

<b>Fill in this information to identify the case:</b>	
Debtor 1	<u>SEQUENTIAL LICENSING, INC.</u>
Debtor 2	
(Spouse, if filing)	
United States Bankruptcy Court for the:	<u>District of Delaware</u>
	(State)
Case number	<u>2111196 JTD</u>

## Official Form 410

### Proof of Claim

04/22

Read the instructions before filling out this form. This form is for making a claim for payment in a bankruptcy case. Do not use this form to make a request for payment of an administrative expense. Make such a request according to 11 U.S.C. § 503.

Filers must leave out or redact information that is entitled to privacy on this form or on any attached documents. Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. Do not send original documents; they may be destroyed after scanning. If the documents are not available, explain in an attachment.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Fill in all the information about the claim as of the date the case was filed. That date is on the notice of bankruptcy (Form 309) that you received.

#### Part 1: Identify the Claim

1. Who is the current creditor?	<u>FRANCHISE TAX BOARD</u> Name of the current creditor (the person or entity to be paid for this claim) Other names the creditor used with the debtor _____																																																							
2. Has this claim been acquired from someone else?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. From whom? _____																																																							
3. Where should notices and payments to the creditor be sent?	<table border="1"><tr><th colspan="3">Where should notice to the creditor be sent?</th></tr><tr><td colspan="3"><u>BANKRUPTCY SECTION MS A340</u></td></tr><tr><td colspan="3"><u>FRANCHISE TAX BOARD</u></td></tr><tr><td colspan="3">Name _____</td></tr><tr><td><u>PO Box 2952</u></td><td colspan="2">_____</td></tr><tr><td>Number</td><td>Street</td><td></td></tr><tr><td><u>Sacramento</u></td><td><u>CA</u></td><td><u>95812-2952</u></td></tr><tr><td>City</td><td>State</td><td>ZIP Code</td></tr><tr><td>Contact phone</td><td colspan="2"><u>(916) 845-4750</u></td></tr><tr><td>Contact email</td><td colspan="2">_____</td></tr></table>	Where should notice to the creditor be sent?			<u>BANKRUPTCY SECTION MS A340</u>			<u>FRANCHISE TAX BOARD</u>			Name _____			<u>PO Box 2952</u>	_____		Number	Street		<u>Sacramento</u>	<u>CA</u>	<u>95812-2952</u>	City	State	ZIP Code	Contact phone	<u>(916) 845-4750</u>		Contact email	_____		<table border="1"><tr><th colspan="3">Where should payments to the creditor be sent? (if different)</th></tr><tr><td colspan="3">Name _____</td></tr><tr><td colspan="3">_____</td></tr><tr><td>Number</td><td>Street</td><td></td></tr><tr><td>_____</td><td>_____</td><td>_____</td></tr><tr><td>City</td><td>State</td><td>ZIP Code</td></tr><tr><td>Contact phone</td><td colspan="2">_____</td></tr><tr><td>Contact email</td><td colspan="2">_____</td></tr></table>	Where should payments to the creditor be sent? (if different)			Name _____			_____			Number	Street		_____	_____	_____	City	State	ZIP Code	Contact phone	_____		Contact email	_____	
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Federal Rule of Bankruptcy Procedure (FRBP) 2002(g)																																																								
Uniform claim identifier for electronic payments in chapter 13 (if you use one): _____																																																								
4. Does this claim amend one already filed?	<input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Claim number on court claims registry (if known) <u>128</u> Filed on <u>01/04/2024</u> MM / DD / YYYY																																																							
5. Do you know if anyone else has filed a proof of claim for this claim?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Who made the earlier filing? _____																																																							

Official Form 410

Proof of Claim



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**Part 2: Give Information About the Claim as of the Date the Case Was Filed**

<b>6. Do you have any number you use to identify the debtor?</b>	<input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor:	0499 _____ _____
<b>7. How much is the claim?</b>	<div>\$ <u>To Be Determined</u></div> <div><b>Does this amount include interest or other charges?</b> <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Attach statement itemizing interest, fees, expenses, or other charges required by Bankruptcy Rule 3001(c)(2)(A).</div>	
<b>8. What is the basis of the claim?</b>	<div>Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, or credit card.</div> <div>Attach redacted copies of any documents supporting the claim required by Bankruptcy Rule 3001(c).</div> <div>Limit disclosing information that is entitled to privacy, such as health care information.</div> <div><u>Taxes and/or fees</u></div>	
<b>9. Is all or part of the claim secured?</b>	<div><input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. The claim is secured by a lien on property.</div> <div><b>Nature of property:</b> <input type="checkbox"/> Real estate. If the claim is secured by the debtor's principle residence, file a <i>Mortgage Proof of Claim Attachment</i> (Official Form 410-A) with this <i>Proof of Claim</i>. <input type="checkbox"/> Motor vehicle <input type="checkbox"/> Other. Describe: _____</div> <div><b>Basis for perfection:</b> _____ Attach redacted copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded.)</div> <div><b>Value of property:</b> \$ _____ <b>Amount of the claim that is secured:</b> \$ _____ <b>Amount of the claim that is unsecured:</b> \$ _____ (The sum of the secured and unsecured amounts should match the amount in line 7.)</div> <div><b>Amount necessary to cure any default as of the date of the petition:</b> \$ _____</div> <div><b>Annual Interest Rate</b> (when case was filed) _____ % <input type="checkbox"/> Fixed <input type="checkbox"/> Variable</div>	
<b>10. Is this claim based on a lease?</b>	<div><input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Amount necessary to cure any default as of the date of the petition. \$ _____</div>	
<b>11. Is this claim subject to a right of setoff?</b>	<div><input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Identify the property: <u>See Attachment</u></div>	

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JAN 22 2024

KURTZMAN CARSON CONSULTANTS

12. Is all or part of the claim entitled to priority under 11 U.S.C. § 507(a)?

- ☐ No  
☒ Yes. Check all that apply.

A claim may be partly priority and partly nonpriority. For example, in some categories, the law limits the amount entitled to priority.

- ☐ Domestic support obligations (including alimony and child support) under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).
- ☐ Up to \$3,350\* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7).
- ☐ Wages, salaries, or commissions (up to \$15,150\*) earned within 180 days before the bankruptcy petition is filed or the debtor's business ends, whichever is earlier. 11 U.S.C. § 507(a)(4).
- ☒ Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8).
- ☐ Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5).
- ☐ Other. Specify subsection of 11 U.S.C. § 507(a) ( ) that applies.

Amount entitled to priority

\$ \_\_\_\_\_

\$ \_\_\_\_\_

\$ \_\_\_\_\_

\$ 0.00

\$ \_\_\_\_\_

\$ \_\_\_\_\_

\* Amounts are subject to adjustment on 4/01/25 and every 3 years after that for cases begun on or after the date of adjustment.

**Part 3: Sign Below**

The person completing this proof of claim must sign and date it. FRBP 9011(b).

If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Check the appropriate box:

- ☐ I am the creditor.
- ☒ I am the creditor's attorney or authorized agent.
- ☐ I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004.
- ☐ I am the guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.

I understand that an authorized signature on this *Proof of Claim* serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

I have examined the information in this *Proof of Claim* and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on date 01/9/2024  
MM / DD / YYYY

*Rebecca Estonilo*

/s/ REBECCA ESTONILO  
Signature

Print the name of the person who is completing and signing this claim:

Name REBECCA ESTONILO  
First name Middle name Last name

Title Franchise Tax Board Claim Agent

BANKRUPTCY SECTION MS A340

Company FRANCHISE TAX BOARD  
Identify the corporate servicer as the company if the authorized agent is a servicer.

Address PO Box 2952  
Number Street

Sacramento CA 95812-2952  
City State ZIP Code

Contact phone (916) 845-4750 Email

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JAN 22 2024

KURTZMAN CARSON CONSULTANTS



STATE OF CALIFORNIA  
BANKRUPTCY SECTION MS A-340  
FRANCHISE TAX BOARD  
PO BOX 2952  
SACRAMENTO CA 95812-2952

Date: 01/19/24

Bankruptcy Case Number:

2111196 JTD

Account Number(s):

XXX0499XXX

### Proof of Claim

SQBG CLAIMS PROCESSING CENTER  
c/o KURTZMAN CARSON CONSULTANTS LLC

222 N. PACIFIC COAST HIGHWAY, SUITE 300  
EL SEGUNDO CA 90245

Liability Type:

BANK AND CORPORATION

Debtor(s): SEQUENTIAL LICENSING, INC.

### Total Claim Amount: \$ To Be Determined

Secured  
Claim: \$

Unsecured Priority  
Claim: \$

Unsecured General  
Claim: \$

### Basis of Liability Statement

Claim	Basis	Period	Tax	Penalty	Interest	Costs	Total Claim
B	4	12/31/2018	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
B	4	12/31/2019	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
B	4	12/31/2020	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
C	4	12/31/2019	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
T	4	12/31/2021	\$0.00	\$0.00	\$0.00	\$0.00	TBD

#### Claim

- A. Secured
- B. Unsecured Priority
- C. Unsecured General
- T. To Be Determined

#### Basis

- 1. Tax Return Filed with Balance Due
- 3. No Tax Return Filed
- 4. Audit Assessment
- 5. Other

The Franchise Tax Board Bankruptcy Section takes an active role in resolving bankruptcy issues. We can receive delinquent tax returns and encourage correspondence and telephone calls. We provide assistance to prevent unnecessary litigation. Call (916) 845-4750 or fax (916) 845-9799 if you need assistance.



STATE OF CALIFORNIA  
BANKRUPTCY SECTION MS A340  
FRANCHISE TAX BOARD  
PO BOX 2952  
SACRAMENTO CA 95812-2952

Bankruptcy Case Number: 2111196 JTD  
Petition Date: 08/31/2021

Debtor(s): SEQUENTIAL LICENSING, INC.

## Attachment

The Franchise Tax Board (FTB) reserves the right to amend this claim in accordance with applicable law, including, without limitation, modifying the amounts:

- Based on any audit or investigation conducted by FTB related to any of the tax years on this *Proof of Claim*, including any filed income tax returns.
- Based on additional penalties and/or interest related to tax years on the *Proof of Claim*.
- Claimed as an administrative expense, as a secured claim, as an unsecured priority claim, or as an unsecured general claim for the purposes of this bankruptcy case.

FTB's records indicate a tax return has **not** been filed for the following tax year(s):  
N/A.

Accordingly, FTB reserves the right to amend this claim based upon receipt of such income tax return(s), any audit or investigation of such tax return(s), or any other audit or investigation.

Except to the extent stated herein, FTB has not identified a right of setoff or counterclaim. However, this determination is based on available data and is not intended to waive any right of setoff against this claim of debts owed to this debtor by FTB or any other state agency. All rights of setoff are preserved and will be asserted to the extent lawful.

FTB recorded or filed the following *Notice(s) of State Tax Lien* related to the liabilities in this *Proof of Claim*:

Lien Certificate Number	Recording/ Filing Date	County Recorder or Secretary of State	Recording Information	Tax Years
N/A	N/A	N/A	N/A	N/A

Franchise Tax Board (FTB) is asserting "TBD" protective claims for TYE 12/21 based on information from the Internal Revenue Service. Such information suggests the debtor may have additional liabilities which may have an impact on the company's state tax obligations. The claim figures once determined will be amended accordingly. FTB reserves the rights to amend its claim for these years if it is determined that the Federal adjustments are applicable to California.

FTB records indicate that debtor Sequential Brands Group Inc., jointly administered bankruptcy case number 21-11194-JTD, filed tax returns identifying SQBG, Inc. as the key corporation for the various related debtor entities (collectively, the "Combined Group"). The key corporation acts as a surety for any and all unpaid tax obligations owed by the Combined Group and is liable for the entire tax obligations owed by the Combined Group. At this time, FTB determined SQBG, Inc. is an invalid key corporation. As such, FTB has filed protective claims against each related debtor entity in the aggregate amount of FTB's current estimate of the unpaid tax obligation of the Combined Group.