

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

)	
In re:)	Chapter 11
)	
FUHU, Inc., et al., ¹)	Case No. 15-12465 (CSS)
)	
Debtors.)	(Jointly Administered)
)	

**SCHEDULES OF ASSETS AND LIABILITIES FOR
FUHU HOLDINGS, INC. (CASE NO. 15-12466)**

¹ The Debtors, together with the last four digits of each Debtor's tax identification number, are: Fuhu, Inc. (7896); Fuhu Holdings, Inc. (9761); Fuhu Direct, Inc. (2180); and Nabi, Inc. (4119). The location of the Debtors' headquarters and service address is 1700 E. Walnut Avenue, Suite 500, El Segundo, CA 90245.



GLOBAL NOTES AND STATEMENT OF LIMITATIONS, METHODS AND DISCLAIMER REGARDING DEBTOR'S SCHEDULES AND SOFA ("Global Notes")**General**

Fuhu, Inc. ("**Fuhu**") and three of its affiliates, Fuhu Holdings, Inc.; Fuhu Direct, Inc.; and Nabi, Inc.; (collectively, with Fuhu, the "**Debtors**") hereby file their respective Schedules of Assets and Liabilities (the "**Schedules**") and Statements of Financial Affairs (the "**SOFAs**") in the United States Bankruptcy Court for the District of Delaware (the "**Bankruptcy Court**"). The Debtors prepared the Schedules and SOFAs pursuant to section 521 of title 11 of the United States Code (the "**Bankruptcy Code**") and Rule 1007 of the Federal Rules of Bankruptcy Procedure (the "**Bankruptcy Rules**"), with the assistance of their court-appointed advisors. The Schedules and SOFAs are unaudited. Although management has made reasonable efforts to ensure that the Schedules and SOFAs are accurate and complete based on information that was available to them at the time of the preparation, subsequent information or discovery may result in material changes to these Schedules and SOFAs, and inadvertent errors or omissions may exist in the Schedules and SOFAs. Moreover, because the Schedules and SOFAs contain unaudited information that is subject to further review and potential adjustment, there can be no assurance that these Schedules and SOFAs are wholly accurate and complete. Nothing contained in the Schedules and SOFAs shall constitute a waiver of any rights of the Debtors, specifically including the Debtors' right to amend these Schedules and SOFAs and any rights with respect to any issues relating to substantive consolidation, equitable subordination, defenses and/or causes of action arising under the provisions of chapter 5 of the Bankruptcy Code and other relevant non-bankruptcy laws. These Global Notes and Statement of Limitations, Methods and Disclaimer Regarding the Debtors' Schedules and SOFAs (the "**Global Notes**") are incorporated by reference in, and comprise an integral part of, each of the Schedules and SOFAs, and should be referred to and reviewed in connection with any review of the Schedules and SOFAs.

Description of the Cases and "As of" Information Date

On December 7, 2015 with respect to debtors Fuhu, Inc., Fuhu Holdings, Inc., and on December 11, 2015, with respect to Debtors Fuhu Direct, Inc., and Nabi, Inc. (collectively, the "**Petition Date**"), the Debtors each filed with this Court a voluntary petition for relief under chapter 11 of the Bankruptcy Code. The cases have been consolidated solely for the purpose of joint administration under case number 15-12465-CSS. Fuhu's fiscal year ends on March 31. All asset and liability information contained in the Debtors' Schedules and SOFAs, except where otherwise noted, is as of December 7, 2015.

Basis of Presentation

For financial reporting purposes, Fuhu prepares consolidated financial statements. These consolidated financial statements are audited annually. However, the audit of the year-end March 31, 2015 financial statement was not completed. Unlike the consolidated financial statements, these Schedules and SOFAs, except as indicated herein, reflect the assets and liabilities of each Debtor. In addition, not all of the direct and indirect subsidiaries of Fuhu have filed for protection under chapter 11 of the Bankruptcy Code. Accordingly, combining the assets and claims set forth in the Schedules and SOFAs of the Debtors would result in amounts that could be substantially different from financial information for Fuhu and its respective consolidated subsidiaries that would be prepared under Generally Accepted Accounting Principles ("**GAAP**"). Therefore, these Schedules and SOFAs do not purport to represent financial statements prepared in accordance with GAAP.

Confidentiality

There are instances within the Schedules and SOFAs where names, addresses or amounts have been left blank. Due to the nature of an agreement between the Debtors and a third party, concerns of confidentiality or concerns for the privacy of an individual, the Debtors may have deemed it appropriate and necessary to avoid listing such names, addresses and amounts.

Amendment

Although reasonable efforts were made to file complete and accurate Schedules and SOFAs, inadvertent errors and omissions may exist. The Debtors reserve the right to amend and/or supplement their Schedules and SOFAs from time to time as they deem necessary or appropriate.

Recharacterization

The Debtors have made reasonable efforts to characterize, classify, categorize or designate correctly the claims, assets, executory contracts, unexpired leases and other items reported in the Schedules and SOFAs. However, due to the complexity and size of the Debtors' businesses, the Debtors may have improperly characterized, classified, categorized or designated certain items. The Debtors reserve their rights to recharacterize, reclassify, recategorize or redesignate items reported in the Schedules and SOFAs at a later time either in amendments to the Schedules and SOFAs or in another appropriate filing as necessary or appropriate as additional information becomes available.

Totals

All totals that are included in the Schedules and SOFAs represent totals of all the known amounts included on the Schedules and SOFAs.

Undetermined Amounts

The description of an amount as "unknown" or "undetermined" is not intended to reflect upon the materiality of such amount.

Exclusions

The Debtors have excluded certain categories of assets and liabilities from the Schedules and SOFAs such as: goodwill and certain other intangible assets; accrued liabilities including, but not limited to, accrued salaries and employee benefits; certain tax accruals; accounts payable; and certain assets with a net book value of zero. Other non-material or unquantifiable assets and liabilities may have also been excluded.

Foreign Currency

Unless otherwise indicated, all amounts are reflected in U.S. dollars.

Current Market Value of Assets

It would be prohibitively expensive, unduly burdensome and an inefficient use of estate resources for the Debtors to obtain current market valuations of all of their assets. Accordingly, unless otherwise indicated, the Schedules and SOFAs reflect net book values for assets as of December 7, 2015. Amounts ultimately realized may vary from net book value, and such variance may be material. The asset amounts listed do not include material write-downs that may be necessary. Operating cash is presented as bank balances as of the Petition Date and does not include cash held by non-Debtor entities except as where otherwise noted. Inventory amounts listed represent the cost for such inventory. Certain other assets such as other intangible assets are listed as undetermined amounts as of the Petition Date because the book values may materially differ from fair market values.

Combined Accounting

Because the Debtor-subsidaries hold minimal, if any, assets and liabilities, the Debtors, in the ordinary course of business, maintained a single set of books and records for all affiliated entities. The Debtors employ a central accounting system for all of the Debtors' assets and liabilities. While some reasonable efforts have been made to determine which creditors have claims attributable to the respective estates, it would be unduly burdensome and cost prohibitive to distinguish the assets and liabilities of each estate with certainty.

Inventories

Inventories consist primarily of tablets and accessories. These inventories are valued at cost.

Contingent Assets

The Debtors believe that they may possess certain claims and causes of action against various parties. Additionally, the Debtors may possess contingent claims in the form of various actions they could commence under the provisions of chapter 5 of the Bankruptcy Code and other relevant non-bankruptcy laws that are not listed as assets in their Schedules and SOFAs. The Debtors reserve all of their rights with respect to any claims and causes of action, whether arising under the Bankruptcy Code or otherwise, that they may have or will have, and nothing contained in these Global Notes or the Schedules and SOFAs shall be deemed a waiver of any such claims, avoidance actions or causes of action or in any way prejudice or impair the assertion of such claims. Additionally, prior to the relevant Petition Date, Fuhu or Fuhu Holdings, Inc., as a plaintiff, may have commenced various lawsuits in the ordinary course of its business against third parties seeking monetary damages. Refer to Item 7 in each SOFA for lawsuits commenced prior to the Petition Date in which the relevant Debtor was a plaintiff.

Classifications

Listing a claim (i) on Schedule D as “secured,” (ii) on Schedule E as “unsecured priority” or (iii) on Schedule F as “unsecured nonpriority,” or listing a contract on Schedule G as “executory” or “unexpired,” does not constitute an admission by a Debtor of the legal rights of the claimant or a waiver of any of Debtors’ right to recharacterize or reclassify such claim or contract. The Debtors reserve the right to amend the Schedules and SOFAs and to recharacterize or reclassify any such contract or claim whether by amending the Schedules and SOFAs or in another appropriate filing.

Disputed, Contingent, and/or Unliquidated Claims

Schedules D, E and F permit each of the Debtors to designate a claim as “disputed,” “contingent” and/or “unliquidated.” Any failure to designate a claim on the Debtors’ Schedules as “disputed,” “contingent” and/or “unliquidated” does not constitute an admission by the Debtors that such amount is not “disputed,” “contingent” and/or “unliquidated” or that such claim is not subject to objection. The Debtors reserve the right to dispute, or assert offsets or defenses to, any claim reflected on these Schedules as to amount, liability or classification or to otherwise subsequently designate any claim as “disputed,” “contingent” and/or “unliquidated,” whether by amending the Schedules and SOFAs or in another appropriate filing. Listing a claim does not constitute an admission by the Debtors of the claimant’s legal rights or a waiver of the Debtors’ right to recharacterize or reclassify the claim or contract. Additionally, the Debtors reserve their rights to object to any listed claims on the grounds that, among other things, they have already been satisfied.

Schedule A/B - Real and Personal Property

The Debtors reserve their right to amend the values attributed to the assets recorded on Schedule B as necessary. Assets recorded as negative net receivables or other prepayments are representative of credits owed to customers or third parties. Some inventory is held and maintained at third party terminals. The Debtors reserve their right to recategorize and/or recharacterize such asset holdings at a later time to the extent the Debtors determine that such holdings were improperly reported. The Debtors have not performed any appraisals of their inventory. Any appraisals performed or requested by third parties are not contemplated here.

The values of the Debtors’ office furniture, fixtures, and equipment are at net book value reported from Fuhu’s fixed asset register. The Debtors’ fixed assets, including office furniture, fixtures, equipment, and vehicles, have not been appraised. Therefore, the Debtors estimate that the net book value is the market value of the office furniture, fixtures, equipment, and vehicles.

Entries pertaining to non-debtor Fuhu Taiwan are included in the interest of completeness, since Fuhu generates consolidated financial statements.

Schedule D - Creditors Holding Secured Claims

Except as otherwise agreed pursuant to a stipulation, agreed order or general order entered by the Bankruptcy Court, the Debtors reserve their right to dispute or challenge the validity, perfection or immunity from avoidance of any lien purported to be granted or perfected in any specific asset to a secured creditor listed on Schedule D of any Debtor. Moreover, although the Debtors may have scheduled claims of various creditors as secured claims, the Debtors reserve their right to dispute or challenge the secured nature of any such creditor's claim or the characterization of the structure of any such transaction or any document or instrument (including any intercompany agreement) related to such creditor's claim. No claim set forth on Schedule D of any Debtor is intended to acknowledge claims of creditors that are otherwise satisfied or discharged. The descriptions provided on Schedule D are intended only as a summary. Reference to the applicable loan agreements and related documents is necessary for a complete description of the collateral and the nature, extent and priority of any liens. Nothing in Schedule D and/or the Global Notes shall be deemed a modification or interpretation of the terms of such agreements.

Schedule E/F - Creditors Holding Unsecured Claims

All claims listed on the Debtors' Schedule E/F, Part 1 are claims owed to various taxing authorities of the Debtors. In addition, there may be other contingent, unliquidated claims from federal and state taxing authorities, not all of which are listed. The Debtors reserve the right to liquidate and pay prepetition and postpetition tax claims as outlined in certain Orders of this Court. Amounts owed as of the Petition Date to certain taxing authorities which were subsequently paid pursuant to Orders of this Court have been removed. The Debtors believe that all of the employee claims entitled to priority under the Bankruptcy Code have been paid pursuant to certain Orders of this Court. Accordingly, employee-related claims are not listed on this Schedule.

The Debtors have made reasonable efforts to report all general unsecured claims against the Debtors on Schedule E/F, Part 2 based upon the Debtors' existing books and records. The claims of individual creditors for among other things, products, goods or services are listed as either the lower of the amounts invoiced by the creditor or the amounts entered on the Debtors' books and records and may not reflect credits or allowances due from such creditors to the Debtors. The Debtors reserve all rights with respect to any such credits and allowances including the right to assert claims objections and/or setoffs. The claims listed on Schedule F arose or were incurred on various dates. In certain instances, the date on which a claim arose is an open issue of fact. While commercially reasonable efforts have been made, determining the date upon which each claim in Schedule E/F, Part 2 was incurred or arose would be unduly burdensome and cost prohibitive and, therefore, the Debtors do not list a date for each claim listed therein.

Schedule F does not include certain deferred charges, deferred liabilities, accruals or general reserves. Such amounts are general estimates of liabilities and do not represent specific claims as of the Petition Date; however, they are reflected on the Debtors' books and records as required in accordance with GAAP.

Certain amounts described as "deferred revenue" reflect amounts received from sales for orders that had not yet been fulfilled as of the Petition Date. Substantially all of these orders have now been fulfilled pursuant to Orders of this Court. The "Nabi Coin Sales" amounts change daily as amounts are redeemed by customers for purchase of applications and other items on nabi tablets.

Schedule G - Unexpired Leases and Executory Contracts

The businesses of the Debtors are complex. Although the Debtors' existing books, records, financial systems and contracts management systems have been relied upon to identify and schedule executory contracts for each of the Debtors and reasonable efforts have been made to ensure the accuracy of the Schedule G, inadvertent errors, omissions, or overinclusion may have occurred. The Debtors reserve all of their rights to dispute the validity, status or enforceability of any contracts, agreements or leases set forth on Schedule G and to amend or supplement such Schedule, as necessary. The contracts, agreements and leases listed on Schedule G may have expired or may have been modified, amended or supplemented from time to time by various amendments, restatements, waivers, estoppels, certificates, letters, memoranda and other documents, instruments and agreements that may not be listed on Schedule G, despite the Debtors' use of reasonable efforts to identify such documents. In some cases, the same supplier or provider appears multiple times on Schedule G. This multiple listing is intended to reflect distinct agreements between the applicable Debtor and such supplier or provider. Due to the volume of the Debtors' portfolio of contracts, all documents entitled "lease" or "contract" have been included on Schedule G. Certain of the agreements listed on Schedule G may be in the nature of conditional sales agreements. The presence of a contract or agreement on Schedule G does not constitute an admission that such contract or agreement is an executory contract or unexpired lease.

The Debtors are continuing their review of all relevant documents and expressly reserve their right to amend all Schedules at a later time as necessary and/or to challenge the classification of any agreement as an executory contract or unexpired lease in any appropriate filing. The Debtors further reserve all of their rights, claims, and causes of action with respect to the contracts and agreements listed on Schedule G, including the right to dispute or challenge the characterization or the structure of any transaction, document, or instrument related to a creditor's claim.

In addition, the Debtors may have entered into various other types of agreements in the ordinary course of business, such as supplemental agreements, amendments/letter agreements and confidentiality agreements. Such documents may not be set forth on Schedule G. Certain of the contracts, agreements and leases listed on Schedule G may have been entered into by more than one of the Debtors. Further, the specific Debtor obligor to certain of the executory contracts could not be specifically ascertained in every circumstance. Because the Debtors generate consolidated financials and only one set of books and records, all contracts have been listed on the Schedule for Fuhu. Certain of the executory contracts may not have been memorialized and could be subject to dispute. Each unexpired lease listed in Schedule G may include one or more ancillary documents, including but not limited to any underlying assignment and assumption agreements, amendments, supplements, full and partial assignments, renewals and partial releases. Executory contracts that are oral in nature, if any, have not been included on Schedule G. Schedule G does not constitute an admission that any such contract or agreement is an executory contract or unexpired lease. The Debtors reserve all of their rights, claims and causes of action with respect to the contracts and agreements listed on Schedule G, including the right to dispute or challenge the characterization or the structure of any transaction, document or instrument.

Effect of Payments Made Pursuant to "First Day" Orders on Scheduled Claim Amount

The Bankruptcy Court has authorized the Debtors to pay various outstanding prepetition claims including certain payments to employees, critical vendors, lien holders and taxing authorities. Where the Schedules list creditors and set forth the Debtors' scheduled amount of such claims, such scheduled amounts reflect amounts owed as of the Petition Date, not adjusted for any postpetition payments made on account of such claims pursuant to the authority granted to the Debtors by the Bankruptcy Court. However, the estimate of claims set forth in the Schedules may not reflect assertions by the Debtors' creditors of a right to have such claims paid or reclassified under the Bankruptcy Code or orders of the Bankruptcy Court.

Reservation of Rights

The corporate structure of the Debtors is complex. The Debtors have used reasonable efforts to ensure accuracy in attributing the information listed in the Schedules and SOFAs; however, subsequent information or discovery may result in material changes to the Schedules and SOFAs and inadvertent errors, omissions or inaccuracies may exist. The Debtors reserve all rights to amend or supplement their Schedules and SOFAs. Listing a claim or a contract with a particular Debtor does not constitute an admission by such Debtor of the legal rights of the claimant, or a waiver of the Debtors' right to disclaim such claim or contract as attributable to such Debtor. The Debtors reserve the right to amend the Schedules and SOFAs, and to relist any contract or claim with another Debtor and/or to remove such contract or claim from the Schedules and SOFAs whether by amending the Schedules and SOFAs or in another appropriate filing.

SOFAs Item 3 – 90 Day Payments

The dates set forth in the "Date of Payment" column relate to one of the following: (a) the date of a wire transfer; (b) the date of an "ACH" payment; (c) the date of another form of electronic payment, or (d) the check date. For the purpose of this schedule, all of these payments are recorded on Fuhu's SOFA Item 3.1. In general, all disbursements are made by Fuhu. The disclosures set forth in this Item may include amounts that are less than \$6,225.00.

In addition to the payments disclosed in response to this Item, the Debtors periodically replenish a "petty cash" working account. Disbursements from this account to third-party payees are included in this Item under the designation "cash" or "employee per diem/reimbursements".

The Debtors made several payments to vendors or other creditors by credit card in the ordinary course of business. The creditors receiving such payments are listed in this Item. The Debtors also made payments via PayPal on account of certain contractual obligations primarily to royalty partners and third-party application developers. The individual creditors receiving these payments are not listed in this Item, but to the extent amounts were due as of the Petition Date, they are listed on the appropriate Schedule.

The Debtors have not included in Item 3(b) amounts that are contained in Item 11.

SOFAs Item 4 - Litigation

There are several pending litigation matters that are believed to have potential recoveries. The actual amount of these litigation matters is contingent on the outcome of the cases.

SOFAs Item 8 - Losses

The Debtors do not have an inventory management system and rely on information received from their third-party warehouses. Therefore, inventory variances are not reflected in this response.

SOFAs Item 14 - Property Held for Another Person

In the ordinary course of business, the Debtors sometimes exchange customers' non-functioning tablets or other equipment for functioning devices. These exchanges are essentially contemporaneous and are not listed herein.

SOFAs Item 27 – Inventories

Third-parties holding the Debtors' inventory sometimes conduct test counts of the inventory. These counts are not commissioned by the Debtors and the Debtors do not maintain records of such test counts.

Fill in this information to identify the case:

Debtor Name: In re : Fuhu Holdings, Inc.
 United States Bankruptcy Court for the: District Of Delaware
 Case number (if known): 15-12466 (CSS)

Check if this is an amended filing

Official Form 206Sum

Summary of Assets and Liabilities for Non-Individuals

12/15

Part 1: Summary of Assets

1. *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)

1a. **Real property:**

Copy line 88 from *Schedule A/B*

\$ 0.00

1b. **Total personal property:**

Copy line 91A from *Schedule A/B*

\$ 0.00

1c. **Total of all property:**

Copy line 92 from *Schedule A/B*

\$ 0.00

Part 2: Summary of Liabilities

2. *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)

Copy the total dollar amount listed in Column A, *Amount of claim*, from line 3 of *Schedule D*

\$ 0.00

3. *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)

3a. **Total claim amounts of priority unsecured claims:**

Copy the total claims from Part 1 from line 5a of *Schedule E/F*

\$ 0.00

3b. **Total amount of claims of nonpriority amount of unsecured claims:**

Copy the total of the amount of claims from Part 2 from line 5b of *Schedule E/F*

+ \$ 12,914,458.00

4. **Total liabilities**

Lines 2 + 3a + 3b

\$ 12,914,458.00

Fill in this information to identify the case:

Debtor Name: In re : Fuhu Holdings, Inc.
 United States Bankruptcy Court for the: District Of Delaware
 Case number (if known): 15-12466 (CSS)

Check if this is an amended filing

Official Form 206A/B

Schedule A/B: Assets - Real and Personal Property

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: Cash and cash equivalents

1. Does the debtor have any cash or cash equivalents?

- No. Go to Part 2.
- Yes. Fill in the information below.

All cash or cash equivalents owned or controlled by the debtor

Current value of debtor's interest

2. Cash on hand

_____ \$ _____

3. Checking, savings, money market, or financial brokerage accounts (Identify all)

Name of institution (bank or brokerage firm) Type of account Last 4 digits of account number

_____ \$ _____

4. Other cash equivalents (Identify all)

_____ \$ _____

5. Total of Part 1

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

\$ 0.00

Debtor: Fuhu Holdings, Inc.

Case number (if known):

15-12466

Name

Part 2: Deposits and prepayments

6. Does the debtor have any deposits or prepayments?

- No. Go to Part 3.
- Yes. Fill in the information below.

Current value of debtor's interest

7. Deposits, including security deposits and utility deposits

Description, including name of holder of deposit

\$ _____

8. Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent

Description, including name of holder of prepayment

\$ _____

9. Total of Part 2

Add lines 7 through 8. Copy the total to line 81.

\$ 0.00

Debtor: Fuhu Holdings, Inc.
Name

Case number (if known): 15-12466

Part 3: Accounts receivable

10. Does the debtor have any accounts receivable?

- No. Go to Part 4.
- Yes. Fill in the information below.

Current value of debtor's interest

11. Accounts receivable

	Description	face amount	doubtful or uncollectible accounts		
11a.	90 days old or less:	<u> </u>	<u> </u>	=..... →	\$ <u> </u>
11b.	Over 90 days old:	<u> </u>	<u> </u>	=..... →	\$ <u> </u>

12. Total of Part 3

Current value on lines 11a + 11b = line 12. Copy the total to line 82.

\$ <u>0.00</u>

Debtor: Fuhu Holdings, Inc.
Name

Case number (if known): 15-12466

Part 4: Investments

13. Does the debtor own any investments?

- No. Go to Part 5.
- Yes. Fill in the information below.

Valuation method used
for current value

Current value of debtor's
interest

14. Mutual funds or publicly traded stocks not included in Part 1

Name of fund or stock:

\$ _____

15. Non-publicly traded stock and interests in incorporated and unincorporated businesses, including any interest in an LLC, partnership, or joint venture

Name of entity: _____ % of ownership: _____

\$ _____

16. Government bonds, corporate bonds, and other negotiable and non-negotiable instruments not included in Part 1

Describe:

\$ _____

17. Total of Part 4

Add lines 14 through 16. Copy the total to line 83.

\$ 0.00

Debtor: Fuhu Holdings, Inc.
Name

Case number (if known): 15-12466

Part 5: Inventory, excluding agriculture assets

18. Does the debtor own any inventory (excluding agriculture assets)?

- No. Go to Part 6.
- Yes. Fill in the information below.

General description	Date of the last physical inventory	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
19. Raw materials		\$ _____		\$ _____
20. Work in progress		\$ _____		\$ _____
21. Finished goods, including goods held for resale		\$ _____		\$ _____
22. Other inventory or supplies		\$ _____		\$ _____

23. Total of Part 5

Add lines 19 through 22. Copy the total to line 84.

\$ 0.00

24. Is any of the property listed in Part 5 perishable?

- No
- Yes

25. Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?

- No
- Yes. Description _____ Book value \$ _____ Valuation method _____ Current value \$ _____

26. Has any of the property listed in Part 5 been appraised by a professional within the last year?

- No
- Yes

Debtor: Fuhu Holdings, Inc.
Name

Case number (if known): 15-12466

Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)

27. Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?

- No. Go to Part 7.
- Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
28. Crops—either planted or harvested	\$ _____	_____	\$ _____
29. Farm animals <i>Examples:</i> Livestock, poultry, farm-raised fish	\$ _____	_____	\$ _____
30. Farm machinery and equipment (Other than titled motor vehicles)	\$ _____	_____	\$ _____
31. Farm and fishing supplies, chemicals, and feed	\$ _____	_____	\$ _____
32. Other farming and fishing-related property not already listed in Part 6	\$ _____	_____	\$ _____

33. Total of Part 6

Add lines 28 through 32. Copy the total to line 85.

\$ 0.00

34. Is the debtor a member of an agricultural cooperative?

- No
- Yes. Is any of the debtor's property stored at the cooperative?
 - No
 - Yes

35. Has any of the property listed in Part 6 been purchased within 20 days before the bankruptcy was filed?

- No
- Yes. Description _____ Book value \$ _____ Valuation method _____ Current value \$ _____

36. Is a depreciation schedule available for any of the property listed in Part 6?

- No
- Yes

37. Has any of the property listed in Part 6 been appraised by a professional within the last year?

- No
- Yes

Debtor: Fuhu Holdings, Inc.
Name

Case number (if known): 15-12466

Part 7: Office furniture, fixtures, and equipment; and collectibles

38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?

- No. Go to Part 8.
- Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
39. Office furniture	\$ _____	_____	\$ _____
40. Office fixtures	\$ _____	_____	\$ _____
41. Office equipment, including all computer equipment and communication systems equipment and software	\$ _____	_____	\$ _____
42. Collectibles <i>Examples:</i> Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles	\$ _____	_____	\$ _____

43. Total of Part 7.

Add lines 39 through 42. Copy the total to line 86.

\$ 0.00

44. Is a depreciation schedule available for any of the property listed in Part 7?

- No
- Yes

45. Has any of the property listed in Part 7 been appraised by a professional within the last year?

- No
- Yes

Debtor: Fuhu Holdings, Inc.
Name

Case number (if known): 15-12466

Part 8: Machinery, equipment, and vehicles

46. Does the debtor own or lease any machinery, equipment, or vehicles?

- No. Go to Part 9.
- Yes. Fill in the information below.

General description	Net book value of debtor's interest	Valuation method used for current value	Current value of debtor's interest
Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number)	(Where available)		

47. Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles

_____ \$ _____ \$ _____

48. Watercraft, trailers, motors, and related accessories Examples: Boats, trailers, motors, floating homes, personal watercraft, and fishing vessels

_____ \$ _____ \$ _____

49. Aircraft and accessories

_____ \$ _____ \$ _____

50. Other machinery, fixtures, and equipment (excluding farm machinery and equipment)

_____ \$ _____ \$ _____

51. Total of Part 8.

Add lines 47 through 50. Copy the total to line 87.

\$ 0.00

52. Is a depreciation schedule available for any of the property listed in Part 8?

- No
- Yes

53. Has any of the property listed in Part 8 been appraised by a professional within the last year?

- No
- Yes

Debtor: Fuhu Holdings, Inc.
Name

Case number (if known): 15-12466

Part 9: Real property

54. Does the debtor own or lease any real property?

- No. Go to Part 10.
- Yes. Fill in the information below.

55. Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest

Description and location of property Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building), if available.	Nature and extent of debtor's interest in property	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
55.1 _____	_____	\$ _____	_____	\$ _____

56. Total of Part 9.

Add the current value on lines 55.1 through 55.6 and entries from any additional sheets. Copy the total to line 88.

\$ 0.00

57. Is a depreciation schedule available for any of the property listed in Part 9?

- No
- Yes

58. Has any of the property listed in Part 9 been appraised by a professional within the last year?

- No
- Yes

Debtor: Fuhu Holdings, Inc.
Name

Case number (if known): 15-12466

Part 10: Intangibles and intellectual property

59. Does the debtor have any interests in intangibles or intellectual property?

- No. Go to Part 11.
- Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
60. Patents, copyrights, trademarks, and trade secrets			
60.1 Various copyrights, patents and trademarks	\$ Unknown		\$ Unknown
61. Internet domain names and websites			
61.1 None	\$		\$
62. Licenses, franchises, and royalties			
62.1 None	\$		\$
63. Customer lists, mailing lists, or other compilations			
63.1 None	\$		\$
64. Other intangibles, or intellectual property			
64.1 None	\$		\$
65. Goodwill			
65.1 None	\$		\$

66. Total of Part 10.

Add lines 60 through 65. Copy the total to line 89.

\$ 0.00

67. Do your lists or records include personally identifiable information of customers (as defined in 11 U.S.C. §§ 101(41A) and 107)?

- No
- Yes

68. Is there an amortization or other similar schedule available for any of the property listed in Part 10?

- No
- Yes

69. Has any of the property listed in Part 10 been appraised by a professional within the last year?

- No
- Yes

Debtor: Fuhu Holdings, Inc.
Name

Case number (if known): 15-12466

Part 11: All other assets

70. **Does the debtor own any other assets that have not yet been reported on this form?**
 Include all interests in executory contracts and unexpired leases not previously reported on this form.
 No. Go to Part 12.
 Yes. Fill in the information below.

Current value of debtor's interest

71. **Notes receivable**

Description (include name of obligor)	Total face amount	doubtful or uncollectible accounts	
_____	\$ _____	\$ _____	\$ _____

72. **Tax refunds and unused net operating losses (NOLs)**

Description (for example, federal, state, local)	Tax year	\$ _____
_____	_____	\$ _____

73. **Interests in insurance policies or annuities**

_____ \$ _____

74. **Causes of action against third parties (whether or not a lawsuit has been filed)**

_____	\$ _____
Nature of claim	_____
Amount requested	\$ _____

75. **Other contingent and unliquidated claims or causes of action of every nature, including counterclaims of the debtor and rights to set off claims**

_____	\$ _____
Nature of claim	_____
Amount requested	\$ _____

76. **Trusts, equitable or future interests in property**

_____ \$ _____

77. **Other property of any kind not already listed** *Examples: Season tickets, country club membership*

_____ \$ _____

78. **Total of Part 11.**

Add lines 71 through 77. Copy the total to line 90.

\$ 0.00

79. **Has any of the property listed in Part 11 been appraised by a professional within the last year?**

- No
 Yes

Debtor: Fuhu Holdings, Inc.

Case number (if known): 15-12466

Name

Part 12: Summary

In Part 12 copy all of the totals from the earlier parts of the form.

Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. <i>Copy line 5, Part 1.</i>	\$ 0.00	
81. Deposits and prepayments. <i>Copy line 9, Part 2.</i>	\$ 0.00	
82. Accounts receivable. <i>Copy line 12, Part 3.</i>	\$ 0.00	
83. Investments. <i>Copy line 17, Part 4.</i>	\$ 0.00	
84. Inventory. <i>Copy line 23, Part 5.</i>	\$ 0.00	
85. Farming and fishing-related assets. <i>Copy line 33, Part 6.</i>	\$ 0.00	
86. Office furniture, fixtures, and equipment; and collectibles. <i>Copy line 43, Part 7.</i>	\$ 0.00	
87. Machinery, equipment, and vehicles. <i>Copy line 51, Part 8.</i>	\$ 0.00	
88. Real property. <i>Copy line 56, Part 9.</i> →	\$ 0.00
89. Intangibles and intellectual property. <i>Copy line 66, Part 10.</i>	\$ 0.00	
90. All other assets. <i>Copy line 78, Part 11.</i>	\$ 0.00	
91. Total. Add lines 80 through 90 for each column.91a.	\$ 0.00	+ 91b. \$ 0.00
92. Total of all property on Schedule A/B. Lines 91a + 91b = 92.		\$ 0.00

Fill in this information to identify the case:

Debtor Name: In re : Fuhu Holdings, Inc.
 United States Bankruptcy Court for the: District Of Delaware
 Case number (if known): 15-12466 (CSS)

Check if this is an amended filing

Official Form 206D

Schedule D: Creditors Who Have Claims Secured by Property

12/15

Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

- No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.
- Yes. Fill in all of the information below.

Part 1: List Creditors Who Have Secured Claims

2. List in alphabetical order all creditors who have secured claims. If a creditor has more than one secured claim, list the creditor separately for each claim.

<i>Column A</i> Amount of claim Do not deduct the value of collateral.	<i>Column B</i> Value of collateral that supports this claim
---	--

<p>2.1 Creditor's name</p> <p>_____ Creditor's Name</p> <p>Creditor's mailing address</p> <p>_____ Notice Name</p> <p>_____ Street</p> <p>_____ City State ZIP Code</p> <p>_____ Country</p> <p>Creditor's email address, if known</p> <p>_____</p> <p>Date debt was incurred</p> <p>_____</p> <p>Last 4 digits of account number</p> <p>_____</p> <p>Do multiple creditors have an interest in the same property?</p> <p><input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes. Have you already specified the relative priority?</p> <p style="margin-left: 20px;"><input type="checkbox"/> No. Specify each creditor, including this creditor, and its relative priority.</p> <p>_____</p> <p><input type="checkbox"/> Yes. The relative priority of creditors is specified on lines _____</p>	<p>Describe debtor's property that is subject to a lien</p> <p>_____</p> <p style="text-align: right;">\$ _____</p> <p>Describe the lien</p> <p>_____</p> <p>Is the creditor an insider or related party?</p> <p><input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes</p> <p>Is anyone else liable on this claim?</p> <p><input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors(Official Form 206H)</i>.</p> <p>As of the petition filing date, the claim is: Check all that apply.</p> <p><input type="checkbox"/> Contingent</p> <p><input type="checkbox"/> Unliquidated</p> <p><input type="checkbox"/> Disputed</p>	<p>\$ _____</p>
---	--	-----------------

3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any. \$ 0.00

Debtor: Fuhu Holdings, Inc.
Name

Case number (if known): 15-12466

Part 2: List Others to Be Notified for a Debt Already Listed in Part 1

List in alphabetical order any others who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for secured creditors.

If no others need to be notified for the debts listed in Part 1, do not fill out or submit this page. If additional pages are needed, copy this page.

Name and address	On which line in Part 1 did you enter the related creditor?	Last 4 digits of account number for this entity
Name	Line _____	_____
Notice Name		
Street		

City	State	ZIP Code
Country		

Fill in this information to identify the case:

Debtor Name: In re : Fuhu Holdings, Inc.
 United States Bankruptcy Court for the: District Of Delaware
 Case number (if known): 15-12466 (CSS)

Check if this is an amended filing

Official Form 206E/F

Schedule E/F: Creditors Who Have Unsecured Claims

12/15

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on Schedule A/B: Assets - Real and Personal Property (Official Form 206A/B) and on Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1: List All Creditors with PRIORITY Unsecured Claims

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

- No. Go to Part 2.
- Yes. Go to Line 2.

2. List in alphabetical order all creditors who have unsecured claims that are entitled to priority in whole or in part. If the debtor has more than 3 creditors with priority unsecured claims, fill out and attach the Additional Page of Part 1.

	Total claim	Priority amount
<p>2.1 Priority creditor's name and mailing address</p> <p>Creditor Name _____</p> <p>Creditor's Notice name _____</p> <p>Address _____</p> <p>_____</p> <p>_____</p> <p>City _____ State _____ ZIP Code _____</p> <p>Country _____</p> <p>Date or dates debt was incurred</p> <p>_____</p> <p>Last 4 digits of account number</p> <p>Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) ()</p>	<p>As of the petition filing date, the claim is:</p> <p><i>Check all that apply.</i></p> <p><input type="checkbox"/> Contingent</p> <p><input type="checkbox"/> Unliquidated</p> <p><input type="checkbox"/> Disputed</p> <p>Basis for the claim:</p> <p>_____</p>	<p>\$ _____</p> <p>\$ _____</p>
	<p><input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes</p>	

Debtor: Fuhu Holdings, Inc.
Name

Case number (if known): 15-12466

Part 2: List All Creditors with NONPRIORITY Unsecured Claims

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

		Amount of claim
<p>3.1 Nonpriority creditor's name and mailing address</p> <p>See Schedule E/F, Part 2 Attachment</p> <p>Creditor Name _____</p> <p>_____</p> <p>Creditor's Notice name _____</p> <p>_____</p> <p>Address _____</p> <p>_____</p> <p>_____</p> <p>_____</p> <p>City _____ State _____ ZIP Code _____</p> <p>_____</p> <p>Country _____</p> <p>Date or dates debt was incurred _____</p> <p>Last 4 digits of account number _____</p>	<p>As of the petition filing date, the claim is:</p> <p><i>Check all that apply.</i></p> <p><input type="checkbox"/> Contingent</p> <p><input type="checkbox"/> Unliquidated</p> <p><input type="checkbox"/> Disputed</p> <p>Basis for the claim:</p> <p>_____</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes</p>	<p>\$ 12,914,458.00</p> <hr/>

In re: Fuhu Holdings, Inc.
 Case No. 15-12466
 Schedule E/F, Part 2
 Creditors Who Have NONPRIORITY Unsecured Claims

#	Nonpriority Creditor's Name	Address 1	Address 2	City	State	Zip	Country	Email	Date incurred	Account number (last 4 digits)	Basis for claim	Subject to offset (Y/N)	Contingent	Unliquidated	Disputed	Amount of claim
3.1	Advanced Mobile Applications, Ltd.	10/11 Archer Street, Unit 3 4900 Hopyard Road, Suite 100	Piccadilly Circus	London		W1D 7AZ	UNITED KINGDOM	alex.paraschiv@ama.us			Royalty	N				\$2,555.00
3.2	Agile Fusion Corp.	9401 Wilshire Blvd. Ninth Floor	c/o Ervin Cohen & Jessup LLP	Pleasanton	CA	94588		Alexey@agilefusion.com			Royalty	N				\$271.00
3.3	Alorica, Inc.	1562 Marin Avenue		Beverly Hills	CA	90212		johnny@ayopagames.com			Litigation	Y	X	X	X	\$0.00
3.4	Ayopa Games, LLC	7500 Flying Cloud Drive Suite 625		Albany	CA	94706		kpichelman@concretesoftware.com			Royalty	N				\$475.00
3.5	Concrete Software, Inc.	105 Lake Hill Rd. Suite 15		Eden Prairie	MN	55344		josh@concretegames.com			Royalty	N				\$7,088.00
3.6	Crescent Moon Games	10 Exchange Place, 12th Floor		Burnt Hills	NY	12027		mbross@datapipe.com			Royalty	N				\$25,385.00
3.7	Datapipe			Jersey City	NJ	07302		Jim.mainard@dreamworks.com			Lawsuit	Y	X	X	X	\$1,089,256.00
3.8	Dreamworks Animation LLC	1000 Flower Street 1800 S. Brand Blvd., Unit 204		Glendale	CA	91201		david@hiddenvariable.com			Royalty	N				\$14,995.00
3.9	Hidden Variable Studios, LLC	360 E. 8th Ave, Ste 401		Glendale	CA	91204		Emily.camp@hitcents.com			Royalty	N				\$2,052.00
3.10	Hitcents			Bowling Green	KY	42101		jamaal.brown@cupcakedigital.com			Royalty	N				\$11,614.00
3.11	iSTORYTIME, INC.	233 E. Canon Perdido St. 2377 Crenshaw Blvd, Suite 302		Santa Barbara	CA	93101		Miguel.diaz@jumpstart.com			Royalty	N				\$652.00
3.12	Knowledge Adventure, Inc.	6100 Neil Road, Suite 100		Torrance	CA	90501		wmreport@microsoft.com			Royalty	N				\$2,932.00
3.13	Microsoft Licensing, GP			Reno	NV	89511		siobhan.monahan@morganstanley.com			Royalty	N				\$133,902.00
3.14	Morgan Stanley	1585 Broadway, Floor 39		New York	NY	10036		Darren@murthadesign.com			Debt	N				\$11,571,717.00
3.15	Murtha Design Inc.	59 Atkinson Ct.		Deleware	Ontario	NOL 1E0	CANADA	greg@oooweeooo.com			Royalty	N				\$15,485.00
3.16	Oooweeooo Inc.	30 Dodge Road		Toronto	Ontario	M1N 2A7	CANADA				Royalty	N				\$271.00
3.17	Razer (Asia Pacific) Pte. Ltd.	514 Chai Chee Ln				469029	Singapore	aturetksy@intellijoy.com			Litigation	N	X	X	X	\$0.00
3.18	Runaway Studios, Inc.	2944 West Chase Avenue		Chicago	IL	60645					Royalty	N				\$3,264.00
3.19	SAFRAN	c/o SAFRAN	1940 DUKE STREET	ALEXANDRIA	VA	22314					Litigation	N	X	X	X	\$0.00
3.20	SAFRAN	c/o SAFRAN	1940 DUKE STREET	ALEXANDRIA	VA	22314					Litigation	N	X	X	X	\$0.00
3.21	Spinlight Studios	424 S Staley Road		Champaign	IL	61822		matt@spinlight.com			Royalty	N				\$3,509.00
3.22	StoryToys	4-5 Trinity Street		Dublin Ireland		2	IRELAND	gavin.barrett@storytoys.com			Royalty	N				\$19,357.00
3.23	Visual Blasters LLC	150 SE 2nd Ave, Suite 500		Miami	FL	33131		jeremy@visualblasters.com			Royalty	N				\$9,678.00
Total:															\$12,914,458.00	

Debtor: Fuhu Holdings, Inc.
Name

Case number (if known): 15-12466

Part 3: List Others to Be Notified About Unsecured Claims

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors. If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

Name and mailing address	On which line in Part 1 or Part 2 is the related creditor (if any) listed?	Last 4 digits of account number, if any
Name	Line	
Notice Name	<input type="checkbox"/> Not Listed.Explain	
Street		
City	State	ZIP Code
Country		

Debtor: Fuhu Holdings, Inc.
Name

Case number (if known): 15-12466

Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims

5. Add the amounts of priority and nonpriority unsecured claims.

		Total of claim amounts
5a.	Total claims from Part 1	\$ 0.00
5b.	Total claims from Part 2	+ \$ 12,914,458.00
5c.	Total of Parts 1 and 2 Lines 5a + 5b = 5c.	\$ 0.00

Fill in this information to identify the case:

Debtor Name: In re : Fuhu Holdings, Inc.
 United States Bankruptcy Court for the: District Of Delaware
 Case number (if known): 15-12466 (CSS)

Check if this is an amended filing

Official Form 206G

Schedule G: Executory Contracts and Unexpired Leases

12/15

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, numbering the entries consecutively.

1. Does the debtor have any executory contracts or unexpired leases?

- No. Check this box and file this form with the court with the debtor's other schedules. There is nothing else to report on this form.
- Yes. Fill in all of the information below even if the contracts or leases are listed on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B).

2. List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.1 State what the contract or lease is for and the nature of the debtor's interest

See Schedule G Attachment

Name

Notice Name

State the term remaining

Address

List the contract number of any government contract

City

State

ZIP Code

Country

Case No. 15-12466
Schedule G
Executory Contracts and Unexpired Leases

Name of other parties with whom the debtor has an executory contract or unexpired lease	Creditor Notice Name	Address 1	Address 2	Address 3	City	State	Zip	Country	Email	List the contract number of any government contract	State what the contract or lease is for and the nature of the debtor's interest	State the term remaining (Days)
ABC Cable Networks Group	Attn Assistant General Counsel	500 South Buena Vista Street			Burbank	CA	91521-3925				Electronic Home Video License Agreement	
ABC Cable Networks Group	Attn Executive VP, Pay Television and Interactive Media	500 South Buena Vista Street			Burbank	CA	91521-3911				Electronic Home Video License Agreement	
ABC Cable Networks Group	Attn VP, Contract Administration and Sales Support	500 South Buena Vista Street			Burbank	CA	91521-3925				Electronic Home Video License Agreement	
ABC Cable Networks Group		500 South Buena Vista St			Burbank	CA	91521				Addendum 4 to Disney/Fuhu Digital Content Distribution Agreement Music Group Worldwide	
ABC Cable Networks Group		500 South Buena Vista Street			Burbank	CA	91521				Digital Content Distribution Agreement	
ABC Cable Networks, Radio Disney, a division of ABC Radio Network Assets, LLC	Attn Jarred Katz	3800 W Alameda Avenue			Burbank	CA	91505-6074				Promotion Agreement	
ABC Cable Networks, Radio Disney, a division of ABC Radio Network Assets, LLC	Attn Manjiri Srivastava	3800 W Alameda Avenue			Burbank	CA	91505-6074				Promotion Agreement	
ABC, Inc.	Attn Dana D. McCarren	77 West 66th St	Legal Affairs		New York	NY	10023				Promotion Agreement	
Agile Fusion Corporation	Attn Legal Dept	4900 Hopyard Rd, Suite #100			Pleasanton	CA	45588				Software Distribution Agreement	215
Allrecipies, Inc.		413 Pine Street, Suite 500			Seattle	WA	98101				Software Distribution Agreement	43
AuthenTec, Inc.	Simon Blake-Wilson, VP Embedded Security Solutions	100 Rialto Place, Suite 100			Melbourne	FL	32901				License and Distribution Agreement	
Ayopa Games, LLC	Jonny Coghlan, CEO	1562 Marin Avenue			Albany	CA	94706				Software Distribution Agreement	229
Disney		500 South Buena Vista Street			Burbank	CA	91521				Addendum 2 to Disney/Fuhu Digital Content Distribution Agreement	
Disney and ESPN Affiliate Sales and Marketing	Attn Executive Vice President, Affiliate Sales	ESPN Plaza			Bristol	CT	06010-1099				Digital Content Distribution Agreement	
Disney Music Group	Attn SVP Business Affairs	500 South Buena Vista Street			Burbank	CA	91521-3925				Digital Content Distribution Agreement	
Disney Publishing Worldwide	Attn Muriel A. Tebid	77 West 66th Street, 15th Floor			New York	NY	10023				Digital Content Distribution Agreement	
Disney Publishing Worldwide, as an Affiliate of Disney Electronic Content, Inc.	Attn Muriel A. Tebid	77 West 66th Street, 15th Floor			New York	NY	10023				Addendum 3 to Disney/Fuhu Digital Content Distribution Agreement	
DreamWorks Animation L.L.C.	Attention Business Affairs: Distribution	1000 Flower Street			Glendale	CA	91201				Master License Agreement	
DreamWorks Animation L.L.C.	Attention Consumer Products	1000 Flower Street			Glendale	CA	91201				Master License Agreement	
DreamWorks Animation L.L.C.	Attention Jim Mainard	1000 Flower Street			Glendale	CA	91201				Amended and Restated Schedule III to Master License Agreement	
DreamWorks Animation L.L.C.	Attention Jim Mainard	1000 Flower Street			Glendale	CA	91201				Master License Agreement	
DreamWorks Animation L.L.C.	Attention Jim Mainard	1000 Flower Street			Glendale	CA	91201				Schedule II to Master License Agreement Dated April 1, 2012 Between Dreamwork Animation L.L.C. and Fuhu Holdings, Inc.	923
DreamWorks Animation L.L.C.	Attention Jim Mainard	1000 Flower Street			Glendale	CA	91201				Schedule III to Master License Agreement	
DreamWorks Animation L.L.C.	Attention Jim Mainard	1000 Flower Street			Glendale	CA	91201				Schedule IV to Master License Agreement	
Fingerprint Play Inc.		240 Stockton St., 6th Floor			San Francisco	CA	94108				Software Distribution Agreement	237
Grandsun Electronic Co. Ltd.		Pingdi, Gaoqiao Industrial Zone	Longgang District		Shenzhen City	Guangdong Province		China			Product Supply Agreement	
Hidden Variable Studios, LLC		1800 S. Brand Blvd., Suite #204			Glendale	CA	91204				Software Distribution Agreement	88
Hip Sing China Industrial Ltd.		Unit 3, 7/f, Wah Shing Centre	11 Shing Yip Street		Kwun Tong	Kowloon			Hong Kong		Product Supply Agreement	
Hip Sing China Industrial Ltd.		Unit 3, 7/f, Wah Shing Centre	11 Shing Yip Street		Kwun Tong	Kowloon			Hong Kong		Fuhu Product Quality Plan and Agreement Revision 0.1	

Name of other parties with whom the debtor has an executory contract or unexpired lease	Creditor Notice Name	Address 1	Address 2	Address 3	City	State	Zip	Country	Email	List the contract number of any government contract	State what the contract or lease is for and the nature of the debtor's interest	State the term remaining (Days)
Hitcents.com, Inc.		900 Church Street			Bowling Green	KY	42101				Software Distribution Agreement	88
iStoryTime, Inc.		233 E CANON PERDIDO STREET			SANTA BARBARA	CA	93101				Software Distribution Agreement	133
Knowledge Adventure, Inc.		2377 CRENSHAW BLVD SUITE 302			TORRANCE	CA	90501				Software Distribution Agreement	101
Mediocre AB		Calle Laguna del Marquesado N19	Nave 16 Edificio Adriana 1 Planta	Poligono Industrial La Resina (Villaverde)	Madrid			Spain			Software Distribution Agreement	
Meredith Corporation	Attn General Counsel	1716 Locust Street			Sees Moines	IA	50309				Software Distribution Agreement	43
Microsoft Corporation	Attention: Legal and Corporate Affairs	One Microsoft Way			Redmond	WA	98052				PlayReady Master Agreement	
Microsoft Corporation	Attention: Legal and Corporate Affairs	One Microsoft Way			Redmond	WA	98052				PlayReady Device Distribution License	663
Microsoft Corporation	Attention: Legal and Corporate Affairs	One Microsoft Way			Redmond	WA	98052				PlayReady Service Deployment License	
Microsoft Corporation	Attention: Legal and Corporate Affairs	One Microsoft Way			Redmond	WA	98052				PlayReady Server Development License	
Microsoft Corporation	Attn WMLA Licensing	One Microsoft Way			Redmond	WA	98052		wmla@microsoft.com		Microsoft PlayReady Server Agreement	991
Microsoft Licensing, GP	Microsoft Corporation	Attention: WMLA Licensing	One Microsoft Way		Redmond	WA	98052		WMLA@microsoft.com		PlayReady Master Agreement	
Microsoft Licensing, GP	Microsoft Corporation	Attention: WMLA Licensing	One Microsoft Way		Redmond	WA	98052		WMLA@microsoft.com; WMReport@MICROSOFT.COM		PlayReady Device Distribution License	663
Microsoft Licensing, GP	Microsoft Corporation	Attention: WMLA Licensing	One Microsoft Way		Redmond	WA	98052		WMLA@microsoft.com; WMReport@MICROSOFT.COM		PlayReady Service Deployment License	
Microsoft Licensing, GP	Microsoft Corporation	Attention: WMLA Licensing	One Microsoft Way		Redmond	WA	98052		WMLA@microsoft.com; WMReport@MICROSOFT.COM		PlayReady Server Development License	
Murtha Design Inc.		59 Atkinson Court	PO Box 63		Delaware	ON	N0L 1E0	Canada			Software Distribution Agreement	118
NVIDIA Corporation	Attn General Counsel	2701 San Tomas Expressway			Santa Clara	CA	95050				NVIDIA Upstream Technology License Agreement	
Oooweeooo Inc.		30 Dodge Road			Toronto	ON	M1N 2A7	CANADA			Software Distribution Agreement	216
Proskauer Rose LLP	Attn Glen K. Kim	2049 Century Park East, Suite 3200			Los Angeles	CA	90067		glim@proskauer.com		Credit Agreement	
Radio Disney Group, LLC (Disney Media Activation Group)	Attn Phil Guerini	3800 W Alameda Avenue			Burbank	CA	91505-6074				Promotion Agreement	
Shenzhen AEE Technology Co., Ltd.	Attn Sales Dept.	AEE Hi-Tek Park	Sun Industrial Area, Xili	Nanshan District	Shenzhen		518108	China	trade2@ae.com		Product Supply Agreement	
Silvercreek Entertainment		PO Box 518			Grants Pass	OR	97528				Software Distribution Agreement	
StoryToys		4-5 Trinity Street			Dublin		2	Ireland			Software Distribution Agreement	96
The Walt Disney Company	Attn Deputy General Counsel, Distribution	500 South Buena Vista Street			Burbank	CA	91521-3925				Digital Content Distribution Agreement	
TinyTap Ltd.	Attn Yogev Shelly	41 Gershon Shatz,			Tel Aviv			Israel			Software Distribution Agreement	46
Toca Boca AB		Kungstensgatan 23, 113 57						Stockholm			Software Distribution Agreement	848
US Bank Equipment Finance, a Division of US Bank National Association		1310 Madrid St			Marshall	MN	56258				Lease Agreement	
US Bank Equipment Finance, a Division of US Bank National Association		1310 Madrid St			Marshall	MN	56258				Lease Supplement	
US Bank Equipment Finance, a Division of US Bank National Association		1310 Madrid St			Marshall	MN	56258				Lease Supplement	
VAR Resources, Inc.		2330 Interstate 30			Mesquite	TX	75150				Master Lease Agreement	
VAR Resources, Inc.		2330 Interstate 30			Mesquite	TX	75150				Exhibit A, Equipment Lease Schedule	
Visual Blasters LLC		150 SE 2nd Ave, Suite 500			Miami	FL	33131				Software Distribution Agreement	93

Oriz FDU Holdings LLC
 Case No. 15-12466
 Schedule G
 Executory Contracts and Unexpired Leases

Name of other parties with whom the debtor has an executory contract or unexpired lease	Creditor Notice Name	Address 1	Address 2	Address 3	City	State	Zip	Country	Email	List the contract number of any government contract	State what the contract or lease is for and the nature of the debtor's interest	State the term remaining (Days)
Warner Bros. Consumer Products Inc.	Attention Senior Vice President, Business and Legal Affairs	4000 Warner Blvd., Building 118, 5th Floor			Burbank	CA	91522				Product License Agreement	

Fill in this information to identify the case:
Debtor Name: In re : Fuhu Holdings, Inc.
United States Bankruptcy Court for the: District Of Delaware
Case number (if known): 15-12466 (CSS)

Check if this is an amended filing

Official Form 206H

Schedule H: Codebtors

12/15

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

1. Does the debtor have any codebtors?

- No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.
- Yes

2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

Column 1: Codebtor		Column 2: Creditor	
Name	Mailing address	Name	Check all schedules that apply:
2.1 Fuhu, Inc.	1700 E Walnut Avenue, Suite 500 Street	Morgan Stanley	<input type="checkbox"/> D <input checked="" type="checkbox"/> E/F <input type="checkbox"/> G
	El Segundo CA 90245 City State ZIP Code		
	Country		
2.2 Fuhu, Inc.	1700 E Walnut Avenue, Suite 500 Street	Tennenbaum Special Situations Fund IX	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
	El Segundo CA 90245 City State ZIP Code		
	Country		

Fill in this information to identify the case:

Debtor Name: In re : Fuhu Holdings, Inc.
 United States Bankruptcy Court for the: District Of Delaware
 Case number (if known): 15-12466 (CSS)

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- Schedule A/B: Assets—Real and Personal Property (Official Form 206A/B)
- Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
- Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
- Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
- Schedule H: Codebtors (Official Form 206H)
- Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
- Amended Schedule _____
- Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
- Other document that requires a declaration _____

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

Executed on 01/08/2016
MM / DD / YYYY

✱ 

 Signature of individual signing on behalf of debtor

Jim Mitchell

 Printed name
Chief Executive Officer

 Position or relationship to debtor