

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

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

**COVER SHEET FOR:
SECOND 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 JULY 1, 2022 THROUGH AND INCLUDING JULY 31, 2022**

Name of Applicant: Greenberg Traurig, LLP

Retention Order Entered July 7, 2022,
Nunc Pro Tunc to June 1, 2022

Authorized to Provide Professional Services to: Debtor and debtor in possession

Period for which compensation and Reimbursement is sought: July 1, 2022 – July 31, 2022

Amount of Compensation sought as actual, reasonable and necessary: \$122,303.50
(80% = \$97,842.80)
(20% = \$24,460.70)

Amount of Expense Reimbursement sought as actual, reasonable and necessary: \$2,780.50

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).



SUMMARY OF MONTHLY FEE APPLICATIONS FOR INTERIM FEE PERIOD

Date Filed and Docket No.	Period Covered	Requested		Approved	
		Fees	Expenses	Fees (80%)	Expenses (100%)
September 19, 2022 Docket No. 200	June 1, 2022 – June 30, 2022	\$353,667.00	\$1,924.60	n/a	n/a
TOTALS:		\$353,667.00	\$1,924.60		

SUMMARY OF ANY OBJECTIONS TO MONTHLY FEE 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	0.60	\$555.00
Yuta N. Delarck	Shareholder, Corporate	\$1,100	3.20	\$3,520.00
John D. Elrod	Shareholder, Bankruptcy	\$895	36.00	\$32,220.00
Dennis A. Meloro	Shareholder, Bankruptcy	\$1,255	34.60	\$43,423.00
Ari Newman	Shareholder, Bankruptcy	\$925	36.80	\$34,040.00
Oscar Pinkas	Shareholder, Bankruptcy	\$1,100	0.30	\$330.00
Stephanie D. Ahmad	Associate, Tax	\$840	0.90	\$756.00
Danny Duerdoth	Associate, Bankruptcy	\$750	3.50	\$2,625.00
Sara Hoffman	Associate, Bankruptcy	\$825	1.70	\$1,402.50
Kevin Hoyos	Law Clerk / JD	\$550	3.10	\$1,705.00
Vanessa Krumbein	Of Counsel, Labor & Employment	\$785	2.20	\$1,727.00
Grand Total:			122.90	\$122,303.50
Blended Rate: \$941.85				

COMPENSATION BY PROJECT CATEGORY

Task Code	Project Category	Total Hours	Total Fees
802	Asset Disposition	21.20	\$19,662.50
803	Business Operations	7.40	\$6,328.00
804	Case Administration	11.40	\$10,965.00
805	Claims Administration and Objections	3.10	\$3,824.50
806	Employee Benefits / Pensions	0.50	\$462.50
807	Stay Relief	0.50	\$459.50
810	Litigation Matters	10.70	\$13,230.50
812	Plan & Disclosure Statement	3.30	\$2,986.50
813	Fee/Employment Applications	3.60	\$4,320.00
824	Preparation/Review Reports	0.90	\$756.00

833	Court Hearings	4.30	\$5,396.50
834	General Corporate	3.20	\$3,520.00
835	Leases and Executory Contracts	10.60	\$8,955.00
836	Schedules and Statements	0.50	\$462.50
838	Sale of Property	40.00	\$39,418.50
851	Compliance with U.S. Trustee Guidelines	1.10	\$965.00
963	First Day Motions/Filings	0.60	\$555.00
Grand Total:		122.90	\$122,303.50

EXPENSE SUMMARY

Expense Category	Service Provider (If Applicable)	Total Expenses
Filing Fees	Wright Express Financial Services; ECF	\$188.00
Service Company Charges	File & ServeXpress, LLC	\$130.00
Travel and Lodging Out of Town	Onboard Internet	\$35.00
Information and Research	Lexis; WestlawNext	\$2,364.80
Copying, printing, and delivery charges	Reliable, Parcels	\$62.70
TOTALS:		\$2,780.50

**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**

**SECOND MONTHLY FEE APPLICATION OF GREENBERG TRAURIG, LLP
FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES AS
COUNSEL TO DEBTOR AND DEBTOR IN POSSESSION FOR
THE PERIOD FROM JULY 1, 2022 THROUGH AND INCLUDING JULY 31, 2022**

Greenberg Traurig, LLP (“**Greenberg Traurig**”), counsel to the above-captioned debtor and debtor in possession (the “**Debtor**”), hereby submits its second monthly application (the “**Application**”) for compensation and reimbursement of expenses for the period from July 1, 2022 through and including July 31, 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 \$122,303.50 and reimbursement of actual expenses in the amount of \$1,879.30, for an aggregate total of \$114,618.80 in accordance with the Interim Compensation Order. Greenberg Traurig hereby seeks payment of \$90,191.60 (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 \$1,879.30 (100% of allowed expenses), for an aggregate total payment of \$92,070.90 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 second 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 \$122,303.50 for the Application Period and reimbursement of actual and necessary expenses in the amount of \$2,780.50 for the Application Period, and payment of \$97,842.80 (80% of the allowed fees) and reimbursement of \$2,780.50 (100% of allowed expenses), for an aggregate total payment of \$100,623.30 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: \$19,662.50 Hours: 21.20

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: \$6,328.00 Hours: 7.40

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

c) Case Administration (804)

Fees: \$10,965.00 Hours: 11.40

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: \$3,824.50 Hours: 3.10

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

e) Employee Benefits/Pensions (806)

Fees: \$462.50 Hours: 0.50

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

f) Stay Relief (807)

Fees: \$459.50 Hours: 0.50

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

g) Litigation Matters (810)

Fees: \$13,320.50 Hours: 10.70

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

h) Plan & Disclosure Statement (812)

Fees: \$2,986.50 Hours: 3.30

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.

i) Fee/Employment Applications (813)

Fees: \$4,320.00 Hours: 3.60

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.

j) Preparation/Review Reports (824)

Fees: \$756.00 Hours: 0.90

This category includes services relating to preparation and review of reports.

k) Court Hearings (833)

Fees: \$5,396.50 Hours: 4.30

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.

l) General Corporate (834)

Fees: \$3,520.00 Hours: 3.2

This category includes services relating to attending board meetings, and calls with the board, as well as review and correspondence relating to the Debtor's 8-K.

m) Leases and Executory Contracts (835)

Fees: \$8,955.00 Hours: 10.60

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

n) Schedules and Statements (836)

Fees: \$462.50 Hours: 0.50

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.

o) Sale of Property (838)

Fees: \$39,418.50 Hours: 40.00

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.

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

Fees: \$965.00 Hours: 1.10

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

q) First Day Motions / Filings (963)

Fees: \$555.00 Hours: 0.60

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.

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 \$2,780.50. The expenses incurred include, among other things, research charges, filing fees, copying, printing, and service 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 are \$.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 \$97,842.80 (80% of the allowed fees) and reimbursement of \$2,780.50 (100% of allowed expenses), for an aggregate total payment of \$100,623.30 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 \$122,303.50 for professional services rendered (80%, or

\$97,842.80, of which is to be paid upon the filing of a certificate of no objection), and reimbursement of expenses in the amount of \$2,780.50 (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

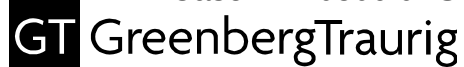
Dennis A. Meloro (DE Bar No. 4435)
1007 North Orange Street, Suite 1200
Wilmington, Delaware 19801
Telephone: (302) 661-7000
Facsimile: (302) 661-7360
Email: melorod@gtlaw.com

-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. : 1000062165
 File No. : 208091.010300
 Bill Date : August 22, 2022

Zosano Pharma Corporation
 34790 Ardentech Court
 Fremont, CA 94555

Attn: Steven Lo
 President and CEO

INVOICE

Re: Restructuring

Legal Services through July 31, 2022:

GENERAL CORPORATE	\$	3,520.00
ASSET DISPOSITION:	\$	19,662.50
BUSINESS OPERATIONS:	\$	6,328.00
CASE ADMINISTRATION:	\$	10,965.00
CLAIMS ADMINISTRATION & OBJECTIONS:	\$	3,824.50
EMPLOYEE BENEFITS/PENSIONS:	\$	462.50
STAY RELIEF:	\$	495.50
LITIGATION MATTERS:	\$	13,230.50
PLAN & DISCLOSURE STATEMENT:	\$	2,986.50
FEE/EMPLOYMENT APPLICATIONS:	\$	4,320.00
PREPARATION/REVIEW REPORTS:	\$	756.00
COURT HEARINGS:	\$	5,396.50
LEASES AND EXECUTORY CONTRACTS:	\$	8,955.00
SCHEDULES AND STATEMENTS:	\$	462.50
SALE OF PROPERTY:	\$	39,418.50
COMPLIANCE WITH U.S. TRUSTEE GUIDELINES:	\$	965.00
First Day Motions/Filings:	\$	555.00

JDE:SC

Tax ID: 13-3613083



Invoice No. : 1000062165
 File No. : 208091.010300

Total Fees: \$ 122,303.50

Expenses:

Filing Fees	188.00
Messenger/Courier Services	48.40
Off-site Printing and Copying Charges	14.30
Service Company Charges	130.00
Travel and Lodging Out of Town	35.00
Information and Research	2,364.80

Total Expenses: \$ 2,780.50

Current Invoice: \$ **125,084.00**

Previous Balance (see attached statement): \$ 355,591.60

Total Amount Due: \$ **480,675.60**

JDE:SC

Tax ID: 13-3613083



Invoice No. : 1000062165
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: 1000062165*
BILLING
PROFESSIONAL: John D. Elrod**

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

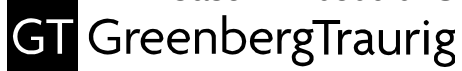
**Greenberg Traurig
PO Box 936769
ATLANTA GA 31193-6769**

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. : 1000062165
File No. : 208091.010300

Account Statement

<u>Date</u>	<u>Invoice #</u>	<u>Fees Due</u>	<u>Expenses Due</u>	<u>Other Due</u>	<u>Total Due</u>
08/01/22	1000062172	353,667.00	1,924.60	0.00	355,591.60
	Totals:	\$ 353,667.00	\$ 1,924.60	\$ 0.00	\$ 355,591.60

JDE:SC
Tax ID: 13-3613083

Invoice No.: 1000062165
 Matter No.: 208091.010300

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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>
07/07/22	Yuta N. Delarck	Attend board meeting	0.50	550.00
07/13/22	Yuta N. Delarck	Correspondence regarding 8-K requirement; review same	0.50	550.00
07/14/22	Yuta N. Delarck	Board call	0.50	550.00
07/20/22	Yuta N. Delarck	Correspondence	0.40	440.00
07/21/22	Yuta N. Delarck	Board call	0.50	550.00
07/22/22	Yuta N. Delarck	Correspondence	0.30	330.00
07/29/22	Yuta N. Delarck	Board call	0.50	550.00

Total Hours: 3.20

Total Amount: \$ 3,520.00

TIMEKEEPER SUMMARY FOR TASK CODE,

<u>Timekeeper Name</u>	<u>Hours Billed</u>	<u>Rate</u>	<u>Total \$ Amount</u>
Yuta N. Delarck	3.20	1,100.00	3,520.00
Totals:	3.20	1,100.00	\$ 3,520.00

Invoice No.: 1000062165
 Matter No.: 208091.010300

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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>
07/02/22	Ari Newman	Correspondence with GT team and KCC regarding finalizing various sale notices	0.50	462.50
07/04/22	Ari Newman	Correspondence with Debtor and GT team regarding Cure Notice and assumption and assignment issues	0.30	277.50
07/05/22	Ari Newman	Review forms of sale notice and correspondence regarding same	0.20	185.00
07/06/22	Ari Newman	Correspondence regarding finalizing cure notice and related sale notices	0.30	277.50
07/15/22	Ari Newman	Review revised NDA (.1); correspondence regarding sale process (.3); review sale and cure notice objections (.2)	0.60	555.00
07/18/22	Ari Newman	Review and provide comments to EmergeX APA (2.1); correspondence regarding EmergeX APA (.2); review bid submission from LTS (.2)	2.50	2,312.50
07/19/22	Ari Newman	Draft Notice of Auction and summary of lead bid (1.5); correspondence with qualified bidders (.3); correspondence with GT team regarding auction (.7); review qualified bid terms (.5); strategy discussions and correspondence with GT team regarding qualified bids and related matters (.4)	3.40	3,145.00
07/20/22	Ari Newman	Prepare for and attend auction (1.0); draft notice of successful bidder (1.0); review and provide comments to buyer APA markup (.6)	2.60	2,405.00
07/20/22	Oscar Pinkas	Call with J. Elrod on procedures for auction	0.30	330.00
07/22/22	Ari Newman	Consideration of Patheon sale issues and strategy discussions with GT team regarding same	1.00	925.00
07/25/22	Ari Newman	Call with C. Matthews regarding sale and post-sale issues (.6); review APA to address sale matters (.2); correspondence with GT team and client regarding sale and post-sale issues and coordination (.9)	1.70	1,572.50
07/26/22	Ari Newman	Review revised Sale Order (.2); correspondence with GT team regarding sale and insurance matters (.3); correspondence with client regarding insurance and sale matters (.5)	1.00	925.00
07/27/22	Ari Newman	Correspondence with GT team and buyer's counsel regarding sale issues and related matters (1.1); review and provide comments to Sale Declaration and other	3.20	2,960.00

Invoice No.: 1000062165
 Matter No.: 208091.010300

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Description of Professional Services Rendered

		sale filings (.8); call with client regarding sale and transition matters (1.0); review filings in connection with sale (.3)		
07/28/22	Ari Newman	Calls and correspondence with GT Team regarding successful bidder issues and status (.7); review and provide comments on LTS backup bid (1.8); consideration of issues related to backup bid (.4)	2.90	2,682.50
07/29/22	Ari Newman	Strategy calls and discussions regarding successful bidder, sale closing issues and hearing timeline	0.70	647.50
			<hr/>	
			Total Hours:	21.20
			Total Amount:	\$ 19,662.50

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	20.90	925.00	19,332.50
Oscar Pinkas	0.30	1,100.00	330.00
Totals:	21.20	927.48	\$ 19,662.50

Invoice No.: 1000062165
 Matter No.: 208091.010300

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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>
07/07/22	John D. Elrod	Prepare for and participate in meeting with board of directors	1.00	895.00
07/08/22	Sara Hoffman	Review email from A. Newman regarding Wage Motion and Order (.3); reply email to A. Newman (.8)	1.10	907.50
07/08/22	Vanessa Krumbein	Correspond with C. Matthews regarding salary reduction for exempt employees	0.30	235.50
07/09/22	Vanessa Krumbein	Correspond with client regarding employee release agreement	0.10	78.50
07/11/22	Vanessa Krumbein	Analyze employee release agreement in preparation for call with client regarding release of vacation pay	0.20	157.00
07/11/22	Vanessa Krumbein	Conference call with C. Matthews and J. Elrod regarding employment and benefits questions	0.30	235.50
07/11/22	Vanessa Krumbein	Revise separation agreement and draft salary reduction letter and correspondence with client regarding same	0.80	628.00
07/11/22	Vanessa Krumbein	Review/consider and respond to email from C. Matthews regarding inquiry from attorney regarding deceased employee's benefits	0.20	157.00
07/12/22	Vanessa Krumbein	Correspond with C. Matthews regarding communication with deceased employee's estate attorney	0.20	157.00
07/12/22	Vanessa Krumbein	Prepare email to C. Matthews regarding information concerning required notice regarding terminating health coverage	0.10	78.50
07/14/22	John D. Elrod	Prepare for and participate in board meeting	1.20	1,074.00
07/21/22	John D. Elrod	Prepare for and participate in board meeting with client	1.10	984.50
07/27/22	Ari Newman	Correspondence with client regarding operational and payment matters	0.20	185.00
07/29/22	Ari Newman	Correspondence with utility provider and client regarding service disruption threat	0.60	555.00
Total Hours:			7.40	
Total Amount:				\$ 6,328.00

Invoice No.: 1000062165
Matter No.: 208091.010300

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Description of Professional Services RenderedTIMEKEEPER 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	3.30	895.00	2,953.50
Ari Newman	0.80	925.00	740.00
Sara Hoffman	1.10	825.00	907.50
Vanessa Krumbein	2.20	785.00	1,727.00
Totals:	7.40	855.14	\$ 6,328.00

Invoice No.: 1000062165
 Matter No.: 208091.010300

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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>
07/06/22	John D. Elrod	Prepare for and participate in meeting of creditors (1.5); follow up communication with client and equity holder regarding same (.5)	2.00	1,790.00
07/06/22	Sara Hoffman	Review email from A. Newman (.1); reply to same (.5)	0.60	495.00
07/11/22	Dennis A. Meloro	Call with J. Elrod regarding hearing on Patheon motion to convert case to chapter 7	0.10	125.50
07/12/22	Ari Newman	Correspondence with client regarding various case administration and claims payment matters	0.70	647.50
07/12/22	Ari Newman	Correspondence with KCC regarding noticing matters	0.20	185.00
07/13/22	Ari Newman	Calls with PG&E regarding utility matters (.5); correspondence with client regarding PG&E claim and LC (.2); correspondence regarding closing facility and administrative tasks (.4)	1.10	1,017.50
07/18/22	Dennis A. Meloro	Call with A. Newman regarding open matters	0.30	376.50
07/19/22	John D. Elrod	Communication with client regarding case issues	0.80	716.00
07/19/22	Ari Newman	Correspondence regarding Bar Date issues	0.40	370.00
07/19/22	Ari Newman	Correspondence with client regarding various matters, including OCP declaration (.4); revise OCP declaration (.1)	0.50	462.50
07/20/22	Dennis A. Meloro	Review draft June MOR, exhibits, and supporting instructions	0.50	627.50
07/21/22	Dennis A. Meloro	Review June MOR and instructions, file MOR (.7); discussions with J. Elrod regarding same (.3)	1.00	1,255.00
07/21/22	Ari Newman	Correspondence with GT teams regarding open items	0.30	277.50
07/22/22	John D. Elrod	Communication with client regarding chapter 11 plan and related issues	1.10	984.50
07/22/22	Ari Newman	Review Bar Date Order (.1); review Bar Date Notice and correspondence regarding same (.3)	0.40	370.00
07/25/22	Ari Newman	Analysis of case administration matters	0.40	370.00
07/29/22	John D. Elrod	Prepare for and attend board meeting	1.00	895.00

Total Hours: 11.40

Total Amount: \$ 10,965.00

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CASE ADMINISTRATION

<u>Timekeeper Name</u>	<u>Hours Billed</u>	<u>Rate</u>	<u>Total \$ Amount</u>
John D. Elrod	4.90	895.00	4,385.50
Dennis A. Meloro	1.90	1,255.00	2,384.50
Ari Newman	4.00	925.00	3,700.00
Sara Hoffman	0.60	825.00	495.00
Totals:	11.40	961.84	\$ 10,965.00

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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>
07/19/22	Dennis A. Meloro	Emails with KCC (.1) and A. Newman (.1) regarding bar date service	0.20	251.00
07/19/22	Dennis A. Meloro	Draft, file CNO regarding bar date motion (.3); review, upload proposed order and exhibits (.3)	0.60	753.00
07/20/22	Dennis A. Meloro	Draft certification and revise bar date order per UST comments, prepare exhibits (.7); prepare for filing (.1); emails with J. Cudia (UST) (.1), J. Elrod (.1)	1.00	1,255.00
07/22/22	Dennis A. Meloro	Review, file bar date notice	0.20	251.00
07/22/22	Dennis A. Meloro	Review, file bar date notice	0.10	125.50
07/22/22	Dennis A. Meloro	Call with A. Newman regarding bar date notice	0.10	125.50
07/22/22	Dennis A. Meloro	Draft certification regarding revised bar date order, revise exhibits, prepare for filing (.5); emails with chambers (.1), J. Elrod (.1) regarding same	0.70	878.50
07/26/22	Ari Newman	Correspondence with client regarding priority tax claims	0.20	185.00
			<hr/>	
			Total Hours:	3.10
			Total Amount:	\$ 3,824.50

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	2.90	1,255.00	3,639.50
Ari Newman	0.20	925.00	185.00
Totals:	3.10	1,233.71	\$ 3,824.50

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TASK CODE: 806 EMPLOYEE BENEFITS/PENSIONS

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/08/22	Ari Newman	Correspondence with client regarding benefits termination issues	0.30	277.50
07/27/22	Ari Newman	Correspondence with client regarding employee matters	0.20	185.00
			<u>Total Hours:</u>	0.50
			<u>Total Amount:</u>	\$ 462.50

TIMEKEEPER SUMMARY FOR TASK CODE 806,

EMPLOYEE BENEFITS/PENSIONS

<u>Timekeeper Name</u>	<u>Hours Billed</u>	<u>Rate</u>	<u>Total \$ Amount</u>
Ari Newman	0.50	925.00	462.50
Totals:	0.50	925.00	\$ 462.50

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TASK CODE: 807 STAY RELIEF

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/06/22	Dennis A. Meloro	Review draft stay relief stipulation with Silicon Valley Bank regarding letter of credit	0.10	125.50
07/07/22	Ari Newman	Correspondence regarding Stay Relief Stipulation and related matters	0.40	370.00
Total Hours:			0.50	
Total Amount:				\$ 495.50

TIMEKEEPER SUMMARY FOR TASK CODE 807,

STAY RELIEF

<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
Ari Newman	0.40	925.00	370.00
Totals:	0.50	991.00	\$ 495.50

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TASK CODE: 810 LITIGATION MATTERS

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/06/22	Dennis A. Meloro	Draft/revise objection to Patheon conversion motion, including analysis of case law and DE precedent	2.40	3,012.00
07/07/22	Dennis A. Meloro	Draft/revise objection to Patheon conversion motion, including close analysis of pertinent case law and opinions	5.80	7,279.00
07/08/22	Dennis A. Meloro	Revise, finalize, file and serve objection to Patheon's motion to convert	1.40	1,757.00
07/08/22	Ari Newman	Review and revise Objection to Motion to Convert (.5); correspondence regarding objection (.1)	0.60	555.00
07/20/22	Dennis A. Meloro	Analysis of confirmation issues post-sale in light of pending conversion motion	0.50	627.50
Total Hours:			10.70	
Total Amount:				\$ 13,230.50

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	10.10	1,255.00	12,675.50
Ari Newman	0.60	925.00	555.00
Totals:	10.70	1,236.50	\$ 13,230.50

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TASK CODE: 812 PLAN & DISCLOSURE STATEMENT

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/21/22	John D. Elrod	Review and revise chapter 11 plan	2.20	1,969.00
07/21/22	Ari Newman	Review client comments to Plan	0.50	462.50
07/27/22	Karl D. Burrer	Review comments from Client Group to the Plan (.3); conference with GT team on same (.3)	0.60	555.00
			<hr/>	
			Total Hours:	3.30
			Total Amount:	\$ 2,986.50

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	0.60	925.00	555.00
John D. Elrod	2.20	895.00	1,969.00
Ari Newman	0.50	925.00	462.50
Totals:	3.30	905.00	\$ 2,986.50

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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>
07/01/22	Dennis A. Meloro	Revise, prepare CoC and orders for filing regarding Onyx retention	0.30	376.50
07/01/22	Dennis A. Meloro	Revise, prepare CoC and orders for filing regarding SierraConstellation retention	0.30	376.50
07/06/22	Dennis A. Meloro	Review and prepare certification and exhibits regarding SierraConstellation retention for filing, including upload of proposed order	0.20	251.00
07/20/22	Dennis A. Meloro	Draft GT first monthly fee application	1.00	1,255.00
07/21/22	Dennis A. Meloro	Revise GT first monthly fee application	0.60	753.00
07/25/22	Ari Newman	Correspondence regarding OCP matters	0.20	185.00
07/26/22	Dennis A. Meloro	Call with A. Newman regarding OCPs	0.20	251.00
07/28/22	Dennis A. Meloro	Review OCP issues (.3); discuss with A. Newman (.1)	0.40	502.00
07/29/22	Ari Newman	Correspondence with D. Meloro and analysis regarding OCP matter	0.40	370.00
			<hr/>	
			Total Hours:	3.60
			Total Amount:	\$ 4,320.00

TIMEKEEPER SUMMARY FOR TASK CODE 813,

FEE/EMPLOYMENT APPLICATIONS

<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	0.60	925.00	555.00
Totals:	3.60	1,200.00	\$ 4,320.00

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TASK CODE: 824 PREPARATION/REVIEW REPORTS

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/11/22	Stephanie D. Ahmad	Draft guidance on notice requirements upon termination of benefits, including providing an overview of specific procedural and substantive requirements	0.90	756.00
Total Hours:			0.90	
Total Amount:				\$ 756.00

TIMEKEEPER SUMMARY FOR TASK CODE 824,

PREPARATION/REVIEW REPORTS

<u>Timekeeper Name</u>	<u>Hours Billed</u>	<u>Rate</u>	<u>Total \$ Amount</u>
Stephanie D. Ahmad	0.90	840.00	756.00
Totals:	0.90	840.00	\$ 756.00

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TASK CODE: 833 COURT HEARINGS

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/01/22	Dennis A. Meloro	Email with chambers regarding orders from 6/30 hearing	0.10	125.50
07/06/22	Dennis A. Meloro	Brief preparation for (.3) and attend section 341 meeting of creditors (1.0)	1.30	1,631.50
07/12/22	Dennis A. Meloro	Emails with chambers and J. Elrod regarding stalking horse hearing	0.20	251.00
07/19/22	Dennis A. Meloro	Draft 7/22 hearing agenda	0.40	502.00
07/20/22	Dennis A. Meloro	Email to KCC regarding service of 7/22 agenda	0.10	125.50
07/20/22	Dennis A. Meloro	Revise 7/22 agenda for filing (.3); email with chambers (.1); email regarding binder production and delivery (Reliable) (.1)	0.50	627.50
07/21/22	Dennis A. Meloro	Email with chambers regarding 7/22 hearing and bar date order	0.10	125.50
07/25/22	Dennis A. Meloro	Draft 7/28 hearing agenda	0.30	376.50
07/26/22	Dennis A. Meloro	Email with chambers regarding 7/28 hearing	0.10	125.50
07/26/22	Dennis A. Meloro	Update 7/28 agenda for filing (.3); email with chambers (.1); email regarding binder production (Reliable) (.1)	0.50	627.50
07/28/22	Dennis A. Meloro	Email with UST regarding sale hearing	0.10	125.50
07/28/22	Dennis A. Meloro	Draft amended agendas for 7/28 (.3); emails with chambers (.1); email with J. Elrod (.1)	0.50	627.50
07/28/22	Dennis A. Meloro	Draft 8/2 agenda	0.10	125.50
Total Hours:			4.30	
Total Amount:				\$ 5,396.50

TIMEKEEPER SUMMARY FOR TASK CODE 833.

COURT HEARINGS

<u>Timekeeper Name</u>	<u>Hours Billed</u>	<u>Rate</u>	<u>Total \$ Amount</u>
Dennis A. Meloro	4.30	1,255.00	5,396.50
Totals:	4.30	1,255.00	\$ 5,396.50

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TASK CODE: 835 LEASES AND EXECUTORY CONTRACTS

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/05/22	Ari Newman	Correspondence with client regarding executory contracts and creditor inquiries	0.20	185.00
07/06/22	Kevin Hoyos	Prepare schedules to debtor's notice of assumption and rejection of executory contracts regarding cure amounts and relevant contract counter party information	3.10	1,705.00
07/06/22	Dennis A. Meloro	Review contract list for potential assumption/cure schedule	0.20	251.00
07/07/22	Dennis A. Meloro	Review, finalize, file notice of proposed assumption of certain executory contracts (.3); emails with D. Duerdoth regarding same (.1)	0.40	502.00
07/07/22	Dennis A. Meloro	Email with KCC regarding service of notice of proposed contract assumption and cure amounts	0.10	125.50
07/11/22	Danny Duerdoth	Email landlord's counsel copy of cure notice	0.10	75.00
07/20/22	Dennis A. Meloro	Review Harro Hoflinger cure correspondence, circulate same (.2); call from counsel regarding same (.1)	0.30	376.50
07/25/22	Ari Newman	Draft omnibus motion to reject contracts (1.4); review and analyze executory contract list (.3); correspondence regarding executory contract matters (.2); review certain executory contracts and APA terms regarding same (.5)	2.40	2,220.00
07/26/22	Ari Newman	Correspondence with client and BPM regarding potential OCP	0.40	370.00
07/26/22	Ari Newman	Draft and revise contract rejection list (1.4); correspondence with client regarding contract rejection list (.3)	1.70	1,572.50
07/27/22	Ari Newman	Draft and revise omnibus rejection motion and notice (.9); draft declaration in support of rejection motion (.7); correspondence with landlord's counsel regarding lease rejection (.1)	1.70	1,572.50
			<hr/>	
			Total Hours:	10.60
			Total Amount:	\$ 8,955.00

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LEASES AND EXECUTORY CONTRACTS

<u>Timekeeper Name</u>	<u>Hours Billed</u>	<u>Rate</u>	<u>Total \$ Amount</u>
Dennis A. Meloro	1.00	1,255.00	1,255.00
Ari Newman	6.40	925.00	5,920.00
Danny Duerdoth	0.10	750.00	75.00
Kevin Hoyos	3.10	550.00	1,705.00
Totals:	10.60	844.81	\$ 8,955.00

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TASK CODE: 836 SCHEDULES AND STATEMENTS

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/21/22	Ari Newman	Review draft MOR and correspondence regarding same	0.50	462.50
			Total Hours:	0.50
			Total Amount:	\$ 462.50

TIMEKEEPER SUMMARY FOR TASK CODE 836,

SCHEDULES AND STATEMENTS

<u>Timekeeper Name</u>	<u>Hours Billed</u>	<u>Rate</u>	<u>Total \$ Amount</u>
Ari Newman	0.50	925.00	462.50
Totals:	0.50	925.00	\$ 462.50

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TASK CODE: 838 SALE OF PROPERTY

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/01/22	Danny Duerdoth	Create redlines for bidding procedures order and related exhibits	0.20	150.00
07/01/22	John D. Elrod	Communication with counsel for Emergex regarding lease issues (.3); attention to bid procedures issues, cure issues, and service of same (.6); communication with Sierra regarding Vaxess issues (.2)	1.10	984.50
07/01/22	Dennis A. Meloro	Draft CoC regarding bid procedures order	0.20	251.00
07/01/22	Dennis A. Meloro	Revise sale/bid procedure/auction notices (.6); emails with J. Elrod, A. Newman (.1)	0.70	878.50
07/01/22	Dennis A. Meloro	Final review of bid procedures papers, order and related exhibits for filing	0.80	1,004.00
07/05/22	Danny Duerdoth	Review publication of sale notice	0.10	75.00
07/05/22	Dennis A. Meloro	Update, file bid procedures, auction, and sale notice	0.20	251.00
07/06/22	Danny Duerdoth	Create contract counterparty chart for cure notice (.3); email K. Hoyos (GT) instructions regarding finalizing contract counterparty chart (.4)	0.70	525.00
07/06/22	Dennis A. Meloro	Sale inquiry; email to J. Elrod	0.10	125.50
07/07/22	Danny Duerdoth	Review and revise contract counterparty chart (1.7); coordinate service of cure notice (.1); email company draft of cure notice (.3)	2.10	1,575.00
07/07/22	John D. Elrod	Communication with various bidders regarding sale issues (.4); review of term sheet from Emergex (.3); call with B. Partridge of Sierra (.5)	1.20	1,074.00
07/08/22	Dennis A. Meloro	Call with J. Elrod regarding stalking horse issues	0.20	251.00
07/11/22	John D. Elrod	Prepare for and participate in IP diligence call with Emergex	0.60	537.00
07/12/22	John D. Elrod	Conference call with client regarding LTS and Emergex offers (.5); multiple communications with counsel for Emergex and LTS (.5); communication with potential bidder MicroPort Scientific Corporation (.5)	1.50	1,342.50
07/12/22	Dennis A. Meloro	Draft notice of stalking horse bid selection and supporting declaration	2.00	2,510.00
07/13/22	John D. Elrod	Revise asset purchase agreement (3.1); videoconference with representatives of potential bidder Microport and follow up items relating to same (.5); communication with sale agent (.4); communication with counsel for LTS (.5)	4.50	4,027.50
07/14/22	Dennis A. Meloro	Review draft of form APA	0.50	627.50

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07/15/22	John D. Elrod	Negotiations with Emergex and communication with client regarding same (.5); review of updated Emergex term sheet and communication with client regarding same (.4); draft Emergex asset purchase agreement (2.1)	3.00	2,685.00
07/15/22	Dennis A. Meloro	Review revised Emergex term sheet	0.10	125.50
07/15/22	Dennis A. Meloro	Discussion with J. Elrod regarding bidding status and procedures/timeline	0.10	125.50
07/16/22	John D. Elrod	Draft asset purchase agreement with Emergex	3.10	2,774.50
07/18/22	John D. Elrod	Review and revised APA with Emergex (2.1); various communications with Emergex, LTS, and MicroPoint regarding status of bids (1.3); call with counsel for Patheon regarding sale (.2)	3.60	3,222.00
07/18/22	Dennis A. Meloro	Review Emergex comments to APA	0.20	251.00
07/18/22	Dennis A. Meloro	Call with J. Elrod regarding bid and sale issues	0.20	251.00
07/19/22	John D. Elrod	Attention to Emergex sale issues (.7); communication with bidders (.4)	1.10	984.50
07/19/22	Dennis A. Meloro	Call with A. Newman regarding sale/auction	0.10	125.50
07/19/22	Dennis A. Meloro	Review draft bid/auction notice	0.10	125.50
07/20/22	John D. Elrod	Prepare for and participate in auction (4.1); review of revisions to APA from Emergex (.3); communication with counsel for landlord (.2)	4.60	4,117.00
07/20/22	Dennis A. Meloro	Attend 7/20 auction	0.80	1,004.00
07/20/22	Dennis A. Meloro	Review and comment on notice of successful bidder/backup bidder	0.10	125.50
07/21/22	Dennis A. Meloro	Review, revise, file notice of successful and backup bidder (.2); emails with J. Elrod and Emergex's counsel (E. Richards) regarding same (.1)	0.30	376.50
07/21/22	Dennis A. Meloro	Confer with J. Elrod regarding sale status and open matters (.2); review revised turns of purchase agreement (.2)	0.40	502.00
07/22/22	Dennis A. Meloro	Brief review of UST comments to proposed sale order	0.20	251.00
07/25/22	Dennis A. Meloro	Review/analysis of UST comments to proposed sale order (.5); email to J. Elrod regarding same (.1)	0.60	753.00
07/25/22	Dennis A. Meloro	Call with J. Elrod regarding sale hearing	0.20	251.00
07/26/22	Dennis A. Meloro	Review Patheon sale objection	0.10	125.50
07/26/22	Dennis A. Meloro	Draft declaration in support of sale	0.80	1,004.00
07/27/22	John D. Elrod	Communication with lead bidder Emergex and backup bidder LTS regarding various sale issues and update client regarding same	1.10	984.50
07/27/22	Dennis A. Meloro	Email with chambers regarding revised proposed sale order	0.10	125.50
07/27/22	Dennis A. Meloro	Draft notice of revised proposed sale order	0.30	376.50

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07/27/22	Dennis A. Meloro	Draft/revise declaration in support of sale	1.10	1,380.50
07/27/22	Dennis A. Meloro	Revise sale declaration (.2); discuss with A. Newman, J. Elrod (.1)	0.30	376.50
07/28/22	Dennis A. Meloro	Revise Perkins declaration in support of sale	0.20	251.00
07/28/22	Dennis A. Meloro	Call with J. Elrod, A. Newman regarding same status	0.20	251.00
07/28/22	Dennis A. Meloro	Email with chambers regarding sale hearing	0.10	125.50
07/30/22	John D. Elrod	Communication with client and Emergex's counsel regarding sale hearing	0.20	179.00
			<hr/>	
			Total Hours:	40.00
			Total Amount:	\$ 39,418.50

TIMEKEEPER SUMMARY FOR TASK CODE 838.

SALE OF PROPERTY

<u>Timekeeper Name</u>	<u>Hours Billed</u>	<u>Rate</u>	<u>Total \$ Amount</u>
John D. Elrod	25.60	895.00	22,912.00
Dennis A. Meloro	11.30	1,255.00	14,181.50
Danny Duerdoth	3.10	750.00	2,325.00
Totals:	40.00	985.46	\$ 39,418.50

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

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/18/22	Ari Newman	Call with client and correspondence regarding MOR	0.50	462.50
07/19/22	Danny Duerdoth	Revise note to June MOR	0.30	225.00
07/19/22	Ari Newman	Call with SCP regarding MOR	0.20	185.00
07/27/22	Ari Newman	Correspondence regarding UST fees	0.10	92.50
			Total Hours:	1.10
			Total Amount:	\$ 965.00

TIMEKEEPER 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	0.80	925.00	740.00
Danny Duerdoth	0.30	750.00	225.00
Totals:	1.10	877.27	\$ 965.00

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TASK CODE: 963 FIRST DAY MOTIONS/FILINGS

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/06/22	Ari Newman	Address client queries regarding final first day relief and notice and service issues (.5); correspondence with S. Hoffman regarding final first day relief (.1)	0.60	555.00
			<hr/>	
			Total Hours:	0.60
			Total Amount:	\$ 555.00

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>
Ari Newman	0.60	925.00	555.00
Totals:	0.60	925.00	\$ 555.00

Invoice No.: 1000062165
Matter No.: 208091.010300

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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	0.60	925.00	555.00
Yuta N. Delarck	3.20	1,100.00	3,520.00
John D. Elrod	36.00	895.00	32,220.00
Dennis A. Meloro	34.60	1,255.00	43,423.00
Ari Newman	36.80	925.00	34,040.00
Oscar Pinkas	0.30	1,100.00	330.00
Stephanie D. Ahmad	0.90	840.00	756.00
Danny Duerdoth	3.50	750.00	2,625.00
Sara Hoffman	1.70	825.00	1,402.50
Kevin Hoyos	3.10	550.00	1,705.00
Vanessa Krumbein	2.20	785.00	1,727.00
Totals:	122.90	995.15	\$ 122,303.50

EXHIBIT B

Invoice No.: 1000062165
 Re: Restructuring
 Matter No.: 208091.010300

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Description of Expenses Billed:

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
05/03/22	Lexis Charges: 05/03/22 SEARCH Requested by IWP Ref: 208091.010300	\$ 10.60
05/06/22	VENDOR: File & ServeXpress, LLC - ACH INVOICE#: 202205006495201 DATE: 6/2/2022 Report - Documents By Case (DE Supreme Court) - Req. by Zerbe Rebecca,	\$ 10.00
05/06/22	VENDOR: File & ServeXpress, LLC - ACH INVOICE#: 202205006495201 DATE: 6/2/2022 Document Fee (DE Supreme Court) Case# 360 2021 - Req. by Zerbe Rebecca ,	\$ 40.00
05/06/22	VENDOR: File & ServeXpress, LLC - ACH INVOICE#: 202205006495201 DATE: 6/2/2022 Document Fee (DE Supreme Court) Case# 360 2021 - Req. by Zerbe Rebecca ,	\$ 40.00
05/06/22	VENDOR: File & ServeXpress, LLC - ACH INVOICE#: 202205006495201 DATE: 6/2/2022 Document Fee (DE Supreme Court) Case# 360 2021 - Req. by Zerbe Rebecca ,	\$ 40.00
05/06/22	WestlawNext Research by MELORO,DENNIS.	\$ 129.00
05/09/22	WestlawNext Research by LYNC,CONNOR.	\$ 1,324.50
05/16/22	Lexis Charges: 05/16/22 SEARCH Requested by VAKIL, SHABNAM Ref: 208091.010300	\$ 2.80
05/16/22	Lexis Charges: 05/16/22 SEARCH Requested by VAKIL, SHABNAM Ref: 208091.010300	\$ 59.40
06/23/22	WestlawNext Research by MELORO,DENNIS.	\$ 64.50
06/27/22	VENDOR: Newman, Ari INVOICE#: 5295477507211509 DATE: 7/21/2022 Onboard Internet Fee; 06/27/22 - Wifi Charge/Work While Traveling	\$ 35.00
07/06/22	VENDOR: Wright Express Financial Services Corpor INVOICE#: 00071022666 DATE: 7/10/2022 Filing fee for Notice of Proposed Sale of Property Free and Clear of Liens; Courts/Usbc-De-I on 7/6/2022 (Unique ID# SVSP81VZ7YJX298VVM)	\$ 188.00
07/06/22	WestlawNext Research by MELORO,DENNIS.	\$ 193.50
07/07/22	WestlawNext Research by MELORO,DENNIS.	\$ 580.50
07/21/22	VENDOR: Reliable Copy Ser/ Reliable Court report INVOICE#: WL106328 DATE: 7/21/2022 208091.010300 Printing, compilation and hand delivered to USBC	\$ 14.30
07/22/22	VENDOR: Parcels, Inc. - ACH INVOICE#: 979038 DATE: 7/22/2022 bankruptcy delivery	\$ 15.00
07/28/22	VENDOR: Reliable Copy Ser/ Reliable Court report INVOICE#: WL106427 DATE: 7/28/2022 208091.010300 Printing, compilation, and hand delivered to USBC	\$ 33.40
Total Expenses:		\$ 2,780.50

**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 *Second 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 July 1, 2022 through July 31, 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

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Wilmington, Delaware 19801
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-and-

John D. Elrod (Admitted *pro hac vice*)
Terminus 200
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Atlanta, Georgia 30305
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Email: elrodj@gtlaw.com

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