

compromise and settlement of breach of fiduciary duty and other claims asserted by the Trustee against Theodore Farnsworth, Stuart Benson, Mitchell Lowe, Muralikrishna Gadiyaram, Parthasarathy Krishnan, Prathap Singh, Gavriel Ralbag, Carl Schramm, Christopher Kelly, Maria Stipp and Joseph Fried (the “**D&Os**”), all former directors and officers of Helios and/or MoviePass, as set forth in the Settlement Agreement (the “**Settlement Agreement**”) among the Trustee and the D&Os; and (II) pursuant to section 328(a) of the Bankruptcy Code, approving and awarding the payment of certain fees and disbursements to the Trustee’s Special Counsel, Reid, Collins & Tsai LLP (“**Reid Collins**”), on **November 24, 2020 at 10:00 a.m.** (the “**Hearing**”) or as soon thereafter as counsel can be heard, before the Honorable Stuart M. Bernstein United States Bankruptcy Judge, conducted telephonically pursuant to General Order M-543 of the Bankruptcy Court, and Bankruptcy Judge Bernstein’s Chambers Rules, both of which may be found on the Bankruptcy Court’s website at www.nysb.uscourts.gov. Parties wishing to participate in the Hearing telephonically must register with Court Solutions. Information on how to register with Court Solutions can be found in General Order M-543; and

PLEASE TAKE FURTHER NOTICE that the Motion provides for a Settlement Payment (defined in the Motion) in the amount of \$12 million to be made to the Trustee on behalf of the estate upon fulfillment of certain conditions, and upon receipt of the Settlement Payment, for full and complete mutual releases as between the D&Os and the Trustee, Debtor and the Debtor’s estates (including but not limited to any direct or derivative claims that might have been asserted against the D&Os by, through or on behalf of the Debtors’ estates); and

PLEASE TAKE FURTHER NOTICE, that the Motion awards fees and expenses to counsel for the Trustee, Reid Collins & Tsai LLP, in the amount of \$4,207,548. (\$4,200,000.00 in fees plus \$7,548.44 in expenses); and

PLEASE TAKE FURTHER NOTICE, that the Motion and any accompanying papers have been filed electronically with the Clerk of the United States Bankruptcy Court for the Southern District of New York (the “**Court**”) and may be reviewed by all registered users of the Court’s website at: <http://www.nysb.uscourts.gov>. Copies of the Court’s docket including the Motion may also be viewed at no cost at <https://www.kccllc.net/helios>; and

PLEASE TAKE FURTHER NOTICE that responses or objections, if any, to Trustee’s Motion shall be made in writing, filed with the Clerk of the Court with a hard copy delivered directly to the Chambers of the Honorable Stuart M. Bernstein, United States Bankruptcy Judge, United States Bankruptcy Court, One Bowling Green, New York, New York 10004, and served in accordance with the Bankruptcy Rules and the Local Rules of this Court, upon (i) Reid Collins, special counsel to the Trustee at the address below; (ii) Alan Nisselson, the Chapter 7 Trustee, Windels Marx Lane & Mittendorf, 156 West 56th Street, New York, New York 10019, (iii) Nathan A. Haynes, Greenberg Traurig, LLP, MetLife Building, 200 Park Avenue, New York, NY 10166, counsel to certain of the D&Os; (iv) David Berger, Wilson Sonsini, 650 Page Mill Road, Palo Alto, California 94304-1050 (v) Office of the United States Trustee, U.S. Federal Office Building, 201 Varick Street, Room 1006, New York, NY 10014, and (vi) parties who have filed a notice of appearance so as to be actually received by no later than **seven days before the Hearing**.

Dated: New York, New York
October 23, 2020

Respectfully submitted,

REID COLLINS & TSAI LLP

/s/Angela J. Somers

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*Counsel for Alan Nisselson, as Chapter 7 Trustee
of Helios and Matheson Analytics, Inc.,
MoviePass, Inc., and Zone Technologies, Inc.*