

Exhibit B

Loiseau Declaration

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

In re KABBAGE, INC. d/b/a KSERVICING, <i>et al.</i> , Debtors. ¹	X : : : : : : X	Chapter 11 Case No. 22-10951 (CTG) (Jointly Administered)
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**DECLARATION OF HOLLY LOISEAU
IN SUPPORT OF DEBTORS' APPLICATION FOR AUTHORITY
TO EMPLOY AND RETAIN GREENBERG TRAURIG, LLP
AS SPECIAL COUNSEL TO THE BOARD OF DIRECTORS OF
KABBAGE, INC. D/B/A KSERVICING EFFECTIVE AS OF THE PETITION DATE**

I, Holly Loiseau, declare under penalty of perjury:

1. I am General Counsel and Secretary of Kabbage, Inc. d/b/a KServicing and its debtor affiliates (collectively, the “**Debtors**”).

2. I submit this declaration (the “**Declaration**”) in support of the application (the “**Application**”) of the above-captioned debtors and debtors in possession pursuant to sections 327(e), 328(a), and 330 of title 11 of the United States Code (the “**Bankruptcy Code**”), Rules 2014(a) and 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), and Rules 2014-1 and 2016-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “**Local Rules**”), requesting entry of an order (i) authorizing the Debtors to employ and retain Greenberg Traurig as special counsel to the Board of Directors of Kabbage, Inc. d/b/a KServicing (the “**Board**”) in the above-captioned

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable are: Kabbage, Inc. d/b/a KServicing (3937); Kabbage Canada Holdings, LLC (N/A); Kabbage Asset Securitization LLC (N/A); Kabbage Asset Funding 2017-A LLC (4803); Kabbage Asset Funding 2019-A LLC (8973); and Kabbage Diameter, LLC (N/A). Kabbage is a trademark of American Express used under license; Kabbage, Inc. d/b/a KServicing is not affiliated with American Express. The Debtors’ mailing and service address is 925B Peachtree Street NE, Suite 383, Atlanta, GA 30309.

chapter 11 cases, effective as of the Petition Date, to advise the Board on the exercise of its duties and responsibilities and to perform such other services as the Board may require; (ii) directing that copies of all notices, pleadings, and other documents filed in these cases and any and all related adversary proceedings be served upon Greenberg Traurig, as special counsel to the Board; and (iii) granting related relief.

3. Except as otherwise indicated herein, I have personal knowledge of the matters set forth herein and, if called as a witness, would testify competently thereto.

Retention of Greenberg Traurig

4. The Debtors desire to employ and retain Greenberg Traurig as special counsel to the Board with respect to corporate governance and the exercise of the Directors' duties with respect to matters arising in and related to these Chapter 11 Cases.

5. Greenberg Traurig has provided legal services to the Board since August 2022, having been retained by the Board pursuant to an engagement letter dated August 13, 2022. Greenberg Traurig's professionals have worked closely with the Debtors' other professionals and, as a result, have become well acquainted with the Debtors' history, business operations, capital and corporate structure, and related matters. Accordingly, I believe that Greenberg Traurig has developed substantial knowledge regarding the Debtors and the Board that will result in effective and efficient services in these Chapter 11 Cases.

6. Greenberg Traurig will advise the Board with respect to corporate governance and the exercise of the Directors' duties with respect to matters arising in and related to these Chapter 11 Cases. I believe that Greenberg Traurig has the resources and experience necessary to assist the Board in these Chapter 11 Cases. Greenberg Traurig will coordinate with

the Debtors' other professionals to ensure that its services are, to the maximum extent possible, complementary to and not duplicative of the services of the Debtors' other professionals.

7. Accordingly, I believe Greenberg Traurig has the necessary resources and experience to assist the Board in these Chapter 11 Cases and that Greenberg Traurig's retention would be in the best interests of the Debtors, their estates, and their creditors.

Professional Compensation and Expense Reimbursement

8. Greenberg Traurig has explained to the Debtors and the Board that the hourly rates set forth in the Application (a) are set at a level designed to fairly compensate Greenberg Traurig for its work and to cover fixed and routine overhead expenses, (b) are standard for work of this nature inside or outside bankruptcy, and (c) remain subject to periodic, firm-wide adjustments in the ordinary course of Greenberg Traurig's business.

Cost Supervision

9. The Debtors and the Board recognize that it is their responsibility to closely monitor the billing practices of Greenberg Traurig to ensure that the fees and expenses paid by the estate remain consistent with the Debtors' expectations and the exigencies of these Chapter 11 Cases. If necessary, Greenberg Traurig will develop a budget and staffing plan for a period to be determined by the Debtors, the Board, and Greenberg Traurig. Any prospective budget and staffing plan for these Chapter 11 Cases will comply with the U.S. Trustee's request for information and additional disclosures, as to which Greenberg Traurig has reserved all rights. The Debtors and the Board will review the invoices that Greenberg Traurig submits, and Greenberg Traurig's fees and expenses will be subject to review on a monthly basis during these Chapter 11 Cases by the Debtors, the U.S. Trustee, and any official committee of unsecured creditors that may be appointed.

10. For the foregoing reasons, I believe Greenberg Traurig should be retained by the Debtors as special counsel to the Board.

[Remainder of page intentionally left blank]

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

Dated: October 14, 2022
Atlanta, Georgia

KABBAGE, INC. d/b/a KSERVICING, *et al.*
(on behalf of itself and each of its affiliated Debtors)

/s/ Holly Loiseau

Name: Holly Loiseau
Title: General Counsel and Secretary