IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	Chapter 11
Apple Tree Life Sciences, Inc., *et al,*[1]	Case No. 25-12177 (LSS) (Jointly Administered)
Debtors.	**Ref. Docket No. 1051**

FEE EXAMINER'S FINAL REPORT REGARDING SECOND QUARTERLY FEE APPLICATION OF QUINN EMANUEL URQUHART & SULLIVAN, LLP

Rucki Fee Review, LLC ("Rucki Fee Review"), the fee examiner appointed in the above-captioned chapter 11 cases and acting in its capacity as such (the "Fee Examiner"), hereby submits its final report (this "Final Report") regarding the *Second Interim Fee Application of Quinn Emanuel Urquhart & Sullivan, LLP for Compensation for Services Rendered and for Reimbursement of Expenses as Co-Counsel to the Debtors and Debtors in Possession for the Period April 1, 2026, through June 30, 2026* (the "Second Quarterly Fee Application") [Docket No. 1051] filed by Quinn Emanuel Urquhart & Sullivan, LLP (the "Firm").

BACKGROUND

1. In performance of its fee and expense review procedures and in preparation of its initial report provided to the Firm (the "Initial Report") and this Final Report designed to quantify and present factual data relevant to the requested fees, disbursements and expenses

[1] The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number include: Apple Tree Life Sciences, Inc. (4506); ATP Life Science Ventures, L.P. (8224); ATP III GP, Ltd. (6091); Apertor Pharmaceuticals, Inc. (3161); Initial Therapeutics, Inc. (2453); Marlinspike Therapeutics, Inc. (4757); Red Queen Therapeutics, Inc. (8563); Evercrisp Biosciences, Inc. (4437); Nine Square Therapeutics, Inc. (4503); and Nereid Therapeutics Incorporated (8493). The location of the Debtors' service address in these chapter 11 cases is 230 Park Avenue, Suite 2800, New York, NY 10169.

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contained in the Second Quarterly Fee Application consistent with its appointment order, Rucki Fee Review reviewed the Second Quarterly Fee Application, including each of the billing and expense entries subsumed therein, for compliance with section 330 of the Bankruptcy Code, Bankruptcy Rule 2016 and Local Rule 2016-1, as well as the *U.S. Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330—Appendix A* and the Firm's retention order. Rucki Fee Review also reviewed for a reasonable effort to comply with the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases Effective as of November 1, 2013* (the "Attorney Large Case Guidelines").

2. Rucki Fee Review did not prepare informal memos related to the fee applications of the Firm, but instead included its issues and questions in its Initial Report provided to the Firm. Rucki Fee Review thereafter conferred with the Firm regarding the Initial Report, and following such conferral includes its recommendations in this Final Report.

DISCUSSION

3. For the compensation period of April 1, 2026 through June 30, 2026, as set forth in the Second Quarterly Fee Application, the Firm seeks interim bankruptcy court approval in the amount of $2,802,859.20 as actual, reasonable and necessary fees and for expense reimbursement of $30,553.41.

4. Although it examines the matter on a case-by-case basis based on the facts and circumstances of each case and each applicant's role within a case (such as whether a firm is responsible for coordinating filing and scheduling of and hearing on multiple

professionals' fee applications) regardless of whether any given threshold is exceeded such that fees below its presumptive threshold may be unreasonable and fees above its presumptive threshold may be reasonable, to accommodate firms with small fees Rucki Fee Review generally does not consider time spent on fee issues to be presumptively unreasonable where less than 7% of total time has been charged for preparing fee applications and addressing fee issues. It applies these guidelines on a cumulative basis. Through the conclusion of the second quarterly fee period the Firm has charged approximately $91,618.65 ($101,798.50 prior to discounting) in fees relating to the Firm's fee applications and the fee applications of other debtor professionals on a cumulative basis (all of which relate to the Firm's fee applications). This amounts to approximately 1.1% of the Firm's total cumulative fees through the end of the second quarterly fee period. Subject to the agreed reductions set forth herein (which includes $1,902.60 of these fees ($2,114.00 prior to discounting)), Rucki Fee Review recommends approval of these fees as reasonable, necessary and appropriate but recognizes that certain of these fees were billed on account of fee applications not filed until after the conclusion of the second quarterly fee period. Rucki Fee Review will continue to analyze these fees on a cumulative basis in future fee periods.

5. Subject to the agreed reductions set forth herein, Rucki Fee Review considers the staffing breakdown during the second quarterly fee period (percentage of hours billed by partners, counsel, associates, staff attorneys and paraprofessionals respectively) to be appropriate. Rucki Fee Review notes that the Firm's billable rates actually charged to the estate reflect a discount provided to the debtors of 10% relative to standard hourly rates, in continuation of a prepetition arrangement. The Firm's blended hourly rate was $1,546.95 prior to

discounting ($1,373.41 after 10% and travel discounting) during the second quarterly fee period. This compares to $1,396.00 prior to discounting ($1,244.64 after 10% and travel discounting) during the first quarterly fee period and is equivalent to a senior associate at the current standard hourly rates of the Firm. The increase in blended rate relative to the first quarterly fee period owes principally to a greatly decreased utilization of contract attorneys for document review during the second quarterly fee period.

6. Further to the Firm's staffing, Rucki Fee Review notes that the Firm utilized 21[2] professionals or paraprofessionals to perform its work during the second quarterly fee period, which is decreased significantly from 54 persons during the first quarterly fee period as fewer persons were needed for document review and either of two state court litigations that were significantly more active during the first quarterly fee period. These 21 persons utilized by the Firm during the second quarterly fee period include five staff attorneys utilized to perform certain additional document review at reduced hourly rates, and two paraprofessionals. Six of the Firm's 21 personnel billed fewer than 15 hours during the second quarterly fee period. Rucki Fee Review gives additional scrutiny to time entries of those billing fewer than 15 hours in a quarter to address if the utilization of such particular persons was necessary for the case. After review, however, Rucki Fee Review considers the utilization of these persons to be appropriate subject to the agreed reductions set forth herein.

7. Rucki Fee Review notes that it is customary in cases before the Bankruptcy Court for a "reasonable effort" to comply with the Attorney Large Case Guidelines to include

[2] This number is stated as 17 in the Second Quarterly Fee Application, which excludes two law clerks and two paraprofessionals.

preparation of a quarterly budget and staffing plan for each applicable law firm agreed to by the client (debtor or committee). Here, the Firm did not attach a prospective budget and staffing plan for the second quarterly fee period to the Second Quarterly Fee Application. Rucki Fee Review conferred with the Firm regarding this and understands that a budget and staffing plan was not prepared and made operative due to the unpredictability of litigation work in these chapter 11 cases. Notwithstanding this, Rucki Fee Review has requested that both be prepared on a quarterly basis and attached to future quarterly fee applications in any event. Subject to the agreed reductions set forth herein, however, Rucki Fee Review considers the Firm's work to be well-coordinated within the Firm and with its fellow professionals.

8. Local Rule 2016-1 provides in section (d) that all fee applications shall include activity descriptions with sufficient detail to allow the Court to determine whether the time is actual, reasonable, and necessary, including complete and detailed activity descriptions with the time allotted to each activity and a separate description and a time allotment for each activity (i.e., activity descriptions should not be lumped). Each time allotment also shall include the nature of the activity (e.g., phone call, research) and subject matter of the activity (e.g., exclusivity motion, section 341 meeting). Local Rule 2016-1 also requires that activity descriptions individually identify meetings and hearings, along with each participant, the subject of the meeting or hearing, and the participant's role. Notwithstanding the Local Rule, and consistent with the practice of certain of the Bankruptcy Court's Judges, Rucki Fee Review does not object to "lumping" where a single timekeeper bills less than 0.5 hours during an entire day in the aggregate (not multiple lumped 0.5 entries).

9. Rucki Fee Review identified certain entries that it considers lumped or otherwise not fully compliant with the Local Rules. After conferral with the Firm, the Firm has agreed to a reduction of $32,000.00 ($35,555.56 prior to discounting) on account of these entries in compromise of Rucki Fee Review's request. For its remaining future fee applications, as with all other firms, Rucki Fee Review has requested the Firm minimize the number of entries that employ phrasing such as "attention to" and "coordinate" which sometimes are vague as to what work was performed *(i.e.*, drafting, reviewing, conferencing, etc.). Rucki Fee Review further requested that preparation time be separately billed from other activity, such as attending calls or hearings, and that the work done to prepare be specified wherever preparation time exceeds 2.0 hours in the aggregate for a given hearing or other event. Likewise, Rucki Fee Review requested the Firm ensure all e-mail correspondence and conferences identify the counterparties to the same and made certain other requests as to future entries.

10. Administrative tasks that are generally not compensable by a non-chapter 11 client or are clerical in nature are not compensable in chapter 11. Rucki Fee Review identified certain work it considered administrative in nature, and the Firm agreed to a fee reduction of $2,529.00 ($2,810.00 prior to discounting) on account of these fees in compromise of Rucki Fee Review's request.

11. Rucki Fee Review identified certain conferences, telephone calls or other matters that were billed inconsistently by the respective professionals, and/or conferences where the counterparty to the conversation did not bill an itemized charge for the discussion. Rucki Fee Review acknowledges that the latter can result from a professional intentionally or inadvertently not billing for a conference that actually occurred, or otherwise not being

billed. After discussion with the Firm, the Firm has agreed to a reduction of $26,196.75 ($29,107.50 prior to discounting) on account of these entries, representing the full amount of the difference in the non-matching entries and no reduction for the entries without a corresponding entry, which Rucki Fee Review considers an appropriate compromise.

12. Rucki Fee Review has identified certain entries where the various subentries did not total the time stated for the entry. In some cases, these underbilled; in other cases, they overbilled. In the aggregate after excluding an overbilled entry that was separately waived in its entirety, these entries amounted to a slight overbilling of $269.10 ($299.00 prior to discounting), and the Firm agreed to a fee reduction in this amount in compromise of Rucki Fee Review's request.

13. In addition to those other matters referenced herein, Rucki Fee Review requested the Firm waive or reduce certain fee entries for miscellaneous reasons. After discussion with the Firm, the Firm has agreed to a reduction of $11,970.00 ($13,300.00 prior to discounting) on account of these entries in compromise of Rucki Fee Review's request.

14. The Office of the United States Trustee takes the position that law clerks not yet admitted to the bar should charge a billable rate lower than associates who have been admitted to the bar of one or more states (or foreign jurisdictions) in the same class. The billable hour rates for the law clerks included in the Second Quarterly Fee Application are compliant with this policy.

15. With respect to the Firm's expense reimbursement request, Rucki Fee Review notes that for travel meals and lodging, it enforces the following per diem limitations: $25/breakfast, $35/lunch and $55/dinner, for Wilmington and all other U.S. locations, except for New

York City and London, $35/breakfast, $55/lunch and $70/dinner; for Washington DC, Chicago, Los Angeles and San Francisco, $30/breakfast, $45/lunch and $65/dinner. With respect to hotel charges, Rucki Fee Review generally considers room charges (inclusive of taxes) in excess of the following rates to be excessive absent satisfactory explanation from an applicant of the justification for exceeding such charges: $375/Wilmington; $550/New York City; $450/Boston and San Francisco; $400/ Washington, DC, Los Angeles, and London; $325/Chicago, Miami, Philadelphia and Pittsburgh; $300/Dallas and Houston; $275/Baltimore and Denver; $250 for all other U.S. locations.

16. Here, Rucki Fee Review requested and obtained additional information with respect to certain expense entries. After review and consideration of the same and conferral with the Firm, Rucki Fee Review requested the Firm reduce its expense reimbursement request by $2,374.99 on account of the foregoing limitations and certain other expense charges, which the Firm agreed to in compromise of Rucki Fee Review's request. Rucki Fee Review considers the balance of the Firm's expense reimbursement request to be reasonable, necessary and appropriate for reimbursement.

17. After accounting for the agreed fee reductions of $72,964.85 ($81,072.06 prior to discounting) and expense reductions of $2,374.99 discussed herein, Rucki Fee Review considers the balance of fees and expenses sought in the Second Quarterly Fee Application to be reasonable, necessary and appropriate under the circumstances.

CONCLUSION

18. Rucki Fee Review recommends the approval of the Second Quarterly Fee Application in the amount of $2,729,894.35 with respect to fees and the reimbursement of expenses in the

amount of $28,178.42, which amounts reflect the reductions agreed to with the Firm set forth herein on account of the Second Quarterly Fee Application.

Dated: October 26, 2026
Wilmington, Delaware

Respectfully submitted,

RUCKI FEE REVIEW, LLC
FEE EXAMINER

By: */s/ Justin H. Rucki*
Justin H. Rucki
President of Rucki Fee Review, LLC