review case docket for updates on the chapter 11 cases (.40)	0.40
11 Mar 24	Smith, Robert T.	Call with Kirkland (.30)	0.30
11 Mar 24	Reisman, Steven J.	Participate in Katten pre-call (.30); call with Kirkland team (.30)	0.60
11 Mar 24	Giglio, Cindi M.	Attend Katten pre-call (.30); attend call with Kirkland team (.30); prepare for same (.10)	0.70
11 Mar 24	Miranda, Loredana B.	Attend Katten pre-call (.30); attend call with Kirkland (.30); draft summary of call regarding same (.10)	0.70
11 Mar 24	Pecoraro, Andrew J.	Katten pre-call (.30); call with Kirland regarding case status (.30)	0.60
11 Mar 24	Kweskin, Lucy F.	Attend Katten pre-call (.30); call with Kirkland (.30)	0.60
12 Mar 24	Reisman, Steven J.	Follow up regarding matters related to notice of appointment of UCC and other filings in Thrasio case (.30)	0.30
12 Mar 24	Miranda, Loredana B.	Review Notice of appointment of UCC (.20); draft email to Disinterested Directors regarding same (.20)	0.40
15 Mar 24	Reisman, Steven J.	Participate in Katten pre-call (.30); call with Kirkland regarding background, status and ongoing work in connection with restructuring and independent investigation (.20)	0.50
15 Mar 24	Giglio, Cindi M.	Katten call regarding preparation for call with Kirkland (.30); call with Kirkland (.20)	0.50
15 Mar 24	Miranda, Loredana B.	Attend Katten pre-call (.30); attend call with Kirkland (.20); draft summary of call for Katten team regarding same (.30)	0.80
15 Mar 24	Pecoraro, Andrew J.	Pre-call with Katten regarding case status (.30); call with Kirkland regarding case status (.20)	0.50
15 Mar 24	Kweskin, Lucy F.	Katten pre-call (.30); call with Kirkland (.20)	0.50
18 Mar 24	Nemecek, Philip A.	Further review and analysis of policies in Thrasio's D&O liability insurance tower in connection with coverage review (2.20)	2.20
18 Mar 24	Reisman, Steven J.	Review materials regarding UCC appointment and update on D&O coverage (.60)	0.60
18 Mar 24	Miranda, Loredana B.	Emails with Katten team regarding UCC appointment and initial meeting (various)(.60)	0.60
19 Mar 24	Nemecek, Philip A.	Continue to review and analysis of Thrasio's D&O liability insurance policies in connection with coverage review (1.40)	1.40
19 Mar 24	Siena, Marie A.	Submit minutes of 3/14/24 meeting for execution via DocuSign (.20); email L. Miranda regarding same (.10)	0.30
19 Mar 24	Smith, Robert T.	Call with Kirkland about proposed NDA (.20); review revisions to NDA (.30)	0.50
20 Mar 24	Reisman, Steven J.	Participate in Katten pre-call (.30); update call with	0.60

**PROFESSIONAL SERVICES**

Matter 00010: Business Operations and Governance

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
		Independent Directors (.30)	
20 Mar 24	Miranda, Loredana B.	Emails to J. Mesa-Beltre regarding UCC counsel (.30); attend Katten pre-call (.30)	0.60
20 Mar 24	Kweskin, Lucy F.	Attend Katten pre-call (.30)	0.30
21 Mar 24	Siena, Marie A.	Prepare Director invoices for March and April (.60)	0.60
21 Mar 24	Smith, Robert T.	Call with Disinterested Directors (.70)	0.70
21 Mar 24	Reisman, Steven J.	Participate in call with Disinterested Directors (.70)	0.70
21 Mar 24	Miranda, Loredana B.	Review of invoices for A. Horton and S. Selig (.20); email with Company regarding same (.10)	0.30
22 Mar 24	Nemecek, Philip A.	Begin to draft memo analyzing coverage available under Thrasio's D&O policy liability insurance program (1.30)	1.30
22 Mar 24	Reisman, Steven J.	Participate in Katten pre-call (.30); call with Kirkland team (.30)	0.60
22 Mar 24	Giglio, Cindi M.	Katten pre-call (.30); call with Kirkland team (.30)	0.60
22 Mar 24	Miranda, Loredana B.	Attend Katten pre-call (.30); call with Kirkland (.30); draft summary of call regarding same (.30)	0.90
22 Mar 24	Kweskin, Lucy F.	Katten pre-call (.30); call with Kirkland (.30)	0.60
25 Mar 24	Nemecek, Philip A.	Exchange multiple emails with L. Miranda and Kirkland team confirming extension of Thrasio's D&O liability insurance tower (.40); complete drafting memo analyzing coverage available under Thrasio's D&O liability insurance program (3.70)	4.10
25 Mar 24	Reisman, Steven J.	Follow up regarding D&O insurance and ongoing workstreams (.70)	0.70
25 Mar 24	Giglio, Cindi M.	Attention to issues related to D&O policy (.20); revise 3/21 minutes (.30)	0.50
25 Mar 24	Miranda, Loredana B.	Review diligence to respond to inquiry of P. Nemecek regarding D&O policies (.30); email to Kirkland regarding same (.20); review diligence provided by Kirkland regarding same (.30)	0.80
26 Mar 24	Nemecek, Philip A.	Review emails from C. Giglio and T. Horton regarding memo analyzing coverage available under Thrasio's D&O liability insurance program (.20)	0.20
26 Mar 24	Reisman, Steven J.	Review memo regarding D&O coverage and feedback from Disinterested Directors (.60)	0.60
26 Mar 24	Giglio, Cindi M.	Review and circulate D/O memo (.40)	0.40
26 Mar 24	Miranda, Loredana B.	Review of P. Nemecek's memorandum on D&O Policy (.90); draft email to Disinterested Directors regarding same (.50)	1.40
27 Mar 24	Siena, Marie A.	Submit minutes of Disinterested Directors meeting of 3/21/24 for execution (.20); email L. Miranda regarding same (.10)	0.30
27 Mar 24	Reisman, Steven J.	Review relevant case materials to provide update to Disinterested Directors (.70)	0.70
27 Mar 24	Miranda, Loredana B.	Email to J. Hepner regarding updates to Thrasio fact sheet (.20)	0.20
27 Mar 24	Hepner, Jennifer	Analyze case background materials and update key fact sheet for Katten (2.30)	2.30

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

Invoice No. 40218444  
 Invoice Date: July 28, 2024

**PROFESSIONAL SERVICES**

Matter 00010: Business Operations and Governance

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
28 Mar 24	Miranda, Loredana B.	Review additions by J. Hepner to Thrasio fact sheet and revise same (.60)	0.60
29 Mar 24	Reisman, Steven J.	Participate in pre-call with Katten team in preparation for call with Kirkland (.30); review materials in preparation for same (.40)	0.70
29 Mar 24	Giglio, Cindi M.	Attend weekly check-in call with Kirkland (.50)	0.50
29 Mar 24	Miranda, Loredana B.	Attend Katten pre-call (.30); attend weekly check-in call with Kirkland (.50)	0.80
29 Mar 24	Pecoraro, Andrew J.	Pre-call with Katten regarding meeting with Kirkland (.30); meeting with Kirkland regarding case status (.50)	0.80
29 Mar 24	Kweskin, Lucy F.	Call with Kirkland (.50)	0.50
<b>TOTALS:</b>			<b>40.10</b>

**SUMMARY OF PROFESSIONAL SERVICES**

Matter 00010: Business Operations and Governance

	<b>Attorney or Assistant</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
44904	Giglio, Cindi M.	3.20	1,635.00	\$5,232.00
46275	Hepner, Jennifer	4.80	700.00	\$3,360.00
46629	Kweskin, Lucy F.	2.50	1,560.00	\$3,900.00
45695	Miranda, Loredana B.	8.50	835.00	\$7,097.50
06625	Nemecek, Philip A.	9.20	1,330.00	\$12,236.00
45982	Pecoraro, Andrew J.	1.90	1,020.00	\$1,938.00
44842	Reisman, Steven J.	7.30	1,920.00	\$14,016.00
41782	Siena, Marie A.	1.20	555.00	\$666.00
42497	Smith, Robert T.	1.50	1,220.00	\$1,830.00
<b>TOTAL:</b>		<b>40.10</b>		<b>\$50,275.50</b>



# Katten

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**New York, NY 10020-1605**

July 28, 2024

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



Invoice No. 40218445  
Client No. 400441  
Matter No. 00011  
FEIN: 36-2796532

**Re: Case Administration** (400441.00011)

For legal services rendered through March 31, 2024 ..... \$3,517.50

**CURRENT INVOICE TOTAL: \$3,517.50**

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.

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

Invoice No. 40218445  
 Invoice Date: July 28, 2024

**PROFESSIONAL SERVICES**

Matter 00011: Case Administration

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
04 Mar 24	Siena, Marie A.	Update case calendar with upcoming hearing details (.40); prepare notice of appearance (.40); prepare pro hac vice applications for C. Giglio, S. Reisman, L. Kweskin and R. Smith (.60)	1.40
06 Mar 24	Siena, Marie A.	Prepare pro hac vice applications and proposed orders for partners (.90); email to partners regarding same for approval and sign off (.20)	1.10
07 Mar 24	Siena, Marie A.	Finalize and file Katten Notice of Appearance on the court's docket (.30); email Katten team regarding same (.20); finalize pro hac vice applications for filing (.40); email S. Reisman regarding sign off on same (.20); update case calendar with details for creditors meeting (.10)	1.20
07 Mar 24	Reisman, Steven J.	Review pro hac vice filings (.20); review updates to case calendar (.10)	0.30
11 Mar 24	Siena, Marie A.	Finalize and file pro hac vice applications on the court's docket for Katten attorneys (.40); email to Katten regarding same (.20)	0.60
19 Mar 24	Siena, Marie A.	Update case calendar with rescheduled DIP Hearing details (.10); email L. Miranda regarding same (.10)	0.20
20 Mar 24	Siena, Marie A.	Review pro hac vice Orders entered (.20); request payment for Orders (.20); emails with Katten regarding same (.20); update case calendar with hearing details to ensure proper attendance at hearing (.20)	0.80
<b>TOTALS:</b>			<b>5.60</b>

**SUMMARY OF PROFESSIONAL SERVICES**

Matter 00011: Case Administration

	<b>Attorney or Assistant</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
44842	Reisman, Steven J.	0.30	1,920.00	\$576.00
41782	Siena, Marie A.	5.30	555.00	\$2,941.50
	<b>TOTAL:</b>	<b>5.60</b>		<b>\$3,517.50</b>

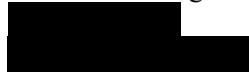
# Katten

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**50 Rockefeller Plaza**  
**New York, NY 10020-1605**

July 28, 2024

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



Invoice No. 40218449  
Client No. 400441  
Matter No. 00019  
FEIN: 36-2796532

**Re: Hearings** (400441.00019)

For legal services rendered through March 31, 2024 ..... \$7,030.00

**CURRENT INVOICE TOTAL: \$7,030.00**

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

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

Invoice No. 40218449  
 Invoice Date: July 28, 2024

**PROFESSIONAL SERVICES**

Matter 00019: Hearings

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
01 Mar 24	Reisman, Steven J.	Participate in portion of First Day Hearing (.80)	0.80
01 Mar 24	Pecoraro, Andrew J.	Attend First Day Hearing (1.50); draft summary regarding same (.40)	1.90
01 Mar 24	Hepner, Jennifer	Attend a portion of first day hearing (.40)	0.40
01 Mar 24	Kweskin, Lucy F.	Participate in portion of first day hearing (1.40); email to clients regarding same (.70)	2.10
<b>TOTALS:</b>			<b>5.20</b>

**SUMMARY OF PROFESSIONAL SERVICES**

Matter 00019: Hearings

	<b>Attorney or Assistant</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
46275	Hepner, Jennifer	0.40	700.00	\$280.00
46629	Kweskin, Lucy F.	2.10	1,560.00	\$3,276.00
45982	Pecoraro, Andrew J.	1.90	1,020.00	\$1,938.00
44842	Reisman, Steven J.	0.80	1,920.00	\$1,536.00
<b>TOTAL:</b>		<b>5.20</b>		<b>\$7,030.00</b>

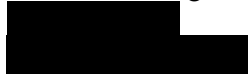
# Katten

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**New York, NY 10020-1605**

July 28, 2024

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



Invoice No. 40218446  
Client No. 400441  
Matter No. 00021  
FEIN: 36-2796532

**Re: Investigation** (400441.00021)

For legal services rendered through March 31, 2024 ..... \$240,873.50

**CURRENT INVOICE TOTAL: \$240,873.50**

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

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**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
01 Mar 24	Reisman, Steven J.	Follow-up with Katten team regarding ongoing investigation workstreams (1.60)	1.60
01 Mar 24	Pecoraro, Andrew J.	Conduct legal research regarding potential claims (2.60); review and analyze diligence regarding corporate governance (1.20)	3.80
04 Mar 24	Smith, Robert T.	Correspond with A. Pecoraro about investigation (.30); review memorandum analyzing potential claims (.70)	1.00
04 Mar 24	Reisman, Steven J.	Follow-up with Katten team regarding diligence and investigation (2.80)	2.80
04 Mar 24	Pecoraro, Andrew J.	Review and analyze diligence regarding secondary sales (1.40); teleconference with J. Hepner regarding investigation (.30); draft memorandum analyzing potential claims (2.50)	4.20
04 Mar 24	Hepner, Jennifer	Call with A. Pecoraro to discuss investigation (.30); review diligence related to secondary sales (5.00)	5.30
05 Mar 24	Smith, Robert T.	Analyze potential claims and causes of actions against Related Parties (.60)	0.60
05 Mar 24	Reisman, Steven J.	Follow-up regarding investigation and fiduciary obligations (1.10)	1.10
06 Mar 24	Smith, Robert T.	Draft email to clients providing update on investigation (.40)	0.40
07 Mar 24	Smith, Robert T.	Call with Katten regarding investigation (.60)	0.60
07 Mar 24	Reisman, Steven J.	Participate in call with Katten team regarding independent investigation (.60)	0.60
07 Mar 24	Giglio, Cindi M.	Review memo regarding breach of fiduciary duties (.40); call with Katten regarding investigation (.60)	1.00
07 Mar 24	Pecoraro, Andrew J.	Teleconference with Katten regarding investigation (.60); legal research regarding statutes of limitations issues (1.10)	1.70
07 Mar 24	Hepner, Jennifer	Call with Katten regarding investigation (.60)	0.60
08 Mar 24	Smith, Robert T.	Call to discuss status of investigation (.30)	0.30
08 Mar 24	Reisman, Steven J.	Review materials in connection with investigation (1.10)	1.10
08 Mar 24	Miranda, Loredana B.	Correspondence with A. Pecoraro regarding investigation (.40); review of right of first refusal and secondary sales chart prepared by J. Hepner (.70); review and analysis of memorandum regarding investigation into historical company transactions (.80)	1.90
08 Mar 24	Pecoraro, Andrew J.	Research regarding potential claims (2.00); draft memo regarding same (1.50)	3.50
11 Mar 24	Smith, Robert T.	Call with Katten team about status of investigation (.60)	0.60
11 Mar 24	Reisman, Steven J.	Participate in update call with C. Giglio and R. Smith regarding status of independent investigation (.60)	0.60
11 Mar 24	Giglio, Cindi M.	Update call with S. Reisman and R. Smith (.60)	0.60
11 Mar 24	Miranda, Loredana B.	Begin drafting presentation regarding historical transactions subject to investigation (3.40); attend Katten call regarding Investigation (.20)	3.60

**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
11 Mar 24	Pecoraro, Andrew J.	Research regarding potential claims (2.60); draft memorandum regarding same (2.00); call with Katten regarding investigation (.20)	4.80
11 Mar 24	Kweskin, Lucy F.	Katten call regarding Investigation (.20)	0.20
12 Mar 24	Reisman, Steven J.	Follow-up regarding investigation and document production (1.70)	1.70
12 Mar 24	Miranda, Loredana B.	Review diligence produced by debtors in response to document requests (.60); update diligence tracker with same (.30)	0.90
12 Mar 24	Pecoraro, Andrew J.	Draft memorandum regarding potential claims (1.70); legal research regarding same (1.00); review and analyze additional diligence produced by Thrasio (.60)	3.30
12 Mar 24	Kweskin, Lucy F.	Call with E. Swager regarding diligence update (.20); review new document production (.30)	0.50
13 Mar 24	Reisman, Steven J.	Review draft investigation presentation to Disinterested Directors (1.80)	1.80
13 Mar 24	Miranda, Loredana B.	Continue drafting investigation presentation into potential claims and causes and action (2.20); draft agenda for Disinterested Directors meeting (.20); email to directors regarding same (.20); emails with C. Giglio regarding same (.10); call with A. Pecoraro regarding investigation (.20)	2.90
13 Mar 24	Pecoraro, Andrew J.	Draft memorandum regarding potential claims (3.00); legal research regarding same (1.30); call with L. Miranda regarding investigation (.20); correspond with Katten team regarding outstanding diligence from Thrasio (.20)	4.70
13 Mar 24	Kweskin, Lucy F.	Confer with Katten team regarding production of emails (.30)	0.30
14 Mar 24	Smith, Robert T.	Review and analyze memorandum on possible claims to third parties and issues of indemnity (1.40); call with C. Giglio about the same (.30)	1.70
14 Mar 24	Reisman, Steven J.	Review draft of investigation presentation (3.60); Katten pre-call (.20); call with Disinterested Directors regarding investigation (.40)	4.20
14 Mar 24	Giglio, Cindi M.	Call with R. Smith on next steps related to indemnity (.30); discuss same with L. Kweskin (.20); discuss scope of authority with L. Miranda (.20)	1.40
14 Mar 24	Miranda, Loredana B.	Continue to draft investigation presentation into potential claims and causes of action, including review of background materials and transaction documents (4.20); Katten pre-call (.20); call with Disinterested Directors regarding investigation (.40); call with C. Giglio regarding scope of authority (.20); draft minutes regarding Disinterested Directors' meeting (.90)	5.90
14 Mar 24	Pecoraro, Andrew J.	Review and analyze diligence by company regarding potential claims (2.40); draft memorandum regarding potential claims against current and former officers and directors (2.50); pre-call with Katten regarding	5.50

**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
		investigation (.20); teleconference with Disinterested Directors regarding investigation (.40)	
14 Mar 24	Hepner, Jennifer	Review and provide comments on A. Pecoraro's memo on potential individual employee liability (1.80)	1.80
14 Mar 24	Kweskin, Lucy F.	Confer with C. Giglio regarding indemnity issues (.20)	0.20
15 Mar 24	Miranda, Loredana B.	Continue to draft investigation presentation regarding potential claims and causes of action (2.60)	2.60
15 Mar 24	Pecoraro, Andrew J.	Review and analyze potential claims regarding indemnification (1.20); review and analyze diligence regarding Company indemnification obligations (.90); draft memorandum regarding same (1.00)	3.10
18 Mar 24	Smith, Robert T.	Review proposed non-disclosure agreement (1.50); draft emails to counsel for company about sale (.10)	1.60
18 Mar 24	Reisman, Steven J.	Attend to matters related to independent investigation (2.20)	2.20
18 Mar 24	Giglio, Cindi M.	Correspondence with Katten related to upcoming workstreams (.90); revisions to 3/14 minutes (.20); follow up related to UCC request (.40); pre-call for Disinterested Directors meeting (.30); attend Disinterested Directors meeting (.40)	1.50
18 Mar 24	Miranda, Loredana B.	Call with A. Pecoraro regarding document requests in investigation (.10); draft email to directors regarding update on call with Kirkland (.80); review second supplemental document request and related memorandum on indemnification provisions and revisions with Katten's input (1.50); emails with Katten regarding upcoming work streams (.40); revise minutes from Disinterested Directors meeting with comments by C. Giglio (.20)	3.00
18 Mar 24	Pecoraro, Andrew J.	Review and analyze diligence regarding indemnification agreements (1.20); draft supplemental diligence request to Company regarding same (.40); call with L. Miranda regarding investigation (.10); edit draft NDA regarding Company production of documents (1.30); correspond with R. Smith regarding same (.10); draft update email to clients regarding investigation status (.40)	3.50
18 Mar 24	Hepner, Jennifer	Review Board material diligence to determine further diligence that must be requested (.70)	0.70
18 Mar 24	Kweskin, Lucy F.	Confer with Katten team regarding NDA issues (.30)	0.30
19 Mar 24	Smith, Robert T.	Analyze issues associated with investigation (.60); call with Katten regarding investigation (.40); analyze subpoenas issued by UCC (1.00)	2.00
19 Mar 24	Reisman, Steven J.	Review materials in connection with non-disclosure agreement and second supplemental diligence request to Debtors (2.70)	2.70
19 Mar 24	Giglio, Cindi M.	Follow up related to UCC subpoena and review of same (.50); meeting with Katten team (.40)	0.90
19 Mar 24	Miranda, Loredana B.	Follow-up and update Second Supplemental Document	5.60



**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
		Request to Company (.30); email to S. Reisman regarding meeting minutes (.20); draft email to directors regarding meeting minutes and coordinate execution (.40); call with Katten regarding work streams for investigation (.40); draft investigation update deck for Disinterested Directors's meeting (2.40); continue drafting final investigation presentation, including review of diligence (1.90)	
19 Mar 24	Pecoraro, Andrew J.	Call with Kirkland regarding proposed NDA (.30); call with Katten regarding investigation (.40)	0.70
19 Mar 24	Hepner, Jennifer	Call with Katten Team regarding work streams for investigation (.40)	0.40
19 Mar 24	Kweskin, Lucy F.	Update call with J. Zjukowski (.20); Katten call regarding investigation (.40)	0.60
20 Mar 24	Smith, Robert T.	Analyze subpoenas served by UCC and prepare for meeting on the same (.40); call with Katten in preparation for call with counsel for UCC (.30); call with counsel for UCC (.70)	1.40
20 Mar 24	Reisman, Steven J.	Katten pre-call (.30); call with UCC (.70); review and analyze UCC subpoenas (.70)	1.70
20 Mar 24	Giglio, Cindi M.	Edits to deck (1.60); call with T. Foudy and related follow up (.70)	2.30
20 Mar 24	Miranda, Loredana B.	Follow-up on Supplemental document requests and investigation presentation (.40); revise presentation with comments by C. Giglio (1.10); draft email to directors regarding directors' meeting (various) (.50); revise supplemental document request with comments from S. Reisman (.30)	2.30
20 Mar 24	Pecoraro, Andrew J.	Pre-call with Katten regarding call with UCC (.30); teleconference with UCC (.70); review and analyze subpoenas from UCC (.70); revise presentation to Disinterested Directors regarding investigation update (.30)	2.00
20 Mar 24	Kweskin, Lucy F.	Analyze subpoenas (.40)	0.40
21 Mar 24	Smith, Robert T.	Call with A. Pecoraro about subpoenas (.30)	0.30
21 Mar 24	Reisman, Steven J.	Attend Katten pre-call (.30); attend call with Disinterested Directors (.50); review additional diligence items from Debtors (.70)	1.50
21 Mar 24	Giglio, Cindi M.	Attend portion of Disinterested Directors call (.40)	0.40
21 Mar 24	Miranda, Loredana B.	Attend Katten pre-call (.30); attend call with Disinterested Directors (.50); draft minutes of meeting regarding same (.60); email to Kirkland regarding second supplemental document request (.20); confer with C. Giglio regarding investigation matters (throughout the day) (.30); update agenda for Disinterested Directors meeting (.10); emails directors agenda and materials for meeting (.20)	2.20
21 Mar 24	Pecoraro, Andrew J.	Research regarding enforceability of non-privilege agreements (.80); teleconference with R. Smith	4.10

**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
		regarding subpoenas from UCC (.30); draft non-waiver of privilege agreement (1.20); pre-call with Katten regarding meeting with Disinterested Directors (.30); attend meeting with Disinterested Directors (.50); review and analyze additional diligence from Debtors (1.00)	
21 Mar 24	Kweskin, Lucy F.	Attend Katten pre-call (.30); Disinterested Directors meeting (.50)	0.80
22 Mar 24	Smith, Robert T.	Pre-call before call with Kirkland (.30); call with Kirkland about subpoenas from UCC (.30); review and analyze research on common interest and waiver agreements with UCC (1.00)	1.60
22 Mar 24	Reisman, Steven J.	Katten pre-call (.30); call with Kirkland (.30); attend to matters related to investigation workstreams (1.60); review UCC subpoenas and responses (.70)	2.90
22 Mar 24	Miranda, Loredana B.	Review of diligence provided from Company in response to Supplemental Document Request in connection with investigation (1.90); update diligence tracker regarding same (.40); draft email to Katten regarding diligence and responses (.30); review and collect documents in connection with UCC Subpoenas (1.10)	3.70
22 Mar 24	Pecoraro, Andrew J.	Draft non-waiver agreement regarding UCC (1.00); legal research regarding same (1.50); review and analyze diligence from Debtors (1.20); correspond with Debtors regarding access to diligence (.20)	3.90
25 Mar 24	Smith, Robert T.	Analyze UCC subpoena responses (.90)	0.90
25 Mar 24	Reisman, Steven J.	Review draft of investigation presentation (1.50); correspondence with Katten related to UCC subpoenas (.60); follow-up regarding diligence requests (.60)	2.70
25 Mar 24	Giglio, Cindi M.	Correspondence related to UCC subpoena (.20)	0.20
25 Mar 24	Miranda, Loredana B.	Continue to collect responsive documents regarding UCC subpoena (.20); email to Katten regarding UCC subpoenas (.30); continue to draft investigation presentation regarding potential claims and causes of action (3.90); Incorporate comments from C. Giglio to meeting minutes (.20); emails with Katten regarding same (.20)	4.80
26 Mar 24	Smith, Robert T.	Call with Katten team regarding investigation (.60); revise Creditors Committee subpoena response notes (1.00)	1.60
26 Mar 24	Reisman, Steven J.	Call with Katten regarding investigation (.60); review draft of investigation presentation (1.60); correspondence with Katten regarding UCC subpoena and investigation workstreams (1.40)	3.60
26 Mar 24	Giglio, Cindi M.	Review update from Kirkland on potential claims being asserted against related parties (.20); related emails with Katten team (.10); call with Katten team regarding investigation (.60); review document tracker	2.00

**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
26 Mar 24	Miranda, Loredana B.	and flagged documents (1.00); call with T. Foudy (.10) Draft email to Kirkland regarding investigation (various iterations) (.40); incorporate comments from C. Giglio (.10); email to Disinterested Directors regarding meeting minutes (.20); review investigation and chapter 11 cases update email from Kirkland (.20); emails with Katten regarding update call (.20); draft diligence tracker for UCC subpoenas (.80); attend Katten call regarding investigation work streams (.60); continue drafting investigation presentation into potential claims and causes of action and review of diligence related to same (2.90); attend to matters relate to UCC subpoena (.60)	6.00
26 Mar 24	Pecoraro, Andrew J.	Review update from Kirkland regarding investigation-related issues (.30); analyze documents regarding potential claims (.70); call with Katten regarding investigation (.60); review and edit subpoena tracker chart (.40); correspond with Thrasio Director of IT regarding access to diligence materials (.20)	2.20
26 Mar 24	Hepner, Jennifer	Katten call regarding Investigation (.60)	0.60
26 Mar 24	Kweskin, Lucy F.	Analyze email regarding investigation matters (.30); Katten call regarding investigation (.60)	0.90
27 Mar 24	Smith, Robert T.	Revise diligence tracker of Creditors Committee requests (.80)	0.80
27 Mar 24	Reisman, Steven J.	Call with Disinterested Directors (.50); correspondence with Katten regarding investigation workstreams (1.20)	1.70
27 Mar 24	Giglio, Cindi M.	Correspondence related to document requests (.20)	0.20
27 Mar 24	Miranda, Loredana B.	Review and update UCC diligence tracker (.70); emails with Katten regarding same (.20); follow-up with Disinterested Directors on meeting minutes (.20); coordinate execution of meeting minutes (.10); draft emails to Kirkland regarding investigation work streams (various iterations) (.90); continue to draft investigation deck (1.70); correspondance with A. Pecoraro regarding investigation (.20); draft agenda for directors' meeting (.20)	3.30
27 Mar 24	Pecoraro, Andrew J.	Draft email to Kirkland regarding outstanding document requests (.30); review and analyze documents regarding potential claims (.60); correspond with Company regarding access to emails (.30)	1.20
28 Mar 24	Smith, Robert T.	Draft analysis of Creditors Committee subpoenas (1.10); pre-call with Katten before call with clients (.20); call with clients (.30)	1.60
28 Mar 24	Reisman, Steven J.	Katten pre-call (.20); call with Disinterested Directors (.30); correspondence with Katten team regarding UCC subpoenas (1.30); follow-up regarding diligence requests and document production (1.20)	3.00
28 Mar 24	Giglio, Cindi M.	Attend Katten pre-call (.20); attend Disinterested Directors call (.30); revise minutes of meeting (.20);	1.90

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

Invoice No. 40218446  
Invoice Date: July 28, 2024

**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
28 Mar 24	Miranda, Loredana B.	comment on search terms for J. Silberstein's custodial emails (.20); review indemnification research and take notes on same (1.00) Emails with Katten regarding agenda for directors' meeting (.20); email to Directors regarding same (.20); review search terms for document review (.50); emails with Katten regarding same (.20); call with Thrasio regarding documents responsive to document requests (.30); conduct spot checks on review platform for documents provided by debtors in connection with Katten's document request (1.40); attend katten pre call (.20); attend call with Disinterested Directors (.30); draft minutes of meeting regarding same (.50); incorporate comments from C. Giglio to meeting minutes (.10)	3.90
28 Mar 24	Pecoraro, Andrew J.	Review and analyze emails produced by Company (2.00); correspond with Company IT regarding production of Slack messages and emails (.40); coordinate ingestion and review of new diligence (.40); precall with Katten regarding meeting of Disinterested Directors (.20); teleconference with Disinterested Directors (.20); teleconference with Disinterested Directors (.10)	3.30
29 Mar 24	Reisman, Steven J.	Correspondence with Katten regarding investigation presentation (1.70); continued follow-up regarding investigation workstreams (1.10)	2.80
29 Mar 24	Miranda, Loredana B.	Circulate minutes to Katten team (.10); draft email to directors regarding same (.20); emails with A. Pecoraro regarding interview outline for additional interviews (.20); emails with Katten regarding same (.20); begin to draft outline for interviews related to Investigations, including review of investigation diligence (2.90); spot check and review document platform to begin documents review (1.10)	4.70
29 Mar 24	Pecoraro, Andrew J.	Review and analyze emails and documents produced by Debtors (2.60); draft interview outline for requested interview with D. Mussafer (1.00); draft interview outline for interview with PwC (1.20)	4.80
<b>TOTALS:</b>			<b>200.90</b>

**SUMMARY OF PROFESSIONAL SERVICES**

Matter 00021: Investigation

	<b>Attorney or Assistant</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
44904	Giglio, Cindi M.	12.40	1,635.00	\$20,274.00
46275	Hepner, Jennifer	9.40	700.00	\$6,580.00
46629	Kweskin, Lucy F.	4.20	1,560.00	\$6,552.00

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

Invoice No. 40218446  
Invoice Date: July 28, 2024

**SUMMARY OF PROFESSIONAL SERVICES**

Matter 00021: Investigation

	<b>Attorney or Assistant</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
45695	Miranda, Loredana B.	57.30	835.00	\$47,845.50
45982	Pecoraro, Andrew J.	60.30	1,020.00	\$61,506.00
44842	Reisman, Steven J.	40.30	1,920.00	\$77,376.00
42497	Smith, Robert T.	17.00	1,220.00	\$20,740.00
	<b>TOTAL:</b>	<b>200.90</b>		<b>\$240,873.50</b>

# Katten

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**New York, NY 10020-1605**

July 28, 2024

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



Invoice No. 40218447  
Client No. 400441  
Matter No. 00022  
FEIN: 36-2796532

**Re: Plan / Disclosure Statement / Confirmation (400441.00022)**

For legal services rendered through March 31, 2024 ..... \$15,522.00

**CURRENT INVOICE TOTAL: \$15,522.00**

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

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

Invoice No. 40218447  
Invoice Date: July 28, 2024

**PROFESSIONAL SERVICES**

Matter 00022: Plan / Disclosure Statement / Confirmation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
12 Mar 24	Reisman, Steven J.	Review and comment on plan documents and follow up with Katten team members regarding same (.70)	0.70
12 Mar 24	Giglio, Cindi M.	Begin reviewing plan documents (1.00)	1.00
12 Mar 24	Miranda, Loredana B.	Review chapter 11 plan for provisions regarding Disinterested Directors (1.50); draft email to Kirkland regarding same (.40)	1.90
13 Mar 24	Reisman, Steven J.	Continued follow up regarding matters related to ongoing workstreams in connection with chapter 11 plan, release provisions, disclosure etc. (.70)	0.70
13 Mar 24	Giglio, Cindi M.	Review and correspondence related to changes to plan of reorganization (.70)	0.70
13 Mar 24	Miranda, Loredana B.	Revise chapter 11 plan with comments from L. Kweskin (.30); emails with Katten regarding same (.30)	0.60
13 Mar 24	Kweskin, Lucy F.	Analyze chapter 11 plan (.60)	0.60
14 Mar 24	Giglio, Cindi M.	Email regarding plan comments (.20); review of plan and disclosure statement (1.10); correspondence regarding same (.40)	1.70
14 Mar 24	Miranda, Loredana B.	Review Disclosure Statement and provide comments to same (.70)	0.70
19 Mar 24	Reisman, Steven J.	Review disclosure statement comments from Katten team members and follow up regarding same (.40)	0.40
19 Mar 24	Miranda, Loredana B.	Revise Disclosure Statement with comments from L. Kweskin (.30); emails to Kirkland regarding hearing schedule (.20)	0.50
19 Mar 24	Kweskin, Lucy F.	Analyze Disclosure Statement (.30)	0.30
21 Mar 24	Reisman, Steven J.	Review disclosure statement and feedback from C. Giglio and L. Miranda regarding same (.40)	0.40
21 Mar 24	Giglio, Cindi M.	Review Disclosure Statement language (.20)	0.20
21 Mar 24	Miranda, Loredana B.	Revise disclosure statement with comments by C. Giglio (.10); email to Kirkland regarding comments to disclosure statement (.20)	0.30
27 Mar 24	Miranda, Loredana B.	Review Reorg article regarding disclosure statement exhibits (.20); analyze disclosure statement exhibits (.30); draft email to disinterested directors regarding same (.30)	0.80
<b>TOTALS:</b>			<b>11.50</b>

**SUMMARY OF PROFESSIONAL SERVICES**

Matter 00022: Plan / Disclosure Statement / Confirmation

	<b>Attorney or Assistant</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
44904	Giglio, Cindi M.	3.60	1,635.00	\$5,886.00
46629	Kweskin, Lucy F.	0.90	1,560.00	\$1,404.00
45695	Miranda, Loredana B.	4.80	835.00	\$4,008.00
44842	Reisman, Steven J.	2.20	1,920.00	\$4,224.00

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

Invoice No. 40218447  
Invoice Date: July 28, 2024

**SUMMARY OF PROFESSIONAL SERVICES**  
Matter 00022: Plan / Disclosure Statement / Confirmation

<b>Attorney or Assistant</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
	<u>11.50</u>		<u>\$15,522.00</u>
<b>TOTAL:</b>			



# Katten

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**New York, NY 10020-1605**

July 28, 2024

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



Invoice No. 40218448  
Client No. 400441  
Matter No. 00032  
FEIN: 36-2796532

**Re: Expenses** (400441.00032)

Disbursements and other charges..... \$6,697.73

**CURRENT INVOICE TOTAL: \$6,697.73**

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

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

Invoice No. 40218448  
 Invoice Date: July 28, 2024

**DISBURSEMENTS**

Matter 00032: Expenses

<b>Date</b>	<b>Description</b>	<b>Amount</b>
29 Feb 24	Westlaw Legal Research: PECORARO,ANDREW on 2/22/2024	255.00
29 Feb 24	Westlaw Legal Research: PECORARO,ANDREW on 2/21/2024	669.33
29 Feb 24	Westlaw Legal Research: MIRANDA,LOREDANA on 2/23/2024	29.55
20 Mar 24	Clerk USDC District of New Jersey, 3/20/2024; Pro Hac Vice Admission of S. Reisman, C. Giglio, L. Kweskin and R. Smith 20240320	1,000.00
27 Mar 24	FedExCorp.Inv#: 844872415,Trking# 272458991695,on 3/21/2024 To: Attn: Pro Hac Admissions 20240327	14.09
27 Mar 24	Westlaw Legal Research: PECORARO,ANDREW on 3/22/2024	256.34
27 Mar 24	Westlaw Legal Research: PECORARO,ANDREW on 3/21/2024	1,070.70
27 Mar 24	Westlaw Legal Research: PECORARO,ANDREW on 3/19/2024	45.35
27 Mar 24	Westlaw Legal Research: PECORARO,ANDREW on 3/18/2024	196.20
27 Mar 24	Westlaw Legal Research: PECORARO,ANDREW on 3/15/2024	408.17
27 Mar 24	Westlaw Legal Research: PECORARO,ANDREW on 3/14/2024	649.72
27 Mar 24	Westlaw Legal Research: PECORARO,ANDREW on 3/11/2024	1,115.07
27 Mar 24	Westlaw Legal Research: PECORARO,ANDREW on 3/8/2024	858.73
27 Mar 24	Westlaw Legal Research: PECORARO,ANDREW on 3/4/2024	129.48
	<b>TOTAL:</b>	<u>\$6,697.73</u>

**SUMMARY OF DISBURSEMENTS**

Matter 00032: Expenses

Courier	\$14.09
Legal Research	\$5,683.64
Court Costs	\$1,000.00
	<b>TOTAL:</b>
	<u>\$6,697.73</u>

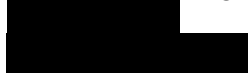
# Katten

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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.

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**PROFESSIONAL SERVICES**  
 Matter 00002: Retention and Fee Applications

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
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

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
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
<b>TOTALS:</b>			<b>30.10</b>

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

	<b>Attorney or Assistant</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
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
	<b>TOTAL:</b>	<b>30.10</b>		<b>\$32,201.50</b>

# Katten

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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

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**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.

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**PROFESSIONAL SERVICES**

Matter 00010: Business Operations and Governance

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
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

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
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

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
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
<b>TOTALS:</b>			<b>49.00</b>

**SUMMARY OF PROFESSIONAL SERVICES**

Matter 00010: Business Operations and Governance

	<b>Attorney or Assistant</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
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

	<b>Attorney or Assistant</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
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
	<b>TOTAL:</b>	<b>49.00</b>		<b>\$62,986.00</b>

# Katten

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**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

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
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
<b>TOTALS:</b>			<u>2.00</u>

**SUMMARY OF PROFESSIONAL SERVICES**

Matter 00011: Case Administration

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

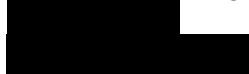
# Katten

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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.

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**PROFESSIONAL SERVICES**

Matter 00019: Hearings

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
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

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
		(.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

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
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

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
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
<b>TOTALS:</b>			<b>98.20</b>

**SUMMARY OF PROFESSIONAL SERVICES**

Matter 00019: Hearings

	<b>Attorney or Assistant</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
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
<b>TOTAL:</b>		<b>98.20</b>		<b>\$137,846.50</b>

# Katten

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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.

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**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
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

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
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

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
		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

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
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

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
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

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
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

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
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

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
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

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Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
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

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
		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

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
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

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
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

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
		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

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
		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

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
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

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
16 Apr 24	Rosella, Michael	call with Katten team (1.30); correspondence regarding UCC requests (.20); review of investigation deck (1.20) 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)	4.50
16 Apr 24	Evans, Robin	Review document review protocol (.30); review document review memorandum summary of hot documents (.30); review emails from 2019 to further investigation (2.10)	2.70
16 Apr 24	Yogeshwarun, Nikita	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)	1.50
16 Apr 24	Roitman, Marc B.	Review of key documents in connection with independent investigation (1.60); call with Katten regarding investigation matters (1.30)	2.90
16 Apr 24	Miranda, Loredana B.	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)	4.70
16 Apr 24	Zobeideh, Alexis	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)	7.00
16 Apr 24	Pecoraro, Andrew J.	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)	6.80
16 Apr 24	Hepner, Jennifer	Review data room diligence regarding Yardline (1.50); review diligence regarding financial statement and valuation issues (.70)	2.20
16 Apr 24	Jordan Ally G	Continue review and analysis of Debtor's documents in connection with investigation (2.20)	2.20
16 Apr 24	Gleeson, Jordan P.	Review documents relating to investigation into potential claims for responsiveness (1.20)	1.20
16 Apr 24	Kweskin, Lucy F.	Calls with C. Giglio (.70); call with L. Miranda	1.70

**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
		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

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
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

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
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

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
		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

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
		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

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
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

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Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
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

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
		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

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Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
		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

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
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

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
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

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
29 Apr 24	Miranda, Loredana B.	further review of key documents in connection with same (1.40); emails with Katten regarding analyses in connection with same (.40); call with Kirkland regarding investigation matters (.40); Katten pre-call regarding same (.30) 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

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
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

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
		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
<b>TOTALS:</b>			<b>1,120.20</b>

**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

	<b>Attorney or Assistant</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
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
	<b>TOTAL:</b>	<b>1,120.20</b>		<b>\$1,181,576.00</b>

# Katten

Direct Billing Inquiries to:  
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**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

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
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

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
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

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
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
<b>TOTALS:</b>			<b>63.50</b>

**SUMMARY OF PROFESSIONAL SERVICES**

Matter 00022: Plan / Disclosure Statement / Confirmation

	<b>Attorney or Assistant</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
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
<b>TOTAL:</b>		<b>63.50</b>		<b>\$83,174.50</b>

# Katten

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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).

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

Invoice No. 40218712  
 Invoice Date: July 30, 2024

**DISBURSEMENTS**

Matter 00032: Expenses

<b>Date</b>	<b>Description</b>	<b>Amount</b>
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
	<b>TOTAL:</b>	<b>\$7,581.29</b>

**SUMMARY OF DISBURSEMENTS**

Matter 00032: Expenses

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



# Katten

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July 31, 2024

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



Invoice No. 40219033  
Client No. 400441  
Matter No. 00002  
FEIN: 36-2796532

**Re: Retention and Fee Applications** (400441.00002)

For legal services rendered through June 13, 2024..... \$57,675.00

**CURRENT INVOICE TOTAL:** \$57,675.00

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

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**PROFESSIONAL SERVICES**  
 Matter 00002: Retention and Fee Applications

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
01 May 24	Reisman, Steven J.	Review UST edits to Katten retention (.30)	0.30
01 May 24	Giglio, Cindi M.	Review of further UST edits and sign off on same (.50)	0.50
01 May 24	Miranda, Loredana B.	Review responses by UST and make revisions (.60); emails with conflicts team regarding same (.20); review proposed order revisions (.30); emails with C. Giglio regarding same (.20)	1.30
02 May 24	Giglio, Cindi M.	Follow up on retention order (.30)	0.30
02 May 24	Miranda, Loredana B.	Review draft responses to UST regarding additional inquiries and attend to issues regarding same (.90)	0.90
03 May 24	Siena, Marie A.	Emails with L. Kweskin regarding fee estimates (.30)	0.30
06 May 24	Reisman, Steven J.	Review supplemental declaration and sign off on same (.40)	0.40
06 May 24	Miranda, Loredana B.	Continue to revise supplemental declaration for Katten's retention application (1.10)	1.10
07 May 24	Miranda, Loredana B.	Revise supplemental declaration for Katten's retention application with comments from C. Giglio (.20); emails with Kirkland and Katten team regarding same (.20)	0.40
08 May 24	Reisman, Steven J.	Call with C. Giglio and L. Miranda regarding Kirkland's comments to supplemental declaration (.30); further review of supplemental declaration (.10)	0.40
08 May 24	Giglio, Cindi M.	Call with L. Miranda and S. Reisman regarding Kirkland's comments to the Supplemental Declaration (.30); finalize supplemental declaration (1.00)	1.30
08 May 24	Miranda, Loredana B.	Review comments from from Kirkland on supplemental declaration (.30); call with S. Reisman and C. Giglio regarding same (.30); revise supplemental declaration with comments from S. Reisman (.20); emails with Kirkland regarding supplemental declaration (.20); emails with Directors regarding same (.20)	1.20
13 May 24	Miranda, Loredana B.	Review March billing statements for compliance with UST guidelines and confidentiality (1.20)	1.20
14 May 24	Siena, Marie A.	Emails with C. Giglio regarding fees to date (.20); email C. Giglio regarding March and April fees (.10); review April billing statements for privileged and confidential information (.60)	0.90
14 May 24	Reisman, Steven J.	Update regarding fee chart, fee statements and retention (.30)	0.30
14 May 24	Miranda, Loredana B.	Review updated PII list (.10); email to conflicts team regarding same (.20)	0.30
16 May 24	Siena, Marie A.	Incorporate L. Miranda and J. Hepner comments to March billing statements (1.80)	1.80
17 May 24	Siena, Marie A.	Continue to incorporate J. Hepner and L. Miranda comment to March billing statements (.70)	0.70
20 May 24	Siena, Marie A.	Review March billing statements for compliance with UST guidelines (.60); email same to L. Miranda and J. Hepner (.10)	0.70

**PROFESSIONAL SERVICES**

Matter 00002: Retention and Fee Applications

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
20 May 24	Reisman, Steven J.	Review March billing statement (.30)	0.30
20 May 24	Miranda, Loredana B.	Email to Kirkland regarding fee applications (.20)	0.20
23 May 24	Reisman, Steven J.	Call with L. Miranda regarding investigation fee estimate (.10)	0.10
23 May 24	Miranda, Loredana B.	Call with S. Reisman regarding investigation fee estimate (.10); email to AlixPartners regarding same (.30)	0.40
24 May 24	Siena, Marie A.	Review April billing statements for privileged and confidential information (1.20)	1.20
27 May 24	Siena, Marie A.	Review and revise April billing statements for privileged and confidential information and for compliance with UST guidelines (4.30)	4.30
27 May 24	Hepner, Jennifer	Review Katten's billing statements for privilege and ensure compliance with UST guidelines (1.10)	1.10
28 May 24	Hepner, Jennifer	Review Katten's billing statements for privilege and ensure compliance with UST guidelines (3.00)	3.00
29 May 24	Reisman, Steven J.	Attention to matters relating to retention and compensation (.80)	0.80
29 May 24	Roitman, Marc B.	Attention to matters relating to retention and compensation (1.50)	1.50
29 May 24	Miranda, Loredana B.	Review April billing statements for privilege and to align with guidelines by UST (2.90)	2.90
29 May 24	Hepner, Jennifer	Review Katten's billing statements for privilege and ensure compliance with UST guidelines (2.10)	2.10
30 May 24	Siena, Marie A.	Revise April billing statements to incorporate comments from L. Miranda and J. Hepner (2.60)	2.60
30 May 24	Roitman, Marc B.	Further attention to matters relating to retention and compensation (.70)	0.70
31 May 24	Siena, Marie A.	Continue to incorporate L. Miranda and J. Hepner comments to April billing statements (3.50)	3.50
31 May 24	Reisman, Steven J.	Further attention to matters relating to retention and compensation (.30)	0.30
31 May 24	Giglio, Cindi M.	Emails regarding professional fee escrow (.40)	0.40
31 May 24	Roitman, Marc B.	Further attention to matters relating to retention and compensation (.30)	0.30
31 May 24	Miranda, Loredana B.	Attend to issues regarding monthly fee applications (.50)	0.50
02 Jun 24	Siena, Marie A.	Review and revise April billing statements for privileged and confidential information and to ensure compliance with UST guidelines (4.40)	4.40
03 Jun 24	Siena, Marie A.	Continue to review April billing statements for compliance with UST guidelines (3.30)	3.30
03 Jun 24	Miranda, Loredana B.	Email to J. Hepner regarding monthly fee statement (.40)	0.40
03 Jun 24	Hepner, Jennifer	Prepare March fee application (.80); prepare April fee application (.80)	1.60
04 Jun 24	Siena, Marie A.	Continue revising April billing statements for privileged and confidential information (1.50)	1.50
04 Jun 24	Reisman, Steven J.	Review billing statements for compliance with UST	0.40

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

Invoice No. 40219033  
 Invoice Date: July 31, 2024

**PROFESSIONAL SERVICES**

Matter 00002: Retention and Fee Applications

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
04 Jun 24	Giglio, Cindi M.	guidelines and privilege (.40) Review March fee statement for compliance with UST guidelines (1.20)	1.20
04 Jun 24	Miranda, Loredana B.	Review and revise March and April Monthly Fee Statements (1.50); meeting with C. Grady regarding first and final fee application (.20); email to C. Grady regarding same (.20); revise March Monthly Fee Statement with comments from C. Giglio (.40)	2.30
04 Jun 24	Grady, Cade	Meet with L.Miranda to discuss First and Final Fee Application (.20); draft Thrasio First and Final Fee application (1.50)	1.70
05 Jun 24	Siena, Marie A.	Incorporate C. Giglio's comments to the March billing statements (.60); review April billing statements for compliance with UST guidelines (2.50)	3.10
05 Jun 24	Grady, Cade	Continue to prepare Thrasio First and Final Fee Application (4.00)	4.00
06 Jun 24	Siena, Marie A.	Continue to incorporate L. Miranda and J. Hepner edits to April billing statements (.80); email same to C. Giglio (.10)	0.90
06 Jun 24	Reisman, Steven J.	Follow up regarding fee applications (.40)	0.40
06 Jun 24	Grady, Cade	Make finishing edits to Thraso First and Final Fee Application (.80); email with to L. Miranda regarding same (.20)	1.00
11 Jun 24	Reisman, Steven J.	Call with M. Roitman regarding fee matters (.30)	0.30
11 Jun 24	Roitman, Marc B.	Attention to fee matters (.50); call with S. Reisman regarding same (.30)	0.80
11 Jun 24	Miranda, Loredana B.	Begin to review and revise Katten's first and final fee application (1.80)	1.80
<b>TOTALS:</b>			<b>69.60</b>

**SUMMARY OF PROFESSIONAL SERVICES**

Matter 00002: Retention and Fee Applications

	<b>Attorney or Assistant</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
44904	Giglio, Cindi M.	3.70	1,635.00	\$6,049.50
46686	Grady, Cade	6.70	700.00	\$4,690.00
46275	Hepner, Jennifer	7.80	700.00	\$5,460.00
45695	Miranda, Loredana B.	14.90	835.00	\$12,441.50
44842	Reisman, Steven J.	4.00	1,920.00	\$7,680.00
45657	Roitman, Marc B.	3.30	1,560.00	\$5,148.00
41782	Siena, Marie A.	29.20	555.00	\$16,206.00
<b>TOTAL:</b>		<b>69.60</b>		<b>\$57,675.00</b>

# Katten

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**50 Rockefeller Plaza**  
**New York, NY 10020-1605**

July 31, 2024

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



Invoice No. 40219034  
Client No. 400441  
Matter No. 00010  
FEIN: 36-2796532

**Re: Business Operations and Governance (400441.00010)**

For legal services rendered through June 13, 2024..... \$13,783.00

**CURRENT INVOICE TOTAL: \$13,783.00**

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

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**PROFESSIONAL SERVICES**

Matter 00010: Business Operations and Governance

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
01 May 24	Reisman, Steven J.	Follow up regarding D&O insurance matters (.30)	0.30
01 May 24	Miranda, Loredana B.	Review analysis by P. Nemecek regarding D&O insurance (.60)	0.60
03 May 24	Siena, Marie A.	Submit minutes of Disinterested Directors meeting for execution (.10); email with L. Miranda regarding same (.10)	0.20
14 May 24	Siena, Marie A.	Prepare director invoices for June (.20)	0.20
14 May 24	Reisman, Steven J.	Confer with Disinterested Directors regarding business operations of Debtors (.40)	0.40
20 May 24	Siena, Marie A.	Submit minutes of Disinterested Directors meeting for execution via DocuSign (.10)	0.10
20 May 24	Miranda, Loredana B.	Attend to issues regarding directors invoices to the company (.30)	0.30
28 May 24	Siena, Marie A.	Review executed minutes of meetings (.10); email same to L. Miranda (.10)	0.20
30 May 24	Miranda, Loredana B.	Incorporate comments from M. Roitman to per diem invoice for T. Horton (various iterations) (1.70); email to Kirkland regarding depositions scheduling (.30)	2.00
31 May 24	Reisman, Steven J.	Review Disinterested Director fee letter and sign off on same (.20)	0.20
31 May 24	Miranda, Loredana B.	Revise per diem letter for T. Horton (.20); draft email to T. Horton regarding same (.20); attend to issues regarding professional fee escrow (1.20); review docket and circulate the as filed settlement agreement (.20)	1.80
05 Jun 24	Siena, Marie A.	Submit Minutes of Meetings for 5/20, 5/22, and 5/23 for execution via DocuSign (.20); email L. Miranda regarding same (.10)	0.30
05 Jun 24	Reisman, Steven J.	Follow-up regarding meeting minutes and update to Disinterested Directors (.70)	0.70
05 Jun 24	Miranda, Loredana B.	Draft email to directors regarding chapter 11 updates (.60); emails with Katten regarding same (.30); review edits to email from M. Roitman (.20); emails to directors regarding meeting minutes (.40)	1.50
11 Jun 24	Miranda, Loredana B.	Emails with M. Siena regarding meeting minutes (.10); revise letter to M. Fahey regarding per diem invoice for A. Horton (1.10); revise letter regarding same with comments by Katten (.80); draft emails to M. Fahey and A. Horton regarding same (.60); emails with A. Zobeideh regarding closing binder (.40); attend to issues regarding closing binder (.50)	3.50
11 Jun 24	Hepner, Jennifer	Review pleadings filed throughout the week with attention to matters relevant to the Disinterested Directors, including filings related to plan confirmation (.60)	0.60
12 Jun 24	Miranda, Loredana B.	Emails with Katten regarding letter to M. Fahey (.30)	0.30
12 Jun 24	Zobeideh, Alexis	Draft closing binder index (1.70); email L. Miranda regarding same (.10)	1.80

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

Invoice No. 40219034  
 Invoice Date: July 31, 2024

**PROFESSIONAL SERVICES**

Matter 00010: Business Operations and Governance

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
<b>TOTALS:</b>			<u><b>15.00</b></u>

**SUMMARY OF PROFESSIONAL SERVICES**

Matter 00010: Business Operations and Governance

<b>Attorney or Assistant</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
46275 Hepner, Jennifer	0.60	700.00	\$420.00
45695 Miranda, Loredana B.	10.00	835.00	\$8,350.00
44842 Reisman, Steven J.	1.60	1,920.00	\$3,072.00
41782 Siena, Marie A.	1.00	555.00	\$555.00
45889 Zobeideh, Alexis	1.80	770.00	\$1,386.00
<b>TOTAL:</b>	<u><b>15.00</b></u>		<u><b>\$13,783.00</b></u>

# Katten

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July 31, 2024

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



Invoice No. 40219035  
Client No. 400441  
Matter No. 00011  
FEIN: 36-2796532

**Re: Case Administration** (400441.00011)

For legal services rendered through June 13, 2024..... \$6,270.00

**CURRENT INVOICE TOTAL: \$6,270.00**

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

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**PROFESSIONAL SERVICES**

Matter 00011: Case Administration

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
03 May 24	Siena, Marie A.	Update case calendar with details of upcoming depositions (.30); emails with L. Miranda regarding same (.10)	0.40
07 May 24	Siena, Marie A.	Prepare Pro Hac Vice application and proposed order for J. Hodge (.80); emails with J. Hodge regarding same (.30); file pro hac vice application on the court's docket (.30)	1.40
07 May 24	Hodge, Johnjerica	Revise pro hac application (.10)	0.10
07 May 24	Miranda, Loredana B.	Emails with M. Siena regarding calendaring hearing (.10)	0.10
08 May 24	Siena, Marie A.	Update case calendar with upcoming deposition details (.20); emails with L. Miranda regarding same (.10); draft pro hac vice application and proposed order for M. Roitman (.50); emails with M. Roitman regarding same (.30)	1.10
08 May 24	Grady, Cade	Update case calendar, contact list, and coverage list of May events regarding Thrasio (1.50)	1.50
09 May 24	Siena, Marie A.	File pro hac vice application for M. Roitman on the court's docket (.20); email M. Roitman regarding same (.10)	0.30
10 May 24	Siena, Marie A.	Update case calendar with upcoming hearing details (.10)	0.10
14 May 24	Siena, Marie A.	Update case calendar with upcoming milestones and hearing dates (.30)	0.30
14 May 24	Miranda, Loredana B.	Email with M. Siena regarding hearings and deadlines (.10)	0.10
16 May 24	Siena, Marie A.	Update case calendar with amended hearing dates, deadlines and milestones (.60); email J. Hodge regarding signed Order for PHV admission and fees for same (.20); request payment of fees for PHV Order (.30)	1.10
22 May 24	Siena, Marie A.	Prepare Pro Hac Vice application and proposed order for L. Miranda (.40); emails with L. Miranda regarding same (.20); file same on the court's docket (.40)	1.00
28 May 24	Siena, Marie A.	Prepare pro hac vice application for A. Pecoraro (.60); emails with A. Pecoraro regarding same (.20); file Pro Hac Vice application on the court's docket (.30); update case calendar with upcoming status conference details (.20); register attorneys for appearance at status conference (.40)	1.70
05 Jun 24	Siena, Marie A.	Email A. Pecoraro regarding pro hac vice Order (.10); email regarding payment for pro hac vice admission (.20); update case calendar with upcoming hearing details and deadlines (.50)	0.80
07 Jun 24	Siena, Marie A.	Update case calendar with upcoming hearing details (.20); register appearances for Katten for Confirmation Hearing (.40)	0.60
13 Jun 24	Siena, Marie A.	Update case calendar with upcoming hearing details	0.10

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

Invoice No. 40219035  
 Invoice Date: July 31, 2024

**PROFESSIONAL SERVICES**  
 Matter 00011: Case Administration

Date	Attorney or Assistant	Description (.10)	Hours
<b>TOTALS:</b>			<b>10.70</b>

**SUMMARY OF PROFESSIONAL SERVICES**  
 Matter 00011: Case Administration

Attorney or Assistant	Hours	Rate	Amount
46686 Grady, Cade	1.50	700.00	\$1,050.00
44501 Hodge, Johnjerica	0.10	1,135.00	\$113.50
45695 Miranda, Loredana B.	0.20	835.00	\$167.00
41782 Siena, Marie A.	8.90	555.00	\$4,939.50
<b>TOTAL:</b>	<b>10.70</b>		<b>\$6,270.00</b>

# Katten

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July 31, 2024

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



Invoice No. 40219036  
Client No. 400441  
Matter No. 00019  
FEIN: 36-2796532

**Re: Hearings** (400441.00019)

For legal services rendered through June 13, 2024..... \$199,562.50

**CURRENT INVOICE TOTAL: \$199,562.50**

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

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**PROFESSIONAL SERVICES**

Matter 00019: Hearings

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
02 May 24	Reisman, Steven J.	Review materials in preparation for upcoming status conference (1.10)	1.10
02 May 24	Giglio, Cindi M.	Prepare for status conference (.60)	0.60
04 May 24	Hodge, Johnjerica	Review materials for status conference (.40)	0.40
04 May 24	Reisman, Steven J.	Continued preparation for status conference (.60)	0.60
04 May 24	Giglio, Cindi M.	Draft script for status conference (.90)	0.90
04 May 24	Miranda, Loredana B.	Review talking points for status conference hearing regarding investigation (.70); emails with Katten regarding same (.20); review statement for status conference hearing from debtors (.40)	1.30
05 May 24	Hodge, Johnjerica	Review materials for status conference (.20)	0.20
06 May 24	Miranda, Loredana B.	Review statements filed by UCC and debtors in advance of May 7 status conference (.90); prepare email to Directors regarding statements filed by UCC and Debtors (.80)	1.70
07 May 24	Siena, Marie A.	Email chambers regarding presenter status for J. Hodge (.20); prepare hearing binders for status conference (.60)	0.80
07 May 24	Hodge, Johnjerica	Attend Katten team call regarding status conference (litigation) (.90); attend status conference (.80); attend Katten follow-up call regarding status conference (litigation) (.90); prepare for status conference (.60); review filings related to status conference (.50); meet with S. Reisman and C. Giglio regarding status conference (litigation) (.20)	3.90
07 May 24	Reisman, Steven J.	Continued preparation for status conference (2.50); participate in status conference (.80); meet with C. Giglio and J. Hodge regarding status conference (.20); follow-up with A. Horton and C. Giglio (1.00); provide update to Disinterested Directors regarding status conference (.40)	4.90
07 May 24	Giglio, Cindi M.	Prepare for and attend status conference (3.50); follow up with T. Horton and S. Reisman (1.00); call with J. Hodge and S. Reisman (.20)	4.70
07 May 24	Miranda, Loredana B.	Katten call regarding Status Conference (Litigation) (.90); attend Court Status Conference (.80); Katten follow-up call regarding Status Conference (Litigation) (.90); draft email to Disinterested Directors regarding status conference (1.50); revise email with comments from Katten team (.60); email to Directors regarding UCC and Debtors updates in advance of status conference (.20)	4.90
07 May 24	Pecoraro, Andrew J.	Call with Katten regarding preparation for status conference (.90); attend status conference hearing (.80); follow-up call with Katten regarding status conference (.90)	2.60
07 May 24	Kweskin, Lucy F.	Attend Status Conference (.80)	0.80
13 May 24	Roitman, Marc B.	Emails with Katten regarding status conference and	0.40

**PROFESSIONAL SERVICES**

Matter 00019: Hearings

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
		preparation for same (.40)	
14 May 24	Reisman, Steven J.	Review materials in preparation for status conference (2.70)	2.70
14 May 24	Giglio, Cindi M.	Work on script and revisions for status conference hearing (1.50)	1.50
14 May 24	Roitman, Marc B.	Revise talking points for Bankruptcy Court hearing (.80); further preparation in connection with same (.40)	1.20
14 May 24	Miranda, Loredana B.	Draft talking points for status conference (.80); incorporate comments by C. Giglio and M. Roitman to same (.60); review status update from Debtors in advance of status conference (.20)	1.60
15 May 24	Hodge, Johnjerica	Attend status conference (1.00)	1.00
15 May 24	Reisman, Steven J.	Continued preparation for status conference (1.90); meeting with M. Roitman and C. Giglio in preparation for status conference (1.00); participate in status conference (1.00); follow-up with L. Miranda regarding summary of status conference (.20)	4.10
15 May 24	Barnowski, Dan D	Attend a portion of status hearing (.90)	0.90
15 May 24	Giglio, Cindi M.	Work on script for status conference and meetings related to same (3.50); follow up on court hearing and next steps (1.20); meeting with M. Roitman and S. Reisman in preparation for status conference (1.00)	5.70
15 May 24	Roitman, Marc B.	Prepare for Bankruptcy Court status conference (.60); review Committee filings relevant to same (.40); emails with Katten regarding same (.30); meeting with S. Reisman and C. Giglio in preparation for status conference (1.00); revise talking points for Bankruptcy Court status conference (.50); call with L. Miranda regarding email to clients regarding status conference (.30); attendance at Bankruptcy Court status conference (1.00)	4.10
15 May 24	Miranda, Loredana B.	Attend status conference and take notes (1.00); draft email to A. Horton and S. Selig regarding status conference (.50); revise summary email with comments by M. Roitman (.30); call with M. Roitman regarding same (.30); review pleadings by UCC and Bristol regarding status conference (.80); follow-up with S. Reisman regarding summary of status conference (.20)	3.10
15 May 24	Kweskin, Lucy F.	Participate in status conference with court (1.00)	1.00
21 May 24	Barnowski, Dan D	Revise statement to court (.80); communications with team about statement to court and strategy issues (.60)	1.40
28 May 24	Reisman, Steven J.	Prepare for status conference (1.10)	1.10
28 May 24	Roitman, Marc B.	Revise talking points for status conference (.90)	0.90
28 May 24	Miranda, Loredana B.	Attend to issues regarding status conference on May 29 (.30); draft script for status conference (1.40)	1.70
29 May 24	Reisman, Steven J.	Participate in status conference (.60); confer with Disinterested Directors regarding update on case status (.40)	1.00

**PROFESSIONAL SERVICES**

Matter 00019: Hearings

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
29 May 24	Barnowski, Dan D	Attend a portion of status conference (.50)	0.50
29 May 24	Roitman, Marc B.	Attend Bankruptcy Court hearing (.60); Katten pre call in preparation for same (.50); revise email to Disinterested Directors regarding analysis of hearing (.40)	1.50
29 May 24	Miranda, Loredana B.	Attend Katten pre-call for status conference (.50); attend status conference (.60); draft summary of status conference for Directors (1.20)	2.30
05 Jun 24	Miranda, Loredana B.	Attend to issues regarding preparation for confirmation hearing (1.10)	1.10
06 Jun 24	Siena, Marie A.	Prepare index for hearing binder (.80); arrange for compilation and printing of hearing binders (.40); prepare electronic hearing binder (.40); emails with Katten regarding same (.30)	1.90
06 Jun 24	Reisman, Steven J.	Review and edit script for confirmation hearing (1.60); additional preparation for confirmation hearing (2.80)	4.40
06 Jun 24	Giglio, Cindi M.	Call with M. Roitman and L. Miranda regarding confirmation hearing preparation (.50)	0.50
06 Jun 24	Roitman, Marc B.	Call with C. Giglio and L. Miranda regarding confirmation hearing preparation (.50); emails with team regarding same (.50); revise script for hearing (2.10); review Plan in connection with same (.30); emails with Katten regarding same (.20)	3.60
06 Jun 24	Miranda, Loredana B.	Call with M. Roitman and C. Giglio regarding script for confirmation hearing (.50); draft script for confirmation hearing and review underlying documents (1.70); attend to issues regarding confirmation preparation (1.20)	3.40
07 Jun 24	Miranda, Loredana B.	Review and revise script for confirmation hearing with comments from M. Roitman (various iterations) (.90); emails with M. Siena regarding confirmation hearing preparation (.30); revise direct and mock cross outline for A. Horton (1.20)	2.40
08 Jun 24	Siena, Marie A.	Revise confirmation hearing binder and e-binder indexes (1.90); prepare e-binder (.80); prepare hearing binders for Katten team (2.90); emails with Katten throughout the day regarding same (1.20)	6.80
08 Jun 24	Smith, Robert T.	Make revisions to outline for client to assist in preparation for confirmation hearing (.30); draft email to client with advice for hearing prep (.40)	0.70
08 Jun 24	Reisman, Steven J.	Review pleadings filed in connection with confirmation (.40); provide update to Disinterested Directors (.30)	0.70
08 Jun 24	Giglio, Cindi M.	Review and comment on confirmation script and A. Horton outline (.70)	0.70
08 Jun 24	Miranda, Loredana B.	Review and revise confirmation hearing script with comments by C. Giglio and M. Roitman (.70); emails to Katten regarding same (.30); email to J. Hepner regarding docket filings (.10); attend to issues	4.50

**PROFESSIONAL SERVICES**

Matter 00019: Hearings

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
		regarding confirmation hearing including review of new pleadings for binders (2.90); review email to directors regarding new pleadings in advance of confirmation hearing (.50)	
08 Jun 24	Hepner, Jennifer	Compile updated Debtor filings relevant to Disinterested Directors and draft summary of filings to Katten and to clients in preparation for confirmation hearing (1.30)	1.30
09 Jun 24	Smith, Robert T.	Prepare for client call (.10); client call to prepare for possible testimony at confirmation hearing (1.50); make revisions to outline for client's review to help prepare for testifying (.30); prepare exhibits for confirmation hearing (.80)	2.70
09 Jun 24	Reisman, Steven J.	Call with M. Roitman regarding confirmation hearing (.30); review materials with A. Horton in preparation for confirmation hearing (2.30); additional preparation for confirmation hearing (.80)	3.40
09 Jun 24	Giglio, Cindi M.	Prepare for confirmation hearing (.50)	0.50
09 Jun 24	Roitman, Marc B.	Prep call with A. Horton in advance of confirmation hearing (1.50); call with S. Reisman regarding same (.30); further review of Plan-related filings in preparation for confirmation hearing (.90)	2.70
09 Jun 24	Miranda, Loredana B.	Call with A.Horton regarding Confirmation Hearing (1.50)	1.50
10 Jun 24	Smith, Robert T.	Prepare for examining client at confirmation hearing (3.20); attend confirmation hearing (1.50)	4.70
10 Jun 24	Reisman, Steven J.	Review materials in preparation for confirmation hearing (3.90); attend confirmation hearing (1.60); travel to and from Trenton for confirmation hearing while reviewing materials in preparation for same (3.50)	9.00
10 Jun 24	Barnowski, Dan D	Attend confirmation hearing (1.60)	1.60
10 Jun 24	Giglio, Cindi M.	Travel to and from and attend hearing (8.00)	8.00
10 Jun 24	Roitman, Marc B.	Attendance at confirmation hearing (1.60); further review of materials in further preparation for confirmation hearing (2.20); meeting with team in advance of confirmation (.50); travel to and from Trenton for confirmation hearing (3.50)	7.80
10 Jun 24	Miranda, Loredana B.	Attend Confirmation Hearing (1.60); draft email to Directors regarding same (1.00); emails with Katten regarding pleadings for confirmation hearing (.70); review docket in advance of confirmation hearing (.20)	3.50
10 Jun 24	Kweskin, Lucy F.	Confirmation hearing (1.60)	1.60
<b>TOTALS:</b>			<b>146.10</b>

**SUMMARY OF PROFESSIONAL SERVICES**

Matter 00019: Hearings

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

Invoice No. 40219036  
Invoice Date: July 31, 2024

	<b>Attorney or Assistant</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
44866	Barnowski, Dan D	4.40	1,360.00	\$5,984.00
44904	Giglio, Cindi M.	23.10	1,635.00	\$37,768.50
46275	Hepner, Jennifer	1.30	700.00	\$910.00
44501	Hodge, Johnjerica	5.50	1,135.00	\$6,242.50
46629	Kweskin, Lucy F.	3.40	1,560.00	\$5,304.00
45695	Miranda, Loredana B.	33.00	835.00	\$27,555.00
45982	Pecoraro, Andrew J.	2.60	1,020.00	\$2,652.00
44842	Reisman, Steven J.	33.00	1,920.00	\$63,360.00
45657	Roitman, Marc B.	22.20	1,560.00	\$34,632.00
41782	Siena, Marie A.	9.50	555.00	\$5,272.50
42497	Smith, Robert T.	8.10	1,220.00	\$9,882.00
	<b>TOTAL:</b>	<b>146.10</b>		<b>\$199,562.50</b>



# Katten

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**New York, NY 10020-1605**

July 31, 2024

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



Invoice No. 40219037  
Client No. 400441  
Matter No. 00021  
FEIN: 36-2796532

**Re: Investigation** (400441.00021)

For legal services rendered through June 13, 2024..... \$1,958,848.50

**CURRENT INVOICE TOTAL: \$1,958,848.50**

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 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
01 May 24	Smith, Robert T.	Meet with A. Pecoraro to discuss investigation (.50); review memorandum by T. Gray about duty of care standard (.60); meet with T. Gray about investigation (.30); meet with Katten team about investigation (1.20); call with A. Pecoraro about investigation (.10)	2.70
01 May 24	Hodge, Johnjerica	Meet with Katten team regarding investigation (1.20); review correspondence related to discovery issues (.20); prepare correspondence regarding additional interviews (.40); revise fifth supplemental diligence request (.20); prepare for interview of H. Etlin (.20); prepare additional questions for S. Fox interview (.30); correspond with Katten team regarding next steps in investigation (.20)	2.70
01 May 24	Reisman, Steven J.	Meet with Katten team regarding investigation (1.20); additional follow-up on witness interviews and investigation workstreams (3.10)	4.30
01 May 24	Giglio, Cindi M.	Review agenda for meeting with Disinterested Directors (.10); follow up on interview next steps (.50); call with Katten team (1.20)	1.80
01 May 24	Rosella, Michael	Continue to review documents produced in connection with ongoing investigation (7.10); review updated hot document tracking memorandum (.40)	7.50
01 May 24	Evans, Robin	Review diligence in connection with document review regarding investigation into potential claims and causes of action (1.70)	1.70
01 May 24	Hebeisen, Kenneth N.	Review document review protocol and related background materials (.60)	0.60
01 May 24	Yogeshwarun, Nikita	Review, analyze, and tag relevant documents and compile hot documents (.40)	0.40
01 May 24	Roitman, Marc B.	Revise email memorandum to Disinterested Directors regarding meeting with Committee in connection with independent investigation (.30)	0.30
01 May 24	Miranda, Loredana B.	Katten call regarding investigation (1.20); review edits from T. Gray and L.Kweskin to interview memorandum for S. Fox (.60); emails to clients regarding director meeting (.20); draft agenda for Director meeting (.30); review production from debtors and update diligence tracker (1.20); attend to issues related to UCC document production (1.40); continue to draft investigation deck (2.70); draft email to Kirkland regarding diligence and interviews (.20); draft Fifth supplemental document request (.60); revise with comments by J. Hodge (.20); draft search terms for potential new custodians (.90); emails with L. Eiten and K. Hebeisen regarding document review (.40)	9.90
01 May 24	Gray, Timothy H.	Complete legal research regarding gross negligence standard (1.70); complete draft Memorandum regarding same (1.40); review and revise draft	6.00

**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
		memorandum regarding S. Fox interview (.70); call with Katten regarding investigation status (1.20); draft interview questions for S. Fox follow-up interview (.60); correspond with J. Hodge regarding scheduling S. Fox interview (.10); meet with R. Smith regarding investigation (.30)	
01 May 24	Eiten, Lauren	Review relevant background materials for document review (1.20)	1.20
01 May 24	Zobeideh, Alexis	Revise interview memorandum per L. Kweskin comments (.60); email L. Miranda regarding same (.10)	0.70
01 May 24	Pecoraro, Andrew J.	Call with Katten regarding investigation status (1.20); correspond with Kirkland regarding document collection (.40); attention to document review and search terms (1.00); prepare for interview with H. Etlin (.40)	3.00
01 May 24	Hepner, Jennifer	Review data room diligence regarding Slack communications (3.20); Katten call regarding investigation (1.20)	4.40
01 May 24	Gleeson, Jordan P.	Review documents related to financial transactions and secondary sales (3.80)	3.80
01 May 24	Kweskin, Lucy F.	Katten call regarding investigation (1.20); revise S. Fox interview work product (.40)	1.60
01 May 24	Grady, Cade	Continue document review of Thrasio emails in connection with investigation (5.50)	5.50
02 May 24	Smith, Robert T.	Call among Katten team about investigation (1.10); call with clients (.60); review investigation material (.30); call with C. Giglio (.30); listen to interview of B. Wafford (1.30)	3.60
02 May 24	Hodge, Johnjerica	Meet with Katten team regarding investigation (1.10); meet with Disinterested Directors (.60); interview S. Fox (.70); meet with Katten team regarding interview (.60); meet with Katten team to prepare for B. Wafford interview (.20); interview B. Wafford (1.30); prepare for interview of B. Wafford (1.50); revise Disinterested Directors' meeting agenda (.10); prepare M. Fahey interview summary (.80); correspond with Katten team regarding investigation issues (.50); perform quality check on proposed production (1.90); meet with discovery vendor (.30); correspond with Kirkland regarding discovery (.30); correspond with Disinterested Directors regarding deposition (.10); meet with J. Hepner regarding interview preparation (.10); correspond with A. Lawrence regarding production (.20); teleconference with D. Barnowski concerning document production issue (.30)	10.00
02 May 24	Reisman, Steven J.	Meet with Katten regarding investigation (1.10); meet with Disinterested Directors (.60); call with C. Giglio (.50); confer with Katten team regarding investigation	5.40

**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
02 May 24	Barnowski, Dan D	workstreams (1.80); review key documents related to investigation (1.40) Teleconference with J. Hodge concerning document production issue (.30)	0.30
02 May 24	Giglio, Cindi M.	Call with L. Kweskin (.40); call with S. Reisman (.50); S. Fox interview (.70); B. Wafford interview (1.30); call regarding investigation (1.10); follow up related to subpoenas (.30); call with R. Smith (.30); call with Disinterested Directors (.60); review and comments on minutes (.30)	5.50
02 May 24	Rosella, Michael	Continue to review documents produced in connection with ongoing investigation (.80)	0.80
02 May 24	Hebeisen, Kenneth N.	Continue reviewing document review protocol and related background documents (1.00); review documents in connection with Disinterested Directors' investigation (6.80)	7.80
02 May 24	Roitman, Marc B.	Review of key documents relevant to investigation into certain related party transactions (1.60); draft analysis in connection with same (.70); call with Katten team regarding investigation matters (1.10); follow up call with Katten team regarding same (.60); attend call with Disinterested Directors regarding investigation matters (.60); prepare in connection with same (.50); review research regarding release provisions and carve outs (.50); emails with Katten regarding same (.40)	6.00
02 May 24	Miranda, Loredana B.	Follow-up on agenda for Disinterested Directors meeting (.10); email to directors regarding agenda (.20); review diligence provided by the Debtors (1.20); Katten call regarding investigation (1.10); call with Disinterested Directors (.60); attend interview of S. Fox (.70); attend Katten post call (.60); attend Katten pre-call (.20); attend interview of B. Wafford (1.30); prepare interview outline for H. Etlin (2.30); revise hot documents chart and review underlying documents (1.40); follow-up on Fifth Supplemental Document request (.30); email to Directors regarding meeting (.20); update document tracker with new diligence (.50); attend to issues regarding document production to UCC, including review of diligence and updating UCC diligence document tracker (1.40); prepare for interview of B. Wafford and coordinate regarding same (.90); draft minutes for Directors' call (.40); emails with Kirkland regarding additional production and diligence (.60); draft interview memorandum for S. Fox (2.10); incorporate comments from C. Giglio regarding meeting minutes (.20)	16.30
02 May 24	Gray, Timothy H.	Call with Katten regarding status of investigation (1.10); conduct follow-up interview of S. Fox (.70); call with Katten regarding S. Fox interview (.60);	3.70

**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
02 May 24	Eiten, Lauren	attend interview of B. Wafford (1.30) Review and analyze documents to identify any relevant documents in connection with the investigation (6.80)	6.80
02 May 24	Zobeideh, Alexis	Review and analyze documents relating to financials and key transactions in connection with independent investigation (1.00); review of Katten and external emails related to same (.50); review of interview memorandum and background related to independent investigation (1.00)	2.50
02 May 24	Pecoraro, Andrew J.	Draft outline for interview with B. Wafford (2.00); review diligence regarding same (1.00)	3.00
02 May 24	Hepner, Jennifer	Katten call regarding investigation (1.10); call with J. Hodge regarding investigation (.10); review data room diligence regarding warehousing expenses (.30); review diligence regarding integration (.50); research regarding releases (1.60); Katten pre-call (.20); interview of B. Wafford (1.30); draft memo regarding B. Wafford interview (1.00); update memo regarding Fahey interview (1.40)	7.50
02 May 24	Gleeson, Jordan P.	Review documents related to secondary sales (4.30)	4.30
02 May 24	Kweskin, Lucy F.	Katten Call regarding investigation (1.10); call with Disinterested Directors (.60); interview of S. Fox (.70); Katten Post Call (.60); call with C. Giglio (.40)	3.40
02 May 24	Grady, Cade	Continue document review of Thrasio emails in connection with investigation (4.00)	4.00
03 May 24	Smith, Robert T.	Review emails about investigation (.20); interview of H. Etlin (1.10); Katten call about investigation (1.20)	2.50
03 May 24	Hodge, Johnjerica	Meet with Katten team to prepare for H. Etlin interview (.30); interview H. Etlin (1.10); meet with Kirkland team (.40); meet with Katten team to discuss deposition preparation (.30); meet with Katten team regarding investigation (1.30); prepare summary of B. Wafford interview (.90); correspond with Katten team regarding deposition preparation (.10); prepare for interview of H. Etlin (1.20); meet with C. McGushin regarding investigation (.10); revise correspondence to A. Urdea (.10); review proposed redactions in production (.50); correspond with Katten team regarding discovery issues (.30); review letter to D. Boockvar (.10); correspond with Disinterested Directors (.20); teleconference with J. Hepner regarding investigation (.70)	7.60
03 May 24	Reisman, Steven J.	Call with C. Giglio (.30); call with M. Fagen and C. Giglio (.20); call with Kirkland team (.40); call with Katten team (1.20); review and revise investigation presentation (2.20)	4.30
03 May 24	Barnowski, Dan D	Attention to discovery and deposition issues (.40)	0.40
03 May 24	Giglio, Cindi M.	Emails regarding availability for deposition (.10); meeting to discuss investigation PPT (1.30); review	4.10

**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
		letter to A. Urdea (.10); call with S. Reisman (.30); preparation call for H. Etlin interview (.30); call with Katten team (1.20); call with M. Fagen and S. Reisman (.20); call with Kirkland team (.40); follow up on scheduling (.20)	
03 May 24	Hebeisen, Kenneth N.	Continue reviewing documents in connection with Disinterested Directors' investigation (2.90)	2.90
03 May 24	Roitman, Marc B.	Call with Katten regarding analyses relevant to independent investigation into related party transactions (1.30); revise report on independent investigation into related party transactions (1.80); draft email regarding analysis of certain related party transactions (1.30); further review of key documents in connection with analysis of potential claims and causes of action (1.10); follow up call with Katten team (1.20); call with Kirkland (.40)	7.10
03 May 24	Miranda, Loredana B.	Attend Katten call regarding investigation presentation (1.30); attend Katten pre-call (.30); attend Interview of H. Etlin (1.10); attend Katten call regarding investigation (1.20); attend call with Kirkland (.40); attend call regarding deposition preparation (.30); draft letter to D. Boockvar (.40); attend to issues regarding document production to UCC (1.20); continue to draft investigation presentation (1.30); review comments by T. Gray to interview memorandum (.50); email to Kirkland regarding diligence (.20); emails with Directors regarding meeting minutes (.20); coordinate execution regarding same (.10); conference with J. Hodge regarding interview of H. Etlin (.20); review diligence to prepare for interview regarding same (.30); call with L. Eiten regarding document review (.20); continue drafting investigation presentation, including review of diligence and memoranda (4.90); continue to review and revise investigation presentation (1.30)	15.30
03 May 24	Gray, Timothy H.	Call with Katten regarding preparation for H. Etlin interview (.30); attend interview of H. Etlin (1.10); call with Katten regarding status of investigation (1.30); call with Katten and Kirkland regarding status of investigation (.40); call with Katten regarding preparing for depositions (.30)	3.40
03 May 24	Eiten, Lauren	Review and analyze documents to identify any relevant documents in connection with the investigation (7.00); conference with L. Miranda regarding document review (.20)	7.20
03 May 24	Pecoraro, Andrew J.	Call with Katten regarding investigation presentation (1.30); legal research regarding non-officer employee fiduciary duties (2.40); teleconference with Katten regarding investigation (1.20); draft letter to A. Urdea regarding interview request (.30); draft presentation to	4.70

**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
03 May 24	Granberry, Meredith K.	Disinterested Directors regarding investigation (1.00); prepare production to Committee (.50)	1.40
03 May 24	Hepner, Jennifer	Review documents and communications for responsiveness (1.40)	4.90
03 May 24	Jordan Ally G	Work on memo regarding B. Wafford interview (1.90); research regarding releases (.40); review data room diligence relevant to the investigation into potential claims and causes of action (1.90); call with J. Hodge regarding investigation (.70)	0.30
03 May 24	Kweskin, Lucy F.	Call with Katten regarding preparing for deposition of Disinterested Director (.30)	1.90
03 May 24	Grady, Cade	Interview of H. Etlin (1.10); participate in portion of Katten call regarding investigation (.80)	6.50
03 May 24	Hodge, Johnjerica	Continue document review, looking at D. Boockvar's emails regarding management and finances (4.00); continue document review of Thrasio emails, looking at J. Silberstein's emails regarding secondary sales (2.50)	5.30
04 May 24	Hodge, Johnjerica	Revise interview memos (1.10); prepare materials for deposition preparation (1.10); prepare correspondence to UCC regarding production (.30); perform quality review of production (.20); assist with follow-up to UCC requests (.60); assist with document review (.20); correspond with C. McGushin (.10); revise correspondence to clients (.20); correspond with clients (.10); meet with A. Pecoraro (.80); review case files (.60)	1.10
04 May 24	Reisman, Steven J.	Follow-up on investigation workstreams (1.10)	2.30
04 May 24	Giglio, Cindi M.	Review Kirkland statement (.30); initial comments to presentation (2.00)	4.80
04 May 24	Miranda, Loredana B.	Incorporate comments by A. Pecoraro to final investigation presentation (1.10); draft interview memorandum for H. Etlin (1.60); draft email to directors regarding interviews (.80); continue to revise final investigation presentation (1.30)	1.20
04 May 24	Gray, Timothy H.	Review and assess preliminary draft of investigation Presentation (1.20)	5.80
04 May 24	Pecoraro, Andrew J.	Revise and edit presentation to Disinterested Directors (2.60); analyze diligence produced by Debtors (1.50); correspond with e-discovery vendor regarding responses to requests from UCC (.50); correspond with J. Hodge regarding same (.40); teleconference with J. Hodge regarding investigation (.80)	2.90
05 May 24	Hodge, Johnjerica	Coordinate document searches (.70); correspond with C. McGushin (.30); assist with responding to follow-up from UCC (.50); analyze Yardline-related claims (.30); correspond with A. Lawrence (.20); meet with document review vendor (.20); revise search terms (.40); meet with T. Gray (.30)	

**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
05 May 24	Reisman, Steven J.	Confer with Disinterested Directors regarding update on investigation (.60)	0.60
05 May 24	Giglio, Cindi M.	Correspondence related to investigation (.50)	0.50
05 May 24	Roitman, Marc B.	Draft revised analysis of certain related party transactions (2.80); further review of key documents in connection with analysis of potential claims and causes of action (1.40); further review of presentation to Disinterested Directors regarding report on potential estate causes of action against related parties (1.60)	5.80
05 May 24	Miranda, Loredana B.	Revise investigation deck with comments by C. Giglio and M. Roitman (5.10); continue to review diligence and revise deck regarding same (1.90)	7.00
05 May 24	Gray, Timothy H.	Review and assess revised draft of investigation presentation (1.00); review M. Roitman analysis of Yardline issues (.40); draft response to same (.20); discuss same with J. Hodge (.30); revise search terms regarding M. Ouhadi documents (.20)	1.10
05 May 24	Eiten, Lauren	Draft summaries for relevant documents for circulation to the team (1.00)	1.00
05 May 24	Pecoraro, Andrew J.	Draft response to Committee regarding discovery issues (1.10); review M.Ouhadi emails (1.70); review diligence produced by Debtors (.90)	3.70
05 May 24	Hepner, Jennifer	Review data room diligence in connection with investigation into prepetition transactions (.80)	0.80
05 May 24	Jordan Ally G	Draft outline for deposition preparation session with director, covering investigation process (1.60); draft outline for deposition preparation session with director, covering the matters investigated (4.00)	5.60
05 May 24	Grady, Cade	Draft excel chart identifying release provisions contained in secondary sales purchase agreements (2.00)	2.00
06 May 24	Hodge, Johnjerica	Meet with T. Gray regarding analysis (.40); meet with A. Pecoraro regarding investigation (.40); meet with Katten team regarding investigation (1.60); review deposition preparation outline (.60); correspond with A. Lawrence regarding discovery (.30); correspond with A. Pecoraro regarding discovery issues (.30); correspond with A. Pecoraro and T. Gray regarding investigation (.10); correspond with C. McGushin regarding discovery (.20); review information from discovery vendor (.20); correspond with Katten team regarding investigation (.20); revise materials for interview (.20); prepare for interview (.20); correspond with document vendor (.20); correspond with client (.10); revise investigation presentation (1.60)	6.60
06 May 24	Reisman, Steven J.	Confer with Katten team regarding diligence related to investigation (2.10); review and revise investigation presentation (3.70); follow-up regarding diligence production to UCC (.40)	6.20



**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
06 May 24	Giglio, Cindi M.	Further revisions to investigation report (3.00); call with team (1.60); call with L. Miranda (.30); call with Urdea counsel and related follow up (.50); review UCC statement and revisions to script (1.50); correspondence regarding status conference (.50)	7.40
06 May 24	Hebeisen, Kenneth N.	Continue reviewing documents in connection with Disinterested Directors' investigation (2.70); compile and draft summary of hot documents (.90)	3.60
06 May 24	Roitman, Marc B.	Further revise presentation to Disinterested Directors regarding report on potential estate causes of action against related parties (2.10); call with Katten team regarding investigation (1.60); further review of key documents in connection with analysis of potential claims and causes of action (1.20)	4.90
06 May 24	Miranda, Loredana B.	Conduct document review of email correspondence regarding investigation (.50); call with A. Pecoraro regarding investigation and document review (.60); call with Katten team regarding investigation presentation (1.60); follow-up call with C. Giglio regarding same (.30); continue to review investigation presentation with comments from Katten team (4.50); review corporate and transaction documents, emails and memoranda in connection with drafting investigation deck (1.60); attend to issues in connection with diligence, including proposed emails to Kirkland, MoFo, and document review vendor (.80); conduct document review of diligence produced by third parties (.80); incorporate comments by J. Hodge to investigation deck (.70)	11.40
06 May 24	Gray, Timothy H.	Review and revise deposition preparation outline (1.20); draft deposition preparation materials regarding potential questions and answers (3.10); review revised investigation presentation (.60); call with J. Hodge regarding analysis (.40)	5.30
06 May 24	Eiten, Lauren	Review and analyze documents to identify any relevant documents in connection with the investigation (5.50); draft summaries for relevant documents to circulate with investigation team (1.00)	6.50
06 May 24	Zobeideh, Alexis	Review and analysis of documents provided by Debtors such as emails and messages related to inventory in connection with independent investigation (4.00); further review and analysis of documents provided by Debtors such as director communications in connection with independent investigation (4.00)	8.00
06 May 24	Pecoraro, Andrew J.	Teleconference with Katten regarding investigation presentation (1.60); revise investigation presentation deck (1.00); correspond with e-discovery vendor regarding discovery issues (.40); teleconference with J. Hodge regarding response to Committee questions	5.80

**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
		(.40); teleconference with L. Miranda regarding investigation (.60); review and analyze M. Ouhadi emails (1.80)	
06 May 24	Granberry, Meredith K.	Review documents and communications for the responsiveness (1.50)	1.50
06 May 24	Hepner, Jennifer	Review data room diligence regarding inventory issues (4.00); review diligence regarding demurrage (1.10)	5.10
06 May 24	Jordan Ally G	Review and analyze documents produced by the debtors (2.50); draft outline for preparation session with Disinterested Directors (3.80)	6.30
06 May 24	Gleeson, Jordan P.	Review documents related to secondary sales and equity transactions (2.80)	2.80
06 May 24	Grady, Cade	Continue document review of Thrasio emails in connection with investigation into potential claims and causes of action (4.00); update excel sheet regarding secondary sales with comments by A. Pecoraro (1.00); begin document review of Debtor's documents in connection with investigation (3.00)	8.00
07 May 24	Hodge, Johnjerica	Attend a portion of Katten call regarding investigation (.80); correspond with document vendor regarding discovery (.40); revise correspondence to client (.10); prepare correspondence to A. Lawrence (.30); revise presentation on investigation (.90); assist with deposition preparation (.60); attend call with A. Horton (.10); meet with C. McGushin (.10); correspondence regarding investigation with Katten team (.30); correspond with C. McGushin (.10)	3.70
07 May 24	Thompson, Grace A	Review document review protocol and key documents memorandum regarding investigation (.70); review documents produced by the Debtors in connection with independent investigation (.90)	1.60
07 May 24	Reisman, Steven J.	Review key documents relevant to investigation (.60); call with Katten team to discuss investigation (1.00); confer with Katten team regarding investigation workstreams (1.10); discussions with A. Horton regarding investigate updates (1.20)	3.90
07 May 24	Barnowski, Dan D	Analysis of filings by debtor and committee concerning discovery issues (.80); multiple emails with J. Hodge concerning strategy issues pertinent to same filings and emails with C. Giglio concerning same topics (.70)	1.50
07 May 24	Giglio, Cindi M.	Meeting to discuss investigation (1.00); correspond regarding depositions (.50)	1.50
07 May 24	Hebeisen, Kenneth N.	Continue reviewing documents in connection with Disinterested Directors' investigation (2.30); draft summary of hot documents (.80)	3.10
07 May 24	Yogeshwarun, Nikita	Review, analyze, and tag production batches for review and compile hot documents (2.10)	2.10
07 May 24	Roitman, Marc B.	Further revise presentation to Disinterested Directors	6.40

**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
		regarding report on potential estate causes of action against related parties (2.40); call with Katten team regarding investigation matters (1.00); call with T. Gray regarding same (.20); revise draft Summary Report regarding principal conclusions of independent investigation (2.80)	
07 May 24	Miranda, Loredana B.	Katten Call regarding investigation (1.00); revise investigation presentation with comments by Katten team (various iterations) (2.30); attend to issues regarding meeting with Gibson (.30); call with A. Pecoraro regarding investigation (.20); emails regarding UCC deposition coverage (.60)	4.40
07 May 24	Gray, Timothy H.	Continue drafting deposition preparation questions and answers for A. Horton (3.40); revise investigation presentation regarding certain related-party transactions (1.20); call with M. Roitman regarding investigation (.20)	4.80
07 May 24	Eiten, Lauren	Review and analyze documents to identify any relevant documents in connection with the investigation (2.00); draft summaries for relevant documents to circulate with investigation team (3.10)	5.10
07 May 24	Zobeideh, Alexis	Review and analysis of documents produced by Debtors in connection with independent investigation (4.00); continue review and analysis of documents produced by Debtors in connection with independent investigation (3.60)	7.60
07 May 24	Pecoraro, Andrew J.	Teleconference with Katten regarding investigation (1.00); draft interview outline regarding interview with A. Urdea (3.00); review and analyze documents regarding same (1.30); correspond with counsel for Committee regarding upcoming depositions (.30); attention to document production issues (.30); revise investigation presentation to Disinterested Directors (.80)	6.70
07 May 24	Granberry, Meredith K.	Review documents and communications for responsiveness in connection with investigation into prepetition transactions (1.60)	1.60
07 May 24	Hepner, Jennifer	Review data room diligence regarding inventory discussions (3.20)	3.20
07 May 24	Jordan Ally G	Further draft and revise outline for preparation session with director (3.10)	3.10
07 May 24	Gleeson, Jordan P.	Review documents regarding investigation into potential claims and causes of action (5.20)	5.20
07 May 24	Grady, Cade	Continue document review of M. Ouhadi emails in connection with investigation into prepetition transactions (4.00)	4.00
08 May 24	Siena, Marie A.	Prepare binder covers for deposition preparation binders (.20); email T. Gray regarding same (.10)	0.30
08 May 24	Hodge, Johnjerica	Correspondence with Katten team regarding discovery	6.30

**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
08 May 24	Reisman, Steven J.	(.20); correspond with C. McGushin (.10); correspond with A. Lawrence (.20); correspond with Katten team regarding investigation (.40); correspond with Katten team regarding deposition preparation (.40); assist with deposition preparation (1.50); correspond with clients (.20); correspond with C. McGushin (.10); revise deposition preparation materials (.60); revise investigation presentation (1.20); revise interview outline for A. Urdea (1.40)	7.10
08 May 24	Barnowski, Dan D	Review of investigation presentation (3.90); follow-up with L. Miranda regarding investigation presentation (.40); confer with Katten regarding same (.90); call with C. Giglio (.30); follow-up regarding document production to UCC (1.60)	5.80
08 May 24	Giglio, Cindi M.	Analysis of draft presentation (3.10); analysis of underlying materials pertinent to preparation sessions (2.30); communications with J. Hodge concerning preparation plan (.40)	4.20
08 May 24	Yogeshwarun, Nikita	Call with M. Roitman (.60); call with L. Miranda (.20); review related emails (.20); emails regarding deposition scheduling and coverage (.30); review of deposition materials (.40); call with S. Reisman (.30); call with J. Hodge (.20); call with M. Roitman (.20); call with C. McGushin (.20); follow up related to next steps on deposition (.50); comments to confirmation brief (.50); review of Gibson decks (.60)	5.10
08 May 24	Roitman, Marc B.	Analyze documents in connection with document review for independent investigation (4.00); compile hot documents for review by Katten team (1.10)	14.30
08 May 24	Miranda, Loredana B.	Further revise draft Summary Report regarding principal conclusions of independent investigation (5.70); further revise presentation to Disinterested Directors regarding report on potential estate causes of action against related parties (2.70); further review of key documents and evidence in connection with same (3.50); calls with C. Giglio regarding same (.80); emails with Katten regarding preparation for upcoming depositions (.40); review materials prepared in connection with preparation for deposition of Disinterested Director (1.20)	10.50
08 May 24	Miranda, Loredana B.	Call with C. Giglio regarding investigation work streams (.20); emails regarding preparation for meeting with UCC (.80); revise final investigation presentation (various iterations) (2.60); follow-up with S. Reisman regarding final investigation (.40); revise case calendar and coordinate deposition coverage (.90); attend to various matters regarding deposition preparation with Katten team (1.30); email with J. Muprhy regarding diligence project (.30); draft materials for meeting with	

**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
08 May 24	Gray, Timothy H.	Gibson (2.30); review documents from document review memorandum to update memorandum (1.40); emails with Katten throughout the day regarding investigation work streams (.30)	6.10
08 May 24	Zobeideh, Alexis	Annotate and compile deposition materials for A. Horton (3.80); complete draft deposition preparation Q&A outline (2.30)	5.50
08 May 24	Pecoraro, Andrew J.	Review and analysis of documents produced by Debtors on topics such as director communications and financials in connection with independent investigation (5.50)	4.20
08 May 24	Granberry, Meredith K.	Prepare for interview with A. Urdea (1.70); review deposition preparation materials (1.00); review and analyze diligence produced by Debtors (1.50)	1.20
08 May 24	Jordan Ally G	Review documents and communications for responsiveness (1.20)	7.00
08 May 24	Jordan Ally G	Draft questions for preparation session with director (.80); draft summary of interview with former CFO to be presented to the Creditors Committee (.90); draft summary of interview with General Counsel to be presented to the Creditors Committee (1.30); draft summary of interview with Vice President of Finance, US Comptroller, and Senior Accounting Manager to be presented to the Creditors Committee (.80); draft summary of interview with former board member to be presented to the Creditors Committee (.90); draft summary of interview with former chief transformation officer to be presented to the Creditors Committee (1.10); draft summary of interview with chief operating officer to be presented to the Creditors Committee (1.20)	1.60
08 May 24	Gleeson, Jordan P.	Review documents and communications related to investigation into prepetition claims (1.60)	1.40
08 May 24	Grady, Cade	Continue document review of S. Fox emails, looking at inventory issues (1.40)	0.70
09 May 24	Siena, Marie A.	Coordinate printing and delivery of Deposition Preparation Binder to A. Horton (.40); coordinate printing deposition preparation binder in NY for Katten team (.30)	9.20
09 May 24	Hodge, Johnjerica	Attend Katten call regarding investigation (.60); attend A. Urdea interview (2.00); attend follow-up call with Katten team regarding investigation (1.20); correspond with Katten team regarding discovery issues (.10); prepare for A. Urdea interview (1.80); draft correspondence to A. Lawrence (.10); assist with preparation of A. Horton for deposition (.40); revise deposition preparation outline (.60); prepare for meeting with the UCC (.60); correspond with Katten team regarding investigation (.20); meet with C.	

**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
09 May 24	Reisman, Steven J.	McGushin (.10); revise final presentation (.90); revise analysis of A. Urdea interview (.10); correspond with client (.10); meet with A. Pecoraro regarding investigation (.40)	5.60
09 May 24	Barnowski, Dan D	Attend Katten call regarding investigation (.60); follow-up call with Katten team (1.20); review materials in preparation for deposition prep session with A. Horton (3.80)	3.00
09 May 24	Giglio, Cindi M.	Prepare for witness preparation session with A. Horton tomorrow (2.10); analyze draft presentation to independent directors (.90)	8.10
09 May 24	Roitman, Marc B.	Katten call regarding investigation (.60); portion of D. Mussafer deposition (1.00); meeting with Gibson (2.00); follow up call on investigation (1.20); review of secondary sales issues (1.00); edits to report (1.50); call with A. Pecoraro (.20); review correspondence to clients (.40); follow up on Board meeting (.20)	14.00
09 May 24	Miranda, Loredana B.	Further revise draft Summary Report regarding principal conclusions of independent investigation (4.40); emails with Katten regarding same (.40); further review of key documents and evidence in connection with same (1.90); call with Katten regarding investigation analyses (.60); follow up call with Katten regarding same (1.20); attendance at Mussafer deposition (4.90); review memorandum regarding summary of same (.40); emails with Katten regarding same (.20)	11.00
09 May 24	Gray, Timothy H.	Respond to emails from M. Roitman regarding investigation (.80); revise investigation deck with comments from Katten team (various iterations) (2.60); review protective order for deposition (.40); call with Katten regarding investigation (.60); emails with M. Siena regarding coordination of delivery of documents (.20); emails with Katten regarding investigation materials for deposition preparation (.40); prepare for meeting with Gibson (.40); meeting with Gibson regarding investigation (2.00); follow-up call regarding investigation (1.20); revise investigation report (.90); call with A. Pecoraro regarding investigation report (.60); draft update email to directors regarding investigation update (.90)	11.10
09 May 24	Zobeideh, Alexis	Review and revise summaries of investigation interviews (1.60); attend deposition of D. Mussafer (4.60); draft summary of D. Mussafer Deposition (.50); follow-up call with Katten regarding investigation (1.20); revise deposition preparation outline per J. Hodge guidance (2.20); annotate and compile "hot docs" for use in deposition preparation (1.00)	2.00

**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
09 May 24	Pecoraro, Andrew J.	Debtors in connection with independent investigation (2.00) Correspond with M. Roitman regarding investigation (.50); call with Katten regarding investigation (.60); interview of A. Urdea (2.00); attention to deposition preparation regarding deposition of A. Horton (1.20); teleconference with C. Giglio regarding same (.20); follow-up call with Katten regarding investigation (1.20); legal research regarding potential claims and causes of action (1.50); call with L. Miranda regarding investigation report (.60)	7.80
09 May 24	Hepner, Jennifer	Interview of A. Urdea (2.00); draft memo regarding A. Urdea interview (3.50)	5.50
09 May 24	Jordan Ally G	Revise interview summaries to be presented to the Creditors Committee (3.20); draft summary of documents relevant to financial statements (1.80); draft summary of documents relevant to secondary stock sales (2.60)	7.60
10 May 24	Hodge, Johnjerica	Attend Katten meeting to prepare for meeting with Disinterested Directors (.30); meet with Disinterested Directors (1.40); meet with A. Horton to prepare for deposition (2.50); meet with Katten team and Morrison Foerster team (3.20); prepare for deposition preparation session with A. Horton (1.20); correspond with Katten team regarding investigation (.30); revise summary of meeting with the Committee (.10)	9.00
10 May 24	Reisman, Steven J.	Review materials in preparation for meeting with Disinterested Directors (.40); calls with C. Giglio (.70); attend portion of deposition prep session for A. Horton (2.30); call with UCC regarding witness interviews (3.20)	6.60
10 May 24	Barnowski, Dan D	Katten pre-call to preparation for meeting with Disinterested Directors (.50); preparation session with client to prepare for deposition (3.50); attend independent committee meeting (1.40); confer with team concerning a number of strategy issues pertinent to deposition (.60)	6.00
10 May 24	Giglio, Cindi M.	Katten team call to prepare for Disinterested Directors presentation (.50); calls with S. Reisman (.70); call with Disinterested Directors (1.40); deposition preparation with A. Horton (2.40); call with Kirkland team (1.00); call with C. McGushin (.10)	6.10
10 May 24	Roitman, Marc B.	Attend meeting of Disinterested Directors (1.40); pre-call with Katten regarding same (.50); prepare to give presentation to Disinterested Directors regarding independent investigation (.60); call with Creditors' Committee advisors regarding witness interviews (3.20); attend meeting with Disinterested Director regarding preparation for deposition (3.00); review of	10.00

**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
10 May 24	Miranda, Loredana B.	key documents in connection with same (1.30) Attend Katten pre-call (.50); call with Disinterested Directors (1.40); prepare for call regarding same (.60); update investigation presentation with Katten comments (1.10); attend to issues in connection with deposition preparation (1.20); weekly call with Kirkland (1.00); review and revise investigation report (.90); call with MoFo regarding interviews (3.20); draft notes from call regarding same (.40); emails with Katten regarding investigation (.60); follow-up on document request (.20); respond to C. Giglio's inquiries regarding investigation (.50)	11.60
10 May 24	Gray, Timothy H.	Prepare additional document summaries and materials for A. Horton deposition preparation (2.30); participate in preliminary deposition preparation session with Katten and A. Horton (2.50); participate in call with UCC counsel regarding Disinterested Director witness interviews (3.20)	8.00
10 May 24	Zobeideh, Alexis	Review and analysis of documents produced by Debtors in connection with independent investigation (4.50)	4.50
10 May 24	Pecoraro, Andrew J.	Revise deposition preparation materials (2.00); pre-call with Katten regarding presentation to Disinterested Directors (.50)	2.50
10 May 24	Granberry, Meredith K.	Review documents and communications for responsiveness (2.40)	2.40
10 May 24	Hepner, Jennifer	Draft memo summarizing interview of A. Urdea (1.80); review data room diligence regarding director communications (2.60)	4.40
10 May 24	Jordan Ally G	Revise summary of documents relevant to secondary stock sales (.50); draft summary of documents relevant to certain acquisitions (1.80); draft summary of interview with former Board member to present to Creditors Committee (1.00)	3.30
11 May 24	Hodge, Johnjerica	Attend Katten pre-call (.30); attend call with Disinterested Directors (.60); attend Katten team call regarding investigation (.50); correspond with L. Wilson (.10); correspond with Katten team regarding investigation (.10); correspond with C. McGushin (.10); revise search results (.30); revise interview memorandum (.50); prepare materials for deposition preparation (3.40); meet with T. Gray regarding investigation (1.00); teleconference with D. Barnowski regarding depo prep (.30)	7.20
11 May 24	Reisman, Steven J.	Katten pre-call (.30); call with Disinterested Directors (.60); Katten call regarding investigation (.50); confer with L. Miranda regarding document production (.60); additional follow-up regarding investigation workstreams (.90)	2.90



**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
11 May 24	Barnowski, Dan D	Teleconference with J. Hodge concerning preparation, deposition and strategy issues (.30); attention to communications amongst team concerning deposition schedule (.30)	0.60
11 May 24	Giglio, Cindi M.	Attend Katten team pre-call (.30); call with Disinterested Directors (.60); call with team regarding investigation (.50); follow up on related matters (1.50)	2.90
11 May 24	Yogeshwarun, Nikita	Confer with L. Miranda regarding new production batches for review and analyze key documents in protocol (.80)	0.80
11 May 24	Roitman, Marc B.	Call with Katten regarding investigation matters (.50); further review of key documents in connection with analysis of potential claims and causes of action (.90); review draft status report filing (.30); emails with Katten regarding same (.20)	1.90
11 May 24	Miranda, Loredana B.	Katten pre-call (.30); attend call with Disinterested Directors (.60); attend Katten Call regarding investigation (.50); draft minutes from directors' meeting (.40); draft status report to Court regarding investigation (1.10); attend to issues in connection with document review, including drafting search terms, emailing with Katten team and reviewing search reports (1.60); draft summary regarding compensation matters related to investigation (1.10); review diligence to respond to emails from C. Giglio and S. Reisman (1.20); respond to emails from J. Hodge (.30)	7.10
11 May 24	Gray, Timothy H.	Call with Katten regarding workstreams (.50); call with J. Hodge regarding deposition preparation and discussion of legal theories (1.00); review Audit Committee materials (1.40); draft memorandum summarizing Audit Committee materials (2.30)	5.20
11 May 24	Zobeideh, Alexis	Review and analysis of documents produced by Debtors on topics such as financial documents in connection with independent investigation (4.00); continue review and analysis of documents produced by Debtors in connection with independent investigation (2.00)	6.00
11 May 24	Pecoraro, Andrew J.	Call with Katten regarding investigation (.50); draft additional search terms regarding director-related communications and review of M. Fahey documents (1.50); correspond with e-discovery vendor regarding same (1.00); draft updated document review summary (1.50)	4.50
11 May 24	Jordan Ally G	Call with Katten regarding the investigation (.50)	0.50
11 May 24	Kweskin, Lucy F.	Katten pre-call (.30); call with Disinterested Directors (.60)	0.90
11 May 24	Grady, Cade	Thrasio document review of director emails, looking at directors knowledge of financials (4.00)	4.00
12 May 24	Hodge, Johnjerica	Meet with T. Gray to prepare for call on legal issues	4.10

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Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
		(.20); attend meet with T. Gray and L. Wilson (.50); meet with C. McGushin (.10); correspond with Katten team regarding investigation (.30); revise document searches (.20); review hot documents (.30); revise materials for deposition preparation (2.30); revise summary of meeting with L. Wilson (.20)	
12 May 24	Thompson, Grace A	Review key topics and instructions from L. Miranda and A. Pecoraro regarding further document review (.20); review documents produced by the Debtors in connection with independent investigation (3.60); correspondence regarding questions related to investigation topics (.10)	3.90
12 May 24	Reisman, Steven J.	Follow-up regarding investigation workstreams (2.10)	2.10
12 May 24	Barnowski, Dan D	Communications with J. Hodge concerning discovery strategy issues (.30); attention to communications amongst team concerning hearing, deposition and preparation schedules and related strategy issues (.40)	0.70
12 May 24	Giglio, Cindi M.	Follow up related to investigation and deposition schedule (1.00)	1.00
12 May 24	Yogeshwarun, Nikita	Confer with L. Miranda regarding latest documents (.10); review, analyze, and tag latest production in connection with investigation (4.60)	4.70
12 May 24	Roitman, Marc B.	Review of draft status report filing by Debtors (.30); emails with Katten regarding same (.20); emails with Katten regarding upcoming depositions (.30)	0.80
12 May 24	Miranda, Loredana B.	Revise chart regarding compensation and equity matters regarding investigation (2.80); respond to inquiries by J. Hodge regarding investigation (.90); emails with Katten regarding investigation (.70); conduct document review of documents relevant to the investigation (2.80)	7.20
12 May 24	Gray, Timothy H.	Review precedent regarding fiduciary duty claims and draft summary of same (.60); draft comparison of investigation topics and 30(b)(6) topics (.30); conduct research regarding measures of damages (2.40); call with J. Hodge regarding preparing for Gibson discussion (.20); call with J. Hodge, A. Jordan, C. Lee Wilson (Gibson) regarding assessment of damages (.50); draft summary of Gibson call (.30)	4.30
12 May 24	Eiten, Lauren	Review background documents for document review (.20); review and analyze documents for relevance in connection with investigation (4.10); draft summaries for relevant documents to share with investigation team (.50); review and analyze documents in for relevance in connection with investigation (1.00)	5.80
12 May 24	Zobeideh, Alexis	Review and analysis of documents produced by Debtors in connection with independent investigation (4.00)	4.00
12 May 24	Hepner, Jennifer	Review data room diligence regarding inventory (.90)	0.90

**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
12 May 24	Gleeson, Jordan P.	Review documents related to investigation of prepetition transactions (1.60)	1.60
12 May 24	Grady, Cade	Document review of director emails related to investigation of potential claims and causes of action (2.00)	2.00
13 May 24	Hodge, Johnjerica	Attend Katten call regarding investigation presentation (.90); meet with Katten team and A. Horton regarding deposition preparation (3.70); review materials in preparation for deposition preparation session (1.30); correspond with A. Horton regarding deposition (.10); correspond with vendor regarding discovery (.10); correspond with Katten team regarding investigation (.10); correspond with A. Lawrence regarding deposition (.10); review hot documents (.20)	6.50
13 May 24	Thompson, Grace A	Review documents recently produced by the Debtors, for issues relevant to independent investigation (2.80)	2.80
13 May 24	Reisman, Steven J.	Call with Katten regarding investigation presentation (.90); call with M. Roitman regarding investigation matters (.20); follow-up call with M. Roitman regarding same (.10); follow-up call with M. Roitman regarding deposition preparation (.20) review key documents in connection with independent investigation (1.30); attend portion of deposition preparation session of A. Horton (1.90)	4.60
13 May 24	Barnowski, Dan D	Attend portion of deposition preparation meeting with client (2.80); communications with team concerning various strategy and legal issues pertinent to deposition (.40)	3.20
13 May 24	Giglio, Cindi M.	Attend portion of A. Horton deposition preparation (3.10); follow up related to Wafford deposition (1.00)	4.10
13 May 24	Roitman, Marc B.	Call with Katten team regarding presentation to Disinterested Directors regarding report on potential estate causes of action against related parties (.90); attend meeting with Disinterested Director regarding preparation for deposition (3.70); further review of key documents and evidence in preparation for same (2.20); call with S. Reisman regarding investigation matters (.20); follow up call with S. Reisman regarding same (.10); follow up call with S. Reisman regarding deposition preparations (.20); confer with C. Giglio regarding same (.20); emails with Kirkland and Katten regarding confirmation schedule (.30)	7.80
13 May 24	Miranda, Loredana B.	Katten call regarding investigation Deck (.90); call with A. Horton regarding deposition preparation (3.70); review documents flagged from document review (1.40); update document memorandum (1.10); conduct document review into documents provided by the Debtors (2.20); revise investigation report with comments from S. Reisman (1.30); answer to inquiries	11.80

**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
13 May 24	Gray, Timothy H.	from J. Hodge regarding investigation (.80); attend to issues regarding document review (.40) Call with Katten regarding investigation presentation (.90); prepare materials for A. Horton deposition preparation (.70); call regarding deposition with Katten and A. Horton (3.70)	5.30
13 May 24	Eiten, Lauren	Review and analyze documents for relevance in connection with independent investigation into prepetition conduct and transactions (2.40); review and analyze documents for relevance in connection with independent investigation into prepetition conduct and transactions (3.50); draft summaries for relevant documents to share with investigation team (.90); review and analyze documents for relevance in connection with independent investigation into prepetition conduct and transactions (1.40)	8.20
13 May 24	Zobeideh, Alexis	Review and analysis of documents produced by Debtors on topics such as internal officer communications in connection with independent investigation (4.00); attend deposition of Bill Wafford (3.00); review transcript and draft summary memorandum of deposition (3.00); compare transcript to internal interview memorandum in connection with investigation (.60)	10.60
13 May 24	Hepner, Jennifer	Conduct document review of diligence produced by debtors in connection with investigation (4.10); continue to review documents in connection with investigation into prepetition conduct and transactions (3.50)	7.60
13 May 24	Jordan Ally G	Draft outline for deposition of former board member (1.10)	1.10
13 May 24	Gleeson, Jordan P.	Review documents related to board of director communications related to inventory and financial statements (1.70)	1.70
13 May 24	Kweskin, Lucy F.	Prepare for B. Wafford deposition (.60); participate in B. Wafford deposition (3.00)	3.60
13 May 24	Grady, Cade	Continue Thrasio document review of diligence produced by Debtors in connection with investigation (4.00); continue document review of Thrasio director emails and diligence produced by Debtors in connection with investigation into potential claims and causes of action (2.50)	6.50
14 May 24	Hodge, Johnjerica	Attend Katten call regarding investigation (1.30); correspond with Katten team regarding investigation (.50); correspond with document vendor regarding discovery (.10); correspond with Katten team regarding discovery (.30); assist with preparing cross-notices (.10); revise deposition preparation materials (1.30); correspond with A. Lawrence (.10); revise deposition	4.20

**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
14 May 24	Thompson, Grace A	summary (.20); call with C. Giglio (.10); call with L. Miranda regarding investigation (.20) Review documents produced to the Independent Directors by the Debtors, in connection with independent investigation (3.40); summarize key documents flagged in connection with document review (.60); continue review of documents produced by Debtors for issues relevant to independent investigation (1.80)	5.80
14 May 24	Reisman, Steven J.	Calls with C. Gilgio (.70); call with M. Roitman (.10); call with C. Giglio and M. Roitman (.50); call with Katten team regarding investigation (1.30); review and revise investigation presentation (2.00)	4.60
14 May 24	Barnowski, Dan D	Teleconference with C. Giglio concerning deposition preparation issues (.20); multiple communications with team concerning depositions (.40); emails with Katten concerning deposition strategy issues and follow-up emails concerning the same (.50)	1.10
14 May 24	Giglio, Cindi M.	Review of secondary sales memo and related emails (1.00); call with D. Barnowski (.20); calls with S. Reisman (.70); calls with M. Roitman (1.20); call with J. Hodge (.10); call with Katten team (1.30)	4.50
14 May 24	Rosella, Michael	Review updated document review protocol (.40); review documents produced in connection with ongoing investigation (4.50); prepare email to Katten with relevant documents in connection with same (.30)	5.20
14 May 24	Evans, Robin	Review Thrasio emails, financial reports, and other documents in connection with investigation (4.50)	4.50
14 May 24	Yogeshwarun, Nikita	Review and analyze correspondence from L. Miranda as well as hot document compilations (.30); message R. Evans regarding the same (.20)	0.50
14 May 24	Roitman, Marc B.	Call with C. Giglio regarding investigation matters (.50); follow up call with S. Reisman regarding same (.10); call with C. Giglio and S. Reisman regarding same (.50); further revise presentation to Disinterested Directors regarding report on potential estate causes of action against related parties (3.30); further review of key documents and evidence in connection with same (1.60); review memorandum analyzing certain potential claims and causes of action (.80); call with Katten team regarding investigation matters (1.30); follow up call with L. Miranda and C. Giglio regarding same (.40); call with L. Miranda regarding same (.20); call with C. Giglio regarding same (.10)	8.80
14 May 24	Miranda, Loredana B.	Call with J. Hodge regarding investigation (.20); update case calendar regarding investigation (.50); emails with Katten regarding work streams (.40); attend to issues regarding deposition coverage (.40); update presentation with additional diligence (1.70);	13.50

**PROFESSIONAL SERVICES**

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<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
		attend to issues regarding document review and diligence (.80); draft outline for D. Boockvar depositions (1.90); continue to conduct document review of email correspondence (1.80); review hot documents from Katten team and update document memorandum (2.40); call with Katten team regarding investigation (1.30); follow-up call with M. Roitman and C. Giglio (.40); email to A. Zobeideh regarding cross-notices of depositions (.30); review cross-notices drafted by A. Zobeideh (.40); review on transaction by transaction fact sheet (.40); emails with Katten regarding meeting minutes (.10); email to Kirkland regarding diligence (.20); answer factual questions from Katten regarding investigation (.30)	
14 May 24	Gray, Timothy H.	Draft summary sheet for A. Horton summarizing release and fiduciary duty issues surrounding secondary sales (2.20); revise Secondary Sales cheat sheet per J. Hodge comments (2.40); draft summary sheet for A. Horton summarizing release and fiduciary duty issues surrounding financial and inventory control issues (2.60); revised financial controls cheat sheet per J. Hodge comments (2.20); draft summary sheet for A. Horton summarizing release and fiduciary duty issues surrounding Yardline issues (1.80)	11.20
14 May 24	Eiten, Lauren	Review and analyze documents for relevance in connection with investigation into claims and causes of action (1.60); review and analyze documents for relevance in connection with investigation into claims and causes of action (2.20); draft summaries for relevant documents to share with investigation team (.70)	4.50
14 May 24	Zobeideh, Alexis	Revise B. Wafford deposition memorandum summary (1.40); draft email relating to documents from deposition of B. Wafford (.30); draft email to clients regarding summary of B. Wafford deposition (.70); emails with Katten team regarding same (.20); review and analysis of documents produced by Debtors on topics such as internal officer communications in connection with independent investigation (3.90); draft cross notices and subpoenas (.50)	7.00
14 May 24	Hepner, Jennifer	Review data room diligence regarding emails of Company counsel in connection with investigation (3.90); review diligence regarding inventory issues in connection with investigation (2.50); review diligence regarding financial statements in connection with investigation (1.60)	8.00
14 May 24	Jordan Ally G	Review and analyze documents produced by the debtors (1.30); draft outline for deposition of former board member (.80); call with Katten team regarding	3.40

**PROFESSIONAL SERVICES**

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<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
		investigation workstreams (1.30)	
14 May 24	Gleeson, Jordan P.	Review documents related to financial statement, audit, and inventory issues in connection with investigation into potential claims and causes of action (6.00)	6.00
14 May 24	Kweskin, Lucy F.	Revise B. Wafford deposition summary memo (.80)	0.80
14 May 24	Grady, Cade	Continue document review of Thrasio Director emails in connection with investigation into prepetition conduct and transactions (4.00); document review of directors of Thrasio emails, specifically D. Boockvar and M. Fahey (3.50)	7.50
15 May 24	Hodge, Johnjerica	Meet with Katten team for preparation call for deposition preparation session (.30); meet with A. Horton and Katten team for deposition preparation session (1.40); meet with D. Barnowski and T. Gray regarding damages (.50); meet with C. McGushin (.10); meet with T. Gray regarding deposition preparation (.10); correspond with Katten team regarding investigation (.50); prepare deposition preparation materials (.20); revise document request tracker (.10); revise cross-notices for depositions (.20); correspond with A. Horton regarding investigation (.10)	3.50
15 May 24	Thompson, Grace A	Continue review of documents produced by the Debtors for key issues relevant to independent investigation (3.90); summarize key documents flagged in connection with document review (.60)	4.50
15 May 24	Reisman, Steven J.	Katten pre-call to prepare for deposition session (.30); deposition preparation session with A. Horton (1.40); attend to additional investigation workstreams (1.10)	2.80
15 May 24	Barnowski, Dan D	Katten pre-call to prepare for deposition session (.30); deposition preparation session with A. Horton (1.40); communications with team about various deposition issues (.40); teleconference with T. Gray and J. Hodge to prepare for tomorrow's meeting with lender's counsel (.50); two teleconferences with M. Roitman to prepare for tomorrow's meeting with lender's counsel (.50); analysis of damages and claims materials (1.90)	5.00
15 May 24	Giglio, Cindi M.	Review documents related to investigation (1.50); review related cheat sheets (2.00)	3.50
15 May 24	Rosella, Michael	Continue to review documents produced in connection with ongoing investigation (2.70); emails with Katten regarding same (.30)	3.00
15 May 24	Evans, Robin	Review Thrasio emails and documents related to investigation (4.30)	4.30
15 May 24	Yogeshwarun, Nikita	Review, analyze documents from Debtors in connection with investigation into potential claims and causes of action (1.20)	1.20
15 May 24	Roitman, Marc B.	Revise memoranda providing summary analysis of certain potential claims and causes of action (1.40);	6.80

**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
15 May 24	Miranda, Loredana B.	emails with Katten regarding same (.30); further review of analyses relevant to certain transactions subject to investigation (.90); emails with Katten regarding same (.40); further review of key documents and evidence in connection with same (1.90); attend meeting with Disinterested Director regarding preparation for deposition (1.40); Katten pre-call in connection with same (.30); call with C. Giglio regarding investigation matters (.20)	4.60
15 May 24	Gray, Timothy H.	Respond to factual questions by C. Giglio and M. Roitman regarding investigation and process (various instances) (1.30); emails regarding letters to witnesses (.20); email to DISCO team regarding documents (.40); update diligence tracker for UCC (.50); emails with J. Hodge and T. Gray regarding depositions (.20); emails to Kirkland regarding diligence (.20); attend to issues regarding in person meeting with Gibson and Kirkland (.30); continue to review documents from email correspondence in connection with investigation (1.50)	5.60
15 May 24	Zobeideh, Alexis	Review reports and presentations in preparation for A. Horton deposition preparation (1.20); call with Katten regarding A. Horton deposition preparation (.30); call with Katten and A. Horton regarding deposition preparation (1.50); revise deposition Cheat Sheet regarding Yardline issues (2.10); discuss with J. Hodge and D. Barnowski regarding damages issues (.50)	4.20
15 May 24	Pecoraro, Andrew J.	Review and analysis of documents produced by Debtors in connection with independent investigation (3.00); review and analysis of documents produced by Debtors in connection with independent investigation (1.20)	5.50
15 May 24	Hepner, Jennifer	Review and analyze emails and related documents from Debtor custodians (3.50); review documents produced by third parties in connection with investigation into prepetition transactions (2.00)	6.30
15 May 24	Jordan Ally G	Review data room diligence regarding emails with Company counsel (2.80); review diligence regarding financial statements (1.40); review diligence regarding accounting issues (2.10)	1.80
15 May 24	Gleeson, Jordan P.	Research requirements for cross-noticing depositions of non-parties (.80); draft letters to former employees of the Debtors requesting interviews (.70); draft email to the client regarding requests to interview directors (.30)	3.30
15 May 24	Kweskin, Lucy F.	Review documents related to investigation into prepetition conduct and transactions (3.30)	0.20
15 May 24	Grady, Cade	Revise B. Wafford deposition summary (.20) Continue document review of director of Thrasio emails in connection with investigation (3.00)	3.00



**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
16 May 24	Hodge, Johnjerica	Revise correspondence to clients (.10); provide clients with update on investigation (.10); assist with preparing materials for deposition preparation (.20); correspond with Katten team regarding investigation next steps (.30); prepare for interview of M. Ouhadi (1.40); correspond with C. McGushin (.10)	2.20
16 May 24	Thompson, Grace A	Review documents produced to the Disinterested Directors by the Debtors, in connection with independent investigation (2.20)	2.20
16 May 24	Reisman, Steven J.	Katten pre-call to prepare for meeting with Kirkland and Gibson Dunn (.50); call with C Giglio (.30); call with M. Roitman (.20); follow-up call with M. Roitman (.30); meeting with Kirkland and Gibson (2.50); review and revise investigation presentation (2.20); follow-up with L. Miranda regarding email to clients (.20)	6.20
16 May 24	Barnowski, Dan D	Katten pre-call to prepare for meeting with Gibson Dunn (.50); attend a portion of meeting with Gibson Dunn and Kirkland teams (2.10); communications with Katten team concerning damages, depositions and release issues (.60)	3.20
16 May 24	Giglio, Cindi M.	Call with Katten team (.50); call with M. Roitman (.10); review documents related to investigation (2.30); call with S. Reisman (.30)	3.20
16 May 24	Rosella, Michael	Review updated key documents memorandum in connection with ongoing document review (.30)	0.30
16 May 24	Yogeshwarun, Nikita	Review and analyze hot documents and summarize key material for production team (3.10)	3.10
16 May 24	Roitman, Marc B.	Further revise memoranda providing summary analysis of certain potential claims and causes of action (1.90); emails with Katten regarding same (.40); further revise draft summary report regarding principal conclusions of independent investigation (2.80); further review of key documents and evidence in connection with same (1.40); meeting with Kirkland and Gibson regarding investigation and case matters (2.50); Katten pre-call in preparation for same (.50); revise agenda for meeting (.20); revise email to Disinterested Directors regarding meeting with counsel to Debtors and Lenders (.30); call with Kirkland regarding case matters (.10); follow-up with Kirkland regarding same (.10); call with S. Reisman regarding same (.20); call with A. Horton regarding investigation and case matters (.40); follow up call with S. Reisman regarding same (.30); call with C. Giglio (.10)	11.20
16 May 24	Miranda, Loredana B.	Attend Katten pre-call (.50); attend in person meeting with Kirkland and Gibson (2.50); draft email to clients regarding same (.60); call with M. Roitman regarding revisions to same (.10); follow-up with S. Reisman	11.80

**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
		regarding same (.20); review fact sheets for transactions drafted by T. Gray (.70); emails with DISCO regarding document productions (.80); emails with T. Gray regarding investigation presentation assignment (.40); draft agenda for meeting with Kirkland/Gibson (.40); continue to review diligence in connection with document review of email correspondence for investigation (2.30); draft email to MoFo regarding document production (.70); review and revise document memorandum with new updates (.70); update supplemental disclosure to court with updates (.80); continue to make updates to investigation deck (1.10)	
16 May 24	Gray, Timothy H.	Draft summary sheet concerning tender offer claim in preparation for deposition preparation (2.70); draft summary sheet concerning remaining claims in preparation for deposition preparation (3.80)	6.50
16 May 24	Zobeideh, Alexis	Review and analysis of documents produced by Debtors on topics such as internal director and officer communications in connection with independent investigation (4.00); review and analysis of documents produced by Debtors on topics such as financial documents in connection with independent investigation (1.60)	5.60
16 May 24	Pecoraro, Andrew J.	Review and analyze documents from Company officers (2.00)	2.00
16 May 24	Hepner, Jennifer	Review diligence related to engagement with FTI consulting and lender model (1.90); update client deposition fact sheets (.60)	2.50
16 May 24	Jordan Ally G	Review and analyze documents produced by the Debtor to prepare for interview with former employee (1.00); correspond with former employee regarding interview (.30)	1.30
16 May 24	Kweskin, Lucy F.	Email B. Wafford deposition summary to clients (.20)	0.20
16 May 24	Grady, Cade	Update hot document tracker and review hot documents (1.50); update Thrasio timeline for final presentation regarding investigation (1.20)	2.70
17 May 24	Smith, Robert T.	Conduct review of documents associated with investigation in recent weeks (1.80)	1.80
17 May 24	Hodge, Johnjerica	Attend Katten call regarding investigation presentation (1.50); attend Katten call to prepare for call with debtors' counsel (.30); attend call with debtors' counsel (.50); interview M. Ouhadi (2.00); prepare for interview of M. Ouhadi (.30); correspond with Katten team regarding investigation (.30); circulate analysis of M. Ouhadi interview (.20); revise document request tracker (.30); correspond with A. Lawrence (.10); prepare for interview of J. Falcao (.30); correspond with A. Rathod (.10); assist with deposition preparation	6.30

**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
		(.40)	
17 May 24	Reisman, Steven J.	Attend Katten call regarding investigation presentation (1.60); Katten pre-call (.30); call with Kirkland (.50); Katten call regarding investigation (1.00); call with M. Roitman (.20); review investigation presentation (.60)	4.20
17 May 24	Barnowski, Dan D	Prepare for team meeting concerning presentation (.30); Katten team meeting concerning revisions to presentation to client (1.40); communications with team about proposed revisions to report and next steps (.50); teleconference with Katten team to go over presentation (1.60); follow-up teleconference with M. Roitman about revisions to presentation (.40); teleconference with A. Pecoraro concerning newly produced documents (.20); analysis of produced documents and draft presentation (1.60)	6.00
17 May 24	Giglio, Cindi M.	Calls with Katten team (2.60); related emails (.50); call with R. Smith (.20)	3.30
17 May 24	Yogeshwarun, Nikita	Review and analyze updated review protocol and hot document summaries (.90)	0.90
17 May 24	Roitman, Marc B.	Further revise memoranda providing summary analysis of certain potential claims and causes of action (2.10); meeting with Katten team regarding investigation matters (1.00); follow up call with L. Miranda regarding same (.40); emails with Disinterested Directors regarding case matters and investigation (.60); Katten follow up team call regarding investigation (1.60); call with S. Reisman regarding investigation matters (.20); call with D. Barnowski regarding same (.40); further revise draft Summary Report regarding principal conclusions of independent investigation (4.80); further review of key documents and evidence in connection with same (2.30); call with Kirkland team regarding case matters (.50); Katten pre-call in connection with same (.30)	14.20
17 May 24	Miranda, Loredana B.	Katten call regarding investigation Presentation (1.50); Katten pre-call (.30); attend call with Kirkland (.50); attend Katten call with Katten team regarding investigation (1.60); continue drafting investigation presentation, including review of hot documents (4.90); continue conducting document review into email correspondence (2.10); review documents marked as responsive by Katten team for document review memorandum (1.80); email to clients regarding meeting with Ad Hoc Group (.40)	13.10
17 May 24	Pecoraro, Andrew J.	Draft summary of document review results (1.00); draft topic outline for interview with J. Falcao (.60); review and analyze documents regarding same (.50); teleconference with D. Barnowski regarding investigation (.20)	2.30

**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
17 May 24	Hepner, Jennifer	Update deposition preparation sheets for client (1.80); draft email to client explaining context of deposition preparation materials (.30); prepare chart detailing each director's tenure with the Company (2.00); summarize diligence and draft email to client discussing Company's engagement of FTI Consulting (.90); emails with J. Hodge regarding investigation (.10); preparation for A. Rathod interview (.50)	5.60
17 May 24	Jordan Ally G	Attend interview with former employee of the Debtor M. Ouhadi (2.00); draft memorandum analyzing the same (1.90)	3.90
17 May 24	Grady, Cade	Update hot documents memo to include newly found documents (.70)	0.70
18 May 24	Hodge, Johnjerica	Review documents related to deposition preparation (.70); revise materials for deposition preparation (.60); prepare outline for interview of A. Rathod (1.10); review documents related to A. Rathod (.90); revise interview summary (.70); correspond with Katten team regarding investigation (.10); revise disclosure regarding potential claims (.80); revise investigation presentation (1.70)	6.60
18 May 24	Reisman, Steven J.	Review and revise investigation presentation (1.60); follow-up with Katten team regarding additional investigation workstreams (1.70)	3.30
18 May 24	Barnowski, Dan D	Revise disclosure concerning investigation and related discussions concerning same (2.00)	2.00
18 May 24	Giglio, Cindi M.	Provide comments to the investigation report for Court (1.50)	1.50
18 May 24	Roitman, Marc B.	Further revise draft summary report regarding principal conclusions of independent investigation (2.60); further review of key documents and evidence in connection with same (1.90); emails with Katten regarding same (.30)	4.80
18 May 24	Miranda, Loredana B.	Continue to draft investigation presentation (4.70); email with DISCO regarding document production (.20); review documents flagged by M. Roitman in document review and update document memorandum (1.40); incorporate comments to investigation deck by J. Hodge (.30); additional review of disclosure to court regarding investigation (.30)	6.90
18 May 24	Pecoraro, Andrew J.	Revise draft report on investigation matters (.30); draft interview outline regarding upcoming interview with J. Falcao (3.00); review and analyze documents regarding same (1.50)	4.80
18 May 24	Jordan Ally G	Further draft and revise memorandum analyzing interview with M. Ouhadi (3.40); draft email to client regarding the same (.50)	3.90
19 May 24	Smith, Robert T.	Pre-call to discuss meeting with UCC, counsel for the ad hoc lenders, and debtors (1.70)	1.70

**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
19 May 24	Hodge, Johnjerica	Attend Katten team call regarding investigation and upcoming meeting (1.70); prepare for A. Rathod interview (.90); revise summary of interview (.30); review key documents (.20); revise J. Falcao interview outline (1.20); correspond with clients (.10); assess requirements under protective order when conducting interviews (.10); correspond with document review vendor (.10)	4.60
19 May 24	Reisman, Steven J.	Call with D. Barnowski regarding privilege issue (.30); call with Katten team regarding investigation (1.70); call with M. Roitman (.20); review materials in preparation for settlement meeting (2.50)	4.70
19 May 24	Barnowski, Dan D	Analysis of various privilege issues (.20); teleconference with S. Reisman concerning privilege issue (.30); call with M. Roitman regarding investigation analyses (.20); Katten team call to discuss investigation and report to court (1.70)	2.40
19 May 24	Giglio, Cindi M.	Review of deck (1.00); prepare for meeting (.50); call related to preparation for settlement meeting (1.70); review of agenda (.30); related correspondence (.60)	4.10
19 May 24	Roitman, Marc B.	Further revise draft Summary Report regarding principal conclusions of independent investigation (2.50); further review of key documents and evidence in connection with same (1.50); emails with Katten regarding same (.50); further revise presentation to Disinterested Directors regarding report on potential estate causes of action against related parties (2.70); call with Katten team regarding investigation analyses (1.70); call with S. Reisman regarding same (.20); call with D. Barnowski regarding same (.20)	9.30
19 May 24	Miranda, Loredana B.	Katten Call regarding investigation and Upcoming Meeting (1.70); draft agenda for settlement meeting (.70); revise agenda with comments from Katten (.20); revise and review presentation regarding investigation with comments from Katten team (various iterations) (3.60); attend to issues regarding settlement meeting (.40); respond to emails regarding diligence from M. Roitman (.20)	6.80
19 May 24	Pecoraro, Andrew J.	Prepare for interviews with J. Falcao and A. Rathod (2.00); review and edit draft investigation report (.70); teleconference with Katten regarding investigation (1.70)	4.40
20 May 24	Smith, Robert T.	Pre-call among Katten (.70); meeting with UCC, lenders, and debtors (2.00); meeting with Kirkland (.80); analyze claims in investigation (1.50); pre-call before meeting with clients (.50); meeting with clients (1.00)	6.50
20 May 24	Hodge, Johnjerica	Attend Katten team pre-call (.70); attend Katten pre-call (.50); meet with Disinterested Directors (1.00);	7.00

**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
20 May 24	Reisman, Steven J.	attend J. Falcao interview (1.50); attend A. Rathod interview (1.70); prepare for A. Rathod interview (.50); meet with A. Pecoraro regarding investigation (.60); correspond with document vendor regarding document collection (.20); revise summary of J. Falcao interview (.10); correspond with A. Lawrence (.10); correspond with Katten team regarding investigation (.10)	6.10
20 May 24	Barnowski, Dan D	Attend settlement meeting (2.00); Katten pre-call (.70); call with Disinterested Directors (1.00); discussions with A. Horton regarding matters related to settlement (1.00); call with C. Giglio (.20); revise draft of summary report (1.20)	0.90
20 May 24	Giglio, Cindi M.	Attention to results of meeting with creditors committee and debtors (.30); analysis of memos from M. Roitman and A. Pecoraro regarding issues relevant to the investigation (.40); communications with Katten team concerning strategy issues (.20)	10.70
20 May 24	Roitman, Marc B.	Prepare for settlement meeting (2.00); attend settlement meeting (2.00); meeting with Gibson (.70); Katten call regarding settlement and investigation (1.50); call with Kirkland team (.80); call with Silberstein counsel (.10); update to clients (.30); email to A. Horton and S. Selig (.10); review Falcao interview summary (.20); pre meeting for Disinterested Directors meeting (.50); attend Disinterested Directors meeting (1.00); Katten post call (.30); call with M. Roitman (.40); call with M Fagen (.10); call with S. Reisman (.20); review edits to summary report (.50)	15.60
		Meet with case parties regarding investigation and Plan matters (2.00); pre-call with Katten team in connection with same (.70); prepare in connection with same (.50); follow up meeting with Gibson Dunn regarding same (.70); Katten call regarding settlement matters and investigation-related matters (1.50); call with Kirkland and Katten regarding investigation matters (.80); call with T. Gray regarding analyses of potential claims and causes of action (.20); call with Disinterested Directors regarding investigation matters (1.00); pre-call with Katten regarding same (.50); prepare in connection with same (.40); further revise draft Summary Report regarding principal conclusions of independent investigation (3.10); emails with Katten regarding same (.30); call with C. Giglio regarding same (.20); further revise presentation to Disinterested Directors regarding report on potential estate causes of action against related parties (1.60); emails with Katten regarding same (.40); review research on potential estate causes of action relevant to investigation (1.30); emails with Katten regarding same (.40)	

**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
20 May 24	Miranda, Loredana B.	Katten pre-call (.70); settlement meeting (2.00); follow-up meeting with Gibson regarding settlement (.70); Katten call regarding settlement and investigation (1.50); call with Kirkland regarding settlement and investigation (.80); Katten post-call (.30); Katten pre-call (.50); call with Disinterested Directors (1.00); draft email to directors regarding settlement meeting (.30); draft agenda for directors' meeting (.20); attend to issues regarding in person settlement meeting (.40); revise draft email regarding diligence requests (.10); emails with Katten regarding diligence requests (.20); revise investigation presentation (various iterations) (.70); draft minutes of directors' meeting (.70)	10.10
20 May 24	Gray, Timothy H.	Review and incorporate A. Pecoraro revisions to cheat sheets regarding Yardline claims (1.20); revise Secondary Sale cheat sheet (1.40); call with M. Roitman regarding analyses of potential claims and causes of action (.20)	2.80
20 May 24	Pecoraro, Andrew J.	Precall with Katten regarding investigation (.70); take interview of J. Falcao (1.50); attend interview of A. Rathod (1.70); call with Katten regarding settlement and investigation (1.50); call with Disinterested Directors (1.00); legal research regarding tender offer (3.00); teleconference with R. Smith regarding same (.40); draft summary email to client regarding interviews (.40)	10.20
20 May 24	Hepner, Jennifer	Interview of J. Falcao (1.50); interview of A. Rathod (1.50); draft J. Falcao interview memorandum (2.60)	5.60
20 May 24	Kweskin, Lucy F.	Katten pre-call (.50); participate in portion of call with Disinterested Directors (.50)	1.00
21 May 24	Smith, Robert T.	Pre-call in advance of meeting of UCC, lenders, and debtors (.40); meeting with UCC, lenders, and debtors counsel (2.00); call with J. Hodge about investigation (.20); meet with A. Pecoraro about investigation (.20); call among Katten to discuss Disinterested Directors' report (1.70); review revisions to report (.30)	4.80
21 May 24	Reisman, Steven J.	Katten pre-call (.40); meeting with MoFo, Gibson, and Kirkland (4.70); calls with C. Giglio (.20); Katten call regarding investigation (1.50); confer with M. Roitman regarding investigation (.30); review and revise investigation presentation (2.00)	9.10
21 May 24	Barnowski, Dan D	Attention to results of meeting with UCC and debtors (.30)	0.30
21 May 24	Giglio, Cindi M.	Settlement meeting with Kirkland/Gibson/MoFo (4.70); Katten call regarding investigation (1.50); revise report (2.00 ); call with M. Roitman (.60); calls with S. Reisman (.20); call with M. Fagen (.10); calls with L. Miranda (.20); call with M. Roitman regarding	9.50

**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
21 May 24	Roitman, Marc B.	investigation matters (.20) Partial attendance at meeting with case parties regarding investigation and Plan matters (1.30); confer with S. Reisman regarding investigation matters (.30); confer with C. Giglio regarding same (.20); further revise draft Summary Report regarding principal conclusions of independent investigation (3.90); emails with Katten regarding legal analyses relevant to evaluation of potential estate causes of action against related parties (.70); confer with C. Giglio regarding same (.60); emails with C. Giglio and L. Miranda regarding same (.30); Katten call regarding investigation matters (1.50)	8.80
21 May 24	Miranda, Loredana B.	Attend settlement meeting with Kirkland/Gibson/MoFo (4.70); attend Katten call regarding investigation (1.50); draft email to clients regarding settlement meeting (.90); revise investigation presentation (4.30); email to S. Reisman regarding draft report and investigation deck (.20); emails to Kirkland regarding interviews (.20); revise investigation court report with comments from S. Reisman (1.20)	13.00
21 May 24	Gray, Timothy H.	Call with Katten regarding investigation update (1.50); review draft Court Disclosure (.50)	2.00
21 May 24	Pecoraro, Andrew J.	Attend portion of settlement meeting with Katten, Kirkland, Gibson, and Morrison & Foerster (3.00); call with Katten regarding investigation (1.50); review documents regarding tender offer (2.50); draft outline for interviews with Thrasio directors (2.00)	9.00
21 May 24	Hepner, Jennifer	Email correspondence with M. Roitman and L. Miranda regarding director declarations (1.80); draft J. Falcao interview memorandum and corresponding email to client (2.50); draft A. Rathod interview memorandum (2.20)	6.50
21 May 24	Jordan Ally G	Draft summaries of interviews with former employees of the Debtor to present to the Creditors Committee (1.20)	1.20
22 May 24	Smith, Robert T.	Review report of independent directors (.40); attend Katten call on report (.80); attend call among Katten and Kirkland (.50); attend pre-call before meeting with clients (.70); meet with clients about report (.80); review revisions to report (.30)	3.50
22 May 24	Hodge, Johnjerica	Prepare materials for deposition preparation (.60); revise summary of A. Rathod interview (.50); prepare for meeting with UCC regarding interviews (.20)	1.30
22 May 24	Reisman, Steven J.	Katten pre-call (.50); call with Kirkland (.50); call with Disinterested Directors (1.00); Katten call regarding summary report on investigation (.80); review of summary report (1.30); review and revise investigation	5.70



**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
		presentation (1.60)	
22 May 24	Barnowski, Dan D	Analysis of revised presentation to court (.60); analysis of revised client presentation (.60)	1.20
22 May 24	Giglio, Cindi M.	Katten call regarding court report on investigation (.80); call with Kirkland (.50); Katten pre-call (.50); call with Disinterested Directors (1.00); continue work on court report (4.40); review additional materials on tender offer (1.00); scheduling interviews (.20)	8.40
22 May 24	Roitman, Marc B.	Further revise presentation to Disinterested Directors regarding report on potential estate causes of action against related parties (2.90); emails with Katten regarding same (.40); further revise draft Summary Report regarding principal conclusions of independent investigation (1.90); Katten call regarding same (.80); call with Disinterested Directors regarding investigation matters (1.00); Katten pre-call regarding same (.50); prepare to give presentation to Disinterested Directors (.60)	8.10
22 May 24	Miranda, Loredana B.	Katten call regarding court report on investigation (.80); call with Kirkland (.50); Katten pre-call (.50); call with Disinterested Directors (1.00); revise draft of court filing with comments by S. Reisman (2.10); follow-up on diligence with document vendor (.30); update diligence tracker (.70); draft minutes for Disinterested Directors' meeting (.70); revise deck with additional comments from Katten team (.60); review interview outlines for interviews of J. Coppoletta and S. Hutchins (.30); draft agenda for Directors' meeting (.20); emails to Directors regarding same (.10); revise report to court with comments from C. Gilgio, M. Roitman, and A. Pecoraro (various iterations) (1.10); review and revise investigation report to court with comments from Katten (.50); email to Directors regarding same (.20); call with A. Zobedieh regarding documents provided by Debtors (.20)	9.80
22 May 24	Gray, Timothy H.	Call with Katten regarding court report on investigation (.80); review and revise outline for S. Hutchins interview (.70); conduct interview of S. Hutchins (1.50); review revised court report on investigation and comment on same (.60); revise deposition preparation materials to reflect developments in investigation and potential new claims (4.30)	7.90
22 May 24	Zobeideh, Alexis	Review and analyze documents provided by debtors including specific audit and PwC related documents (1.50); email L. Miranda regarding same (.10); call with L. Miranda regarding same (.20)	1.90
22 May 24	Pecoraro, Andrew J.	Call with Katten regarding investigation report (.80); prepare for interviews with S. Hutchins and J.	4.30

**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
		Coppoletta (.80); pre-call with Katten regarding meeting with Disinterested Directors (.50); meet with Disinterested Directors (1.00); revise and edit investigation report (1.20)	
22 May 24	Hepner, Jennifer	Draft A. Rathod interview memo (2.80); draft email to clients summarizing J. Falcao and A. Rathod interviews (.90); interview of S. Hutchins (1.50); draft S. Hutchins interview memo (2.00)	7.20
22 May 24	Jordan Ally G	Continue drafting summaries of interviews with employees and directors of the Debtors to present to the Creditors Committee (3.80)	3.80
22 May 24	Kweskin, Lucy F.	Preparation for J. Coppoletta and S. Hutchins interviews (.80); participate in S. Hutchins interview (1.50)	2.30
23 May 24	Smith, Robert T.	Attend a portion of settlement conference to court regarding Investigation by Zoom (2.20); review revised report with various parties including MoFo, Kirkland and Gibson (.70)	2.90
23 May 24	Reisman, Steven J.	Call with C. Giglio and M. Roitman (.70); call with M. Roitman (.60); call with Disinterested Directors (.50); attend portion of settlement conference (2.40)	4.20
23 May 24	Barnowski, Dan D	Respond to questions and concerns about privilege and protective order (.50); analysis of privileged document and protective order (.60); prepare footnote for investigation report (.60); analysis of revised investigation report for privilege issues (.90); analysis of Katten team communications concerning deposition preparation and related issues (.80)	3.40
23 May 24	Giglio, Cindi M.	Prepare for settlement meeting (1.00); attend settlement meeting with various parties including MoFo, Kirkland and Gibson (4.00); call with M. Roitman and S. Reisman (.70); call with M. Roitman (.20); finalizing report to court regarding Investigation (1.00)	6.90
23 May 24	Roitman, Marc B.	Partial attendance at meeting with case parties regarding investigation and Plan matters (1.00); call with Disinterested Directors regarding investigation matters (.50); further revise draft summary report regarding principal conclusions of independent investigation (4.20); call with S. Reisman and C. Giglio regarding same (.70); call with C. Giglio regarding same (.20); call with S. Reisman regarding same (.60); further review of key documents and evidence in connection with preparation for upcoming depositions (1.70); emails with Katten regarding same (.40); call with A. Horton regarding same (.60)	9.90
23 May 24	Miranda, Loredana B.	Attend settlement meeting with Kirkland, Gibson, and MoFo (4.00); draft email to Directors regarding same (.60); respond to emails from M. Roitman regarding	7.90

**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
23 May 24	Gray, Timothy H.	investigation (.40); review of investigation report to Court (various iterations) (.90); review of diligence regarding stock ownership (.90); review diligence in connection with investigation (.80); emails with T. Gray regarding summary of investigation (.30) Review and revise S. Hutchins interview summary and other interview summaries in anticipation of UCC call (1.30); call with UCC Counsel regarding summary of interviews (1.50); implement final revisions to deposition cheat-sheet summaries (2.60)	5.40
23 May 24	Zobeideh, Alexis	Review and analyze documents provided by Debtors in relation to Peak6 production in connection with independent investigation (4.00); continue reviewing and analyzing documents provided by Debtors in relation to Peak6 production in connection with independent investigation (1.50)	5.50
23 May 24	Pecoraro, Andrew J.	Prepare for interview with J. Coppoletta (.60); interview J. Coppoletta (director of Thrasio Holdings) (1.20); revise interview memorandum regarding same (.40); review and analyze diligence regarding potential claims and causes of action (3.50)	5.70
23 May 24	Hepner, Jennifer	Work on draft of S. Hutchins interview memo and circulate to Katten team (1.00); meet with Disinterested Directors (.50); draft minutes of Disinterested Directors meeting (.50); draft email to clients summarizing interviews (.90)	2.90
23 May 24	Jordan Ally G	Attend interview with former director of the Debtor (1.20); draft memorandum summarizing and analyzing the same (2.70); draft summary of interview with former directors of the Debtor to be presented to the Creditors Committee (2.80)	6.70
23 May 24	Kweskin, Lucy F.	Review S. Hutchins interview memo (.10); Participate in J. Coppoletta interview (1.20); meet with UCC regarding interviews (1.50)	2.80
24 May 24	Smith, Robert T.	Review investigation material (.20); deposition preparation with client (.70); review investigative materials in preparation for defending depositions (1.90); call with client, A. Horton to discuss deposition preparation (.70)	3.50
24 May 24	Reisman, Steven J.	Call with C. Giglio (.10); call with A. Horton regarding deposition prep (.50); follow-up call with A. Horton (.70); review materials in preparation for same (1.60); attend Board call (1.00); review materials in preparation for Board call (2.70)	6.60
24 May 24	Barnowski, Dan D	Two preparation calls with A. Horton (1.10); prepare for deposition preparation meetings (.80); attention to communications with team concerning open issues for deposition and settlement (.50)	2.40
24 May 24	Giglio, Cindi M.	Call with J. Zujowski (.20); call with S. Reisman	4.20

**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
24 May 24	Rosella, Michael	(.10); calls with A. Horton (.30); deposition preparation sessions (1.30); attend Board call (1.00); correspondence related to investigation (1.00); call with M. Roitman regarding investigation matters (.30) Begin to review publicly filed investigation report in connection with preparing proposed redactions to final investigation presentation to clients (1.60); review background materials in connection with same (.40)	2.00
24 May 24	Roitman, Marc B.	Call with C. Giglio regarding investigation matters (.30); meeting with A. Horton regarding preparations for upcoming deposition (.50); review materials in preparation for same (.60); follow up call with A. Horton regarding same (.10); follow-up meeting with A. Horton regarding preparations for upcoming deposition (.70); review memoranda regarding analysis of potential estate causes of action against related parties in connection with preparations for upcoming deposition (1.10); emails with Katten regarding same (.30)	3.60
24 May 24	Gray, Timothy H.	Revise deposition schedule with team assignments (.30); correspond with S. Reisman, J. Hodge, S. Selig regarding deposition preparation materials (.30); review draft correspondence with J. Falcao (.10); review and comment on draft email regarding deposition summaries (.20); review Coppoletta deposition summary memo (.30)	1.20
24 May 24	Zobeideh, Alexis	Review and analyze documents provided by Debtors in relation to Peak6 production in connection with independent investigation (4.00); continue reviewing and analyzing documents provided by Debtors in relation to Peak6 production in connection with independent investigation (1.00)	5.00
24 May 24	Pecoraro, Andrew J.	Meet with client regarding deposition preparation (.50); participate in continued deposition preparation session (.50); review and collate documents regarding deposition preparation (2.30); teleconference with B. Woodring regarding case status (.40); draft email response to J. Falcao regarding Disinterested Directors' report (.40); draft correspondence to client regarding deposition preparation (1.30)	5.40
25 May 24	Smith, Robert T.	Meet with client to prepare for deposition (3.50); review email from Committee claiming waiver of privilege (.30); draft response to Committee's email (1.60)	5.40
25 May 24	Hodge, Johnjerica	Correspond with J. Falcao (.10); prepare for deposition preparation session (.60); attend deposition preparation session (3.50)	4.20
25 May 24	Reisman, Steven J.	Participate in portion of deposition prep session with A. Horton (2.80); preparation for same (1.20); review	5.00

**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
25 May 24	Barnowski, Dan D	and provide comments to settlement term sheet (1.00) Review correspondence concerning privilege issue and related analysis of same (.40); communications with team concerning privilege issue (.40)	0.80
25 May 24	Giglio, Cindi M.	Attend settlement meetings (1.00); review term sheet (.40); preparation session for A. Horton (3.50); related follow up (.60)	5.50
25 May 24	Yogeshwarun, Nikita	Review and analyze production team correspondence (.10)	0.10
25 May 24	Roitman, Marc B.	Meet with A. Horton regarding preparations for upcoming deposition (3.60); review key documents in follow-up to same (.70); emails with Katten regarding privilege of report to Disinterested Directors (.30)	4.60
25 May 24	Gray, Timothy H.	Conduct deposition preparation session with Katten and A. Horton (3.50)	3.50
26 May 24	Smith, Robert T.	Review email from A. Pecoraro with additional legal research (.40); make revisions to email in response to UCC (.40); call with M. Roitman (.20); make additional edits to email to UCC (.30); draft response to follow-up email from UCC (1.90)	3.20
26 May 24	Hodge, Johnjerica	Correspond with B. Woodring (.10); correspond with Katten team and document vendor regarding document review (.30); assist with deposition preparation (.30); assist with document review (.20); review hot documents (.10); revise correspondence to A. Lawrence (.10)	1.10
26 May 24	Thompson, Grace A	Call with A. Pecoraro regarding document review (.20); review documents produced by the Debtors for issues relevant to independent investigation (2.50)	2.70
26 May 24	Reisman, Steven J.	Calls with G. Giglio (.50); continued review of materials in preparation for A. Horton deposition (.90); correspondence with Kirkland and MoFo regarding efforts to reach settlement (1.20); continued review of settlement term sheet (.70)	3.30
26 May 24	Barnowski, Dan D	Analysis of proposed response on privilege issue (.30); communications with team concerning privilege issue (.30)	0.60
26 May 24	Giglio, Cindi M.	Call with J. Zujkowski (.20); calls with S. Reisman (.50); follow up correspondence on preparations for deposition (1.00)	1.70
26 May 24	Roitman, Marc B.	Research regarding precedent for public filing of independent director conclusions and preservation of privilege of legal analysis (1.10); emails with Katten regarding same (.30); review email memorandum regarding timeline of certain historical transactions relevant to independent investigation (.70); emails with Katten regarding same (.20); call with R. Smith (.20)	2.50
26 May 24	Pecoraro, Andrew J.	Correspond with client regarding deposition preparation (2.00); coordinate ingestion and processing	8.10

**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
27 May 24	Smith, Robert T.	of documents produced by Upper90 (.30); correspond with Katten team regarding same (.30); review and analyze Upper90 documents regarding investigation (4.00); draft summary regarding same (1.30); call with G. Thompson regarding document review (.20) Make revisions to response e-mail to UCC (0.30); review documents in preparation for defending deposition of client (2.30).	2.60
27 May 24	Hodge, Johnjerica	Prepare materials to assist with deposition preparation (1.60); revise team strategy for depositions (.40); prepare for D. Boockvar deposition (.20); revise cross-notice for upcoming depositions (.10); correspond with A. Lawrence (.10)	2.40
27 May 24	Barnowski, Dan D	Assist in providing response to UCC questions on privilege issue (.40); analysis of draft response on privilege issue (.30); revise proposed settlement agreement language on privilege (.60); numerous communications with Katten team about deposition, privilege and other issues (1.80)	3.10
27 May 24	Giglio, Cindi M.	Answer questions related to facts in investigation (2.20); extensive correspondence with Katten team (1.00)	3.20
27 May 24	Rosella, Michael	Continue to review publicly filed investigation report in connection with preparing redactions to final investigation report to clients (1.00); prepare proposed redactions to final investigation report to clients (3.80)	4.80
27 May 24	Roitman, Marc B.	Draft analysis of certain historical transactions relevant to independent investigation in connection with preparation for upcoming deposition (2.50); correspondence with Disinterested Directors regarding analyses of potential estate causes of action against related parties relevant to preparation for upcoming deposition (1.10); further review of key documents and evidence in connection with same (1.30); review of settlement term sheet (.80); emails with Katten regarding same (.40)	6.10
27 May 24	Miranda, Loredana B.	Emails with Katten regarding questions by A. Horton regarding deposition preparation (.40); attend to issues regarding deposition preparation of A. Horton (.40)	0.80
27 May 24	Gray, Timothy H.	Research regarding audit reports (.30); correspond with M. Roitman regarding same (.10); draft email response to A. Horton follow-up questions regarding Cheat Sheets (1.80); revise same (.10)	2.30
27 May 24	Pecoraro, Andrew J.	Review and analyze documents from Upper90 (1.60); correspond with C. Giglio and M. Roitman regarding same (.50); draft correspondence to client regarding investigation (3.00)	5.10
28 May 24	Smith, Robert T.	Prepare for meeting with client for deposition (3.00); meet with client to prepare him for his deposition	11.20

**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
		(8.20)	
28 May 24	Hodge, Johnjerica	Attend deposition preparation session for A. Horton (8.20); prepare for deposition preparation (.70); review cross-notice for depositions (.20); correspond with Katten team regarding depositions (.10); correspond with UCC Counsel regarding upcoming depositions (.10)	9.30
28 May 24	Reisman, Steven J.	Attend portion of meeting with A. Horton to prepare for deposition (5.40)	5.40
28 May 24	Barnowski, Dan D	Prepare for meeting with A. Horton concerning his deposition (.80); attend a portion of meeting with A. Horton concerning his deposition (6.30); revise term sheet with privilege language (.50)	7.60
28 May 24	Giglio, Cindi M.	Attend settlement meeting (3.00); attend a portion of continued deposition preparation for A. Horton (5.50); follow up related to term sheet (1.20)	9.70
28 May 24	Roitman, Marc B.	Meet with case parties regarding investigation and Plan matters (3.00); prepare for same (.60); meeting with A. Horton regarding preparations for upcoming deposition (8.20); further review of materials in preparation for same (.70); review of settlement term sheet (.50); revise certain sections of settlement term sheet relevant to Disinterested Directors and investigation matters (.60); emails with Katten regarding same (.40)	14.00
28 May 24	Miranda, Loredana B.	Draft request to Company regarding investigation (.50); incorporate comments from C. Giglio regarding same (.20); follow-up on meeting minutes for directors' meeting (.20); review of Debtors' document production (.80)	1.70
28 May 24	Gray, Timothy H.	Review emails for potentially relevant documents to assist in deposition preparation (.30); review provisions regarding privilege in proposed Term Sheet (.10)	0.40
28 May 24	Zobeideh, Alexis	Review and analyze diligence provided by debtors relating to third parties in connection with independent investigation (4.00); continue to review and analyze diligence provided by debtors relating to third parties in connection with independent investigation (1.50)	5.50
28 May 24	Pecoraro, Andrew J.	Attend a portion of prep session for A. Horton for deposition (7.00); review and analyze documents for deposition of J. Finger (.50); draft outline for J. Finger deposition (1.20); review and analyze additional documents produced by Debtors (.40)	9.10
28 May 24	Hepner, Jennifer	Prepare for A. Horton deposition preparation (.60); follow up with Katten team regarding interview memoranda (.30)	0.90
28 May 24	Jordan Ally G	Revise subpoenas for depositions of former employees of the Debtor (.50); correspond with process server regarding serving deposition subpoena (.40)	0.90
29 May 24	Reisman, Steven J.	Calls with C. Giglio (.50); call with M. Roitman	2.30

**PROFESSIONAL SERVICES**

Matter 00021: Investigation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
		regarding settlement term sheet (.30); discussions with M. Fagen regarding settlement (.60); attend Board meeting (.60); follow-up with A. Horton about same (.30)	
29 May 24	Barnowski, Dan D	Analysis of revisions to term sheet (.40)	0.40
29 May 24	Giglio, Cindi M.	Calls with S. Reisman (.50); call with M. Fagen (.20); attend Board meeting (.60); call with A. Horton (.10); follow up on depositions and term sheet (.50)	1.90
29 May 24	Roitman, Marc B.	Review revised settlement term sheet (.50); call with S. Reisman regarding same (.30); emails with Katten regarding depositions and discovery-related matters (.30)	1.10
29 May 24	Zobeideh, Alexis	Review and analyze diligence provided by debtors relating to third parties in connection with independent investigation (2.80)	2.80
29 May 24	Jordan Ally G	Confirm service of third party subpoena (.20)	0.20
31 May 24	Roitman, Marc B.	Revise minutes of Disinterested Director meetings from May 20, 22, and 23, 2024 (1.20); emails with Katten regarding same (.20)	1.40
31 May 24	Miranda, Loredana B.	Follow-up on meeting minutes (.20); emails with Kirkland and Katten regarding meeting (.20); revise meeting minutes with comments from M. Roitman (.60)	1.00
03 Jun 24	Reisman, Steven J.	Calls with C. Giglio (.50); follow-up on Bristols 6 matters (.30)	0.80
03 Jun 24	Giglio, Cindi M.	Calls regarding Bristol 6 (.70); calls with S. Reisman (.50); review of Bristol APA regarding representations (.30)	1.50
03 Jun 24	Miranda, Loredana B.	Attend Katten pre-call (.30); attend call with Kirkland (.50); draft summary of call regarding same (.30); review diligence from Bristol 6 regarding claims (1.40)	2.30
04 Jun 24	Hodge, Johnjerica	Review minutes for meetings with the Disinterested Directors (.10)	0.10
04 Jun 24	Pecoraro, Andrew J.	Review and analyze Bristol 6 statements to prepare for deposition (.60); attend deposition of Debtors' 30(b)(6) witness (3.50); draft summary regarding same (.60)	4.70
05 Jun 24	Hodge, Johnjerica	Correspond with team regarding outreach from J. Falcao's counsel (.10)	0.10
06 Jun 24	Hodge, Johnjerica	Make outreach to J. Falcao's attorney (.10)	0.10
06 Jun 24	Reisman, Steven J.	Follow-up on Bristols 6 matters (.40)	0.40
06 Jun 24	Miranda, Loredana B.	Emails with Katten regarding Bristol 6 depositions (.50)	0.50
<b>TOTALS:</b>			<b>1,700.20</b>

**SUMMARY OF PROFESSIONAL SERVICES**

Matter 00021: Investigation



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

Invoice No. 40219037  
 Invoice Date: July 31, 2024

	<b>Attorney or Assistant</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
44866	Barnowski, Dan D	61.90	1,360.00	\$84,184.00
45848	Eiten, Lauren	46.30	755.00	\$34,956.50
45354	Evans, Robin	10.50	815.00	\$8,557.50
44904	Giglio, Cindi M.	132.80	1,635.00	\$217,128.00
46369	Gleeson, Jordan P.	30.30	915.00	\$27,724.50
46686	Grady, Cade	57.80	700.00	\$40,460.00
46250	Granberry, Meredith K.	8.10	650.00	\$5,265.00
45751	Gray, Timothy H.	114.30	1,045.00	\$119,443.50
45360	Hebeisen, Kenneth N.	18.00	875.00	\$15,750.00
46275	Hepner, Jennifer	89.80	700.00	\$62,860.00
44501	Hodge, Johnjerica	134.10	1,135.00	\$152,203.50
46340	Jordan Ally G	61.90	885.00	\$54,781.50
46629	Kweskin, Lucy F.	18.70	1,560.00	\$29,172.00
45695	Miranda, Loredana B.	232.10	835.00	\$193,803.50
45982	Pecoraro, Andrew J.	132.30	1,020.00	\$134,946.00
44842	Reisman, Steven J.	129.40	1,920.00	\$248,448.00
45657	Roitman, Marc B.	210.10	1,560.00	\$327,756.00
45177	Rosella, Michael	23.60	1,035.00	\$24,426.00
41782	Siena, Marie A.	1.00	555.00	\$555.00
42497	Smith, Robert T.	55.90	1,220.00	\$68,198.00
44616	Thompson, Grace A	23.50	1,005.00	\$23,617.50
45375	Yogeshwarun, Nikita	18.90	855.00	\$16,159.50
45889	Zobeideh, Alexis	88.90	770.00	\$68,453.00
<b>TOTAL:</b>		<b>1,700.20</b>		<b>\$1,958,848.50</b>

# Katten

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**Lisa Henry**  
lisa.henry@katten.com

**50 Rockefeller Plaza**  
**New York, NY 10020-1605**

July 31, 2024

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



Invoice No. 40219045  
Client No. 400441  
Matter No. 00022  
FEIN: 36-2796532

**Re: Plan / Disclosure Statement / Confirmation (400441.00022)**

For legal services rendered through June 13, 2024..... \$97,721.50

**CURRENT INVOICE TOTAL: \$97,721.50**

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

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
02 May 24	Reisman, Steven J.	Update regarding matters related to chapter 11 plan and confirmation hearing (.70)	0.70
02 May 24	Miranda, Loredana B.	Email to J. Hepner regarding chapter 11 plan (.20); review response by J. Hepner with samples (.60)	0.80
03 May 24	Roitman, Marc B.	Review research regarding precedents for certain plan terms relevant to releases (.60); emails with Katten regarding same (.30)	0.90
06 May 24	Roitman, Marc B.	Review of Committee statement regarding plan status (.30); emails with Katten regarding same (.20)	0.50
07 May 24	Reisman, Steven J.	Review and provide comments to confirmation brief (.30)	0.30
07 May 24	Miranda, Loredana B.	Review and provide comments to confirmation brief (.80)	0.80
24 May 24	Reisman, Steven J.	Follow up regarding plan supplement (.30)	0.30
24 May 24	Zobeideh, Alexis	Draft client email regarding plan supplement (.20); email L. Miranda regarding same (.10); email Katten team regarding same (.10)	0.40
01 Jun 24	Miranda, Loredana B.	Review and revise directors' declaration in support of confirmation (1.90)	1.90
02 Jun 24	Reisman, Steven J.	Review and comment on declaration of A. Horton (.70)	0.70
02 Jun 24	Giglio, Cindi M.	Emails regarding A. Horton declaration (.30)	0.30
02 Jun 24	Roitman, Marc B.	Revise Horton Declaration (1.20); emails with Katten regarding same (.30)	1.50
02 Jun 24	Miranda, Loredana B.	Incorporate comments from M. Roitman to A. Horton's declaration in support of confirmation (1.60)	1.60
03 Jun 24	Reisman, Steven J.	Review and revise A. Horton declaration (1.60); emails with Katten team regarding same (.70); call with M. Roitman regarding same (.30)	2.60
03 Jun 24	Giglio, Cindi M.	Edits to A. Horton declaration (.50)	0.50
03 Jun 24	Roitman, Marc B.	Revise Horton Declaration (1.90); emails with Katten regarding same (.50); emails with Kirkland and Disinterested Directors regarding same (.30); review Bristols 6 background materials relevant to acquisition transaction (.60); review letter from Bristols 6 regarding plan objection (.20); emails with Katten regarding same (.20); call with Kirkland regarding Plan matters (.50); pre-call with Katten regarding same (.30); follow up call with S. Reisman regarding same (.30); follow up call with L. Miranda regarding same (.10)	4.90
03 Jun 24	Miranda, Loredana B.	Review and revise A. Horton's declaration in support of confirmation (multiple iterations) (1.10); draft email to Directors regarding same (.50); revise email with comments by M. Roitman (.20); call with M. Roitman regarding same (.10); revise declaration with comments by S. Reisman (.30); draft email to Kirkland regarding same (.20)	2.40
04 Jun 24	Reisman, Steven J.	Call with M. Roitman regarding Plan matters (.20);	0.80

**PROFESSIONAL SERVICES**

Matter 00022: Plan / Disclosure Statement / Confirmation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
04 Jun 24	Roitman, Marc B.	confer with A. Horton regarding declaration in support of confirmation (.60)	
04 Jun 24	Roitman, Marc B.	Revise disinterested director declaration in support of confirmation (1.40); emails with Kirkland regarding same (.20); emails with team and clients (.40); call with S. Reisman regarding Plan matters (.20); call with T. Horton regarding same (.20)	2.40
04 Jun 24	Miranda, Loredana B.	Review comments by A. Horton to declaration in support of confirmation (numerous iterations) (.70); draft emails to Kirkland and Directors regarding same (.30); review Kirkland's comments to A. Horton's declaration in support of confirmation (.20); draft email to directors regarding same (.20)	1.40
05 Jun 24	Smith, Robert T.	Review objections to confirmation (.30)	0.30
05 Jun 24	Reisman, Steven J.	Review objections to confirmation (.20); call with M. Roitman regarding same (.30); follow-up regarding confirmation and A. Horton declaration (1.80)	2.30
05 Jun 24	Barnowski, Dan D	Analysis of objections filed to plan (.50)	0.50
05 Jun 24	Giglio, Cindi M.	Review plan objections and related correspondence (1.70)	1.70
05 Jun 24	Roitman, Marc B.	Revise email to clients regarding confirmation (.50); review revised plan of reorganization (.40); review correspondence with unsecured creditor concerning plan objection and related matters (.20); review confirmation objections (1.70); confer with C. Giglio regarding same (.10); call with Kirkland regarding objections (.10); call with T. Horton regarding same (.20); call with S. Reisman regarding same (.30); draft email to clients regarding plan objections (1.10)	4.60
05 Jun 24	Miranda, Loredana B.	Review objections by UST and J. Silberstein to confirmation of plan (1.00); draft summary of objections for Disinterested Directors (1.10); review edits by M. Roitman regarding same (.40); emails with Katten regarding same (.20); review summary of Bristol 6 objection from M. Roitman (.30); emails with Katten regarding depositions by Bristol 6 (.50); emails with Kirkland regarding same (.10)	3.60
05 Jun 24	Hepner, Jennifer	Emails to Katten regarding updated chapter 11 plan, supplemental declarations, and other documentation related to Disinterested Directors (1.80)	1.80
06 Jun 24	Reisman, Steven J.	Continued work on matters related to chapter 11 plan, supplemental declaration and updating Disinterested Directors on status (.60)	0.60
06 Jun 24	Miranda, Loredana B.	Email with directors regarding plan objections (.40); email to R. Smith regarding confirmation preparation for A. Horton (.30)	0.70
07 Jun 24	Smith, Robert T.	Review and revise draft of outline of direct examination for client (1.10); participate in a portion of pre-call (.10); call with client (1.00); call with Kirkland	8.10

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

Invoice No. 40219045  
 Invoice Date: July 31, 2024

**PROFESSIONAL SERVICES**

Matter 00022: Plan / Disclosure Statement / Confirmation

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
07 Jun 24	Reisman, Steven J.	about confirmation hearing (.50); draft outline of potential cross-examination of client (2.90); revise outline for client to prepare for confirmation hearing (2.00); review changes to confirmation brief by Kirkland (.50)	2.70
07 Jun 24	Barnowski, Dan D	Katten pre-call (.30); call with A. Horton regarding confirmation preparation (1.00); call with A. Horton and Kirkland regarding confirmation preparation (.50); additional follow-up regarding confirmation (.90)	1.00
07 Jun 24	Barnowski, Dan D	Attend portion of preparation calls with A. Horton to prepare him for his testimony (.60); communications with Katten team concerning hearing, preparation and next steps (.40)	1.00
07 Jun 24	Giglio, Cindi M.	Prep with A. Horton (1.70); call with D. Barnowski (.10); review scripts (1.00)	2.80
07 Jun 24	Roitman, Marc B.	Call with A. Horton regarding Confirmation Preparation (1.00); Katten Pre Call (.30); Call with A. Horton and Kirkland regarding Confirmation Preparation (.50); revise outline for confirmation hearing talking points (.90); review direct examination outline (.50); revise mock cross outline (1.40); revise confirmation brief (.70)	5.30
07 Jun 24	Miranda, Loredana B.	Attend Katten pre-call (.30); attend call with A. Horton regarding confirmation preparation (1.00); attend call with A. Horton and Kirkland regarding confirmation preparation (.50)	1.80
08 Jun 24	Reisman, Steven J.	Additional follow-up regarding confirmation (1.10); emails to Disinterested Directors regarding confirmation (.60)	1.70
08 Jun 24	Roitman, Marc B.	Further preparation for confirmation hearing (1.30); emails with Disinterested Directors regarding confirmation (.30); review filings related to confirmation hearing, including plan supplement documents, statements in support, and proposed confirmation order (1.80); emails with Katten regarding same (.40); revise email to Disinterested Directors regarding same (.30)	4.10
11 Jun 24	Zobeideh, Alexis	Begin drafting closing binder index (.50); discuss same with L. Miranda (.20)	0.70
<b>TOTALS:</b>			<b>70.00</b>

**SUMMARY OF PROFESSIONAL SERVICES**

Matter 00022: Plan / Disclosure Statement / Confirmation

	<b>Attorney or Assistant</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
44866	Barnowski, Dan D	1.50	1,360.00	\$2,040.00
44904	Giglio, Cindi M.	5.30	1,635.00	\$8,665.50

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

Invoice No. 40219045  
Invoice Date: July 31, 2024

**SUMMARY OF PROFESSIONAL SERVICES**

Matter 00022: Plan / Disclosure Statement / Confirmation

	<b>Attorney or Assistant</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
46275	Hepner, Jennifer	1.80	700.00	\$1,260.00
45695	Miranda, Loredana B.	15.00	835.00	\$12,525.00
44842	Reisman, Steven J.	12.70	1,920.00	\$24,384.00
45657	Roitman, Marc B.	24.20	1,560.00	\$37,752.00
42497	Smith, Robert T.	8.40	1,220.00	\$10,248.00
45889	Zobeideh, Alexis	1.10	770.00	\$847.00
	<b>TOTAL:</b>	<b>70.00</b>		<b>\$97,721.50</b>

# Katten

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July 31, 2024

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



Invoice No. 40219046  
Client No. 400441  
Matter No. 00032  
FEIN: 36-2796532

**Re: Expenses** (400441.00032)

Disbursements and other charges..... \$101,441.92

**CURRENT INVOICE TOTAL: \$101,441.92**

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.

**DISBURSEMENTS**

Matter 00032: Expenses

<b>Date</b>	<b>Description</b>	<b>Amount</b>
01 May 24	Vendor: CS Disco, Inc.; Invoice#: 453994; Date: 5/1/2024 - Ediscovery April - May 2024	31,272.11
10 May 24	Vendor: Reisman, Steven J. Invoice#: 6667456015160805 Date: 5/15/2024 - Car Service Charges - Car service home with weekend work. Date Incurred: 05/10/24 010066674560	536.00
11 May 24	Vendor: Special Delivery Service, Inc.; Invoice#: 718744; Date: 5/11/2024 - Delivery Services	58.55
12 May 24	City Expeditor Inc.; Invoice#: 100620; Date: 5/12/2024 - Messenger Services Rendered; deliver 5/9/2024.	25.00
12 May 24	Vendor: American Express (BTA); Invoice#: WE051224; Date: 5/12/2024 - BTA Travel Invoice for Period: 05/06/2024 to 05/12/2024 - Air - J. Hodge 5/15/2024 DCA/LGA/DCA 23027	448.30
12 May 24	Vendor: American Express (BTA); Invoice#: WE051224; Date: 5/12/2024 - BTA Travel Invoice for Period: 05/06/2024 to 05/12/2024 - Air - J. Hodge 5/13/2024 DCA/LGA/DCA 23030	656.57
12 May 24	Vendor: American Express (BTA); Invoice#: WE051224; Date: 5/12/2024 - BTA Travel Invoice for Period: 05/06/2024 to 05/12/2024 - Air - J. Hodge 5/14/2024 DCA/LGA/DCA 23028	571.96
16 May 24	New Jersey Lawyers Fund for Client Prote; Invoice#: 051624; Date: 5/16/2024 - Annual Filing Fee for Johnjerica Hodge admitted pro hac vice.	267.00
16 May 24	Vendor: Clerk, U.S. District Court; Invoice#: 24-11840; Date: 5/16/2024 - Pro Hac Vice Admission of J. Hodge PHV Admission of J. Hodge	250.00
20 May 24	Vendor: Roitman, Marc Invoice#: 6709943005160252 Date: 6/5/2024 - Various Expenses - Conference call with Clients - while in cab Date Incurred: 05/20/24 010067099430	38.76
21 May 24	Vendor: Clerk, U.S. District Court; Invoice#: 052124; Date: 5/21/2024 - Pro Hac Vice Admission of M Roitman	250.00
26 May 24	Vendor: City Expeditor Inc.; Invoice#: 100722; Date: 5/26/2024 - Local Courier Services	22.95
26 May 24	Vendor: City Expeditor Inc.; Invoice#: 100722; Date: 5/26/2024 - Local Courier Services	25.00
26 May 24	Vendor: Smith, Robert T. Invoice#: 6735643525160216 Date: 6/25/2024 - ExpRpt-RTS re: A. Horton's Depo in NY [5-28] - Attend and prep for Anthony Horton's Deposition re: Thrasio Holdings, Inc. matter. Delta Air Lines round-trip airfare to New York, NY. Date Incurred: 05/26/24 010067356435	541.20
28 May 24	Vendor: Roitman, Marc Invoice#: 6709943005160252 Date: 6/5/2024 - Various Expenses - Dinner meeting with client, T. Horton Cab with T. Horton to dinner Date Incurred: 05/28/24 010067099430	91.11
28 May 24	Vendor: Roitman, Marc Invoice#: 6709943005160252 Date: 6/5/2024 - Various Expenses - Dinner meeting with client, T. Horton cab home from dinner Date Incurred: 05/28/24 010067099430	179.29
28 May 24	Vendor: Smith, Robert T. Invoice#: 6735643525160216 Date: 6/25/2024 - ExpRpt-RTS re: A. Horton's Depo in NY [5-28] - Attend and prep for Anthony Horton's Deposition re: Thrasio Holdings, Inc. matter. Lyft/taxi fare from LGA airport to hotel. Date Incurred:	80.17



**DISBURSEMENTS**

Matter 00032: Expenses

<b>Date</b>	<b>Description</b>	<b>Amount</b>
28 May 24	05/28/24 010067356435 Vendor: Huseby, Inc. d/b/a Digital Evidence Grou; Invoice#: 20064899; Date: 5/28/2024 - Thrasio Holdings, Inc., et al., In Re: David Mussafer EThrasio Holdings, Inc., et al., In Re: David Mussafer Witness exhibits.	2,845.14
28 May 24	Vendor: Digital Evidence Group LLC; Invoice#: 20064930; Date: 5/28/2024 - Thrasio Holdings, Inc., et al., In Re: Copy & Realtime & Rough Ascii Combo	1,620.80
29 May 24	Vendor: Giglio, Cindi Invoice#: 6703124630161427 Date: 5/30/2024 - Court Solutions LLC - Case Name: In re: Thrasio Holdings, Inc.. Case Number: 24-11840 Judge: Christine Gravelle Date and Time of Hearing: 5/29/2024 12:30 PM EST Telephonic appearance at court hearing. Date Incurred: 05/29/24 010067031246	50.00
29 May 24	Vendor: Smith, Robert T. Invoice#: 6735643525160216 Date: 6/25/2024 - ExpRpt-RTS re: A. Horton's Depo in NY [5-28] - Attend and prep for Anthony Horton's Deposition re: Thrasio Holdings, Inc. matter. Hotel room charges, fees and taxes. Date Incurred: 05/29/24 010067356435	346.59
29 May 24	Vendor: Smith, Robert T. Invoice#: 6735643525160216 Date: 6/25/2024 - ExpRpt-RTS re: A. Horton's Depo in NY [5-28] - Attend and prep for Anthony Horton's Deposition re: Thrasio Holdings, Inc. matter. Lyft/taxi fare from hotel to LGA airport. Date Incurred: 05/29/24 010067356435	79.02
29 May 24	Vendor: Smith, Robert T. Invoice#: 6735643525160216 Date: 6/25/2024 - ExpRpt-RTS re: A. Horton's Depo in NY [5-28] - Attend and prep for Anthony Horton's Deposition re: Thrasio Holdings, Inc. matter. Parking fee. Date Incurred: 05/29/24 010067356435	58.00
29 May 24	Vendor: Miranda, Loredana Invoice#: 6708336605160252 Date: 6/5/2024 - Court Solutions LLC - Case Name: In re: Thrasio Holdings, Inc.. Case Number: 24-11840 Judge: Christine Gravelle Date and Time of Hearing: 5/29/2024 12:30 Telephonic appearance at court hearing. Date Incurred: 05/29/24 010067083366	50.00
30 May 24	Clerk, USDC of New Jersey; Invoice#: 053024; Date: 5/30/2024 - Pro Hac Vice Admission of L. Miranda.	250.00
31 May 24	Westlaw Legal Research: GRAY,TIMOTHY on 5/1/2024	196.43
31 May 24	Westlaw Legal Research: GRAY,TIMOTHY on 5/6/2024	37.18
31 May 24	Westlaw Legal Research: GRAY,TIMOTHY on 5/12/2024	74.37
31 May 24	Westlaw Legal Research: GRAY,TIMOTHY on 5/16/2024	37.18
31 May 24	Westlaw Legal Research: PECORARO,ANDREW on 5/2/2024	223.10
31 May 24	Westlaw Legal Research: PECORARO,ANDREW on 5/3/2024	609.22
31 May 24	Westlaw Legal Research: PECORARO,ANDREW on 5/6/2024	37.18
31 May 24	Westlaw Legal Research: PECORARO,ANDREW on 5/9/2024	708.11
31 May 24	Westlaw Legal Research: PECORARO,ANDREW on 5/10/2024	185.92
31 May 24	Westlaw Legal Research: PECORARO,ANDREW on 5/19/2024	407.40
31 May 24	Westlaw Legal Research: PECORARO,ANDREW on 5/20/2024	1,487.89
31 May 24	Westlaw Legal Research: PECORARO,ANDREW on 5/21/2024	111.55
31 May 24	Westlaw Legal Research: PECORARO,ANDREW on 5/25/2024	778.43

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

Invoice No. 40219046  
 Invoice Date: July 31, 2024

**DISBURSEMENTS**

Matter 00032: Expenses

<b>Date</b>	<b>Description</b>	<b>Amount</b>
31 May 24	Westlaw Legal Research: PECORARO,ANDREW on 5/29/2024	74.37
31 May 24	Westlaw Legal Research: SMITH,ROBERT on 5/25/2024	37.18
31 May 24	Westlaw Legal Research: SMITH,ROBERT on 5/26/2024	37.18
01 Jun 24	Vendor: Special Delivery Service, Inc.; Invoice#: 720224; Date: 6/1/2024 - Messenger service from Houston office to Marriott 806 Main Houston, TX 77002 on 5/22/24	188.50
01 Jun 24	Vendor: Special Delivery Service, Inc.; Invoice#: 720224; Date: 6/1/2024; Messenger service from Marriott 806 main St, Houston Tx 77002 to Marriott 5150 Westheimer Houston, TX 77056 on 5/23/24.	166.00
01 Jun 24	Vendor: CS Disco, Inc.; Invoice#: 468339; Date: 6/1/2024 - Ediscovery May - June 2024	52,315.62
05 Jun 24	Vendor: US District Court District of New Jersey; Invoice#: 060524A; Date: 6/5/2024 - Annual Filing Fee for Loredana Miranda admitted pro hac vice	267.00
05 Jun 24	NJ Lawyers' Fund for Client Protection; Invoice#: 060524; Date: 6/5/2024 - Annual Filing Fee for Loredana Miranda admitted pro hac vice.	267.00
05 Jun 24	Vendor: US District Court District of New Jersey; Invoice#: 060524; Date: 6/5/2024 - Pro Hac Vice Admission of A. Pecoraro	250.00
05 Jun 24	Vendor: Clerk U.S. District Court; Invoice#: 06/05/24; Date: 6/5/2024 - Pro Hac Vice Admission of A. Pecoraro	250.00
06 Jun 24	Vendor: Smith, Robert T. Invoice#: 6736121214160424 Date: 6/14/2024 - ExpRpt: RTS re Confirmation Hearing [6-10-24] - Attend Confirmation Hearing in bankruptcy matter re: Thrasio Holdings, Inc. on Mon., June 10, 2024. Amtrak train round-trip tickets to Trenton, NJ. Date Incurred: 06/06/24 010067361212	362.00
10 Jun 24	Vendor: Smith, Robert T. Invoice#: 6736121214160424 Date: 6/14/2024 - ExpRpt: RTS re Confirmation Hearing [6-10-24] - Attend Confirmation Hearing in bankruptcy matter re: Thrasio Holdings, Inc. on Mon., June 10, 2024. Exchange ticket fee to return by earlier Amtrak train from Trenton, NJ to Washington, DC (Union Station). Date Incurred: 06/10/24 010067361212	33.00
10 Jun 24	Vendor: Reisman, Steven J. Invoice#: 6731951514160424 Date: 6/14/2024 - Car Service Charges - Roundtrip car service for Steven Reisman, partner and co-chair, Cindi Giglio and Marc Roitman, partners of the Insolvency & Restructuring Department in Katten's NYC Office and Tony Horton, independent director. Ride from Katten NYC Office to Trenton, NJ for Thrasio confirmation hearing and ride back to Katten NYC Office. Date Incurred: 06/10/24 010067319515	941.00
10 Jun 24	Vendor: Roitman, Marc Invoice#: 6828430430161534 Date: 7/30/2024 - Thrasio - Court Hearing - Attend court hearing Cab to hearing (M. Roitman & C. Giglio) Date Incurred: 06/10/24 010068284304	459.95
11 Jun 24	Vendor: Federal Express (all US offices) Invoice#: 851132492 Date: 5/27/2024 - - Trking# 275038998446, on 5/23/2024 to: Attn: Pro Hac Admissions	14.12
11 Jun 24	Vendor: Federal Express (all US offices) Invoice#: 851132492 Date: 5/27/2024 - - Trking# 274919451002, on 5/21/2024 to: Attn: Pro Hac Admissions	14.12
12 Jun 24	Vendor: Reisman, Steven J. Invoice#: 6737804614160424 Date:	191.00

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

Invoice No. 40219046  
 Invoice Date: July 31, 2024

**DISBURSEMENTS**

Matter 00032: Expenses

<b>Date</b>	<b>Description</b>	<b>Amount</b>
	6/14/2024 - Car Service Charge - Car service for Steven Reisman, partner and co-chair of the Insolvency & Restructuring Department in Katten's NYC Office. Ride to Port Washington on call with Tony Horton re: Thrasio case. Date Incurred: 06/12/24 010067378046	
13 Jun 24	Vendor: Federal Express (all US offices) Invoice#: 852463561 Date: 6/10/2024 - - Trking# 275538825007, on 6/5/2024 to: Pro Hac Vice Admissions	14.09
13 Jun 24	Vendor: Federal Express (all US offices) Invoice#: 852463561 Date: 6/10/2024 - - Trking# 275606575250, on 6/6/2024 to: Marc Roitman	24.19
20 Jun 24	Vendor: Federal Express (all US offices) Invoice#: 853234602 Date: 6/17/2024 - - Trking# 275815667840, on 6/12/2024 to: Pro Hac Vice Admissions	14.06
20 Jun 24	Vendor: Federal Express (all US offices) Invoice#: 853234602 Date: 6/17/2024 - - Trking# 275816590897, on 6/12/2024 to: New Jersey Lawyers Fund	14.06
<b>TOTAL:</b>		<b>\$101,441.92</b>

**SUMMARY OF DISBURSEMENTS**

Matter 00032: Expenses

Out of Town Travel	\$3,495.89
Filing Fees/Court Costs	\$2,051.00
Local Courier	\$522.09
Court Reporter Fees	\$83,587.73
Service Fees	\$4,524.49
Legal Research	\$5,042.69
Airfare	\$2,218.03
<b>TOTAL:</b>	<b>\$101,441.92</b>