

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

In re:

HELIOS AND MATHESON, ANALYTICS, INC.,  
*a/k/a MovieFone*, et al.,<sup>1</sup>

Debtors.

Chapter 7

Case No. 20-10242-smb  
(Jointly Administered)

**ORDER AUTHORIZING PAYMENT  
BY THE TRUSTEE OF FEES AND  
EXPENSES TO TRUSTEE'S SPECIAL COUNSEL**

On November 23, 2020, this Court entered an order (I) pursuant to section 105 of title 11 of the United States Code (“**Bankruptcy Code**”) and Federal Rule of Bankruptcy Procedure (“**Bankruptcy Rules**”) 9019(a), approving the compromise and settlement of breach of fiduciary duty and other claims against former directors and officers of Helios and Matheson Analytics, Inc and/or MoviePass Inc, pursuant to the Settlement Agreement; and (II) pursuant to section 328(a) of the Bankruptcy Code, authorizing the payment of certain fees and disbursements to the Trustee’s Special Counsel, Reid, Collins & Tsai LLP (“**Reid Collins**”), and in that order, this Court directed Reid Collins, pursuant to the terms of the Engagement Letter, to submit a proposed order and accompanying schedules approving and authorizing the Trustee to pay fees from the settlement proceeds fees in the amount of \$4,200,000.00 and expenses in the amount of \$7,548.44; it is now, hereby

**ORDERED** that after the Settlement Payment, as defined in the Settlement Agreement, has been made and completed, and such funds becoming good and readily available, pursuant to the terms of Reid Collins’ Engagement Letter, the Trustee is authorized to pay Reid Collins from

<sup>1</sup> The Debtors in the jointly administered Chapter 7 cases, together with the last four digits of each Debtor’s federal tax identification number, are as follows: Helios and Matheson Analytics, Inc., a/k/a MovieFone (9913), Zone Technologies, Inc., a/k/a Red Zone, a/k/a Zone Intelligence, (5124), and MoviePass, Inc. (9893).



the settlement proceeds the amounts of **\$4,200,000.00** in fees and **\$7,548.44** in expenses; and it is further

**ORDERED** that Reid Collins' fees in the amount of **\$4,200,000.00** and expenses in the amount of **\$7,548.44** are approved, as set forth on the Schedule A and B attached hereto.

Dated: New York, New York  
**November 24<sup>th</sup>, 2020**

**/s/ STUART M. BERNSTEIN**  
Honorable Stuart M. Bernstein

**CURRENT INTERIM FEE PERIOD**

Case No. 20-10242 (SMB)

**Schedule A**

Case Name: HELIOS AND MATHESON, ANALYTICS, INC

(1) Applicant	(2) Date/ Document Number of Application	(3) Interim Fees Requested on Application	(4) Fees Allowed	(5) Fees to be Paid for Current Fee Period	(6) Fees to be Paid for Prior Fee Period(s) (if any) (i.e., Holdback Release)	(7) Total Fees to be Paid	(8) Interim Expenses Requested	(9) Expenses to be Paid for Current Fee Period
Reid Collins & Tsai LLP, Special Counsel to the Trustee	Docket #115 (10/23/2020)	\$4,200,000.00	\$4,200,000.00	\$4,200,000.00	\$4,200,000.00	\$4,200,000.00	\$7,548.44	\$7,548.44

DATE ON WHICH ORDER WAS SIGNED: November 24, 2020

INITIALS: **SMB** USBJ

**FINAL FEE APPLICATION TOTALS**

Case No. 20-10242 (SMB)

**Schedule B**

Case Name: HELIOS AND MATHESON, ANALYTICS, INC

<b>(1) Applicant</b>	<b>(2) Total Fees Requested</b>	<b>(3) Total Fees Paid</b>	<b>(4) Total Expenses Requested</b>	<b>(5) Total Expenses Paid</b>
Reid Collins & Tsai LLP, Special Counsel to the Trustee	<b>\$4,200,000.00<sup>1</sup></b>	<b>\$4,200,000.00<sup>2</sup></b>	<b>\$7,548.44</b>	<b>\$7,548.44</b>

DATE ON WHICH ORDER WAS SIGNED: November 24, 2020

INITIALS: **SMB** USBJ

<sup>1</sup> Total based on contingency fee.

<sup>2</sup> Total based on contingency fee.