IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF WEST VIRGINIA

In re:	)	
	)	
STORJ LABS INC.,	)	**Case No. 5:26-bk-00512**
	)	
Debtor.	)	**Chapter 11 Reorganization**
	)	

DEBTOR STORJ LABS INC.'S MOTION FOR ENTRY OF (1) AN ORDER (A) APPROVING BIDDING PROCEDURES FOR THE SALE OF DEBTOR'S OBJECT STORAGE BUSINESS, (B) APPROVING THE FORM AND MANNER OF NOTICE OF THE SALE, AUCTION AND SALE HEARING, AND (C) SCHEDULING AN AUCTION AND SALE HEARING TO APPROVE THE SALE; AND (2) AN ORDER AUTHORIZING THE SALE FREE AND CLEAR OF LIENS, CLAIMS, INTERESTS AND ENCUMBRANCES

Storj Labs Inc., debtor and debtor-in-possession in the above-captioned chapter 11 case (the "Debtor"), by and through its undersigned counsel, respectfully moves pursuant to sections 105, 363, 365 and 503(b) of title 11 of the United States Code (the "Bankruptcy Code") and Rules 2002, 6004, 6006, and 9014 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") for entry of (1) an order (a) approving the bidding procedures attached hereto as **Exhibit A** (the "Bidding Procedures"), substantially in the form to be filed as **Exhibit D** (the "Bidding Procedures Order"), for the sale of substantially all of the Debtor's assets[1], including its core Object Storage business (as defined below, the "Business"), (b) approving the form and manner of notice of the sale, the auction and the sale hearing, substantially in the form attached as **Exhibit B** (the "Sale Notice"), (c) scheduling an auction (the "Auction") and a hearing to approve the sale (the "Sale Hearing"); and (2) following the Auction, an order (the "Sale Order"), authorizing the sale of the Business to the Successful Bidder free and clear of all liens, claims, interests and encumbrances pursuant to section 363(f) of the Bankruptcy Code.

In support of this Sale Motion, the Debtor respectfully represents as follows:

JURISDICTION, VENUE, AND STATUTORY PREDICATES

1. This Court has jurisdiction pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding. Venue is proper under 28 U.S.C. §§ 1408 and 1409. Relief is authorized under sections 105(a), 363, 503, and 507 of the Bankruptcy Code, and Bankruptcy Rules 2002, 4001, 6004, 9007, and 9014.

INTRODUCTION

2. On July 26, 2026 (the "Petition Date"), the Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code, thereby commencing the Chapter 11 Case.

3. The Debtor seeks approval of a structured, time-bound, competitive marketing and auction process designed to put the Business in front of every category of buyer that could plausibly own it — strategic cloud and storage operators, infrastructure and data-management vendors, decentralized-storage and web3 organizations, financial sponsors, the Debtor's own largest customers and partners, and its community of independent storage node operators — and to let that competition, rather than negotiation with a single party, determine the highest or otherwise best value.

4. The Debtor is in a materially different position from the one in which it filed this case. Since the Petition Date it has reduced headcount from roughly ninety employees at the start of 2026 to ten, cut fixed infrastructure by approximately three-quarters, ended support for unprofitable non-core products, and reduced its monthly cash burn from more than $500,000 to a

[1] Asset sale excludes any recoveries pursuant to Confidential Settlement and Release Agreement with WithumSmith + Brown, PC. Debtor will amend schedules reflecting that this settlement represents potential asset to the Debtor's estate.

level that is close to break-even. Customer billings have stabilized at roughly $375,000 per month on a recurring, contracted base.

5. The Object Storage platform itself — a globally distributed, S3-compatible object storage service operating on tens of thousands of independently operated storage nodes in more than one hundred countries — continues to serve its customers without interruption. In short, the Debtor is offering a stabilized, operating technology business with an installed enterprise customer base, not a collection of distressed assets.

6. Section IV of this Motion describes the marketing plan in detail — the buyer universe, the materials, the sequence of outreach, the data room, the management presentations, and the publication program — and Exhibit C sets it out as a dated work plan.

7. The Debtor has already had direct contact with more than sixty prospective buyers and investors in the course of its pre-petition financing efforts and the ongoing sale of its non-core assets, and will expand that outreach to a target list of not fewer than one hundred and fifty parties within five business days of entry of the Bidding Procedures Order.

ASSET TO BE SOLD

The Object Storage Business

8. The Debtor's core business is Storj Object Storage: a globally distributed, S3-compatible cloud object storage service. Rather than storing customer data in a small number of company-owned data centers, the platform encrypts each file at the client, splits it into erasure-coded pieces, and distributes those pieces across a network of tens of thousands of independently operated storage nodes in more than one hundred countries. Coordinating software operated by the Debtor (the "satellites") tracks metadata, audits node performance, repairs data when nodes fail,

and settles payment to node operators. Customers access the service through a hosted or self-hosted S3-compatible gateway, native client libraries, a web console and a link-sharing service, so that the platform functions as a drop-in replacement for Amazon S3 and comparable hyperscale offerings.

9. The architecture produces a distinctive combination of attributes. Data is end-to-end encrypted and distributed by default; the network is designed to deliver 99.99% of durability and 99.95% availability without replication; uploads and downloads are consistently fast from any geography because every customer is close to many nodes; and because the platform monetizes under-utilized capacity rather than building data centers, the Debtor has historically priced storage and egress at a substantial discount to the hyperscale providers while maintaining a materially lower carbon footprint. The Debtor offers the platform both as a public cloud service and as "Storj Private Cloud," a self-hosted deployment on commodity hardware for enterprises that wish to pool their own stranded capacity.

10. Debtor serves enterprise customers in media and entertainment, backup and archive, home-security and IoT video, scientific and research data, and AI/ML training and inference workloads, together with a long tail of self-service developers and small businesses billed through an online payment processor. The Debtor's non-public customer schedule, concentration analysis and net expansion data will be made available to Qualified Bidders in the data room and provided to the Court and the Office of the United States Trustee under seal upon request.

11. The Debtor's intellectual property includes the satellite, storage-node, uplink, gateway and link-sharing software (substantial portions of which the Debtor has released under open-source licenses while retaining the proprietary components, the brand, the network, and the

operating know-how that give the platform its commercial value), the Storj name and marks, the storj.io domain and related digital properties, the customer and node-operator relationships, and the operational data accumulated over the life of the network.

12. Estimated Value: Debtor estimates the fair market value of the asset at $4,000,000.

ENCUMBRANCES

13. Inveniam Capital Partners, Inc. ("Inveniam"), Debtor's parent, is the DIP Lender who provided debtor-in-possession financing of $260,000 at 18% interest. Additionally, Michael Ward and Robert Lambert, as Collateral Agents for certain sellers of stock to Inveniam, assert that they have a security agreement with Inveniam which pledged Inveniam's interests in Storj to the Collateral Agents, and perfected their security interests by filing various financing statements (UCC-1s) against, *inter alia*, Storj and Inveniam. Thus, the Collateral Agents assert that they should receive distributions that would otherwise go to Inveniam.

Debtor acknowledges a dispute exists between Inveniam and the Collateral Agents and agrees to escrow all proceeds from the sale of these assts and allow claims against the escrowed funds to be determined by the Court without prejudice to the Debtor later seeking authority to release the escrowed funds. Debtor agrees to file notice with the Court calculating the total owed on the DIP Loan, plus interest at the time the money is paid into an escrow account.

THE SALE PROCESS AND RELATED ITEMS

A. The Need for an Expedited Notice and Sale Process

14. The Debtor has filed this Sale Motion on an expedited basis to ensure the Debtor is able to complete the sale of the assets in a timely manner.

B. The Deadlines Contained in the Bidding Procedures Are Reasonable and Will Provide an Adequate Opportunity for Interested Parties to Submit Bids

15. In formulating the procedures and time periods, the Debtor had two principal objectives: (a) providing adequate and appropriate notice to parties in interest and to potential purchasers; and (b) efficiently selling the Asset. The Debtor believes the Bidding Procedures achieve both objectives under the facts and circumstances of this Chapter 11 Case. In the exercise of its business judgment, Debtor believes the parties who may have an interest in bidding at the Auction are among its creditors, investors, and competitors. Further, Debtor has already organized a virtual data room making due diligence expeditious for interested parties. Thus, the timeline in the Bidding Procedures will not prevent any party interested and capable of purchasing the assets from conducting due diligence and submitting a bid.

16. The Debtor identified and communicated with potential purchasers who may have an interest in purchasing the technology identified above. The Debtor will undertake commercially reasonable marketing efforts, including advertising through online platforms, direct outreach to potential buyers, and email marketing to sell the assets.

17. Debtor proposes the following sale process:

THE MARKETING PROCESS

18. The Debtor is a small company without the resources to retain an investment bank on customary terms. The marketing process will therefore be led by the Debtor's Chief Restructuring Officer, Dr. Shuja Ali, supported by the Debtor's remaining senior engineers, its outside accountants and its counsel, and will follow the structure a banker-led process would follow. The Debtor describes it in detail so that the Court, the United States Trustee, creditors and parties in interest can evaluate its adequacy on the record.

A. The Buyer Universe

19. The Debtor has identified six categories of prospective purchasers, each with a different rationale for acquiring the Business:

(i) **Cloud and object-storage operators.** Companies that sell S3-compatible storage and would acquire the Business for its customer base, its differentiated distributed architecture, its brand, or its low-cost capacity. This category includes independent cloud storage providers, backup and media-cloud vendors, and regional cloud operators. Several such parties executed non-disclosure agreements with the Debtor in August and September 2026 in connection with the non-core asset sales and have been informed that the Business itself will be offered.

(ii) **Storage, data-management and infrastructure vendors.** Hardware and software companies for which a globally distributed storage network is a natural extension of an existing product line — storage-system manufacturers, data-orchestration and file-system vendors, media-asset-management providers, and NAS and private-cloud platform companies. Four such parties have executed non-disclosure agreements with the Debtor since August 2026.

(iii) **Decentralized-storage and web3 organizations.** Foundations, protocol companies and infrastructure platforms in the decentralized-storage sector, for which the Debtor's network of independent node operators, its payment and audit systems, and its enterprise S3 customers are directly relevant. The Debtor has had substantive discussions with several such parties in 2026, including at least one that made an offer for a portion of the Business earlier this year.

(iv) **Financial sponsors and special-situations investors.** Private-equity, growth and distressed investors with software-infrastructure portfolios, including parties that evaluated an investment in or acquisition of the Debtor between March and July 2026, and funds that specialize in acquiring and operating cash-generative software businesses out of chapter 11.

(v) **Customers and commercial partners.** The Debtor's largest enterprise customers, reseller and channel partners, and infrastructure counterparties, several of which depend on the platform and have a strategic interest in its continuity. The Debtor will approach each of its top twenty customers directly.

(vi) **The storage node operator community and open-source ecosystem.** The independent operators who provide the network's capacity, and the developers who contribute to its open-source components, include entities with the technical capability and the economic interest to acquire or sponsor the Business, individually or in combination. The Debtor will notify its node-operator mailing list and community forum of the sale process and invite expressions of interest.

20. In the course of its pre-petition capital-raising effort (March–July 2026) and its post-petition non-core asset sales, the Debtor has had direct contact with more than sixty identified individuals and entities across these categories, of which more than ten have executed non-disclosure agreements since the Petition Date. The Debtor maintains a contact log recording each party, its category, the date and nature of contact, the status of any non-disclosure agreement, and the outcome. That log, which contains commercially sensitive information, will be provided to the United States Trustee and, if the Court so directs, filed under seal. Within five business days after entry of the Bidding Procedures Order the Debtor will expand the target list to not fewer than one

hundred and fifty parties, drawing on industry databases, the Debtor's own commercial relationships, and referrals from parties already engaged.

B. Marketing Materials

21. The Debtor has prepared or is finalizing the following materials, each of which will be available on the first business day after entry of the Bidding Procedures Order (and, to the extent not confidential, immediately upon the filing of this Motion):

- A two-page teaser describing the Business, the sale process and the key dates, distributed without a non-disclosure agreement to the full target list and published on the Debtor's website;
- A form non-disclosure agreement, on terms customary for a section 363 sale, which the Debtor will execute without negotiation on substantially those terms so that no prospective bidder is delayed at the threshold;
- A confidential information memorandum of approximately thirty pages covering the platform architecture, the customer base and concentration, the node-operator network and economics, historical and post-petition financial performance, the cost structure before and after the Petition Date, the thirteen-week cash flow, the organization and the eleven remaining personnel, and the intellectual property;
- A business and technical deep-dive presentation of approximately two hundred pages, already prepared, covering the service components, durability and availability design, security architecture, multi-tenant isolation, integration patterns, deployment options and operating metrics;
- A financial package comprising monthly operating results, the customer billing history by customer, the node-operator payout history, and a buyer-oriented pro forma model showing the Business at its current cost structure;
- A standard asset purchase agreement (the "Form APA"), to be filed not later than ten days after entry of the Bidding Procedures Order, against which all bids must be marked, together with a proposed form of sale order; and

C. Sequence of Outreach

22. Outreach will proceed in three waves so that the parties most likely to bid are engaged first and the broader market is reached while they are in diligence:

(a) **Wave 1 — Day 1 to Day 3 after entry of the Bidding Procedures Order:** direct outreach by the Chief Restructuring Officer, by email and telephone, to every party that has had prior contact with the Debtor regarding an acquisition, investment or financing in 2026, and to every party that has executed a non-disclosure agreement, together with the teaser and the form non-disclosure agreement.

(b) **Wave 2 — Day 3 to Day 10:** outreach to the expanded target list of not fewer than one hundred and fifty parties; direct approaches to the Debtor's top twenty customers and its channel and infrastructure partners; notice to the storage node operator community through the Debtor's operator mailing list and forum; and publication as described below.

(c) **Wave 3 — Day 10 to the Bid Deadline:** follow-up with every party that has received the teaser; weekly reporting of data-room activity; management presentations; and responses to diligence requests. The Chief Restructuring Officer will maintain a log of every contact and will file a summary of the marketing process, without disclosing bidder identities, before the Sale Hearing.

D. Publication

23. In addition to direct outreach, the Debtor will publish notice of the sale process (a) on the Debtor's website and in an email to its customer base; (b) on the principal online marketplaces for distressed and bankruptcy asset sales; and (c) through the Debtor's and its officers' professional social-media channels. Publication will occur within five business days after entry of

the Bidding Procedures Order and will be repeated not less than fourteen days before the Bid Deadline.

E. The Data Room and Due Diligence

24. The Debtor has assembled a virtual data room containing the materials described above together with customer contracts, node-operator terms, vendor and infrastructure agreements, the Debtor's schedules and statements, the DIP financing documents, corporate records, intellectual-property registrations and open-source license inventories, security and compliance documentation, and the source-code repositories (made available for review under appropriate technical controls). Access will be granted to any party that executes the non-disclosure agreement and provides the information required to be a Potential Bidder under the Bidding Procedures. The data room tracks every document viewed by every user, and the Debtor will use that record to prioritize follow-up. The Debtor's senior engineers will be available to answer technical diligence questions on a scheduled basis.

F. Management Presentations

25. Beginning in the second week after entry of the Bidding Procedures Order, the Debtor will hold live virtual management presentations, each of approximately two hours, at which the Chief Restructuring Officer and the Debtor's senior engineers will present the Business, demonstrate the platform, and take questions. The Debtor will hold at least two general sessions and will offer private sessions to any Potential Bidder that requests one. A recorded version will be available in the data room for parties in other time zones.

THE PROPOSED TIMELINE

27. The Debtor proposes the following schedule, subject to the Court's availability. The schedule gives prospective bidders approximately six weeks between entry of the Bidding

Procedures Order and the Bid Deadline, which the Debtor believes is adequate for a software business of this size whose diligence materials are already assembled, and brings the Auction and Sale Hearing within the Debtor's projected liquidity.

Event	Proposed date	Notes
Filing of this Motion	November 5, 2026	Teaser and form NDA circulated to prior contacts by November 6, 2026
Hearing on Bidding Procedures (expedited)	On or about December 3, 2026	Subject to Court availability
Wave 1 and Wave 2 outreach; data room open	November 9, 2026 – November 17, 2026	Target list of not fewer than 150 parties
Management presentations	November 9 – November 20, 2026	At least two general sessions plus private sessions on request
Bid Deadline	December 20, 2026 at 4:00 p.m. (Eastern)	Objective is at least 14 days after the Bidding Procedures Order
General sale objection deadline	December 30, 2026 at 4:00 p.m. (Eastern)	Objections to the sale generally
Notice of Qualified Bidders	December 18, 2026	Debtor notifies bidders and Consultation Parties
Auction	December 21, 2026 at 10:00 a.m. (Eastern)	Virtual, at the offices of Debtor's counsel, or both
Notice of Successful Bidder and Back-Up Bidder	December 21, 2026	Filed and served the same day
Sale Hearing	On or about January____2027	Subject to Court availability
Target Closing	On or before January 15, 2027	Outside date January 31, 2027

THE BIDDING PROCEDURES

29. The Bidding Procedures are attached as Exhibit A and are summarized here. In the event of any inconsistency, Exhibit A controls.

(a) **Assets.** The Business, comprising substantially all of the Debtor's assets other than the Valdi and Object Mount assets being sold under separate motion, cash, avoidance actions, tax refunds and other Excluded Assets identified in the Form APA. Bidders may bid for the Business as a whole, for the Debtor's equity under a plan, or — if the Debtor determines that doing so may produce greater aggregate value — for identified components, provided that the Debtor will not accept a bid for a component unless the aggregate of component bids exceeds the best bid for the whole.

(b) **Potential Bidders.** A party becomes a Potential Bidder, entitled to data-room access and management presentations, a statement identifying the bidder and its principals and any connection to the Debtor, the DIP Lender, Ward/Lamb or any insider, and preliminary evidence of financial capacity satisfactory to the Debtor, in its sole discretion. Debtor asserts that the DIP Lender is not authorized to act as a potential bidder and will not be deemed a qualified potential bidder. Nonetheless, if the DIP Lender bids either through itself or through an existing or newly formed subsidiary, the Debtor will immediately notify counsel to Ward and Lamb so that objections, if any, may be filed prior to the Auction.

(c) **Qualified Bids.** A bid is a Qualified Bid if, by the Bid Deadline, it (i) is in writing and irrevocable until the earlier of closing of a sale to another bidder or thirty days after the Sale Hearing; (ii) is accompanied by a marked Form APA with a redline;

(iii) states a cash purchase price, together with any assumed liabilities, with no financing, corporate or board approval, or diligence contingency; (iv) is accompanied by a good-faith deposit of ten percent (10%) of the cash purchase price by wire to the IOLTA trust account of Debtor's counsel; (v) identifies the executory contracts to be assumed and provides evidence of adequate assurance of future performance, including the bidder's intention regarding storage node operator payments and customer service continuity; (vi) provides evidence of the bidder's ability to close, including committed financing or proof of funds; (vii) states whether the bidder intends to offer employment to any of the Debtor's personnel; (viii) acknowledges that the bidder has relied solely on its own diligence and that the Business is sold as-is; (ix) does not request any break-up fee, expense reimbursement or other bid protection); and (x) is authorized by the bidder's governing body. The Debtor, after consultation with the Consultation Parties, may waive non-material deficiencies.

(d) **Consultation Parties.** the DIP Lender, and the Collateral Agents; provided that the DIP Lender shall cease to be a Consultation Party and is not eligible to submit a qualified bid and shall receive no bidder information not available to other bidders, from the time it or any existing or newly formed affiliate submits a bid or expresses an intention to do so.

(e) **Auction.** If more than one Qualified Bid is received, the Debtor will conduct the Auction on the date set out above. The Debtor will announce before the Auction which Qualified Bid it has determined to be the highest or otherwise best (the "Baseline Bid") and the basis for that determination. Bidding will proceed in open

rounds; each overbid must exceed the then-prevailing bid by not less than $1,000 (or such other increment as the Debtor announces at the Auction after consultation with the Consultation Parties); each Qualified Bidder must confirm it has not colluded with any other bidder; the Auction will be transcribed; and the Debtor may, after consultation, adjourn the Auction, adopt rules not inconsistent with the Bidding Procedures, and reject any bid that is inadequate, insufficient, not in conformity with the Bankruptcy Code or the Bidding Procedures, or contrary to the interests of the estate. In evaluating bids the Debtor will consider, among other things, the cash purchase price, the DIP Loan, the treatment of customers and storage node operators, the proposed employment of the Debtor's personnel, the certainty and timing of closing, and the form of consideration.

(f) **Successful Bidder and Back-Up Bidder.** At the conclusion of the Auction the Debtor will designate the Successful Bidder and the next-highest bidder as the Back-Up Bidder, whose bid remains open until the earlier of closing with the Successful Bidder or thirty days after the Sale Hearing. If the Successful Bidder fails to close, the Debtor may close with the Back-Up Bidder without further order, and the Successful Bidder's deposit will be forfeited to the estate as liquidated damages.

(g) **If only one Qualified Bid is received,** the Debtor will not hold an Auction and will seek approval of that bid at the Sale Hearing.

(h) **Fiduciary reservation.** Nothing in the Bidding Procedures prevents the Debtor from taking any action required by its fiduciary duties, including terminating the process if no Qualified Bid is received.

(i) **Communications.** All communications with the Debtor regarding the sale are to be directed to the Chief Restructuring Officer, with copies to Debtor's counsel. No bidder may communicate with the Debtor's customers, node operators, employees or vendors regarding the sale without the Debtor's prior consent.

NOTICE OF THE SALE

31. Within three business days after entry of the Bidding Procedures Order, the Debtor will serve the Sale Notice by first-class mail or electronic mail on (a) the Office of the United States Trustee; (b) all creditors listed on the Debtor's schedules; (c) all parties that have requested notice under Bankruptcy Rule 2002; (d) the DIP Lender and its counsel; (e) Collateral Agents and their counsel; (f) all known parties asserting a claim or interest in the Business; (g) the Internal Revenue Service and applicable state taxing authorities; (h) all parties that have expressed interest in acquiring the Business or its components in 2026; and (i) the Debtor's customers and storage node operators by electronic mail (collectively, the "Notice Parties"). The Sale Notice will state the key dates, the manner of obtaining the Bidding Procedures and the Form APA, the objection deadlines, and the time and place of the Auction and the Sale Hearing. The Debtor submits that this notice, together with the publication program described above, satisfies Bankruptcy Rules 2002 and 6004 and constitutes good and sufficient notice of the sale.

BASIS FOR RELIEF REQESTED

A. The Bidding Procedures Are Sound Exercise of Business Judgment and Will Maximize Value

32. Section 363(b)(1) of the Bankruptcy Code authorizes a debtor-in-possession, after notice and a hearing, to sell property of the estate outside the ordinary course of business. Courts approve such sales where the debtor demonstrates a sound business justification. *See In re Lionel Corp.*, 722 F.2d 1063, 1071 (2d Cir. 1983); *In re Martin*, 91 F.3d 389, 395 (3d Cir. 1996); *In re*

Abbotts Dairies of Pa., Inc., 788 F.2d 143 (3d Cir. 1986). Once a sound business justification is shown, the debtor's decision is entitled to the presumption of the business judgment rule. *In re Integrated Res., Inc.*, 147 B.R. 650, 656 (S.D.N.Y. 1992); *In re Johns-Manville Corp.*, 60 B.R. 612, 615-16 (Bankr. S.D.N.Y. 1986).

33. Bidding procedures are routinely approved where they are designed to produce a fair, open and competitive process. The procedures proposed here meet that standard: they are open to every category of buyer; they impose uniform qualification requirements; they provide a reasonable period for diligence supported by a complete data room and management access; they provide for an open auction with transparent overbid increments and a transcript; they protect the integrity of the process by excluding any bidder, including the DIP Lender, from the consultation group; they preserve the Debtor's ability to accept the highest or otherwise best bid on criteria announced in advance; and they reserve the Debtor's fiduciary discretion. *See In re Gulf Coast Oil Corp.*, 404 B.R. 407, 422-23 (Bankr. S.D. Tex. 2009) (discussing the factors bearing on the adequacy of a section 363 sale process).

34. The sound business justification for a sale is set out above: the Debtor cannot fund a stand-alone reorganization, the Business is stabilized and operating, its value depends on the continuity of customers, operators and personnel that a prolonged case would erode, and a competitive process is the method most likely to establish and capture the Business's value. The Debtor has considered the *Lionel* factors — the proportion of the estate represented by the Business, the time elapsed since filing, the prospects for a plan, the effect of the sale on any plan, the relationship of expected proceeds to value, and whether the asset is appreciating or depreciating — and each supports an expeditious sale.

B. The Sale Should Be Free and Clear Under Section 363(f)

35. Section 363(f) permits a sale free and clear of any interest in property if any one of five conditions is satisfied: the sale price exceeds the aggregate value of all liens; the interest holder consents; the interest is in bona fide dispute; the interest holder could be compelled to accept a money satisfaction; or applicable non-bankruptcy law permits a sale free and clear. The DIP Lender's lien will attach to the proceeds with the same validity and priority, and the Debtor expects the DIP Lender, which is the Debtor's parent, to consent. The interests asserted by Ward/Lamb are in bona fide dispute for the reasons stated above, satisfying section 363(f)(4), and are in any event lien interests that attach to proceeds and for which the holder could be compelled to accept a money satisfaction. **Any party that receives notice and does not object will be deemed to consent**. *See Futuresource LLC v. Reuters Ltd.*, 312 F.3d 281, 285-86 (7th Cir. 2002).

C. The Successful Bidder Should Receive the Protections of Section 363(m)

36. Section 363(m) protects a good-faith purchaser from the effect of reversal or modification on appeal. Good faith is shown by the absence of fraud, collusion or an attempt to take grossly unfair advantage of other bidders. In re Abbotts Dairies, 788 F.2d at 147. The Bidding Procedures require each bidder to disclose its connections and to certify the absence of collusion, require all bidders to be treated uniformly, and provide for a transcribed public auction. The Debtor will present evidence at the Sale Hearing of the Successful Bidder's good faith and requests a finding to that effect as part of the order confirming the sale. Per agreement with Collateral Agents, Debtor will escrow all proceeds from the sales of these assets and allow parties to assert claims to distribution of those proceeds to be determined by the Court. All proceeds shall be held in escrow in the Debtor's counsel's IOLTA account pending further order of this Court.

D. The Court Should Waive the Stays Under Bankruptcy Rules 6004(h) and 6006(d)

37. The Debtor requests that the Sale Order be effective immediately. The Business's value depends on continuity of service to customers and payments to node operators; a fourteen-day delay after the Sale Hearing would push closing into the new year, increase administrative expense and create unnecessary uncertainty for counterparties. The Debtor submits that cause exists to waive the stays.

E.

RESERVATION OF RIGHTS

39. Nothing in this Motion or the Bidding Procedures is an admission as to the validity, priority or amount of any claim or lien, a waiver of the Debtor's rights to dispute any claim or lien, including those asserted by Ward/Lamb, or a determination of the respective rights of the DIP Lender and Ward/Lamb in the sale proceeds. The Debtor reserves the right to modify the Bidding Procedures, with the consent of the Consultation Parties or further order of the Court, to implement a plan-sponsor transaction, and to seek approval of any sale through a chapter 11 plan.

NO PRIOR REQUEST

40. No prior request for the relief sought in this Motion has been made to this or any other court.

CONCLUSION

WHEREFORE, the Debtor respectfully requests that the Court (1) enter the Bidding Procedures Order approving the Bidding Procedures, the Sale Notice, and the Auction and Sale Hearing schedule; (2) following the Auction, enter the Sale Order authorizing the sale of the Business to the Successful Bidder free and clear of all liens, claims, interests and encumbrances,, finding that the Successful Bidder is a good-faith purchaser under section 363(m), and waiving the stays of Bankruptcy Rules 6004(h) and 6006(d); and (3) grant such other and further relief as is just and proper.

Dated: November __, 2026

Respectfully submitted,

STORJ LABS INC.
By its counsel,

/s/ Christopher R. Arthur (Admitted pro hac)
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EXHIBIT A

BIDDING PROCEDURES

Capitalized terms not defined in these Bidding Procedures have the meanings given in the Motion.

Term	Provision
1. Assets Offered	The Business: substantially all of the Debtor's assets used in the Storj Object Storage business, including the satellite, storage-node, uplink, gateway, link-sharing and console software and all related source code, documentation and know-how; the Storj name, marks, domains (including storj.io) and digital properties; customer agreements and relationships; storage node operator terms and relationships; infrastructure, hosting and software agreements designated for assumption; operational data; and goodwill. Excluded: the Valdi and Object Mount assets, cash and cash equivalents, avoidance actions, tax refunds, insurance proceeds, corporate and bankruptcy records, and any other Excluded Assets identified in the Form APA. Bids may be structured as an asset purchase under section 363 or as a plan-sponsor transaction acquiring the equity of the reorganized Debtor.
2. Potential Bidder	A party that delivers to the Debtor (a) an executed confidentiality agreement in the Debtor's form; (b) a statement identifying the bidder, its ultimate beneficial owners, and any connection with the Debtor, the DIP Lender, , or any insider of the Debtor; and (c) preliminary evidence of financial capacity reasonably satisfactory to the Debtor in its sole discretion. Potential Bidders receive data-room access and may attend management presentations.
3. Bid Deadline	December 20, 2026 at 10:00 a.m. (Eastern prevailing time). Bids must be delivered by electronic mail to the Chief Restructuring Officer and Debtor's counsel at the addresses in the Sale Notice. Bids are held confidential until the Notice of Qualified Bidders, except from the Consultation Parties. If a potential bidder has identified an interest with Collateral Agents/Ward/Lamb, then Collateral Agents/Ward/Lamb and their counsel will be provided identification of the bidder and copies of the bid immediately upon receipt of the bid by the Debtor.
4. Qualified Bid	A written bid that: (a) is irrevocable until the earlier of closing of a sale to another bidder or thirty days after the Sale Hearing; (b) includes a marked Form APA (or plan-sponsor term sheet) and a redline; (c) states

Term	Provision
	a cash purchase price and any assumed liabilities, without financing, diligence or corporate or board-approval contingency; (d) is accompanied by a deposit of ten percent of the cash purchase price wired to the IOLTA trust account of Debtor's counsel; (e) includes evidence of ability to close (committed financing, bank statements or proof of immediately available funds); (f) states the bidder's intention regarding employment of the Debtor's personnel, consisting of eight engineers; (g) acknowledges the as-is nature of the sale and reliance solely on the bidder's own diligence; (h) requests no bid protections); (i) is authorized by the bidder's governing body; and (j) is received by the Bid Deadline. The Debtor, after consultation, may waive non-material deficiencies.
5. Component Bids	The Debtor may consider bids for identified components of the Business, but will not accept any component bid unless the aggregate of component bids, net of incremental costs, exceeds the best bid for the Business as a whole.
6. Credit Bidding	The DIP Lender may not credit bid, and the Debtor acknowledges that the DIP Lender is not entitled to credit bid, and will not be deemed a qualified bidder.
7. Consultation Parties	, the DIP Lender, and the Collateral Agents. The DIP Lender is not authorized to submit a bid.
8. Notice of Qualified Bidders	By December 20, 2026 the Debtor will notify each bidder whether its bid is a Qualified Bid, notify all Qualified Bidders of the Baseline Bid, and provide copies of all Qualified Bids to all Qualified Bidders , the Consultation Parties and the United States Trustee.
9. Auction	December 21, 2026 at 10:00 a.m. (Eastern), conducted by video conference and, at the Debtor's election, and/or in person at the office of Spilman Thomas & Battle PLLC in Charleston, West Virginia. Qualified .Bidders and their advisers may attend; creditors and parties in interest may attend as observers on request. The Auction will be recorded and transcribed. Bidding proceeds in open rounds from the Baseline Bid in minimum increments of $1,000 (or such increment as the Debtor announces after consultation). Each bidder must appear through an authorized representative, confirm it has not engaged in collusion, and

Term	Provision
	confirm its bid is binding. The Debtor may adjourn the Auction, adopt rules consistent with these procedures, and request best-and-final offers.
10. Evaluation Criteria	The Debtor will determine the highest or otherwise best bid considering: cash purchase price; assumed liabilities and cure amounts; treatment of customers, storage node operators and the Debtor's personnel; certainty of closing, including proof of ability to close satisfaction of regulatory conditions; speed of closing; form of consideration; and any other factor the Debtor, after consultation, considers relevant to the interests of the estate and creditors.
11. Successful and Back-Up Bidders	At the close of the Auction the Debtor will designate the Successful Bidder and the Back-Up Bidder and file notice the same day. The Back-Up Bid remains irrevocable until the earlier of closing with the Successful Bidder or thirty days after the Sale Hearing. If the Successful Bidder fails to close, the Debtor may close with the Back-Up Bidder without further order and the Successful Bidder's deposit is forfeited to the bankruptcy estate as liquidated damages.
12. Deposits	Deposits are held in trust, without interest, and returned to unsuccessful bidders within five business days after the Sale Hearing (or, for the Back-Up Bidder, after its bid expires). The Successful Bidder's deposit is applied to the purchase price at closing or forfeited on its default.
13. Sale Hearing	On or about _____ ____, 202__, subject to the Court's calendar. Objections to the sale are due by December 30, 2026 on or before 4:00 p.m. (Eastern).
14. As-Is Sale	The Business is sold as-is, where-is, without representations or warranties of any kind except as expressly set out in the final asset purchase agreement approved by the Sale Order.
15. Fiduciary Reservation; Modification	The Debtor reserves the right, consistent with its fiduciary duties and after consultation, to modify these procedures, to extend deadlines, to terminate the process, and to pursue any alternative transaction or a stand-alone plan, provided however that notice will be provided to the United States Trustee and all parties who have requested notice. The Court retains jurisdiction over all disputes arising under these procedures.

Term	Provision
16. Communications	All inquiries to: Shuja Ali, Chief Restructuring Officer, with copies to Christopher R. Arthur (carthur@spilmanlaw.com) and Gregory D. Ellis (gellis@lcenlaw.com). Bidders may not contact the Debtor's customers, node operators, personnel or vendors regarding the sale without the Debtor's prior written consent.

UNITED STATES BANKRUPTCY COURT

NORTHERN DISTRICT OF GEORGIA

ATLANTA DIVISION

In re: **STORJ LABS INC.,** Debtor.	Chapter 11 Case No. 26-62642-PWB

EXHIBIT B

NOTICE OF SALE OF SUBSTANTIALLY ALL ASSETS OF STORJ LABS INC., BIDDING PROCEDURES, AUCTION AND SALE HEARING

PLEASE TAKE NOTICE THAT:

On November 5, 2026 Storj Labs Inc. (the "Debtor") filed a motion (the "Motion") seeking approval of procedures for the sale of substantially all of its assets, including its Object Storage business (the "Business"), free and clear of liens, claims, interests and encumbrances. On November __, 2026 the Court entered an order (the "Bidding Procedures Order") approving the bidding procedures (the "Bidding Procedures").

Any party interested in acquiring the Business should contact Shuja Ali, Chief Restructuring Officer, at the address below to obtain a confidentiality agreement and access to the data room.

The deadline to submit a bid is December 20, 2026 at 10:00 a.m. (Eastern). Bids must comply with the Bidding Procedures, including delivery of a marked asset purchase agreement, proof of financial ability to close, and a deposit of ten percent of the bid price.

If more than one qualified bid is received, an auction will be held on December 21, 2026 at 10:00 a.m. (Eastern) by video conference and, at the Debtor's election, at the office of Spilman Thomas & Battle PLLC, 300 Kanawha Blvd., East, Charleston, West Virginia 25271.

Notice of the successful bid and back up bid will be provided by email not later than 4:00 p.m. (Eastern) on December 21, 2026 to the United States Trustee, all creditors and all parties who have requested notice and their counsel. A hearing to approve the sale will be held before the Honorable Paul W. Bonapfel, United States Bankruptcy Judge, on January __, 2027 at __:__ .m., in Courtroom 1401, United States Courthouse, 75 Ted Turner Drive SW, Atlanta, Georgia 30303, or by video as the Court directs.

Objections to the sale must be filed with the Court and served on the Debtor's counsel to be received by December 30, 2026 at 4:00 p.m. (Eastern).

Copies of the Motion, the Bidding Procedures Order, the Bidding Procedures and the form asset purchase agreement may be obtained free of charge from Debtor's counsel or on the Debtor's website at www.storj.io/sale, or for a fee from the Court's PACER system.

Any party with notice that fails to object by the applicable deadline may be deemed to have consented to the sale and barred from objecting.

Debtor's counsel: Christopher R. Arthur, Spilman Thomas & Battle, PLLC, 300 Kanawha Blvd. E., Charleston, WV 25301, carthur@spilmanlaw.com; Gregory D. Ellis, Lamberth, Cifelli, Ellis & Nason, P.A., 6000 Lake Forrest Drive, N.W., Suite 290, Atlanta, GA 30328, gellis@lcenlaw.com. Chief Restructuring Officer: Shuja Ali, [email].

EXHIBIT C

MARKETING WORK PLAN

Day (from BP Order)	Activity	Responsible	Deliverable / evidence
Filing of Motion	Teaser, form NDA and process letter sent to every party with prior 2026 contact (60+); sale page live on storj.io	CRO	Contact log entries; website capture
Day 1–3	Wave 1 telephone and email follow-up with prior contacts; NDAs countersigned same day; data room access granted	CRO; counsel	NDA register; data-room user list
Day 1–5	Target list expanded to ≥150 parties across six categories; publication in two trade titles and on distressed-asset marketplaces; social-media notice	CRO	Target list (under seal); tear sheets of publications
Day 3–10	Wave 2 outreach to expanded list; direct approaches to top-20 customers and channel partners; notice to node operator mailing list and community forum	CRO; VP Engineering	Contact log; copies of notices
Day 10	Form APA and buyer pro forma model released to data room	Counsel; CRO; accountants	Docket entries
Day 10–28	Management presentations: two general sessions, private sessions on request; recorded session posted; weekly data-room activity reports	CRO; senior engineers	Attendance lists; recordings
Day 28	Second round of publication; follow-up call to every party that opened the teaser without executing an NDA	CRO	Contact log
Day 46	Bid Deadline, 4:00 p.m. ET; general sale objection deadline	CRO; counsel	Bid register

Day (from BP Order)	Activity	Responsible	Deliverable / evidence
Day 46	Notice of Qualified Bidders and Baseline Bid	CRO; counsel	Notices
Day 47	Auction; notice of Successful and Back-Up Bidders filed	CRO; counsel	Transcript; docket
Day 57	Supplemental objection deadline	Counsel	Docket
Day 65 (approx.)	Sale Hearing; CRO declaration summarizing the marketing process (parties contacted by category, NDAs executed, data-room users, presentations held, bids received)	CRO; counsel	Declaration filed
By January 15, 2027	Closing	All	Closing certificate

EXHIBIT D

PROPOSED BIDDING PROCEDURES ORDER

[To be prepared by counsel after approval of the Court, incorporating the Bidding Procedures, the Sale Notice, the schedule, the reservation regarding the DIP Lender / Ward-Lamb dispute, and to ensure compliance with the Court's approved standard forms.]

Dated November 6, 2026

Respectfully Submitted,

STORJ LABS, INC.

By: */s/ Christopher R. Arthur*
Christopher R. Arthur (WVSB #9192)
SPILMAN THOMAS & BATTLE, PLLC
300 Kanawha Blvd. E.
Charleston, WV 25301
(304) 720-4090 *(Phone)*
carthur@spilmanlaw.com
Counsel for Storj, Debtor-in possession

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION

In RE:	)	
	)	
STORJ LABS INC.,	)	**Case No. 26-62642-PWB**
	)	
Debtor.	)	**Chapter 11**
	)	

CERTIFICATE OF SERVICE

This is to certify that I have on November 6, 2026, caused a copy of the *Debtor Storj Labs Inc.'s Motion for Entry of (1) an Order Approving Bidding Procedures for the Sale of Debtor's Object Storage Business, (B) Approving the Form and Manner of Notice of the Sale, Auction and Sale Hearing, and (C) Scheduling an Auction and Sale Hearing to Approve the Sale; and (2) an Order Authorizing the Sale Free and Clear of Liens, Claims, Interests and Encumbrances* to be served via electronic mail on the following parties set forth below at the addresses shown:

jfitzgerald_tuckerlaw.com <jfitzgerald@tuckerlaw.com>;
Beth Harrill <Beth_Harrill@ganb.uscourts.gov>;
Martin Sheehan <Martin@Msheehanlaw.net>;
Bruce M. Jacobs <BJacobs@spilmanlaw.com>;
selliott@lewisgianola.com <selliott@lewisgianola.com>;
bmanne_tuckerlaw.com <BMANNE@TUCKERLAW.COM>;
McCartney, Lauren <lmccartney@tuckerlaw.com>;
mthomas_tuckerlaw.com <mthomas@tuckerlaw.com>;
rfranks@cdkrlaw.com <rfranks@cdkrlaw.com>;
kpallen@duanemorris.com<kpallen@duanemorris.com>
Alan Hinderleider <alan.hinderleider@usdoj.gov>;
darryl.laddin_agg.com <Darryl.Laddin@AGG.com>;
Ellis, Andrew H. <andrew.ellis@agg.com>;
Sheehan Paralegal <paralegal@Msheehanlaw.net>;
Gregory Ellis <gellis@lcenlaw.com>

I further certify that on this day I caused a copy of a copy of the **Debtor's Reply in Support of Motion to Authorize Post-Petition Financing and Use of Cash Collateral, and Debtor's Expedited Motion for Entry of an Order (A) Establishing Bidding and Sales Procedures, (B) Scheduling Final Deadlines to Submit Bids, and (C) Approving the Form and Manner of Notice Thereof** to be served via United States First Class Mail, with adequate postage prepaid, on the following parties set forth below:

[redacted]

[redacted]



/s/ Christopher R. Arthur
Christopher R. Arthur (WVSB #9192)
Admitted *Pro Hac Vice*

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION

In RE:	)	
	)	
STORJ LABS INC.,	)	**Case No. 26-62642-PWB**
	)	
Debtor.	)	**Chapter 11**
	)	

AGREED ORDER RESOLVING OBJECTIONS AND GRANTING MOTION FOR ENTRY OF AN ORDER ESTABLISHING BIDDING AND SALE PROCEDURES, (B) SCHEDULING FINAL DEADLINE TO SUBMIT BIDS, AND (C) APPROVING THE FORM AND MANNER OF NOTICE THEREOF

Pursuant to sections 105, 363, 365 and 503(b) of title 11 of the United States Code (the "Bankruptcy Code") and Rules 2002, 6004, 6006, and 9014 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), Storj Labs, Inc.'s debtor-in-possession in the above-captioned case (the Debtor") filed a motion for entry of an order: (A) Establishing Bidding and Sale Procedures, (B) Scheduling Final Deadline to Submit Bids, and (C) Approving the Form and Manner of Notice Thereof, to facilitate Debtor's sale of two non-core assets identified as Valdi and Object Mount which are more particularly described below, free and clear of all liens, claims, interests, and

encumbrances pursuant to 11 U.S.C. § 363(b) and 363(f), with valid liens attaching to proceeds in the same order of priority; and (D) granting related relief, including an expedited hearing ("Sale Motion"). Doc. No. 189. Michael Ward and Robert Lamb in their capacities as collateral agents for certain former Hedgehog Invest Limited shareholders objected to the Sale Motion ("Collateral Agents"). [Doc. No.197].

Having heard the statements of counsel in support of the relief requested at the hearing before the Court on October 29, 2026 ("Hearing") and agreement resolving Collateral Agent's objections, the Court having found and concluded that (i) it has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, (ii) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(A). (iii) venue is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409, (iv) notice of the Motion was sufficient under the circumstances, (iv) the legal and factual bases set forth in the Motion and at the Hearing established just cause for the relief granted herein, (v) Debtor and Collateral Agents reaching an agreement resolving the objections, and this Court having determined that granting the relief requested in the Motion as set forth herein is in the best interests of the Debtor, its estate and its creditors; and after due deliberation and sufficient cause appearing therefore;

IT IS HEREBY ORDERED THAT:

1. The Motion is **GRANTED** as provided herein.

2. The following bidding procedures are hereby approved:

I. ASSETS TO BE SOLD

The Debtor shall have the right, consistent with the procedures set forth herein and subject to final approval by the Court, to sell (the "Sale" (the "Valdi Asset" and "Object Mount Asset" , as defined below, and collectively the "Assets") consisting of the following:

A. Valdi.ai: The Debtor's division identified as Valdi.ai "Valdi (the "Valdi Asset".

The Debtor explains that the Valdi Asset is a web application that provides an online marketplace to connect customers who need access to Graphics Processing Units (GPUs, specialized electronic chips) on an on- demand rental basis. Valdi connects buyers who wish to rent GPUs to suppliers who have GPUs to rent. The software operates as a 2-sided marketplace for GPUs. Valdi assists suppliers (businesses and datacenters with underutilized capacity) to monetize their GPUs by listing them on the Valdi marketplace. Listings are generally anonymized giving the listing entity freedom to price idle resources more aggressively that retail resources purchased directly from the entity. Buyers also can access hard-to-find GPUs on-demand for short term use via a pay-as-you-go model, or as reserve capacity with prepaid or flexible terms.

The sale of the Valdi Asset includes the following:

- Intellectual property: the Valdi software platform, source code and object code, proprietary algorithms, copyrights, trade secrets, and all related documentation and technical specifications;
- Brand: the "Valdi" name, trademarks, service marks, trade names, logos, and associated brand and goodwill;
- Digital properties: domain names, websites (including valdi.ai), and social media handles and accounts;
- Commercial contacts: vendor, supplier, reseller, partner, and hosting/infrastructure agreements used in the Business (subject to consents);
- Inbound licenses: third-party software and technology licenses used in the Business (subject to consents);
- Cloud infrastructure: cloud accounts, environments, and configurations (e.g., AWS/Azure/GCP), API keys, credentials, and deployment/DevOps tooling used in the Business;
- Books and records: records and files relating to the ValdiAsset, customers, and operation of the Business (originals or copies);

- Marketing assets: sales, product, and marketing collateral and materials;
- Prepaids: prepaid expenses, deposits, and advance payments relating to Valdi; and
- Goodwill: all goodwill and going-concern value of Valdi.

B. Object Mount: The Debtor's division identified as "Object Mount" (the "Object Mount Asset").

The Debtor explains that the Object Mount Asset is client software for Mac, Linux and Windows that enables mounting S3 compatible object storage as a local drive, including full POSIX support. The software enables a range of use cases, including media and entertainment workflows, backup, and data streaming for AI/ML workloads. The software includes the ability to accelerate performance via caching and preload logic.

The sale of Object Mount Asset includes the following:

- Intellectual property: the Object Mount software, source code and object code, patents and patent applications, copyrights, trade secrets, and all related documentation and technical specifications. The specific patents included are:
- US 2025/0272265 A1 – Improvements in and Relating to Object-Based Storage
- EP 4,535,182 A1 – Computer-Implemented Method for Prefetching Data
- EP 4,535,183 A1 – Improvements in and Relating to File Storage
- Brand 1: the "Object Mount" name, trademarks, service marks, trade names, logos, and associated brand and goodwill;
- Brand 2: the "airleap" brand including the airleap.com domain;
- Digital properties: domain names, websites (including objectmount.com);
- Inbound licenses: third-party software and technology licenses used by Object Mount (subject to consents);

- Cloud infrastructure: cloud accounts, environments, and configurations (e.g., AWS/Azure/GCP), API keys, credentials, and deployment/DevOps tooling used by Object Mount;
- Books and records: records and files relating to the Object Mount Asset;
- Marketing assets: sales, product, and marketing collateral and materials;
- Ancillary rights: rights under warranties, guarantees, indemnities, and confidentiality/non-compete covenants relating to the Object Mount Asset, and claims and causes of action relating to the Object Mount Assetor assumed liabilities for post-Closing periods; and
- Goodwill: all goodwill and going-concern value of Object Mount Asset.

Estimated Value: **Schedule A** estimates the fair market value of the assets as follows:

A. Valdi Asset: $25,000.00.

B. Object Mount Asset: $350,000.00.

II. THE SALE PROCESS AND RELATED ITEMS

A. The Proposed Sale Transactions and Marketing Process

Debtor determined that the best opportunity that creditors may have to recover value from the bankruptcy estate is through the sale of the Debtor's non-core assets.

Prior to the filing of this Motion, Debtor privately solicited interest from individuals and entities that Debtor identified as prospective purchasers of Debtor's Property as a going concern. The Debtor contends that its pre-petition outreach began in mid 2026 and produced the indication of interest in Storj Labs and the non-core assets referenced below and a master list of more than 40 prospective purchasers, investors and industry contacts (combining parties that executed non-disclosure agreements and parties that expressed interest in the Debtor's mid 2026 funding process), which the Debtor has continued to work since the Petition Date. Debtor is currently marketing the business assets to potential purchasers that it has identified.

Beginning immediately upon entry of this Order and continuing through the Bid Deadline of November 17, 2026, a public marketing period of approximately two and half weeks that follows what Debtor states was roughly 12 weeks of private solicitation since filing, the Debtor will broaden that marketing to the public channels and targeted outreach described in the Sales Process below, so that each Asset is exposed to the industry-specific buyers most likely to ascribe strategic value to it: GPU-cloud and datacenter operators, compute marketplaces and AI-infrastructure companies for Valdi, and S3-compatible storage vendors, media-and-entertainment workflow and backup software companies and AI/ML data-pipeline vendors for Object Mount, in the United States, Europe, the Middle East and Asia.

B. The Need for an Expedited Notice and Sale Process

The Debtor asserts that it filed this Sale Motion on an expedited basis to ensure the Debtor is able to complete the sale of the Assets in a timely manner. Debtor states that it needs to sell the Assets in a timely manner as these assets do not generate sufficient revenues to offset the expenses of operating these assets, and for customers who have paid for the services and products, the Debtor does not have the necessary staff to service and maintain the product. Per agreement with Collateral Agents, Debtor will escrow all proceeds from the sales of the Assets and allow parties to assert claims to distribution of those proceeds to be determined by the Court.

C. The Deadlines Contained in the Bidding Procedures Are Reasonable and Will Provide an Adequate Opportunity for Interested Parties to Formulate and Submit Bids

In formulating the procedures and time periods, the Debtor asserts that it had two principal objectives: (a) providing adequate and appropriate notice to parties in interest and to potential purchasers; and (b) efficiently selling the Assets. The Debtor believes the Bidding Procedures achieve both objectives under the facts and circumstances of this Chapter 11 Case. In the exercise of its business

judgment, Debtor believes the parties who may have an interest in bidding are among its creditors, investors, and key individuals/entities who function in the industries relating to the two assets being sold, together with strategic buyers in the GPU-compute, data-storage, media-workflow and AI/ML-infrastructure industries in the United States, Europe, the Middle East and Asia, whom the Debtor will reach through the no-cost and nominal-cost public channels and direct outreach identified in the Sales Process below.

Thus, the Debtor assures that the timeline in the Bidding Procedures will not prevent any party interested and capable of purchasing the Assets from conducting due diligence and submitting a bid. The Debtor identified and communicated with potential purchasers who may have an interest in purchasing the technology identified above. Concerning the Object Mount Asset, the Debtor received an offer to purchase the Object Mount Asset shortly after the filing of bankruptcy. Due to Chapter 11, the Debtor communicated to that potential purchaser that it will offer Object Mount Asset through the bankruptcy process, including an approved sales process. The Debtor also communicated that it will undertake commercially reasonable marketing efforts, including advertising through online platforms, direct outreach to potential buyers, email marketing, and other customary methods to sell the assets, and the specific platforms, communities and publications the Debtor will use, and the timetable for doing so, are set out in the Sales Process below.

Debtor proposed the following sale process:

Sales Process

- Create a standard bid and transaction structure package for potential buyers, including
  - Presentation featuring Valdi Asset
  - Document listing out the assets for sale for Valdi Asset
  - Presentation featuring Object Mount Asset
  - Document listing out the assets for sale for Object Mount Asset
  - Template for expected offer format (cash, terms, timing to close sale once Court approves sale)

- Advertise separately, sale of Valdi Asset and Object Mount Asset on Storj website through a dedicated sale page at storj.io (posting this Order, the sale notice, the bid package and the instructions for executing an NDA and requesting data-room access) and on the Debtor's existing social-media and community channels (LinkedIn, X, the Storj community forum and Discord), each at no cost to the estate; list the Assets, where listing is free or the listing fee is nominal (not to exceed $1,000 in the aggregate without further order of the Court), on technology-asset and business-for-sale marketplaces including Acquire.com, Flippa, BusinessesForSale.com and DealStream; and circulate the sale notice at no cost to the restructuring and distressed-asset networks that track Chapter 11 sales, including Octus (formerly Reorg), Debtwire, The Deal, the Turnaround Management Association (TMA), the American Bankruptcy Institute (ABI), INSOL International and R3 (UK), and to the Global Restructuring Review and Mergermarket deal desks;

- Send emails to all potential buyers who had previously expressed interest in acquiring these assets from Storj Labs; conduct direct outreach, by email and telephone, to a targeted list of strategic buyers for each Asset (GPU-cloud and datacenter operators, compute marketplaces and AI-infrastructure companies for Valdi; S3-compatible storage vendors, media-and-entertainment workflow and backup software companies and AI/ML data-infrastructure companies for Object Mount Asset), including international buyers identified through the Debtor's existing relationships in the United Kingdom, the Gulf Cooperation Council states and Asia; and notify the Debtor's customers, node operators and token-holder community of the sale through the Debtor's existing newsletters and community channels, with follow-up to every party that requests the bid package;

- Post the sale notice, where no fee is charged, in the online technical communities in which likely buyers of each Asset participate (for Valdi Asset: Hacker News, the r/LocalLLaMA and r/MachineLearning communities and GPU-cloud operator groups on LinkedIn; for Object Mount Asset: Hacker News, the r/DataHoarder and r/selfhosted communities, and media-and-entertainment and storage-industry groups on LinkedIn), and issue a short press release through the Debtor's existing press contacts to industry publications including Data Center Dynamics, Data Center Knowledge, Blockworks, CoinDesk, The Block and DealStreetAsia, each at no cost to the estate;

- Publish all marketing postings within three (3) business days of entry of this Order, deliver the bid package to any party that executes an NDA within one (1) business day of request, and maintain a log of all parties contacted, all NDAs executed and all data-room users, a summary of which the Debtor will file with its motion for final approval of the sale as evidence of the marketing effort;

- Provide access to contract documents and due diligence via an online a data-room and track all those who gain access, after they sign a NDA;

- Schedule a 1.5 hour online call (one for Valdi Asset and separately one for Object Mount Asset) for potential, qualified bidders to join where the Debtor, including its key engineers, to go through the product and make a technical resource available to demonstrate the product The calls will be held no later than November 10, 2026, will be recorded and the recordings

posted to the data room for bidders unable to attend live, and the Debtor will offer follow-up one-on-one technical sessions with its engineers on request so that no bidder is deterred from bidding by unanswered diligence questions.

The sale will be conducted by allowing bidders to submit bids, including providing proof of funds and ability to close the transaction, until the close of business on November 17, 2026, and these bids will be considered binding (the "Bid Deadline").

To be eligible for the auction, a bid must (i) be in writing on the Debtor's template offer format, identify the Asset(s) sought and any proposed variations to the Debtor's form of bill of sale, (ii) state a purchase price in cash with no financing, due-diligence or board-approval contingency, (iii) be accompanied by proof of funds, (iv) remain irrevocable until the earlier of the closing of a sale of the applicable Asset or [thirty (30)] days after the auction, and (v) confirm that the bidder has not colluded with any other bidder (each such bid, a "Qualified Bid").

The Debtor will inform all bidders in the bid package that the auction will be limited to the top three bidders for each Asset, so that bidders are encouraged to submit their best offer by the Bid Deadline. The top three bidders will be notified and asked to provide a good-faith deposit equal to ten percent (10%) of the bid delivered to Debtor's counsel's IOLTA account, which will be returned to every bidder other than the Successful Bidder and the Next-Highest Bidder within three (3) business days after the auction. These three bidders will then be invited to an auction, which will occur on November 20, 2026 at 1:00 p.m. (all times stated herein are Eastern Standard Time) via Zoom which will be set up by Debtor's counsel.

On or before November 18, 2026 at 1:00 p.m., Debtor's counsel will communicate the identities via confidential disclosure to the Collateral Agents. If the Collateral Agents have any objection to the three designated top bidders, then they will notify Debtor's attorney by 10:00 a.m. on November 20, 2026. If the Debtor and Collateral Agent cannot resolve any objection concerning one

of the designated top three bidders, then the Debtor will move the Court for an expedited hearing, and postpone the auction until the Court rules on the objection.

If fewer than three Qualified Bids are received for an Asset, all Qualified Bidders for that Asset will be invited to the auction, and if only one Qualified Bid is received for an Asset the Debtor may, in its business judgment and after consultation with the Collateral Agents, designate it the Successful Bid without an auction. If a designated top-three bidder withdraws or is disqualified before the auction, the next-highest Qualified Bidder for that Asset will be invited in its place. The auction for each Asset will be conducted as an open, ascending-bid auction in rounds: the Debtor will announce the opening bid (the highest Qualified Bid for that Asset); each subsequent bid must exceed the then-highest bid by a minimum increment of $[1,000] for Valdi Asset and $[5,000] for Object Mount Asset, which the Debtor may reduce in later rounds to keep bidding active; bidders will have [ten (10)] minutes to respond in each round; and bidding will continue until no bidder is willing to bid further. Bidders may bid on either or both Assets, and the Debtor may accept a combined bid for both Assets if its aggregate value exceeds the sum of the best separate bids.

The Debtor, in consultation with its counsel and the Collateral Agents, will determine the highest or otherwise best bid taking into account, in addition to price, the certainty and speed of closing, any proposed modifications to the form of bill of sale, and any assumption of customer or vendor obligations. The second-highest bid at the close of the auction will be designated the Next-Highest Bid and will remain binding as a back-up bid on the terms set out above. Debtor's counsel will keep a written record of all bids made at the auction, and the auction will be recorded.

Submission of Bids

- Any potential bidders will be instructed to submit their bids in writing to the Debtor's lawyer, Christopher R. Arthur at the following: Christopher R. Arthur, Spilman Thomas & Battle, PLLC, 300 Kanawha Boulvevard, East, Charleston, West Virginia 25321. Bids also can be submitted via e-mail to carthur@spilmanllaw.com. Those bids will remain sealed until after

4:00 pm est. on November 17, 2026. After the bid process is closed, and not later than 1:00 p.m. on November 18, 2026, Mr. Arthur will communicate the top three bids and schedule an auction among the top three bidders to occur on November 20, 2026 at 1:00 p.m. via Zoom. Mr. Arthur will communicate the winning bidder and the Next-Highest Bidder after the auction by filing a motion seeking final approval from the Court. Notices of the winning bidder and the Next-Highest Bidder and motion for final approval of the sale will be served by e-mail to creditors and all parties in interest who have appeared in the case and consented to electronic service or for which Debtor has an e-mail address and all parties of interest, and e-mail communications to any parties who submitted a bid. Debtor will also serve the Proposed Notice by regular postal mail on those creditors and parties in interest who have not consented to electronic service.

- Net proceeds shall be held in escrow in the Debtor's counsel's IOLTA account pending further order of this Court.

III. BASIS FOR RELIEF REQUESTED

Section 363 of the Bankruptcy Code authorizes a trustee "after notice and a hearing ... to use, sell, or lease other than in the ordinary course of business, property of the estate." 11 U.S.C. § 363(b)(1). Section 105 of the Bankruptcy Code grants to the Court the authority to "issue any order, process or judgment necessary or appropriate to carry out the provisions of this title." 11 U.S.C. § 105(a).

Section 363(f) of the Bankruptcy Code authorizes a trustee to sell property under Section 363(b) free and clear of any interest in such property if, among other things: (i) the price at which the property is to be sold is greater than the aggregate of the liens on such property; (ii) the interests are subject to a bona fide dispute; (iii) the entities asserting liens on the property consent to its sale; or (iv) the entities asserting liens on the property could be compelled in a legal or equitable proceeding to accept a money satisfaction of their interests. 11 U.S.C. § 363(f). One or more of these standards is met.

Although section 363 of the Bankruptcy Code does not specify a standard for determining when it is appropriate for a court to authorize the use, sale, or lease of property of the estate, courts have found that a debtor's sale or use of assets outside the ordinary course of business should be

approved if the debtor can demonstrate a sound business justification for the proposed transaction. *See, e.g., In re EaglePicher Holdings, Inc.*, 2005 WL 4030132 (Bankr. S.D. Ohio 2005); *In re Martin*, 91 F.3d 389, 395 (3rd Cir. 1996); *In re Abbotts Dairies of Penn., Inc.*, 788 F.2d 143 (3rd Cir. 1986); *In re Lionel Corp.*, 722 F.2d 1063, 1071 (2nd Cir. 1983).

In light of circumstances that precipitated the commencement of this Chapter 11 Case, the Debtor has proposed a fair and open process for achieving the objective of obtaining the highest or best offer for the Assets. Accordingly, the proposed bidding procedures will allow the highest or best bidder to purchase the Assets, thereby maximizing the return to the Debtor's estate.

In addition, all creditors and parties-in-interest will receive adequate notice as set forth herein. Such notice is reasonably calculated to provide timely and adequate notice to the Debtor's known creditor constituencies, those parties most interested in this Chapter 11 Case, those parties potentially interested in bidding on the Assets, and others whose interests are potentially implicated by a proposed sale.

For each of the foregoing reasons, the Debtor, in its business judgment, believes that a prompt sale of the Assets, pursuant to section 363(b) of the Bankruptcy Code, is in the best interest of the Debtor, its estate, creditors and other parties in interest. Accordingly, consummating the Sale as soon as possible is in the best interests of the Debtor and its creditors.

IV. Approval of the Sale Free and Clear of All Liens, Claims, and Encumbrances Pursuant to Bankruptcy Code Section 363(f)

The Debtor also requested that the Sale Order provide that the sale of the Assets is free and clear of any interest held by any third party in any of the assets to be sold. Specifically, it is contemplated that upon the closing, the successful bidder(s) will take title to and possession of the Assets, free and clear of all liens, claims, interests, and encumbrances.

Section 363 of the Bankruptcy Code authorizes the sale of property to be free and clear of interest in such property held by an entity.

Liens, including super priority lien held by the DIP Lender Inveniam, will attach to the sales proceeds with the same validity and priority that exists under the DIP Agreement, federal bankruptcy laws, and state law pursuant to section 363(e) of the Bankruptcy Code.

The sale of the Assets satisfies section 363(f) of the Bankruptcy Code because any entities holding liens, claims, interests, or encumbrances against the Assets will have received notice of the Sale. All parties in interest will be given sufficient opportunity to object to the relief requested herein and any such entity that does not object to the Sale of the Purchased Assets should be deemed to have consented.

Thus, the sale of the Assets is appropriately free and clear of all liens, claims, interests, or encumbrances pursuant to section 363(f) of the Bankruptcy Code.

V. The Proposed Notice of the Sale is Adequate and Appropriate

Under Bankruptcy Rule 2002(c), notice of the Sale must include the final date, time, and instructions to place a bid to purchase the assets and the date, time and place of the Auction. Within three (3) business days after entry of the Order approving the bidding procedures, the Debtor will serve notice of the auction, the Sale Hearing (defined below) to be conducted after auction concludes and the Objection deadline to confirmation of the sale and to any other matter to be considered in connection with confirmation of the sale. Notice will be served by e-mail on all parties in interest, all creditors listed on the Debtor's Schedules, all parties who have appeared in the case, and the United States Trustee. Debtor will serve the Proposed Notice by postal mail only on those creditors and parties in interest who have not consented to electronic service.

As Bankruptcy Rule 2002(c) requires, the Notice will include (among other things) the following: (a) the proposed date, time, and place to submit a bid to purchase the asset(s); (b) notice that the top three bidders will be notified and auction will occur on November 20, 2026 to be held via Zoom and monitored by Mr. Arthur; (c) information about the Assets; (d) the web address of the Debtor's sale page and the instructions for executing an NDA and obtaining the bid package and data-room access; (e) the bid requirements and auction procedures summarized above; (f) the date, time and place of the Sale Hearing to confirm the sale after the auction; and (g) the Objection Deadline for filing any objections to the proposed confirmation of the sale. The methods of notice described herein comply fully with Bankruptcy Rule 2002 and constitute good and adequate notice of the proposed sale of the Assets.

Debtor submits that the process for which Debtor is seeking approval will ensure that the Debtor and the prospective purchaser have proceeded in good faith and requests this Court to provide any prospective purchaser with the protections of § 363(m) of the Bankruptcy Code.

Debtor therefore seeks the protections afforded to a purchaser with regard to sale transactions under § 363(m) of the Bankruptcy Code, which provides that the reversal or modification on appeal of an authorization of a sale or lease of property does not affect the validity of the sale or lease under such authorization to an entity that purchased or leased the property in good faith, which the Court will consider at the Sale Hearing to be held after the auction is concluded.

VI. Waiver of Bankruptcy Rules 6004(h) and 6006(d)

The Debtor requests that, upon entry of a Sale Order, the Court waive the 14-day stay requirements of Bankruptcy Rules 6004(h) and 6006(d). The waiver of the 14-day stay imposed by Bankruptcy Rules 6004(h) and 6006(d) will allow any Sale Transaction to close as soon as possible and

prevent further delay in the administration of these cases. In addition, because the Assets impose holding costs on the Debtor during their period of ownership and control, any delay in closing may diminish the Debtor's estate to the detriment of creditors. Thus, the Debtor respectfully submits that a waiver of the 14-day stay requirements contained in Bankruptcy Rules 6004(h) and 6006(d) is appropriate under the circumstances. Absent objection, the Court will waive the 14-day stay as part of an Order confirming the sale.

VII. Selection of the Successful Bid

Immediately after the conclusion of the bid deadline, the Debtor will notify the top three bidders that an auction will occur on November 20, 2026 at 1:00 p.m., and the opening bid at the auction will begin with the highest bid of the top three bidders. The Debtor also will notify the Collateral Agents of the three top bidders giving them an opportunity to object prior to the auction. After the conclusion of the auction, the Debtor will notify the Court of the winning bidder and the Next-Highest Bidder, consistent with these bid procedures, which bid(s) constitutes the highest or otherwise best bid(s) (the "Successful Bid") to purchase the subject Assets. Unless the Bankruptcy Court orders otherwise, the Debtor shall not consider any bids or subsequent bids submitted after the conclusion of the auction to submit a bid.

The Debtor may seek approval of any Successful Bid(s) and any Next-Highest Bid(s) at the Sale Hearing . If for any reason the highest bidder fails to timely consummate the purchase of the Assets, the Debtor may seek to consummate the Sale(s) based on the Next-Highest Bid(s) without further approval by the Court.

The Debtor's presentation to the Bankruptcy Court for approval of a selected Bid(s) as a Successful Bid(s) does not constitute the Debtor's acceptance of such Bid(s). The Debtor will have accepted the Successful Bid(s) only when such Successful Bid(s) has been approved by the

Bankruptcy Court at the Sale Hearing. The Debtor intends to close the Sale(s) within fourteen (14) days after the Sale(s) is approved by the Bankruptcy Court, unless another time or date, or both, are agreed to in writing by the Debtor and the Successful Bidder (the "Closing Date"), or upon direction from the Bankruptcy Court.

VIII. Notice of Successful Bid, Next-Highest Bid and Objection Deadline

On November 20, 2026, the Debtor shall file a notice with the Court identifying the Successful Bidder and the Next-Highest Bidder.

A hearing to approve a sale(s) based on the Successful Bid(s) (the "Sale Hearing") shall take place on December 3, 2026, **at [10:00]_____ a.m. Eastern Time** in Courtroom 1401, United States Courthouse, 75 Ted Turner Drive, SW, Atlanta, Georgia 30303, which must be attended in person, unless the Court orders otherwise.

All objections to the proposed Sale(s) must be filed on or before November 30, 2026.

IX. Notice of Bid Procedures, Auction, and Sale Hearing

Within one(1) business day following the entry of this Order, the Debtor will serve a copy of this Order to: (i) all potential purchasers previously identified or solicited by the Debtor and its professionals; (ii) the Office of the United States Trustee; (iii) all parties that are known to possess or assert a lien, claim, encumbrance, or interest in or upon any of the Assets; and (iv) all parties on the most current master service list filed in this case. Such notice shall be sufficient and proper notice of the sale with respect to known interested parties and shall file a certificate of service certifying such service within three (3) business days thereafter.

X. Report of Sale(s)

Within three (3) business days of the closing of the Sale(s), the Debtor will file a Notice with the Court confirming that consummation of the Sale(s) occurred, identifying the date of closing, the successful purchaser(s) and the sale price actually paid.

XI. Retain Jurisdiction

The Court shall retain jurisdiction to, among other things, interpret, implement, and enforce the terms and provisions of this Order. The Debtor is authorized to take all actions necessary to effectuate the relief granted pursuant to this Order.

Prepared and presented by:

SPILMAN THOMAS & BATTLE PLLC
/s/ Christopher R. Arthur
Christopher R. Arthur (WVSB #9192) (*Admitted pro hac vice*)
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300 Kanawha Blvd. E.
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(304) 720-4090 *(Phone)*
carthur@spilmanlaw.com
-and-
LAMBERTH, CIFELLI,
ELLIS & NASON, P.A.
Local Counsel for Storj Labs, Inc.

By: */s/ Gregory D. Ellis*
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Georgia Bar No. 245310
6000 Lake Forrest Drive, N.W., Ste. 290
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gellis@lcenlaw.com
(404) 262-7373
Counsel for Storj, Debtor-in possession

Agreed to:

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- and -
ARNALL GOLDEN GREGORY LLP
Darryl S. Laddin, Esq.
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171 17th Street, N.W., Suite 2100
Atlanta, GA 30363-1031
Telephone: (404) 873-8120
Counsel for Michael Ward and Robert Lamb, in their capacity as Collateral Agents for the Pledgees

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION

In RE:	)	
	)	
STORJ LABS INC.,	)	**Case No. 26-62642-PWB**
	)	
Debtor.	)	**Chapter 11**
	)	

CERTIFICATE OF SERVICE

This is to certify that I have on November 6, 2026, caused a copy of the *Agreed Order Resolving Objections and Granting Motion for Entry of an Order Establishing Bidding and Sale Procedures, (B) Scheduling Final Deadline to Submit Bids, and (C) Approving the Form and Manner of Notice Thereof* to be served via electronic mail on the following parties set forth below at the addresses shown:

jfitzgerald_tuckerlaw.com <jfitzgerald@tuckerlaw.com>;
Beth Harrill <Beth_Harrill@ganb.uscourts.gov>;
Martin Sheehan <Martin@Msheehanlaw.net>;
Bruce M. Jacobs <BJacobs@spilmanlaw.com>;
selliott@lewisgianola.com <selliott@lewisgianola.com>;
bmanne_tuckerlaw.com <BMANNE@TUCKERLAW.COM>;
McCartney, Lauren <lmccartney@tuckerlaw.com>;
mthomas_tuckerlaw.com <mthomas@tuckerlaw.com>;
rfranks@cdkrlaw.com <rfranks@cdkrlaw.com>;
kpallen@duanemorris.com<kpallen@duanemorris.com>
Alan Hinderleider <alan.hinderleider@usdoj.gov>;
darryl.laddin_agg.com <Darryl.Laddin@AGG.com>;
Ellis, Andrew H. <andrew.ellis@agg.com>;
Sheehan Paralegal <paralegal@Msheehanlaw.net>;
Gregory Ellis <gellis@lcenlaw.com>

I further certify that on this day I caused a copy of this document to be served via United States First Class Mail, with adequate postage prepaid, on the following parties set forth below:

[redacted]

[redacted]

[redacted]

/s/ Christopher R. Arthur
Christopher R. Arthur (WVSB #9192)
Admitted *Pro Hac Vice*

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION

In RE:	)	
	)	
STORJ LABS INC.,	)	**Case No. 26-62642-PWB**
	)	
Debtor.	)	**Chapter 11**
	)	

DEBTOR'S MOTION TO ESTABLISH
COMPENSATION PROCEDURES FOR PROFESSIONALS

COMES NOW Storj Labs Inc., (the "Debtor"), debtor and debtor in possession in the above-captioned Chapter 11 case, and files this *Motion to Establish Compensation Procedures for Professionals* (the "Motion") for entry of an order establishing compensation procedures for professionals employed by the Debtor, respectfully showing the Court as follows:

BACKGROUND

1. On July 26, 2026 (the "Petition Date"), the Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code, thereby commencing the Chapter 11 Case in the United States Bankruptcy Court for the Northern District of West Virginia (the "Bankruptcy Case").

2. On September 18, 2026, an Order Transferring Case was entered, and the above-captioned case was transferred to the United States Bankruptcy Court for the Northern District of Georgia on September 21, 2026.

3. The Debtor is a debtor in possession pursuant to Bankruptcy Code sections 1107(a) and 1108. No trustee, examiner or committee has been appointed in this case.

4. In furtherance of its duties as debtor in possession, the Debtor's retention of Spilman Thomas & Battle, PLLC as counsel to the debtor and debtor in possession. The Court has also approved, subject to a 21-day objection period, the retention of Lamberth, Cifelli, Ellis & Nason, P.A as local counsel to the Debtor. It may become necessary during the course of the case for the Debtor to seek to retain additional professionals, such as accountants, appraisers, and consultants to assist in the performance of its duties as debtor in possession, to assist in formulation of a plan of reorganization, and to represent the Debtor before this Court in prosecution of its case.

JURISDICTION

5. This Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

RELIEF REQUESTED

6. By this Motion, the Debtor seeks entry of an order substantially in the form set forth on Exhibit A attached hereto establishing procedures for the allowance and payment of compensation to professionals employed in the case by the Debtor or any statutory committee.

7. Pursuant to Bankruptcy Code § 331, professionals are limited to applying for interim compensation not more than once every 120 days after the Petition Date, unless the Court authorizes applications for interim compensation more frequently.

8. Allowing fees and expenses to accrue for four months and then requiring a lump sum payment places an enormous burden on the Debtor's cash flow. Furthermore, if professionals are not permitted to be paid except once every 120 days, they bear an inequitable risk and have a substantially lower incentive to perform work for the Debtor, thereby hindering the Debtor's ability to be successful in this Bankruptcy Case.

9. Federal Rule of Bankruptcy Procedure (the "Bankruptcy Rules") 2016(b) authorizes supplemental payments and deposits to professionals following the filing of the

bankruptcy case, provided that each professional discloses such additional payments within fourteen (14) days after any payment or agreement not previously disclosed.

10. As an inducement to encourage qualified professionals to agree to represent the Debtor in this case and to ameliorate the impact of large awards of professional fees upon Debtor's cash flow, the Debtor seeks permission to make payments toward awards of interim and final compensation with court-appointed professionals now or hereafter appointed in these cases, to allow professionals to apply such payments to charges for accrued services and expenses, and to consolidate the administrative approval of professional fees using the following procedures:

(a) All professionals employed in this case shall keep detailed records of all time and expenses expended in connection with the cases in accordance with Bankruptcy Code § 330.

(b) Commencing as of December 10, 2026 and on or after the tenth day each month thereafter, for all services performed prior to November 30, 2026 and as of the end of each monthly billing period thereafter, each professional shall submit a monthly statement (the "Monthly Statement") to the Debtor and shall provide copies thereof to the United States Trustee and such other parties as the Court may direct (the "Professional Fee Notice Parties").

(c) Each Monthly Statement shall include a list of individuals performing services with their respective titles and billing rate, the aggregate hours spent by each individual on work for the debtors in possession, contemporaneously maintained time records for each individual in increments of tenths of an hour, and a reasonably detailed breakdown of disbursements incurred.

(d) If a Professional Fee Notice Party has an objection to the compensation or reimbursement sought in a particular Monthly Statement, it shall, within fourteen (14) days after service of the Monthly Statement, serve upon the professional whose statement is objected to and

the other Professional Fee Notice Parties a written "Notice of Objection to Fee Statement," setting forth the nature of the objection and the amount of fees or expenses at issue.

(e) After the expiration of the fourteenth (14) day period described above, the Debtor shall be authorized to pay 80% of the fees and expenses identified in each Monthly Statement to which no objection has been served.

(f) If any Professional Fee Notice Party files an objection in compliance with subparagraph 8(d) above, the Debtor shall withhold payment of that portion of the Monthly Statement to which the objection is directed and shall, after the expiration of the fourteenth (14) day period described above, and subject to paragraph 8(m) below, be authorized to promptly pay the remainder of the fees and expenses set forth in the Monthly Statement.

(g) If any objecting party resolves a dispute with a professional, the objecting party (or the Debtor, with the consent of the objecting party) shall serve written notice on the Professional Fee Notice Parties that the objection is withdrawn and shall describe the terms of the resolution. Subject to paragraph 8(m) below, the Debtor is authorized to pay that portion of the Monthly Statement at issue that is no longer subject to an objection.

(h) Any objection that is not resolved by the parties shall be preserved and presented to the Court at the next interim or final fee application hearing.

(i) The service or lack of an objection in accordance with paragraph 8(d) above shall not prejudice the objecting party's right to object to any fee application made to the Court in accordance with the Bankruptcy Code on any ground, whether raised in the objection or not. Furthermore, the decision by any party not to object to a Monthly Statement shall not be a waiver of any kind or prejudice that party's right to object to any fee application subsequently made to the Court.

(j) Each professional should serve and file with the Court an application for interim or final approval and allowance of compensation and reimbursement of expenses pursuant to Sections 330 and 331 of the Bankruptcy Code and Federal Rule of Bankruptcy Procedure 2016, including compensation previously paid by the Debtors on the basis of a Monthly Statement, every one hundred and twenty (120) days unless the Court orders a different frequency, with the first such application being filed on January 31, 2027.

(k) Neither the payment of, nor the failure to pay, in whole or in part, monthly compensation and reimbursement as provided herein shall have any effect on this Court's interim or final allowance of compensation or reimbursement of expenses of any professional. All fees and expenses of each professional, whether or not paid or objected to in connection with a Monthly Statement, remain subject to review and approval by the Court in connection with interim and final fee applications.

(l) Interim payments received in accordance with the procedures outlined above shall be applied to the fees and expenses itemized, subject to disgorgement or offset if such fees are not approved by the Court.

BASIS FOR RELIEF

11. Section 331 of the Bankruptcy Code provides that "[a] trustee, an examiner, a debtor's attorney, or any professional person employed under section 327 or 1103 of [the Bankruptcy Code] may apply to the court not more than once every 120 days after an order for relief in a case under this title, or more often if the court permits, for such compensation for services rendered before the date of such an application or reimbursement for expenses incurred before such date as is provided under section 330 of the Bankruptcy Code."

12. Bankruptcy courts have been authorizing shortened payment terms for

Debtor's professionals since very shortly after passage of the Bankruptcy Code. *See, e.g., In re International Horizons, Inc.*, 10 B.R. 895 (Bankr. N.D. Ga. 1981). The practice has become sufficiently common that many courts have adopted standard procedures for the award of fees on a monthly basis, subject to the filing of interim and final applications for fees with the court every 120 days. *See, e.g.*, General Order 26-2019, Bankr. N.D. Ga.; Bankruptcy Local Rule 2016-1(c), Bankr. S.D.N.Y.

WHEREFORE, the Debtor respectfully requests that the Court grant the relief requested herein and such other and further relief as is just and proper. A proposed Order for the Court's consideration is attached hereto as Exhibit A.

Dated: November 6, 2026

Respectfully Submitted

/s/ Gregory D. Ellis
Gregory D. Ellis
Georgia Bar No. 245310
Lamberth, Cifelli, Ellis & Nason, P.A.
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(404) 262-7373 *(Phone)*
gellis@lcenlaw.com

and

/s/ Christopher R. Arthur
Christopher R. Arthur (WVSB #9192)
Admitted *pro hac vice*
Spilman Thomas & Battle, PLLC
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Charleston, WV 25301
(304) 720-4090 *(Phone)*
carthur@spilmanlaw.com

Counsel for Storj Labs Inc., Debtor-in possession

EXHIBIT A

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION

In RE:	)	
	)	
STORJ LABS INC.,	)	**Case No. 26-62642-PWB**
	)	
Debtor.	)	**Chapter 11**
	)	

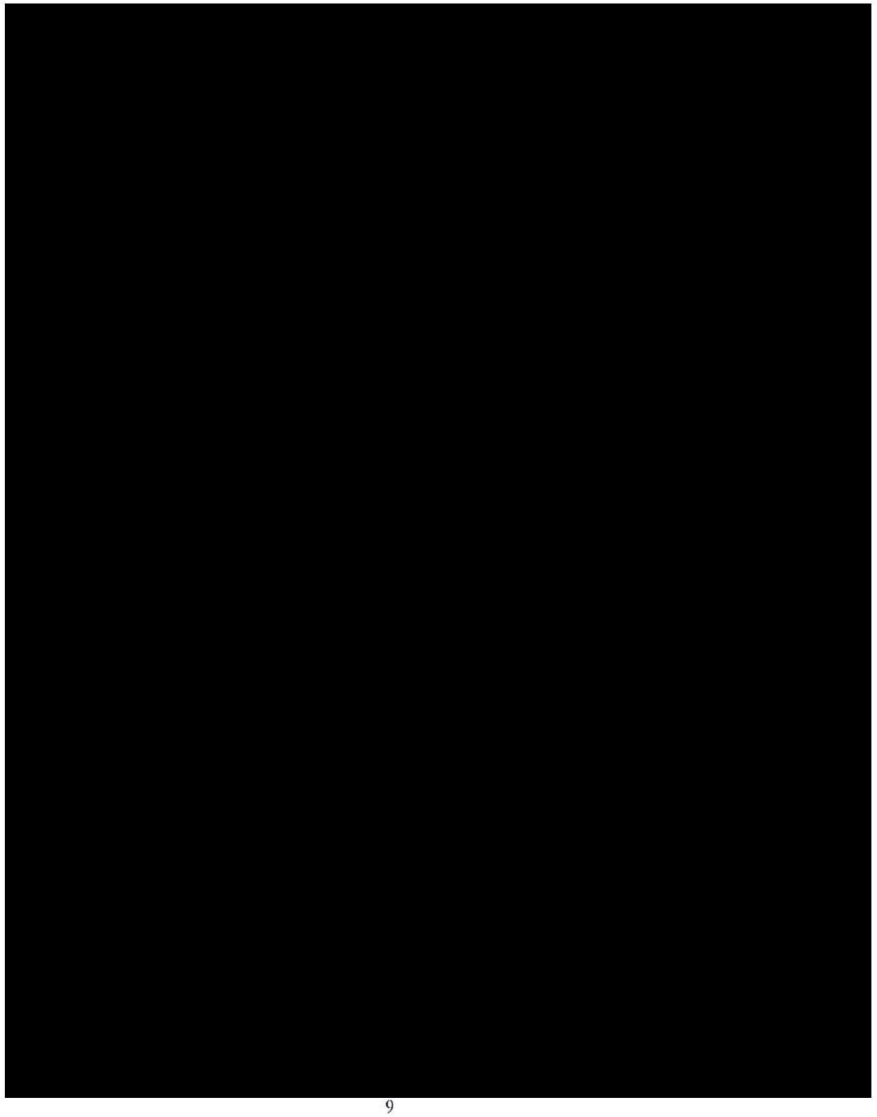
CERTIFICATE OF SERVICE

This is to certify that I have on November 6, 2026, caused a copy of the **Debtor's Motion to Establish Compensation Procedures for Professionals** to be served via electronic mail on the following parties set forth below at the addresses shown:

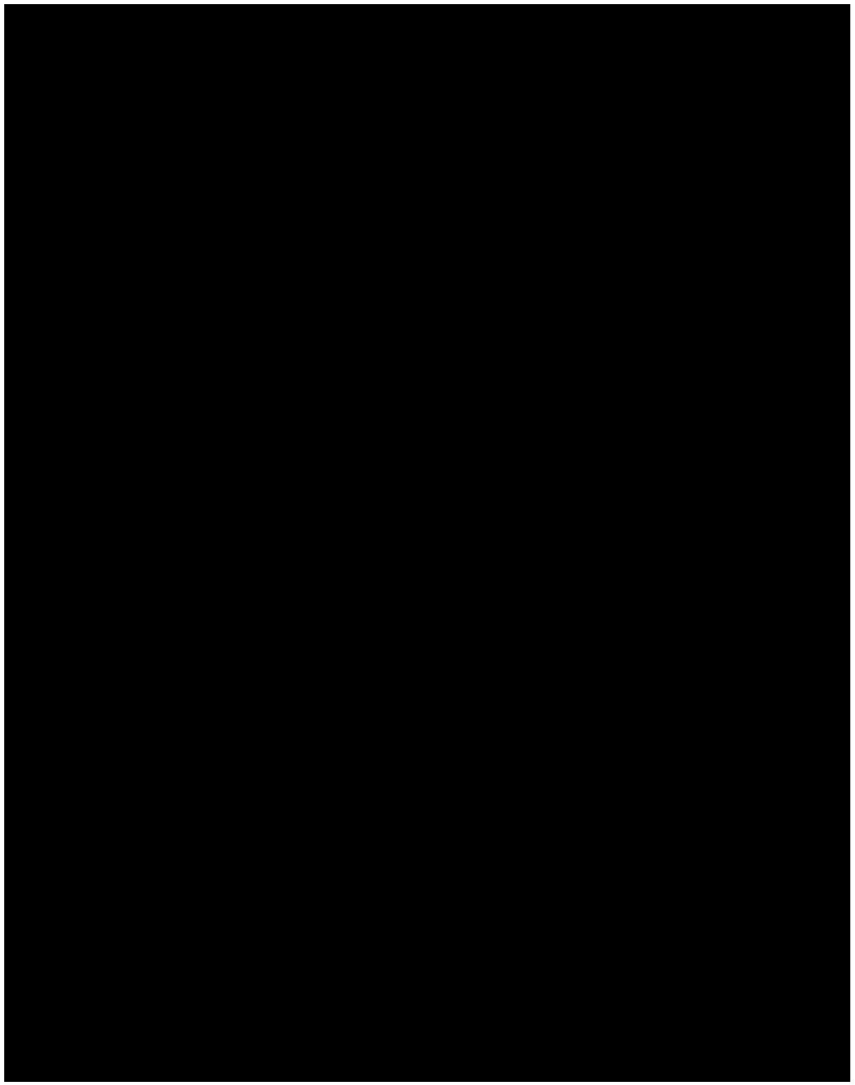
jfitzgerald_tuckerlaw.com <jfitzgerald@tuckerlaw.com>;
Beth Harrill <Beth_Harrill@ganb.uscourts.gov>;
Martin Sheehan <Martin@Msheehanlaw.net>;
Bruce M. Jacobs <BJacobs@spilmanlaw.com>;
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rfranks@cdkrlaw.com <rfranks@cdkrlaw.com>;
kpallen@duanemorris.com<kpallen@duanemorris.com>
Alan Hinderleider <alan.hinderleider@usdoj.gov>;
darryl.laddin_agg.com <Darryl.Laddin@AGG.com>;
Ellis, Andrew H. <andrew.ellis@agg.com>;
Sheehan Paralegal <paralegal@Msheehanlaw.net>;
Gregory Ellis <gellis@lcenlaw.com>

I further certify that on this day I caused a copy of the above referenced document to be served via United States First Class Mail, with adequate postage prepaid, on the following parties set forth below:

[redacted]



9



10



/s/ Christopher R. Arthur
Christopher R. Arthur (WVSB #9192)
Admitted *Pro Hac Vice*

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION

In re:	)	
	)	
STORJ LABS INC.,	)	**Case No. 26-62642-PWB**
	)	
Debtor.	)	**Chapter 11**
	)	

ORDER ESTABLISHING COMPENSATION PROCEDURES FOR PROFESSIONALS

Storj Labs Inc., Chapter 11 debtor and debtor-in-possession in the above-captioned case (the "**Debtor**") filed on November 6, 2026, its *Motion to Establish Compensation Procedures for Professionals* (Dkt. 203) (the "Motion") for authorization to establish compensation procedures for professionals. The Notice set the hearing on the Motion for December 3, 2026, at 11:00 a.m. (the "Hearing").

No objections to the Motion were filed prior to or asserted at the Hearing. This Court having considered the Motion and all other matters of record, including the lack of objection thereto and finds that such compensation procedures would aid in the efficient administration of the bankruptcy estate, aid the stabilization of Debtor's cash flow, and be consistent with the interests of Debtor, creditors and the estate,

Accordingly, it is hereby

ORDERED as follows:

(1) All professionals employed in this case, whether upon a time basis, a deposit basis, or for a contingent fee, shall keep detailed records of all time and expenses expended in connection with the case in accordance with Section 330 of the Bankruptcy Code and the fee application guidelines published by the United States Trustee, including the requirement of itemizing professional time charges following a project billing format.

(2) For all services performed after July 26, 2026 (the petition date), each professional seeking compensation may submit to Debtor's counsel, Christopher R. Arthur, Spilman Thomas & Battle PLLC (applicant) (submission by email is sufficient), no more frequently than monthly, invoices for interim compensation and shall provide copies thereof to the United States Trustee, counsel for any creditor holding or asserting a claim secured by "cash collateral," and such other parties as the Court may direct.

(3) The parties receiving such fee invoices shall have fourteen (14) days from the date of service thereof within which to serve upon the party applying for such compensation, and upon counsel for Debtor and the United States Trustee and on specific written objections to payment of any of the time or expenses itemized. Such written objections shall specifically identify the time or expense objected to and shall state the reason(s) for such objection. Objections may be served by e-mail or by regular mail, but if served by regular mail, such objection must be received within fourteen (14) days from the date of service of the fee invoices.

(4) If no such written objection to the fee invoice is received within fourteen (14) days of service as stated in paragraph (3) above, then each applicant shall file a Certificate of No Objection with the Court (substantially in the form of **Exhibit A** attached hereto) and the fees shall then be paid by Debtor, subject to the terms of this Order. If a specific written objection to the invoice is timely filed, then, after the expiration of the fourteen (14) day period after service of the fee invoice(s), the portions of the fee invoice which were not objected to shall be paid by Debtor. The portion of the fees which were objected to shall not be paid unless and until Order of this Court directs such payment or until such objection is withdrawn. Payment of fees and expenses provided for hereunder shall be paid from any pre-petition or post-petition deposits from the Debtor held by the professional, provided that all payments authorized hereunder shall first be paid from the pre-petition deposits until such pre-petition deposits are consumed. Payment of fees and expenses under this Order may not be made from "cash collateral" (as defined in 11 U.S.C. § 363) unless a separate order authorizing the payment of such fees and expenses from

"cash collateral" has been entered by the Court after proper notice and hearing under 11 U.S.C. § 363.

(5) Each professional appointed in this case shall file supplemental disclosures of any deposit received in accordance with Bankruptcy Rule 2016(b) within fourteen (14) days after the date of each deposit to such professional.

(6) Commencing as of July 26, 2026, for all services performed prior to such date and as of the end of each 120-day period thereafter, each professional shall submit to (the applicant) applications for interim compensation in accordance with Section 331 of the Bankruptcy Code. If a professional fails to timely submit such an application for interim compensation, then such professional shall not be entitled to receive additional compensation in accordance with the procedures set out in this Order until such application for interim compensation is filed with the Court. Within fourteen (14) days from the date of the receipt of all such applications, Spilman Thomas & Battle PLLC shall file the original of all such applications, including its own, with the Clerk of Bankruptcy Court, and shall prepare a consolidated notice of all requests for compensation ("Notice of Compensation") and shall serve a copy of such applications and the Notice of Compensation, in accordance with Bankruptcy Rule 2002(a)(6), upon (i) the United States Trustee; (ii) the twenty (20) largest creditors filed with the Court in the cases pursuant to Bankruptcy Rule 1007(d); (iii) counsel for any creditor holding a claim secured by "cash collateral"; and (iv) [the Subchapter V Trustee]. Additionally, the Notice of Compensation shall be served in accordance with Bankruptcy Rule 2002(a) upon all creditors and other parties-in-interest who appear on the mailing matrix.

(7) All hearings on professional compensation pursuant to such periodic applications shall be scheduled at the same time on no less than twenty-one (21) days' notice, provided that hearings upon any late-filed applications for interim compensation may be scheduled separately. Objections by any party-in-interest to any requested compensation shall be filed and served in accordance with the local rules of this Court on the professional whose compensation is objected to, on (the applicant), on the United States Trustee, on counsel for any creditor holding a claim secured by "cash collateral"; so as to be received no later than five (5) days prior to the date scheduled for any such hearing.

(8) All compensation is subject to final allowance in accordance with Section 330 of the Bankruptcy Code; nothing provided in this Order requires a party-in-interest to file an objection to a monthly fee statement, with all objections being reserved for interim and final applications for compensation in accordance with the Code.

(9) In the case of any professional compensated other than on a time-billing basis, such professional shall nevertheless file reports of all time expended and expenses incurred along with a disclosure of all amounts paid by Debtor on account thereof, at the same intervals and in the same manner as required of professionals employed upon the basis of time billing.

(10) Interim payments received in accordance with the procedures outlined above may be applied to the fees and expenses itemized as such deposits or payments are received, subject to disgorgement or offset if such fees are not finally approved as interim or final compensation.

IT IS FURTHER ORDERED that Debtor is directed, within three (3) business days of the entry of this Order, to serve a copy of this Order upon the creditors and parties-in-interest in this case.

Prepared and presented by:

SPILMAN THOMAS & BATTLE PLLC
/s/ Christopher R. Arthur
Christopher R. Arthur (WVSB #9192) (*Admitted pro hac vice*)
SPILMAN THOMAS & BATTLE, PLLC
300 Kanawha Blvd. E.
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carthur@spilmanlaw.com
-and-
LAMBERTH, CIFELLI, ELLIS & NASON, P.A.
Local Counsel for Storj Labs, Inc.
By: */s/ Gregory D. Ellis*
Gregory D. Ellis
Georgia Bar No. 245310
6000 Lake Forrest Drive, N.W., Ste. 290
Atlanta, GA 30328
gellis@lcenlaw.com
(404) 262-7373
Counsel for Storj, Debtor-in possession

Exhibit A

Form Certificate of No Objection

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION

In re:	)	
	)	
STORJ LABS INC.,	)	**Case No. 26-62642-PWB**
	)	
Debtor.	)	**Chapter 11**
	)	

CERTIFICATE OF NO OBJECTION

COMES NOW, (x) ("Applicant"), counsel for (x) in the above-referenced Bankruptcy Case, and files this Certificate of No Objection, and shows the Court the following:

1.

In accordance with the Order of this Court Establishing Compensation Procedures For Professionals entered _____, 2026 (the "Compensation Procedure Order"), Applicant caused to be served a monthly invoice (the "Monthly Fee Statement") on (date) for the period of time beginning (date) and ending (date).

2.

Applicant's Monthly Fee Statement was served upon the proper parties per the Compensation Procedures Order.

3.

As set forth in the Compensation Procedures Order, each party receiving a copy of the Monthly Fee Statement had fourteen (14) days after service of the Monthly Fee Statement serve a written objection to payment of any of the time charges or expenses itemized in such Monthly Fee Statement. The deadline for objections was (date). Applicant has not received any objections to the Monthly Fee Statement and the records of the Court indicate that the Court has received no

objection. [Alternatively, include information about any objections raised to the Monthly Fee Statement.]

4.

Applicant hereby certifies that, to the best of Applicant's knowledge and belief,

a. the Debtor has filed all monthly operating reports then due or otherwise filed all monthly operating reports owing as of the date of this Certification;

b. the United States Trustee has not advised the Debtor of any deficiencies with respect to any filed monthly operating reports or, if deficiencies have been noted, the Debtor has corrected any such deficiencies;

c. the Debtor has reviewed the invoice with his attorneys and has advised Applicant that he believes that the requested fees and expenses are reasonable and appropriate.

5.

In accordance with the Compensation Procedures Order, the Debtor is authorized to pay the fees ($_____) and expenses ($_____) submitted by Applicant in its Monthly Fee Statement, which fees and expenses total $_____, as no objections have been filed within the time permitted by the Compensation Procedures Order. [Alternatively, describe the amount of fees and expenses requested in the Monthly Fee Statement that were not objected to.]

This _____ day of _____, 2026.

SPILMAN THOMAS & BATTLE PLLC

/s/ Christopher R. Arthur
Christopher R. Arthur (WVSB #9192)
Admitted pro hac vice
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carthur@spilmanlaw.com

-and-

LAMBERTH, CIFELLI,
ELLIS & NASON, P.A.
Local Counsel for Storj Labs, Inc.

By: */s/ Gregory D. Ellis*
Gregory D. Ellis
Georgia Bar No. 245310
6000 Lake Forrest Drive, N.W., Ste. 290
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gellis@lcenlaw.com
(404) 262-7373
Counsel for Storj, Debtor-in possession

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION

In RE:	)	
	)	
STORJ LABS INC.,	)	**Case No. 26-62642-PWB**
	)	
Debtor.	)	**Chapter 11**
	)	

CERTIFICATE OF SERVICE

This is to certify that I have on November 6, 2026, caused a copy of the *Order Establishing Compensation Procedures For Professionals* to be served via electronic mail on the following parties set forth below at the addresses shown:

jfitzgerald_tuckerlaw.com <jfitzgerald@tuckerlaw.com>;
Beth Harrill <Beth_Harrill@ganb.uscourts.gov>;
Martin Sheehan <Martin@Msheehanlaw.net>;
Bruce M. Jacobs <BJacobs@spilmanlaw.com>;
selliott@lewisgianola.com <selliott@lewisgianola.com>;
bmanne_tuckerlaw.com <BMANNE@TUCKERLAW.COM>;
McCartney, Lauren <lmccartney@tuckerlaw.com>;
mthomas_tuckerlaw.com <mthomas@tuckerlaw.com>;
rfranks@cdkrlaw.com <rfranks@cdkrlaw.com>;
kpallen@duanemorris.com<kpallen@duanemorris.com
Alan Hinderleider <alan.hinderleider@usdoj.gov>;
darryl.laddin_agg.com <Darryl.Laddin@AGG.com>;
Ellis, Andrew H. <andrew.ellis@agg.com>;
Sheehan Paralegal <paralegal@Msheehanlaw.net>;
Gregory Ellis <gellis@lcenlaw.com>

I further certify that on this day I caused a copy of a copy of the *Order Establishing Compensation Procedures For Professionals* to be served via United States First Class Mail, with adequate postage prepaid, on the following parties set forth below:

[redacted]

[redacted]

[redacted]

/s/ Christopher R. Arthur
Christopher R. Arthur (WVSB #9192)
Admitted *Pro Hac Vice*

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION

In RE:	)	
	)	
STORJ LABS INC.,	)	**Case No. 26-62642-PWB**
	)	
Debtor.	)	**Chapter 11**
	)	

NOTICE OF HEARING

PLEASE TAKE NOTICE that Storj Labs Inc., (the "Debtor"), debtor and debtor in possession in the above-captioned Chapter 11 case, has filed *Debtor Storj Labs Inc.'s Motion for Entry of (1) an Order Approving Bidding Procedures for the Sale of Debtor's Object Storage Business, (B) Approving the Form and Manner of Notice of the Sale, Auction and Sale Hearing, and (C) Scheduling an Auction and Sale Hearing to Approve the Sale; and (2) an Order Authorizing the Sale Free and Clear of Liens, Claims, Interests and Encumbrances* (Doc. No.) and *Motion to Establish Compensation Procedures for Professionals* (Doc. No. ___; the "Motion") and related papers with the Court seeking an order establishing procedures for the payment of professionals in this case.

PLEASE TAKE FURTHER NOTICE that the Court will hold a hearing on the Motion at **10:00 a.m.** on **December 3, 2026**, in **Courtroom 1401**, United State Courthouse, 75 Ted Turner Drive, SW, Atlanta, GA 30303, which must be attended in person, unless the Court orders otherwise.

Your rights may be affected by the Court's ruling on these pleadings. You should read these pleadings 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.) If you do not want the Court to grant the relief sought in these pleadings or if you want the Court to consider your views, then you and/or your attorney must attend the hearing. You may also file a written response to the pleadings with the Clerk at the address stated below, but you are not required to do so. If you file a written response, you must attach a certificate stating when, how and on whom (including addresses) you served the response. Mail or deliver your response so that it is received by the Clerk before the hearing. The address of the Clerk's Office is: Clerk, U. S. Bankruptcy Court, Suite 1340, 75 Ted Turner Drive, SW, Atlanta Georgia 30303. You must also mail a copy of your response to the undersigned at the address stated below. If an objection or response is timely filed and served, the hearing will proceed as scheduled.

Dated: November 6, 2026

Respectfully Submitted

/s/ Gregory D. Ellis
Gregory D. Ellis
Georgia Bar No. 245310
Lamberth, Cifelli, Ellis & Nason, P.A.
6000 Lake Forrest Drive, N.W., Ste. 290
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and

/s/ Christopher R. Arthur
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Counsel for Storj Labs Inc., Debtor-in possession

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION

In RE:	)	
	)	
STORJ LABS INC.,	)	**Case No. 26-62642-PWB**
	)	
Debtor.	)	**Chapter 11**
	)	

CERTIFICATE OF SERVICE

This is to certify that I have on November 6, 2026, caused a copy of the *Debtor Storj Labs Inc.'s Motion for Entry of (1) an Order Approving Bidding Procedures for the Sale of Debtor's Object Storage Business, (B) Approving the Form and Manner of Notice of the Sale, Auction and Sale Hearing, and (C) Scheduling an Auction and Sale Hearing to Approve the Sale; and (2) an Order Authorizing the Sale Free and Clear of Liens, Claims, Interests and Encumbrances* (Doc. No.) and *Motion to Establish Compensation Procedures for Professionals* (Doc. No. ___; to be served via electronic mail on the following parties set forth below at the addresses shown:

jfitzgerald_tuckerlaw.com <jfitzgerald@tuckerlaw.com>;
Beth Harrill <Beth_Harrill@ganb.uscourts.gov>;
Martin Sheehan <Martin@Msheehanlaw.net>;
Bruce M. Jacobs <BJacobs@spilmanlaw.com>;
selliott@lewisgianola.com <selliott@lewisgianola.com>;
bmanne_tuckerlaw.com <BMANNE@TUCKERLAW.COM>;
McCartney, Lauren <lmccartney@tuckerlaw.com>;
mthomas_tuckerlaw.com <mthomas@tuckerlaw.com>;
rfranks@cdkrlaw.com <rfranks@cdkrlaw.com>;
kpallen@duanemorris.com<kpallen@duanemorris.com>
Alan Hinderleider <alan.hinderleider@usdoj.gov>;
darryl.laddin_agg.com <Darryl.Laddin@AGG.com>;
Ellis, Andrew H. <andrew.ellis@agg.com>;
Sheehan Paralegal <paralegal@Msheehanlaw.net>;
Gregory Ellis <gellis@lcenlaw.com>

I further certify that on this day I caused a copy of a copy of the **Debtor's Reply in Support of Motion to Authorize Post-Petition Financing and Use of Cash Collateral, and Debtor's Expedited Motion for Entry of an Order (A) Establishing Bidding and Sales Procedures, (B) Scheduling Final Deadlines to Submit Bids, and (C) Approving the Form and Manner of Notice Thereof** to be served via United States First Class Mail, with adequate postage prepaid, on the following parties set forth below:

[redacted]

[redacted]

[redacted]

/s/ Christopher R. Arthur
Christopher R. Arthur (WVSB #9192)
Admitted *Pro Hac Vice*