

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

_____) Chapter 11
In re:)
)
Zosano Pharma Corporation,¹) Case No. 22-10506 (JKS)
)
)
Debtor.) **Obj. Deadline: Dec. 8, 2022 at 4:00 p.m.**
) **Hearing Date: TBD if objection filed**

**SUMMARY SHEET TO SECOND MONTHLY FEE APPLICATION OF
KURTZMAN CARSON CONSULTANTS LLC, AS ADMINISTRATIVE
ADVISOR TO THE DEBTOR, FOR THE PERIOD FROM
SEPTEMBER 1, 2022 THROUGH AND INCLUDING SEPTEMBER 30, 2022**

General Information

Name of Applicant: Kurtzman Carson Consultants LLC
Authorized to Provide Services to: The above-captioned debtor
Petition Date: June 1, 2022
Date of Retention Order: June 30, 2022, effective as of June 1, 2022
Type of Application: Monthly

Summary of Fees and Expenses Sought in the Fee Application

Period for Which Compensation and Reimbursement is Sought in the Fee Application: September 1, 2022 through September 30, 2022
Amount of Compensation Sought as Actual, Reasonable, and Necessary for the Fee Period: \$1,988.28 (80% of \$2,485.35)
Amount of Expense Reimbursement Sought as Actual, Reasonable, and Necessary for the Fee Period: \$0.00
Total Compensation and Expense Reimbursement Request for the Fee Period: \$1,988.28 (80% of \$2,485.35)

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).
ADMIN 682318025v2



COMPENSATION BY PROJECT CATEGORY

Project Category	Total Hours	Total Fees
Solicitation	12.9	\$2,485.35
Totals	12.9	\$2,485.35

COMPENSATION BY INDIVIDUAL

Initials	Name	Position	Hours	Rate	Total
AGN	Adam Gorman	Solicitation Consultant	11.3	\$193.50	\$2,186.55
JEE	James Lee	Securities Consultant	0.4	\$193.50	\$77.40
RMZ	Rosmery Martinez	Solicitation Consultant	0.2	\$184.50	\$36.90
SMZ	Stanley Martinez	Solicitation Consultant	1.0	\$184.50	\$184.50
	TOTALS		12.9		\$2,485.35

Total Incurred:	\$2,485.35
Blended Rate:	\$192.70

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

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In re:)	
)	Case No. 22-10506 (JKS)
Zosano Pharma Corporation, ¹)	
)	
)	Obj. Deadline: Dec. 8, 2022 at 4:00 p.m.
Debtor.)	Hearing Date: TBD if objection filed

**SECOND MONTHLY FEE APPLICATION OF KURTZMAN
CARSON CONSULTANTS LLC, AS ADMINISTRATIVE
ADVISOR TO THE DEBTOR, FOR THE PERIOD FROM
SEPTEMBER 1, 2022 THROUGH AND INCLUDING SEPTEMBER 30, 2022**

Pursuant to Sections 330 and 331 of Title 11 of the United States Code, §§ 101-1532 (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 (the “Local Rules”), and the *Order Establishing Procedures for Monthly, Interim and Final Compensation and Reimbursement of Expenses of Professionals Retained in this Chapter 11 Case*, dated June 30, 2022 [Docket No. 100] (the “Interim Compensation Order”), Kurtzman Carson Consultants LLC (“KCC”), administrative advisor for the above-captioned debtor (the “Debtor”), hereby submits its second monthly fee application (this “Fee Application”) for allowance of compensation for professional services provided in the amount of \$2,485.35 and authorization of payment of \$1,988.28 (which is 80% of \$2,485.35) for the period from September 1, 2022 through and including September 30, 2022 (the “Fee Period”). In support of this Fee Application, KCC represents as follows:

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).

JURISDICTION

1. The United States Bankruptcy Court for the District of Delaware (the “Court”) has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2), and KCC confirms its consent pursuant to Local Rule 9013-l(f) to the entry of a final order by the Court in connection with this Fee Application to the extent that it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution.

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

3. The statutory bases for the relief requested herein are section 330 and 331 of the Bankruptcy Code, Bankruptcy Rule 2016, and Local Rules 2016-1 and 2016-2.

BACKGROUND

4. On June 1, 2022 (the “Petition Date”), the Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code.

5. On June 2, 2022, the Debtor filed an application to employ KCC as its claims and noticing agent (in such capacity, the “Claims and Noticing Agent”) pursuant to 28 U.S.C. § 156(c) and Local Rule 2002-1(f) [Docket No. 13] (the “Section 156(c) Application”), which was approved by the Court on June 6, 2022 [Docket No. 23] (the “Section 156(c) Order”).

6. Given that the administration of this chapter 11 case would require KCC to perform duties outside the scope of 28 U.S.C. § 156(c), the Debtor supplemented the Section 156(c) Application with the application to retain KCC to perform certain services as the Debtor’s administrative advisor in this chapter 11 case (in such capacity, the “Administrative Advisor”). Accordingly, on June 8, 2022, the Debtor filed the *Application of the Debtor for Authorization to*

Employ and Retain Kurtzman Carson Consultants LLC as Administrative Advisor Effective as of the Petition Date [Docket No. 39]. On June 30, 2022, the Court entered the *Order Authorizing the Debtor to Employ and Retain Kurtzman Carson Consultants LLC as Administrative Advisor Effective as of the Petition Date* [Docket No. 102] (the “Retention Order”). The Retention Order authorized the Debtor to compensate KCC in accordance with the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, the United States Trustee Fee Guidelines and any orders entered in this case governing professional compensation and reimbursement for services rendered and charges and disbursements incurred.

7. The Retention Order authorizes KCC to provide the following services:
 - (a) assisting with, among other things, the preparation of the Debtor’s schedules of assets and liabilities, schedules of executory contracts and unexpired leases and statements of financial affairs;
 - (b) assisting with, among other things, solicitation, balloting, tabulation and calculation of votes, as well as preparing any appropriate reports required in furtherance of confirmation of any chapter 11 plan;
 - (c) generating an official ballot certification and testifying, if necessary, in support of the ballot tabulation results for any chapter 11 plan(s) in the chapter 11 case;
 - (d) generating, providing and assisting with claims objections, exhibits, claims reconciliation and related matters;
 - (e) providing such other claims processing, noticing, solicitation, balloting and administrative services, but not those included in the Section 156(c) Application, as may be requested by the Debtor from time to time.

8. The amounts sought in this Application do not include any fees that may be payable by the Debtor for services provided by KCC under the Section 156(c) Order. Procedures for the payment of such fees and disbursements are separately addressed in the Section 156(c) Order. Additionally, no fees and disbursements for services provided to the Debtor under the Retention Order are or will be sought to be paid under the Section 156(c) Order.

9. All services for which compensation is requested by KCC were performed on behalf of the Debtor.

SUMMARY AND VALUATION OF SERVICES

10. The amount of time spent by each employee providing services to the Debtor for the Fee Period is detailed in line item listings of time entries and descriptive detail set forth herein and in the invoices attached hereto as Exhibit A. These are KCC's normal hourly rates of compensation for work of this character. The reasonable value of the services rendered by KCC for the Fee Period as Administrative Advisor to the Debtor in this chapter 11 case is \$2,485.35 due for fees. KCC is not seeking reimbursement for any expenses in this Application.

11. During the Fee Period, KCC's professionals performed 12.9 hours of work related to assisting the Debtor with their Solicitation, including solicitation planning, preparing the solicitation matrix, and preparing and updating the voting amount spreadsheet. KCC believes that the time entries included in Exhibit A are in compliance with the requirements of Local Rule 2016-2.

12. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, KCC submits that the amount requested is fair and reasonable given (a) the complexity of this case, (b) the time expended, (c) the nature and extent of services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under this title.

CONCLUSION

WHEREFORE, KCC respectfully requests that the Court enter an Order: (i) granting the Fee Application and allowing compensation in the amount of \$2,485.35; (ii) directing payment by the Debtor of \$1,988.28 (which is 80% of \$2,485.35) for professional services; and (iii) granting such other and further relief as the Court deems just and proper.

Dated: November 17, 2022
El Segundo, California

/s/ Sarah Harbuck
KURTZMAN CARSON CONSULTANTS LLC
Sarah Harbuck
Drake D. Foster
222 N. Pacific Coast Highway, 3rd Floor
El Segundo, California 90245
Tel: 310.751.1539

Administrative Advisor to the Debtor

CERTIFICATION

I, Sarah Harbuck, pursuant to 28 U.S.C. § 1746, state as follows:

- a) I am Corporate Counsel of the applicant firm, Kurtzman Carson Consultants LLC.
- b) I am familiar with the work performed by Kurtzman Carson Consultants LLC on behalf of the Debtor.
- c) I have reviewed the foregoing Fee Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed Local Rule 2016-2, and submit that the Fee Application substantially complies with such order.

I certify, under penalty of perjury, that the foregoing statements are true to the best of my knowledge, information, and belief.

Dated: November 17, 2022
El Segundo, California

/s/ Sarah Harbuck _____

Sarah Harbuck

EXHIBIT A

Kurtzman Carson Consultants LLC

Account Number	70943FA	Invoice Date	October 24, 2022
Invoice Number	US_KCC2366738	Due Date	Due upon receipt

Zosano Pharma Corporation Summary

<u>Description</u>	<u>Amount</u>
<u>Hourly Fees</u>	
Hourly Fees Charged	\$2,485.35
Total of Hourly Fees	\$2,485.35
<u>Expenses</u>	
Expenses	\$0.00
Total Expenses	\$0.00
Invoice Subtotal	\$2,485.35
Sales and Use Tax	0.00
Total Invoice	\$2,485.35

 Please detach and return this portion of the statement with your check to KCC.
 Please reference your Account Number and Invoice Number on your Remittance.

Account Number 70943FA
 Invoice Number US_KCC2366738
 Total Amount Due \$2,485.35

Check Payments to:
 Kurtzman Carson Consultants LLC
 Dept CH 16639
 Palatine, IL 60055-6639

Wire Payments to:
 Kurtzman Carson Consultants LLC
 HSBC Bank, NA
 452 Fifth Avenue, New York, NY 10018
 Account # 000183571
 FED ABA # 021001088
 ACH Routing # 022000020

Amount Paid \$

Kurtzman Carson Consultants LLC

09/01/2022 - 09/30/2022

Total Hourly Fees by Employee

<u>Initial</u>	<u>Employee Name</u>	<u>Position Type</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
AGN	Adam Gorman	SOL	11.30	\$193.50	\$2,186.55
JEE	James Lee	SEC	0.40	\$193.50	\$77.40
RMZ	Rossmery Martinez	SOL	0.20	\$184.50	\$36.90
SMZ	Stanley Martinez	SOL	1.00	\$184.50	\$184.50
			<i>Total</i>		<i>\$2,485.35</i>

Kurtzman Carson Consultants LLC

09/01/2022 - 09/30/2022

Time Detail

<u>Date</u>	<u>Employee</u>	<u>Description</u>	<u>Position Type</u>	<u>Category</u>	<u>Hours</u>
9/1/2022	JEE	Office conference w/ securities team re: service of DS hearing notice	SEC	Solicitation Fee App	0.20
Total for 9/1/2022					0.20
9/2/2022	JEE	Office conference w/ securities team re: status of case	SEC	Solicitation Fee App	0.20
Total for 9/2/2022					0.20
9/5/2022	AGN	Prepare solicitation matrix and tracking chart	SOL	Solicitation Fee App	1.60
Total for 9/5/2022					1.60
9/7/2022	AGN	Prepare and voting amount spreadsheet	SOL	Solicitation Fee App	1.50
Total for 9/7/2022					1.50
9/21/2022	AGN	Prepare voting amount spreadsheet and solicitation matrix	SOL	Solicitation Fee App	2.10
Total for 9/21/2022					2.10
9/22/2022	AGN	Prepare voting amount spreadsheet for solicitation	SOL	Solicitation Fee App	1.80
Total for 9/22/2022					1.80
9/27/2022	AGN	Prepare and update voting amount spreadsheet	SOL	Solicitation Fee App	1.60
Total for 9/27/2022					1.60
9/29/2022	AGN	Update and revise voting amount spreadsheet and solicitation matrix	SOL	Solicitation Fee App	2.70
9/29/2022	SMZ	Telephonic meeting with KCC case team regarding review of DS Motion and preparation of Solicitation Overview	SOL	Solicitation Fee App	0.80
9/29/2022	RMZ	Correspond with KCC case team re administrative review of Solicitation Overview tracker	SOL	Solicitation Fee App	0.20
Total for 9/29/2022					3.70
9/30/2022	SMZ	Update voting amount spreadsheet with unique identifier for all filed and scheduled claims	SOL	Solicitation Fee App	0.20
Total for 9/30/2022					0.20
Total Hours					12.90

Kurtzman Carson Consultants LLC

09/01/2022 - 09/30/2022

Expenses

Description

Units

Rate

Amount

Total Expenses

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

<p>In re:</p> <p>Zosano Pharma Corporation,¹</p> <p style="text-align: center;">Debtor.</p>	<p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p>	<p>Chapter 11</p> <p>Case No. 22-10506 (JKS)</p> <p>Obj. Deadline: Dec. 8, 2022 at 4:00 p.m.</p> <p>Hearing Date: TBD if objection filed</p>
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NOTICE OF FEE APPLICATION

PLEASE TAKE NOTICE that the Kurtzman Carson Consultants LLC, counsel to the above-captioned debtor and debtor in possession (the “**Debtor**”), filed the *Second Monthly Fee Application of Kurtzman Carson Consultants, as Administrative Advisor to the Debtor, for the Period from September 1, 2022 Through and Including September 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, **December 8, 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

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).

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 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: November 17, 2022

GREENBERG TRAURIG, LLP

/s/ Dennis A. Meloro

Dennis A. Meloro (DE Bar No. 4435)
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-and-

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Counsel for the Debtor and Debtor-in-Possession