Fill in this information to identify the case:				
Debtor	Thrasio, LLC			
United States Ba	ankruptcy Court for the: _		_ District of New Jersey (State)	
Case number	24-11902		<u>-</u>	

Official Form 410

Proof of Claim 04/22

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

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

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

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

P	art 1: Identify the Clai	Haim Haim Haim Haim Haim Haim Haim Haim			
1.	Who is the current creditor?	Christine Benidt Name of the current creditor (the person or entity to be paid for this claim) Other names the creditor used with the debtor			
2.	Has this claim been acquired from someone else?	✓ No Yes. From whom?			
3. Where should notices notices and		Where should notices to the creditor be sent?	Where should payments to the creditor be sent? (if different)		
	payments to the creditor be sent?	Christine Benidt James E Till			
120 Newport Center Drive Federal Rule of Bankruptcy Procedure (FRBP) 2002(g) 120 Newport Center Drive Newport Seach, CA 92660, USA					
		Contact phone 949 - 524 - 4999	Contact phone		
		Contact emailjames.till@till-lawgroup.com_	Contact email		
		Uniform claim identifier for electronic payments in chapter 13 (if you use one):			
4.	Does this claim amend one already				
	filed?	Yes. Claim number on court claims registry (if known)	Filed on		
5.	Do you know if anyone else has filed a proof of claim for this claim?	✓ No ✓ Yes. Who made the earlier filing?			

Official Form 410 Proof of Claim

Do you have any number you use to identify the debtor?	<u> </u>	any number you use to identify the debtor:
How much is the claim?	\$ <u>1,000,000</u> . Doe	s this amount include interest or other charges?
		Yes. Attach statement itemizing interest, fees, expenses, or other charges required by Bankruptcy Rule 3001(c)(2)(A).
What is the basis of the claim?	3 · · · · · · · · · · · · · · · · · · ·	
	Assets sold	
Is all or part of the claim secured?	Claim Attachment (Official Form Motor vehicle Other. Describe: Basis for perfection: Attach redacted copies of documents example, a mortgage, lien, certificate	red by the debtor's principle residence, file a <i>Mortgage Proof of</i> a 410-A) with this <i>Proof of Claim</i> . s, if any, that show evidence of perfection of a security interest (for of title, financing statement, or other document that shows the lien
	has been filed or recorded.)	
	Value of property:	\$
	Amount of the claim that is secure Amount of the claim that is unsec	· · · · · · · · · · · · · · · · · · ·
	Amount necessary to cure any defa	
	Annual Interest Rate (when case w	as filed)%

Yes. Amount necessary to cure any default as of the date of the petition.

11. Is this claim subject to a right of setoff?

Yes. Identify the property:

Yes. Identify the property:

Official Form 410 Proof of Claim

№ No

10. Is this claim based on a

lease?

■ Variable

12. Is all or part of the claim	№ No		
entitled to priority under 11 U.S.C. § 507(a)?	Yes. Chec	ck all that apply:	Amount entitled to priority
A claim may be partly priority and partly		estic support obligations (including alimony and child support) under S.C. § 507(a)(1)(A) or (a)(1)(B).	¢
nonpriority. For example, in some categories, the law limits the amount		\$3,350* of deposits toward purchase, lease, or rental of property rvices for personal, family, or household use. 11 U.S.C. § 507(a)(7).	\$
entitled to priority.	☐ Wage	es, salaries, or commissions (up to \$15,150*) earned within 180 before the bankruptcy petition is filed or the debtor's business ends, never is earlier. 11 U.S.C. § 507(a)(4).	\$
	☐ Taxes	s or penalties owed to governmental units. 11 U.S.C. § 507(a)(8).	\$
	Contr	ributions to an employee benefit plan. 11 U.S.C. § 507(a)(5).	\$
	Other	r. Specify subsection of 11 U.S.C. § 507(a)() that applies.	\$
	* Amounts	are subject to adjustment on 4/01/25 and every 3 years after that for cases begun	on or after the date of adjustment.
13. Is all or part of the claim entitled to administrative priority pursuant to 11 U.S.C. 503(b)(9)?	days befo the ordina	ate the amount of your claim arising from the value of any goods rec re the date of commencement of the above case, in which the goods ry course of such Debtor's business. Attach documentation supportin	have been sold to the Debtor in
Part 3: Sign Below			
The person completing this proof of claim must sign and date it. FRBP 9011(b). If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is. A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.	I am the trus I am a guara I understand that the amount of the I have examined t	ditor. ditor's attorney or authorized agent. tee, or the debtor, or their authorized agent. Bankruptcy Rule 3004. Intor, surety, endorser, or other codebtor. Bankruptcy Rule 3005. In authorized signature on this <i>Proof of Claim</i> serves as an acknowled claim, the creditor gave the debtor credit for any payments received to the information in this <i>Proof of Claim</i> and have reasonable belief that the enalty of perjury that the foregoing is true and correct. 05/06/2024 MM / DD / YYYYY	ward the debt.
	•	f the person who is completing and signing this claim:	
	Name	Christine Benidt	
		First name Middle name Last	name
	Title	CEO	
	Company	Bristols 6, Inc Identify the corporate servicer as the company if the authorized agent is a servicer	r.
	Address		
	Contact phone	Fmail	



Official Form 410 Proof of Claim

KCC ePOC Electronic Claim Filing Summary

For phone assistance: Domestic (866) 967-0496 | International +1 (310) 751-2696

24-11902 - Thrasio, LLC District : District of New Jersey, Trenton Division Creditor: Christine Benidt James E Till 120 Newport Center Drive Newport Beach, CA, 92660 USA Phone: 949-524-4999 Phone 2: Fax: Email: james.till@till-lawgroup.com Cheer Names Used with Debtor: Assets sold District of New Jersey, Trenton Division Creditor: Assets sold Asset A Digits: No Basis of Claim: Asset sold Tou, 00,000 Has Priority Claim: No Anount of 503(b)(9): No Amount of 503(b)(9): No Based on Lease: Arrearage Amount: Arrearage Amount: Arrearage Amount: Arrearage Amount: Arrearage Amount: Arrearage Amount:	Debtor:			
District of New Jersey, Trenton Division Creditor: Christine Benidt James E Till 120 Newport Center Drive Newport Beach, CA, 92660 USA Phone: 949-524-4999 Phone 2: Fax: Email: james till@till-lawgroup.com Other Names Used with Debtor: Basis of Claim: Assets sold Total Amount of Claim: 1,000,000 Has Secured Claim: No No Nature of Secured Amount: No Annual Interest Rate: Annual Interest Rate: Annual Interest Rate: No Annual Interest Rate: Annual Inte	24-11902 - Thrasio, LLC			
Creditor: Has Supporting Documentation:	District:			
Creditor: Has Supporting Documentation: Christine Benidt Yes, supporting documentation successfully uploaded Related Document Statement: Has Related Claim: Newport Beach, CA, 92660 No USA Phone: Filing Party: 949-524-4999 Authorized agent Phone 2: Fax: Email: Image: Market State	District of New Jersey, Trenton Division			
James E Till		Has Supporting Doo	cumentation:	
120 Newport Center Drive	Christine Benidt	Yes, supporti	ng documentation successfully uploaded	
Has Related Claim:	James E Till	Related Document S	Statement:	
No	120 Newport Center Drive			
USA Phone: 949-524-4999 Phone 2: Fax: Email: james.till@till-lawgroup.com Other Names Used with Debtor: Assets sold Total Amount of Claim: 1,000,000 Has Priority Claim: No Has Secured Claim: No				
Phone: 949-524-4999 Phone 2: Fax: Email: james.till@till-lawgroup.com Other Names Used with Debtor: Basis of Claim: Assets sold Total Amount of Claim: 1,000,000 Has Priority Claim: No Has Secured Claim: No Has Secured Claim: No Amount of 503(b)(9): No Authorized agent Auth	<u> </u>			
Filing Party: Authorized agent Fax: Email: james.till@till-lawgroup.com Other Names Used with Debtor: Basis of Claim: Assets sold Total Amount of Claim: 1,000,000 Has Priority Claim: No Has Secured Claim: No Has Secured Claim: No Has Secured Claim: No Has Secured Claim: No Has Priority Claim: No Has Priori		Related Claim Filed	By:	
Phone 2: Fax: Email: james.till@till-lawgroup.com Other Names Used with Debtor: Basis of Claim: Assets sold Total Amount of Claim: 1,000,000 Has Priority Claim: No Has Secured Claim: No Has Secured Claim: No No No Attractor of Amount: No		Filing Party:		
Friorie 2: Fax: Email: james.till@till-lawgroup.com Other Names Used with Debtor: Acquired Claim: No Acquired Claim: No Last 4 Digits: No Uniform Claim Identifier: No Total Amount of Claim: 1,000,000 Yes Has Priority Claim: No Has Secured Claim: No Nature of Secured Amount: No Arrorage Amount: No Amount Amount: No Arrorage Amount: No Amount Amount: No Amount Amount Amount			gent	
Email: james.till@till-lawgroup.com Other Names Used with Debtor: Amends Claim: No Acquired Claim: No Basis of Claim: Assets sold Total Amount of Claim: 1,000,000 Has Priority Claim: No Has Secured Claim: No No No No Has Secured Claim: No	Phone 2:	/ tatronzed as	gont	
James.till@till-lawgroup.com Amends Claim: No	Fax:			
Other Names Used with Debtor: Amends Claim: No Acquired Claim: No Basis of Claim: Assets sold Total Amount of Claim: 1,000,000 Has Priority Claim: No Has Secured Claim: No No Nature of Secured Amount: No Arrogage Amount: No	Email:			
No Acquired Claim: No Basis of Claim: Assets sold Total Amount of Claim: 1,000,000 Has Priority Claim: No Has Secured Claim: No No Nature of Secured Amount: No Value of Property: Amount of 503(b)(9): No Arrestage Amount: Acquired Claim: No Uniform Claim Identifier: No Includes Interest or Charges: Yes Priority Under: Yes Annual Interest Rate: No Arrestage Amount: Arrestage Amount: Arrestage Amount:	james.till@till-lawgroup.com			
Acquired Claim: No Basis of Claim: Assets sold Total Amount of Claim: 1,000,000 Has Priority Claim: No Has Secured Claim: No Value of Property: Amount of 503(b)(9): No Arrogage Amount: Acquired Claim: No Uniform Claim Identifier: No Includes Interest or Charges: Yes Priority Under: Value of Property: Annual Interest Rate:	Other Names Used with Debtor:	Amends Claim:		
Basis of Claim: Assets sold Total Amount of Claim: 1,000,000 Has Priority Claim: No Has Secured Claim: No Value of Property: Amount of 503(b)(9): No Arrogage Amount: No Last 4 Digits: No Includes Interest or Charges: Yes Priority Under: Value of Property: Annual Interest Rate:		No		
Basis of Claim: Assets sold Total Amount of Claim: 1,000,000 Has Priority Claim: No Has Secured Claim: No No Nature of Secured Amount: No Value of Property: Amount of 503(b)(9): No Arrowage Amount: No		Acquired Claim:		
Assets sold Total Amount of Claim: 1,000,000 Has Priority Claim: No Has Secured Claim: No Value of Property: Amount of 503(b)(9): No Arrowsge Amount: Arrowsge Amount: Arrowsge Amount: Arrowsge Amount: Arrowsge Amount: No		No		
Total Amount of Claim: 1,000,000 Has Priority Claim: No Has Secured Claim: No Value of Property: Amount of 503(b)(9): No Arrogage Amount:	Basis of Claim:	Last 4 Digits:	Uniform Claim Identifier:	
1,000,000 Has Priority Claim: No Has Secured Claim: No Value of Property: Amount of 503(b)(9): No Arrowage Amount:	Assets sold	No		
Has Priority Claim: No Has Secured Claim: No No Value of Property: Amount of 503(b)(9): No Arrowage Amount: Arrowage Amount: Arrowage Amount: Arrowage Amount: Arrowage Amount: Arrowage Amount: Arrowage Amount:	Total Amount of Claim:	Includes Interest or	Charges:	
No Has Secured Claim: No Value of Property: Amount of 503(b)(9): No Arrowage Amount: Arrowage Amount: Arrowage Amount: Arrowage Amount: Arrowage Amount:	1,000,000	Yes		
Has Secured Claim: No Value of Property: Amount of 503(b)(9): No Arrowage Amount: Arrowage Amount: Arrowage Amount: Arrowage Amount: Arrowage Amount:	Has Priority Claim:	Priority Under:		
No Value of Property: Amount of 503(b)(9): No Arrowage Amount	No			
Amount of 503(b)(9): No Arrowage Amount Arrowage Amount	Has Secured Claim:	Nature of Secured A	Amount:	
No Arrogram Amounts	No	Value of Property:		
Arrograma Amounti		Annual Interest Rate	e:	
based on Lease:		Arrearage Amount:		
No Basis for Perfection:		Pagis for Parfaction		
Subject to Right of Setoff: Amount Unsecured:	1	Basis for Perfection		
No Amount Unsecured:		Amount Unsecured	:	
Submitted By:	-			
Christine Benidt on 06-May-2024 4:55:52 p.m. Eastern Time	1	tern Time		
Title:		tom fillio		
CEO				
Company:				
Bristols 6, Inc	1			

Fill in this information to identify the case:			
Debtor 1 THRASIO, LLC			
Debtor 2			
United States Bankruptcy Court for the: District of New Jersey			
Case number <u>24-11902</u>			

Official Form 410

Proof of Claim

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

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

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

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

Part 1: **Identify the Claim** Who is the current Christine Benidt creditor? Name of the current creditor (the person or entity to be paid for this claim) Other names the creditor used with the debtor 2. Has this claim been **☑** No acquired from ☐ Yes. From whom? someone else? 3. Where should notices Where should notices to the creditor be sent? Where should payments to the creditor be sent? (if and payments to the different) creditor be sent? James E. Till James E. Till Federal Rule of Name Bankruptcy Procedure 120 Newport Center Drive 120 Newport Center Drive (FRBP) 2002(g) Street Number Number Street **Newport Beach** CA 92660 **Newport Beach** 92660 CA ZIP Code State State ZIP Code Contact phone 949.524.4999 949.524.4999 Contact phone Contact email james.till@till-lawgroup.com Contact email james.till@till-lawgroup.com Uniform claim identifier for electronic payments in chapter 13 (if you use one): **☑** No Does this claim amend one already filed? ☐ Yes. Claim number on court claims registry (if known) __ Filed on MM / DD / YYYY **☑** No 5. Do you know if anyone else has filed a proof ☐ Yes. Who made the earlier filing? of claim for this claim?

	Give information	on About the Claim as of the Date the Case was Filed		
6.	Do you have any number you use to identify the debtor?	No Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor:		
7.	How much is the claim?	\$		
8.	What is the basis of the claim?	Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, or credit card. Attach redacted copies of any documents supporting the claim required by Bankruptcy Rule 3001(c). Limit disclosing information that is entitled to privacy, such as health care information. Assets sold.		
9.	Is all or part of the claim secured?	No Yes. The claim is secured by a lien on property. Nature of property: Real estate. If the claim is secured by the debtor's principal residence, file a Mortgage Proof of Claim Attachment (Official Form 410-A) with this Proof of Claim. Motor vehicle Other. Describe: Basis for perfection: Attach redacted copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded.)		
		Value of property: Amount of the claim that is secured: \$ (The sum of the secured and unsecured amounts should match the amount in line 7.)		
		Amount necessary to cure any default as of the date of the petition: Annual Interest Rate (when case was filed)% Fixed		
10	. Is this claim based on a lease?	☐ Variable ☑ No ☐ Yes. Amount necessary to cure any default as of the date of the petition. \$		
11	. Is this claim subject to a right of setoff?	✓ No ☐ Yes. Identify the property:		

12. Is all or part of the claim	₫ No					
entitled to priority under 11 U.S.C. § 507(a)?	Yes. Check	one:		Amount entitled to priority		
A claim may be partly priority and partly	Domesti 11 U.S.0	\$				
nonpriority. For example, in some categories, the law limits the amount entitled to priority.	Up to \$3 persona	ses for \$				
endued to phonty.	☐ Wages, bankrup 11 U.S.	re the \$				
	☐ Taxes o	\$				
	☐ Contribu	☐ Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5).				
	Other. S	pecify subsection of 11 U.S.C. § 507(a)	() that applies.	\$		
	* Amounts a	re subject to adjustment on 4/01/25 and ever	y 3 years after that for cases begun	on or after the date of adjustment.		
Part 3: Sign Below						
The person completing	Check the appro	oriate hox:				
this proof of claim must sign and date it.	-					
FRBP 9011(b).	✓ I am the creditor.☐ I am the creditor's attorney or authorized agent.					
If you file this claim	_	•	gent. Bankruptcy Rule 3004.			
electronically, FRBP 5005(a)(2) authorizes courts	☐ I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004. ☐ I am a guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.					
to establish local rules	_	•				
specifying what a signature is.		an authorized signature on this Proof of				
A person who files a	amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.					
fraudulent claim could be fined up to \$500,000, imprisoned for up to 5	I have examined the information in this <i>Proof of Claim</i> and have a reasonable belief that the information is true and correct.					
years, or both. 18 U.S.C. §§ 152, 157, and 3571. I declare under penalty of perjury that the foregoing is true and correct. Executed on date $\frac{05/06/2024}{MM / DD / YYYY}$		enalty of perjury that the foregoing is tru	ue and correct.			
		1-17				
	Signature					
	Print the name	of the person who is completing and	signing this claim:			
	Time the name v	or the person who is completing that	organing and olumn.			
	Name	Christine		nidt		
		First name Middle CEO	name Last	name		
	Title					
	Company	Bristols 6, Inc.	any if the authorized agent is a servi	icer		
	Identify the corporate servicer as the company if the authorized agent is a servicer.					
Address 23823 Malibu Road, #506						
		Number Street				
		Malibu	CA 90)265		
		City	State ZIP	Code		
	Contact phone		Email <u>C</u>	hristine@bristols6.com		

UNITED STATES BANKRUPTCY COURT DISTRICT OF NEW JERSEY

In re)) Chapter 11
THRASIO, LLC., et al.) Case No. 24-11902
Debtor.)
)

SUPPLEMENT TO CHRISTINE BENIDT PROOF OF CLAIM

<u>Basis</u>: Christine Benidt ("<u>Benidt</u>") submits this Supplement in support of its prepetition proof of claim (the "<u>Claim</u>") filed in the above-captioned chapter 11 case.

Claim: Benidt's Claim against Thrasio, LLC, (the "Debtor"), as of February 28, 2024 (the "Petition Date") totals at least \$1,000,000.00 This amount represents the aggregate shortfalls in earnout payments previously paid under the Asset Purchase Agreement by and among the interested parties, including Debtors Autumn Ideas, Inc. and Thrasio, LLC. In addition, and notwithstanding Benidt's position that its final earnout payment due in August 2024 is a postpetition obligation of Autumn Ideas, Inc. and Thrasio, LLC—if, for example, the Asset Purchase Agreement is found to be an executory contract subject to rejection, then Benidt's Claim will include an additional amount of approximately \$[2,394,000.00, and Benidt reserves all rights to amend or further supplement the Claim, including, without limitation, as to amount, priority, and status. The Claim excludes any and all sums and/or damages that may arise from the Debtors' rejection, or other manner of termination, of any contracts and/or purchase orders, and Benidt reserves all rights, claims, and defenses regarding damages arising from the Debtors' rejection of any contracts and/or purchase orders.

<u>Supporting Documentation</u>: Supporting documentation, including that certain *Asset Purchase Agreement*, are voluminous, and are not attached hereto. However, the Debtor, through its advisors, may contact the following for supporting documentation, or other concerns, in order to reconcile Benidt's Claim:

James E. Till, Esq. Till Law Group james.till@till-lawgroup.com (949) 524-4999 **Setoff / Recoupment**: Benidt reserves all rights, claims, and defenses concerning, or arising from, setoff or recoupment.

Administrative Expense Claim(s): Benidt's Claim does not waive, and is without prejudice to, Benidt's rights and claims that it now has, or may later have, regarding any payments due to Benidt as an administrative expense priority—including, without limitation, the Debtor's obligation to pay post-petition obligations in the ordinary course of business—as required by the bankruptcy code, regardless of whether or not any amounts included in the Claim are already entitled to administrative expense priority and status.

Additional Proofs Of Claim: The Claim and all attachments and supplements are without prejudice to the filing by Benidt, or any affiliate or subsidiary, of additional proofs of claim or claims regarding any other debts or liabilities of the Debtor. Benidt reserves all procedural and substantive rights, claims, and defenses with respect to any claims or defenses asserted by the Debtor(s) against Benidt or any other party-in-interest in the above-captioned chapter 11 case, or any other person or entity whatsoever.

Notice: All notices in connection with the Claim should be sent to:

Till Law Group ATTN: James E. Till, Esq. 120 Newport Center Drive Newport Beach, CA 92660 (949) 524-4999 james.till@till-lawgroup.com

No Waiver: The filing by Benidt of the Claim or any other proof of claim or amended proof of claim is not, and shall not be construed as: (a) a release or waiver of Benidt's rights against any other person or entity liable for any portion of Benidt's Claim; (b) a waiver of Benidt's right to seek to have the reference withdrawn regarding (i) the subject matter of Benidt's Claim, (ii) any objection, contested matter, or other proceedings commenced with respect thereto, or (iii) any other proceedings commenced in the above-captioned chapter 11 cases against, or involving, Benidt; (c) a waiver of any right to the subordination, in favor of Benidt, of indebtedness, claims, or liens held by any other creditors of the Debtors; (d) an election of a remedy that waives, or otherwise affects, any of Benidt's other remedies; or (e) consent to the subject matter or personal jurisdiction of this Court concerning any of Benidt's rights or remedies.

Reservation Of Rights: Benidt reserves all rights, claims, and defenses concerning the Claim and future amounts, damages, sums, or other claims that may arise in connection with the Debtors, including, without limitation, the right to assert additional, supplementary, or amended proofs of claim and requests for administrative expense reimbursement as to any such claims. Without limiting the foregoing, Benidt reserves its rights to assert any claim that it may have against the Debtors or their estates or against any other person or property. The Claim, and all attachments or exhibits, are conditional only and not intended to be, or construed as, a waiver of Benidt's rights

to a jury trial in any action, proceeding, or matter. Benidt's Claim, and nothing herein, shall be construed as a waiver of, or otherwise prejudice, Benidt's rights, claims, and defenses.