

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

)		Chapter 11
In re:)		
)		Case No. 16-11242 (BLS)
PHOENIX BRANDS LLC, <i>et al.</i> , ¹)		(Jointly Administered)
)		
Debtors.)		Related Docket No. <u>947</u>
)		

**ORDER AND FINAL DECREE CLOSING CHAPTER 11 CASES AND
TERMINATING CERTAIN CLAIMS AND NOTICING SERVICES**

Upon consideration of the motion (the "Motion")² of the Phoenix Brands Liquidating Trust (the "Trust"), as successor in interest to the Debtors by their confirmed plan of liquidation, effective December 27, 2016, by and through Joseph T. Moldovan, Esq. as Trustee of the Trust, for entry of a final decree (this "Final Decree"), pursuant to section 350 of Bankruptcy Code, Bankruptcy Rule 3022, and Local Rule 3022-1, (a) closing the chapter 11 cases, and (b) terminating certain claims and noticing services provided by Omni Bankruptcy f/k/a Rust Consulting/Omni Bankruptcy ("Omni"), as more fully set forth in the Motion; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012, and Article XIII.A of the Plan; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), and that this Court may enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of this

¹ The Debtors, together with the last four digits of each Debtor's tax identification number, are: Phoenix Brands LLC, (4609), Phoenix Brands Parent LLC, (8729), Phoenix North LLC, (no EIN), Phoenix Brands Canada ULC (a Nova Scotia Company), Phoenix RIT LLC, (5149), and Phoenix Brands Canada Laundry LLC (no EIN). The address of each of the Debtors is 1 Landmark Square, Suite 1810, Stamford, CT 06901, except Phoenix Brands Canada ULC, which is Box 50, 1 First Canadian Place, Toronto, Ontario, Canada M5X 1B8.

² Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion.

proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the relief requested in the Motion is in the best interests of the Debtors' estates, creditors, and other parties in interest; and this Court having found that notice of and opportunity for a hearing on the Motion were appropriate and no other notice need be provided; and this Court having reviewed the Motion and having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. The Motion is GRANTED.
2. The following chapter 11 cases are hereby closed:

Debtor:	Case Number:
Phoenix Brands LLC	16-11242
Phoenix Brands Parent LLC	16-11243
Phoenix North LLC	16-11244
Phoenix Brands Canada ULC	16-11245
Phoenix RIT LLC	16-11353
Phoenix Brands Canada Laundry LLC	16-11500

3. The Trustee shall, on or before 30 days after entry of this Final Decree: (a) pay all fees due and payable pursuant to 28 U.S.C. § 1930(a)(6); and (b) file with the Court and serve copies of final post-confirmation report on the U.S. Trustee.

4. The Trust may destroy or abandon all remaining books and records as indicated in Article VIII.E of the confirmed Plan.

5. The Claims and Noticing Services are terminated in accordance with the Motion upon the completion of the services listed in paragraph 5 below. Thereafter, Omni shall have no further obligations to this Court, Trust, Debtors, Estates, or any other party in interest with respect to the Claims and Noticing Services in these chapter 11 cases.

6. Pursuant to Local Rule 2002-1(f)(ix), within 30 days of entry of a final decree, Omni will (a) forward to the Clerk of the Court an electronic version of all imaged proofs of claim, (b) upload the creditor mailing list into CM/ECF and (c) file a Final Claims Register containing claims asserted in all of the jointly-administered cases on the docket of the lead case (Case No. 16-11242 (BLS)). Omni also will box and deliver all original proofs of claim to the Philadelphia Federal Records Center, 14470 Townsend Road, Philadelphia, Pennsylvania 19154 and file a completed SF-135 Form indicating the accession and location numbers of the archived claims. In addition, pursuant to Local Rule 2002-1(f)(xii), Omni will file a Final Claims Register on the docket of each jointly-administered case containing only the claims asserted in that specific case.

7. If Omni receives any mail regarding the Trust, Debtors, or Estates after entry of an order granting this Motion, Omni will collect and forward such mail to the Trustee no less frequently than monthly.

8. Nothing herein shall limit the right of any party in interest to seek to reopen the cases pursuant to section 350 of the Bankruptcy Code, Bankruptcy Rule 5010, or any other applicable law.

9. The Trust is authorized and empowered, and may in the Trustee's discretion and without further delay, take any action and perform any act necessary to implement and effectuate the terms of this Final Decree.

10. Notwithstanding anything to the contrary, the terms and conditions of this Final Decree shall be immediately effective and enforceable upon its entry.

11. This Court shall retain jurisdiction over any and all matters arising from or related to the interpretation, implementation, and/or enforcement of this Final Decree.

Dated: June 21, 2019

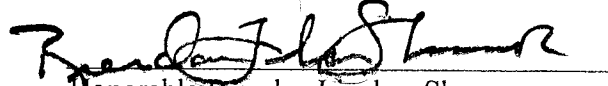

Honorable Brendan Linehan Shannon
Chief United States Bankruptcy Judge

Exhibit B
Final Report

IN THE UNITED STATES BANKRUPTCY COURT
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)	Case No. 16-11242 (BLS)
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)	(Jointly Administered)
Debtors.)	
)	
)	

VERIFIED FINAL REPORT

Pursuant to the December 19, 2016 *Order Granting Final Approval of Disclosure Statement and Confirming Joint Plan of Liquidation of the Debtors and the Official Committee of Unsecured Creditors Under Chapter 11 of the Bankruptcy Code* [Docket No. 645] (the “Confirmation Order”) confirming the *Joint Plan of Liquidation of the Debtors and the Official Committee of Unsecured Creditors Under Chapter 11 of the Bankruptcy Code* (as attached to the Confirmation Order, and including all supplements and exhibits, the “Plan”),² which Plan became effective on December 27, 2016, the undersigned Trustee of the Phoenix Brands Liquidating Trust (the “Trust”), as successor in interest to the Debtors by their confirmed plan of liquidation, effective December 27, 2016, by and through Joseph T. Moldovan, Esq. as Trustee of the Trust, does hereby declare that:

¹ The Debtors, together with the last four digits of each Debtor’s tax identification number, are: Phoenix Brands LLC, (4609), Phoenix Brands Parent LLC, (8729), Phoenix North LLC, (no EIN), Phoenix Brands Canada ULC (a Nova Scotia Company), Phoenix RIT LLC, (5149), and Phoenix Brands Canada Laundry LLC (no EIN). The address of each of the Debtors is 1 Landmark Square, Suite 1810, Stamford, CT 06901, except Phoenix Brands Canada ULC, which is Box 50, 1 First Canadian Place, Toronto, Ontario, Canada M5X 1B8.

² Capitalized terms not otherwise defined herein have the meanings given to them in the Plan or Confirmation Order.

PAYMENTS TO PROFESSIONALS

The following summarizes the payments made by the Trust to professionals for services rendered and fees and expenses incurred during the period from the Effective Date (December 27, 2016) through the date of this Final Report:

<u>PARTY / TYPE OF PAYMENT</u>	<u>FEES</u>	<u>EXPENSES</u>
Trustee for the Trust Joseph T. Moldovan	\$50,000.00	\$0.00
Bankruptcy Counsel for the Trust Morrison Cohen LLP	\$426,297.42	\$1,183.64
Bankruptcy Counsel for the Trust Pachulski Stang Ziehl & Jones LLP	\$80,573.00	\$2,775.94
Tax Advisory Service Provider for the Trust on Behalf of the Debtors PricewaterhouseCoopers LLP	\$91,700.00	\$0.00
Tax Advisory Services Provider for the Trust on Behalf of the Trust Berkow, Schechter & Company LLP	\$7,500.00	\$0.00
Claims, Noticing, and Administrative Agent Rust Consulting/Omni Bankruptcy (n/k/a Omni Bankruptcy)	\$77,447.78	\$46,974.32
Special Litigation Counsel for the Trust Pachulski Stang Ziehl & Jones LLP	\$75,624.54	\$2,314.62
TOTAL:	\$809,142.74	\$53,248.52

On or before thirty (30) days after entry of a Final Decree pursuant to Bankruptcy Rule 3022, the Trust will pay any and all fees remaining due and payable pursuant to 28 U.S.C. § 1930(a)(6).

DISTRIBUTIONS TO CREDITORS UNDER THE PLAN

All distributions required by the Plan to date have been made.

There are no pending adversary proceedings or contested matters in the chapter 11 cases.

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

Date: June 4, 2019

/s/ Joseph T. Moldovan
Joseph T. Moldovan, Trustee
Phoenix Brands Liquidating Trust