

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:

**INSTANT BRANDS ACQUISITION
HOLDINGS INC., *et al.*,**

Debtors.¹

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Chapter 11

Case No. 23-90716 (DRJ)

Jointly Administered

**DECLARATION OF DISINTERESTEDNESS OF NATHANIEL BARTCH IN SUPPORT
OF EMPLOYMENT OF ALVAREZ & MARSAL TRANSACTION ADVISORY GROUP,
LLC AS A PROFESSIONAL UTILIZED IN THE ORDINARY COURSE OF BUSINESS**

Nathaniel Bartch, declares and says:

1. I am a Managing Director with Alvarez & Marsal Transaction Advisory Group, LLC (together with employees of its affiliates (all of which are wholly-owned by its parent company and employees), its wholly owned subsidiaries, and independent contractors, collectively, “**A&M**”) a professional consulting firm with numerous offices around the world. I submit this declaration on behalf of A&M.

2. Instant Brands Acquisition Holdings, Inc. and certain of its affiliates (collectively, the “**Debtors**”), each of which is a debtor and debtor in possession in the above-captioned chapter 11 cases (the “**Chapter 11 Cases**”), have requested that A&M provide certain due diligence services to the Debtors, and A&M has consented to provide those services.

¹ The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers or registration numbers in the applicable jurisdictions, are as follows: Instant Brands (Texas) Inc. (2526); Instant Brands Acquisition Holdings Inc. (9089); Instant Brands Acquisition Intermediate Holdings Inc. (3303); Instant Brands Holdings Inc. (3318); URS-1 (Charleroi) LLC (7347); Instant Brands LLC (0566); URS-2 (Corning) LLC (8085); Corelle Brands (Latin America) LLC (8862); EKCO Group, LLC (7167); EKCO Housewares, Inc. (0216); EKCO Manufacturing of Ohio, Inc. (7300); Corelle Brands (Canada) Inc. (5817); Instant Brands (Canada) Holding Inc. (4481); Instant Brands Inc. (8272); and Corelle Brands (GHC) LLC (9722). The address of the debtors’ corporate headquarters is 3025 Highland Parkway, Suite 700, Downers Grove, IL 60515.

3. A&M together with its professional service provider affiliates (the “**Firm**”) utilize certain procedures (“**Firm Procedures**”) to determine the Firm’s relationships, if any, to parties that may have a connection to a client debtor. In implementing the Firm Procedures, the following actions were taken to identify parties that may have connections to the Debtors, and the Firm’s relationship with such parties:

- A&M requested and obtained from the Debtors a list of interested parties and significant creditors (the “**Potential Parties in Interest**”). The list of Potential Parties in Interest which A&M reviewed is annexed hereto as **Schedule A**. The Potential Parties in Interest reviewed included the Debtors and their non-filing affiliates, prepetition lenders, officers, directors, the thirty (30) largest unsecured creditors of the Debtors (on a consolidated basis), parties holding ownership interests in the Debtors and landlords.
- A&M then compared the names of each of the Potential Parties in Interest to the names in its master electronic database of the Firm’s clients (the “**Client Database**”). The Client Database generally includes the name of each client of the Firm, the name of each party who is or was known to be adverse to the client of the Firm in connection with the matter in which the Firm is or was representing such client, the name of each party that has, or had, a substantial role with regard to the subject matter of the Firm’s retention, and the names of the Firm professionals who are, or were, primarily responsible for matters for such clients.
- An email was issued to all Firm professionals requesting disclosure of information regarding: (i) any known personal connections between the respondent and/or the Firm on the one hand, and certain significant Potential Parties in Interest or the Debtors, on

the other hand, (ii) any known connections or representation by the respondent and/or the Firm of any of those Potential Parties in Interest in matters relating to the Debtors; and (iii) any other conflict or reason why A&M may be unable to represent the Debtors.

4. Known connections between the Firm and the Potential Parties in Interest were compiled for purposes of preparing this Declaration. These connections are listed in **Schedule B** annexed hereto.

5. In addition to the disclosures on **Schedule B**, I note that Cornell Capital, LLC, one of the Permitted Holders and Sponsors (each as defined in the Final DIP Order, Docket No. 257), has agreed to provide a back-up indemnity to A&M in addition to the indemnity agreed to by the Debtors.

6. Pursuant to rule 2014 of the Federal Rules of Bankruptcy Procedure, and based on the Firm Procedures, A&M hereby confirms that, the Firm does currently perform services, and may perform services in the future, in matters unrelated to the Chapter 11 Cases, for persons that are claimants or other parties in interest in the Chapter 11 Cases. To the best of my knowledge, the Firm does not perform services for any such person in connection with the Chapter 11 Cases.

7. A&M, insofar as I have been able to ascertain, does not hold, or represent any interest adverse to the Debtors or their estates with respect to the matters on which A&M is to be employed.

8. A&M has not agreed to share and will not share any portion of the compensation to be received from the Debtors with any person other than partners and associates of the Firm.

9. The Debtors owe the Firm \$0 for prepetition services.

10. A&M is conducting further inquiries regarding its retention by any creditors of the Debtors and, upon conclusion of that inquiry or at any time during the period of its employment,

if A&M should discover any facts bearing on the matter described herein, A&M will supplement the information contained in this declaration.

11. Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct, and that this declaration was executed on August 5, 2023.

By: /s/ 
Nathaniel Bartch
Managing Director

Schedule A

List of Potential Parties in Interest

5% or More Equity Holders

4060288 Canada Inc.
7326998 Canada Inc.
Agate Informatics Corp.
CC WK Co-Invest LP
Cornell Capital Partners LP

Non-Filing Affiliates

Corelle Brands (Asia Pacific) PTE. LTD

5% or More Equity Holders

4060288 Canada Inc.
7326998 Canada Inc.
Agate Informatics Corp.
CC WK Co-Invest LP
Cornell Capital Partners LP

Non-Filing Affiliates

Corelle Brands (Asia Pacific) PTE. LTD
Corelle Brands (Hong Kong) CO. LTD
Corelle Brands Manufacturing (M) SDN. BHD
Corelle Brands (Asia Pacific) SDN. BHD
Corelle Brands (Korea) CO. LTD
Corelle Brands (Shanghai) CO., LTD.
(a/k/a Kang Wei Trading Shanghai Co. Ltd.)
Corelle Brands Sales (M) SDN. BHD.
Instant Brands (Australia) PYT. LTD
Instant Brands (EMEA) Limited
Instant Brands (Ireland) Limited
Snapware Corporation
WKMS S de R.L de C.V
World Kitchen (India) Private Ltd.

World Kitchen Mexico S, de R.L

Agents & Lenders

11th Lane Holdings, LLC
40|86 Advisors, Inc.
Aegon USA Investment Management, LLC
AGL Credit Management LP
Amundi Asset Management US, Inc.
AP MA Investor 13-5 LLC (Forbright Bank)
Bank of America, N.A.
Bank of Montreal
Blackstone Alternative Credit Advisors LP
Canaras Capital Management, LLC
Citadel Equity Fund Ltd.
Citibank, N.A.
Fort Washington Investment Advisors, Inc.
Hein Park Capital Management LP
Jefferies Finance LLC
Jefferies Leveraged Credit Products, LLC
LCM Asset Management LLC
MJX Asset Management LLC
Monroe Capital LLC
NCC CLO MANAGER LLC
Pacific Investment Management Company LLC
PNC Bank, National Corporation
Royal Bank of Canada
Saratoga Investment Corp
Sound Point Capital Management LP
Tikehau Structured Credit Management, LLC
WhiteStar Asset Management

Banks

Schedule A

List of Potential Parties in Interest

Bank of America
Bank of America Merrill N.A. Canada
Branch
BMO Harris Bank, N.A.
Citizens Bank
City National Bank
M&T Bank
PayPal
RBC Royal Bank
Scotia Bank

Director/Officers (Current & Former)

Anthony Carfagno
Benoit J. Gadbois
Catherine R. Landman
Christopher Stevens
Gil Dizon
Haley Luttrell
Henry Cornell
John Dubel
John Patrick
Justine Cheng
Kenneth Wilkes
Lawrence McCrae
Louise Ocasion
Nicholas Hewitt
Peter Chan
Raul Ruiz
Robert Wang
Rodrigo Bravo
Scott Montpas
William M. Hess
Winnie Luo
Yi Qin
Younghoon Park

Debtor Entities

Corelle Brands (Canada) Inc.F/K/A
World Kitchen Canada (EHI), Inc.
Corelle Brands (GHC) LLC F/K/A World
Kitchen (GHC), LLC
Corelle Brands (Latin America) LLC
F/K/A WKI Latin America Holding, LLC
Corelle Brands Acquisition Intermediate
Holdings Inc.
EKCO Group, LLC
EKCO Housewares, Inc.
EKCO Manufacturing of Ohio, Inc.
Instant Brands (Canada) Holding Inc.
F/K/A Instant Brands Holding Inc.
Instant Brands (Texas) Inc.
Instant Brands Acquisition Holdings Inc.
F/K/A Corelle Brands Acquisition
Holdings Inc.
Instant Brands Acquisition Intermediate
Holdings Inc. F/K/A
Instant Brands Holdings Inc. F/K/A
Corelle Brands Holdings Inc. and WKI
Holding Company, Inc.
Instant Brands Inc. F/K/A Double Insight
Inc.
Instant Brands LLC F/K/A Corelle
Brands LLC and World Kitchen, LLC
URS-1 (Charleroi) LLC
URS-2 (Corning) LLC
WK Acquisition Holdings Inc.

Landlords and Subleases

593 Horsebarn, LLC
Adventus US Realty #7 LP
Chicago Mortgage Solutions LLC
Forrest Harlem Properties Limited
Partnership
Gileno Distribution Services

Schedule A

List of Potential Parties in Interest

James Campbell Company, LLC
KRP Properties
Livermore Premium Outlets II, LLC
LPF Realty Office Inc.
Matrix Antrim Partners LP
MCPD 191 Norfolk Southern Way, LLC
(successor to CP Logistics Marshall
Building 7, LLC)
Merchandise Mart LLC
Pancal Sycamore Canyon 257 LLC
Quick Hand Logistics Inc.
Simon/Chelsea Chicago Development,
LLC
Simon/Preit Gloucester Development,
LLC
United Legwear Company LLC

Top 30 Unsecured Creditors

Adaptics Ltd
AEROTEK COMMERCIAL STAFFING
ANCHOR HOCKING CORP.
APPLIED INDUSTRIAL
TECHNOLOGIES
ARC INTERNATIONAL NORTH
AMERICA, IN
Bazaarvoice Inc.
BONUSGO INTERNATIONAL
LIMITED
Criteo Corp
Crowell & Moring LLP
Elijah Ltd.
FOSHAN CITY SHUNDE DISTRICT
DONLIM
Healthlead Corporation Limited
Henry Desjonqueres Industries
Jones Lang LaSalle Management Inc.
MATRIX ANTRIM PARTNERS, LP

MIDEA Electric Trading (SINGAPORE)
Ningbo Careline Electric Appl Co.
Packaging Corporation of America
Salesforce.com, Inc.
Sanlida Electrical Technology Co.,L
SHANDONG LINUO TECHNICAL
GLASS CO L
SOMOBRESLE
Stobbs IP Limited
THE NPD GROUP, INC.
TMF Plastic Solutions, LLC
TOPIM Intelligent Manufacturing
UNITED PARCEL SERVICE
ZHEJIANG AISHIDA HOUSEHOLD
EQUIPMEN
ZHEJIANG TIANXI KITCHEN
APPLIANCE C
Zhong Shan Rnice Electronics Co., L

Schedule B - Instant Brands

Current and Former Clients of A&M and/or its Affiliates¹

40|86 Advisors, Inc.
 Amundi Asset Management US, Inc.
 Anchor Hocking Corp.
 Applied Industrial Technologies
 Bank of America
 Blackstone Alternative Credit Advisors LP
 BMO Harris Bank, N.A.
 Citadel Equity Fund Ltd.
 Citibank, N.A.
 Citizens Bank
 City National Bank
 Cornell Capital LLC
 Criteo Corp
 Jefferies Finance LLC
 Jones Lang LaSalle Management Inc.
 LCM Asset Management LLC
 M&T Bank
 Monroe Capital LLC
 Pacific Investment Management Company LLC
 Packaging Corporation of America
 PayPal
 PNC Bank, National Corporation
 RBC Royal Bank
 Salesforce.com, Inc.
 Scotia Bank
 Tikehau Structured Capital Management, LLC
 United Parcel Service

Bank of America
 Blackstone Alternative Credit Advisors LP
 BMO Harris Bank, N.A.
 Citadel Equity Fund Ltd.
 Citibank, N.A.
 City National Bank
 Cornell Capital LLC
 Cornell, Henry
 Jefferies Finance LLC
 Jones Lang LaSalle Management Inc.
 MJX Asset Management LLC
 Monroe Capital LLC
 PayPal
 Pacific Investment Management Company LLC
 RBC Royal Bank
 Salesforce.com, Inc.
 Scotia Bank
 Sound Point Capital Management LP
 Tikehau Structured Capital Management, LLC
 United Parcel Service

Professionals & Advisors³

Bank of America
 Citibank, N.A.
 Crowell & Moring LLP
 Jefferies Finance LLC
 Jones Lang LaSalle Management Inc.
 PNC Bank, National Corporation

Significant Equity Holders of Current and Former A&M Clients²

Amundi Asset Management US, Inc.

Significant Joint Venture Partners⁴

Bank of America

¹ A&M and/ or an affiliate is currently providing or has previously provided certain consulting or interim management services to these parties or their affiliates (or, with respect to those parties that are investment funds or trusts, to their portfolio or asset managers or their affiliates) in wholly unrelated matters.

² These parties or their affiliates (or, with respect to those parties that are investment funds or trusts, their portfolio or asset managers or other funds or trusts managed by such managers) are significant equity

holders of clients or former clients of A&M or its affiliates in wholly unrelated matters.

³ These professionals have represented clients in matters where A&M was also an advisor (or provided interim management services) to the same client. In certain cases, these professionals may have engaged A&M on behalf of such client.

⁴ These parties or their affiliates are significant joint venture partners of other clients or former clients of A&M or its affiliates in wholly unrelated matters.

Instant Brands

United Parcel Service
World Kitchen (India) Private Ltd.

Board Members/Officers/Employees⁵

Dubel, John S.

A&M Vendors⁶

Bank of America
Blackstone Alternative Credit Advisors LP
BMO Harris Bank, N.A.
Citibank, N.A.
Crowell & Moring LLP
Jones Lang LaSalle Management Inc.
NPD Group, Inc.
Salesforce.com, Inc.
United Parcel Service
World Kitchen (India) Private Ltd.

⁵ These parties or their affiliates are or were board members, officers or members of management of other clients or former clients of A&M or their affiliates in wholly unrelated matters.

⁶ These parties or their affiliates provide or have provided products, goods and/or services (including but not limited to legal representation) to A&M and/or its affiliates