

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

In re:

MOLECULAR TEMPLATES, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 25-10739 (BLS)

(Jointly Administered)

Re D.I.: 225, 226 & 227

**CERTIFICATION OF COUNSEL REGARDING OMNIBUS ORDER
GRANTING FINAL ALLOWANCE OF FEES AND EXPENSES
FOR CERTAIN PROFESSIONALS**

The undersigned counsel to the MTEM Liquidating Trust (the “Liquidating Trust”) in the above-captioned chapter 11 cases, hereby certifies as follows:

1. On September 2, 2025, the retained professionals (the “Professionals”) filed the following final fee applications (collectively, the “Fee Applications”) in accordance with the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals* (D.I. 96) (the “Interim Compensation Order”):²

- a. *Third Monthly Fee Application (for the Period from July 1, 2025 Through July 18, 2025) and Final Fee Application of Rock Creek Advisors, LLC, as Financial Advisor for the Debtors and Debtors in Possession, for Allowance of Compensation and for Reimbursement of All Actual and Necessary Expenses Incurred for the Period April 20, 2025 through and Including July 18, 2025 (D.I. 225, Filed 9/2/25);*
- b. *Final Fee Application of Kurtzman Carson Consultants, LLC dba Verita Global, as Administrative Advisor to the Debtors, for the Period from April 20, 2025 Through and Including July 18, 2025 (D.I. 226, Filed 9/2/25); and*
- c. *Fourth Monthly Fee Application (for the Period from July 1, 2025 Through July 18, 2025) and Final Fee Application of Morris, Nichols, Arsht & Tunnell LLP, as Bankruptcy Counsel for the Debtors and Debtors in Possession, for Allowance of*

¹ The Debtors in these chapter 11 cases, along with the Debtors’ federal tax identification numbers, are: Molecular Templates, Inc. (9596) and Molecular Templates OpCo, Inc. (6035). The Liquidating Trustee’s mailing address is: 124 Washington Street, Ste. 101 Foxboro, MA 02035.

² Capitalized terms not defined herein shall have the meanings ascribed to them in the Interim Compensation Procedures Order.



Compensation and for Reimbursement of All Actual and Necessary Expenses Incurred for the Period April 20, 2025 through and Including July 18, 2025 (D.I. 227, Filed 9/2/25).

2. Objections to the Fee Applications were to be filed no later than September 23, 2025, at 4:00 p.m. (ET), except with respect to the Morris Nichols fee application (D.I. 227), for which the deadline was extended to September 30, 2025, at 4:00 p.m. (ET) for the Office of the United States Trustee (the “U.S. Trustee”) (collectively, the “Objection Deadlines”).

3. Prior to the Objection Deadlines, Rock Creek Advisors, LLC and Morris, Nichols, Arsht & Tunnell LLP received informal comments from the U.S. Trustee and have each agreed to make voluntary reductions to their respective Fee Applications. These reductions are reflected in the proposed *Omnibus Order Granting Final Allowance of Fees and Expenses for Certain Professionals* (the “Proposed Order”), attached hereto as **Exhibit A**.

4. No answer, objection, or other responsive pleading to the Fee Applications appears on the Court’s docket in these chapter 11 cases.

5. Each of the Professionals and the U.S. Trustee were provided with an opportunity to review the Proposed Order and do not object to its entry.

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WHEREFORE, the Liquidating Trust respectfully requests that the Court enter the Proposed Order attached hereto as **Exhibit A** at its earliest convenience.

Dated: October 27, 2025
Wilmington, Delaware

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

/s/ Luke Brzozowski

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Counsel to the Liquidating Trust

Exhibit A

Proposed Order

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

In re:

MOLECULAR TEMPLATES, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 25-10739 (BLS)

(Jointly Administered)

Re: 225, 226, & 227

**OMNIBUS ORDER GRANTING FINAL ALLOWANCE
OF FEES AND EXPENSES FOR CERTAIN PROFESSIONALS**

These matters come to be heard, in accordance with the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals* (D.I. 96) (the “Interim Compensation Order”),² on the Final Fee Applications filed by the Professionals identified on **Exhibit 1** hereto for the periods set forth on such exhibits, and this Court having determined that proper and adequate notice of these matters has been given and that no other or further notice is necessary; and the requested compensation for the services detailed in the applicable Final Fee Applications being for reasonable and necessary services rendered by the applicable Professionals; the reimbursements for expenses detailed in the Final Fee Applications representing actual and necessary expenses incurred by the applicable Professionals in connection with these cases; the legal and factual bases set forth in the Final Fee Applications having established just cause for the relief granted herein; and after due deliberation thereon; and good and sufficient cause appearing therefor;

¹ The Debtors in these chapter 11 cases, along with the Debtors’ federal tax identification numbers, are: Molecular Templates, Inc. (9596) and Molecular Templates OpCo, Inc. (6035). The Liquidating Trustee’s mailing address is: 124 Washington Street, Ste. 101 Foxboro, MA 02035.

² Capitalized terms not defined herein shall have the meanings ascribed to them in the Interim Compensation Order.

IT IS HEREBY ORDERED:

1. Final compensation and reimbursement of expenses for the Professionals are hereby allowed as set forth in this Order, including **Exhibit 1** attached hereto.
2. The Debtors and/or Liquidating Trustee are authorized and directed to promptly disburse to each Professional payment in the amount of the difference between (a) 100% of the total fees and expenses allowed herein for such Professional as set forth in Column 8 on **Exhibit 1** attached hereto and (b) the actual payment received by such Professional for the period covered herein, subject to final allowance by the Court pursuant to the terms of the Interim Compensation Order.
3. This Order shall be deemed a separate order with respect to each of the Interim Fee Applications. Any stay of this Order pending appeal with respect to any one of the Professionals shall only apply to the particular Professional that is subject to such appeal and shall not operate to stay the applicability and/or finality of this Order with respect to any of the other Professionals.
4. The Debtors and/or Liquidating Trustee are authorized and empowered to take such actions as may be necessary and appropriate to implement the terms of this Order.
5. This Court shall retain jurisdiction with respect to all matters relating to the interpretation or implementation of this Order.
6. This Order shall be effective immediately upon entry.

Exhibit 1

DEBTORS' PROFESSIONALS							
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Applicant	Docket No.	Final Period	Total Fees Requested for the Final Period	Total Expenses Requested for the Final Period (100%)	Total Amount Requested for the Final Period (Fees and Expenses)	Voluntary Reduction	Total Amount Approved for the Final Period (Fees and Expenses)
Rock Creek Advisors, LLC	225	4/20/25-7/18/25	\$146,500.00	\$0.00	\$146,500.00	\$1,362.50 ¹	\$145,137.50
Kurtzman Carson Consultants, LLC	226	4/20/25-7/18/25	\$2,618.81	\$0.00	\$2,618.81	\$0.00	\$2,618.81
Morris, Nichols, Arsht & Tunnell LLP	227	4/20/25-7/18/25	\$1,047,235.00	\$9,759.68	\$1,056,994.68	\$1,695.95 ²	\$1,055,298.73
GRAND TOTAL			\$1,196,353.81	\$9,759.68	\$1,206,113.49	\$3,058.45	\$1,203,055.04

¹ This reflects a voluntary fee reduction of \$1,362.50 as agreed to with the U.S. Trustee.

² This reflects a voluntary fee reduction of \$1,695.95 as agreed to with the U.S. Trustee.