

Fill in this information to identify your case:

United States Bankruptcy Court for the:

DISTRICT OF DELAWARE

Case number (if known) _____ Chapter 11

Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

04/20

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name PBS Brand Co., LLC

2. All other names debtor used in the last 8 years
Include any assumed names, trade names and *doing business as* names

3. Debtor's federal Employer Identification Number (EIN) 46-1617897

4. Debtor's address	Principal place of business	Mailing address, if different from principal place of business
	<u>65 Broadway</u>	
	<u>Denver, CO 80203</u>	
	Number, Street, City, State & ZIP Code	P.O. Box, Number, Street, City, State & ZIP Code
	<u>Denver</u>	Location of principal assets, if different from principal place of business
	County	
		Number, Street, City, State & ZIP Code

5. Debtor's website (URL) https://punchbowlsocial.com/

6. Type of debtor

Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

Partnership (excluding LLP)

Other. Specify: _____

Debtor **PBS Brand Co., LLC**
Name

Case number (if known)

7. Describe debtor's business

A. Check one:

- Health Care Business (as defined in 11 U.S.C. § 101(27A))
- Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- Railroad (as defined in 11 U.S.C. § 101(44))
- Stockbroker (as defined in 11 U.S.C. § 101(53A))
- Commodity Broker (as defined in 11 U.S.C. § 101(6))
- Clearing Bank (as defined in 11 U.S.C. § 781(3))
- None of the above

B. Check all that apply

- Tax-exempt entity (as described in 26 U.S.C. §501)
- Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.
See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

7225

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- Chapter 7
- Chapter 9
- Chapter 11. Check all that apply:

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

- The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11**. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- A plan is being filed with this petition.
- Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

- No.
- Yes.

If more than 2 cases, attach a separate list.

District _____ When _____ Case number _____
District _____ When _____ Case number _____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

- No
- Yes.

List all cases. If more than 1, attach a separate list

Debtor	See Attachment	Relationship	Debtor
District	District of Delaware	When	12/20/20
		Case number, if known	

Debtor **PBS Brand Co., LLC**
Name

Case number (if known) _____

11. Why is the case filed in this district? *Check all that apply:*

Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.

A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

No

Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
 What is the hazard? _____

It needs to be physically secured or protected from the weather.

It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

Other _____

Where is the property? _____
 Number, Street, City, State & ZIP Code

Is the property insured?

No

Yes. Insurance agency _____
 Contact name _____
 Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds *Check one:*

Funds will be available for distribution to unsecured creditors.

After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

<input type="checkbox"/> 1-49	<input type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 25,001-50,000
<input type="checkbox"/> 50-99	<input type="checkbox"/> 5001-10,000	<input type="checkbox"/> 50,001-100,000
<input type="checkbox"/> 100-199	<input type="checkbox"/> 10,001-25,000	<input type="checkbox"/> More than 100,000
<input checked="" type="checkbox"/> 200-999		

15. Estimated Assets

<input type="checkbox"/> \$0 - \$50,000	<input type="checkbox"/> \$1,000,001 - \$10 million	<input type="checkbox"/> \$500,000,001 - \$1 billion
<input type="checkbox"/> \$50,001 - \$100,000	<input checked="" type="checkbox"/> \$10,000,001 - \$50 million	<input type="checkbox"/> \$1,000,000,001 - \$10 billion
<input type="checkbox"/> \$100,001 - \$500,000	<input type="checkbox"/> \$50,000,001 - \$100 million	<input type="checkbox"/> \$10,000,000,001 - \$50 billion
<input type="checkbox"/> \$500,001 - \$1 million	<input type="checkbox"/> \$100,000,001 - \$500 million	<input type="checkbox"/> More than \$50 billion

16. Estimated liabilities

<input type="checkbox"/> \$0 - \$50,000	<input type="checkbox"/> \$1,000,001 - \$10 million	<input type="checkbox"/> \$500,000,001 - \$1 billion
<input type="checkbox"/> \$50,001 - \$100,000	<input checked="" type="checkbox"/> \$10,000,001 - \$50 million	<input type="checkbox"/> \$1,000,000,001 - \$10 billion
<input type="checkbox"/> \$100,001 - \$500,000	<input type="checkbox"/> \$50,000,001 - \$100 million	<input type="checkbox"/> \$10,000,000,001 - \$50 billion
<input type="checkbox"/> \$500,001 - \$1 million	<input type="checkbox"/> \$100,000,001 - \$500 million	<input type="checkbox"/> More than \$50 billion

Debtor **PBS Brand Co., LLC**
Name

Case number (if known)

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.
I have been authorized to file this petition on behalf of the debtor.
I have examined the information in this petition and have a reasonable belief that the information is true and correct.
I declare under penalty of perjury that the foregoing is true and correct.
Executed on December 21, 2020
MM / DD / YYYY

/s/ Stacy Johnson Galligan
Signature of authorized representative of debtor

Title Authorized Representative

Stacy Johnson Galligan
Printed name

18. Signature of attorney **/s/ Jeffrey R. Waxman**
Signature of attorney for debtor

Date **December 21, 2020**
MM / DD / YYYY

Jeffrey R. Waxman
Printed name

Morris James LLP
Firm name

**500 Delaware Avenue
Suite 1500
Wilmington, DE 19801**
Number, Street, City, State & ZIP Code

Contact phone **302-888-6800** Email address

4159 DE
Bar number and State

ATTACHMENT

PENDING OR CONCURRENT BANKRUPTCY CASES

On the date hereof, each of the entities listed below (including the debtor in this chapter 11 case, collectively, the “Debtors”) filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code in the United States Bankruptcy Court for the District of Delaware. The Debtors have moved for joint administration of their cases with the lead case number assigned to the chapter 11 case of PBS Brand Co., LLC.

Company Name	EIN	State of Incorporation
PBS Brand Co., LLC	46-1617897	DE
Punch Bowl Social, Inc.	82-1869826	DE
Punch Bowl Arlington, LLC	81-3967250	DE
Punch Bowl Atlanta Battery, LLC	81-4678973	DE
Punch Bowl Austin, LLC	46-1900366	DE
Punch Bowl Chicago West Loop, LLC	81-5454024	DE
Punch Bowl Cleveland, LLC	47-2608583	DE
Punch Bowl Dallas Deep Ellum, LLC	82-3568239	DE
Punch Bowl, LLC	27-3622287	CO
Punch Bowl Indianapolis, LLC	47-5360144	DE
Punch Bowl Minneapolis, LLC	47-5359815	DE
Punch Bowl Sacramento, LLC	47-4808092	DE
Punch Bowl SanDiego, LLC	81-3146440	DE

**WRITTEN CONSENT AND RESOLUTIONS OF THE MANAGERS OF
PBS BRAND CO., LLC**

December 21, 2020

The undersigned, being each a member of the board of managers (or similar governing person) (the “**Authorized Persons**”) of PBS Brand Co. LLC, a Delaware limited liability company (the “**Company**”) with the prior approval of the management board or members, as applicable of PBS HoldCo, LLC, waive notice, calling and holding of a meeting, and in lieu of such a meeting, and in accordance with the Delaware Limited Liability Company Act, 6 *Del. C.* § 18-101 *et seq.* and the Fifth Amended and Restated Limited Liability Company Of PBS Brand Co., LLC, dated and effective as of June 15, 2017, does hereby consent to, adopt, authorize and approve the following resolutions, with the same force and effect as if consented to and approved at a meeting duly called and held.

WHEREAS, the Authorized Persons have considered the financial and operational conditions of the Company;

WHEREAS, the Authorized Persons have reviewed, considered and received the recommendation and the advice of the professionals and advisors with respect to the options available to the Company, including the possibility of pursuing a restructuring or sale of the Company’s business and assets under title 11 of the United States Code (the “**Bankruptcy Code**”); and

WHEREAS, the Company contemplates entering, with certain affiliates and subsidiaries, into certain debtor-in-possession financing in connection with a restructuring or sale of the Company’s business and assets under the Bankruptcy Code;

NOW, THEREFORE, IT IS HEREBY RESOLVED, that after consideration of the alternatives presented to them and the recommendations of the Company and the advice of the Company’s professionals and advisors, the Authorized Persons have determined each in their business judgment that it is in the best interest of the Company, its creditors, interest holders, and other interested parties that a voluntary petition be filed by the Company seeking relief under the provisions of the Bankruptcy Code in the United States Bankruptcy Court for the District of Delaware (the “**Petition**”), and the filing of such Petition be, and hereby is, authorized in all respects; and it is

FURTHER RESOLVED, that and the and such other or additional persons as may be designated by the Authorized Persons and any other officer or person designated hereby are appointed as authorized signatories and representatives in connection with the bankruptcy proceeding authorized herein (collectively, the “**Authorized Representatives**”); and it is

FURTHER RESOLVED, that the Authorized Representatives are, and each of them hereby is, authorized, directed, and empowered on behalf of the Company to execute and verify the Petition in the name of the Company under the Bankruptcy Code and to cause the same to be filed, in such form and at such time as the Authorized Representatives shall determine; and it is

FURTHER RESOLVED, that the Authorized Representatives, and each of them, with full authority to act without others, hereby is, authorized and directed to obtain postpetition financing and/or use cash collateral according to the terms negotiated and approved by the Authorized Representatives, including under one or more debtor-in-possession credit facilities; and to pledge and grant liens on the Company's assets as contemplated by or required under the terms of such postpetition financing; and, in connection therewith, the Authorized Representatives are hereby authorized and directed to execute appropriate loan agreements and related ancillary documents; and it is

FURTHER RESOLVED, that the Authorized Representatives, and each of them, with full authority to act, hereby is, authorized and directed to work with the Company's advisors to effectuate a sale of substantially all of the Company's assets or restructuring under the Bankruptcy Code; and to file all necessary motions and papers in the United States Bankruptcy Court for the District of Delaware to obtain approval of such sale or restructuring, according to the terms negotiated and approved by the Authorized Representatives; and, in connection therewith, the Authorized Representatives are hereby authorized and directed to execute appropriate agreements and related ancillary documents; and it is

FURTHER RESOLVED, that the Authorized Representatives, and each of them, with full authority to act, hereby is, and any employees or agents (including counsel) designated by or directed by such Authorized Representatives, be, and each hereby is, authorized and empowered to cause the Company to enter into, to execute, deliver, certify, file, record, and perform such agreements, instruments, motions, affidavits, applications for approvals or rulings of governmental or regulatory authorities, certificates or other documents, and to take such other actions, as in the judgment of such officer shall be necessary, proper, and desirable to prosecute to a successful completion the Company's chapter 11 case, to effectuate the restructuring of the Company's debt, other obligations, organizational form and structure, and ownership of the Company consistent with the foregoing resolutions and to carry out and put into effect the purposes of the foregoing resolutions, and the transactions contemplated by these resolutions, their authority thereunto to be evidenced by the taking of such actions; and it is

FURTHER RESOLVED, that the Authorized Representatives are, and each of them hereby is, authorized, directed, and empowered, on behalf of and in the name of the Company, to negotiate, execute, verify and file, or cause to be executed, verified, and filed (or direct others to do so on their behalf, as provided herein) all necessary documents, including, without limitation, all petitions, affidavits, schedules, motions, lists, applications, pleadings and other papers, and in that connection to employ and retain all assistance by legal counsel, financial advisors, accountants or other professionals and to take any and all action which such Authorized Representative deems necessary and proper in connection with the bankruptcy case; and it is

FURTHER RESOLVED, that the Authorized Representatives are, and each of them hereby is, authorized and directed on behalf of and in the name of the Company to employ the law firm of Morris James LLP ("**Morris James**") as bankruptcy counsel to assist the Company in filing for relief under chapter 11 of the Bankruptcy Code and in carrying out the Company's duties under chapter 11 of the Bankruptcy Code, and the Authorized Representatives of the Company are hereby authorized and directed to execute retention agreements, pay retainers prior to, immediately

upon, and after the filing of the bankruptcy cases, and to execute and cause to be filed an application for authority to retain Morris James as the Company's bankruptcy counsel; and it is

FURTHER RESOLVED, that the Authorized Representatives are, and each of them hereby is, authorized and directed on behalf of and in the name of the Company to employ Gavin/Solmonese to assist the Company in its restructuring and cases under chapter 11 of the Bankruptcy Code and related matters, and to serve at the discretion of the Authorized Representatives, and the Authorized Representatives of the Company are hereby authorized and directed to execute retention agreements, pay retainers prior to, immediately upon, and after the filing of the bankruptcy cases, and to execute and cause to be filed an application or applications for authority to retain a chief restructuring officer and financial advisors as the Company's chief restructuring officer, financial advisors and investment bankers; and it is

FURTHER RESOLVED, that the Authorized Representatives are, and each of them hereby is, authorized and directed on behalf of and in the name of the Company to employ Omni Agent Solutions as the claims, noticing and solicitation agent ("**Omni**") to assist the Company in carrying out its duties under the Bankruptcy Code and related matters; and in connection therewith, and to execute retention agreements, pay retainers prior to, immediately upon, and after the filing of the bankruptcy cases, and to execute and cause to be filed an application for authority to retain the services of Omni; and it is

FURTHER RESOLVED, that the Authorized Representatives are, and each of them hereby is, authorized and directed to retain and employ any other professionals or consultants to the Company as are deemed necessary to represent and assist it in carrying out its duties under the Bankruptcy Code, and in connection therewith, the Authorized Representatives are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers, if required, prior to, and immediately upon and after the filing of the bankruptcy cases, and to execute and cause to be filed an application for authority to retain the services of such firms; and it is

FURTHER RESOLVED, that the Authorized Representatives are, and each of them hereby is, authorized, directed, and empowered for and in the name and on behalf of the Company to amend, supplement, or otherwise modify from time to time the terms of any documents, certificates, instruments, agreements, or other writings referred to in the foregoing resolutions; and it is

FURTHER RESOLVED, that the Authorized Representatives are, and each of them hereby is, authorized, directed, and empowered, in the name and on behalf of the Company to take or cause to be taken any and all such further action and to execute and deliver or cause to be executed or delivered, and when necessary or appropriate, file or cause to be filed with the appropriate governmental authorities or otherwise, all such further agreements, documents, reports, certificates, and undertakings and any amendments, supplements, or modifications thereto; and to incur and to pay all such fees and expenses and to engage such persons as in their judgment shall be necessary, appropriate, or advisable to effectuate the purpose and intent of any and all of the foregoing resolutions; and it is

FURTHER RESOLVED, that all instruments, agreements, certificates, consents, waivers, or other documents heretofore executed and delivered (or caused to be executed and

delivered) and all acts lawfully done or actions lawfully taken by the Authorized Persons, the Company, the Authorized Representatives, or any officer or other duly authorized agent acting by or under the direction of the Authorized Persons, in connection with the bankruptcy case, including, without limitation, obtaining financing or obtaining authorization to use cash collateral pursuant to a budget, or any further action to seek relief on behalf of the Company under the Bankruptcy Code, or in connection with the bankruptcy case, or any matter related thereto, be, and hereby are, adopted, ratified, confirmed, and approved in all respects as the acts and deeds of the Company; and it is

FURTHER RESOLVED, that any and all past actions heretofore taken by the Authorized Persons and any Authorized Representatives of the Company in the name and on behalf of the Company in furtherance of any or all of the preceding resolutions be, and the same hereby are, ratified, confirmed, and approved in all respects; and it is

IN WITNESS WHEREOF, the undersigned, constituting the Authorized Persons, hereby consent to and approve and adopt these resolutions as of the date set forth above and direct that this Written Consent be filed with the Company's minutes and official records.

MANAGERS:

/s/ Robert LeBoeuf

Robert LeBoeuf

/s/ Stacy Galligan

Stacy Galligan

Fill in this information to identify the case:

Debtor name	<u>Consolidated List</u>
United States Bankruptcy Court for the:	<u>DISTRICT OF DELAWARE</u>
Case number (if known):	_____

Check if this is an amended filing

Official Form 204**Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders**

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim		
				If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
JPMorgan Chase Bank, NA PO Box 182054 Columbis, OH 42318	Jenae Anderson jenae.h.anderson@chase.com	PPP Loan				\$10,069,144.44
FC Ballston Common LLC Terminal Tower, Forest City Realty Trust 50 Public Square, Suite 1360 Cleveland, OH 44113-2267	Jeffrey Aronoff Jeffrey.Aronoff@brookfieldpropertiesretail.com	Leasehold				\$818,158.70
The DOMAIN MALL LLC C/O M.S. Management Associates Inc. 225 West Washington Street Indianapolis, IN 46204-3438	Sundesh Shah sshah@simon.com	Leasehold				\$763,173.42
CIRCLE CENTRE MALL C/O M.S. Management Associates Inc. 225 West Washington Street Indianapolis, IN 46204-3438	Sundesh Shah sshah@simon.com	Leasehold				\$707,893.94
ARC WEMPSMN001 LLC Attn: General Counsel 405 Park Avenue, 14th Floor New York, NY 10022	Jason Slear jslear@ar-global.com	Leasehold				\$684,086.99

Debtor **PBS Brand Co., LLC**
Name _____

Case number (if known) _____

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Sysco Corporation Attn: Legal Department 1390 Enclave Parkway, Houston, TX 77077-2099	Ken O'Donnell o'donnell.ken@den.sys co.com	Trade				\$643,949.37
Internal Revenue Service Centralized Insolvency Operation PO Box 7346 Philadelphia, PA 19101-1734		Taxes				\$465,154.01
Going Stagg 217 Havemeyer Street, 4th Floor Brooklyn, NY 11211	Jaco Sacks jsacks@cayugacapital. com	Note				\$319,191.47
TUNDRA RESTURANT SUPPLY, Inc. PO Box 74007307 Chicago, IL 60674	Keith Kelly customerservice@tund rafmp.com	Trade				\$109,962.44
Trimark SS Kemp 4567 Willow PKWY, Cleveland, OH 44125-1041	info@trimark.com 216-271-7700	Trade				\$99,329.01
US BOWLING CORPORATION 5480 Schaefer Ave Chino, CA 91710	sales@usbowling.com	Trade				\$92,711.82
CANON FINANCIAL SERVICES, INC PO Box 5008 Mount Laurel, NJ 08054	customer@cfs.com	Leasehold				\$84,961.68
John Haywood 100 Park Plaza #320 San Diego, CA 92101	jwhaywood@gmail.com	Consulting Services				\$75,000.00
CONVEYOR 240 Saint Paul Street Suite 115 Denver, CO 80206	Andee Conner Foutch andee.connerfoutch@c onveyormedia.com	Trade				\$66,900.71

Debtor **PBS Brand Co., LLC**
Name _____

Case number (if known) _____

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
NATIONAL DISTRIBUTION SERVICE, INC 6616 Trade Center Blvd., Chesterfield, MO 63005	steve@ndsstl.com 636-536-5300	Trade				\$65,576.00
DAVIS WRIGHT TREMAINE LLP 1300 SW Fifth Avenue, Suite 2400, Portland, OR 97201	Riley Lagesen rileylagesen@dwt.com	Legal Fees				\$64,137.00
VOX MEDIA PO Box 20064 Pittsburgh, PA 15251-0064		Trade				\$53,000.00
NAMIFY 280 West 900 North Springville, UT 84663	orders@namify.com 801-491-8068	Trade				\$46,194.32
THE SPICE GUY 3568 Peoria Street, Suite 605	hello(at)thespiceguyco.com 303-482-1620	Trade				\$43,468.24
FACEBOOK 1601 Willow Road Menlo Park, CA 94025	Legal Department	Trade				\$42,130.44
VRSENAL INC. 1001-A E. Harmony Road #516, Fort Collins, CO 80525	Ben Davenport (303) 590-8064	Trade				\$35,716.31
AMAZON BUSINESS 410 Terry Avenue North, Seattle, WA	Legal Department	Trade				\$35,070.83
FEED MEDIA 7807 E. 24th Avenue Denver, CO 80238	Stepfanie Jones stefanie@feedmedia.com	Trade				\$31,757.50
SUNDELL & ASSOCIATES 5535 E. Thunder Hawk Road, Cave Creek, AZ 85331	Andy Sundell 480-595-5297	Trade				\$31,250.00
VANTAGE ARCHITECTURAL SOLUTIONS, LLC 28553 Network Place, Chicago, IL 60673-1285	Thomas Papp (847) 867-7136	Trade				\$27,611.97

Debtor **PBS Brand Co., LLC**
Name _____

Case number (if known) _____

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
SAN DIEGO GAS AND ELECTRIC 8330 Century Part Ct., San Diego, CA 92123-1530	Customer Service 800-411-7343	Utilities				\$25,611.97
LYRICAL SYSTEMS 3303 N. Mississippi Avenue, Suite 310, Portland, OR 97227	Account Manager 408-230-7202	Trade				\$20,935.28
BROAD SKY NETWORKS 750 NW Charbonneau Street, Bend, OR 97703	info@bradskynetworks.net 877-291-9575	Trade				\$19,840.48
Red Book Connect, LLC 3440 Preston Ridge Road, Suite 650, Alpharetta, GA 30005	Danny Matthews danny.matthews@hotschedules.com	Trade				\$19,799.37
GARDA WORLD 1699 S. Handley Road, Suite 350, St. Louis, MO 63144	Account Manager 314-644-1974	Trade				\$19,664.41

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

PBS BRAND CO., LLC, *et al.*,Debtors.¹

Chapter 11

Case No. _____

(Joint Administration Requested)

**CORPORATE OWNERSHIP STATEMENT
[FRBP 1007(a)(1) and 7007.1]**

Pursuant to Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure, the following are corporations, other than a governmental unit, that directly or indirectly own 10% or more of any class of the Debtor's equity interest, or states that there are no entities to report under FRBP 7007.1:

Shareholder Name and Address	Class and Number of Shares	Approximate Percentage Held
Punch Bowl Social, Inc.	Member	100%

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number are (1) PBS Brand Co., LLC, a Delaware limited liability company (7897), (2) Punch Bowl Social, Inc., a Delaware corporation (9826), (3) Punch Bowl Arlington, LLC, a Delaware limited liability company (7250), (4) Punch Bowl Atlanta Battery, LLC, a Delaware limited liability company (8973), (5) Punch Bowl Austin, LLC, a Delaware limited liability company (0366), (6) Punch Bowl Chicago West Loop, LLC, a Delaware limited liability company (4024), (7) Punch Bowl Cleveland, LLC, a Delaware limited liability company (8583), (8) Punch Bowl Dallas Deep Ellum, LLC, a Delaware limited liability company (8239), (9) Punch Bowl, LLC, a Colorado limited liability company (2287), (10) Punch Bowl Indianapolis, LLC, a Delaware limited liability company (0144), (11) Punch Bowl Minneapolis, LLC, a Delaware limited liability company (9815), (12) Punch Bowl Sacramento, LLC, a Delaware limited liability company (8092), and (13) Punch Bowl San Diego, LLC, a Delaware limited liability company (6440).

**United States Bankruptcy Court
District of Delaware**

In re **PBS Brand Co., LLC**

Debtor(s)

Case No.

Chapter **11**

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Punch Bowl Social, Inc. 65 Broadway Denver, CO 80203		100%	Member

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the **Authorized Representative** of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date **December 21, 2020**Signature **/s/ Stacy Johnson Galligan
Stacy Johnson Galligan**

*Penalty for making a false statement of concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.*