

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

In re: Zosano Pharma Corporation, ¹ Debtor.	Chapter 11 Case No. 22-10506 (JKS) Obj. Deadline: October 11, 2022 at 4:00 p.m. Hearing Date: TBD if objection filed
--	---

**COVER SHEET FOR:
FIRST MONTHLY FEE APPLICATION OF GREENBERG TRAUIG, LLP
FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES AS
COUNSEL TO DEBTOR AND DEBTOR IN POSSESSION FOR
THE PERIOD FROM JUNE 1, 2022 THROUGH AND INCLUDING JUNE 30, 2022**

Name of Applicant:	Greenberg Traurig, LLP
	Retention Order Entered July 7, 2022, <i>Nunc Pro Tunc</i> to June 1, 2022
Authorized to Provide Professional Services to:	Debtor and debtor in possession
Period for which compensation and Reimbursement is sought:	June 1, 2022 – June 30, 2022
Amount of Compensation sought as actual, reasonable and necessary:	\$353,667.00 (80% = \$282,933.60) (20% = \$70,733.40)
Amount of Expense Reimbursement sought as actual, reasonable and necessary:	\$1,924.60

This is a(n) ___ interim monthly ___ final fee application.

¹ The business address and the last four (4) digits of the Debtor's federal tax identification number is Zosano Pharma Corporation, 34790 Ardentech Court, Fremont, California 94555 (8360).



This Application does not include any hours incurred in connection with preparation of this Application.

Prior applications: None.

COMPENSATION BY INDIVIDUAL

Name of Professional Person	Position of the Applicant	Hourly Billing Rate	Total Billed Hours	Total Compensation
Karl D. Burrer	Shareholder, Bankruptcy	\$925	24.00	\$22,200.00
Yuta N. Delarck	Shareholder, Corporate	\$1,100	14.60	\$16,060.00
John D. Elrod	Shareholder, Bankruptcy	\$895	72.40	\$64,798.00
Alison Franklin	Shareholder, Bankruptcy	\$995	34.60	\$34,427.00
Dennis A. Meloro	Shareholder, Bankruptcy	\$1,255	68.70	\$86,218.50
Ari Newman	Shareholder, Bankruptcy	\$925	78.60	\$72,705.00
Kenneth N. Zuckerbrot	Shareholder, Tax	\$1,600	10.70	\$17,120.00
Vanessa Krumbein	Of Counsel, Labor & Employment	\$785	1.00	\$785.00
Danny Duerdoth	Associate, Bankruptcy	\$750	31.70	\$23,775.00
Sara Hoffman	Associate, Bankruptcy	\$825	0.10	\$82.50
Patrick Wu	Associate, Bankruptcy	\$680	14.20	\$9,656.00
Kevin Hoyos	Law Clerk / JD	\$550	9.60	\$5,280.00
Angelina Perez	Paralegal, Bankruptcy	\$200	2.80	\$560.00
Grand Total:			363.00	\$353,667.00
Blended Rate: \$974.29				

COMPENSATION BY PROJECT CATEGORY

Task Code	Project Category	Total Hours	Total Fees
802	Asset Disposition	13.60	\$12,580.00
803	Business Operations	6.50	\$6,757.50
804/B110	Case Administration	54.10/7.50	\$49,154.50/\$7,897.50
805	Claims Administration and Objections	6.70	\$5,024.50

806	Employee Benefits / Pensions	0.90	\$1,030.50
807	Stay Relief	5.70	\$3,472.50
809	Financing Matters & Cash Collateral	0.30	\$225.00
810	Litigation Matters	7.20	\$7,650.00
811	Creditor Committee Issues	0.10	\$125.50
812/B320	Plan & Disclosure Statement	33.00/0.60	\$31,086.00/\$753.00
813	Fee/Employment Applications	27.40	\$25,781.00
832	Creditor Inquiries	0.90	\$805.50
833	Court Hearings	34.20	\$38,172.50
834	General Corporate	12.10	\$13,310.00
835	Leases and Executory Contracts	0.20	\$185.00
836	Schedules and Statements	14.50	\$13,301.50
837	Utility Matters	1.10	\$1,380.50
838	Sale of Property	35.10	\$32,301.50
844	SEC Matters	2.50	\$2,750.00
845	Tax Matters	14.60	\$21,911.00
851	Compliance with U.S. Trustee Guidelines	7.20	\$6,852.50
929	General Bankruptcy	0.10	\$99.50
963	First Day Motions/Filings	45.10	\$40,660.50
964	Second Day Motions	24.80	\$24,119.50
B150	Meetings of and Communications with Creditors	0.30	\$376.50
B410	General Bankruptcy Advice/Opinions	5.50	\$5,087.50
B420	Restructurings	1.20	\$816.00
Grand Total:		363.00	\$353,667.00

EXPENSE SUMMARY

Expense Category	Service Provider (If Applicable)	Total Expenses
Research	Lexis; CT Corporation; Harvard Business Services	\$1,134.40
Pro hac vice fees / ECF Filing Fees	Wright Express Financial Services; ECF	\$238.00
Copying/postage/service costs	Reliable Copy Service	\$552.20
TOTALS:		\$1,924.60

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

In re:

Zosano Pharma Corporation,¹

Debtor.

Chapter 11

Case No. 22-10506 (JKS)

Obj. Deadline: October 11, 2022 at 4:00 p.m.
Hearing Date: TBD if objection filed

**FIRST MONTHLY FEE APPLICATION OF GREENBERG TRAUIG, LLP
FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES AS
COUNSEL TO DEBTOR AND DEBTOR IN POSSESSION FOR
THE PERIOD FROM JUNE 1, 2022 THROUGH AND INCLUDING JUNE 30, 2022**

Greenberg Traurig, LLP (“**Greenberg Traurig**”), counsel to the above-captioned debtor and debtor in possession (the “**Debtor**”), hereby submits its first monthly application (the “**Application**”) for compensation and reimbursement of expenses for the period from June 1, 2022 through and including June 30, 2022 (the “**Application Period**”) pursuant to sections 330 and 331 of title 11 of the United States Code §§ 101, *et seq.* (the “**Bankruptcy Code**”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware, and this Court’s *Order Establishing Procedures for Monthly, Interim, and Final Compensation and Reimbursement of Expenses of Professionals Retained in this Chapter 11 Case* [Docket No. 100] (the “**Interim Compensation Order**”).

By this Application, Greenberg Traurig seeks a monthly interim approval and allowance of compensation in the amount of \$353,667.00 and reimbursement of actual expenses in the amount of \$1,924.60, for an aggregate total of \$355,591.60 in accordance with the Interim Compensation Order. Greenberg Traurig hereby seeks payment of \$282,933.60 (80% of the

¹ The business address and the last four (4) digits of the Debtor’s federal tax identification number is Zosano Pharma Corporation, 34790 Ardentech Court, Fremont, California 94555 (8360).

allowed fees) and reimbursement of \$1,924.60 (100% of allowed expenses), for an aggregate total payment of \$284,858.20 for the Application Period upon the filing of a certificate of no objection. In support of the Application, Greenberg Traurig respectfully represents as follows:

Background

1. On June 1, 2022 (the “**Petition Date**”), the Debtor commenced this case (the “**Chapter 11 Case**”) by filing a voluntary petition for relief under chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the District of Delaware (the “**Court**”).

2. The Debtor has continued in possession of its property and is operating and managing its business as debtor-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

3. No request has been made for the appointment of a trustee or examiner and no committee has been appointed. On June 22, 2022, Patheon Manufacturing Services filed the *Motion of Patheon Manufacturing Services LLC to Convert Chapter 11 Case to Chapter 7* [Docket No. 65], which motion has been adjourned.

4. The Court has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334. Venue is proper in this district pursuant to 28 U.S.C. § 1408. This matter is core within the meaning of 28 U.S.C. § 157(b)(2).

5. The statutory predicates for the relief sought herein are sections 330 and 331 of the Bankruptcy Code, Bankruptcy Rule 2016, and Local Rule 2016-2.

6. On July 1, 2022, this Court entered an order authorizing the employment and retention of Greenberg Traurig as counsel to the Debtor in this Chapter 11 Case effective as of June 1, 2022 [Docket No. 122].

Summary of Services Rendered

7. This Application is the first monthly fee application filed by Greenberg Traurig in this Chapter 11 Case. In connection with the professional services described below, by this Application, Greenberg Traurig seeks interim approval and allowance of compensation in the amount of \$353,667.00 for the Application Period and reimbursement of actual and necessary expenses in the amount of \$1,924.60 for the Application Period, and payment of \$282,933.60 (80% of the allowed fees) and reimbursement of \$1,924.60 (100% of allowed expenses), for an aggregate total payment of \$284,858.20 for the Application Period upon the filing of a certificate of no objection.

8. The majority of services rendered by Greenberg Traurig during the Application Period as counsel to the Debtor are summarized below. Each of the following is set forth in the invoice attached hereto as **Exhibit “A”**: (i) a description of the professional or paraprofessional performing the services; (ii) the date the services were performed; (iii) a detailed description of the nature of the services and the related time expended; and (iv) a summary of the fees and hours of each professional and other timekeepers listed by project category (which applicable categories are set forth below). Specifically, Greenberg Traurig rendered the following services during the Application Period as counsel to the Debtor:

- a) Asset Disposition (802)
Fees: \$12,580.00 Hours: 13.60

This category includes services relating to the Debtor’s sale process, including drafting the bid procedures and sale motion, related documents and notices, and corresponding discussions.

b) Business Operations (803)

Fees: \$6,757.50 Hours: 6.50

This category includes services relating to certain operational motions and business operations.

c) Case Administration (804 and B110)

Fees: \$57,052.00 Hours: 61.60

This category includes services relating to the general administration of this Chapter 11 Case, including maintenance of a case calendar, review of pleadings, reporting requirements, attention to first and second day service issues, discussions with the U.S. Trustee, and communications with the Debtor and parties in interest.

d) Claims Administration and Objections (805)

Fees: \$5,024.50 Hours: 6.70

This category includes services relating to drafting and serving the Debtor's bar date motion.

e) Employee Benefits/Pensions (806)

Fees: \$1,030.50 Hours: 0.90

This category includes services relating to the Debtor's employee wages and benefits motion.

f) Stay Relief (807)

Fees: \$3,472.50 Hours: 5.70

This category includes services relating to drafting and negotiating a stay relief and setoff stipulation with Silicon Valley Bank.

g) Financing Matters & Cash Collateral (809)

Fees: \$225.00 Hours: 0.30

This category includes services relating to the review of an issue under California PTO laws.

h) Litigation Matters (810)

Fees: \$7,650.00 Hours: 7.20

This category includes services relating to drafting an objection to Patheon's conversion motion and related discussions.

i) Creditors Committee Issues (811)

Fees: \$125.50 Hours: 0.10

This category includes services relating to communication with the U.S. Trustee regarding committee formation.

j) Plan & Disclosure Statement (812 and B320)

Fees: \$31,839.00 Hours: 33.60

This category includes services relating to drafting a plan and disclosure statement, related exhibits and motion to approve solicitation procedures, and related discussions regarding the plan.

k) Fee/Employment Applications (813)

Fees: \$25,781.00 Hours: 27.40

This category includes services relating to drafting and filing retention applications for the Debtor's professionals, as well as a motion to retain ordinary course professionals, and a motion to approve interim compensation procedures.

l) Creditor Inquiries (831 and B150)

Fees: \$1,182.00 Hours: 1.20

This category includes services relating to responding to creditor inquiries.

m) Court Hearings (833)

Fees: \$38,172.50 Hours: 34.20

This category includes services relating to preparing for and attending hearings on behalf of the Debtor, drafting notices of hearing and hearing agendas, and communications with chambers.

n) General Corporate (834)

Fees: \$13,310.00 Hours: 12.1

This category includes services relating to attending a board meeting, preparing 8-K and other forms, related correspondence, and board calls.

o) Leases and Executory Contracts (835)

Fees: \$185.00 Hours: 0.20

This category includes services relating to communication with the Debtor regarding an analysis of executory contracts.

p) Schedules and Statements (836)

Fees: \$13,301.50 Hours: 14.50

This category includes services relating to drafting and preparing the Debtor's schedules of assets and liabilities and statement of financial affairs, as well as related communications/discussions.

q) Utility Matters (837)

Fees: \$1,380.50 Hours: 1.1

This category includes services relating to preparing and filing the Debtor's utility adequate assurance procedures motion and review of correspondence from PG&E.

r) Sale of Property (838)

Fees: \$32,301.50 Hours: 35.10

This category includes services relating to drafting a bid procedures and sale motion, drafting an asset purchase agreement, negotiations and communications regarding same, and addressing sale issues.

s) SEC Matters (844)

Fees: \$2,750.00 Hours: 2.50

This category includes services relating to preparing and filing the Debtor's Form 8-K.

t) Tax Matters (845)

Fees: \$21,911.00 Hours: 14.60

This category includes services relating to drafting the Debtor's motion to preserve net operating losses, analysis of tax issues, review and revising the plan and disclosure statement in respect of tax issues, and related communications.

u) Compliance with U.S. Trustee Guidelines (851)

Fees: \$6,852.50 Hours: 7.20

This category includes services relating to preparing for and attending the initial debtor interview, including the review and submission of requested documents.

v) General Bankruptcy (929 and B410)

Fees: \$5,187.00 Hours: 5.60

This category includes services relating to preparation of first day pleadings, chapter 11 filing preparation, and reviewing and calendaring the notice of hearing and objection deadline with respect to Patheon's conversion motion.

w) First Day Motions / Filings (963)

Fees: \$40,660.50

Hours: 45.50

This category includes services relating to final revisions to and filing of the Debtor's first day pleadings, drafting a first day hearing agenda, preparing for and attending the first day hearing, drafting and revising certifications for the submission of proposed orders, and related communications.

x) Second Day Motions (964)

Fees: \$24,119.50

Hours: 24.80

This category includes services relating to drafting and preparing for filing, the Debtor's second day motions, including retention applications, the bid procedures and sale motion, reviewing comments received from the U.S. Trustee, and preparing for the second day hearing.

y) Restructurings (B420)

Fees: \$816.00

Hours: 1.20

This category includes services relating to certain first day motions and communicating with the Debtor regarding same.

Summary of Expenses

9. During the Application Period, Greenberg Traurig incurred or disbursed actual and necessary costs and expenses related to this case in the aggregate amount of \$1,924.60. The expenses incurred include, among other things, research charges, filing fees, and copying charges. A detailed description of the necessary costs and expenses incurred by Greenberg Traurig is attached hereto as **Exhibit "B"**.

10. Pursuant to Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure, Greenberg Traurig represents as follows with regard to its charges for actual and

necessary costs and expenses incurred during the Application Period:

a. Copy Charges were \$.10 per page, which charge is reasonable and customary in the legal industry and represents the costs of copy material, acquisition, maintenance, storage and operation of copy machines, together with a margin for recovery of related expenditures. In addition, Greenberg Traurig often utilizes outside copier services for high volume projects, and this Application seeks the recovery of those costs, if applicable;

b. Incoming facsimiles are not billed;

c. Out-going facsimiles are billed at the rate of \$0.25 per page. The cost represents operator time, maintaining several dedicated facsimile telephone lines, supplies and equipment, and includes a margin for recovery of related expenditures;

d. Toll telephone charges are not billed; and

e. Computer assisted legal research charges are billed at actual costs.

Valuation of Services

11. In accordance with the factors enumerated in Section 330 of the Bankruptcy Code, the amounts requested herein for compensation and expense reimbursement are fair and reasonable given (a) the complexity of these cases, (b) the time expended by the attorneys and paraprofessionals at Greenberg Traurig, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under this title.

12. Greenberg Traurig hereby certifies (i) that it has reviewed the requirements of Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedures and (ii) that this Application complies with such rule.

13. Greenberg Traurig has provided a copy of this Application to the Debtor, the United States Trustee, and all parties required to be given notice as set forth in Paragraph 2(a) of the Interim Compensation Order.

Sources of Payment

14. As stated above, Greenberg Traurig hereby seeks payment of \$282,933.60 (80% of the allowed fees) and reimbursement of \$1,924.60 (100% of allowed expenses), for an aggregate total payment of \$284,858.20 for the Application Period upon the filing of a certificate of no objection.

Conclusion

WHEREFORE, Greenberg Traurig respectfully requests (a) that the Court approve and allow compensation in the amount of \$353,667.00 for professional services rendered (80%, or \$282,933.60, of which is to be paid upon the filing of a certificate of no objection), and reimbursement of expenses in the amount of \$1,924.60 (100% of which is to be paid upon the filing of a certificate of no objection) for the Application Period on an interim basis; and (b) that the Court authorize and direct the Debtor to pay Greenberg Traurig the amounts due and owing hereunder in accordance with the Interim Compensation Order.

Dated: September 19, 2022

GREENBERG TRAURIG, LLP

/s/ Dennis A. Meloro

Dennis A. Meloro (DE Bar No. 4435)
1007 North Orange Street, Suite 1200
Wilmington, Delaware 19801
Telephone: (302) 661-7000
Facsimile: (302) 661-7360
Email: melorod@gtlaw.com

-and-

John D. Elrod (Admitted *pro hac vice*)
Terminus 200
3333 Piedmont Road NE, Suite 2500
Atlanta, Georgia 30305

Telephone: (678) 553-2100
Facsimile: (678) 553-2212
Email: elrodj@gtlaw.com

*Counsel for the Debtor
and Debtor-in-Possession*

EXHIBIT A



Invoice No. : 1000033134
 File No. : 208091.010300
 Bill Date : July 18, 2022

Zosano Pharma Corporation
 34790 Ardentech Court
 Fremont, CA 94555

Attn: Steven Lo
 President and CEO

INVOICE

Re: Restructuring

Legal Services through June 30, 2022:

GENERAL CORPORATE:	\$	13,310.00
ASSET DISPOSITION:	\$	12,580.00
BUSINESS OPERATIONS:	\$	6,757.50
CASE ADMINISTRATION:	\$	49,154.50
CLAIMS ADMINISTRATION & OBJECTIONS:	\$	5,024.50
EMPLOYEE BENEFITS/PENSIONS:	\$	1,030.50
STAY RELIEF:	\$	3,472.50
FINANCING MATTERS & CASH COLL:	\$	225.00
LITIGATION MATTERS:	\$	7,650.00
CREDITOR COMMITTEE ISSUES:	\$	125.50
PLAN & DISCLOSURE STATEMENT:	\$	31,086.00
FEE/EMPLOYMENT APPLICATIONS:	\$	25,781.00
CREDITOR INQUIRIES:	\$	805.50
COURT HEARINGS:	\$	38,172.50
LEASES AND EXECUTORY CONTRACTS:	\$	185.00
SCHEDULES AND STATEMENTS:	\$	13,301.50
UTILITY MATTERS:	\$	1,380.50
SALE OF PROPERTY:	\$	32,301.50

JDE:SC

Tax ID: 13-3613083



Invoice No. : 1000033134
 File No. : 208091.010300

SEC MATTERS:	\$	2,750.00
TAX MATTERS:	\$	21,911.00
COMPLIANCE WITH U.S. TRUSTEE GUIDELINES:	\$	6,852.50
General Bankruptcy:	\$	99.50
First Day Motions/Filings:	\$	40,660.50
Second Day Motions:	\$	24,119.50
Case Administration:	\$	7,897.50
Meetings of and Communications with Creditors:	\$	376.50
Plan and Disclosure Statement (including Business Plan):	\$	753.00
General Bankruptcy Advice/Opinions:	\$	5,087.50
Restructurings:	\$	816.00
Total Fees:	\$	353,667.00

Expenses:

Filing Fees	362.00
Messenger/Courier Services	129.70
Professional & Legal	1,181.30
Service Company Charges	113.80
Information and Research	137.80
Total Expenses:	\$ 1,924.60
Current Invoice:	\$ 355,591.60

JDE:SC

Tax ID: 13-3613083



Invoice No. : 1000033134
File No. : 208091.010300

Note: Payment is Due 30 Days from Date of Invoice

***FOR YOUR CONVENIENCE,
PAYMENT INSTRUCTIONS FOR GT FIRM ACCOUNT
FOR FEES & COSTS ARE AS FOLLOWS:***

For Wire Instructions:

Bank: WELLS FARGO BANK
ABA #: 121000248

For ACH Instructions:

Bank: WELLS FARGO BANK
ABA#: 063107513

CREDIT TO: GREENBERG TRAURIG DEPOSITORY ACCOUNT
ACCOUNT #: 2000014648663

PLEASE

**REFERENCE: CLIENT NAME: ZOSANO PHARMA CORPORATION
FILE NUMBER: 208091.010300
INVOICE NUMBER: 1000033134*
BILLING
PROFESSIONAL: John D. Elrod**

IF YOU WISH TO PAY BY CHECK PLEASE REMIT TO THE ADDRESS BELOW:

**Greenberg Traurig
PO Box 936769
ATLANTA GA 31193-6769**

Wire fees may be assessed by your bank.

*** If paying more than one invoice, please reference all invoice numbers in wiring instructions.**

JDE:SC
Tax ID: 13-3613083

Invoice No.: 1000033134
 Matter No.: 208091.010300

Page 1

Description of Professional Services Rendered:

TASK CODE: 834 GENERAL CORPORATE

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/02/22	Yuta N. Delarck	Attend board meeting	1.00	1,100.00
06/02/22	Yuta N. Delarck	Review 8-K; correspondence regarding 8-K and other corporate matters	1.40	1,540.00
06/03/22	Yuta N. Delarck	Conferences with Company and NASDAQ regarding new strategic alternatives; file 8-K; email correspondence	2.80	3,080.00
06/06/22	Yuta N. Delarck	Prepare Form 4s; correspondence regarding same	1.50	1,650.00
06/07/22	Yuta N. Delarck	Correspondence regarding Form 4s and EDGAR codes; attend to filing same	2.50	2,750.00
06/08/22	Yuta N. Delarck	Conferences and correspondence regarding share issuance; review plan/RSU agreement in connection with same	0.90	990.00
06/08/22	Yuta N. Delarck	Conference regarding status of potential strategic alternative discussions	0.30	330.00
06/09/22	Yuta N. Delarck	Board call	0.50	550.00
06/13/22	Yuta N. Delarck	Review 8-K rules; correspondence regarding corporate matters	0.70	770.00
06/16/22	Yuta N. Delarck	Board call	0.50	550.00
			Total Hours:	12.10
			Total Amount:	\$ 13,310.00

TIMEKEEPER SUMMARY FOR TASK CODE,

<u>Timekeeper Name</u>	<u>Hours Billed</u>	<u>Rate</u>	<u>Total \$ Amount</u>
Yuta N. Delarck	12.10	1,100.00	13,310.00
Totals:	12.10	1,100.00	\$ 13,310.00

Invoice No.: 1000033134
 Matter No.: 208091.010300

Description of Professional Services Rendered

TASK CODE: 802 ASSET DISPOSITION

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/07/22	Ari Newman	Call and correspondence with A. Wade of the Branford Group re sale matters	0.20	185.00
06/08/22	Ari Newman	Review materials to provide to UST for IDI (.7); communications with UST re IDI materials (.3); correspondence with client re IDI materials and related issues (.3)	1.30	1,202.50
06/08/22	Ari Newman	Draft and revise Bid Procedures and Sale Motion (3.1); draft and revise Bid Procedures (1.1); strategy discussions and correspondence with GT team re sale process (.6)	4.80	4,440.00
06/09/22	Ari Newman	Draft and revise bid procedures and sale motion (2.9); draft notice of assumption and assignment (1.2); draft bid procedures (1.1); correspondence with GT team re sale timeline and other sale related issues (.9)	6.10	5,642.50
06/16/22	Ari Newman	Strategy discussion re sale process	0.20	185.00
06/17/22	Ari Newman	Correspondence re sale liquidation issues	0.20	185.00
06/22/22	Ari Newman	Draft and revise sale publication notice	0.30	277.50
06/24/22	Ari Newman	Consideration of sale information and correspondence re sale matters	0.50	462.50

Total Hours: 13.60

Total Amount: \$ 12,580.00

TIMEKEEPER SUMMARY FOR TASK CODE 802,

ASSET DISPOSITION

<u>Timekeeper Name</u>	<u>Hours Billed</u>	<u>Rate</u>	<u>Total \$ Amount</u>
Ari Newman	13.60	925.00	12,580.00
Totals:	13.60	925.00	\$ 12,580.00

Invoice No.: 1000033134
 Matter No.: 208091.010300

Description of Professional Services Rendered

TASK CODE: 803 BUSINESS OPERATIONS

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/02/22	Dennis A. Meloro	Review, file insurance motion and proposed order	0.50	627.50
06/02/22	Dennis A. Meloro	Review, file first day declaration	0.40	502.00
06/02/22	Dennis A. Meloro	Review, file cash management motion and proposed order	0.50	627.50
06/06/22	Dennis A. Meloro	Draft certifications and review initial proposed orders for employee wages (.3), cash management (.3), insurance (.3), utilities (.3), and redaction (.3) motions	1.50	1,882.50
06/09/22	John D. Elrod	Prepare for and participate in board meeting	1.40	1,253.00
06/15/22	Ari Newman	Correspondence with GT team re landlord insurance request	0.20	185.00
06/16/22	John D. Elrod	Prepare for and participate in meeting with board of directors	1.00	895.00
06/22/22	Vanessa Krumbein	Confer with J. Elrod and correspond with client regarding employee layoff	0.20	157.00
06/22/22	Vanessa Krumbein	Prepare for and conference call with client and J. Elrod regarding employee layoffs	0.80	628.00
Total Hours:			6.50	
Total Amount:				\$ 6,757.50

TIMEKEEPER SUMMARY FOR TASK CODE 803,

BUSINESS OPERATIONS

<u>Timekeeper Name</u>	<u>Hours Billed</u>	<u>Rate</u>	<u>Total \$ Amount</u>
John D. Elrod	2.40	895.00	2,148.00
Dennis A. Meloro	2.90	1,255.00	3,639.50
Ari Newman	0.20	925.00	185.00
Vanessa Krumbein	1.00	785.00	785.00
Totals:	6.50	1,039.62	\$ 6,757.50

Invoice No.: 1000033134
 Matter No.: 208091.010300

Page 4

Description of Professional Services Rendered

TASK CODE: 804 CASE ADMINISTRATION

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/01/22	John D. Elrod	Review and revise first day pleadings	4.90	4,385.50
06/02/22	John D. Elrod	Prepare for and attend board meeting (1.0); attention to first day motions and related issues (4.3); communication with counsel for creditor CSP (.2)	5.50	4,922.50
06/02/22	Dennis A. Meloro	Emails with D. Duerdoth regarding first day filings	0.20	251.00
06/02/22	Dennis A. Meloro	Review/circulate UST correspondence regarding initial debtor interview, operating guidelines	0.40	502.00
06/03/22	Danny Duerdoth	Revise case calendar	0.50	375.00
06/03/22	John D. Elrod	Attention to LTS APA (.5); review of US Trustee comments to motions and revised proposed orders (2.1); meeting with client regarding first day hearings (1.1)	3.70	3,311.50
06/06/22	Danny Duerdoth	Revise case calendar	0.20	150.00
06/06/22	Dennis A. Meloro	Email to UST with certifications and revised orders on first day motions	0.30	376.50
06/07/22	Dennis A. Meloro	Review initial reporting requirements (.2); emails with A. Newman (.1), UST (.1) regarding same	0.40	502.00
06/07/22	Dennis A. Meloro	Emails with UST regarding orders from first day hearing	0.20	251.00
06/07/22	Dennis A. Meloro	Emails with UST and J. Elrod regarding 341 meeting	0.30	376.50
06/07/22	Dennis A. Meloro	Review draft of certification for creditor matrix and review matrix	0.20	251.00
06/07/22	Dennis A. Meloro	Review and comment on notice of first day pleadings, entry of interim orders, and final hearing	0.30	376.50
06/07/22	Ari Newman	Call with KCC re service and equity list matters (.3); correspondence re equity service matters (.2)	0.50	462.50
06/08/22	Karl D. Burrer	Review docket and recently filed pleadings	0.30	277.50
06/08/22	Danny Duerdoth	Revise case calendar	0.30	225.00
06/08/22	Ari Newman	Correspondence with banks re first day relief and restricting account access	0.20	185.00
06/08/22	Patrick Wu	Attention to matters with KCC for pleadings to be filed, including KCC retention application, GT retention application, SCP retention application, Onyx and Rabin retention application, interim compensation motion, OCP motion, and bid procedures motion	0.60	408.00
06/09/22	Dennis A. Meloro	Discussions with A. Newman regarding service and noticing	0.30	376.50
06/10/22	Dennis A. Meloro	Review and file creditor list and	0.20	251.00

Invoice No.: 1000033134
 Matter No.: 208091.010300

Page 5

Description of Professional Services Rendered

		certification for same		
06/10/22	Dennis A. Meloro	Email with J. Elrod regarding list of equity security holders	0.10	125.50
06/10/22	Ari Newman	Correspondence re creditor list and certification, and schedules and SOFAs	0.30	277.50
06/14/22	Karl D. Burrer	Review docket and recently filed pleadings and orders	0.40	370.00
06/14/22	Dennis A. Meloro	Review equity security holder list and notice (.2); email with A. Newman regarding same (.1)	0.30	376.50
06/14/22	Dennis A. Meloro	Review notice of commencement (.1); email with A. Newman regarding same (.1)	0.20	251.00
06/14/22	Ari Newman	Review and revise Rule 1007 equity list (.9); correspondence with GT and KCC teams re equity list (.5); draft and revise Notice of Commencement (.5); correspondence with GT team and KCC re Notice of Commencement (.3)	2.20	2,035.00
06/14/22	Angelina Perez	Review case filings and prepare Notice of Chapter 11 Bankruptcy Case	0.80	160.00
06/15/22	Dennis A. Meloro	Review, file notice of commencement	0.10	125.50
06/15/22	Dennis A. Meloro	Prepare for (.3) and attend initial debtor interview (.6)	0.90	1,129.50
06/15/22	Dennis A. Meloro	Review, file equity security holder list (.3); emails with A. Newman regarding same (.2)	0.50	627.50
06/15/22	Ari Newman	Review and revise Equity Security List (1.9); correspondence with client re Equity Security List (.6)	2.50	2,312.50
06/15/22	Angelina Perez	Prepare Declaration of Christine Matthews (.5); prepare and finalize Equity Security Holders List (1.5)	2.00	400.00
06/16/22	Ari Newman	Draft bar date motion	0.50	462.50
06/21/22	John D. Elrod	Review of Patheon objection and motion to convert (1.2); communication with client regarding same (.5)	1.70	1,521.50
06/21/22	Ari Newman	Draft and revising Bar Date Motion (2.1); correspondence with GT team re Bar Date Motion (.4)	2.50	2,312.50
06/22/22	Karl D. Burrer	Receive and review Motion to Convert (.4); conference with GT Team on same (.3)	0.70	647.50
06/22/22	John D. Elrod	Review and revised bar date motion (.3); communication with counsel for Patheon regarding case issues and potential motion to convert (.2); review of motion to convert and Sierra application objection (.8); follow up communication with client regarding same (1.0); revised objection to motion to shorten notice (.3); researched grounds for motion to convert (2.0)	4.60	4,117.00
06/22/22	Dennis A. Meloro	Discussions with J. Elrod regarding conversion motion and response thereto	0.40	502.00
06/22/22	Dennis A. Meloro	Draft, file objection to Patheon motion to	1.60	2,008.00

Invoice No.: 1000033134
 Matter No.: 208091.010300

Page 6

Description of Professional Services Rendered

06/22/22	Dennis A. Meloro	shorten notice of conversion motion (1.4); discussions with A. Newman (.2) Email to chambers regarding opposition to Patheon motion to shorten notice on conversion motion	0.10	125.50
06/23/22	John D. Elrod	Draft response to objection to SCP retention application	3.50	3,132.50
06/23/22	Dennis A. Meloro	Call with J. Elrod regarding response to conversion motion	0.20	251.00
06/23/22	Ari Newman	Correspondence with claims agent re notice and claims matters	0.40	370.00
06/24/22	Ari Newman	Draft and revise Bar Date Motion (.5); correspondence re same (.2)	0.70	647.50
06/29/22	Ari Newman	Draft and revise stay relief stipulation (.8); correspondence re stay relief stipulation (.1)	0.90	832.50
06/30/22	John D. Elrod	Prepare for and attend second day hearings (4.5); conference call with client regarding Emergex bid (.5); communication with counsel for Emergex (.3); communication with counsel for LTS (.2); revise proposed orders (1.0)	6.50	5,817.50
			<hr/>	
			Total Hours:	54.10
			Total Amount:	\$ 49,154.50

TIMEKEEPER SUMMARY FOR TASK CODE 804,

CASE ADMINISTRATION

<u>Timekeeper Name</u>	<u>Hours Billed</u>	<u>Rate</u>	<u>Total \$ Amount</u>
Karl D. Burrer	1.40	925.00	1,295.00
John D. Elrod	30.40	895.00	27,208.00
Dennis A. Meloro	7.20	1,255.00	9,036.00
Ari Newman	10.70	925.00	9,897.50
Danny Duerdoth	1.00	750.00	750.00
Patrick Wu	0.60	680.00	408.00
Angelina Perez	2.80	200.00	560.00
Totals:	54.10	908.59	\$ 49,154.50

Invoice No.: 1000033134
 Matter No.: 208091.010300

Page 7

Description of Professional Services Rendered

TASK CODE: 805 CLAIMS ADMINISTRATION & OBJECTIONS

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/17/22	Kevin Hoyos	Draft and prepare debtor's bar date motion, bar date notice, and proposed bar date order regarding establishing deadlines for filing proof of claims	4.80	2,640.00
06/21/22	Dennis A. Meloro	Call with A. Newman regarding bar date motion	0.20	251.00
06/22/22	Dennis A. Meloro	Review and comment on bar date motion and related exhibits	0.80	1,004.00
06/24/22	Dennis A. Meloro	Review updated bar date motion	0.20	251.00
06/28/22	Dennis A. Meloro	Review, revise, file and serve bar date motion	0.70	878.50
			Total Hours:	6.70
			Total Amount:	\$ 5,024.50

TIMEKEEPER SUMMARY FOR TASK CODE 805,

CLAIMS ADMINISTRATION & OBJECTIONS

<u>Timekeeper Name</u>	<u>Hours Billed</u>	<u>Rate</u>	<u>Total \$ Amount</u>
Dennis A. Meloro	1.90	1,255.00	2,384.50
Kevin Hoyos	4.80	550.00	2,640.00
Totals:	6.70	749.93	\$ 5,024.50

Invoice No.: 1000033134
 Matter No.: 208091.010300

Page 8

Description of Professional Services Rendered

TASK CODE: 806 EMPLOYEE BENEFITS/PENSIONS

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/02/22	Dennis A. Meloro	Review, file employee wages motion and proposed order	0.60	753.00
06/13/22	Ari Newman	Correspondence with client re employee matters and review documents in connection with same	0.30	277.50
Total Hours:			0.90	
Total Amount:				\$ 1,030.50

TIMEKEEPER SUMMARY FOR TASK CODE 806,

EMPLOYEE BENEFITS/PENSIONS

<u>Timekeeper Name</u>	<u>Hours Billed</u>	<u>Rate</u>	<u>Total \$ Amount</u>
Dennis A. Meloro	0.60	1,255.00	753.00
Ari Newman	0.30	925.00	277.50
Totals:	0.90	1,145.00	\$ 1,030.50

Invoice No.: 1000033134
 Matter No.: 208091.010300

Page 9

Description of Professional Services Rendered

TASK CODE: 807 STAY RELIEF

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/23/22	Ari Newman	Correspondence with GT team and bank's counsel re stay relief setoff	0.30	277.50
06/24/22	Kevin Hoyos	Prepare joint stipulation with Silicon Valley Bank regarding modification of automatic stay for reimbursement of amounts owing under letter of credit	4.80	2,640.00
06/24/22	Ari Newman	Draft stay relief stipulation (.4); strategy discussions with GT team re stay relief stipulation (.2)	0.60	555.00
Total Hours:			5.70	
Total Amount:				\$ 3,472.50

TIMEKEEPER SUMMARY FOR TASK CODE 807,

STAY RELIEF

<u>Timekeeper Name</u>	<u>Hours Billed</u>	<u>Rate</u>	<u>Total \$ Amount</u>
Ari Newman	0.90	925.00	832.50
Kevin Hoyos	4.80	550.00	2,640.00
Totals:	5.70	609.21	\$ 3,472.50

Invoice No.: 1000033134
 Matter No.: 208091.010300

Page 10

Description of Professional Services Rendered

TASK CODE: 809 FINANCING MATTERS & CASH COLL

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/08/22	Danny Duerdoth	Review interim wages order regarding California law on PTO	0.30	225.00
Total Hours:			0.30	
Total Amount:				\$ 225.00

TIMEKEEPER SUMMARY FOR TASK CODE 809,

FINANCING MATTERS & CASH COLL

<u>Timekeeper Name</u>	<u>Hours Billed</u>	<u>Rate</u>	<u>Total \$ Amount</u>
Danny Duerdoth	0.30	750.00	225.00
Totals:	0.30	750.00	\$ 225.00

Invoice No.: 1000033134
 Matter No.: 208091.010300

Page 11

Description of Professional Services Rendered

TASK CODE: 810 LITIGATION MATTERS

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/22/22	Ari Newman	Review various papers filed by Patheon (.6); draft and revise objection to motion to shorten time (2.3); strategy discussions with GT team re Patheon Objection and related filings (.4); call with client re Patheon objection and related matters (.4)	3.70	3,422.50
06/23/22	Dennis A. Meloro	Draft objection to Patheon's conversion motion, including analysis of recent precedent	3.00	3,765.00
06/23/22	Ari Newman	Strategic discussions and considerations in respect of Patheon motion and objections	0.50	462.50
			Total Hours:	7.20
			Total Amount:	\$ 7,650.00

TIMEKEEPER SUMMARY FOR TASK CODE 810,

LITIGATION MATTERS

<u>Timekeeper Name</u>	<u>Hours Billed</u>	<u>Rate</u>	<u>Total \$ Amount</u>
Dennis A. Meloro	3.00	1,255.00	3,765.00
Ari Newman	4.20	925.00	3,885.00
Totals:	7.20	1,062.50	\$ 7,650.00

Invoice No.: 1000033134
 Matter No.: 208091.010300

Page 12

Description of Professional Services Rendered

TASK CODE: 811 CREDITOR COMMITTEE ISSUES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/11/22	Dennis A. Meloro	Email with UST regarding committee contact information	0.10	125.50
Total Hours:			0.10	
Total Amount:				\$ 125.50

TIMEKEEPER SUMMARY FOR TASK CODE 811,

CREDITOR COMMITTEE ISSUES

<u>Timekeeper Name</u>	<u>Hours Billed</u>	<u>Rate</u>	<u>Total \$ Amount</u>
Dennis A. Meloro	0.10	1,255.00	125.50
Totals:	0.10	1,255.00	\$ 125.50

Invoice No.: 1000033134
 Matter No.: 208091.010300

Page 13

Description of Professional Services Rendered

TASK CODE: 812 PLAN & DISCLOSURE STATEMENT

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/02/22	Karl D. Burrer	Conference with D. Meloro regarding precedential issues and review same (.3); draft Plan (.4); draft beneficial owner ballot and master ballot (1.2)	1.90	1,757.50
06/03/22	Karl D. Burrer	Continue drafting disclosure statement (.6); draft schedules to Disclosure Statement Approval Order (.5)	1.10	1,017.50
06/08/22	Karl D. Burrer	Continue drafting background for Disclosure Statement	0.70	647.50
06/13/22	Karl D. Burrer	Conference with J. Elrod regarding Plan structure changes (.5); revise Plan (.6); begin revisions to solicitation materials on same (2.6)	3.70	3,422.50
06/14/22	Karl D. Burrer	Conference with D. Meloro regarding structural changes to the Plan and Consensual Release Issues (.4); revise Plan with respect to comments (.8); review case law with respect to non-voting creditor opt-out issues (.4); revise Solicitation Materials and Draft Notices of Nonvoting Status (1.9); review case materials with respect to Disclosure Statement (.8)	4.30	3,977.50
06/14/22	Dennis A. Meloro	Call with K. Burrer regarding plan and release provisions	0.40	502.00
06/15/22	Karl D. Burrer	Review comments and precedent from K. Zuckerbrot and Mr. Muchnik regarding risk factors (.5); begin drafting risk factors for disclosure statement (.7)	1.20	1,110.00
06/16/22	Karl D. Burrer	Draft Disclosure Statement	3.10	2,867.50
06/17/22	Karl D. Burrer	Revise Solicitation Materials (.6); conference with K. Zuckerbot and Mr. Newman regarding disclosure statement work streams (.2)	0.80	740.00
06/17/22	Dennis A. Meloro	Review draft plan and disclosure statement	1.50	1,882.50
06/19/22	John D. Elrod	Initial review of chapter 11 plan	2.20	1,969.00
06/20/22	Karl D. Burrer	Receive and review Tax comments to Plan, DS and Liquidation Trust Agreement	0.40	370.00
06/20/22	Ari Newman	Draft and revise Plan and Disclosure Statement	2.80	2,590.00
06/21/22	Karl D. Burrer	Revise DS for modifications to Plan	0.90	832.50
06/22/22	Karl D. Burrer	Conference with Mr. Newman regarding Plan and Solicitation Issues (.3); revise Disclosure Statement (.6); revise Motion to Approve DS and Solicitation Materials (.7)	1.60	1,480.00
06/22/22	Ari Newman	Call with K. Burrer re Plan and Disclosure Statement (.4); correspondence with KCC re Plan and Disclosure Statement matters	1.10	1,017.50

Invoice No.: 1000033134
 Matter No.: 208091.010300

Page 14

Description of Professional Services Rendered

06/24/22	Karl D. Burrer	(.2); draft and revise Bar Date motion (.5) Revise DS Approval Motion (.6); conference with Mr. Newman regarding same (.2)	0.80	740.00
06/27/22	Ari Newman	Draft and revise Motion to Approve Disclosure Statement and related notices (2.2); correspondence with GT team re comments to motion (.3)	2.50	2,312.50
06/28/22	Ari Newman	Correspondence with KCC re Disclosure Statement Motion and Bar Date Motion	0.20	185.00
06/30/22	Karl D. Burrer	Receive and review revisions to solicitation materials (.4); revise same (1.2)	1.60	1,480.00
06/30/22	Ari Newman	Correspondence re DS Motion and related issues	0.20	185.00
			<hr/>	
			Total Hours:	33.00
			Total Amount:	\$ 31,086.00

TIMEKEEPER SUMMARY FOR TASK CODE 812,

PLAN & DISCLOSURE STATEMENT

<u>Timekeeper Name</u>	<u>Hours Billed</u>	<u>Rate</u>	<u>Total \$ Amount</u>
Karl D. Burrer	22.10	925.00	20,442.50
John D. Elrod	2.20	895.00	1,969.00
Dennis A. Meloro	1.90	1,255.00	2,384.50
Ari Newman	6.80	925.00	6,290.00
Totals:	33.00	942.00	\$ 31,086.00

Invoice No.: 1000033134
 Matter No.: 208091.010300

Page 15

Description of Professional Services Rendered

TASK CODE: 813 FEE/EMPLOYMENT APPLICATIONS

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/02/22	Danny Duerdoth	Revise GT retention application regarding retainer and disclosures	0.70	525.00
06/02/22	Dennis A. Meloro	Review, file KCC section 156(c) retention application	0.70	878.50
06/03/22	Ari Newman	Correspondence with GT team re GT and SCP retention applications	0.30	277.50
06/06/22	Patrick Wu	Draft Debtor's application to retain KCC as administrative advisor, including its related documents (notice, proposed order, and declaration)	4.70	3,196.00
06/07/22	John D. Elrod	Review and revise GT, KCC, and SCP retention application and circulate same to client	0.80	716.00
06/07/22	Dennis A. Meloro	Review and comment on draft interim compensation procedures motion	0.30	376.50
06/07/22	Dennis A. Meloro	Review draft ordinary course professionals motion	0.20	251.00
06/07/22	Dennis A. Meloro	Review draft KCC section 327(a) administrative advisor application	0.30	376.50
06/07/22	Ari Newman	Attention to KCC, GT and SCP retention applications	1.80	1,665.00
06/07/22	Patrick Wu	Draft Debtor's application to retain KCC as administrative advisor, including its related documents (notice, proposed order, and declaration)	0.90	612.00
06/07/22	Patrick Wu	Draft Debtor's application to retain and employ Onyx and Rabin as Sale Agent including the related documents (proposed order, Otus declaration, and Weissman declaration)	2.00	1,360.00
06/08/22	Dennis A. Meloro	Review, file interim comp procedures motion	0.60	753.00
06/08/22	Dennis A. Meloro	Review, file ordinary course professionals motion	0.60	753.00
06/08/22	Dennis A. Meloro	Review, file Onyx retention papers	1.10	1,380.50
06/08/22	Dennis A. Meloro	Review, file SierraConstellation retention papers	1.00	1,255.00
06/08/22	Dennis A. Meloro	Review, file GT retention application	0.90	1,129.50
06/08/22	Dennis A. Meloro	Review, file KCC section administrative advisor application	0.60	753.00
06/08/22	Dennis A. Meloro	Review/analysis of liquidator retention issues (.6); discuss with J. Elrod (.3)	0.90	1,129.50
06/08/22	Patrick Wu	Draft Debtor's application to retain and employ Onyx and Rabin as Sale Agent including the related documents (proposed order, Otus declaration, and Weissman declaration)	1.90	1,292.00

Invoice No.: 1000033134
 Matter No.: 208091.010300

Page 16

Description of Professional Services Rendered

06/14/22	Dennis A. Meloro	Email with UST regarding GT retention application	0.10	125.50
06/14/22	Dennis A. Meloro	Email to UST regarding proposed orders on retentions and related interim comp motion	0.30	376.50
06/17/22	Dennis A. Meloro	Draft, file notice of (.2); review exhibits to Onyx retention (.2)	0.40	502.00
06/17/22	Ari Newman	Review and provide comments to UST revisions to retention orders	0.50	462.50
06/22/22	Dennis A. Meloro	Review Patheon objection to SCP retention	0.10	125.50
06/24/22	Dennis A. Meloro	Discussions with A. Newman regarding OCP retention papers	0.30	376.50
06/25/22	John D. Elrod	Draft response to objection to Sierra application	1.30	1,163.50
06/27/22	John D. Elrod	Draft response to SCP application	0.70	626.50
06/27/22	Dennis A. Meloro	Prepare Pillowtex analysis	0.50	627.50
06/27/22	Ari Newman	Review and provide comments to Reply in support of SCP application	1.10	1,017.50
06/28/22	John D. Elrod	Call with US Trustee regarding sale application (.5); call with SCP regarding sale issues (.6)	1.10	984.50
06/28/22	Dennis A. Meloro	Emails UST, N. Schultz, J. Elrod regarding Onyx retention	0.20	251.00
06/29/22	Ari Newman	Correspondence re professional retention applications and fee procedures	0.50	462.50
			Total Hours:	27.40
			Total Amount:	\$ 25,781.00

TIMEKEEPER SUMMARY FOR TASK CODE 813,

FEE/EMPLOYMENT APPLICATIONS

Timekeeper Name	Hours Billed	Rate	Total \$ Amount
John D. Elrod	3.90	895.00	3,490.50
Dennis A. Meloro	9.10	1,255.00	11,420.50
Ari Newman	4.20	925.00	3,885.00
Danny Duerdoth	0.70	750.00	525.00
Patrick Wu	9.50	680.00	6,460.00
Totals:	27.40	940.91	\$ 25,781.00

Invoice No.: 1000033134
 Matter No.: 208091.010300

Page 17

Description of Professional Services Rendered

TASK CODE: 832 CREDITOR INQUIRIES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/09/22	John D. Elrod	Communication with counsel for Patheon	0.20	179.00
06/11/22	John D. Elrod	Communication with counsel for headquarters' landlord regarding administrative expense claim issues	0.30	268.50
06/20/22	John D. Elrod	Communication with counsel for creditors Patheon and Resources Connection	0.40	358.00
Total Hours:			0.90	
Total Amount:				\$ 805.50

TIMEKEEPER SUMMARY FOR TASK CODE 832,

CREDITOR INQUIRIES

<u>Timekeeper Name</u>	<u>Hours Billed</u>	<u>Rate</u>	<u>Total \$ Amount</u>
John D. Elrod	0.90	895.00	805.50
Totals:	0.90	895.00	\$ 805.50

Invoice No.: 1000033134
 Matter No.: 208091.010300

Page 18

Description of Professional Services Rendered

TASK CODE: 833 COURT HEARINGS

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/02/22	Dennis A. Meloro	Emails with chambers regarding first day hearing	0.20	251.00
06/02/22	Dennis A. Meloro	Prepare index of pleadings for chambers (.6); emails regarding binder preparation (.2) and with chambers (.1) regarding same	0.90	1,129.50
06/02/22	Dennis A. Meloro	Call with A. Newman regarding first day hearing and filings	0.40	502.00
06/03/22	Dennis A. Meloro	Prepare updated electronic hearing index for chambers (.2); email with chambers regarding same (.1)	0.30	376.50
06/03/22	Dennis A. Meloro	Email with chambers regarding first day hearing	0.10	125.50
06/05/22	John D. Elrod	Prepare for first day hearings (2.3); meeting with S. Lo regarding testimony (.5)	2.80	2,506.00
06/05/22	Dennis A. Meloro	First day hearing preparation	1.00	1,255.00
06/06/22	Danny Duerdoth	Attend hearing on first days	2.40	1,800.00
06/06/22	John D. Elrod	Prepare for and participate in first day hearings	4.30	3,848.50
06/06/22	Dennis A. Meloro	Call with J. Elrod regarding first day hearing prep	0.20	251.00
06/06/22	Dennis A. Meloro	Prepare for and attend first day hearing	3.00	3,765.00
06/06/22	Dennis A. Meloro	Follow up call with A. Franklin regarding first day hearing and proposed orders	0.50	627.50
06/07/22	Dennis A. Meloro	Follow up call/email with A. Newman regarding first days, open items	0.40	502.00
06/08/22	Dennis A. Meloro	Revise, file notice of interim orders and final hearings	0.30	376.50
06/08/22	Patrick Wu	Draft omnibus notice of interim first day orders and final hearings thereon	0.30	204.00
06/09/22	Dennis A. Meloro	Email with chambers regarding hearing date	0.10	125.50
06/27/22	Dennis A. Meloro	Email with chambers regarding hearing date	0.10	125.50
06/27/22	Dennis A. Meloro	Draft 6/30 hearing agenda	0.60	753.00
06/28/22	Dennis A. Meloro	Draft 6/30 hearing agenda (1.1); file same (.2); service with KCC (.1); emails with chambers (.1); J. Elrod (.1), binder production (.2)	1.80	2,259.00
06/28/22	Dennis A. Meloro	Draft, revise, file witness list for 6/30 hearing (.4); emails with J. Elrod regarding same (.1)	0.50	627.50
06/29/22	Dennis A. Meloro	Call with J. Elrod regarding 6/30 hearing	0.30	376.50
06/29/22	Dennis A. Meloro	Revise 6/30 hearing agenda	0.70	878.50
06/29/22	Dennis A. Meloro	Preparation for 6/30 hearing	1.70	2,133.50
06/29/22	Dennis A. Meloro	Draft certifications, review and prepare orders for 6/30 hearing	3.10	3,890.50

Invoice No.: 1000033134
 Matter No.: 208091.010300

Page 19

Description of Professional Services Rendered

06/30/22	Danny Duerdoth	Attend final hearing on first day motions	1.60	1,200.00
06/30/22	Dennis A. Meloro	Prepare for and attend 6/30 hearing	2.30	2,886.50
06/30/22	Dennis A. Meloro	Revise, file amended 6/30 agenda (.8); email with chambers regarding same (.1); email with KCC regarding service (.1)	1.00	1,255.00
06/30/22	Dennis A. Meloro	Revise, file certifications and review proposed revised orders for 6/30 hearing; upload orders	3.30	4,141.50

Total Hours: 34.20

Total Amount: \$ 38,172.50

TIMEKEEPER SUMMARY FOR TASK CODE 833,

COURT HEARINGS

<u>Timekeeper Name</u>	<u>Hours Billed</u>	<u>Rate</u>	<u>Total \$ Amount</u>
John D. Elrod	7.10	895.00	6,354.50
Dennis A. Meloro	22.80	1,255.00	28,614.00
Danny Duerdoth	4.00	750.00	3,000.00
Patrick Wu	0.30	680.00	204.00
Totals:	34.20	1,116.15	\$ 38,172.50

Invoice No.: 1000033134
 Matter No.: 208091.010300

Page 20

Description of Professional Services Rendered

TASK CODE: 835 LEASES AND EXECUTORY CONTRACTS

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/22/22	Ari Newman	Correspondence with client re executory contract analysis	0.20	185.00
Total Hours:			0.20	
Total Amount:				\$ 185.00

TIMEKEEPER SUMMARY FOR TASK CODE 835,

LEASES AND EXECUTORY CONTRACTS

<u>Timekeeper Name</u>	<u>Hours Billed</u>	<u>Rate</u>	<u>Total \$ Amount</u>
Ari Newman	0.20	925.00	185.00
Totals:	0.20	925.00	\$ 185.00

Invoice No.: 1000033134
 Matter No.: 208091.010300

Page 21

Description of Professional Services Rendered

TASK CODE: 836 SCHEDULES AND STATEMENTS

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/08/22	Danny Duerdoth	Confer with B. Gruber, V. Bakhshian, D. McSwigan (all KCC), A. Shamsi (SCP) and the company regarding preparation of schedules and statements	0.50	375.00
06/08/22	Ari Newman	Discussion with C. Matthews re schedules and SOFAs	0.10	92.50
06/14/22	Ari Newman	Correspondence with client re Schedules and Statements	0.20	185.00
06/21/22	Danny Duerdoth	Research insider status of former executive turned into independent consultant	0.60	450.00
06/21/22	Ari Newman	Correspondence with client re Schedules and Statements	0.20	185.00
06/23/22	Ari Newman	Call with client and SCP re Schedules and SOFAs (.6); follow up correspondence and analysis re Schedules and SOFAs (.4)	1.00	925.00
06/24/22	Danny Duerdoth	Revise global notes for schedules and statements	1.10	825.00
06/24/22	Dennis A. Meloro	Review draft global notes for schedules and statements	0.20	251.00
06/24/22	Ari Newman	Attention to Schedules, global notes and correspondence re same	0.90	832.50
06/27/22	Danny Duerdoth	Review company's questions regarding schedules and statement (.5); confer with company and KCC teams regarding schedules and statements (.5); revise global notes based on comments from the company (1.4)	2.40	1,800.00
06/27/22	Ari Newman	Correspondence with client and GT team re Schedules and SOFAs	0.50	462.50
06/28/22	Danny Duerdoth	Confer with company and KCC teams regarding schedules and statements (.4); revise global notes based on comments from the company (.8)	1.20	900.00
06/28/22	Dennis A. Meloro	Review updated global notes for schedules and statements	0.10	125.50
06/28/22	Dennis A. Meloro	Review draft schedules and statements	1.20	1,506.00
06/29/22	Danny Duerdoth	Confer with company and KCC teams regarding schedules and statements (.4); revise global notes based on comments from the company (1.6)	2.00	1,500.00
06/29/22	Dennis A. Meloro	Review and comment on global notes	0.20	251.00
06/29/22	Dennis A. Meloro	Email with D. Duerdoth regarding schedules/statements and global notes	0.10	125.50
06/29/22	Dennis A. Meloro	Review, file schedules and statements	2.00	2,510.00

Total Hours: 14.50

Invoice No.: 1000033134
 Matter No.: 208091.010300

Page 22

Description of Professional Services Rendered

Total Amount: \$ 13,301.50

TIMEKEEPER SUMMARY FOR TASK CODE 836,

SCHEDULES AND STATEMENTS

<u>Timekeeper Name</u>	<u>Hours Billed</u>	<u>Rate</u>	<u>Total \$ Amount</u>
Dennis A. Meloro	3.80	1,255.00	4,769.00
Ari Newman	2.90	925.00	2,682.50
Danny Duerdoth	7.80	750.00	5,850.00
Totals:	14.50	917.34	\$ 13,301.50

Invoice No.: 1000033134
 Matter No.: 208091.010300

Page 23

Description of Professional Services Rendered

TASK CODE: 837 UTILITY MATTERS

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/02/22	Dennis A. Meloro	Review, file utilities motion and proposed orders	0.90	1,129.50
06/28/22	Dennis A. Meloro	Review PG&E adequate assurance response (.1); email with A. Newman regarding same (.1)	0.20	251.00
Total Hours:			1.10	
Total Amount:				\$ 1,380.50

TIMEKEEPER SUMMARY FOR TASK CODE 837,

UTILITY MATTERS

<u>Timekeeper Name</u>	<u>Hours Billed</u>	<u>Rate</u>	<u>Total \$ Amount</u>
Dennis A. Meloro	1.10	1,255.00	1,380.50
Totals:	1.10	1,255.00	\$ 1,380.50

Invoice No.: 1000033134
 Matter No.: 208091.010300

Page 24

Description of Professional Services Rendered

TASK CODE: 838 SALE OF PROPERTY

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/04/22	John D. Elrod	Review of Onyx agreement, edited same, and communication with Onyx's counsel regarding same	1.00	895.00
06/05/22	John D. Elrod	Meeting with client and Greenblock	0.50	447.50
06/08/22	John D. Elrod	Meeting with client regarding sale issues (.9); review and revise bid procedures motion and sale agent application and communication with sale agent regarding same (2.2)	3.10	2,774.50
06/08/22	Dennis A. Meloro	Review and work on bid procedures/sale motion and related exhibits	1.50	1,882.50
06/08/22	Patrick Wu	Draft Declaration of Lawrence Perkins in Support of the Bid Procedures and Sale Motion	2.60	1,768.00
06/09/22	Danny Duerdoth	Draft motion to shorten time regarding sale motion	1.40	1,050.00
06/09/22	Danny Duerdoth	Draft notice of hearing on bid procedures	0.40	300.00
06/09/22	John D. Elrod	Revise, finalize and attention to filing of sale motion and ancillary documents (5.2); communication with potential buyers regarding sale motion issues (.5)	5.70	5,101.50
06/09/22	Dennis A. Meloro	Call with A. Newman regarding bid procedures and sale motion	0.30	376.50
06/09/22	Dennis A. Meloro	Call with J. Elrod regarding bid procedures and sale motion	0.20	251.00
06/09/22	Dennis A. Meloro	Continued review and analysis of sale papers, file motion to approve bid procedures and related exhibits	2.40	3,012.00
06/10/22	Karl D. Burrer	Review Sale Motion and conference with J. Elrod regarding coordination with Plan	0.50	462.50
06/14/22	John D. Elrod	Attention to sale and auction timeline issues and communication with sale agent and Sierra regarding same	1.20	1,074.00
06/15/22	John D. Elrod	Attention to Emergex sale issues (.4); conference call with Emergex (.4); update client regarding same (.2)	1.00	895.00
06/16/22	John D. Elrod	Attention to sale issues and communication with client regarding same	0.80	716.00
06/17/22	John D. Elrod	Communication with US Trustee regarding sale motion issues	0.50	447.50
06/17/22	Dennis A. Meloro	Call with J. Elrod and J. Cudia (US Trustee) regarding bid procedures and sale process	0.30	376.50
06/21/22	John D. Elrod	Communication with various interested parties regarding sale issues (1.2); communication with counsel for Patheon (.4)	1.60	1,432.00

Invoice No.: 1000033134
 Matter No.: 208091.010300

Page 25

Description of Professional Services Rendered

06/24/22	John D. Elrod	Communication with counsel for Emergex (.5); communication with Onyx and SCP regarding auction issues (1.1); communication with landlord regarding potential subdivision issues (.3)	1.90	1,700.50
06/28/22	John D. Elrod	Attention to LTS and Emergex sale issues (.4); update call with client (.5); communication with US Trustee regarding sale agent issues (.5)	1.40	1,253.00
06/29/22	John D. Elrod	Review and negotiated orders in advance of second day hearings (2.1); communication with S. Lo regarding case issues (.5); prepare testimony of Larry Perkins and meeting with Perkins regarding same (1.2); communication with LTS Lohman (.5); communication with counsel for Emergex (.5); review of Emergex LOI (.4); discussion with team regarding same (.4); prepare for hearings (1.2)	6.80	6,086.00
			Total Hours:	35.10
			Total Amount:	\$ 32,301.50

TIMEKEEPER SUMMARY FOR TASK CODE 838,

SALE OF PROPERTY

<u>Timekeeper Name</u>	<u>Hours Billed</u>	<u>Rate</u>	<u>Total \$ Amount</u>
Karl D. Burrer	0.50	925.00	462.50
John D. Elrod	25.50	895.00	22,822.50
Dennis A. Meloro	4.70	1,255.00	5,898.50
Danny Duerdoth	1.80	750.00	1,350.00
Patrick Wu	2.60	680.00	1,768.00
Totals:	35.10	920.27	\$ 32,301.50

Invoice No.: 1000033134
 Matter No.: 208091.010300

Page 26

Description of Professional Services Rendered

TASK CODE: 844 SEC MATTERS

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/01/22	Yuta N. Delarck	Review and revise and file 8-K	2.50	2,750.00
			Total Hours:	2.50
			Total Amount:	\$ 2,750.00

TIMEKEEPER SUMMARY FOR TASK CODE 844,

SEC MATTERS

<u>Timekeeper Name</u>	<u>Hours Billed</u>	<u>Rate</u>	<u>Total \$ Amount</u>
Yuta N. Delarck	2.50	1,100.00	2,750.00
Totals:	2.50	1,100.00	\$ 2,750.00

Invoice No.: 1000033134
 Matter No.: 208091.010300

Page 27

Description of Professional Services Rendered

TASK CODE: 845 TAX MATTERS

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/01/22	Kenneth N. Zuckerbrot	Review Trustee comments on first day orders re 382 dispositions of stock	0.30	480.00
06/01/22	Kenneth N. Zuckerbrot	Conference call with Deloitte and A. Newman; edit first day motion	0.70	1,120.00
06/02/22	Dennis A. Meloro	Review/revise NOL motion and exhibits, analysis of related issues, file motion and exhibits	2.80	3,514.00
06/02/22	Dennis A. Meloro	Call with J. Elrod regarding NOL motion	0.10	125.50
06/04/22	Dennis A. Meloro	Review/analysis of NOL issues (1.0); email with J. Elrod, D. Duerdoth regarding same (.1)	1.10	1,380.50
06/14/22	Kenneth N. Zuckerbrot	Review and edit tax risk factors	0.60	960.00
06/17/22	Kenneth N. Zuckerbrot	Review and edit Plan Section VI	1.80	2,880.00
06/18/22	Kenneth N. Zuckerbrot	Review and edit Plan, Trust Agreement and DS	5.50	8,800.00
06/21/22	Kenneth N. Zuckerbrot	Review edits to Plan, Liquidating Trust and DS	1.50	2,400.00
06/23/22	Dennis A. Meloro	Draft notice of withdrawal of NOL/equity trading motion	0.10	125.50
06/24/22	Dennis A. Meloro	File notice of withdrawal of NOL/equity trading motion	0.10	125.50
			<hr/>	
			Total Hours:	14.60
			Total Amount:	\$ 21,911.00

TIMEKEEPER SUMMARY FOR TASK CODE 845,

TAX MATTERS

<u>Timekeeper Name</u>	<u>Hours Billed</u>	<u>Rate</u>	<u>Total \$ Amount</u>
Dennis A. Meloro	4.20	1,255.00	5,271.00
Kenneth N. Zuckerbrot	10.40	1,600.00	16,640.00
Totals:	14.60	1,500.75	\$ 21,911.00

Invoice No.: 1000033134
 Matter No.: 208091.010300

Page 28

Description of Professional Services Rendered

TASK CODE: 851 COMPLIANCE WITH U.S. TRUSTEE GUIDELINES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/03/22	Kenneth N. Zuckerbrot	Review Trustee comments of first day orders re 382 dispositions of stock	0.30	480.00
06/06/22	Ari Newman	Review IDI and UST Guideline requirements and correspondence with client re same	1.00	925.00
06/07/22	Sara Hoffman	Discuss IDI information with A. Newman	0.10	82.50
06/07/22	Ari Newman	Correspondence with client regarding re IDI and cash management requirements (.6); correspondence with UST re IDI (.1)	0.70	647.50
06/09/22	Ari Newman	Correspondence with UST and client re UST requirements	0.30	277.50
06/10/22	Ari Newman	Correspondence re IDI documents	0.30	277.50
06/12/22	Ari Newman	Correspondence re accounts and UST compliance	0.10	92.50
06/13/22	Ari Newman	Review insurance information and correspondence with insurer and UST re same (.5); correspondence re UST bank account requirements (.2)	0.70	647.50
06/14/22	Ari Newman	Prepare for Initial Debtor Interview (.5); correspondence and call with client re Initial Debtor Interview and related documents (.5)	1.00	925.00
06/15/22	Ari Newman	Prepare for and attend Initial Debtor Interview (1.0); follow up with client following Initial Debtor Interview (.5)	1.50	1,387.50
06/16/22	Ari Newman	Review information requested by UST and proposed responses	0.20	185.00
06/17/22	Ari Newman	Call with client re IDI follow up and UST requests (.5); review materials to be provided to UST (.3); correspondence with UST re requested items (.2)	1.00	925.00
			<hr/>	
			Total Hours:	7.20
			Total Amount:	\$ 6,852.50

Invoice No.: 1000033134
Matter No.: 208091.010300

Page 29

Description of Professional Services RenderedTIMEKEEPER SUMMARY FOR TASK CODE 851,

COMPLIANCE WITH U.S. TRUSTEE GUIDELINES

<u>Timekeeper Name</u>	<u>Hours Billed</u>	<u>Rate</u>	<u>Total \$ Amount</u>
Ari Newman	6.80	925.00	6,290.00
Kenneth N. Zuckerbrot	0.30	1,600.00	480.00
Sara Hoffman	0.10	825.00	82.50
Totals:	7.20	951.74	\$ 6,852.50

Invoice No.: 1000033134
 Matter No.: 208091.010300

Page 30

Description of Professional Services Rendered

TASK CODE: 929 GENERAL BANKRUPTCY

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/24/22	Alison Franklin	Review and calendar notice of hearing and objection deadline for motion to convert chapter 11 case to chapter 7	0.10	99.50
			Total Hours:	0.10
			Total Amount:	\$ 99.50

TIMEKEEPER SUMMARY FOR TASK CODE 929,

GENERAL BANKRUPTCY

<u>Timekeeper Name</u>	<u>Hours Billed</u>	<u>Rate</u>	<u>Total \$ Amount</u>
Alison Franklin	0.10	995.00	99.50
Totals:	0.10	995.00	\$ 99.50

Invoice No.: 1000033134
 Matter No.: 208091.010300

Page 31

Description of Professional Services Rendered

TASK CODE: 963 FIRST DAY MOTIONS/FILINGS

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/02/22	Danny Duerdoth	Revise wages motion based on comments from company (.9); revise utilities motion based on comments from company (.4); finalize first days for filing (.4); save all first day motions to iManage (.2); revise index of the first day list to chambers (.1)	2.00	1,500.00
06/02/22	Ari Newman	Strategy discussions with GT team re first day filings and related matters (1.2); review first and finalize first day filings (2.3); correspondence with client and SCP re first day filings and case issues (1.2); draft and revise notice of first day hearing and entry of interim orders (1.5)	6.20	5,735.00
06/03/22	Danny Duerdoth	Coordinate service of first day pleadings with KCC (.2); revise cash management proposed order (.5), utilities order (.4) and NOL order (.8)	1.90	1,425.00
06/03/22	Alison Franklin	Review docket and prepare for hearing on first day motions	1.20	1,194.00
06/03/22	Alison Franklin	Review and analyze agenda and first day motions	3.30	3,283.50
06/03/22	Alison Franklin	Confer with J. Elrod regarding case and first day motions	0.30	298.50
06/03/22	Alison Franklin	Work on motion for pro hac vice admission	0.20	199.00
06/03/22	Ari Newman	Review and provide feedback on UST comments to first days (.9); revise notice of hearing and agenda (.7); correspondence with GT team re first day hearing (.8); plan and prepare for first day hearing (2.1)	4.50	4,162.50
06/04/22	Alison Franklin	Work on presentation of first day motions	3.00	2,985.00
06/04/22	Alison Franklin	Review and analyze first day declaration	0.60	597.00
06/04/22	Alison Franklin	Review information regarding Zosana Pharma Corporation, including website, SEC filings and news articles	0.50	497.50
06/05/22	Danny Duerdoth	Prepare first day orders for uploading	1.60	1,200.00
06/05/22	Alison Franklin	Review agenda, docket and first day motions in preparation for first day hearing	0.60	597.00
06/05/22	Alison Franklin	Review and revise presentation of first day motions, including motion for authorization to pay of prepetition taxes and related obligations, motion for authorization to pay prepetition employee obligations, motion for authorization to maintain cash management system, and motion for authorization to continue prepetition insurance policies and pay related obligations	1.20	1,194.00

Invoice No.: 1000033134
 Matter No.: 208091.010300

Page 32

Description of Professional Services Rendered

06/06/22	Danny Duerdoth	Revise NOL interim order and exhibits regarding UST's comments (.6); revise proposed interim wages motion (.2); revise proposed interim insurance order (.2); revise proposed interim utilities order (.2); revise proposed equity waiver order (.4); revise proposed interim cash management order (.1); generate redlines for all proposed orders for certification of counsel (.3)	2.00	1,500.00
06/06/22	Alison Franklin	Prepare for presenting motions at first day hearing	1.20	1,194.00
06/06/22	Alison Franklin	Review revised proposed orders for first day motions	0.50	497.50
06/06/22	Alison Franklin	Correspond with J. Elrod, D. Meloro and D. Duerdoth regarding edits to proposed orders granting first day motions	0.30	298.50
06/06/22	Alison Franklin	Review and revise orders granting first day motions	0.60	597.00
06/06/22	Alison Franklin	Attend and present motions at first day hearing	1.80	1,791.00
06/06/22	Alison Franklin	Review order granting Franklin pro hac vice motion	0.10	99.50
06/06/22	Alison Franklin	Review and comment on certifications of counsel for proposed orders for first day motions	0.30	298.50
06/06/22	Ari Newman	Correspondence with GT team following first day hearing and entry of first day orders	0.80	740.00
06/07/22	Ari Newman	Review and revise COCs and first day orders (1.1); correspondence re finalizing proposed first day orders and submission of same (.4); strategy discussions re first day hearing and orders (.5); revise notice of entry of interim orders and correspondence re same (.4)	2.40	2,220.00
06/08/22	Alison Franklin	Review, analyze and correspond with J. Elrod regarding orders granting first day motions	0.20	199.00
06/14/22	Danny Duerdoth	Revise proposed final order on first day motions regarding comments from the UST and court (.8); provide same to D. Meloro and A. Newman (both GT) (.1)	0.90	675.00
06/16/22	Ari Newman	Correspondence with client and counsel for SVB re collateral account setoff and related issues	0.50	462.50
06/20/22	Ari Newman	Draft revisions to final order on cash collateral (.7); correspondence re final cash collateral order and related account documents (.4)	1.10	1,017.50
06/28/22	Ari Newman	Correspondence re utilities order and related letter	0.40	370.00
06/29/22	Danny Duerdoth	Generate redlines for all proposed final	1.50	1,125.00

Invoice No.: 1000033134
 Matter No.: 208091.010300

Page 33

Description of Professional Services Rendered

06/29/22	Ari Newman	orders on first day motions (.9); review and revise related certifications of counsel (.6) Correspondence with client re waste service and utility strategies (.5); review utility orders and related issues (.3)	0.80	740.00
06/30/22	Danny Duerdoth	Generate redlines for all proposed final orders on first day motions (.9); review and revise related certifications of counsel (.6)	1.50	1,125.00
06/30/22	Danny Duerdoth	Provide D. Meloro (GT) with redline of proposed bidding procedures order	1.00	750.00
06/30/22	Ari Newman	Correspondence re utility disruption	0.10	92.50
			<u>Total Hours:</u>	45.10
			<u>Total Amount:</u>	\$ 40,660.50

TIMEKEEPER SUMMARY FOR TASK CODE 963,

FIRST DAY MOTIONS/FILINGS

<u>Timekeeper Name</u>	<u>Hours Billed</u>	<u>Rate</u>	<u>Total \$ Amount</u>
Alison Franklin	15.90	995.00	15,820.50
Ari Newman	16.80	925.00	15,540.00
Danny Duerdoth	12.40	750.00	9,300.00
Totals:	45.10	901.56	\$ 40,660.50

Invoice No.: 1000033134
 Matter No.: 208091.010300

Page 34

Description of Professional Services Rendered

TASK CODE: 964 SECOND DAY MOTIONS

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/06/22	Alison Franklin	Correspond with P. Wu regarding drafting of application to employ KCC as the administrative advisor	0.20	199.00
06/07/22	Alison Franklin	Work on checklist of second day motions and next steps	0.40	398.00
06/07/22	Alison Franklin	Review and analyze draft sales agreement for Onyx Asset Advisors, LLC and Rabin Worldwide, Inc. to auction assets	0.30	298.50
06/07/22	Alison Franklin	Confer with A. Newman regarding status of matter, first day motions and orders, and second day motions	0.30	298.50
06/07/22	Alison Franklin	Review and revise application to employ KCC as administrative advisor	1.00	995.00
06/07/22	Alison Franklin	Correspond with P. Wu regarding updating application to employ Onyx Asset Advisors, LLC and Rabin Worldwide, Inc. as the sale agent	0.20	199.00
06/07/22	Ari Newman	Draft and revise interim compensation procedures and OCP Motion (1.7); strategy discussions with A. Franklin re second day motions (.5); strategy discussions with D. Meloro re second day motions and related filings (.3)	2.50	2,312.50
06/08/22	Alison Franklin	Work on notice for ordinary course professionals motion	0.10	99.50
06/08/22	Alison Franklin	Correspond with D. Meloro regarding Greenberg Traurig retention application and filing thereof	0.20	199.00
06/08/22	Alison Franklin	Review and revise Greenberg Traurig retention application	1.70	1,691.50
06/08/22	Alison Franklin	Correspond with D. Meloro regarding KCC retention application as administrative agent and filing thereof	0.20	199.00
06/08/22	Alison Franklin	Work on notice for retention application for Onyx Asset Advisors, LLC and Rabin Worldwide, Inc. as Sale Agent	0.10	99.50
06/08/22	Alison Franklin	Correspond with D. Meloro regarding SierraConstellation Partners retention application and filing thereof	0.20	199.00
06/08/22	Alison Franklin	Review and revise SierraConstellation Partners retention application	1.40	1,393.00
06/08/22	Alison Franklin	Work on notice for SierraConstellation Partners retention application	0.20	199.00
06/08/22	Alison Franklin	Review and finalize KCC retention application as administrative agent and filing thereof	0.40	398.00
06/08/22	Alison Franklin	Work on notice for Greenberg Traurig	0.20	199.00

Invoice No.: 1000033134
 Matter No.: 208091.010300

Page 35

Description of Professional Services Rendered

		retention application		
06/08/22	Alison Franklin	Correspond with D. Meloro regarding Lo Declaration in support of Greenberg Taurig retention application	0.10	99.50
06/08/22	Alison Franklin	Review and revise interim compensation procedures motion	0.70	696.50
06/08/22	Alison Franklin	Review and revise ordinary course professionals motion	0.50	497.50
06/08/22	Alison Franklin	Work on notice for interim compensation procedures motion	0.10	99.50
06/08/22	Alison Franklin	Review and revise retention application for Onyx Asset Advisors, LLC and Rabin Worldwide, Inc. as Sale Agent	1.50	1,492.50
06/08/22	Ari Newman	Finalize second day motions and applications (1.5); correspondence with GT team re final second day papers (.3)	1.80	1,665.00
06/09/22	Alison Franklin	Review, revise and analyze bid procedures, notice of bid procedures, auction and sale hearing, and notice of assumption and assignment of executory contracts	1.60	1,592.00
06/09/22	Alison Franklin	Correspond with D. Meloro regarding global changes to sale motion, bid procedures and notices related thereto	0.30	298.50
06/09/22	Alison Franklin	Correspond with D. Meloro and J. Elrod regarding filing of sale motion and notice of hearing related thereto	0.20	199.00
06/09/22	Alison Franklin	Review, revise and analyze sale motion, including exhibits thereto	3.70	3,681.50
06/22/22	Alison Franklin	Review and analyze motion to shorten notice for motion to convert chapter 11 case to case under chapter 7	0.20	199.00
06/22/22	Alison Franklin	Review objection to motion to shorten notice for motion to convert chapter 11 case to case under chapter 7	0.20	199.00
06/22/22	Alison Franklin	Review and analyze motion to convert chapter 11 case to case under chapter 7	0.40	398.00
06/22/22	Alison Franklin	Review and analyze objection to SierraConstellation Partners retention application	0.20	199.00
06/24/22	Danny Duerdoth	Revise second day order based on comments from UST	0.70	525.00
06/24/22	Alison Franklin	Prepare for hearing on second day motions	1.20	1,194.00
06/24/22	Ari Newman	Review UST comments to orders and correspondence re same (.9); revise second day orders (.2); correspondence with client re OCP matters (.1)	1.20	1,110.00
06/27/22	Alison Franklin	Review and analyze reply to Patheon's objection to SierraConstellation Partners retention application	0.20	199.00
06/28/22	Alison Franklin	Review and analyze objection of the United States Trustee to the retention application for Onyx Asset Advisors, LLC and Rabin Worldwide, Inc.	0.20	199.00

Invoice No.: 1000033134
 Matter No.: 208091.010300

Page 36

Description of Professional Services Rendered

06/28/22	Alison Franklin	Review and analyze objection of the United States Trustee to sale motion	0.20	199.00
			<hr/>	
			Total Hours:	24.80
			Total Amount:	\$ 24,119.50

TIMEKEEPER SUMMARY FOR TASK CODE 964,

SECOND DAY MOTIONS

<u>Timekeeper Name</u>	<u>Hours Billed</u>	<u>Rate</u>	<u>Total \$ Amount</u>
Alison Franklin	18.60	995.00	18,507.00
Ari Newman	5.50	925.00	5,087.50
Danny Duerdoth	0.70	750.00	525.00
Totals:	24.80	972.56	\$ 24,119.50

Invoice No.: 1000033134
 Matter No.: 208091.010300

Page 37

Description of Professional Services Rendered

TASK CODE: B110 CASE ADMINISTRATION

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/01/22	Danny Duerdoth	Final preparation for chapter 11 filing and correspondence with GT team regarding same	3.00	2,250.00
06/01/22	Dennis A. Meloro	Correspondence to UST and clerk's office regarding filing update	0.10	125.50
06/01/22	Dennis A. Meloro	Discussion with UST regarding case filing	0.20	251.00
06/01/22	Dennis A. Meloro	Review petition package	0.20	251.00
06/01/22	Dennis A. Meloro	Chapter 11 filing prep, pleading review; confer with GT working group	3.50	4,392.50
06/02/22	Dennis A. Meloro	Call with clerk regarding first day hearing	0.10	125.50
06/02/22	Dennis A. Meloro	Review, update pro hac motions (Elrod and Newman) for filing	0.20	251.00
06/02/22	Dennis A. Meloro	Call with J. Elrod regarding first day hearing	0.20	251.00
Total Hours:			7.50	
Total Amount:				\$ 7,897.50

TIMEKEEPER SUMMARY FOR TASK CODE B110,

CASE ADMINISTRATION

<u>Timekeeper Name</u>	<u>Hours Billed</u>	<u>Rate</u>	<u>Total \$ Amount</u>
Dennis A. Meloro	4.50	1,255.00	5,647.50
Danny Duerdoth	3.00	750.00	2,250.00
Totals:	7.50	1,053.00	\$ 7,897.50

Invoice No.: 1000033134
 Matter No.: 208091.010300

Page 38

Description of Professional Services Rendered

TASK CODE: B150 MEETINGS OF AND COMMUNICATIONS WITH CREDITORS

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/02/22	Dennis A. Meloro	Creditor call	0.30	376.50
			Total Hours:	0.30
			Total Amount:	\$ 376.50

TIMEKEEPER SUMMARY FOR TASK CODE B150,

MEETINGS OF AND COMMUNICATIONS WITH CREDITORS

<u>Timekeeper Name</u>	<u>Hours Billed</u>	<u>Rate</u>	<u>Total \$ Amount</u>
Dennis A. Meloro	0.30	1,255.00	376.50
Totals:	0.30	1,255.00	\$ 376.50

Invoice No.: 1000033134
 Matter No.: 208091.010300

Page 39

Description of Professional Services Rendered

TASK CODE: B320 PLAN AND DISCLOSURE STATEMENT (INCLUDING BUSINESS PLAN)

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/02/22	Dennis A. Meloro	Review plan and release issues (.4); emails with K. Burrer regarding same (.2)	0.60	753.00
Total Hours:			0.60	
Total Amount:				\$ 753.00

TIMEKEEPER SUMMARY FOR TASK CODE B320,

PLAN AND DISCLOSURE STATEMENT (INCLUDING BUSINESS PLAN)

<u>Timekeeper Name</u>	<u>Hours Billed</u>	<u>Rate</u>	<u>Total \$ Amount</u>
Dennis A. Meloro	0.60	1,255.00	753.00
Totals:	0.60	1,255.00	\$ 753.00

Invoice No.: 1000033134
 Matter No.: 208091.010300

Page 40

Description of Professional Services Rendered

TASK CODE: B410 GENERAL BANKRUPTCY ADVICE/OPINIONS

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/01/22	Ari Newman	Finalize first day motions and related documents in connection with final chapter 11 filing preparation; correspondence with GT re finalizing first day documents; correspondence with claims agent and FA re filing preparations	5.50	5,087.50
			Total Hours:	5.50
			Total Amount:	\$ 5,087.50

TIMEKEEPER SUMMARY FOR TASK CODE B410,

GENERAL BANKRUPTCY ADVICE/OPINIONS

<u>Timekeeper Name</u>	<u>Hours Billed</u>	<u>Rate</u>	<u>Total \$ Amount</u>
Ari Newman	5.50	925.00	5,087.50
Totals:	5.50	925.00	\$ 5,087.50

Invoice No.: 1000033134
 Matter No.: 208091.010300

Page 41

Description of Professional Services Rendered

TASK CODE: B420 RESTRUCTURINGS

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/01/22	Patrick Wu	Attention to tax motion (.8) and utilities motion (.4), editing motions and responding to comments to revisions received from Company	1.20	816.00
			Total Hours:	1.20
			Total Amount:	\$ 816.00

TIMEKEEPER SUMMARY FOR TASK CODE B420,

RESTRUCTURINGS

<u>Timekeeper Name</u>	<u>Hours Billed</u>	<u>Rate</u>	<u>Total \$ Amount</u>
Patrick Wu	1.20	680.00	816.00
Totals:	1.20	680.00	\$ 816.00

Invoice No.: 1000033134
Matter No.: 208091.010300

Page 42

Description of Professional Services Rendered**TIMEKEEPER ACTIVITY GRAND TOTAL SUMMARY**

<u>Timekeeper Name</u>	<u>Hours Billed</u>	<u>Rate</u>	<u>Total \$ Amount</u>
Karl D. Burrer	24.00	925.00	22,200.00
Yuta N. Delarck	14.60	1,100.00	16,060.00
John D. Elrod	72.40	895.00	64,798.00
Alison Franklin	34.60	995.00	34,427.00
Dennis A. Meloro	68.70	1,255.00	86,218.50
Ari Newman	78.60	925.00	72,705.00
Kenneth N. Zuckerbrot	10.70	1,600.00	17,120.00
Danny Duerdoth	31.70	750.00	23,775.00
Sara Hoffman	0.10	825.00	82.50
Patrick Wu	14.20	680.00	9,656.00
Kevin Hoyos	9.60	550.00	5,280.00
Vanessa Krumbein	1.00	785.00	785.00
Angelina Perez	2.80	200.00	560.00
Totals:	363.00	974.29	\$ 353,667.00

EXHIBIT B

Invoice No.: 1000033134
 Re: Restructuring
 Matter No.: 208091.010300

Page 43

Description of Expenses Billed:

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
04/25/22	VENDOR: CT Corporation (6522) ACH INVOICE#: 23934026-RI DATE: 4/25/2022 order 14291388, re: Zosano Pharma Corporation (DE) - Certified of Good Standing, State Computer Access Fee	\$ 113.80
04/26/22	VENDOR: CT Lien Solutions (ACH) INVOICE#: 03648156 DATE: 4/26/2022 Order 86162906 04/25/22 ANGELINA PEREZ; Zosano Pharma Corporation; State Lien Search (All available liens) - CA, Secretary of State	\$ 758.80
04/27/22	VENDOR: Gimenez, Angelina INVOICE#: 5127789206021302 DATE: 6/2/2022 Certificate of Good Standing; 04/27/22 - Certificate of Good Standing Fee for Zosano Pharma Corporation; Merchant: HARVARD BUSINESS SERVI	\$ 124.00
04/29/22	Lexis Charges: 04/29/22 US TREATISES Requested by WU, PATRICK Ref: 208091.010300	\$ 118.80
04/29/22	Lexis Charges: 04/29/22 US DOCKETS Requested by WU, PATRICK Ref: 208091.010300	\$ 19.00
06/02/22	VENDOR: Wright Express Financial Services Corpor INVOICE#: 00061022232 DATE: 6/10/2022 Pro Hac Vice Fee; Courts/Usdc-De on 6/2/2022 (Unique ID# ZZTJEHA3F5MN1Z5DRT)	\$ 25.00
06/03/22	VENDOR: Wright Express Financial Services Corpor INVOICE#: 00061022232 DATE: 6/10/2022 PHV Fee for Alison Franklin; Courts/Usdc-De on 6/3/2022 (Unique ID# 9V9L8HE1CR3S1ZHQ7H)	\$ 25.00
06/06/22	VENDOR: Reliable Copy Ser/ Reliable Court report INVOICE#: WL105686 DATE: 6/6/2022 Production & delivery of Zosano First Day Pleadings binder to Judge	\$ 47.40
06/10/22	VENDOR: Wright Express Financial Services Corpor INVOICE#: 00063022234 DATE: 6/30/2022 Filing fee for Motion to Sale of Property Free and Clear of Liens; Courts/Usbc-De-I on 6/10/2022 (Unique ID# 5PW9816485ZE22N83D)	\$ 188.00
06/14/22	VENDOR: Reliable Copy Ser/ Reliable Court report INVOICE#: WL105748 DATE: 6/14/2022 Transcript of Zosano proceedings	\$ 375.10
06/29/22	VENDOR: Reliable Copy Ser/ Reliable Court report INVOICE#: WL106018 DATE: 6/29/2022 Print, Tabs, Binder, Hand Delivery to Judges Chambers	\$ 129.70
Total Expenses:		\$ 1,924.60

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

In re:

Zosano Pharma Corporation,¹

Debtor.

Chapter 11

Case No. 22-10506 (JKS)

**Obj. Deadline: October 11, 2022 at 4:00 p.m.
Hearing Date: TBD if objection filed**

NOTICE OF FEE APPLICATION

PLEASE TAKE NOTICE that the Greenberg Traurig, LLP, counsel to the above-captioned debtor and debtor in possession (the “**Debtor**”), filed the *First Monthly Fee Application of Greenberg Traurig, LLP for Compensation and Reimbursement of Expenses as Counsel to the Debtor and Debtor in Possession for the Period from June 1, 2022 through June 30, 2022* (the “**Application**”), with the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801 (the “**Court**”).

PLEASE TAKE FURTHER NOTICE that any response or objection to the Application must be filed with the Court on, or prior to, **October 11, 2022 at 4:00 p.m. (prevailing Eastern Time)** and served upon: (i) the Debtor, Zosano Pharma Corporation, 34790 Ardentech Court, Fremont, California 94555 (Attn: Steven Lo); (ii) counsel for the Debtor, Greenberg Traurig, LLP (Attn: Dennis A. Meloro (melorod@gtlaw.com), John D. Elrod (elrodj@gtlaw.com), and Ari Newman (newmanar@gtlaw.com)); and (iii) the United States Trustee for the District of Delaware, 844 N. King Street, Room 2207, Wilmington, Delaware, Attn: Joseph F. Cudia (joseph.cudia@usdoj.gov) (collectively, the “**Notice Parties**”).

PLEASE TAKE FURTHER NOTICE THAT PURSUANT TO THE ORDER ESTABLISHING PROCEDURES FOR THE MONTHLY, INTERIM, AND FINAL COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR PROFESSIONALS RETAINED IN THIS CHAPTER 11 CASE [DOCKET NO. 100], IF NO OBJECTIONS ARE FILED AND SERVED IN ACCORDANCE WITH THE ABOVE PROCEDURES, THE DEBTOR WILL BE AUTHORIZED TO PAY 80% OF THE REQUESTED FEES AND 100% OF THE REQUESTED EXPENSES WITHOUT FURTHER ORDER OF THE COURT. ONLY IF AN OBJECTION IS PROPERLY AND TIMELY FILED IN ACCORDANCE WITH THE

¹ The business address and the last four (4) digits of the Debtor’s federal tax identification number is Zosano Pharma Corporation, 34790 Ardentech Court, Fremont, California 94555 (8360).

ABOVE PROCEDURES, WILL A HEARING BE HELD ON THE APPLICATION BEFORE THE HONORABLE J. KATE STICKLES AT THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE, 824 MARKET STREET, 5TH FLOOR, COURTROOM NO. 6, WILMINGTON, DELAWARE 19801.

Dated: September 19, 2022

GREENBERG TRAURIG, LLP

/s/ Dennis A. Meloro

Dennis A. Meloro (DE Bar No. 4435)
1007 North Orange Street, Suite 1200
Wilmington, Delaware 19801
Telephone: (302) 661-7000
Facsimile: (302) 661-7360
Email: melorod@gtlaw.com

-and-

John D. Elrod (Admitted *pro hac vice*)
Terminus 200
3333 Piedmont Road NE, Suite 2500
Atlanta, Georgia 30305
Telephone: (678) 553-2100
Facsimile: (678) 553-2212
Email: elrodj@gtlaw.com

*Counsel for the Debtor
and Debtor-in-Possession*

ADMIN 66513743v1