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*Co-Counsel to the Debtors and
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Order Filed on September 19, 2024
by Clerk
U.S. Bankruptcy Court
District of New Jersey

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF NEW JERSEY**

In re:

BOWFLEX INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 24-12364 (ABA)


(Jointly Administered)

**ORDER ALLOWING FIRST AND FINAL COMPENATION FOR SERVICES
RENDERED TO FTI CAPITAL ADVISORS, LLC**

The relief set forth on the following pages, numbered two (2) through three (3), is

ORDERED.

DATED: September 19, 2024



Honorable Andrew B. Altenburg, Jr.
United States Bankruptcy Court

¹ The Debtors in these chapter 11 cases, together with the last four digits of each Debtor's federal tax identification number, are: BowFlex Inc. (2667) and BowFlex New Jersey LLC (3679). The Debtors' service address is 2114 Main Street, Site 100-341, Vancouver, Washington 98660.

Debtors: BOWFLEX INC., *et al.*

Case No. 24-12364 (ABA)

Caption of Order: Order Allowing First and Final Compensation for Services Rendered and Reimbursement of Expenses to FTI Capital Advisors, LLC

Upon consideration of the First Interim and Final Application of FTI Capital Advisors, LLC (“FTICA”) as Investment Banker to the Debtors for Allowance of Compensation for Professional Services Rendered for the Period from March 4, 2024 through June 30, 2024 (the “Application”), and the Court having previously authorized the employment of FTICA in the Debtors’ cases, and it appearing that all of the requirements of sections 327, 328, 330, and 331 of title 11 of the United States Code, as well as Rule 2016 of the Federal Rules of Bankruptcy Procedure and the Local Bankruptcy Rules for the District of New Jersey have been satisfied; and it further appearing that the compensation earned was reasonable and necessary under the circumstances; and the Court having jurisdiction over this matter and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334 and the *Standing Order of Reference to the Bankruptcy Court Under Title 11* of the United States District Court for the District of New Jersey, entered July 23, 1984, and amended on September 18, 2012 (Simandle, C.J.); and this Court having found that consideration of the Application and the relief requested therein is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and this Court having found that venue of this proceeding and the Application in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having reviewed the Application, and this Court having found that notice of the Application was appropriate under the circumstances and that no other notice need be provided; and any objections to the relief requested herein having been withdrawn or overruled on the merits; and after due deliberation and sufficient cause appearing therefor, **IT IS HEREBY ORDERED THAT:**

Debtors: BOWFLEX INC., *et al.*

Case No. 24-12364 (ABA)

Caption of Order: Order Allowing First and Final Compensation for Services Rendered and Reimbursement of Expenses to FTI Capital Advisors, LLC

1. The Application is **GRANTED**.
2. FTICA is granted allowance of compensation in the amount of \$750,000.00 as set forth in the Application.
3. In accordance with paragraph 91 of this *Court's Findings of Fact, Conclusion of Law, and Order Confirming the Second Amended Joint Chapter 11 Plan of Liquidation of BowFlex Inc. and Its Debtor Affiliate* dated August 19, 2024, the Liquidating Trust (as defined therein) is hereby authorized and directed to remit to FTICA the amount of \$750,000.00, less any amounts previously paid on account of such fees, if any, from the Professional Fee Reserve Account.
4. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.
5. This Order shall be effective immediately upon entry.

In re:
BowFlex Inc.
Debtor

Case No. 24-12364-ABA
Chapter 11

CERTIFICATE OF NOTICE

District/off: 0312-1
Date Rcvd: Sep 19, 2024

User: admin
Form ID: pdf903

Page 1 of 3
Total Noticed: 8

The following symbols are used throughout this certificate:

Symbol	Definition
+	Addresses marked '+' were corrected by inserting the ZIP, adding the last four digits to complete the zip +4, or replacing an incorrect ZIP. USPS regulations require that automation-compatible mail display the correct ZIP.
^	Addresses marked '^' were sent via mandatory electronic bankruptcy noticing pursuant to Fed. R. Bank. P. 9036.

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Sep 21, 2024:

Recip ID	Recipient Name and Address
db	+ BowFlex Inc., 2114 Main Street, Suite 100-341, Vancouver, WA 98660-2674
aty	+ Amanda Rahie, Sidley Austin LLP, One South Dearborn, Chicago, IL 60603-2323
aty	+ Holland & Hart LLP, 555 17th St., Suite 3200, Dever, CO 80202-3921
aty	+ Ian C. Ferrell, Sidley Austin LLP, One South Dearborn, Chicago, IL 60603-2323
aty	+ Maegan Quejada, Sidley Austin LLP, 1000 Louisiana Street, Suite 5900, Houston, TX 77002-5014
aty	+ Matthew A. Clemente, Sidley Austin LLP, One South Dearborn, Chicago, IL 60603-2323

TOTAL: 6

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.

Electronic transmission includes sending notices via email (Email/text and Email/PDF), and electronic data interchange (EDI). Electronic transmission is in Eastern Standard Time.

Recip ID	Notice Type: Email Address	Date/Time	Recipient Name and Address
aty	^ MEBN	Sep 19 2024 21:15:41	Amanda Rahie, Sidley Austin LLP, One South Dearborn, Chicago, IL 60603-2323
aty	^ MEBN	Sep 19 2024 21:15:18	Ian C. Ferrell, Sidley Austin LLP, One South Dearborn, Chicago, IL 60603-2323
aty	^ MEBN	Sep 19 2024 21:15:38	Jon Muenz, Sidley Auston LLP, 787 Seventh Avenue, New York, NY 10019-6088
aty	^ MEBN	Sep 19 2024 21:14:51	Maegan Quejada, Sidley Austin LLP, 1000 Louisiana Street, Suite 5900, Houston, TX 77002-5014
aty	^ MEBN	Sep 19 2024 21:14:23	Matthew A. Clemente, Sidley Austin LLP, One South Dearborn, Chicago, IL 60603-2323
aty	^ MEBN	Sep 19 2024 21:15:42	Michael A. Sabino, Sidley Austin LLP, 787 Seventh Avenue, New York, NY 10019-6088

TOTAL: 6

BYPASSED RECIPIENTS

The following addresses were not sent this bankruptcy notice due to an undeliverable address, *duplicate of an address listed above, *P duplicate of a preferred address, or ## out of date forwarding orders with USPS.

NONE

NOTICE CERTIFICATION

I, Gustava Winters, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 309): Pursuant to Fed .R. Bank. P.2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains

District/off: 0312-1

User: admin

Page 2 of 3

Date Rcvd: Sep 19, 2024

Form ID: pdf903

Total Noticed: 8

the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Sep 21, 2024

Signature: /s/Gustava Winters

CM/ECF NOTICE OF ELECTRONIC FILING

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on September 19, 2024 at the address(es) listed below:

Name	Email Address
Bradley Lehman	on behalf of Interested Party Schwinn Acquisition LLC blehman@gsbblaw.com mbusenkell@gsbblaw.com
Caitlin Conklin	on behalf of Creditor Amazon.com Services LLC caitlin.conklin@klgates.com
Caroline Djang	on behalf of Creditor Johnson Health Tech Retail Inc. cdjang@buchalter.com, lverstegen@buchalter.com;docket@buchalter.com
Catherine B. Heitzenrater	on behalf of Creditor Chubb Companies cebeideman@duanemorris.com
David Shim	on behalf of Creditor Crystal Financial LLC david.shim@morganlewis.com
Fernand L Laudumiey, IV	on behalf of Creditor Lafourche Parish School Board Sales and Use Tax Collector laudumiey@chaffe.com
Ilana Volkov	on behalf of Creditor Crystal Financial LLC ivolkov@mcgrailbensinger.com
James S. Carr	on behalf of Creditor Committee Official Committee of Unsecured Creditors KDWBankruptcyDepartment@KelleyDrye.com;MVicinanza@ecf.inforuptcy.com
James S. Carr	on behalf of Other Prof. Province LLC KDWBankruptcyDepartment@KelleyDrye.com;MVicinanza@ecf.inforuptcy.com
James S. Carr	on behalf of Creditor Committee Kelley Drye & Warren LLP KDWBankruptcyDepartment@KelleyDrye.com;MVicinanza@ecf.inforuptcy.com
James S. Carr	on behalf of Interested Party BowFlex Liquidating Trust KDWBankruptcyDepartment@KelleyDrye.com;MVicinanza@ecf.inforuptcy.com
Jennifer Feldsher	on behalf of Creditor Crystal Financial LLC david.shim@morganlewis.com
Jesse M. Harris	on behalf of Debtor BowFlex Inc. jesseharris@foxrothschild.com
Joseph Lubertazzi, Jr.	on behalf of Creditor WELLS FARGO BANK N.A. jlubertazzi@mccarter.com
Joseph J. DiPasquale	on behalf of Debtor BowFlex Inc. Jdipasquale@foxrothschild.com cbrown@foxrothschild.com;msteen@foxrothschild.com
Joseph J. DiPasquale	on behalf of Debtor BowFlex New Jersey LLC Jdipasquale@foxrothschild.com cbrown@foxrothschild.com;msteen@foxrothschild.com
Joseph J. DiPasquale	on behalf of Attorney Fox Rothschild LLP Jdipasquale@foxrothschild.com cbrown@foxrothschild.com;msteen@foxrothschild.com
Joseph J. DiPasquale	on behalf of Attorney Sidley Austin LLP Jdipasquale@foxrothschild.com cbrown@foxrothschild.com;msteen@foxrothschild.com
Joseph J. DiPasquale	on behalf of Other Prof. FTI Consulting Inc. Jdipasquale@foxrothschild.com, cbrown@foxrothschild.com;msteen@foxrothschild.com
Joseph J. DiPasquale	on behalf of Accountant KPMG LLP Jdipasquale@foxrothschild.com cbrown@foxrothschild.com;msteen@foxrothschild.com

District/off: 0312-1

User: admin

Page 3 of 3

Date Rcvd: Sep 19, 2024

Form ID: pdf903

Total Noticed: 8

Mark E. Hall

on behalf of Debtor BowFlex Inc. mhall@foxrothschild.com cbrown@foxrothschild.com

Michael R. Herz

on behalf of Debtor BowFlex Inc. mherz@foxrothschild.com cbrown@foxrothschild.com

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Robert Malone

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Scott Fleischer

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Steven M Richman

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U.S. Trustee

USTPRegion03.NE.ECF@usdoj.gov

Vincent J. Roldan

on behalf of Creditor Columbia Tech Center L.L.C. vroidan@mblawfirm.com

TOTAL: 31