

UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF GEORGIA  
ATLANTA DIVISION

<p>In re:</p> <p>WELLMADE FLOOR COVERINGS INTERNATIONAL, INC., <i>et al.</i>,<sup>1</sup></p> <p style="text-align: center;">Debtors.</p>	<p>Chapter 11</p> <p>Case No. 25-58764</p> <p>(Jointly Administered)</p>
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**NOTICE OF FIRST AND FINAL FEE APPLICATION OF HILCO CORPORATE FINANCE, LLC FOR ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES AS INVESTMENT BANKER FOR THE DEBTORS AND DEBTORS IN POSSESSION FOR THE PERIOD FROM AUGUST 4, 2025, THROUGH AND INCLUDING THE CLOSING DATE**

**PLEASE TAKE NOTICE** that, on February 5, 2026, Hilco Corporate Finance, LLC (the “Applicant”) filed its *First and Final Fee Application of Hilco Corporate Finance, LLC for Allowance of Compensation for Services Rendered and Reimbursement of Expenses as Investment Banker for the Debtors and Debtors in Possession for the Period from August 4, 2025 through and Including the Closing Date* (the “Application”). Pursuant to the Fifth Amended and Restated General Order No. 24-2018, the Court may consider this matter without further notice or hearing if no party in interest files a response or objection **within twenty-one (21) days** from the date of service of this notice. **If you object to the relief requested in this pleading, you must timely file your objection with the Bankruptcy Clerk at Clerk at the United States Bankruptcy Court for the Northern District of Georgia, 75 Ted Turner Drive, SW, Suite 1340, Atlanta, Georgia 30303, and serve a copy on the Debtors’ attorney, at Greenberg Traurig, LLP, Terminus 200, 3333 Piedmont Road, NE, Suite 2500, Atlanta, Georgia 30305, Attn: John D. Elrod ([elrodj@gtlaw.com](mailto:elrodj@gtlaw.com)) and Allison J. McGregor ([Allison.McGregor@gtlaw.com](mailto:Allison.McGregor@gtlaw.com)), and any other appropriate persons by the objection deadline.** The response or objection must explain your position and be actually received by the Bankruptcy Clerk within the required time.

A hearing on the Application has been scheduled for March 11, 2026. The Court will hold a hearing on the Application at **10:15 a.m. (prevailing Eastern Time) on March 11, 2026 in Courtroom 1201, United States Courthouse, 75 Ted Turner Drive, SW, Atlanta, Georgia 30303.**

If an objection or response is timely filed and served, the hearing will proceed as scheduled. **If you do not file a response or objection within the time permitted, the Court may grant the**

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, include: Wellmade Industries MFR. N.A LLC (1058) and Wellmade Floor Coverings International, Inc. (8425). The mailing address for the Debtors for purposes of these chapter 11 cases is: 1 Wellmade Drive, Cartersville, GA 30121.



**relief requested in the Application without further notice and without holding the scheduled hearing** provided than an order approving the relief requested is entered at least one business day prior to the scheduled hearing. If no objection is timely filed, but no order is entered granting the relief requested at least one business day prior to the scheduled hearing, the hearing will be held as scheduled.

**Your rights may be affected. You should read these papers carefully and discuss them with your attorney, if you have one in this bankruptcy case. If you do not have an attorney, you may wish to consult one.**

Date: February 5, 2026  
Atlanta, Georgia

Respectfully submitted,

**GREENBERG TRAUIG, LLP**

*/s/ John D. Elrod*

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*Counsel for the Debtors and Debtors in Possession*

**CERTIFICATE OF SERVICE**

I hereby certify that on February 5, 2026, all ECF participants registered in this case were served electronically with the foregoing through the Court's ECF system at their respective email addresses registered with this Court. The Debtors' claims and noticing agent, Kurtzman Carson Consultants LLC d/b/a Verita Global, will be filing a supplemental certificate of service on the docket to reflect any additional service of the foregoing, including on the Limited Service List.

Dated: February 5, 2026  
Atlanta, Georgia

Respectfully submitted,

**GREENBERG TRAURIG, LLP**

/s/ John D. Elrod

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*Counsel for the Debtors and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF GEORGIA  
ATLANTA DIVISION**

In re:

WELLMADE FLOOR COVERINGS  
INTERNATIONAL, INC., et al.,<sup>1</sup>

Debtors.

Chapter 11

Case No. 25-58764

(Jointly Administered)

**SUMMARY OF FIRST AND FINAL FEE APPLICATION OF HILCO CORPORATE FINANCE, LLC FOR ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES AS INVESTMENT BANKER FOR THE DEBTORS AND DEBTORS IN POSSESSION FOR THE PERIOD FROM AUGUST 4, 2025, THROUGH AND INCLUDING THE CLOSING DATE**

Name of Applicant:	Hilco Corporate Finance, LLC (“HCF”)
Services Provided to:	Debtors and Debtors-in-Possession
Date Order Granting Retention was signed:	September 9, 2025 [ECF No. 152]
Period for this Application:	August 4, 2025, through and including the Closing Date
Amount of Compensation Sought as Actual, Reasonable and Necessary for the Compensation Period: <sup>2</sup>	<b>Sale Transaction Fee of \$1,170,000.00</b> (As of the Date of this Application, \$100,000.00 has been paid as Monthly Fee and \$1,070,000.00 remains outstanding)
Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary for the Compensation Period:	\$7,167.46 (As of the Date of this Application, \$3,833.02 has been paid and \$3,334.44 remains outstanding)

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, include: Wellmade Industries MFR. N.A LLC (1058) and Wellmade Floor Coverings International, Inc. (8425). The mailing address for the Debtors for purposes of these chapter 11 cases is: 1 Wellmade Drive, Cartersville, GA 30121.

<sup>2</sup> HCF has not filed any prior interim or final applications for fees and reimbursement of expenses in these cases. All Monthly Fees paid are credited towards the Total Transaction Fee per HCF’s Engagement Letter

<b>FIRST AND FINAL FEE APPLICATION OF HCF</b>	
<b>TIME RECORDS BY PROFESSIONAL</b>	
<b>AUGUST 4, 2025, THROUGH AND INCLUDING THE CLOSING DATE</b>	
<b>TIMEKEEPER</b>	<b>TOTAL HOURS</b>
Teri Stratton, Executive Director	102.0
Richard Klein, Executive Director	18.5
Emily Xiao, Vice President	109.5
Michael Stotz, Associate	28.0
Luke Melanson, Analyst	72.5
<b>TOTAL<sup>3</sup></b>	<b>330.5</b>

<b>FIRST AND FINAL FEE APPLICATION OF HCF</b>	
<b>EXPENSE SUMMARY</b>	
<b>AUGUST 4, 2025, THROUGH AND INCLUDING THE CLOSING DATE</b>	
<b>Expense Category</b>	<b>Total Expense</b>
Airfare	4,499.78
Lodging	1,430.93
Ground Transportation	937.48
Internet	40.00
Meals	252.78
Computer Supplies	6.49
<b>Total</b>	<b>7,167.46</b>

<sup>3</sup> The Total Hours reflect only the period from the bankruptcy filing date (August 4, 2025) through the Closing Date and exclude all time incurred between HCF's engagement date (May 21, 2025) and the bankruptcy filing date.

UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF GEORGIA  
ATLANTA DIVISION

In re:

WELLMADE FLOOR COVERINGS  
INTERNATIONAL, INC., et al.,<sup>4</sup>

Debtors.

Chapter 11

Case No. 25-58764

(Jointly Administered)

**FIRST AND FINAL FEE APPLICATION OF HILCO CORPORATE FINANCE, LLC  
FOR ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED AND  
REIMBURSEMENT OF EXPENSES AS INVESTMENT BANKER FOR THE  
DEBTORS AND DEBTORS IN POSSESSION FOR THE PERIOD FROM  
AUGUST 4, 2025, THROUGH AND INCLUDING THE CLOSING DATE**

Pursuant to sections 105, 327(a) and 328(a) of Title 11 of the United States Code (as amended, the “Bankruptcy Code”), Rules 2014(a) and 2016 of the Federal Rules of Bankruptcy Procedure (as amended, the “Bankruptcy Rules”), Procedure J of the *Second Amended and Restated General Order 26-2019, Procedures for Complex Chapter 11 Cases*, dated February 6, 2023 (the “Complex Case Procedures”), and the Court’s *Order Authorizing the Retention and Employment of Hilco Corporate Finance, LLC as Investment Banker to the Debtors and Debtors in Possession Pursuant to 11 U.S.C. §§ 327(a) and 328(a), Effective as of the Petition Date* entered on September 9, 2025 [ECF No. 152], Hilco Corporate Finance, LLC (“HCF”) submits its first and final application (the “Application”) for: (a) final allowance and payment of compensation for professional services rendered as investment banker for the above-captioned debtors and debtors-in-possession (collectively, the “Debtors”) incurred during the period from August 4, 2025, through and including the Closing Date (the “Compensation Period”) in the amount of \$1,177,167.46, comprised of (a) a \$1,170,000.00 Sale Transaction Fee; plus (b) reimbursement for

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<sup>4</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, include: Wellmade Industries MFR, N.A LLC (1058) and Wellmade Floor Coverings International, Inc. (8425). The mailing address for the Debtors for purposes of these chapter 11 cases is: 1 Wellmade Drive, Cartersville, GA 30121.

the actual and necessary expenses incurred by HCF during the Compensation Period in the amount of \$7,167.46. \$100,000.00 of Monthly Fees, which are fully credited to the Sale Transaction Fee, and \$3,833.02 of the Expense Reimbursement have been fully paid as the Date of this Application. The total payment amount sought is \$1,073,334.44, compromised of (a) outstanding Sales Transaction Fee of \$1,070,000.00, and (b) outstanding Expense Reimbursement of \$3,334.44.

### **JURISDICTION AND VENUE**

1. This Court has jurisdiction to consider this Application pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding under 28 U.S.C. § 157(b).
2. Venue is proper in this Court pursuant to 28 U.S.C. §§ 1408 and 1409.
3. The statutory bases for the relief sought in this Application are sections 105, 327(a) and 328(a) of the Bankruptcy Code, rules 2014(a) and 2016 of the Bankruptcy Rules, and Complex Case Procedure J.

### **RELIEF REQUESTED**

4. By this Application, HCF requests compensation for professional services rendered as investment banker for the Debtors and incurred during the Compensation Period in the total amount of \$1,170,000.00 (which includes the Sale Transaction Fee in the amount of \$1,170,000.00) and reimbursement for the actual and necessary expenses incurred by HCF during the Compensation Period in the amount of \$7,167.46. Time records documenting the work performed by HCF's professionals are attached hereto as **Exhibit A**. As authorized by the Retention Order: (a) HCF kept track of its time during the Compensation Period in half-hour (.5) increments; and (b) the time records indicate the total hours incurred by each professional for each day and provide a reasonably detailed description of the nature of the work performed. In accordance with the Retention Order, HCF's non-investment banking professionals and personnel in administrative departments were not required to maintain time records.

## **BACKGROUND**

### **A. Case Background and Prepetition Marketing Process**

5. HCF was first engaged by the Debtors on May 21, 2025. In the months preceding the Petition Date, HCF performed extensive services in connection with advising on and facilitating a potential sale of the Debtors' business or substantially all of its assets (the "Prepetition Marketing Process"). Upon engagement and prior to the Petition Date, HCF immediately began conducting due diligence with respect to the Debtors' assets and operations in preparation for commencing a marketing process. HCF worked in collaboration with the Debtors' management team to compile marketing materials - including a Confidential Information Memorandum (CIM) and a "teaser" - and to identify and recommend potential buyers and investors in connection with a transaction. HCF began contacting potential buyers during the prepetition period, and assisted in securing debtor-in-possession financing. In total, HCF contacted approximately one hundred (100) strategic and financial potential buyers, of which approximately forty (40) ultimately negotiated confidentiality agreements and were provided with a confidential information memorandum. HCF received four (4) indications of interest from potential buyers, and eventually two (2) from potential debtor-in-possession lenders during this prepetition process. Concurrently, HCF negotiated various forbearance agreements with the Debtors' largest creditor, Northwest Bank, and eventually with AHF IC, LLC ("AHF"), a key customer of the Debtors who purchased Northwest Bank's debt.

6. On August 4, 2025 (the "Petition Date"), each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code (the "Chapter 11 Cases"). On August 26, 2025, the Debtors filed the *Application of the Debtors and Debtors in Possession for Entry of an Order Authorizing the Retention and Employment of Hilco Corporate Finance, LLC as Investment Banker to the Debtors and Debtors in Possession Pursuant to 11 U.S.C. §§ 327(a) and 328(a), Effective as of the Petition Date* [ECF No. 107] (the "Retention Application").

7. Pursuant to the *Order Authorizing the Retention and Employment of Hilco Corporate Finance, LLC as Investment Banker to the Debtors and Debtors in Possession Pursuant*

to 11 U.S.C. §§ 327(a) and 328(a), Effective as of the Petition Date entered on September 9, 2025 [ECF No. 152] (the “Retention Order”), HCF was retained by the Debtors as investment banker in connection with the Chapter 11 Cases. The Retention Order authorized HCF to be compensated in accordance with the terms and conditions of the engagement letter attached as Exhibit B to the Retention Application, (the “Engagement Letter”), and to be reimbursed for actual and necessary out-of-pocket expenses.

#### **B. Postpetition Marketing Process and Sale**

8. Shortly after the Petition Date, the Debtors filed the *Motion of the Debtors for Entry of Orders (I)(A) Establishing Bidding Procedures Relating to the Sale of the Debtors' Assets, (B) Approving the Debtors' Entry Into the Stalking Horse Purchase Agreement and Related Bid Protections, (C) Establishing Procedures Relating to the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, (D) Approving Form and Manner of Notices Relating Thereto, (E) Scheduling a Hearing to Consider the Proposed Sale, and (F) Granting Related Relief; and (II)(A) Approving the Sale of the Debtors' Assets Free and Clear of All Liens, Claims, Encumbrances, and Interests, (B) Authorizing the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, and (C) Granting Related Relief* [ECF No. 38] (the “Bidding Procedures and Sale Motion”) requesting approval of the Initial Stalking Horse Asset Purchase Agreement (as defined below) and the Bidding Procedures (as defined in the Bidding Procedures and Sale Motion).

9. On August 25, 2025, the Court approved the Bidding Procedures and Sale Motion and entered the *Order (A) Establishing Bidding Procedures Relating to the Sale of the Debtors' Assets, (B) Approving the Debtors' Entry Into the Stalking Horse Purchase Agreement and Related Bid Protections, (C) Establishing Procedures Relating to the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, (D) Approving Form and Manner of Notices Relating Thereto, (E) Scheduling a Hearing to Consider the Proposed Sale, and (F) Granting Related Relief* [ECF No. 99] (the “Bidding Procedures Order”).

10. The Debtors and AHF (or the “Stalking Horse Bidder”) entered into that certain *Asset Purchase Agreement* (the “Initial Stalking Horse Asset Purchase Agreement”) attached as Exhibit 2 to the Bidding Procedures and Sale Motion.

11. Following the Petition Date and entry of the Bid Procedures Order, HCF continued to conduct a marketing process to solicit qualified bids for the sale of the Debtors’ assets pursuant to Section 363 of the Bankruptcy Code. During this time, HCF conducted management meetings with several parties interested in acquiring the Debtors’ assets. Concurrently, the Debtors and their advisors continued to negotiate a potential private sale of the Debtors’ assets with the Stalking Horse Bidder. As a result of those negotiations, an agreement was reached regarding the terms of a private sale. On September 17, 2025, the Debtors’ counsel filed the *Notice of Cancellation of Auction* [ECF No. 177]

12. On October 8, 2025, the Court entered the *Order (A) Approving the Private Sale of the Debtors' Assets Free and Clear of All Liens, Claims, Encumbrances, and Interests, (B) Authorizing the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, and (C) Granting Related Relief* [ECF No. 220] (the “Sale Order”) thereby approving, among other things, the Sale (as defined in the Sale Order).

### **TERMS OF HCF’S RETENTION**

13. Pursuant to the Engagement Letter, HCF was retained by the Debtors to provide the following transaction services:

- (a) Becoming familiar, to the extent HCF deems appropriate, with the commercial, financial, operational, and legal circumstances of the Debtors. HCF anticipated that this would include consideration of one or more potential Transactions<sup>5</sup> and other value-maximizing strategies that the Debtors may consider;

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<sup>5</sup> In the Engagement Letter, the term “Transaction” means and includes (i) any sale of all or a substantial portion of the Company’s equity, assets, or operations pursuant to section 363 of the Bankruptcy Code or (ii) a sale, restructuring, or reorganization of all or a substantial portion of the Company’s assets or equity pursuant to Article 9 of the Uniform Commercial Code (as applicable in all relevant jurisdictions), (iii) any other insolvency process,

- (b) Identifying and recommending to the Debtors' potential buyers and capital sources in connection with a Transaction;
- (c) With the Debtors' assistance, creating written materials (e.g., a "teaser," confidential information memorandum, management presentation, form of Non-Disclosure Agreement) to be used in presenting the Transaction opportunity to prospective buyers and capital sources;
- (d) Soliciting and reviewing proposals and making recommendations and advising the Debtors in negotiating proposals concerning a Transaction;
- (e) Assisting the Debtors in responding to the due diligence review of interested parties with respect to a Transaction, including by managing a Virtual Data Room ("VDR"), and assisting the Debtors in organizing, populating, and maintaining the VDR;
- (f) Assisting the Debtors in soliciting, evaluating, and negotiating Transaction proposals;
- (g) Assisting the Debtors and their other professional advisors in negotiating definitive documentation concerning a Transaction and otherwise assisting in the process of closing a Transaction;
- (h) Assisting with the preparation of Court motions related to a Transaction;
- (i) Consulting with other retained parties, lenders, creditors' committee, and other parties-in-interest;

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in each case whether effectuated through a credit bid, a cash payment, the assumption of liabilities, or any combination thereof.

In the Engagement Letter, the term "Sale Transaction" means and includes any transaction or series of related transactions that constitute the sale, restructuring, reorganization, or disposition to one or more third parties (including without limitation any person, group of persons, partnerships, corporation, limited liability corporation, or other entities, and also including, among others, any of the existing owners, shareholders, members, employees, or creditors of any entity comprising the Company and/or the affiliates of each) of: (a) all or a substantial portion of the equity securities or membership interests of any entity comprising the Company or any interest held by any entity comprising the Company, (b) any substantial portion of the assets (including the assignment of any material contracts) or operations of any entity comprising the Company or any joint venture or partnerships or other entity formed by the Company, in either case including without limitation through: (i) a sale or exchange of capital stock, options, or assets with or without a purchase option, (ii) a merger, consolidation, or other business combination, (iii) an exchange or tender offer, (iv) a recapitalization, (v) the formation of a joint venture, partnership, or similar entity, and/or (vi) any similar transaction.

In the Engagement Letter, the term "Capital Raise Transaction" means and includes any transaction or series of related transactions that constitute the raising, refinancing, or restructuring of any debt and/or equity capital from one or more third-parties (including without limitation any person, group of persons, partnerships, corporation, limited liability corporation, or other entities, and also including, among others, creditors of any entity comprising the Company and/or the affiliates of each).

- (j) Participating in Court hearings and providing testimony in connection with a Transaction; and
- (k) Performing such other tasks as appropriate and as may reasonably be requested by the Debtors' management or counsel.

14. The Retention Order approved the payment of certain fees and reimbursement of expenses to HCF, as set forth in detail in the Retention Application and the Engagement Letter (the "Fee and Expense Structure"). Specifically, the Fee and Expense Structure is as follows:

- (a) **Monthly Fee.** A monthly fee (the "Monthly Fee") equal to \$20,000.00 payable for the services it provides in the month in which such payment is made. All such Monthly Fees shall be fully earned upon payment and non-refundable. All such Monthly Fees shall be credited against the Sale Transaction Fee or the Capital Raise Fee, as applicable.
- (b) **Sale Transaction Fee.** In the event the Debtors first close a Sale Transaction, a fee (the "Sale Transaction Fee") shall be paid directly out of the gross proceeds of the Sale Transaction in an amount equal to the greater of (1) \$650,000.00, or (2) 2.0% of the Transaction Value
- (c) **Capital Raise Fee.** In the event the Debtors first close a Capital Raise Transaction, a fee (the "Capital Raise Fee") shall be paid directly out of the gross proceeds of the Sale Transaction in an amount equal to the greater of (1) \$650,000.00, or (2) the sum of (i) 2.0% of the committed amount of any Senior Debt, (ii) 3.5% of the committed amount of any Junior Debt, and (iii) 5.0% of the committed amount of any Equity or Equity Linked Capital. The Capital Raise Fee will apply to all raised capital, regardless of whether such amounts funded as of closing
- (d) **Expenses.** Additionally, the Debtors will reimburse HCF for all reasonably out-of-pocket expenses incurred in connection with the Engagement Letter, including those related to travel, meals, lodging, and attorneys' fees as well as ancillary costs such as research, printing, duplicating, postage and shipping, database access charges, and other miscellaneous expenses incurred prior to termination or expiration of the Engagement Letter. HCF shall bill the Debtors for its reimbursable expenses each month. Invoices are due and payable on the date of issue and the Debtors hereby agree to pay any such invoices within thirty (30) days of the invoice date.

15. The fees requested herein for the Compensation Period are calculated as follows, as reflected on **Exhibit B:**

- (a) Sale Transaction Fee of \$1,170,000.00, pursuant to paragraph 2(b) of the Engagement Letter.

**SUMMARY OF SERVICES RENDERED**

16. The breakdown of total hours for each professional during the Compensation Period are as follows:

TIMEKEEPER	TOTAL HOURS
Teri Stratton, Executive Director	102.0
Richard Klein, Executive Director	18.5
Emily Xiao, Vice President	109.5
Michael Stotz, Associate	28.0
Luke Melanson, Analyst	72.5
<b>TOTAL</b>	<b>330.5</b>

17. The following summary describes certain key services provided by HCF to the Debtors during the Compensation Period:

- (a) Sale Related Services. HCF worked to develop and execute a process to market substantially all of the Debtors' assets (collectively, the "Assets"). Such marketing and sale process included (1) identifying the Assets; (2) developing marketing materials describing the Assets, their history, their use, and the opportunities the Assets present; (3) assist the Debtors with the development of projections showing the potential financial opportunities for the Assets, (4) managing and populating a VDR containing information concerning the Assets; (5) identifying and contacting potential strategic and financial buyers for the Assets; (6) facilitating due diligence gathering via phone and in person meetings with potential buyers; and (7) negotiating transaction structure with potential buyers interested in acquiring the Assets. HCF's services were necessary to ensure that the sale process would maximize value to the Debtors' estates.

In connection with marketing the Assets, HCF contacted approximately 100 potential strategic and financial buyers. Ultimately, approximately 40 potential buyers executed a non-disclosure agreement and were given access to the VDR. Throughout the marketing process, HCF worked with all interested parties to consider all viable purchase opportunities. Thereafter, HCF solicited bids for the Assets in accordance with the procedures approved by the Court.

- (b) Discussions and Meetings with Company and Other Key Parties. HCF engaged in extensive communications and correspondence with the Debtors' management and the Debtors' other advisors in the Chapter 11 Cases. HCF advised the Debtors on numerous aspects of the sale, and in particular, spent significant time assisting the Debtors with recurring update calls, coordinating messaging to stakeholders and advisors, and discussions regarding the marketing of the Assets and the sale.
- (c) Attendance in Court. HCF prepared for and attended (either in-person or telephonically) Court hearings throughout these Chapter 11 Cases.
- (d) Preparation and Review of Court Filings. To prepare for Court hearings, among other things, HCF reviewed pleadings filed with the Court concerning the matters scheduled to be heard and prepared for testimony in connection with the Sale. HCF assisted in the preparation of certain pleadings, including various declarations, as well as prepared and reviewed its retention documents.
- (e) Administrative and Internal HCF Meetings. HCF spent time on various administrative matters, including participating in regular internal meetings and calls, preparation for meetings with the Debtors, discussing case strategy and preparing for hearings in the Chapter 11 Cases.

### **EXPENSES**

18. HCF incurred out-of-pocket disbursements during the Compensation Period in the amount of \$7,167.46, as described more fully in attached **Exhibit C**. As of the date of this application, \$3,833.02 has been paid to HCF.

### **BASIS FOR RELIEF**

19. Section 328(a) authorizes an estate representative, with court approval, to employ a professional person "on any reasonable terms and conditions of employment, including on a retainer, on an hourly basis, or on a contingent fee basis." 11 U.S.C. § 328(a). Accordingly, Section 328(a) of the Bankruptcy Code permits the compensation of professionals, including investment bankers, on flexible terms that reflect the nature of their services and prevailing market conditions.

20. Courts consistently find that the purpose of Section 328 of the Bankruptcy Code is to permit the pre-approval of compensation arrangements as a method of insuring that the most competent professionals would be available to provide services in bankruptcy cases. *In re National*

*Gypsum Co.*, 123 F.3d 861, 862-63 (5th Cir. 1997) (“If the most competent professionals are to be available for complicated capital restructurings and the development of corporate reorganization, they must know what they will receive for their expertise and commitment. Courts must protect those agreements and expectations, once found to be acceptable.”). Once the terms of a professional’s retention have been approved under section 328(a) of the Bankruptcy Code, the agreed-upon compensation cannot be altered unless the agreed terms “prove to have been improvident in light of the developments not capable of being anticipated at the time of fixing of such terms and conditions.” 11 U.S.C. § 328(a); *In re Smart World Techs.*, 552 F.3d. 228, 232 (2d. Cir. 2009) (“Where the court pre-approves the terms and conditions of the retention under section 328(a), its power to amend those terms is severely constrained.”); see also *In re Relativity Fashion, LLC*, No. 15-11989 (MEW), 2016 WL 8607005, at \*\*2-3 (Bankr. S.D.N.Y. Dec. 16, 2016) (Wiles, J.) (“under Section 328(a), reasonableness is judged in advance, and the issue is not revisited except in the very narrow circumstances permitted by the statute. If you agree to hire someone on a flat fee or percentage-fee basis, there should be some comfort that the compensation will be paid and that a court will not simply impose a new and different deal after all the work has been done.”); *In re Graces Restaurant Group, Inc.*, No. 18-19054 (JNP), 2019 WL 182547, at \*4 (Bankr. D.N.J. Jan. 11, 2019) (“Section 328 permits a debtor to seek court approval to determine the reasonableness of a fee arrangement before services are rendered”).

21. Here, Debtors’ Retention Application for HCF clearly and unambiguously invoked the provisions of Section 328. Indeed, HCF’s Retention Application specifically and unambiguously invokes Section 328 directly in connection with HCF’s proposed compensation in the Chapter 11 Cases, “All of HCF’s compensation set forth in the Engagement Letter—including, without limitation, the Fee and Expense Structure and the indemnification and related obligations in the Engagement Letter—are approved pursuant to Bankruptcy Code section 328(a), subject to final Order of the Court and HCF shall be compensated, reimbursed, and indemnified pursuant to Bankruptcy Code section 328(a) in accordance with the terms of, and at the times specified in, the

Engagement Letter, as modified by this Order.” Express approval of HCF’s request for indemnification is specifically provided in paragraph 16 of the Retention Application. HCF’s Retention Application, therefore, clearly and unambiguously invoked the provisions of Section 328(a). The Retention Order’s entry did not change this result.

22. The Retention Order approved the Retention Application and approved the Engagement Letter and Fee and Expense Structure pursuant to section 328(a) of the Bankruptcy Code. Additionally, the Retention Order specifically noted: “the Debtors are authorized to pay HCF’s fees and expenses as and when due under the Engagement Letter pursuant to section 328(a) of the Bankruptcy Code and HCF’s fees and expenses shall not be evaluated under the standard set forth in section 330 of the Bankruptcy Code, except that the U.S. Trustee shall retain all rights under the standards provided in sections 330 and 331 of the Bankruptcy Code.”

23. The Retention Order approved HCF’s compensation pursuant to section 328 of the Bankruptcy Code. HCF submits that nothing has arisen in the Chapter 11 Cases that would cause the agreed-upon compensation requested herein to be altered and that the Application should be approved.

24. The fees charged by HCF have been billed in accordance with the Retention Order and are comparable to those fees charged by HCF for professional services rendered in connection with similar restructuring matters. HCF submits that such fees are reasonable based upon the customary compensation charged by similarly skilled practitioners in comparable bankruptcy cases and in non-bankruptcy matters in the investment banking market.

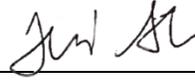
#### **NOTICE**

25. HCF has provided notice of this Application to the following parties and/or their respective counsel, as applicable: (a) the U.S. Trustee; (b) counsel to the Committee; (c) counsel to the Debtors’ prepetition lenders; (d) counsel to the DIP Lender; (e) Stalking Horse Purchaser and (f) all parties entitled to notice pursuant to Procedure J of the Complex Case Procedures.

**CONCLUSION**

**WHEREFORE**, HCF requests the Court enter an order allowing the fees and expenses set forth above, and for such further relief as the Court deems appropriate.

Dated: February 5, 2026



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Teri Stratton, Executive Director  
Hilco Corporate Finance, LLC

**EXHIBIT A**

**Time Records**

**Teri Stratton – Executive Director**

August 4, 2025	Teri Stratton	Prepare for and call with professionals	0.5
August 4, 2025	Teri Stratton	Call with company	0.5
August 4, 2025	Teri Stratton	Review revised APA	1.0
August 4, 2025	Teri Stratton	Review declaration	1.0
August 4, 2025	Teri Stratton	Correspondence and calls with interested parties	2.0
August 5, 2025	Teri Stratton	Internal catch up call	0.5
August 5, 2025	Teri Stratton	Correspondence and calls with interested parties	2.5
August 5, 2025	Teri Stratton	Review teaser changes	0.5
August 5, 2025	Teri Stratton	Prepare for and call with professionals re: APA	1.5
August 6, 2025	Teri Stratton	Prepare for and hearing on First Day Matters	2.0
August 6, 2025	Teri Stratton	Call with team	0.5
August 6, 2025	Teri Stratton	Correspondence and calls with interested parties	1.5
August 6, 2025	Teri Stratton	Bidding procedures discussions	0.5
August 7, 2025	Teri Stratton	Review bidding procedures and declaration	1.5
August 7, 2025	Teri Stratton	Correspondence and calls with interested parties	2.0
August 8, 2025	Teri Stratton	DIP Funding issues	1.0
August 8, 2025	Teri Stratton	Correspondence and calls with interested parties	2.5
August 10, 2025	Teri Stratton	Review correspondence	1.0
August 11, 2025	Teri Stratton	Buyer diligence	1.5
August 11, 2025	Teri Stratton	Correspondence and calls with interested parties	2.0
August 12, 2025	Teri Stratton	Discuss re-marketing process	1.0
August 12, 2025	Teri Stratton	Correspondence and calls with interested parties	2.5
August 13, 2025	Teri Stratton	Call with management on marketing materials	1.0
August 13, 2025	Teri Stratton	Correspondence and calls with interested parties	3.0
August 14, 2025	Teri Stratton	Correspondence and calls with interested parties	2.5
August 14, 2025	Teri Stratton	Review updated CIM	1.0
August 15, 2025	Teri Stratton	Correspondence and calls with interested parties	2.0
August 18, 2025	Teri Stratton	Correspondence and calls with interested parties	2.0
August 19, 2025	Teri Stratton	Correspondence and calls with interested parties	3.0
August 20, 2025	Teri Stratton	Correspondence and calls with interested parties	3.0
August 20, 2026	Teri Stratton	Prepare for and call with committee professionals	1.5
August 20, 2025	Teri Stratton	Internal catch up call	0.5
August 21, 2025	Teri Stratton	Correspondence and calls with interested parties	1.0
August 21, 2025	Teri Stratton	Interim Hearing on First Day Matters	1.0
August 22, 2025	Teri Stratton	Correspondence and calls with interested parties	2.0
August 24, 2025	Teri Stratton	DIP Issues	0.5
August 24, 2025	Teri Stratton	Correspondence and calls with interested parties	0.5
August 25, 2025	Teri Stratton	Retention document discussion and correspondence	0.5
August 26, 2025	Teri Stratton	Correspondence and calls with interested parties	2.0
August 27, 2025	Teri Stratton	Correspondence and calls with interested parties	1.0
August 28, 2025	Teri Stratton	Management call with interested party	2.0
August 28, 2025	Teri Stratton	Correspondence and calls with interested parties	2.5
August 29, 2025	Teri Stratton	Final Hearing on First Day Motions	0.5
August 29, 2025	Teri Stratton	Correspondence and calls with interested parties	0.5

September 1, 2025	Teri Stratton	Correspondence and calls with interested parties	1.0
September 2, 2025	Teri Stratton	Correspondence and calls with interested parties	1.0
September 3, 2025	Teri Stratton	Correspondence and calls with interested parties	2.0
September 3, 2025	Teri Stratton	Buyer diligence	1.0
September 4, 2025	Teri Stratton	Correspondence and calls with interested parties	1.0
September 5, 2025	Teri Stratton	Correspondence and calls with interested parties	1.5
September 8, 2025	Teri Stratton	Correspondence and calls with interested parties	1.0
September 9, 2025	Teri Stratton	Administrative issues	0.5
September 10, 2025	Teri Stratton	Correspondence and calls with interested parties	1.5
September 11, 2025	Teri Stratton	Correspondence and calls with interested parties	2.5
September 12, 2025	Teri Stratton	Call with professionals	1.0
September 12, 2025	Teri Stratton	Buyer diligence	2.0
September 14, 2025	Teri Stratton	Correspondence and calls with interested parties	1.0
September 15, 2025	Teri Stratton	Correspondence and calls with interested parties	1.0
September 16, 2025	Teri Stratton	Correspondence and calls with interested parties	1.0
September 17, 2025	Teri Stratton	Call with team to discuss cancellation of auction and next steps	1.0
September 17, 2025	Teri Stratton	Correspondence and calls with interested parties	2.0
September 25, 2025	Teri Stratton	Review sale declaration	1.0
October 5, 2025	Teri Stratton	Travel to hearing	6.0
October 6, 2025	Teri Stratton	Prepare for and participate in Sale Hearing	3.0
October 7, 2025	Teri Stratton	Travel from hearing	6.0
October 8, 2025	Teri Stratton	Review orders	1.0

**Richard Klein – Executive Director**

August 6, 2025	Richard Klein	Call with team	0.5
August 11, 2025	Richard Klein	Call with interested party	0.5
August 14, 2025	Richard Klein	Calls with interested parties	1.0
August 15, 2025	Richard Klein	Call with interested party	0.5
August 17, 2025	Richard Klein	Reviewing court dockets	2.0
August 20, 2025	Richard Klein	Reviewing break up fee comps	2.0
August 20, 2025	Richard Klein	Internal catch up call	0.5
August 20, 2025	Richard Klein	Travel to hearing	4.0
August 21, 2025	Richard Klein	Preparation for and attending Interim Hearing on First Day Matters	2.0
August 21, 2025	Richard Klein	Travel from hearing	4.0
August 26, 2025	Richard Klein	Call with interested party	0.5
August 28, 2025	Richard Klein	Calls with interested parties	1.0

**Emily Xiao – Vice President**

August 4, 2025	Emily Xiao	Call with all professionals	0.5
August 4, 2025	Emily Xiao	Call with Debtor CFO and President	0.5
August 4, 2025	Emily Xiao	Review and translate employee communication	1.0
August 4, 2025	Emily Xiao	Review DIP financing declaration	0.5
August 4, 2025	Emily Xiao	Buyer communication	0.5
August 5, 2025	Emily Xiao	Updating teaser & CIM	2.0

August 5, 2025	Emily Xiao	Internal catch up call	0.5
August 5, 2025	Emily Xiao	APA Discussion Call	1.0
August 5, 2025	Emily Xiao	Email correspondence	0.5
August 5, 2025	Emily Xiao	Drafting stalking horse APA analysis	1.0
August 6, 2025	Emily Xiao	Updating Stalking Horse APA analysis	1.0
August 6, 2025	Emily Xiao	CIM Edits	1.0
August 6, 2025	Emily Xiao	Hearing on First Day Matters	1.5
August 6, 2025	Emily Xiao	Call with team	0.5
August 6, 2025	Emily Xiao	Updating CIM	2.0
August 6, 2025	Emily Xiao	Reviewing Teaser	0.5
August 6, 2025	Emily Xiao	NDA management; Email correspondence	0.5
August 7, 2025	Emily Xiao	Review Bid Procedures Declaration	0.5
August 7, 2025	Emily Xiao	Buyer communication	1.0
August 8, 2025	Emily Xiao	Internal call to discuss VDR	0.5
August 8, 2025	Emily Xiao	Reviewed updated VDR	1.0
August 8, 2025	Emily Xiao	Facilitated buyer and DIP lender DD	1.0
August 8, 2025	Emily Xiao	Buyer communication	0.5
August 10, 2025	Emily Xiao	Buyer communication	0.5
August 11, 2025	Emily Xiao	Review updated financial projection	1.0
August 11, 2025	Emily Xiao	Finalize updated teaser	0.5
August 11, 2025	Emily Xiao	Buyer communication	0.5
August 11, 2025	Emily Xiao	Call with interested party	0.5
August 12, 2025	Emily Xiao	Buyer communication	0.5
August 12, 2025	Emily Xiao	Initiated remarketing process	2.0
August 12, 2025	Emily Xiao	Finalized stalking horse APA analysis and shared with buyers	1.0
August 13, 2025	Emily Xiao	Finalized remarketing list and script	2.0
August 13, 2025	Emily Xiao	Buyer communication	1.0
August 13, 2025	Emily Xiao	Call with management on marketing materials	1.0
August 14, 2025	Emily Xiao	Calls with interested parties	1.0
August 14, 2025	Emily Xiao	Reviewed updated CIM	1.0
August 14, 2025	Emily Xiao	Buyer communication	1.0
August 14, 2025	Emily Xiao	Coordinated with management, CRO team and patent lawyer on CIM contents	2.0
August 15, 2025	Emily Xiao	Call with interested party	0.5
August 15, 2025	Emily Xiao	Buyer communication	0.5
August 15, 2025	Emily Xiao	Call with patent lawyer	0.5
August 17, 2025	Emily Xiao	Reviewed relevant documents for hearing	0.5
August 17, 2025	Emily Xiao	Reviewed and updated break up fee comps	2.0
August 17, 2025	Emily Xiao	Buyer communication	0.5
August 20, 2025	Emily Xiao	Reviewed and updated break up fee comps	1.0
August 20, 2025	Emily Xiao	Internal catch up call	0.5
August 20, 2025	Emily Xiao	Reviewed and revised process update deck for UCC advisor	1.0
August 20, 2025	Emily Xiao	Call with UCC Advisor	0.5
August 20, 2025	Emily Xiao	Travel for Hearing and Buyer Meeting	6.0
August 21, 2025	Emily Xiao	Interim Hearing on First Day Matters	1.0
August 21, 2025	Emily Xiao	Internal call discussing active parties	0.5
August 21, 2025	Emily Xiao	Meeting with Management and Professionals	2.0
August 21, 2025	Emily Xiao	Travel from First Day Hearing to Buyer Site Visit	1.5
August 21, 2025	Emily Xiao	Reviewed retention application	0.5

August 21, 2025	Emily Xiao	Coordinated site visit logistics	0.5
August 21, 2025	Emily Xiao	Buyer communication	0.5
August 22, 2025	Emily Xiao	Buyer Site Visit	1.0
August 22, 2025	Emily Xiao	Travel from Site Visit to Home	7.0
August 25, 2025	Emily Xiao	Finalized retention application	0.5
August 26, 2025	Emily Xiao	Call with interested party	0.5
August 26, 2025	Emily Xiao	Buyer communication	0.5
August 27, 2025	Emily Xiao	Buyer communication	0.5
August 28, 2025	Emily Xiao	Management call with interested party	2.0
August 28, 2025	Emily Xiao	Calls with interested parties	1.0
August 28, 2025	Emily Xiao	Buyer communication	2.0
August 28, 2025	Emily Xiao	Buyer status update	1.0
August 28, 2025	Emily Xiao	Compiled buyer lists for counsel	0.5
August 29, 2025	Emily Xiao	Final Hearing on First Day Motions	0.5
August 29, 2025	Emily Xiao	Buyer communication	1.0
August 29, 2025	Emily Xiao	Prepared buyer status update for CRO/ counsel	1.0
August 29, 2025	Emily Xiao	Prepared process update for UCC advisor	1.0
September 1, 2025	Emily Xiao	Buyer communication and DD facilitation	1.0
September 2, 2025	Emily Xiao	Buyer communication	0.5
September 3, 2025	Emily Xiao	Buyer communication	0.5
September 3, 2025	Emily Xiao	Reviewed sale process update deck	0.5
September 4, 2025	Emily Xiao	Buyer communication	0.5
September 4, 2025	Emily Xiao	Worked on DD lists from two strategic buyers	2.0
September 5, 2025	Emily Xiao	Worked on DD list from another buyer	1.0
September 5, 2025	Emily Xiao	Buyer communication	0.5
September 8, 2025	Emily Xiao	Travel to Site Visit	6.0
September 8, 2025	Emily Xiao	Site Visit and DD Session with Potential Buyer	6.0
September 9, 2025	Emily Xiao	Site Visit and DD Session with Potential Buyer	4.0
September 9, 2025	Emily Xiao	Travel from Site Visit to Home	6.0
September 10, 2025	Emily Xiao	Compiled and circulated feedback from site visits	0.5
September 10, 2025	Emily Xiao	Provided update to UCC advisor	0.5
September 10, 2025	Emily Xiao	Buyer communication	0.5
September 11, 2025	Emily Xiao	Buyer communication	0.5
September 11, 2025	Emily Xiao	Worked on buyer DD request	1.0
September 17, 2025	Emily Xiao	Buyer communication	1.0
November 4, 2025	Emily Xiao	Assisted transaction closing employee communication translation	1.0
November 5, 2025	Emily Xiao	Assisted transaction closing employee communication translation	1.0

**Michael Stotz - Associate**

August 5, 2025	Michael Stotz	Call with team	0.5
August 5, 2025	Michael Stotz	Email correspondence	1.0
August 5, 2025	Michael Stotz	Professionals catch up call	1.0
August 5, 2025	Michael Stotz	Updating teaser, reviewing / updating CIM	2.5
August 6, 2025	Michael Stotz	Call with team	0.5
August 6, 2025	Michael Stotz	CIM Edits	1.5
August 6, 2025	Michael Stotz	Hearing on First Day Matters	1.5

August 8, 2025	Michael Stotz	Email correspondence	0.5
August 8, 2025	Michael Stotz	Internal call to discuss VDR / VDR staging	2.0
August 11, 2025	Michael Stotz	Call with interested party	0.5
August 11, 2025	Michael Stotz	Email correspondence	0.5
August 13, 2025	Michael Stotz	Email correspondence	1.0
August 14, 2025	Michael Stotz	Calls with interested parties	1.0
August 14, 2025	Michael Stotz	Email correspondence	0.5
August 14, 2025	Michael Stotz	Reviewing CIM	1.0
August 14, 2025	Michael Stotz	Reviewing CIM edits from management, finalizing	2.0
August 15, 2025	Michael Stotz	Call with interested party	0.5
August 15, 2025	Michael Stotz	Email correspondence	1.0
August 20, 2025	Michael Stotz	Internal catch up call	0.5
August 21, 2025	Michael Stotz	Email correspondence	0.5
August 21, 2025	Michael Stotz	Interim Hearing on First Day Matters	1.0
August 21, 2025	Michael Stotz	Internal call discussing active parties	0.5
August 26, 2025	Michael Stotz	Call with interested party	0.5
August 26, 2025	Michael Stotz	Email correspondence	0.5
August 28, 2025	Michael Stotz	Calls with interested parties	1.0
August 28, 2025	Michael Stotz	Management call with interested party	2.0
August 29, 2025	Michael Stotz	Final Hearing on First Day Motions	0.5
August 12, 2026	Michael Stotz	Email Correspondence	2.0

**Luke Melanson – Analyst**

August 4, 2025	Luke Melanson	Reviewing DIP declaration	1.0
August 5, 2025	Luke Melanson	Call with team	0.5
August 5, 2025	Luke Melanson	Updating CIM	4.0
August 5, 2025	Luke Melanson	Professionals catch up call	1.0
August 5, 2025	Luke Melanson	Email correspondence	0.5
August 5, 2025	Luke Melanson	Drafting stalking horse APA analysis	1.0
August 6, 2025	Luke Melanson	Updating Stalking Horse APA analysis	1.0
August 6, 2025	Luke Melanson	CIM Edits	2.0
August 6, 2025	Luke Melanson	Hearing on First Day Matters	1.5
August 6, 2025	Luke Melanson	Call with team	0.5
August 6, 2025	Luke Melanson	Updating CIM	3.0
August 6, 2025	Luke Melanson	Reviewing Teaser	0.5
August 6, 2025	Luke Melanson	Email correspondence, NDA management	1.0
August 7, 2025	Luke Melanson	Reviewing Stalking Horse APA	1.0
August 8, 2025	Luke Melanson	Internal call to discuss VDR / VDR staging	2.0
August 8, 2025	Luke Melanson	Email correspondence	0.5
August 8, 2025	Luke Melanson	Updating VDR	1.5
August 11, 2025	Luke Melanson	Reviewing updated financial projections	1.0
August 11, 2025	Luke Melanson	Call with interested party	0.5
August 11, 2025	Luke Melanson	VDR management	0.5
August 11, 2025	Luke Melanson	Email correspondence, NDA management / VDR management, Investor tracking	1.0
August 12, 2025	Luke Melanson	Email correspondence, NDA management / VDR management, Investor tracking	1.5
August 12, 2025	Luke Melanson	Reviewing Stalking Horse APA analysis	0.5

August 13, 2025	Luke Melanson	Reviewing Investor Tracker, preparing for remarket	2.0
August 13, 2025	Luke Melanson	Email correspondence, NDA management / VDR management, Investor tracking	2.0
August 14, 2025	Luke Melanson	Updating CIM	3.0
August 14, 2025	Luke Melanson	Calls with interested parties	1.0
August 14, 2025	Luke Melanson	Email correspondence, NDA management / VDR management, Investor tracking	1.0
August 14, 2025	Luke Melanson	Reviewing CIM edits from management, finalizing	1.5
August 15, 2025	Luke Melanson	Call with interested party	0.5
August 15, 2025	Luke Melanson	Email correspondence, VDR management	0.5
August 15, 2025	Luke Melanson	Break up fee research	4.0
August 18, 2025	Luke Melanson	Email correspondence, Investor tracking	0.5
August 19, 2025	Luke Melanson	Reviewing data request from UST	1.0
August 20, 2025	Luke Melanson	Internal catch up call	0.5
August 20, 2025	Luke Melanson	Updating Sale Process Update Deck	1.0
August 20, 2025	Luke Melanson	Updating break up fee comp set	3.0
August 21, 2025	Luke Melanson	Interim Hearing on First Day Matters	1.0
August 21, 2025	Luke Melanson	Email correspondence, Investor tracking	0.5
August 21, 2025	Luke Melanson	Internal call discussing active parties	0.5
August 25, 2025	Luke Melanson	Email correspondence	1.0
August 26, 2025	Luke Melanson	Call with interested party	0.5
August 26, 2025	Luke Melanson	Email correspondence, Investor tracking	1.0
August 28, 2025	Luke Melanson	Management call with interested party	2.0
August 28, 2025	Luke Melanson	Calls with interested parties	1.0
August 28, 2025	Luke Melanson	Email correspondence, VDR management	1.0
August 28, 2025	Luke Melanson	Preparing list of active investors & status for internal review	1.0
August 29, 2025	Luke Melanson	Final Hearing on First Day Motions	0.5
August 29, 2025	Luke Melanson	VDR management, Investor tracking	1.0
August 29, 2025	Luke Melanson	Preparing investor list for Sale & Auction Notice	1.0
August 30, 2025	Luke Melanson	Preparing Contact Log for Dundon	1.0
August 30, 2025	Luke Melanson	Email correspondence	0.5
September 3, 2025	Luke Melanson	Updating Sale Process Update Deck	1.0
September 4, 2025	Luke Melanson	Email correspondence, Investor tracking	1.0
September 4, 2025	Luke Melanson	Reviewing / processing potential buyers due diligence lists	2.0
September 5, 2025	Luke Melanson	Reviewing / processing potential buyers due diligence lists	1.0
September 8, 2025	Luke Melanson	Email correspondence, Investor tracking	1.0
September 8, 2025	Luke Melanson	Updating and sharing Contact Log for Dundon	0.5
September 9, 2025	Luke Melanson	Updating VDR	1.0
September 10, 2025	Luke Melanson	Email correspondence	0.5
September 11, 2025	Luke Melanson	Updating internal file share	0.5
September 11, 2025	Luke Melanson	VDR management	0.5
September 15, 2025	Luke Melanson	Updating and sharing Contact Log for Dundon	0.5
September 17, 2025	Luke Melanson	Email correspondence	0.5

**EXHIBIT B**

**Sale Transaction Fee Calculation**

<b>Transaction Value</b>	<b>\$58,500,000.00</b>
HCF Sale Transaction Fee (2.0%)	\$1,170,000.00
Less: Collected Monthly Fees	(\$100,000.00)
<b>Outstanding Sale Transaction Fee</b>	<b>\$1,070,000.00</b>

**EXHIBIT C**

**Expense Detail**

<b>Date</b>	<b>Employee</b>	<b>Expense Item</b>	<b>Amount</b>
8/20/2025	Richard Klein	Meals	14.79
8/20/2025	Richard Klein	Airfare	778.49
8/20/2025	Richard Klein	Ground Transportation	29.49
8/20/2025	Emily Xiao	Airfare	636.97
8/20/2025	Emily Xiao	Lodging	200.41
8/20/2025	Emily Xiao	Meals	41.52
8/21/2025	Richard Klein	Ground Transportation	35.09
8/21/2025	Richard Klein	Ground Transportation	144.88
8/21/2025	Richard Klein	Lodging	349.62
8/21/2025	Richard Klein	Internet	24.00
8/21/2025	Emily Xiao	Lodging	188.75
8/21/2025	Emily Xiao	Ground Transportation	9.97
8/21/2025	Emily Xiao	Ground Transportation	19.89
8/21/2025	Emily Xiao	Ground Transportation	74.94
8/21/2025	Emily Xiao	Meals	7.35
8/21/2025	Emily Xiao	Meals	26.01
8/21/2025	Emily Xiao	Internet	8.00
8/21/2025	Emily Xiao	Computer Supplies	6.49
8/22/2025	Emily Xiao	Ground Transportation	62.52
8/22/2025	Emily Xiao	Ground Transportation	57.85
8/22/2025	Emily Xiao	Ground Transportation	12.42
8/22/2025	Emily Xiao	Airfare	320.00
9/8/2025	Emily Xiao	Ground Transportation	82.94
9/8/2025	Emily Xiao	Meals	74.11
9/8/2025	Emily Xiao	Meals	10.65
9/9/2025	Emily Xiao	Ground Transportation	23.26
9/9/2025	Emily Xiao	Ground Transportation	42.57
9/9/2025	Emily Xiao	Ground Transportation	29.99
9/9/2025	Emily Xiao	Ground Transportation	60.46
9/9/2025	Emily Xiao	Ground Transportation	78.31
9/9/2025	Emily Xiao	Internet	8.00
9/9/2025	Emily Xiao	Meals	56.31
9/16/2025	Emily Xiao	Lodging	128.05
9/3/2025	Emily Xiao	Airfare	747.36
10/6/2025	Teri Stratton	Airfare	2,016.96
10/6/2025	Teri Stratton	Ground Transportation	62.59
10/6/2025	Teri Stratton	Ground Transportation	28.48
10/6/2025	Teri Stratton	Ground Transportation	64.74
10/6/2025	Teri Stratton	Ground Transportation	17.09
10/6/2025	Teri Stratton	Meals	22.04
10/7/2025	Teri Stratton	Lodging	564.10

**EXHIBIT D**

**Proposed Order**

UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF GEORGIA  
ATLANTA DIVISION

In re:

WELLMADE FLOOR COVERINGS  
INTERNATIONAL, INC., *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 25-58764

(Jointly Administered)

Re: Docket No. \_\_

**ORDER ON FIRST AND FINAL FEE APPLICATION OF HILCO CORPORATE  
FINANCE, LLC FOR ALLOWANCE OF COMPENSATION FOR SERVICES  
RENDERED AND REIMBURSEMENT OF EXPENSES AS INVESTMENT BANKER  
FOR THE DEBTORS AND DEBTORS IN POSSESSION FOR THE PERIOD FROM  
AUGUST 4, 2025, THROUGH AND INCLUDING THE CLOSING DATE**

Upon consideration of the *First and Final Fee Application of Hilco Corporate Finance, LLC for Allowance of Compensation for Services Rendered and Reimbursement of Expenses as Investment Banker for the Debtors and Debtors in Possession for the Period from August 4, 2025 through and Including the Closing Date* (the “Application”), seeking allowance of compensation

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, include: Wellmade Industries MFR. N.A LLC (1058) and Wellmade Floor Coverings International, Inc. (8425). The mailing address for the Debtors for purposes of these chapter 11 cases is: 1 Wellmade Drive, Cartersville, GA 30121.

and reimbursement of expenses for services provided as Investment Banker for the Debtors in the above-captioned Chapter 11 Cases. By Notice of Hearing dated February 5, 2026 [Docket No. \_\_\_\_], and pursuant to the procedures established under this Court's Fifth Amended and Restated General Order No. 24-2018, parties-in-interest were provided with due and proper notice of the Application, the deadline of February 26, 2026 (the "Objection Deadline") to file a response in opposition thereto, and the hearing scheduled for March 11, 2026 at 10:15 a.m. (prevailing Eastern Time), to consider the Application. No response to the Application was filed prior to the Response Deadline. Therefore, it is hereby ORDERED as followed:

1. The Application [Docket No. \_\_\_\_] is hereby granted in its entirety.
2. A final allowance shall be made to Hilco in the sum of **\$1,170,000.00** as compensation for necessary and reasonable professional services rendered during the Application Period and the sum of **\$3,334.44** for reimbursement of actual and necessary costs and expenses incurred during the Application Period.
3. The Debtors are authorized to pay HCF the \$1,070,000.00 balance of the Sale Transaction Fee.
4. HCF is authorized to apply against such amounts the amounts that have been and, subsequent to the Application, were paid to it by the Debtors in respect of the Application Period pursuant to the Complex Case Procedures.
5. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.
6. The Debtors are authorized and empowered to take all actions necessary to implement the relief granted in this Order.
7. Notice of the Application as provided therein shall be deemed good and sufficient

notice of such Application and the requirements of Bankruptcy Rule 6004(a), the Local Rules, and the Complex Case Procedures are satisfied by such notice.

8. The Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

9. Counsel for the Debtors, through Kurtzman Carson Consultants, LLC d/b/a Verita Global (“Verita”) shall, within three (3) days of the entry of this Order, cause a copy of this Order to be served by electronic mail or first class mail, as applicable, on all parties served with the Application, and Verita shall file promptly thereafter a certificate of service confirming such service.

**[END OF ORDER]**

*Prepared and presented by:*

**GREENBERG TRAURIG, LLP**

*/s/ John D. Elrod*

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