

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

In re:

FIKER INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 24-11390 (TMH)

(Jointly Administered)

Obj. Deadline: December 2, 2024 at 4:00 p.m. (ET)

Hearing Date: December 9, 2024 at 11:00 a.m. (ET)

**FIFTH MONTHLY FEE STATEMENT (FOR THE PERIOD OCTOBER 1, 2024
THROUGH OCTOBER 17, 2024) AND FINAL FEE APPLICATION OF
MORRIS, NICHOLS, ARSHT & TUNNELL LLP, AS BANKRUPTCY COUNSEL
FOR THE DEBTORS AND DEBTORS IN POSSESSION, FOR ALLOWANCE OF
COMPENSATION AND FOR REIMBURSEMENT OF ALL ACTUAL AND
NECESSARY EXPENSES INCURRED FOR THE PERIOD
JUNE 17, 2024, THROUGH AND INCLUDING OCTOBER 17, 2024**

Name of Professional: MORRIS, NICHOLS, ARSHT & TUNNELL LLP

Authorized to Provide
Professional Services to: Debtors and Debtors in Possession

Date of Retention: July 16, 2024, *nunc pro tunc* to June 17, 2024

Monthly Period for which
compensation and
reimbursement is sought: October 1, 2024, through October 17, 2024

Monthly Amount of compensation
sought as actual, reasonable and
necessary: \$288,309.00

Monthly Amount of reimbursement
sought as actual, reasonable and
necessary: \$14,819.47

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 Delaware file numbers, are as follows: Fisker Inc. (0340); Fisker Group Inc. (3342); Fisker TN LLC (6212); Blue Current Holding LLC (6668); Platinum IPR LLC (4839); and Terra Energy Inc. (0739). The address of the debtors' corporate headquarters is 14 Centerpointe Drive, La Palma, CA 90623.



Final Period for which compensation and reimbursement is sought:

June 17, 2024, through October 17, 2024

Final Amount of compensation sought as actual, reasonable and necessary:

\$2,473,165.50²

Final Amount of reimbursement sought as actual, reasonable and necessary:

\$91,775.58³

This is a x monthly interim x final application

The total time expended for preparation of this fee statement is approximately 31.2 hours and the corresponding compensation requested is approximately \$21,825.00.

If this is not the first fee statement filed, disclose the following for each prior fee statement:

DATE FILED	PERIOD COVERED	REQUESTED FEES/EXPENSES	APPROVED FEES/EXPENSES
8/1/24 D.I. 363	6/17/24-6/30/24	\$438,920.50/\$15,236.71	\$351,136.40/\$15,236.71
8/2/24 D.I. 369	7/1/24-7/31/24	\$872,323.00/\$27,042.00	\$697,858.40/\$27,042.00
9/25/24 D.I. 594	8/1/24-8/31/24	\$477,529.50/\$17,862.10	\$382,023.60/\$17,862.10
11/7/24 D.I. 766	9/1/24-9/30/24	\$ 366,083.50/\$14,815.30	Pending

² This amount includes an additional \$30,000.00, which reflects Morris Nichols’s estimated fees incurred after October 17, 2024, through the final fee hearing in these cases. This amount is subject to augmentation based on the fees actually incurred by Morris Nichols. To the extent Morris Nichols’s fees exceed this estimate, Morris Nichols may file a supplement to this final fee application.

³ This amount includes an additional \$2,000.00, which reflects Morris Nichols’s estimated expenses incurred after October 17, 2024, through the final fee hearing in these cases. To the extent Morris Nichols’s expenses exceed this estimate, Morris Nichols may file a supplement to this final fee application.

MONTHLY COMPENSATION BY PROFESSIONAL

FISKER INC., et al.
(Case No. 24-11390 (TMH))
October 1, 2024, through October 17, 2024

Name of Professional	Position of the Applicant, Area of Expertise, Number of Years in that Position, Year of Obtaining License to Practice	Hourly Billing Rate	Total Billed Hours	Total Compensation
Robert J. Dehney	Partner/Bankruptcy. Partner since 1999. Joined firm as an associate in 1996. Member of the DE Bar since 1997.	1,695	4.7	7,966.50
Andrew R. Remming	Partner/Bankruptcy. Partner since 2016. Joined firm as an associate in 2008. Member of the DE Bar since 2008.	1,145	57.5	65,837.50
Daniel B. Butz	Senior Counsel/Bankruptcy. Joined the firm as an associate in 2002. Member of the DE Bar since 2002.	965	26.1	25,186.50
Brenna A. Dolphin	Special Counsel/Bankruptcy. Joined the firm as special counsel in 2023. Member of the DE Bar since 2011.	965	111.3	107,404.50
Sophie Rogers Churchill	Associate/Bankruptcy. Joined the firm as an associate in 2021. Member of the DE Bar since 2022.	635	51.2	32,512.00
Echo Qian	Associate/Bankruptcy. Joined the firm as an associate in 2023. Member of the DE Bar since 2024.	595	42.5	25,287.50
Brianna N. V. Turner	Associate/Bankruptcy. Joined the firm as an associate in 2024. Member of the DE Bar since 2024.	545	10.8	5,886.00
J. Luke Brzozowski	Associate/Bankruptcy. Joined the firm as an associate in 2024. Member of the DE Bar since 2024.	545	11.8	6,431.00
Desiree M. Vale	Paralegal	395	4.0	1,580.00
Rebecca L. Weidman	Paralegal	395	23.8	9,401.00
Marie Reed	Legal Assistant	355	2.1	745.50
Valerie Walker	Legal Assistant	355	0.2	71.00
Total		564.76	346.0	288,309.00
BLENDED RATE: \$564.76				
ATTORNEY BLENDED RATE: \$875.31				

MONTHLY COMPENSATION BY PROJECT CATEGORY

FISKER INC., et al.
(Case No. 24-11390 (TMH))
October 1, 2024, through October 17, 2024

Project Category	Total Hours	Total Fees
Case Administration	0.90	412.50
Asset Dispositions/363 Sales	17.80	12,455.00
Automatic Stay Matters	31.20	28,197.00
Creditor Communications and Meetings	0.10	114.50
Fee Applications (MNAT - Filing)	4.00	2,429.00
Fee Applications (Others - Filing)	8.50	5,089.50
Executory Contracts/Unexpired Leases	7.30	7,116.50
Other Contested Matters	8.70	5,484.50
Financing Matters/Cash Collateral	1.20	1,137.00
Tax Matters	0.90	922.50
Insurance Matters	3.40	3,047.00
Court Hearings	79.10	59,214.50
Claims Objections and Administration	15.60	11,831.00
Plan and Disclosure Statement	146.20	133,779.00
Litigation/Adversary Proceedings	7.20	6,597.00
Professional Retention (Others - Filing)	6.00	4,517.00
General Corporate Matters (including Corporate Governance)	1.30	1,254.50
General Case Strategy	1.20	922.00
Schedules/SOFA/U.S. Trustee Reports	5.40	3,789.00
TOTAL	346.00	\$288,309.00

MONTHLY EXPENSE SUMMARY

FISKER INC., et al.
(Case No. 24-11390 (TMH))
October 1, 2024, through October 17, 2024

Expense Category	Total Expenses
In-House Printing - black & white	1,182.40
In-House Printing - color	4,041.60
Computer Research - Westlaw	34.20
Courier/Delivery Service	439.00
Transcripts	2,564.95
Photos/Art/Spec Duplicating-Out of Office	5,100.60
In-House Duplicating - color	82.98
In-House Duplicating	48.74
Use of Facilities/Equipment	1,325.00
Grand Total Expenses	\$14,819.47

FINAL COMPENSATION BY PROFESSIONAL

FISKER INC., et al.
(Case No. 24-11390 (TMH))

June 17, 2024, through October 17, 2024

Name of Professional	Position of the Applicant, Area of Expertise, Number of Years in that Position, Year of Obtaining License to Practice	Hourly Billing Rate	Total Billed Hours	Total Compensation
Robert J. Dehney	Partner/Bankruptcy. Partner since 1999. Joined firm as an associate in 1996. Member of the DE Bar since 1997.	1,695	132.5	224,587.50
Andrew R. Remming	Partner/Bankruptcy. Partner since 2016. Joined firm as an associate in 2008. Member of the DE Bar since 2008.	1,145	454.5	520,402.50
Daniel B. Butz	Senior Counsel/Bankruptcy. Joined the firm as an associate in 2002. Member of the DE Bar since 2002.	965	272.9	263,348.50
Tamara K. Mann	Special Counsel/Bankruptcy. Joined the firm as an associate in 2011. Member of the DE Bar since 2011.	965	32.4	31,266.00
Brenna A. Dolphin	Special Counsel/Bankruptcy. Joined the firm as special counsel in 2023. Member of the DE Bar since 2011.	965	737.3	711,494.50
Jonathan M. Weyand	Associate/Bankruptcy. Joined the firm as an associate in 2021. Member of the DE Bar since 2022.	665	0.4	266.00
Sophie Rogers Churchill	Associate/Bankruptcy. Joined the firm as an associate in 2021. Member of the DE Bar since 2022.	635	398.5	253,047.50
Evanthea Hammer	Associate/Bankruptcy. Joined the firm as an associate in 2021. Member of the DE Bar since 2023.	595	149.0	88,655.00
Echo Qian	Associate/Bankruptcy. Joined the firm as an associate in 2023. Member of the DE Bar since 2023.	595	424.1	252,339.50
Casey B. Sawyer	Associate/Bankruptcy. Joined the firm as an associate in 2023. Member of the DE Bar since 2023.	545	12.1	6,594.50

Name of Professional	Position of the Applicant, Area of Expertise, Number of Years in that Position, Year of Obtaining License to Practice	Hourly Billing Rate	Total Billed Hours	Total Compensation
Brianna N. V. Turner	Associate/Bankruptcy. Joined the firm as an associate in 2024. Member of the DE Bar since 2024.	545	20.7	11,281.50
J. Luke Brzozowski	Associate/Bankruptcy. Joined the firm as an associate in 2024. Member of the DE Bar since 2024.	545	13.9	7,575.50
Desiree M. Vale	Paralegal	395	9.2	3,634.00
John Lawrence	Paralegal	395	1.3	513.50
Rebecca L. Weidman	Paralegal	395	134.0	52,930.00
Cherie L. Hare	Legal Assistant	355	7.3	2,591.50
Marie Reed	Legal Assistant	355	35.0	12,425.00
Valerie Walker	Legal Assistant	355	0.6	213.00
Sub-Total		861.57	2835.7	\$2,443,165.50
Post Effective Date Estimate				\$30,000.00
TOTAL				\$2,473,165.50
BLENDED RATE: \$861.57				
ATTORNEY BLENDED RATE: \$895.24				

FINAL COMPENSATION BY PROJECT CATEGORY

FISKER INC., et al.
(Case No. 24-11390 (TMH))

June 17, 2024, through October 17, 2024

Project Category	Total Hours	Total Fees
Case Administration	30.0	22,265.00
Asset Analysis and Recovery	4.2	4,489.00
Asset Dispositions/363 Sales	258.5	237,637.50
Automatic Stay Matters	81.1	77,056.50
Creditor Communications and Meetings	34.4	30,523.00
Fee Applications (MNAT - Filing)	56.0	36,698.00
Fee Applications (Others - Filing)	25.5	17,261.50
Executory Contracts/Unexpired Leases	189.7	181,289.50
Other Contested Matters	300.8	250,643.00
Governmental/Regulatory Matters	0.3	289.50
Employee Matters	29.0	22,982.00
Financing Matters/Cash Collateral	151.5	133,872.50
Tax Matters	54.4	50,892.00
Insurance Matters	35.6	31,407.00
Utility Matters	18.0	15,544.00
Vendor/Supplier Matters	3.2	3,527.00
Court Hearings	553.3	453,874.50
Claims Objections and Administration	61.8	55,157.00
Plan and Disclosure Statement	391.2	344,891.00
Litigation/Adversary Proceedings	17.2	16,152.00
Professional Retention (MNAT - Filing)	31.5	23,741.50
Professional Retention (Others - Filing)	142.4	117,313.00
Professional Retention (Others - Objections)	0.3	288.50
General Corporate Matters (including Corporate Governance)	4.9	4,725.50
General Case Strategy	139.7	118,987.50

Project Category	Total Hours	Total Fees
Schedules/SOFA/U.S. Trustee Reports	221.2	191,658.00
Sub-Total	2,835.70	\$2,443,165.50
Post Effective Date Estimate		\$30,000.00
TOTAL		\$2,473,165.50

FINAL EXPENSE SUMMARY

FISKER INC., et al.
(Case No. 24-11390 (TMH))
June 17, 2024, through October 17, 2024

Expense Category	Total Expenses
Pacer	1,750.70
In-House Printing - black & white	11,015.20
In-House Printing - color	20,263.20
In-House Duplicating	292.80
In-House Duplicating - color	665.56
Use of Facilities/Equipment	13,000.00
Photos/Art/Spec Duplicating-Out of Office	6,391.12
Courier/Delivery Service	3,213.72
Computer Research - Westlaw	1,451.70
Messenger Service	50.00
Transcripts	6,838.20
Court Costs	11,176.00
Meals	9,398.00
Secretarial Overtime	21.76
Support Staff Overtime	2,700.70
Supplemental Tech Trial Support Services	1,546.92
Sub-Total Expenses	\$89,775.58
Post Effective Date Estimate	\$2,000.00
TOTAL	\$91,775.58

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Chapter 11

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MORRIS, NICHOLS, ARSHT & TUNNELL LLP, AS BANKRUPTCY COUNSEL
FOR THE DEBTORS AND DEBTORS IN POSSESSION, FOR ALLOWANCE OF
COMPENSATION AND FOR REIMBURSEMENT OF ALL ACTUAL AND
NECESSARY EXPENSES INCURRED FOR THE PERIOD
JUNE 17, 2024, THROUGH AND INCLUDING OCTOBER 17, 2024**

Morris, Nichols, Arsht & Tunnell LLP (“Morris Nichols”), as bankruptcy counsel for the debtors and debtors in possession in the above-captioned cases (the “Debtors”), submits this fee application (the “Application”) for (i) allowance of compensation for professional services rendered by Morris Nichols to the Debtor for the period October 1, 2024 through October 17, 2024 (the “Monthly Period”); (ii) reimbursement of actual and necessary expenses incurred by Morris Nichols during the Monthly Period in rendering professional services on behalf of the Debtors; (iii) final allowance of reasonable compensation for professional services rendered by Morris Nichols to the Debtors for the period June 17, 2024 through October 17, 2024 (the “Final Period”); and (iv) final reimbursement of actual and necessary expenses and disbursements incurred by

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 Delaware file numbers, are as follows: Fisker Inc. (0340); Fisker Group Inc. (3342); Fisker TN LLC (6212); Blue Current Holding LLC (6668); Platinum IPR LLC (4839); and Terra Energy Inc. (0739). The address of the debtors’ corporate headquarters is 14 Centerpointe Drive, La Palma, CA 90623.

Morris Nichols in rendering professional services on behalf of the Debtors during the Final Period pursuant to sections 330 and 331 of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), Rule 2016-2 of the Local Rules of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), the United States Trustee’s Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases, effective November 1, 2013 (the “U.S. Trustee Guidelines”) and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Retained Professionals* (D.I. 350) (the “Interim Compensation Procedures Order”).² In support of this Application, Morris Nichols represents as follows:

JURISDICTION

28. This Court has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2). Venue in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

29. The statutory predicates for the relief requested herein are sections 330 and 331 of the Bankruptcy Code, as supplemented by Bankruptcy Rule 2016, Local Rule 2016-2, the U.S. Trustee Guidelines, and the Interim Compensation Procedures Order.

BACKGROUND

30. On June 17 and 19, 2024 (each a “Petition Date”), the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code thereby commencing these chapter 11 cases. The Debtors continue to operate their businesses as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

² Capitalized terms used but not defined herein are defined in the Interim Compensation Procedures Order.

31. On July 2, 2024, the Office of the United States Trustee for the District of Delaware (the “U.S. Trustee”) appointed an Official Committee of Unsecured Creditors (the “Creditors’ Committee”).

32. On October 16, 2024, the Court entered the *Findings of Fact, Conclusions of Law, and Order, Approving the Disclosure Statement on a Final Basis, Confirming the Debtors’ Joint Chapter 11 Plan of Liquidation, and Granting Related Relief* (D.I. 277) (the “Confirmation Order”). On October 17, 2024, the effective date of the Debtors’ chapter 11 plan of liquidation occurred (D.I. 730).

MORRIS NICHOLS’S RETENTION

33. Prior to the commencement of these chapter 11 cases, the Debtors retained Morris Nichols to provide advice regarding, among other things, preparing for, commencing, and prosecuting these cases under chapter 11 of the Bankruptcy Code. On June 25, 2024, the Debtors filed the *Application of Debtors for Authority to Employ and Retain Morris, Nichols, Arsht & Tunnell LLP as Bankruptcy Counsel for the Debtors Nunc Pro Tunc to the Petition Date* (D.I. 72) (the “Morris Nichols Retention Application”).

34. On July 16, 2024, this Court granted the Morris Nichols Retention Application pursuant to the *Order Approving Application of Debtors for Authority to Employ and Retain Morris, Nichols, Arsht & Tunnell LLP as Bankruptcy Counsel for the Debtors Nunc Pro Tunc to the Petition Date* (D.I. 232) (the “Morris Nichols Retention Order”).

RELIEF REQUESTED

35. Morris Nichols submits this Application for (a) monthly and final allowance of reasonable compensation for the actual, reasonable, and necessary professional services that it has rendered as co-counsel for the Debtors in these cases during the Monthly and Final Periods

and (b) reimbursement of actual, reasonable, and necessary expenses incurred by Morris Nichols in representing the Debtors during the Monthly and Final Periods.

THE MONTHLY PERIOD

36. During the Monthly Period, Morris Nichols incurred fees in the amount of \$288,309.00. For the same period, Morris Nichols incurred actual, reasonable, and necessary expenses totaling \$14,819.47. As of the date of this Application, Morris Nichols has received no payments with respect to these amounts.

37. The Court entered the Interim Compensation Procedures Order on July 31, 2024. The Interim Compensation Procedures Order sets forth the procedures for interim compensation and reimbursement of expenses for all retained Professionals in these cases.

38. In particular, the Interim Compensation Procedures Order provides that Professionals may file and serve a monthly fee statement following the month or months for which compensation is sought, for interim approval and allowance of compensation for services rendered and reimbursement of expenses incurred during the immediately preceding month. Parties in interest will have 14 days (or the next business day if such day is not a business day) after the filing of a monthly fee statement (the "Objection Deadline") to object to the requested compensation for services rendered and reimbursement of expenses incurred. Provided that there are no objections to such monthly fee statement filed before the expiration of the Objection Deadline, the Professional may file a certificate of no objection (the "Certificate of No Objection") with the Court.

39. Upon the filing of a Certificate of No Objection, the Debtors are authorized to pay such Professional 80 percent of the fees and 100 percent of the expenses requested in such monthly fee statement.

40. Set forth on the foregoing “Compensation by Project Category” is a summary, by subject matter category, of the time expended by Morris Nichols’s timekeepers billing time to the Debtors’ cases during the Monthly Period.

41. **Exhibit A** attached hereto contains logs, sorted by case project category, which show the time recorded by professionals, paraprofessionals, and other support staff, as well as descriptions of the services provided.

42. **Exhibit B** attached hereto contains a breakdown of actual, reasonable, and necessary expenses incurred by Morris Nichols during the Monthly Period.

43. Morris Nichols charges \$.10 per page for photocopying and printing. Morris Nichols does not charge for outgoing domestic facsimiles or incoming facsimiles.

44. In accordance with Local Rule 2016-2, Morris Nichols has reduced its request for compensation for non-working travel, if any, to 50% of its normal rate.

THE FINAL PERIOD

45. Morris Nichols seeks allowance of \$2,443,165.50, for actual, reasonable, and necessary legal services rendered to the Debtors during the Final Period; and \$89,775.58 as reimbursement of actual, reasonable, and necessary expenses incurred in connection with the rendition of such services during the Final Period. Morris Nichols requests that the Debtors be authorized and directed to pay Morris Nichols an amount equal to the sum of the allowed compensation and expense reimbursement during the Final Period, less any amounts previously paid.

46. Morris Nichols further requests allowance of \$30,000.00 for estimated, reasonable and necessary legal services rendered during post effective date period; and \$2,000.00 as reimbursement of estimated, reasonable, and necessary expenses incurred in connection with the rendition of such services during post effective date period.

47. Each Professional who holds or asserts a Professional Fee Claim shall be required to file with the Bankruptcy Court and serve on all parties required to receive a notice, a Fee Application within forty-five days after the Effective Date (Monday, December 2, 2024), for final Allowance of compensation for the services rendered and reimbursement of expenses incurred. The failure to timely file and serve such Fee Application shall result in the Professional Fee Claim being forever barred. Objections to the Allowance of Professional Fee Claims must be filed and served no later than 4:00 p.m. (prevailing Eastern Time) on the date that is twenty-one (21) days after the filing of the applicable Fee Application. Under the Plan, the term “Professional Fee Claims” means all Claims for accrued, contingent and/or unpaid fees and expenses (including hourly, transaction, and success fees) incurred by a Professional in the Chapter 11 Cases on or after the Petition Date and through and including the Effective Date that the Bankruptcy Court has not Disallowed by a Final Order.

48. Morris Nichols has endeavored to represent the Debtors in the most expeditious and economical manner possible. Tasks have been assigned to attorneys, paralegals, and other support staff at Morris Nichols so that work has been performed by those most familiar with the particular matter or task and, where attorney or paralegal involvement was required, by the lowest hourly rate professional appropriate for a particular matter. Moreover, Morris Nichols has endeavored to coordinate with the other professionals involved in these cases so as to minimize any duplication of effort and to minimize attorneys’ fees and expenses to the Debtors. Morris Nichols believes it has been successful in this regard.

Exhibit C attached hereto contains the Application Summary which details the fees and expenses incurred, paid, and outstanding during the Final Period.

Exhibit D attached hereto contains the Staffing Plan which provides information relating to the timekeepers who assisted with this chapter 11 case through the Final Period.

49. No agreement or understanding exists between Morris Nichols and any other person for the sharing of compensation received or to be received for services rendered in or in connection with this case.

50. The undersigned has reviewed the requirements of Local Rule 2016-2 and certifies to the best of his or her information, knowledge, and belief that this Application complies with that Rule.

INFORMATION RELATED TO THE REVISED U.S. TRUSTEE GUIDELINES

51. Morris Nichols provides the following information pursuant to the U.S. Trustee Guidelines.

52. Morris Nichols's hourly rates for bankruptcy services are comparable to the hourly rates charged in complex chapter 11 cases by comparably skilled bankruptcy attorneys. In addition, Morris Nichols's hourly rates for bankruptcy services are comparable to the rates charged by Morris Nichols, and by comparably skilled practitioners in other firms, for complex corporate and litigation matters, whether in court or otherwise, regardless of whether a fee application is required.

53. The blended hourly rate for all Morris Nichols timekeepers who worked on this case is approximately the same as the firm's blended rate for all timekeepers over a Comparable Period (defined below). In particular, the blended hourly rate for all Morris Nichols timekeepers (including both professionals and paraprofessionals) who billed to matters excluding chapter 11 representations (collectively, the "Non-Chapter 11 Matters") during the period beginning June 17, 2024 and ending on October 17, 2024 (the "Comparable Period") was, in the aggregate, approximately \$817.51. By comparison, the blended hourly rate for all Morris Nichols

timekeepers (including both professionals and paraprofessionals) who worked on this case during the Application Period was, in the aggregate, \$861.57.

54. The following table shows blended hourly rates by category of professional and paraprofessional (rounded to the nearest dollar) in the Application and in comparison to the blended hourly rate for Morris Nichols' Non-Chapter 11 Matters during the Final Period:

Position at Morris Nichols	Blended Hourly Rate for Application Period	Blended Hourly Rate Non-Chapter 11 Matters
Partner	\$1,269	\$1,074
Senior Counsel	\$965	\$997
Special Counsel	\$965	\$808
Associate	\$608	\$618
Paraprofessionals	\$386	\$319
All Timekeepers	\$862	\$818

59. In addition, Morris Nichols provides the following responses to the inquiries stated in section C.5 of the Revised U.S. Trustee Guidelines:

- a. Did you agree to any variations from, or alternatives to, your standard or customary billing rates, fees or terms for services pertaining to this engagement that were provided during the application period? If so, please explain. **No.**
- b. If the fees sought in this fee application as compared to the fees budgeted for the time period covered by this fee application are higher by 10% or more, did you discuss the reasons for the variation with the client? **Not applicable.**
- c. Have any of the professionals included in this fee application varied their hourly rate based on the geographic location of the bankruptcy case? **No.**
- d. Does the fee application include time or fees related to reviewing or revising time records or preparing, reviewing, or revising invoices? (This is limited to work involved in preparing and editing billing records that would not be compensable outside of bankruptcy and does not include reasonable fees for preparing a fee application.). If so, please quantify by hours and fees. **No.**
- e. Does this fee application include time or fees for reviewing time records to redact any privileged or other confidential information? If so, please quantify by hours and fees. **No.**
- f. If the fee application includes any rate increases since retention: (i) Did your client review and approve those rate increases in advance? and (ii) Did your client agree when retaining the law firm to accept all future rate increases? If

not, did you inform your client that they need not agree to modified rates or terms in order to have you continue the representation, consistent with ABA Formal Ethics Opinion 11-458? **Not Applicable.**

NOTICE

60. Notice of this Application will be provided in accordance with the procedures set forth in the Interim Compensation Procedures Order and the Confirmation Order.

Morris Nichols respectfully submits that no further notice is required.

WHEREFORE, Morris Nichols respectfully requests that this Court (i) allow Morris Nichols (a) monthly compensation in the amount of \$288,309.00 for actual, reasonable, and necessary professional services rendered on behalf of the Debtors during the Monthly Period, and (b) monthly reimbursement in the amount of \$14,819.47 for actual, reasonable, and necessary expenses incurred during the Monthly Period; and (ii) allow Morris Nichols (a) final compensation in the amount of \$2,443,165.50 for actual, reasonable, and necessary services rendered during the Final Period, plus \$30,000.00 for estimated time through the post-effective date period; (b) final reimbursement of \$89,775.58 for actual, reasonable, and necessary expenses incurred during the Final Period, plus \$2,000.00 for estimated expenses through the post-effective date period; (c) authorize and direct the Debtors to pay Morris Nichols an amount equal to the sum of such allowed compensation and reimbursement, less any amounts previously paid by the Debtors; and (iii) grant such other further relief as the Court deems just and proper.

Dated: November 11, 2024
Wilmington, Delaware

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

/s/ Sophie Rogers Churchill
Robert J. Dehney, Sr. (No. 3578)
Andrew R. Remming (No. 5120)
Brenna A. Dolphin (No. 5604)
Sophie Rogers Churchill (No. 6905)
Echo Yi Qian (No. 7330)
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aremming@morrisnichols.com
bdolphin@morrisnichols.com
srchurchill@morrisnichols.com
eqian@morrisnichols.com

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

In re:

FIKER INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 24-11390 (TMH)

(Jointly Administered)

Obj. Deadline: December 2, 2024 at 4:00 p.m. (ET)

Hearing Date: December 9, 2024, at 11:00 a.m. (ET)

NOTICE OF FILING OF FEE APPLICATION

PLEASE TAKE NOTICE that today, Morris, Nichols, Arsht & Tunnell LLP (the “Professional”) filed the attached *Fifth Monthly Fee Statement (for the Period October 1, 2024 Through October 17, 2024) and Final Fee Application of Morris, Nichols, Arsht & Tunnell LLP, as Bankruptcy Counsel for the Debtors and Debtors In Possession, for Allowance of Compensation and for Reimbursement of All Actual and Necessary Expenses Incurred for the Period June 17, 2024, Through and Including October 17, 2024* (the “Fee Application”) with the United States Bankruptcy Court for the District of Delaware (the “Court”).

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Fee Application must be made in accordance with the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Retained Professionals* (D.I. 350) (the “Interim Compensation Order”) and served no later than **December 2, 2024 at 4:00 p.m. (Eastern Time)** (the “Objection Deadline”) upon on the following parties (the “Fee Notice Parties”): (a) the Debtors, c/o Fisker Inc., 14 Centerpointe Drive, La Palma, CA 90623 (Attn: John C. DiDonato, jdidonato@hcg.com);

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 Delaware file numbers, are as follows: Fisker Inc. (0340); Fisker Group Inc. (3342); Fisker TN LLC (6212); Blue Current Holding LLC (6668); Platinum IPR LLC (4839); and Terra Energy Inc. (0739). The address of the debtors’ corporate headquarters is 14 Centerpointe Drive, La Palma, CA 90623.

(b) counsel to the Debtors, Davis Polk & Wardwell LLP, 450 Lexington Avenue, New York, NY, 10017 (Attn: Brian M. Resnick, Esq., brian.resnick@davispolk.com; Darren S. Klein, Esq., darren.klein@davispolk.com; Richard J. Steinberg, Esq., at richard.steinberg@davispolk.com and Amber Leary, Esq., at amber.leary@davispolk.com); (c) counsel to the Debtors, Morris Nichols Arsht & Tunnell LLP, 1201 North Market Street, 16th Floor, Wilmington, DE 19801 (Attn: Robert J. Dehney, Sr., Esq., rdehney@morrisnichols.com; Andrew R. Remming, Esq., aremming@morrisnichols.com; Brenna A. Dolphin, Esq., bdolphin@morrisnichols.com; Sophie Rogers Churchill, Esq., srchurchill@morrisnichols.com); (d) counsel to the Official Committee of Unsecured Creditors in the above-captioned Chapter 11 Cases (the “Committee”), Morrison & Foerster LLP, 250 West 55th Street, New York, NY 10019-9601 (Attn: Lorenzo Marinuzzi, Esq., lmarinuzzi@mof.com; Douglas Mannal, Esq., dmannal@mof.com; Benjamin Butterfield, Esq., bbutterfield@mof.com; and Miranda K. Russell, Esq., mrussell@mof.com and Cole Schotz, P.C., 500 Delaware Avenue, Suite 1410, Wilmington, DE 19801 (Attn: Justin R. Alberto, Esq., jalberto@coleschotz.com); and (e) the U.S. Trustee, Caleb Boggs Federal Building, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801 (Attn: Linda Richenderfer, Esq., linda.richenderfer@usdoj.gov and Malcom M. Bates, Esq., malcolm.m.bates@usdoj.gov).

PLEASE TAKE FURTHER NOTICE that a hearing on the Fee Application (the “Hearing”) before the Honorable Thomas M. Horan, at the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3rd floor, courtroom #7, Wilmington, Delaware 19801, will take place on **December 9, 2024, at 11:00 a.m. (ET)**. If the Hearing is to be held by Zoom videoconference, instructions to appear by Zoom will be provided in the agenda prior to the Hearing.

PLEASE TAKE FURTHER NOTICE that only objections made in writing and timely filed and received, in accordance with the procedures above, will be considered by the court at the Hearing.

PLEASE TAKE FURTHER NOTICE that if you fail to respond in accordance with this notice, the court may grant the relief requested in the Fee Application without further notice or hearing.

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Dated: November 11, 2024
Wilmington, Delaware

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

/s/ Sophie Rogers Churchill

Robert J. Dehney, Sr. (No. 3578)
Andrew R. Remming (No. 5120)
Brenna A. Dolphin (No. 5604)
Sophie Rogers Churchill (No. 6905)
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-and-

DAVIS POLK & WARDWELL LLP

Brian M. Resnick (admitted *pro hac vice*)
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Counsel to the Debtors and Debtors in Possession

EXHIBIT A**COMPENSATION BY PROJECT CATEGORY**

FISKER INC., *et al.*
(Case No. 24-11390 (TMH))

October 1, 2024, through October 17, 2024

Project Category	Total Hours	Total Fees
Case Administration	0.90	412.50
Asset Dispositions/363 Sales	17.80	12,455.00
Automatic Stay Matters	31.20	28,197.00
Creditor Communications and Meetings	0.10	114.50
Fee Applications (MNAT - Filing)	4.00	2,429.00
Fee Applications (Others - Filing)	8.50	5,089.50
Executory Contracts/Unexpired Leases	7.30	7,116.50
Other Contested Matters	8.70	5,484.50
Financing Matters/Cash Collateral	1.20	1,137.00
Tax Matters	0.90	922.50
Insurance Matters	3.40	3,047.00
Court Hearings	79.10	59,214.50
Claims Objections and Administration	15.60	11,831.00
Plan and Disclosure Statement	146.20	133,779.00
Litigation/Adversary Proceedings	7.20	6,597.00
Professional Retention (Others - Filing)	6.00	4,517.00
General Corporate Matters (including Corporate Governance)	1.30	1,254.50
General Case Strategy	1.20	922.00
Schedules/SOFA/U.S. Trustee Reports	5.40	3,789.00
TOTAL	346.00	\$288,309.00

Time Detail**Task Code:** B110 Case Administration

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/04/24	Weidman, Rebecca	Draft J. Butler pro hac vice motion (.2); Correspondence with B. Dolphin re: same (.1); Pay filing fee re: same (.1); File same (.1); Upload to Court site (.1)	0.6	237.00
10/04/24	Dolphin, Brenna	Confer with J. Butler re pro hac vice application	0.1	96.50
10/07/24	Weidman, Rebecca	Update docket folder with recently filed pleadings	0.1	39.50
10/16/24	Weidman, Rebecca	Update docket folder with recently filed pleadings.	0.1	39.50
Total			0.9	412.50

Task Code: B130 Asset Dispositions/363 Sales

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/01/24	Turner, Brianna	Confer with S. Rogers Churchill re confirmation brief.	0.1	54.50
10/01/24	Turner, Brianna	Draft confirmation brief.	6.2	3,379.00
10/02/24	Turner, Brianna	Continue drafting confirmation brief.	3.8	2,071.00
10/02/24	Butz, Daniel B.	Review emails from B Dolphin and A Remming re: notice for JPM IP sale	0.1	96.50
10/02/24	Dolphin, Brenna	Discuss strategy for addressing vehicle financing issue with R. Steinberg and A. Leary	0.2	193.00
10/02/24	Dolphin, Brenna	Review the license agreement amendment re vehicle financing	0.2	193.00
10/02/24	Dolphin, Brenna	Draft notice re vehicle financing de minimis asset sale (.3) and communicate with DPW regarding same (.1)	0.4	386.00
10/02/24	Dolphin, Brenna	Notify Magna counsel re vehicle financing de minimis asset sale	0.1	96.50
10/02/24	Dolphin, Brenna	Communicate with counsel to CVI re notice of vehicle financing de minimis asset sale	0.1	96.50
10/02/24	Dolphin, Brenna	Communicate with committee counsel to provide notice re vehicle financing de minimis asset sale	0.1	96.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/02/24	Dolphin, Brenna	Discuss strategy re vehicle financing issue with A. Remming and S. Rogers Churchill	0.3	289.50
10/02/24	Dolphin, Brenna	Communicate with R. Steinberg re strategy for documenting vehicle financing issue resolution	0.2	193.00
10/02/24	Remming, Andrew	Emails re de minimis asset sale issues with S. Tarr and B. Dolphin.	0.1	114.50
10/03/24	Butz, Daniel B.	Review email from R Dehney re: JPM counsel issues with de minimis sale notice	0.1	96.50
10/03/24	Dolphin, Brenna	Review update from R. Steinberg re vehicle financing issue	0.1	96.50
10/03/24	Dolphin, Brenna	Confer with A. Leary (.1) and respond re question from S. Tarr re vehicle financing issue (.1)	0.2	193.00
10/03/24	Dolphin, Brenna	Confer with S. Tarr re proposal to address vehicle financing issue	0.1	96.50
10/03/24	Dolphin, Brenna	Update R. Steinberg and A. Leary re position and questions from S. Tarr re vehicle financing issue	0.1	96.50
10/03/24	Remming, Andrew	Review emails from S. Tarr and B. Dolphin re de minimis asset issue.	0.1	114.50
10/04/24	Weidman, Rebecca	Prepare and file de minimis asset sale notice (limited procedures) (.2); Correspondence with B. Dolphin re: same (.1); Coordinate service of same (.1)	0.4	158.00
10/04/24	Dolphin, Brenna	Confer with J. Mueller and R. Steinberg re filing notice of de minimis asset sales (.1); coordinate with R. Weidman re filing same (.1)	0.2	193.00
10/05/24	Dolphin, Brenna	Respond to inquiry from counsel to Magna re de minimis asset sale notice	0.3	289.50
10/06/24	Dolphin, Brenna	Review update from J. DiDonato re American Lease/Indigo issue with Fisker technology team	0.1	96.50
10/07/24	Dolphin, Brenna	Draft de minimis asset sale notice re JPMorgan Chase and vehicle financing license (.4); confer with A. Remming re same (.1)	0.5	482.50
10/07/24	Dolphin, Brenna	Read update from J. DiDonato re cloud issues and American Lease operational solutions	0.1	96.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/07/24	Dolphin, Brenna	Finalize de minimis asset sale notice re JPMorgan Chase and vehicle financing (.1); oversee filing (.1) and service (.1) of same	0.3	289.50
10/07/24	Dolphin, Brenna	Communicate with R. Steinberg re filing de minimis asset sale notice	0.1	96.50
10/07/24	Dolphin, Brenna	Call with R. Steinberg re vehicle financing	0.1	96.50
10/07/24	Remming, Andrew	Tele with S. Tarr re de minimis asset sale motion.	0.1	114.50
10/07/24	Remming, Andrew	Confer with B. Dolphin re de minimis asset sale issues.	0.2	229.00
10/07/24	Remming, Andrew	Review update from J. DiDonato re fleet sale issues.	0.1	114.50
10/07/24	Remming, Andrew	Emails with S Tarr and B. Dolphin re de minimis asset sale issues.	0.1	114.50
10/08/24	Dolphin, Brenna	Respond to question from Magna counsel re de minimis asset sale notice.	0.2	193.00
10/09/24	Dolphin, Brenna	Confer with J. Mueller and C. MacGillvray re de minimis asset sales	0.2	193.00
10/11/24	Dolphin, Brenna	Discuss de minimis asset sale with C. MacGillvray (.3) and J. Mueller (.3)	0.6	579.00
10/11/24	Dolphin, Brenna	Review American Lease term sheet	0.1	96.50
10/11/24	Rogers Churchill, Sophie	Review American Lease term sheet and email to MNAT team re same.	0.3	190.50
10/14/24	Rogers Churchill, Sophie	Call with R. Steinberg re fast tool sale (.6); email to A. Remming re same (.1).	0.7	444.50
10/14/24	Remming, Andrew	Emails with SR Churchill re JPM issue re FAST tools.	0.1	114.50
10/15/24	Dolphin, Brenna	Review update from J. Mueller and C. MacGillvray re de minimis asset sale	0.1	96.50
10/15/24	Rogers Churchill, Sophie	Call with S. Tarr (Chase) re Fast tools.	0.2	127.00
10/16/24	Dolphin, Brenna	Read update from J. Mueller re sale of miscellaneous Georgia assets	0.1	96.50
Total			17.8	12,455.00
Task Code:	B140	Automatic Stay Matters		

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/02/24	Butz, Daniel B.	Review emails from A Remming and J McClammy re: Toccata dispute (.1); review emails from A Remming and s Churchill re: same (.1); review emails from J McClammy and A Remming re; same (.1)	0.3	289.50
10/02/24	Butz, Daniel B.	Confer with S Churchill re: Toccata situation (.1); review email from S Churchill re: same (.1)	0.2	193.00
10/02/24	Butz, Daniel B.	Attend hearing on Toccata contempt	0.3	289.50
10/02/24	Dolphin, Brenna	Communicate with J. McClammy (.1) and A. Remming (.1) re status update on Toccata automatic stay and enforcement order issues	0.2	193.00
10/02/24	Dolphin, Brenna	Research and analyze re sanctions motions and sanctions awards	1.3	1,254.50
10/02/24	Remming, Andrew	Call with DPW team re Toccata issues.	0.9	1,030.50
10/02/24	Remming, Andrew	Emails with J. McClammy, J. Butler re Toccata issues.	0.2	229.00
10/02/24	Remming, Andrew	Review draft correspondence to chambers re Toccata issues (.2), review draft notice of status conference re same (.2) and emails re same from SR Churchill, J. McClammy (.1).	0.5	572.50
10/02/24	Remming, Andrew	Review email from SR Churchill re hearing re Toccata issues.	0.1	114.50
10/02/24	Remming, Andrew	Review update re Toccata issues from J. McClammy.	0.1	114.50
10/02/24	Remming, Andrew	Emails with J. Butler re motion to shorten re sanctions motion.	0.1	114.50
10/02/24	Remming, Andrew	Review research re sanctions motions from B. Dolphin (.2) and emails re same with B. Dolphin and J. Butler (.1).	0.3	343.50
10/02/24	Remming, Andrew	Emails with J. McClammy and SR Churchill re emergency hearing re Toccata issues.	0.2	229.00
10/02/24	Rogers Churchill, Sophie	Call with A. Remming re Toccata stay violation (.2); emails with DPW re same (.2).	0.4	254.00
10/02/24	Rogers Churchill, Sophie	Confer with D. Butz re Toccata issue.	0.1	63.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/02/24	Rogers Churchill, Sophie	Draft notice of emergency status conference re Toccata stay violation and send to J. McClammy.	0.2	127.00
10/02/24	Rogers Churchill, Sophie	Research re contempt/sanctions re automatic stay.	0.9	571.50
10/02/24	Remming, Andrew	Call with S. Rogers Churchill re Toccata stay violation.	0.2	229.00
10/02/24	Butz, Daniel B.	Confer with S. Rogers Churchill re Toccata issue.	0.1	96.50
10/03/24	Reed, Marie	Review and respond to email from E. Qian re filing motion (.1); prepare and e-file Debtors' (I) Motion to Enforce Enforcement Order; (II) To Sanction Toccata Automotive Group, Inc. and Phil Harrison for Contempt for Violating the Same; and (III) For Entry of an Order Requiring Toccata to Pay All of the Costs and Expenses Incurred by the Debtors in Addressing This Matter (.2)	0.3	106.50
10/03/24	Reed, Marie	Review and respond to email from E. Qian re filing declaration (.1); prepare and e-file Declaration of Worla Flolu as Director of Sales for the Debtors in Support of Debtors' (I) Motion to Enforce Enforcement Order; (II) To Sanction Toccata Automotive Group, Inc. and Phil Harrison for Contempt for Violating the Same; and (III) For Entry of an Order Requiring Toccata to Pay All of the Costs and Expenses Incurred by the Debtors in Addressing This Matter (.2)	0.3	106.50
10/03/24	Reed, Marie	Review and respond to email from E. Qian re filing motion (.1); prepare and e-file Motion of Debtors to Shorten Notice of Debtors' Motion (I) To Enforce Enforcement Order; (II) To Sanction Toccata Automotive Group, Inc. and Phil Harrison for Contempt for Violating the Same; and (III) For Entry of an Order Requiring Toccata to Pay All of the Costs and Expenses Incurred by the Debtors in Addressing This Matter and upload order (.2)	0.3	106.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/03/24	Qian, Echo	Review motion for contempt and declaration.	0.2	119.00
10/03/24	Qian, Echo	Revise motion to shorten as per DPW comments.	0.4	238.00
10/03/24	Qian, Echo	Prepare for filing of motion to sanction, declaration ISO of the motion and motion to shorten re the same, including finalizing the three documents (0.5); emails to J Butler, B Dolphin, M Reed, A Remming re filing (0.6); calls with B Dolphin re the same (0.2); call with J Butler re the same (0.1); prepare exhibits for the three documents (0.8); emails to Verita re service (0.2); further emails to M Reed to re filing (0.3); email DPW and Huron re the same (0.1).	2.8	1,666.00
10/03/24	Butz, Daniel B.	Review emails from B Dolphin and J Butler re: Toccata issue	0.1	96.50
10/03/24	Butz, Daniel B.	Review emails from J McClammy, J Mueller re: stay issues (.2); call with same (plus Huron and MNAT team) re: motion for sanctions (.4)	0.6	579.00
10/03/24	Butz, Daniel B.	Review emails from J McClammy and B Dolphin re: motion for contempt and declaration thereto (.1); review same (.3); review emails from A Remming and B Dolphin re: same (.1); review comments to motion to shorten (.1); review emails from E Qian, J McClammy and A Remming re: final docs (.1)	0.7	675.50
10/03/24	Dolphin, Brenna	Review draft sanctions motion re Toccata and proposed form of order (1.8); discuss revision to form of order with A. Remming (.2); revise draft (.1) and confer with J. McClammy and J. Butler re same (.2)	2.3	2,219.50
10/03/24	Dolphin, Brenna	Revise motion to shorten notice re sanctions motion (Toccata) (.5); circulate draft to J. McClammy (.1)	0.6	579.00
10/03/24	Dolphin, Brenna	Read W. Flolu declaration in support of Toccata sanctions motion	0.2	193.00
10/03/24	Dolphin, Brenna	Communicate with committee counsel re motion to shorten notice re Toccata sanctions motion	0.1	96.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/03/24	Dolphin, Brenna	Communicate with U.S. Trustee re position on motion to shorten notice of Toccata sanctions motion	0.1	96.50
10/03/24	Dolphin, Brenna	Communicate with A. Dupre regarding Toccata sanctions motion and motion to shorten notice of same	0.1	96.50
10/03/24	Dolphin, Brenna	Read update from J. Mueller re calculation of damages from Toccata's violation of automatic stay and enforcement order	0.1	96.50
10/03/24	Dolphin, Brenna	Discuss form of order with A. Remming (.1); revise order awarding sanctions against Toccata (.2) to incorporate revisions necessary to comply with the Court's ruling; communicate with DPW re suggested edits to form of order (.1)	0.4	386.00
10/03/24	Dolphin, Brenna	Coordinate with E. Qian re U.S. Trustee's position on the motion to shorten, committee counsel's position on the motion to shorten, and discuss revisions received from J. McClammy	0.1	96.50
10/03/24	Dolphin, Brenna	Coordinate with J. Butler (.2), and E. Qian (.1) re exhibits to be attached to Toccata sanctions motion and W. Flolu declaration (.1)	0.4	386.00
10/03/24	Dolphin, Brenna	Call with E. Qian re finalizing Toccata sanctions motion and W. Flolu declaration with exhibits	0.1	96.50
10/03/24	Remming, Andrew	Participate in call with DPW, MNAT and Huron teams re Toccata sanctions motion.	0.5	572.50
10/03/24	Remming, Andrew	Review and edit draft Toccata sanctions motion and motion to shorten re same.	0.4	458.00
10/03/24	Rogers Churchill, Sophie	Call with A. Remming, D. Butz, B. Dolphin, J. McClammy, and company re Toccata issues.	0.5	317.50
10/03/24	Remming, Andrew	Review and edit draft of Flolu declaration re Toccata sanctions motion (.3); review revised version of same (.2); and emails re same with J. Butler, J. Mueller and B. Dolphin (.2)	0.7	801.50
10/03/24	Remming, Andrew	Review and edit draft of Toccata sanctions motion (.4); review revised version of same (.2) and emails re same with B. Dolphin, J. Butler, J. McClammy (.2).	0.8	916.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/03/24	Remming, Andrew	Emails with B. Dolphin re motion to shorten.	0.1	114.50
10/03/24	Remming, Andrew	Review and edit draft of motion to shorten re Toccata sanctions motion (.2); emails with B. Dolphin re same (.1).	0.3	343.50
10/03/24	Remming, Andrew	Emails with E. Qian and B. Dolphin re finalization of Toccata pleadings.	0.1	114.50
10/04/24	Walker, Valerie	Review and respond to email from E. Qian re: notice (.1); prepare and efile The Debtors' Notice of Deposition of Phil Harrison Pursuant to Fed. R. Civ. P. 30(b)(1) and Fed. R. Bankr. P. 7030 (.1)	0.2	71.00
10/04/24	Qian, Echo	Further email re service of notice of deposition (0.1), confer with B Dolphin and D Butz re the same (0.1).	0.2	119.00
10/04/24	Butz, Daniel B.	Review email from T Sun re: depositions (.1); review emails from B Dolphin and J McClammy and A Remming re: same (.1)	0.2	193.00
10/04/24	Butz, Daniel B.	Review emails from W Flolu and J McClammy re: VIN reconciliation (.1); review emails from E Qian and J Butler re: notice of deposition (.1); review same (.1)	0.3	289.50
10/04/24	Dolphin, Brenna	Provide Toccata sanctions motion, Flolu declaration in support of Toccata Sanctions Motion, and motion to shorten notice to Chambers and CC opposing counsel	0.2	193.00
10/04/24	Dolphin, Brenna	Communicate with T. Sun re deposition of P. Harrison and logistics of taking same (.2) and respond to question re deadline to object to Toccata's motion for allowance and payment of secured claim (.2)	0.4	386.00
10/04/24	Dolphin, Brenna	Coordinate with vendor re court reporter for deposition of P. Harrison on October 8, 2024	0.1	96.50
10/04/24	Dolphin, Brenna	Review update from W. Flolu re VIN and Toccata sanctions motion	0.1	96.50
10/04/24	Qian, Echo	Email Verita re service of notice of deposition (0.1), email V Walker re filing of the notice of deposition and finalize (0.2).	0.3	178.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/04/24	Remming, Andrew	Emails with B. Dolphin re Toccata deposition.	0.1	114.50
10/04/24	Remming, Andrew	Review draft notice of deposition re Toccata (.2); review revised version of same (.1); emails re same with T. Sun, B. Dolphin, J. McClammy, SR Churchill and J. Butler (.2)	0.5	572.50
10/04/24	Remming, Andrew	Review update to chambers re Toccata motion from B. Dolphin.	0.1	114.50
10/04/24	Remming, Andrew	Review update from B. Dolphin re order shortening notice re sanctions motion.	0.1	114.50
10/05/24	Remming, Andrew	Review update from J. McClammy re Toccata deposition.	0.1	114.50
10/06/24	Dolphin, Brenna	Confer with T. Sun re deposition of P. Harrison scheduled for October 8, 2024 and logistics of conducting same	0.1	96.50
10/06/24	Remming, Andrew	Emails with T. Sun and B. Dolphin re prep for Toccata deposition.	0.1	114.50
10/07/24	Butz, Daniel B.	Review email from McClammy and B Dolphin re: contempt motion	0.1	96.50
10/07/24	Butz, Daniel B.	Review Toccata response (.2); review emails from J Butler, J Mueller, S Churchill and J McClammy re: same (.1); review emails from W Flolu and J McClammy re: same (.1)	0.4	386.00
10/07/24	Dolphin, Brenna	Compile exhibits (.5) re P. Harrison deposition and prepare for same (.1)	0.6	579.00
10/07/24	Dolphin, Brenna	Confer with J. McClammy re status of Toccata sanctions motion and responses to same	0.1	96.50
10/07/24	Dolphin, Brenna	Read objection filed to the Toccata sanctions motion	0.2	193.00
10/07/24	Dolphin, Brenna	Discuss vehicles and pricing re Toccata sanctions motion with J. Mueller	0.1	96.50
10/07/24	Dolphin, Brenna	Confer with J. Butler and T. Sun re P. Harrison deposition logistics	0.1	96.50
10/07/24	Dolphin, Brenna	Read motion to quash re P. Harrison deposition (Toccata sanctions motion)	0.1	96.50
10/07/24	Rogers Churchill, Sophie	Review update with company and J. McClammy re Toccata issues.	0.5	317.50
10/07/24	Qian, Echo	Email B Dolphin re deposition.	0.1	59.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/07/24	Remming, Andrew	Review Toccata objection to contempt motion (.4) and emails re same from J. Butler, J. Mueller and J. McClammy (.1)	0.5	572.50
10/07/24	Remming, Andrew	Review update re Toccata depo from J. McClammy.	0.1	114.50
10/07/24	Remming, Andrew	Further emails re Toccata opposition from J. McClammy, SR Churchill and B. Dolphin.	0.1	114.50
10/08/24	Butz, Daniel B.	Review emails from J McClammy and B Dolphin re: deposition	0.1	96.50
10/08/24	Dolphin, Brenna	Confer with J. McClammy re P. Harrison refusal to attend deposition and cancellation of court reporter	0.2	193.00
10/08/24	Dolphin, Brenna	Communicate with U.S. Trustee re cancellation of P. Harrison deposition	0.1	96.50
10/08/24	Dolphin, Brenna	Communicate with counsel to CVI re cancellation of P. Harrison deposition	0.1	96.50
10/08/24	Dolphin, Brenna	Communicate with committee re cancellation of P. Harrison deposition	0.1	96.50
10/08/24	Dolphin, Brenna	Communicate with counsel to Magna re cancellation of P. Harrison deposition	0.1	96.50
10/08/24	Remming, Andrew	Review update re Toccata motions from J. McClammy.	0.1	114.50
10/08/24	Remming, Andrew	Review update from J. McClammy re Toccata depo and email re same with B. Dolphin.	0.1	114.50
10/09/24	Butz, Daniel B.	Review proposed contempt order (.1); review emails from B Dolphin and J Butler re: same (.1)	0.2	193.00
10/10/24	Dolphin, Brenna	Draft certification of counsel re Toccata sanctions order (.9); confer with co-counsel (J. Butler) regarding status of Toccata sanctions order and possibility of resolving consensually (.3)	1.2	1,158.00
10/10/24	Remming, Andrew	Review draft COC re Toccata contempt order (.1) and emails re same with J. Butler and B. Dolphin (.1).	0.2	229.00
10/11/24	Butz, Daniel B.	Review email from J Butler re: contempt order and review same (.1); review emails from B Dolphin and J McClammy re: same (.1); review further emails from J Butler, B Dolphin re: same (.1)	0.3	289.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/11/24	Weidman, Rebecca	Prepare certification of counsel re: Toccata sanctions order for filing (.2); Correspondence with B. Dolphin re: same (.1); File same (.1); Upload order to Court site (.1); Download Court entered order re: same and coordinate service (.1)	0.6	237.00
10/11/24	Dolphin, Brenna	Review draft sanctions order (.2) and certification of counsel (.2) received from J. Butler re Toccata; discuss strategy regarding same with J. McClammy and J. Butler (.2)	0.6	579.00
10/11/24	Dolphin, Brenna	Revise draft certification of counsel regarding Toccata sanctions order (.2) and confirm with DPW regarding submitting Toccata sanctions order under revised certification of counsel (.2); coordinate with R. Weidman re filing same (.1)	0.5	482.50
10/11/24	Remming, Andrew	Review further revised version of Toccata contempt order and COC re same (.1) and emails re same from J. Butler, B. Dolphin and J. McClammy (.1)	0.2	229.00
10/16/24	Remming, Andrew	Review Toccata stay motion (.1) and emails re same from J. Butler and D. Butz (.1).	0.2	229.00
Total			31.2	28,197.00

Task Code: B150 Creditor Communications and Meetings

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/05/24	Remming, Andrew	Review email re creditor inquiry from B. Dolphin.	0.1	114.50
Total			0.1	114.50

Task Code: B160 Fee Applications (MNAT - Filing)

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/02/24	Rogers Churchill, Sophie	Continue reviewing September time entries for redactions.	0.9	571.50
10/03/24	Vale, Desiree	Draft shell for Morris Nichols September Fee Application	0.6	237.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/10/24	Dolphin, Brenna	Review draft certificate of no objection re Morris Nichols third monthly fee application (August)	0.1	96.50
10/10/24	Rogers Churchill, Sophie	Respond to email from D. Vale re fee application CNOs.	0.1	63.50
10/11/24	Rogers Churchill, Sophie	Review and revise September fee application exhibits for redaction.	2.3	1,460.50
Total			4.0	2,429.00

Task Code: B165 Fee Applications (Others - Filing)

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/01/24	Dolphin, Brenna	Review August fee statement from Verita	0.1	96.50
10/02/24	Qian, Echo	Draft notice of Verita fee application.	0.4	238.00
10/02/24	Qian, Echo	Confer with B Dolphin (0.1) and S R Churchill (0.1) re notice of Verita fee application.	0.2	119.00
10/02/24	Qian, Echo	Finalize notice of fee application for Verita for filing.	0.2	119.00
10/02/24	Weidman, Rebecca	Prepare Verita third monthly fee application for filing (.2); Correspondence with E. Qian re: same (.1); File same (.1); Coordinate service of same (.1)	0.5	197.50
10/02/24	Dolphin, Brenna	Communicate with Verita to obtain authorization from S. Harbuck to file the August fee statement for Verita	0.1	96.50
10/02/24	Rogers Churchill, Sophie	Confer with E. Qian re notice of Verita fee application.	0.1	63.50
10/02/24	Dolphin, Brenna	Confer with E. Qian re notice of Verita fee application.	0.1	96.50
10/03/24	Dolphin, Brenna	Respond to question from J. Palacios re mechanism for paying RBSM invoices	0.1	96.50
10/07/24	Vale, Desiree	Correspondence with S. Rogers Churchill re Huron August Staffing Report e-filing (.2); draft and prepare same (.3); update same with changes (.2)	0.9	355.50
10/09/24	Dolphin, Brenna	Respond to questions regarding payment of RBSM invoices and fee application	0.2	193.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/10/24	Vale, Desiree	Correspondence with S. Rogers Churchill re Huron August Staffing Report e-filing (.1); update same with changes (.3)	0.4	158.00
10/10/24	Reed, Marie	Review and respond to email from S. Rogers Churchill re filing staffing report (.1); prepare and e-file Third Monthly Staffing and Compensation Report of Huron Consulting Services, LLC for the Period from August 1, 2024 Through August 31, 2024 (.2)	0.3	106.50
10/10/24	Dolphin, Brenna	Review certificate of no objection re DPW third monthly fee statement (August)	0.2	193.00
10/10/24	Dolphin, Brenna	Call with J. Palacios re RBSM fee application	0.1	96.50
10/10/24	Dolphin, Brenna	Confer with D. Vale re drafting a shell fee application to provide to RBSM	0.2	193.00
10/10/24	Rogers Churchill, Sophie	Call with A. Remming re CNOs for professionals' monthly fee applications.	0.1	63.50
10/10/24	Rogers Churchill, Sophie	Email to J. Palacios re Huron August staffing report.	0.1	63.50
10/10/24	Rogers Churchill, Sophie	Email to D. Vale re Huron staffing report.	0.1	63.50
10/10/24	Rogers Churchill, Sophie	Numerous emails with D. Vale and J. DiDonato re Huron September fee statement.	0.3	190.50
10/10/24	Rogers Churchill, Sophie	Respond to email from Verita re service of Huron staffing report.	0.1	63.50
10/10/24	Remming, Andrew	Call with S. Rogers Churchill re CNOs for professionals' monthly fee applications.	0.1	114.50
10/11/24	Vale, Desiree	Correspondence with B. Dolphin re RBMS First and Final Fee Application draft (.1); draft same (1.4)	1.5	592.50
10/11/24	Dolphin, Brenna	Provide shell fee application to RBSM for reference in preparing the RBSM fee application	0.3	289.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/14/24	Vale, Desiree	Correspondence with S. Rogers Churchill re Huron September Staffing Report e-filing (.1); draft same (.1); prepare and e-file same (.3); coordinate service (.1)	0.6	237.00
10/14/24	Dolphin, Brenna	Review ordinary course professional order and Dykema declaration (.3); summarize analysis and advise on application of retainer and submitting post-petition invoices to Huron for payment (.2); respond to inquiry received from J. Palacios (.1)	0.6	579.00
10/14/24	Rogers Churchill, Sophie	Email to D. Vale re Huron's September fee statement (.1); email to Huron re same (.1).	0.2	127.00
10/14/24	Rogers Churchill, Sophie	Respond to email from K. Winiarski re DPW final fee application.	0.1	63.50
10/14/24	Rogers Churchill, Sophie	Respond to email from J. DiDonato re Huron fee statement; email to D. Vale re filing same.	0.2	127.00
10/15/24	Dolphin, Brenna	Review analysis of E. Qian re RBSM fee application filing guidance	0.1	96.50
Total			8.5	5,089.50

Task Code: B185 Executory Contracts/Unexpired Leases

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/20/24	Butz, Daniel B.	Review email from B Dolphin re: La Palma location (.1); review email from J Palacios re: same (.1); review emails from B Dolphin and J Mueller re: same (.1)	0.3	289.50
10/01/24	Dolphin, Brenna	Confer with Wells Fargo re equipment leases and forklift retrieval (.2); communicate with J. Mueller re landlord representative contact information (.1)	0.3	289.50
10/01/24	Dolphin, Brenna	Discuss strategy re 365(d)(4) deadline with R. Steinberg	0.1	96.50
10/02/24	Dolphin, Brenna	Confer with J. Palacios regarding unexpired real property leases, 365(d)(4) deadline, and strategy for addressing same	0.3	289.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/02/24	Dolphin, Brenna	Review confirmation from J. Palacios regarding no unexpired real property leases and approval of strategy re 365(d)(4) deadline	0.1	96.50
10/03/24	Dolphin, Brenna	Review response from Wells Fargo representative re equipment management team to contact La Palma landlord representative re forklift	0.1	96.50
10/04/24	Dolphin, Brenna	Read objection to rejection notice filed by La Palma landlord	0.3	289.50
10/06/24	Dolphin, Brenna	Call with A. Leary re La Palma rejection and landlord objection	0.2	193.00
10/06/24	Dolphin, Brenna	Review photographs and video taken on September 27, 2024 of the condition of the La Palma premises (.2); read email from landlord to J. Mueller (.1); review emails sent to Huron re La Palma condition (.1)	0.4	386.00
10/07/24	Butz, Daniel B.	Confer with B Dolphin re: La Palma lease	0.1	96.50
10/07/24	Butz, Daniel B.	Confer with B Dolphin re: La Palma objection (.1); review emails from B Dolphin and La Palma counsel re: same (.1)	0.2	193.00
10/07/24	Butz, Daniel B.	Review email from B Dolphin re: La Palma rejection and email from J Mueller re: same	0.1	96.50
10/07/24	Butz, Daniel B.	Review email from J Mueller and B Dolphin re: La Palma lease issue	0.1	96.50
10/07/24	Dolphin, Brenna	Call with M. Russell re La Palma landlord objection to rejection notice	0.2	193.00
10/07/24	Dolphin, Brenna	Communicate with C. Loizides re scheduling of contested La Palma lease rejection and reply deadline	0.1	96.50
10/07/24	Dolphin, Brenna	Update DPW re discussions with counsel for the La Palma landlord and committee counsel re objection to rejection notice	0.2	193.00
10/07/24	Dolphin, Brenna	Confer with J. Mueller re objection of La Palma landlord to the rejection notice	0.1	96.50
10/07/24	Dolphin, Brenna	Call with M. Nicastro (counsel for La Palma landlord) re rejection date, surrender of possession, abandonment of all personal property located on site.	0.7	675.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/07/24	Dolphin, Brenna	Draft communication and provide to J. Mueller to review re written response to counsel for La Palma landlord confirming rejection and surrender of premises and abandonment of personal property	0.2	193.00
10/07/24	Dolphin, Brenna	Call with J. Mueller re La Palma landlord objection to rejection, premises condition, and abandonment of all personal property	0.2	193.00
10/07/24	Dolphin, Brenna	Confer with D. Butz re: La Palma lease	0.1	96.50
10/07/24	Dolphin, Brenna	Confer with D. Butz re: La Palma objection.	0.1	96.50
10/07/24	Remming, Andrew	Review update re La Palma lease issues from B. Dolphin.	0.1	114.50
10/07/24	Remming, Andrew	Review update from B. Dolphin re La Palma rejection issues.	0.1	114.50
10/10/24	Dolphin, Brenna	Respond to counsel for La Palma landlord re rejection, surrender, and abandonment of property	0.3	289.50
10/10/24	Dolphin, Brenna	Review update re La Palma landlord withholding U.S. mail and refusing to provide it to company representatives (.2); draft email for A. Remming review to counsel for La Palma regarding demand that U.S. mail be provided to company representatives (.2)	0.4	386.00
10/10/24	Remming, Andrew	Review email from B. Dolphin re La Palma lease issue.	0.1	114.50
10/11/24	Butz, Daniel B.	Review emails from B Dolphin and A Remming re: La Palma	0.1	96.50
10/11/24	Dolphin, Brenna	Calls with C. Loizides (Delaware counsel to the La Palma landlord) re mail retrieval issue (.3); confer via email regarding company representative who will retrieve mail from La Palma (.3); confirm with company that mail has been retrieved (.2)	0.8	772.00
10/11/24	Dolphin, Brenna	Discuss strategy for addressing the La Palma landlord mail situation with A. Remming	0.2	193.00
10/11/24	Dolphin, Brenna	Respond to company inquiry regarding efforts to connect with counsel to the La Palma landlord regarding mail retrieval	0.2	193.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/11/24	Remming, Andrew	Emails with B. Dolphin re La Palma lease issue.	0.1	114.50
10/16/24	Dolphin, Brenna	Review notice of right to reclaim abandoned property received from La Palma landlord (.1); confer with Huron re same (.2) and DPW re same (.1)	0.4	386.00
Total			7.3	7,116.50

Task Code: B190 Other Contested Matters

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/01/24	Qian, Echo	Update CoC for D&O Motion.	0.1	59.50
10/01/24	Dolphin, Brenna	Revise form of order re allowance and payment of defense costs under D&O policies to incorporate additional comments from committee and U.S. Trustee (.4); confer with R. Steinberg re same (.1); communicate with Orrick re comments received from U.S. Trustee and committee counsel (.2)	0.7	675.50
10/02/24	Qian, Echo	Draft motion to shorten notice re motion for contempt.	1.6	952.00
10/02/24	Qian, Echo	Draft summary of precedent for contempt motion.	0.6	357.00
10/02/24	Qian, Echo	Confer with B Dolphin and L Brzozowski (in part) re contempt motion.	0.2	119.00
10/02/24	Qian, Echo	Research re precedent of contempt motion.	0.3	178.50
10/02/24	Qian, Echo	Revise summary re contempt order.	0.2	119.00
10/02/24	Qian, Echo	Confer with B Dolphin and L Brzozowski re contempt motion.	0.2	119.00
10/02/24	Brzozowski, Luke	Research re precedent for contempt/sanctions motion.	2.7	1,471.50
10/02/24	Dolphin, Brenna	Collaborate with E. Qian and L. Brzozowski re strategy for moving for sanctions against Toccata	0.2	193.00
10/02/24	Remming, Andrew	Confer with B. Dolphin re sanctions motion research.	0.2	229.00
10/03/24	Qian, Echo	Review emails re status of cash management motion and email B Dolphin re the same.	0.3	178.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/04/24	Qian, Echo	Review emails from DPW and MNAT re deposition prep (0.1), draft notice of deposition (0.4), email MNAT re the same (0.1).	0.6	357.00
10/07/24	Qian, Echo	Email MNAT re professional fee escrow.	0.2	119.00
10/09/24	Qian, Echo	Draft CoC for sanction order.	0.6	357.00
Total			8.7	5,484.50

Task Code: B230 Financing Matters/Cash Collateral

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/01/24	Qian, Echo	Internal emails re: cash collateral reporting.	0.2	119.00
10/01/24	Qian, Echo	Emails to Huron re cash collateral reporting.	0.1	59.50
10/01/24	Remming, Andrew	Emails re cash collateral reporting with E. Qian, SR Churchill.	0.1	114.50
10/02/24	Butz, Daniel B.	Review budget information from J Palacios	0.1	96.50
10/02/24	Dolphin, Brenna	Review budget variance	0.1	96.50
10/02/24	Remming, Andrew	Review email from J. Palacios re revised CC budget.	0.1	114.50
10/06/24	Remming, Andrew	Review update from J. DiDonato re cash collateral budget.	0.1	114.50
10/07/24	Remming, Andrew	Review email from E. Qian re cash collateral reporting.	0.1	114.50
10/09/24	Dolphin, Brenna	Review budget variance	0.1	96.50
10/14/24	Remming, Andrew	Review and respond to email from SR Churchill re budget reporting.	0.1	114.50
10/16/24	Dolphin, Brenna	Review budget variance	0.1	96.50
Total			1.2	1,137.00

Task Code: B240 Tax Matters

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/03/24	Butz, Daniel B.	Review email from B Dolphin re: NOL motion and email from T Matlock re: same	0.1	96.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/03/24	Dolphin, Brenna	Confer with DPW re tax attributes motion.	0.1	96.50
10/03/24	Dolphin, Brenna	Communicate with U.S. Trustee regarding its position on the tax attributes motion	0.1	96.50
10/03/24	Remming, Andrew	Review emails from B. Dolphin and T. Matlock re NOL motion.	0.1	114.50
10/03/24	Remming, Andrew	Review further email from B. Dolphin re NOL motion.	0.1	114.50
10/04/24	Butz, Daniel B.	Review email from B Dolphin re: amended return inquiry from Mass DOR	0.1	96.50
10/04/24	Dolphin, Brenna	Communicate with K. Winiarski re recent inquiry from the Massachusetts Department of Revenue re paid family medical leave (.1); confer with Huron re response to same (.1)	0.2	193.00
10/04/24	Remming, Andrew	Review email re inquiry from taxing authority from B. Dolphin.	0.1	114.50
Total			0.9	922.50

Task Code: B260 Insurance Matters

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/01/24	Dolphin, Brenna	Revise form of order allowing payment of defense costs for insured under D&O policies to incorporate comments from Orrick (.3); circulate to committee counsel (.1) and U.S. Trustee (.1)	0.5	482.50
10/01/24	Dolphin, Brenna	Confer with K. Askew re revised form of order on D&O insurance motion and need to confer with insurers	0.1	96.50
10/01/24	Dolphin, Brenna	Call from B. Resnick and R. Steinberg re D&O insurance motion and committee concerns re same	0.1	96.50
10/01/24	Dolphin, Brenna	Update committee counsel re comments to the order on the D&O insurance motion and efforts to respond to questions re same	0.2	193.00
10/01/24	Remming, Andrew	Review update from B. Dolphin re D&O motion.	0.1	114.50
10/01/24	Remming, Andrew	Review comments from UST re D&O motion and emails re same from B. Dolphin and K. Askew.	0.3	343.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/02/24	Dolphin, Brenna	Provide revised draft order granting motion for allowance and payment of defense costs for insureds under D&O policies to committee counsel (.1) and review approval of revised draft (.1)	0.2	193.00
10/02/24	Dolphin, Brenna	Communicate with U.S. Trustee regarding revisions made to order granting motion for allowance and payment of defense costs of insureds under D&O policies received from committee counsel (quarterly reports) and provide revised form of order (.2); review written confirmation from U.S. Trustee regarding approval of form of order with revision (.1)	0.3	289.50
10/02/24	Dolphin, Brenna	Review confirmation from K. Askew (Orrick) re primary carrier approval received to revision suggested by committee counsel (quarterly reports) to order granting motion for allowance and payment of defense costs of insureds under D&O policies	0.1	96.50
10/02/24	Remming, Andrew	Review update re D&O motion from B. Dolphin.	0.1	114.50
10/03/24	Weidman, Rebecca	Prepare certification of counsel re: D&O motion for filing (.2); Correspondence with B. Dolphin re: same (.1); File same (.1); Upload order to Court site (.1)	0.5	197.50
10/03/24	Dolphin, Brenna	Continue drafting certification of counsel regarding order granting motion to allow and pay defense costs of insureds under D&O policies	0.3	289.50
10/03/24	Dolphin, Brenna	Compile certification of counsel and exhibits re order granting motion for allowance and payment of defense costs for insureds under D&O policies (.1) and coordinate with R. Weidman re filing same (.1)	0.2	193.00
10/04/24	Weidman, Rebecca	Download Court entered order re: D&O motion and coordinate service	0.1	39.50
10/04/24	Dolphin, Brenna	Provide order granting motion for allowance and payment of insureds defense costs under D&O policies (.1) to K. Askew (Orrick) and notice of withdrawal of Orrick ordinary course professional declaration (.1)	0.2	193.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/04/24	Remming, Andrew	Review update from B. Dolphin re D&O motion.	0.1	114.50
Total			3.4	3,047.00

Task Code: B300 Court Hearings

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/09/24	Rogers Churchill, Sophie	Prepare for Disclosure Statement hearing, including numerous meetings and emails with DPW and MNAT teams (0.8), preparing materials to take to Court (0.9), reviewing and revising amended agendas (.5) revising papers and drafting notices for revised Plan documents (0.8), and coordinating filings (0.4).	3.4	2,159.00
09/09/24	Rogers Churchill, Sophie	Attend Disclosure Statement hearing.	2.5	1,587.50
10/01/24	Qian, Echo	Internal emails re hearing prep.	0.1	59.50
10/01/24	Qian, Echo	Confer with L Brzozowski re hearing prep (.1), review and revise hearing prep checklist (.7).	0.8	476.00
10/01/24	Weidman, Rebecca	Revise 10/9 hearing agenda	0.3	118.50
10/01/24	Brzozowski, Luke	Confer with E. Qian re hearing prep.	0.1	54.50
10/02/24	Qian, Echo	Prepare for hearing re Toccata (0.1), attend hearing re Toccata (0.2), discuss with MNAT re the same (0.4).	0.7	416.50
10/02/24	Weidman, Rebecca	Prepare and file notice of 8/2 status conference (.2); Coordinate service of same (.1)	0.3	118.50
10/02/24	Dolphin, Brenna	Email to R. Weidman re: hearing agenda.	0.1	96.50
10/02/24	Dolphin, Brenna	Attend status conference re Toccata automatic stay violations and enforcement order enforcement	0.5	482.50
10/02/24	Rogers Churchill, Sophie	Respond to email from M. Bates re hearing transcript.	0.1	63.50
10/02/24	Qian, Echo	Email K Winiarski re hearing prep.	0.1	59.50
10/03/24	Qian, Echo	Review and revise agenda for 10.9 hearing.	0.7	416.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/03/24	Qian, Echo	Confer with B Dolphin, S R Churchill (in part) and D Butz (in part) re case status and agenda.	0.3	178.50
10/03/24	Weidman, Rebecca	Revise 10/9 hearing agenda (1.3); Correspondence with B. Dolphin and E. Qian re: same (.2)	1.5	592.50
10/03/24	Dolphin, Brenna	Advise R. Weidman re hearing agenda updates.	0.1	96.50
10/03/24	Rogers Churchill, Sophie	Confer with B. Dolphin, E. Qian, and D. Butz re confirmation hearing agenda.	0.1	63.50
10/03/24	Dolphin, Brenna	Confer with E Qian, S R Churchill (in part) and D Butz (in part) re case status and agenda.	0.3	289.50
10/03/24	Butz, Daniel B.	Confer with B Dolphin, E Qian, and S R Churchill (in part) re case status and agenda.	0.1	96.50
10/04/24	Weidman, Rebecca	Revise 8/9 hearing agenda (.6); Correspondence with E. Qian re: same (.1).	0.7	276.50
10/04/24	Qian, Echo	Update agenda re plan.	0.1	59.50
10/04/24	Qian, Echo	Confer with S R Churchill re hearing prep (0.1), email R Weidman re agenda (0.1).	0.2	119.00
10/04/24	Qian, Echo	Email R Weidman re hearing prep (0.2), draft email to C Hare re the same (0.1), confer with B Dolphin re the same (0.1), confer with S R Churchill re the same (0.3).	0.7	416.50
10/04/24	Qian, Echo	Confer with L Brzozowski re hearing prep.	0.2	119.00
10/04/24	Qian, Echo	Review and revise agenda.	0.3	178.50
10/04/24	Qian, Echo	Hearing prep.	0.3	178.50
10/04/24	Dolphin, Brenna	Review, analyze and summarize COVID protocols and respond to J. McClammy questions regarding same and circulate the Reopening Guidelines, Standing Order, and Judge Horan's Chambers Procedures	0.4	386.00
10/04/24	Rogers Churchill, Sophie	Confer with E. Qian re hearing prep.	0.1	63.50
10/04/24	Rogers Churchill, Sophie	Confer with E. Qian re hearing prep.	0.3	190.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/04/24	Dolphin, Brenna	Confer with E. Qian re hearing prep.	0.1	96.50
10/04/24	Brzozowski, Luke	Confer with E. Qian re hearing prep.	0.2	109.00
10/04/24	Qian, Echo	Update agenda re UST objection (0.1), email S R Churchill re the same (0.1).	0.2	119.00
10/06/24	Qian, Echo	Further revise agenda (0.1), email MNAT re the same (0.1).	0.2	119.00
10/07/24	Qian, Echo	Review S R Churchill edits on agenda (0.1), email DPW re agenda (0.1), call with S R Churchill re agenda (0.1), communication with L Brzozowski re court binders (0.2).	0.5	297.50
10/07/24	Qian, Echo	Further emails and communication with L Brzozowski and DPW re agenda.	0.1	59.50
10/07/24	Qian, Echo	Call with S R Churchill re agenda (0.1), email R Weidman re filing of agenda (0.1), communication with L Brzozowski re binders (0.1), email R Weidman re amended agenda (0.1), finalize agenda (0.1).	0.5	297.50
10/07/24	Brzozowski, Luke	Prepare and organize materials for hearing.	0.7	381.50
10/07/24	Weidman, Rebecca	Download and circulate 10/2 status conference transcript (.1); Prepare for 10/9 hearing (2.2); Revise, prepare and file 10/9 hearing agenda (.7); Correspondence with chambers re: same (.1); Coordinate service of same (.1); Draft amended 10/9 hearing agenda (.5); Correspondence with E. Qian re: same (.1)	3.8	1,501.00
10/07/24	Butz, Daniel B.	Review emails from K Winiarski, A Remming and S Churchill on agenda (.1); conf with B Dolphin re: agenda (.1)	0.2	193.00
10/07/24	Dolphin, Brenna	Review draft agenda for confirmation hearing	0.1	96.50
10/07/24	Remming, Andrew	Confer with R. Dehney and SR Churchill re 10/9 hearing.	0.2	229.00
10/07/24	Rogers Churchill, Sophie	Revise 10/9 hearing agenda.	0.3	190.50
10/07/24	Dehney, Robert J.	Confer with A. Remming and S. Rogers Churchill re 10/9 hearing.	0.2	339.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/07/24	Rogers Churchill, Sophie	Call with E. Qian re agenda.	0.1	63.50
10/07/24	Rogers Churchill, Sophie	Confer with R. Dehney and A. Remming re 10/9 hearing.	0.2	127.00
10/07/24	Remming, Andrew	Review and edit draft agenda for 10/9 hearing (.4) and emails re same with E. Qian, K. Winiarski, SR Churchill (.1).	0.5	572.50
10/08/24	Qian, Echo	Confer with R Weidman re hearing prep (0.1), confer with S R Churchill re hearing prep (0.1), review amended agenda (0.1).	0.3	178.50
10/08/24	Qian, Echo	Hearing preparation including preparing materials, confer with B Dolphin and L Brzozowski, emails to R Weidman.	1.0	595.00
10/08/24	Qian, Echo	Prepare for hearing including emails to R Weidman and L Brzozowski.	0.4	238.00
10/08/24	Qian, Echo	Hearing prep including call with DPW and MNAT re workstream (0.5), preparing materials (0.4).	0.9	535.50
10/08/24	Qian, Echo	Revise agenda (0.8); prepare materials for hearing (0.4).	1.2	714.00
10/08/24	Weidman, Rebecca	Revise amended 10/9 hearing agenda (.5); Prepare for 10/9 hearing (2.0); Correspondence with E. Qian and L. Brzozowski re: same (.2)	2.7	1,066.50
10/08/24	Rogers Churchill, Sophie	Confer with E. Qian re hearing prep.	0.1	63.50
10/08/24	Remming, Andrew	Emails with SR Churchill and D. Butz re questions from chambers re confirmation hearing.	0.1	114.50
10/09/24	Reed, Marie	Review and respond to email from S. Rogers Churchill re filing notice (.1); prepare and e-file Supplemental Agenda for 10.10.24 Continued Confirmation Hearing (.2)	0.3	106.50
10/09/24	Qian, Echo	Prepare hearing materials.	2.0	1,190.00
10/09/24	Qian, Echo	Hearing prep including finalizing agenda (0.5); confer with S. R. Churchill re: hearing prep (0.1), confer with B. Dolphin re: the same (0.1); confer with L. Brzozowski re: the same (0.2), reviewing and preparing materials (1.7).	2.6	1,547.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/09/24	Qian, Echo	Attend hearing before adjournment.	1.4	833.00
10/09/24	Qian, Echo	Attend hearing after adjournment (2.3), draft COC for confirmation order (0.2).	2.5	1,487.50
10/09/24	Brzozowski, Luke	Prepare and organize materials for hearing.	1.6	872.00
10/09/24	Weidman, Rebecca	Prepare materials for 10/9 hearing (2.0); Revise, prepare and file amended 10/9 hearing agenda (.5); Correspondence with chambers, E. Qian and S. Rogers Churchill re: same (.2); Coordinate service of same (.1); Correspondence with Reliable re: 10/9 hearing transcript (.1)	2.9	1,145.50
10/09/24	Butz, Daniel B.	Review email from E Qian re: amended agenda	0.1	96.50
10/09/24	Butz, Daniel B.	Review emails from J Butler and E Qian re: revisions to agenda	0.1	96.50
10/09/24	Butz, Daniel B.	Attend Fisker hearing (in part).	1.2	1,158.00
10/09/24	Dolphin, Brenna	Prepare for hearing, including assisting J. McClammy and J. Butler with Toccata sanctions motion, assisting R. Steinberg with confirmation element materials, and coordinating delivery of hearing materials to courtroom	2.0	1,930.00
10/09/24	Dolphin, Brenna	Respond to counsel to CVI re confirmation hearing to start time	0.1	96.50
10/09/24	Dolphin, Brenna	Attend confirmation hearing and hearing re Toccata sanctions motion (first part)	2.0	1,930.00
10/09/24	Rogers Churchill, Sophie	Prepare for hearing, including numerous meetings with MNAT and DPW teams, and coordinate document production and organization.	0.9	571.50
10/09/24	Rogers Churchill, Sophie	Attend beginning session of confirmation hearing, including courtroom discussions (.5) before hearing.	2.2	1,397.00
10/09/24	Rogers Churchill, Sophie	Attend afternoon session of confirmation hearing (in part).	2.1	1,333.50
10/09/24	Rogers Churchill, Sophie	Review hearing notes.	0.3	190.50
10/09/24	Dehney, Robert J.	Office conference with DPW re prep for 10/9 hearing; attend hearing (in part).	3.5	5,932.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/09/24	Remming, Andrew	Prepare for disclosure statement hearing, including numerous meetings and emails with DPW and MNAT teams (3.1); reviewing amended agendas (.3); reviewing revised Plan papers (.9).	4.0	4,580.00
10/09/24	Remming, Andrew	Attend Disclosure Statement hearing.	2.5	2,862.50
10/10/24	Reed, Marie	Review and respond to email from B. Dolphin re filing notice (.1); prepare and e-file Third Amended Supplemental Agenda for 10.10.24 Continued Confirmation Hearing (.2)	0.3	106.50
10/10/24	Weidman, Rebecca	Download and circulate 10/9 hearing transcript (.1); Prepare amended supplemental agenda for 10/10 continued confirmation hearing for filing (.2); Correspondence with B. Dolphin re: same (.1); File same (.1); Coordinate service of same (.1); Prepare second amended supplemental agenda for 10/10 further continued confirmation hearing for filing (.2); Correspondence with B. Dolphin re: same (.1); File same (.1); Coordinate service of same (.1)	1.1	434.50
10/10/24	Butz, Daniel B.	Review emails from B Resnick, R Dehney, B Dolphin re: hearing	0.1	96.50
10/10/24	Dolphin, Brenna	Coordinate with C. Hare re adjourned confirmation hearing logistics	0.2	193.00
10/10/24	Dolphin, Brenna	Review October 9, 2024 hearing transcript	0.4	386.00
10/10/24	Dolphin, Brenna	Review update re adjourned confirmation hearing and status of negotiations with American Lease	0.1	96.50
10/10/24	Dolphin, Brenna	Draft amended supplemental agenda re continued October 10th hearing (.3); coordinate with R. Weidman re filing same (.1)	0.4	386.00
10/10/24	Dolphin, Brenna	Draft second amended supplemental agenda re adjourned October 10th hearing (.2); confer with R. Weidman re filing same (.1)	0.3	289.50
10/10/24	Dolphin, Brenna	Draft third amended supplemental agenda re hearing adjournment to October 11th at 11:00 am (.3); and coordinate with M. Reed re filing (.1)	0.4	386.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/10/24	Remming, Andrew	Call with S. Tarr re 10/10 hearing.	0.1	114.50
10/10/24	Rogers Churchill, Sophie	Respond to email from chambers re 10/10 hearing.	0.1	63.50
10/10/24	Rogers Churchill, Sophie	Respond to email from B. Resnick re adjourning hearing.	0.1	63.50
10/10/24	Dehney, Robert J.	Emails with DPW re status/strategy re 10/10 hearing (.1); email to MNAT re same (.1).	0.2	339.00
10/10/24	Dehney, Robert J.	Emails with court re hearing time.	0.1	169.50
10/10/24	Remming, Andrew	Review update re continued confirmation hearing from B. Resnick.	0.1	114.50
10/10/24	Remming, Andrew	Further emails re hearing adjournment with B. Resnick and R. Dehney.	0.1	114.50
10/10/24	Remming, Andrew	Review update re hearing status from R. Dehney.	0.1	114.50
10/11/24	Butz, Daniel B.	Attend continued confirmation hearing (.9); review email from S Churchill re: AL term sheet and review same (.1)	1.0	965.00
10/11/24	Weidman, Rebecca	Prepare for 10/11 continued hearing (1.0); Draft fourth amended supplemental agenda for 10/11 continued confirmation hearing (.3); Prepare and file same (.2); Correspondence with chambers and S. Rogers Churchill re: same (.1); Coordinate service of same (.1)	1.7	671.50
10/11/24	Dolphin, Brenna	Respond to inquiries from counsel to Magna re confirmation hearing scheduling, adjournment, and logistics	0.2	193.00
10/11/24	Dolphin, Brenna	Attend virtual continued confirmation hearing	2.0	1,930.00
10/11/24	Remming, Andrew	Attend 10/11 hearing.	2.6	2,977.00
10/11/24	Rogers Churchill, Sophie	Review amended agenda for confirmation hearing and email to R. Weidman re same.	0.1	63.50
10/11/24	Rogers Churchill, Sophie	Attend 10/11 hearing.	2.6	1,651.00
10/11/24	Remming, Andrew	Emails re hearing prep with R. Dehney and B. Resnick.	0.1	114.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/11/24	Remming, Andrew	Emails re confirmation hearing preparations with B. Resnick and R. Dehney.	0.1	114.50
Total			79.1	59,214.50

Task Code: B310 Claims Objections and Administration

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/01/24	Dolphin, Brenna	Review update from J. McClammy re confirmation from opposing counsel regarding extension of time to object to Toccata's motion for allowance and payment of secured claim	0.1	96.50
10/02/24	Rogers Churchill, Sophie	Call with Verita re claims storage and website access.	0.3	190.50
10/04/24	Qian, Echo	Research re non insider claim subordination.	4.9	2,915.50
10/04/24	Brzozowski, Luke	Research and prepare memo re equitable subordination.	3.5	1,907.50
10/04/24	Dolphin, Brenna	Discuss strategy for objecting to Toccata's motion for allowance and payment of secured claim with E. Qian and L. Brzozowski re equitable subordination	0.1	96.50
10/04/24	Qian, Echo	Research re equitable subordination (0.2), confer with B Dolphin re the same (0.1).	0.3	178.50
10/05/24	Butz, Daniel B.	Review research on subordination	0.2	193.00
10/05/24	Dolphin, Brenna	Summarize research re equitable subordination (3.4); provide to A. Remming for review (.1)	3.5	3,377.50
10/05/24	Remming, Andrew	Review and edit research memo re claim objection issues (.3) and emails re same with B. Dolphin and T. Sun (.1)	0.4	458.00
10/08/24	Butz, Daniel B.	Review Toccata claim objection and confer with B Dolphin re: same (.2); review final claim objection and discussions with B Dolphin re: formatting and filing (.3)	0.5	482.50
10/08/24	Dolphin, Brenna	Confer with J. McClammy (.1) and J. Butler (.1) regarding filing an objection to the Toccata motion for allowance and payment of secured claim	0.2	193.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/08/24	Dolphin, Brenna	Compile objection to Toccata's motion for allowance and payment of secured claim (.1) and oversee filing and service of same (.2)	0.3	289.50
10/08/24	Remming, Andrew	Review and edit draft objection to Toccata claim motion.	0.3	343.50
10/08/24	Dolphin, Brenna	Confer with D. Butz re: Toccata claim objection (.1); discussions with D. Butz re: formatting and filing final claim objection (.1).	0.2	193.00
10/08/24	Remming, Andrew	Review and edit draft objection to Toccata claim motion (.4); review further revised version of same (.2) and emails re same from J. Butler, B. Dolphin (.1)	0.7	801.50
10/08/24	Remming, Andrew	Review update re objection to Toccata claim motion from J. Butler.	0.1	114.50
Total			15.6	11,831.00

Task Code: B320 Plan and Disclosure Statement

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/01/24	Turner, Brianna	Further confer with S. Rogers Churchill re confirmation brief.	0.4	218.00
10/01/24	Butz, Daniel B.	Email from S Churchill re: plan estimate call	0.1	96.50
10/01/24	Butz, Daniel B.	Review email from A Garg re: estimates for plan (.1); attend claims estimation call (.6)	0.7	675.50
10/01/24	Butz, Daniel B.	Review email from A Remming re: deadlines and email from S Churchill re: same	0.1	96.50
10/01/24	Dolphin, Brenna	Review voting tabulation received from Verita	0.1	96.50
10/01/24	Dolphin, Brenna	Confer with S. Rogers Churchill re plan supplement and revised trust agreements	0.1	96.50
10/01/24	Dolphin, Brenna	Read update from K. Winiarski re liquidating trustee and compensation structure	0.1	96.50
10/01/24	Remming, Andrew	Call re claims estimates and analysis for plan with Huron, DPW and MNAT teams.	0.6	687.00
10/01/24	Remming, Andrew	Review update from A. Garg re plan claim estimates.	0.1	114.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/01/24	Remming, Andrew	Review update from R. Steinberg re JPM issue.	0.1	114.50
10/01/24	Remming, Andrew	Emails with R. Steinberg and SR Churchill re confirmation objection deadline extension.	0.1	114.50
10/01/24	Rogers Churchill, Sophie	Confer with B. Turner re confirmation brief.	0.1	63.50
10/01/24	Rogers Churchill, Sophie	Research re confirmation brief precedent and email to B. Turner re same.	0.3	190.50
10/01/24	Rogers Churchill, Sophie	Review emails from DPW and B. Dolphin re plan supplement and respond.	0.2	127.00
10/01/24	Rogers Churchill, Sophie	Further confer with B. Turner re confirmation brief.	0.4	254.00
10/01/24	Rogers Churchill, Sophie	Confer with B. Dolphin re plan supplement and revised trust agreements	0.1	63.50
10/02/24	Qian, Echo	Review email from JPM re plan comments (0.1), confer with B Dolphin re plan supplement (0.2), email R Weidman re confirmation agenda (0.1).	0.4	238.00
10/02/24	Qian, Echo	Update confirmation agenda (0.1), draft notice of plan supplement (0.4).	0.5	297.50
10/02/24	Butz, Daniel B.	Review emails from A Remming re: discussion of lemon law issues	0.1	96.50
10/02/24	Butz, Daniel B.	Confer with A Remming re: response to possible objection to plan	0.4	386.00
10/02/24	Butz, Daniel B.	Review prior settlement (.4); review claims register (.1); confer with S Churchill and A Remming re: same (.1); email to Verita re: same (.1)	0.7	675.50
10/02/24	Butz, Daniel B.	Review email from D Calderon re: claims issues (.1); review email from S Churchill re: same (.1)	0.2	193.00
10/02/24	Dolphin, Brenna	Discuss plan supplement with E. Qian and drafting notice of filing same	0.2	193.00
10/02/24	Dolphin, Brenna	Discuss timing of filing additional plan supplement with K. Winiarski	0.2	193.00
10/02/24	Dolphin, Brenna	Review update from Verita re CVI inquiry regarding Magna claim status	0.1	96.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/02/24	Dolphin, Brenna	Provide draft notice of second plan supplement to K. Winiarski and discuss status of filing same with revised liquidating trust agreement	0.1	96.50
10/02/24	Remming, Andrew	Attend (in part) call re JPM issues with DPW, Weil and JPM teams.	1.5	1,717.50
10/02/24	Remming, Andrew	Call with W&C and JPM re: JPM issues.	0.4	458.00
10/02/24	Remming, Andrew	Review email from B. Resnick re confirmation objection deadline extensions.	0.1	114.50
10/02/24	Remming, Andrew	Review update from R. Steinberg re JPM issues.	0.1	114.50
10/02/24	Remming, Andrew	Review and revise JPM language for plan (.7) and emails re same with J. Goodchild, R. Steinberg, M. Ziegler, B. Resnick (.2).	0.9	1,030.50
10/02/24	Remming, Andrew	Review claim information from KCC and emails re same from D. Butz, D. Calderon and SR Churchill.	0.2	229.00
10/02/24	Rogers Churchill, Sophie	Confer with B. Turner re confirmation brief.	0.3	190.50
10/02/24	Rogers Churchill, Sophie	Confer (in part) with A. Remming, D. Butz, and B. Dolphin re JPM plan issues.	0.3	190.50
10/02/24	Rogers Churchill, Sophie	Research re solicitation requirements and precedent.	1.3	825.50
10/02/24	Rogers Churchill, Sophie	Emails with chambers and J. McClammy re notice of status conference (.1); draft notice (.2); coordinate filing same (.2); attend status conference (.4); follow-up conference with A. Remming, B. Dolphin, and D. Butz re same (.1).	1.0	635.00
10/02/24	Rogers Churchill, Sophie	Confer with D. Butz re solicitation.	0.2	127.00
10/02/24	Rogers Churchill, Sophie	Respond to email from Verita re solicitation summary.	0.1	63.50
10/02/24	Rogers Churchill, Sophie	Confer with D. Butz and A. Remming re: claims register.	0.1	63.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/02/24	Remming, Andrew	Confer with D. Butz and S. Rogers Churchill re: claims register.	0.1	114.50
10/02/24	Turner, Brianna	Confer with S. Rogers Churchill re confirmation brief.	0.3	163.50
10/03/24	Weidman, Rebecca	Prepare notice of second plan supplement for filing (.2); Correspondence with B. Dolphin re: same (.1); File same (.1) Coordinate service of same (.1)	0.5	197.50
10/03/24	Butz, Daniel B.	Review information from Verita on opt-outs	0.3	289.50
10/03/24	Butz, Daniel B.	Review email from J DiDonato re: emergence payments	0.1	96.50
10/03/24	Butz, Daniel B.	Review email from R Steinberg re: comments to plan and email from B Dolphin re: same; review email from A Remming re: same	0.2	193.00
10/03/24	Butz, Daniel B.	Attend call with Huron and company re: emergence payments	0.4	386.00
10/03/24	Butz, Daniel B.	Confer with B Dolphin re: possible reply in support of confirmations	0.2	193.00
10/03/24	Dolphin, Brenna	Research re JPMorgan confirmation objection reply	3.0	2,895.00
10/03/24	Dolphin, Brenna	Confer with R. Steinberg re responses to questions from U.S. Trustee	0.1	96.50
10/03/24	Dolphin, Brenna	Read U.S. Trustee question re plan and concerns over debtors' ability to confirm the plan	0.1	96.50
10/03/24	Dolphin, Brenna	Confer with K. Winiarski re notice and filing second plan supplement (.1); revise notice to incorporate comments from K. Winiarski (.1); coordinate with R. Weidman re filing notice of second plan supplement, revised liquidating trust agreement, and redline (.1)	0.3	289.50
10/03/24	Rogers Churchill, Sophie	Revise confirmation brief.	2.8	1,778.00
10/03/24	Rogers Churchill, Sophie	Further revise confirmation brief and send to A. Remming.	0.3	190.50
10/03/24	Dolphin, Brenna	Confer with D. Butz re: possible reply in support of confirmations	0.2	193.00
10/03/24	Remming, Andrew	Emails with R. Steinberg and M. Ziegler re status of JPM language for plan.	0.2	229.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/03/24	Remming, Andrew	Review draft memo re revisions to plan to address UST comments from R. Steinberg.	0.2	229.00
10/03/24	Remming, Andrew	Emails with SR Churchill re draft confirmation brief.	0.1	114.50
10/04/24	Butz, Daniel B.	Review email from R Steinberg re: plan and comments re: same (.2); review email from S Churchill re: same (.1)	0.3	289.50
10/04/24	Butz, Daniel B.	Review language proposed by Chase for plan	0.4	386.00
10/04/24	Butz, Daniel B.	Review email from R Steinberg re: UST objection	0.1	96.50
10/04/24	Butz, Daniel B.	Review JPM draft objection to the plan	0.3	289.50
10/04/24	Butz, Daniel B.	Confer with S Churchill re: plan objection by UST (.1); confer with B Dolphin re: response to JPM objection to plan (.2)	0.3	289.50
10/04/24	Butz, Daniel B.	Review email from A Remming on JPM claim issues	0.1	96.50
10/04/24	Dolphin, Brenna	Confer with R. Steinberg, A. Leary, and K. Winiarski re confirmation order (.1); respond to inquiry from counsel to Magna re status of confirmation order (.1)	0.2	193.00
10/04/24	Dolphin, Brenna	Review voting tabulation status update from Verita	0.1	96.50
10/04/24	Dolphin, Brenna	Begin drafting J. DiDonato declaration in support of plan confirmation	4.0	3,860.00
10/04/24	Dolphin, Brenna	Continue researching (.8) and drafting (1.6) reply to JPMorgan Chase objection to plan confirmation	2.4	2,316.00
10/04/24	Dolphin, Brenna	Communicate with K. Winiarski and S. Rogers Churchill re status of memorandum of law in support of confirmation, confirmation order, DiDonato declaration in support of confirmation, and voting agent declaration	0.2	193.00
10/04/24	Dolphin, Brenna	Read SEC objection to plan confirmation	0.4	386.00
10/04/24	Dolphin, Brenna	Review redline of combined disclosure statement and plan	0.3	289.50
10/04/24	Dolphin, Brenna	Review redline of edits made to confirmation order	0.2	193.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/04/24	Dolphin, Brenna	Read draft JPMorgan Chase objection to plan confirmation (.5); discuss strategy for responding to same with D. Butz (.1)	0.6	579.00
10/04/24	Dolphin, Brenna	Respond to Magna counsel re: confirmation order.	0.1	96.50
10/04/24	Remming, Andrew	Review and edit draft confirmation brief.	0.5	572.50
10/04/24	Remming, Andrew	Initial review of Chase comments to chapter 11 plan.	0.2	229.00
10/04/24	Remming, Andrew	Call with R. Steinberg and B. Resnick re plan issues.	0.2	229.00
10/04/24	Remming, Andrew	Analyze JPM plan issues (.8) and review emails re: same with counsel to Magna JPM (.2).	1.0	1,145.00
10/04/24	Remming, Andrew	Call with R Steinberg re plan issues.	0.2	229.00
10/04/24	Rogers Churchill, Sophie	Confer with D. Butz re: plan objection by UST.	0.1	63.50
10/04/24	Remming, Andrew	Review SEC objection to confirmation.	0.2	229.00
10/04/24	Remming, Andrew	Review revised draft of chapter 11 plan & disclosure statement	0.4	458.00
10/04/24	Remming, Andrew	Review draft of confirmation brief (.3) and emails re same with SR Churchill, A. Leary, K. Winiarski (.1).	0.4	458.00
10/04/24	Remming, Andrew	Review multiple version of JPM language for revised plan and review draft plan re same (.7); emails re same with R. Steinberg, J. Goodchild, M. Ziegler (.2).	0.9	1,030.50
10/04/24	Remming, Andrew	Initial review of UST objection to confirmation.	0.2	229.00
10/04/24	Remming, Andrew	Review draft of JPM confirmation objection (.3) and emails re same with R. Dehney (.1).	0.4	458.00
10/05/24	Qian, Echo	Review emails from A Remming, B Dolphin and Morgan Lewis re plan.	0.3	178.50
10/05/24	Butz, Daniel B.	Review emails from J DiDonato and B Dolphin re: shareholder inquiry	0.1	96.50
10/05/24	Butz, Daniel B.	Review emails from A Remming and J Goodchild re: JPM discussions	0.1	96.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/05/24	Butz, Daniel B.	Review email from JPM counsel re: settlement offer (.1); review email from Magna counsel re: same (.1)	0.2	193.00
10/05/24	Dolphin, Brenna	Finish drafting DiDonato declaration in support of plan confirmation	5.0	4,825.00
10/05/24	Dolphin, Brenna	Continue drafting reply to JPMorgan Chase plan confirmation objection	0.8	772.00
10/05/24	Dolphin, Brenna	Confer with R. Steinberg re JPMorgan Chase request re vehicle financing	0.1	96.50
10/05/24	Remming, Andrew	Review UST objection to confirmation.	0.5	572.50
10/05/24	Remming, Andrew	Review email re draft of DiDonato declaration in support of plan confirmation from B. Dolphin.	0.1	114.50
10/05/24	Remming, Andrew	Review further revised version of JPM revisions to chapter 11 plan (.4) and emails re same with J. Goodchild, M. Ziegler and Z. Shapiro (.1)	0.5	572.50
10/05/24	Remming, Andrew	Call with R. Steinberg re fleet sale confirmation issues.	0.2	229.00
10/05/24	Remming, Andrew	Emails with R. Dehney re JPM confirmation issues.	0.1	114.50
10/06/24	Qian, Echo	Review emails from A Remming, B Dolphin and Morgan Lewis re plan.	0.3	178.50
10/06/24	Butz, Daniel B.	Review email from J DiDonato re: AL issues (.1); review emails from S Greissman re: same (.1)	0.2	193.00
10/06/24	Butz, Daniel B.	Review email from M Ziegler re: Magna provisions (.1); review email from Z Shapiro re: same and deadline to object (.1); review email from A Remming re: same (.1)	0.3	289.50
10/06/24	Butz, Daniel B.	Review email from T Sun re: releases (.1); review emails from S Churchill and R Dehney re: same (.1)	0.2	193.00
10/06/24	Butz, Daniel B.	Review comments to Plan and DS from Z Shapiro (.5); review emails from A Remming and B Dolphin re: same (.1)	0.6	579.00
10/06/24	Butz, Daniel B.	Review email from J Butler re: confirmation brief rider (.1); review same and email from S Churchill re: same (.2)	0.3	289.50
10/06/24	Butz, Daniel B.	Review email from K Winiarski re: foreign sub admin claims	0.1	96.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/06/24	Butz, Daniel B.	Review email from A Remming re: JPM plan issues	0.1	96.50
10/06/24	Butz, Daniel B.	Review email from J DiDonato re: plan funding	0.1	96.50
10/06/24	Dolphin, Brenna	Confer with K. Winiarski re foreign subsidiary off setting claim issues	0.1	96.50
10/06/24	Dolphin, Brenna	Confer with counsel for JPMorgan (.2) re comments to combined disclosure statements and plan; discuss same with counsel to Magna (.1) and review comments received from Magna (.1)	0.4	386.00
10/06/24	Dolphin, Brenna	Review, analyze and summarize comments received from JPMorgan Chase to the combined disclosure statement and plan to determine impact to client (2.4); provide summary to A. Remming (.1)	2.5	2,412.50
10/06/24	Dolphin, Brenna	Review cash flow analysis from J. DiDonato re post-confirmation date as of effective date	0.1	96.50
10/06/24	Dolphin, Brenna	Read update from A. Remming re status of JPMorgan Chase plan confirmation issues and resolution of same	0.1	96.50
10/06/24	Dolphin, Brenna	Continue drafting reply to JPMorgan Chase confirmation objection	1.0	965.00
10/06/24	Remming, Andrew	Review revised version of plan/DS from Z. Shapiro.	0.6	687.00
10/06/24	Rogers Churchill, Sophie	Respond to email from T. Sun re state law issues and research re same.	1.3	825.50
10/06/24	Rogers Churchill, Sophie	Respond to email from K. Winiarski re outstanding plan-related workstreams.	0.1	63.50
10/06/24	Rogers Churchill, Sophie	Review and revise DiDonato declaration in support of confirmation.	0.8	508.00
10/06/24	Remming, Andrew	Review and edit revised draft of DiDonato declaration in support of confirmation (.4) and emails re same with K. Winiarski, SR Churchill, B. Dolphin (.1)	0.5	572.50
10/06/24	Remming, Andrew	Review further revised version of JPM revisions to plan (.7) and emails re same with M. Ziegler, Z. Shapiro, B Dolphin (.1).	0.8	916.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/06/24	Remming, Andrew	Review update from K. Winiarski re asserted admin claim issue.	0.1	114.50
10/06/24	Remming, Andrew	Review research question from T. Sun re confirmation brief.	0.1	114.50
10/06/24	Remming, Andrew	Review draft confirmation brief insert re UST and SEC objections.	0.4	458.00
10/06/24	Remming, Andrew	Emails with M. Ziegler re objection deadline extension for JPM.	0.1	114.50
10/06/24	Remming, Andrew	Review further emails re admin claim issues from R. Dehney and K. Winiarski.	0.1	114.50
10/06/24	Remming, Andrew	Review email re UST and SEC confirmation objections from R. Dehney.	0.1	114.50
10/07/24	Qian, Echo	Review emails from Morgan Lewis re plan.	0.1	59.50
10/07/24	Butz, Daniel B.	Review email from M Ziegler re: JPM objection to plan and potential settlement thereof (.1); review email from M Gocksch re: same (.1); review email from A Remming, M Ziegler and others re: same (.1)	0.3	289.50
10/07/24	Butz, Daniel B.	Confer with B Dolphin re: plan and DS and liquidation analysis issues	0.2	193.00
10/07/24	Butz, Daniel B.	Review vehicle authentication issues from J DiDonato and email from S Greissman re: same	0.1	96.50
10/07/24	Butz, Daniel B.	Review email from J Butler re: brief	0.1	96.50
10/07/24	Butz, Daniel B.	Plan confirmation workstream call with co-counsel, R Dehney, A Remming, B Dolphin and S Churchill	0.5	482.50
10/07/24	Butz, Daniel B.	Call with A Remming and S Churchill, JPM counsel, Magna counsel and others re: JPM issues with plan (.5); confer with A Remming and S Churchill re: open issues with plan and DS hearing (.1); review email from M Gocksch re: JPM comments to plan (.1); review emails from B Butterfield and D Cohen and M Ziegler re: comments to proposed revision (.2)	0.9	868.50
10/07/24	Butz, Daniel B.	Review email from R Dehney and S Churchill on opt out in plans	0.1	96.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/07/24	Butz, Daniel B.	Review email from A Remming and M Ziegler re: proposed language for plan	0.1	96.50
10/07/24	Butz, Daniel B.	Review email from S Churchill re: Fisker research for plan and review research re: same (.3); emails to S Churchill and A Remming re: same (.1)	0.4	386.00
10/07/24	Butz, Daniel B.	Confer with B Dolphin re: confirmation brief (.1); review email from B Dolphin re: same (.1)	0.2	193.00
10/07/24	Dolphin, Brenna	Read U.S. Trustee objection to plan confirmation	1.5	1,447.50
10/07/24	Dolphin, Brenna	Review draft reply in support of confirmation re U.S. Trustee and SEC third-party release arguments	0.2	193.00
10/07/24	Dolphin, Brenna	Revise memorandum of law in support of confirmation of combined disclosure statement and plan	4.9	4,728.50
10/07/24	Dolphin, Brenna	Meet (all hands call) with DPW and Morris Nichols re plan confirmation strategy and logistics	0.5	482.50
10/07/24	Dolphin, Brenna	Meet with S. Rogers Churchill to discuss open items re plan confirmation hearing.	0.2	193.00
10/07/24	Dolphin, Brenna	Review updates from Verita re voting and tabulation results	0.1	96.50
10/07/24	Dolphin, Brenna	Read objection to plan confirmation filed by NHTSA	0.2	193.00
10/07/24	Dolphin, Brenna	Circulate draft confirmation brief internally to A. Remming, D. Butz, S. Rogers Churchill, E. Qian, and L. Brzozowski	0.1	96.50
10/07/24	Dolphin, Brenna	Confer with counsel to Magna (.1), JPMorgan Chase (.1) and committee (.1) re revisions to plan to address JPMorgan Chase and Magna issues	0.3	289.50
10/07/24	Remming, Andrew	Numerous calls and emails with JPM counsel, Magna counsel, and committee counsel re: global resolution of plan objections (.7); review and revise numerous turns of proposed plan language (.9); review plan re: same (.3); analyze issues and consequences re: same (.8).	2.7	3,091.50
10/07/24	Remming, Andrew	Tele with R. Beck re objection deadline extension for Magna.	0.1	114.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/07/24	Remming, Andrew	Confer with D. Butz and S. Churchill re JPM issues.	0.1	114.50
10/07/24	Remming, Andrew	Confer with SR Churchill re JPM issues.	0.2	229.00
10/07/24	Remming, Andrew	Confirmation workstream call.	0.5	572.50
10/07/24	Remming, Andrew	Call with MLB, Weil and MoFo re JPM issues.	0.5	572.50
10/07/24	Remming, Andrew	Review and edit draft correspondence to Huron re Chase comments to plan; tele with SR Churchill re same.	0.5	572.50
10/07/24	Remming, Andrew	Review draft exculpation insert to confirmation brief.	0.2	229.00
10/07/24	Remming, Andrew	Review and edit revised draft of confirmation brief.	0.8	916.00
10/07/24	Rogers Churchill, Sophie	Confer with B. Dolphin re confirmation WIP.	0.2	127.00
10/07/24	Rogers Churchill, Sophie	Call with R. Dehney, A. Remming, D. Butz, B. Dolphin, and DPW re plan confirmation workstreams, status, and strategy (.5); call with R. Dehney, A. Remming, D. Butz, Magna counsel, JPM counsel, and Committee counsel (in part) re revised plan language (.5); confer with A. Remming and D. Butz re same (.1).	1.1	698.50
10/07/24	Rogers Churchill, Sophie	Numerous emails with chambers re plan objection deadline.	0.3	190.50
10/07/24	Rogers Churchill, Sophie	Draft summary of JPM update for J. DiDonato.	0.6	381.00
10/07/24	Rogers Churchill, Sophie	Continue drafting exculpation section of confirmation brief.	1.7	1,079.50
10/07/24	Rogers Churchill, Sophie	Numerous calls with A. Remming re plan objection deadline extensions.	0.3	190.50
10/07/24	Rogers Churchill, Sophie	Continue research re state law contract issues (2.6) and revise section of confirmation brief accordingly (.6).	3.2	2,032.00
10/07/24	Rogers Churchill, Sophie	Review draft voting declaration and voting report.	0.6	381.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/07/24	Dolphin, Brenna	Confer with D. Butz re: plan and DS and liquidation analysis issues	0.2	193.00
10/07/24	Dehney, Robert J.	Plan confirmation workstream call with co-counsel, D Butz, A Remming, B Dolphin and S Churchill	0.5	847.50
10/07/24	Dolphin, Brenna	Confer with D. Butz re: confirmation brief.	0.1	96.50
10/07/24	Rogers Churchill, Sophie	Confer with A. Remming re JPM issues.	0.2	127.00
10/07/24	Remming, Andrew	Emails re recent precedent re opt-out issue with R. Dehney and SR Churchill.	0.1	114.50
10/07/24	Remming, Andrew	Review confirmation objection from American Lease (.2) and email re same from K. Winiarski (.1)	0.3	343.50
10/07/24	Remming, Andrew	Review update from B. Dolphin re confirmation brief revisions.	0.1	114.50
10/07/24	Remming, Andrew	Emails with J. DiDonato and SR Churchill re revisions to plan from JPM.	0.1	114.50
10/07/24	Remming, Andrew	Review and respond to email from SR Churchill re draft correspondence re JPM revisions to plan.	0.1	114.50
10/07/24	Remming, Andrew	Review and edit revised version of confirmation brief and declaration (.6) and emails re same with SR Churchill, K. Winiarski and A. Leary (.1)	0.7	801.50
10/07/24	Remming, Andrew	Emails with R. Beck re Magna objection deadline for confirmation.	0.1	114.50
10/07/24	Remming, Andrew	Emails with SR Churchill re deadline to file confirmation brief.	0.1	114.50
10/07/24	Remming, Andrew	Review update from M. Gocksch re JPM revisions to chapter 11 plan.	0.1	114.50
10/07/24	Remming, Andrew	Emails with SR Churchill and chambers re extension of objection deadlines.	0.1	114.50
10/07/24	Remming, Andrew	Review further revisions to JPM language for plan (.5) and emails re same with M. Ziegler, M. Gocksch and Z. Shapiro (.1)	0.6	687.00
10/07/24	Remming, Andrew	Review additional research re opt-out issues (.3) and emails re same with SR Churchill, D. Butz and J. Butler (.1).	0.4	458.00
10/07/24	Remming, Andrew	Review revised version of confirmation brief from J. Butler.	0.2	229.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/07/24	Remming, Andrew	Emails with Z. Shapiro re opt-out recent precedent and extension of objection deadline for Magna.	0.2	229.00
10/07/24	Remming, Andrew	Review further revised version of chapter 11 plan comments from JPM (.7) and emails re same with B. Butterfield, D. Cohen, M. Ziegler and Z. Shapiro (.2)	0.9	1,030.50
10/08/24	Reed, Marie	Review and respond to email from E. Qian re filing notice (.1); prepare and e-file Notice of Filing of Second Amended Combined Disclosure Statement and Chapter 11 Plan of Liquidation of Fisker Inc. and Its Debtor Affiliates (.2)	0.3	106.50
10/08/24	Qian, Echo	Revise confirmation brief (1.8), draft notice of amended plan (0.3), email R Weidman re agenda (0.1), email S R Churchill re plan related documents (0.2), email B Dolphin re the same (0.1).	2.5	1,487.50
10/08/24	Qian, Echo	Further revision to the brief.	0.3	178.50
10/08/24	Brzozowski, Luke	Research re precedent and arguments for potential objection.	2.0	1,090.00
10/08/24	Weidman, Rebecca	Prepare for filing memorandum of law in support of confirmation (.5); Correspondence with B. Dolphin re: same (.1); File same (.2); Coordinate service of same (.1); Coordinate delivery of copies to chambers (.1)	1.0	395.00
10/08/24	Butz, Daniel B.	Review AL objection (.3); review emails from K Winiarski, S Churchill and A Remming re: same (.1)	0.4	386.00
10/08/24	Butz, Daniel B.	Review email from J DiDonato re: JPM settlement language (.1); review emails from A Remming and S Churchill re: same (.1); review email from B Butterfield re: same (.1)	0.3	289.50
10/08/24	Butz, Daniel B.	Review email from B Dolphin re: brief	0.1	96.50
10/08/24	Butz, Daniel B.	Review email from M Ziegler re: JPM language for plan (.1); review emails from B Butterfield, M Ziegler re: same (.1); review email from S Churchill to J DiDonato re: language (.1)	0.3	289.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/08/24	Butz, Daniel B.	Confer with A Remming and S Churchill re: confirmation issues (.1); Review emails from A Remming, B Butterfield, J Goodchild re: JPM issues (.1)	0.2	193.00
10/08/24	Butz, Daniel B.	Review proposed plan (.3); confer with A Remming re: suggested revision (.1); review email from A Remming re: same (.1); review emails from S Churchill and J Palacios re: declaration in support (.1); review email from A Leary re: same (.1); review emails from A Remming and B Dolphin re: confirmation brief (.1); review emails from R Steinberg and A Remming re: JPM language (.1)	0.9	868.50
10/08/24	Butz, Daniel B.	Review email from R Steinberg and N Abbattista re: confirmation brief (.1); confer with S Churchill re: same (.1)	0.2	193.00
10/08/24	Butz, Daniel B.	Review emails from M Ziegler and R Steinberg re: current version of plan (.1); review email from R Steinberg re: confirmation brief (.1); review emails from M Gocksch and M Ziegler re: plan provision addition (.1)	0.3	289.50
10/08/24	Butz, Daniel B.	Review final confirmation brief	0.5	482.50
10/08/24	Butz, Daniel B.	Review email from J Butler, S Churchill re: voting declaration	0.1	96.50
10/08/24	Butz, Daniel B.	Review reply in response to AL's objection to confirmation (.3); email to MNAT group re: same and issues surrounding it and review emails from A Remming and B Dolphin re: same (.1)	0.4	386.00
10/08/24	Butz, Daniel B.	Review amended plan from R Steinberg (.4); review email from E Qian re: same (.1); review emails from K Winiarski and B Dolphin re: confirmation order (.1); review emails from J Butler and B Dolphin re: AL reply and review same (.2)	0.8	772.00
10/08/24	Butz, Daniel B.	Review email from Z Shapiro re: JPM comments to plan	0.1	96.50
10/08/24	Dolphin, Brenna	Finalize memorandum of law in support of confirmation	3.0	2,895.00
10/08/24	Dolphin, Brenna	Review and revise memorandum of law in support of plan confirmation	2.8	2,702.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/08/24	Dolphin, Brenna	Draft summary chart re objections to confirmation and responses thereto / modifications made that address objections	2.2	2,123.00
10/08/24	Dolphin, Brenna	Review and analyze FTX confirmation hearing transcript re third-party release opt-out mechanism approval	0.4	386.00
10/08/24	Dolphin, Brenna	Confer with DPW re strategy for responding to Toccata's objection to plan confirmation and request to adjourn confirmation hearing	0.1	96.50
10/08/24	Dolphin, Brenna	Confer with JPMorgan Chase (.3), committee counsel (.2), Magna, CVI, and DPW (.1) re revisions to be made to the confirmation order	0.6	579.00
10/08/24	Dolphin, Brenna	Review voting results received from Verita	0.2	193.00
10/08/24	Dolphin, Brenna	Provide draft confirmation brief to CVI counsel	0.1	96.50
10/08/24	Dolphin, Brenna	Review comments received from J. Palacios to the DiDonato declaration in support of plan confirmation	0.1	96.50
10/08/24	Dolphin, Brenna	Confer with J. Palacios regarding funding information for the liquidating trust and IP assets trust.	0.2	193.00
10/08/24	Dolphin, Brenna	Oversee filing memorandum of law in support of confirmation of combined disclosure statement and plan	0.2	193.00
10/08/24	Dolphin, Brenna	Discuss status of negotiations with SEC and U.S. Trustee over confirmation order and content of the plan with K. Winiarski and J. McClammy	0.1	96.50
10/08/24	Dolphin, Brenna	All hands call with DPW and Morris Nichols teams re confirmation hearing	0.5	482.50
10/08/24	Dolphin, Brenna	Review and comment on the draft reply to the American Lease objection to plan confirmation	0.7	675.50
10/08/24	Dolphin, Brenna	Discuss revisions to draft response to American Lease confirmation objection with J. Butler	0.2	193.00
10/08/24	Dolphin, Brenna	Revise DiDonato Declaration to incorporate comments received from Huron (.3); discuss finalizing with A. Leary (.1) and Huron (.1)	0.5	482.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/08/24	Dolphin, Brenna	Finalize J. Lee voting declaration (.1); confer with J. Lee regarding authorization to file (.1); oversee filing (.1)	0.3	289.50
10/08/24	Dolphin, Brenna	Advise Verita re service of third amended combined disclosure statement and plan	0.1	96.50
10/08/24	Dolphin, Brenna	Finalize and confirm authorization to file with J. DiDonato (.1); oversee filing DiDonato declaration in support of plan confirmation and advise Verita re service of same (.1)	0.2	193.00
10/08/24	Dolphin, Brenna	Oversee filing debtors' response to American Lease confirmation objection (.1) and service of same (.1)	0.2	193.00
10/08/24	Dolphin, Brenna	Oversee filing of confirmation order (.1) and service of same (.1)	0.2	193.00
10/08/24	Dolphin, Brenna	Email to Magna's counsel re: amended plan and confirmation order.	0.1	96.50
10/08/24	Remming, Andrew	Strategy call with DPW and MNAT teams re confirmation.	0.5	572.50
10/08/24	Remming, Andrew	Review draft DiDonato declaration in support of confirmation.	0.4	458.00
10/08/24	Remming, Andrew	Review draft objection to American Lease motion to adjourn.	0.4	458.00
10/08/24	Rogers Churchill, Sophie	Respond to email from K. Winiarski re AL plan objection.	0.1	63.50
10/08/24	Rogers Churchill, Sophie	Emails with chambers and DPW re Judge's inquiry re confirmation hearing (.2); call to chambers re plan objection deadline extension (.1).	0.3	190.50
10/08/24	Rogers Churchill, Sophie	Respond to J. DiDonato re JPM/Magna issues and emails with A. Remming re same.	0.4	254.00
10/08/24	Rogers Churchill, Sophie	Confer with A. Remming and D. Butz re confirmation hearing prep WIP.	0.2	127.00
10/08/24	Rogers Churchill, Sophie	Draft reply to AL plan objection re adjourning hearing.	1.3	825.50
10/08/24	Rogers Churchill, Sophie	Calls with B. Dolphin re confirmation WIP.	0.2	127.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/08/24	Rogers Churchill, Sophie	Respond to email from J. Palacios re confirmation declaration.	0.1	63.50
10/08/24	Rogers Churchill, Sophie	Respond to email from B. Dolphin re confirmation brief and research re same.	0.8	508.00
10/08/24	Qian, Echo	Review emails from Morgan Lewis re plan (0.1), review American Lease objection (0.1).	0.2	119.00
10/08/24	Remming, Andrew	Confer with D Butz and S Churchill re: confirmation issues.	0.1	114.50
10/08/24	Remming, Andrew	Confer with D. Butz re: suggested revision to proposed plan.	0.1	114.50
10/08/24	Rogers Churchill, Sophie	Confer with D. Butz re: confirmation brief.	0.1	63.50
10/08/24	Dolphin, Brenna	Calls with S. Rogers Churchill re confirmation WIP.	0.2	193.00
10/08/24	Remming, Andrew	Email to MNAT team re AL motion to continue.	0.1	114.50
10/08/24	Remming, Andrew	Review and edit updated confirmation objection summary chart (.2); emails with B. Dolphin, K. Winiarski and J. McClammy re same (.1).	0.3	343.50
10/08/24	Remming, Andrew	Review and edit revised version of confirmation brief (.5) and emails re same with R. Steinberg, K. Winiarski, B. Dolphin, SR Churchill and A. Leary (.2)	0.7	801.50
10/08/24	Remming, Andrew	Emails with SR Churchill re revisions to plan from JPM.	0.1	114.50
10/08/24	Remming, Andrew	Review further revised version if confirmation declaration (.2) and emails re same from J. Palacios, SR Churchill, A. Leary (.1).	0.3	343.50
10/08/24	Remming, Andrew	Review additional riders to confirmation brief re UST issues (.4) and emails re same from K. Winiarski, B. Dolphin, T. Sun, and A. Leary (.1)	0.5	572.50
10/08/24	Remming, Andrew	Review revised version of chapter 11 plan/DS from R. Steinberg (.3) and emails re same from B. Dolphin, SR Churchill, E. Qian (.1)	0.4	458.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/08/24	Remming, Andrew	Review comments to confirmation brief from W&C (.2) and emails re same from B. Dolphin, R. Steinberg (.1)	0.3	343.50
10/08/24	Remming, Andrew	Review and respond to email from Z. Shapiro re revised draft plan.	0.1	114.50
10/08/24	Remming, Andrew	Review and edit draft reply to AL objection (.5) and emails re same with J. Butler, D. Butz, B. Dolphin (.1)	0.6	687.00
10/08/24	Remming, Andrew	Emails with SR Churchill re extension of JPM confirmation objection deadline.	0.1	114.50
10/08/24	Remming, Andrew	Review revised version of plan reflecting JPM/Magna revisions and review additional revisions to same (.7); extensive email correspondence re same with B. Butterfield, J. Goodchil, Z. Shapiro and other counsel to JPM, Magna and UCC (.4).	1.1	1,259.50
10/09/24	Butz, Daniel B.	Review email from M Ziegler re: plan revisions for JPM	0.1	96.50
10/09/24	Dolphin, Brenna	Review comments to combined disclosure statement and plan received from counsel to JPMorgan Chase	0.2	193.00
10/09/24	Dolphin, Brenna	Review inquiries from counsel to Magna re voting declaration and voting tabulation specifics (.2) and assumed executory contracts and unexpired leases (.1); confer with Verita regarding response to voting details (.3); discuss strategy for responding with R. Steinberg (.1)	0.7	675.50
10/09/24	Dolphin, Brenna	Respond to email from K. Winiarski re: confirmation order.	0.1	96.50
10/09/24	Dolphin, Brenna	Review Verita response re redacted information from voting results (.1); discuss same with G. Fail and provide voting summary chart (.2)	0.3	289.50
10/09/24	Dolphin, Brenna	Confer with Verita re voting declaration details	0.2	193.00
10/09/24	Dolphin, Brenna	Attend confirmation hearing (second part)	2.9	2,798.50
10/09/24	Dolphin, Brenna	Review committee member voting results	0.1	96.50
10/10/24	Butz, Daniel B.	Confer with R Dehney and B Dolphin re: confirmation hearing	0.1	96.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/10/24	Butz, Daniel B.	Review update email from R Dehney	0.1	96.50
10/10/24	Butz, Daniel B.	Review email from S Churchill re: revised plan and confirmation order	0.1	96.50
10/10/24	Dolphin, Brenna	Oversee filing third amended combined disclosure statement and plan (.3) and black line version of same (.3); coordinate with Verita re service (.1)	0.7	675.50
10/10/24	Rogers Churchill, Sophie	Confer with L. Brzozowski re release research.	0.3	190.50
10/10/24	Rogers Churchill, Sophie	Email to MNAT team re filing amended plan documents; email to Verita re same.	0.2	127.00
10/10/24	Rogers Churchill, Sophie	Respond to email from A. Remming re amended plan.	0.1	63.50
10/10/24	Rogers Churchill, Sophie	Respond to email from S. Safron re plan talking points.	0.1	63.50
10/10/24	Rogers Churchill, Sophie	Numerous emails with K. Winiarski, R. Steinberg, and B. Dolphin re amended plan and confirmation order (.4); finalize amended confirmation order and redline (.2); draft notice of same (.3); file same and coordinate service (.3).	1.2	762.00
10/10/24	Dehney, Robert J.	Confer with D Butz and B Dolphin re: confirmation hearing	0.1	169.50
10/10/24	Dolphin, Brenna	Confer with D Butz and R Dehney re: confirmation hearing	0.1	96.50
10/10/24	Brzozowski, Luke	Confer with S. Rogers Churchill re release research.	0.3	163.50
10/10/24	Remming, Andrew	Review revised version of chapter 11 plan/DS (.3); review further revisions to same (.2) and emails re same with R. Dehney, R. Steinberg, SR Churchill, K.Winiarski (.1)	0.6	687.00
10/10/24	Remming, Andrew	Further emails re revisions to confirmation order and plan with R. Steinberg and R. Dehney.	0.1	114.50
10/10/24	Remming, Andrew	Emails with SR Churchill re revisions to plan from JPM/Magna.	0.1	114.50
10/11/24	Butz, Daniel B.	Review email from B Dolphin re: confirmation order revisions from Magna	0.1	96.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/11/24	Butz, Daniel B.	Review email from R Dehney re: American Leasing document (.1); review emails from S Churchill and A Remming re: same (.1)	0.2	193.00
10/11/24	Weidman, Rebecca	Prepare notice of corrected exhibit to notice of revised findings of fact and conclusions of law relating to the plan for filing (.2); Correspondence with S. Rogers Churchill re: same (.1); File same (.1); Coordinate service of same (.1)	0.5	197.50
10/11/24	Dolphin, Brenna	Communicate with counsel to Magna and circulate word versions of the combined disclosure statement and plan and confirmation order	0.3	289.50
10/11/24	Dolphin, Brenna	Review comments to confirmation order received from Magna (.2); circulate to R. Dehney and S. Rogers Churchill (.1)	0.3	289.50
10/11/24	Rogers Churchill, Sophie	Email to chambers re amended plan documents and coordinate sending copies to chambers.	0.3	190.50
10/11/24	Rogers Churchill, Sophie	Email to UST re amended plan documents.	0.1	63.50
10/11/24	Rogers Churchill, Sophie	Coordinate filing corrected confirmation order exhibit (.2) and emails with chambers and the UST re same (.2).	0.4	254.00
10/11/24	Rogers Churchill, Sophie	Emails with vendor re confirmation hearing transcript.	0.2	127.00
10/11/24	Remming, Andrew	Review further revisions to chapter 11 plan from Magna (.1) and emails re same from D. Cohen and B. Dolphin (.1)	0.2	229.00
10/11/24	Remming, Andrew	Emails with R. Dehney and SR Churchill re American Lease issues.	0.1	114.50
10/11/24	Remming, Andrew	Review update from SR Churchill re AL term sheet.	0.1	114.50
10/14/24	Dolphin, Brenna	Finish drafting notice of confirmation order and effective date (1.4) and provide to A. Remming for review (.1)	1.5	1,447.50
10/14/24	Dolphin, Brenna	Revise notice of confirmation order and effective date to incorporate comments from A. Remming	0.2	193.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/14/24	Dolphin, Brenna	Provide draft notice of confirmation order and effective date to DPW	0.2	193.00
10/14/24	Butz, Daniel B.	Review email from S Churchill re: confirmation order and plan (.1); review same (.2)	0.3	289.50
10/14/24	Remming, Andrew	Review and edit draft notice of effective date.	0.4	458.00
10/14/24	Rogers Churchill, Sophie	Emails with MNAT and Huron teams re post-effective date funds flow preparation.	0.2	127.00
10/14/24	Rogers Churchill, Sophie	Review revisions to confirmation order and plan and email to MNAT team re same.	0.3	190.50
10/14/24	Remming, Andrew	Review and edit draft notice of effective date (.3) and emails re same with B. Dolphin (.1).	0.4	458.00
10/14/24	Remming, Andrew	Review update from SR Churchill re revised plan and confirmation order.	0.1	114.50
10/15/24	Qian, Echo	Draft notice of fourth amended plan and DS	0.2	119.00
10/15/24	Qian, Echo	Research re plan professional fee process.	0.5	297.50
10/15/24	Dolphin, Brenna	Oversee filing fourth amended combined disclosure statement and plan (.4), black line (.4), and confirmation order (.6)	1.4	1,351.00
10/15/24	Dolphin, Brenna	Revise and finalize certification of counsel re confirmation order (.3); finalize confirmation order for filing (.4)	0.7	675.50
10/15/24	Dolphin, Brenna	Confer with Verita re service of fourth amended combined disclosure statement and plan and blackline	0.1	96.50
10/15/24	Dolphin, Brenna	Review and revise draft notice of filing of further revised combined disclosure statement and plan	0.1	96.50
10/15/24	Dolphin, Brenna	Call from K. Winiarski re draft notice of confirmation order and effective date	0.1	96.50
10/15/24	Dolphin, Brenna	Provide K. Winiarski and DPW team with draft notice of confirmation order and effective date and draft certification of counsel regarding confirmation order	0.3	289.50
10/15/24	Dolphin, Brenna	Emails with R. Weidman and M. Reed regarding status of anticipated filings (final combined disclosure statement and plan and confirmation order)	0.1	96.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/15/24	Butz, Daniel B.	Confer with S Churchill re: filings (.1); review email from S Churchill re: status of plan/confirmation filings (.1)	0.2	193.00
10/15/24	Butz, Daniel B.	Review emails from K Winiarski and B Dolphin re: plan and confirmation order as revised for filing	0.2	193.00
10/15/24	Rogers Churchill, Sophie	Confer with D. Butz re: filings.	0.1	63.50
10/15/24	Remming, Andrew	Emails re revised plan and confirmation order with K. Winiarski and B. Dolphin.	0.1	114.50
10/15/24	Remming, Andrew	Review draft COC re revised confirmation order (.1) and emails re same from B. Dolphin, K. Winiarski (.1).	0.2	229.00
10/16/24	Dolphin, Brenna	Communicate with Chambers re combined disclosure statement and plan (D.I. 713), blackline (D.I. 714), and certification of counsel regarding confirmation order	0.2	193.00
10/16/24	Dolphin, Brenna	Confer with R. Steinberg re U.S. Trustee and SEC final sign off on confirmation order	0.1	96.50
10/16/24	Dolphin, Brenna	Confer with R. Steinberg re SEC approval of confirmation order	0.2	193.00
10/16/24	Dolphin, Brenna	Communicate with Chambers re confirmation order approval from U.S. Trustee and SEC	0.2	193.00
10/16/24	Dolphin, Brenna	Revise notice of confirmation order and effective date (.2); circulate to DPW (.1) and discuss timing of filing same (.2)	0.5	482.50
10/16/24	Dolphin, Brenna	Coordinate with R. Weidman re filing notice of effective date and expected urgency re same	0.2	193.00
10/16/24	Dolphin, Brenna	Review update from K. Winiarski re liquidating trustee's instruction on filing the notice of effective date	0.2	193.00
10/16/24	Dolphin, Brenna	Advise A. Remming on requirements for final fee applications of professionals and applicable objection deadline established under the confirmed plan	0.4	386.00
10/16/24	Dolphin, Brenna	Confer with Verita re service of confirmation order	0.1	96.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/16/24	Butz, Daniel B.	Review emails from S Churchill and B Resnick re: confirmation	0.1	96.50
10/16/24	Remming, Andrew	Review revised chapter 11 plan.	0.6	687.00
10/16/24	Rogers Churchill, Sophie	Prepare supplemental confirmation materials for chambers and coordinate delivery.	0.5	317.50
10/16/24	Rogers Churchill, Sophie	Emails with B. Dolphin re sending plan and confirmation order to chambers.	0.2	127.00
10/16/24	Rogers Churchill, Sophie	Email to DPW and MNAT teams re entry of confirmation order.	0.1	63.50
10/16/24	Remming, Andrew	Emails with S. Tarr re effective date.	0.1	114.50
10/16/24	Remming, Andrew	Review revised version of effective date notice (.2) and emails re same from B. Dolphin, R. Steinberg and K. Winiarski (.1).	0.3	343.50
10/16/24	Remming, Andrew	Emails with SR Churchill, B. Resnick and B. Dolphin re entry of confirmation order.	0.1	114.50
10/17/24	Dolphin, Brenna	Revise notice of confirmation order and effective date (.2); discuss with DPW (.2)	0.4	386.00
10/17/24	Dolphin, Brenna	Coordinate with R. Weidman re filing notice of confirmation order and effective date (.2) and service of same (.2)	0.4	386.00
10/17/24	Dolphin, Brenna	Review email from counsel to Magna re ballots (.1); confer with DPW re same (.2)	0.3	289.50
10/17/24	Dolphin, Brenna	Communicate with Verita and Magna's counsel re ballots	0.1	96.50
10/17/24	Weidman, Rebecca	Prepare notice of confirmation order and effective date for filing (.2); Correspondence with B. Dolphin re: same (.1); File same (.1); Coordinate service of same (.1)	0.5	197.50
10/17/24	Qian, Echo	Research re plan re OCP fees (0.4) and email S R Churchill re the same (0.2).	0.6	357.00
10/17/24	Rogers Churchill, Sophie	Review effective date procedures and plan re transfer of duties.	0.3	190.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/17/24	Remming, Andrew	Review emails from B. Dolphin and K. Winiarski re finalization and filing of effective date notice.	0.1	114.50
Total			146.2	133,779.00

Task Code: B330 Litigation/Adversary Proceedings

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/01/24	Dolphin, Brenna	Revise certificate of no objection regarding motion to extend removal deadline (.1); coordinate with R. Weidman re filing same (.2)	0.3	289.50
10/02/24	Weidman, Rebecca	Download Court entered order extending removal deadline and coordinate service	0.1	39.50
10/02/24	Dolphin, Brenna	Respond to question from M. Russell re status of shareholder derivative action	0.3	289.50
10/02/24	Dolphin, Brenna	Revise form of order granting motion for allowance and payment of defense costs of insureds under D&O policies (.7) to incorporate comment from committee counsel re quarterly reports; circulate revised draft to K. Askew (Orrick) (.1)	0.8	772.00
10/02/24	Dolphin, Brenna	Summarize legal research re sanctions motions, contempt motions, and awards of similar research re dispute with Toccata (2.4); confer with A. Remming regarding analysis (.2); provide analysis to DPW (.1)	2.7	2,605.50
10/09/24	Dolphin, Brenna	Review revised Toccata sanctions order received from J. Butler	0.1	96.50
10/09/24	Dolphin, Brenna	Review and revise draft Toccata sanctions order (.4); discuss with J. Butler (.1)	0.5	482.50
10/16/24	Dolphin, Brenna	Read notice of appeal filed by Toccata (.2); read motion for stay pending appeal filed by Toccata (.2); confer with DPW re same (.2)	0.6	579.00
10/17/24	Dolphin, Brenna	Research and analyze bankruptcy appeals and posting bond requirement	0.9	868.50
10/17/24	Dolphin, Brenna	Discuss notice of hearing re unsealing of D.I. 300 with J. Butler	0.2	193.00
10/17/24	Brzozowski, Luke	Research and analyze precedent re: appeal procedures and rules.	0.7	381.50

			Total	7.2	6,597.00
Task Code:	B360	Professional Retention (Others - Filing)			
<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	
10/01/24	Qian, Echo	Review and comment on Hogan Lovells OCP declaration.	0.4	238.00	
10/01/24	Dolphin, Brenna	Respond to U.S. Trustee questions re RBSM retention (.3); review information provided by S. Berde and synthesize with information from J. Palacios re fee structure (.1)	0.4	386.00	
10/01/24	Dolphin, Brenna	Confer with S. Berde re additional U.S. Trustee question on RBSM engagement letter	0.1	96.50	
10/01/24	Remming, Andrew	Review update re RBSM retention application from B. Dolphin.	0.1	114.50	
10/02/24	Qian, Echo	Email J Palacios re payment of pension assurance.	0.2	119.00	
10/02/24	Dolphin, Brenna	Confer with M. Yoon re confirmation that A. Salinas and M. Yoon executed the RBSM engagement letter in response to U.S. Trustee question re same	0.2	193.00	
10/02/24	Dolphin, Brenna	Confer with DPW re filing a notice of withdrawal of the Orrick ordinary course professional declaration	0.2	193.00	
10/02/24	Dolphin, Brenna	Communicate with U.S. Trustee and respond to question regarding RBSM engagement letter	0.1	96.50	
10/02/24	Dolphin, Brenna	Discuss Pension Assurance ordinary course professional retention with S. Rogers Churchill and E. Qian	0.1	96.50	
10/02/24	Dolphin, Brenna	Review approval from U.S. Trustee re RBSM retention application	0.1	96.50	
10/02/24	Remming, Andrew	Review email from B. Dolphin re UST questions re RBSM retention application.	0.1	114.50	
10/02/24	Remming, Andrew	Review emails re Orrick OCP declaration from B. Dolphin and K. Askew.	0.1	114.50	

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/03/24	Weidman, Rebecca	Prepare and file notice of withdrawal of Orrick OCP declaration (.2); Correspondence with B. Dolphin re: same (.1); Prepare certification of counsel re: RBSM retention for filing (.2); Correspondence with B. Dolphin re: same (.1); File same (.1); Upload order to Court site (.1)	0.8	316.00
10/03/24	Dolphin, Brenna	Confer with U.S. Trustee re withdrawal of Orrick OCP retention application	0.2	193.00
10/03/24	Dolphin, Brenna	Communicate with B. Resnick and R. Steinberg re filing notice of withdrawal of Orrick OCP retention application	0.1	96.50
10/03/24	Dolphin, Brenna	Draft certification of counsel re RBSM retention application	0.2	193.00
10/03/24	Dolphin, Brenna	Coordinate with R. Weidman re filing the notice of withdrawal of the Orrick ordinary course professional declaration	0.1	96.50
10/03/24	Dolphin, Brenna	Compile certification of counsel and exhibits re order approving retention application of RBSM (.1); coordinate with R. Weidman re filing same (.1)	0.2	193.00
10/03/24	Remming, Andrew	Review emails re Orrick OCP issues from R. Steinberg and B. Dolphin and B. Resnick.	0.1	114.50
10/03/24	Remming, Andrew	Review further emails from B. Dolphin re Orrick OCP issues.	0.1	114.50
10/04/24	Weidman, Rebecca	Download Court entered order re: RBSM retention and coordinate service	0.1	39.50
10/04/24	Dolphin, Brenna	Provide order approving RBSM retention to S. Berde	0.1	96.50
10/04/24	Remming, Andrew	Review update from R. Steinberg re UST objection deadline.	0.1	114.50
10/08/24	Qian, Echo	Review Hogan Lovells OCP declaration.	0.2	119.00
10/14/24	Qian, Echo	Email S. R. Churchill re: Hogan Lovells retention.	0.1	59.50
10/14/24	Rogers Churchill, Sophie	Review Hogan Lovells declaration and respond to questions from E. Qian re same.	0.2	127.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/15/24	Qian, Echo	Call with Hogan Lovells re OCP declaration (0.1), email DPW re the same (0.1), review RBSM emails re compensation and email B Dolphin re the same (0.1), research re RBSM fee application (0.4), email B Dolphin re the same (0.1).	0.8	476.00
10/15/24	Qian, Echo	Draft email to Hogan Lovells re: retention.	0.2	119.00
10/15/24	Rogers Churchill, Sophie	Call with R. Steinberg re OCP issues.	0.1	63.50
10/15/24	Rogers Churchill, Sophie	Confer with E. Qian re OCP issues; revise draft email re same.	0.2	127.00
Total			6.0	4,517.00

Task Code: B400 General Corporate Matters (including Corporate Governance)

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/05/24	Dolphin, Brenna	Advise J. DiDonato regarding response to inquiry from foreign investor	0.1	96.50
10/09/24	Dolphin, Brenna	Review inquiry from J. Palacios re ordinary course professional payment of Dykema and application of retainer	0.1	96.50
10/09/24	Dolphin, Brenna	Confer with K. Katsma and J. Palacios re Nelson Mullins and post-petition invoices	0.2	193.00
10/10/24	Dolphin, Brenna	Confer with K. Katsma and J. Palacios re payment of ordinary course professional invoices (Nelson Mullins)	0.2	193.00
10/10/24	Dolphin, Brenna	Confer with J. Palacios re question regarding payment to vendor	0.1	96.50
10/11/24	Dolphin, Brenna	Review and analyze vendor invoices (.5); advise J. Palacios regarding payment of same (.1)	0.6	579.00
Total			1.3	1,254.50

Task Code: B410 General Case Strategy

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/01/24	Weidman, Rebecca	Prepare certificate of no objection re: motion to extend time for removal for filing (.1); Correspondence with B. Dolphin re: same (.1); File same (.1); Upload order to Court site (.1)	0.4	158.00
10/01/24	Dehney, Robert J.	Emails from B. Dolphin and Orrick re Orrick's OCP declaration.	0.1	169.50
10/02/24	Rogers Churchill, Sophie	Confer with A. Remming re WIP and outstanding work streams.	0.1	63.50
10/02/24	Remming, Andrew	Confer with S. Rogers Churchill re WIP and outstanding work streams.	0.1	114.50
10/08/24	Butz, Daniel B.	Attend portion of hearing prep call with MNAT and DPW	0.3	289.50
10/15/24	Rogers Churchill, Sophie	Confer with A. Remming re open issues re effective date preparations	0.2	127.00
Total			1.2	922.00

Task Code: B420 Schedules/SOFA/U.S. Trustee Reports

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/01/24	Qian, Echo	Finalize MORs and email R Weidman re filing.	0.7	416.50
10/01/24	Weidman, Rebecca	Correspondence with B. Dolphin and E. Qian re: August 2024 monthly operating reports (.1); Prepare and file same (.7); Coordinate service to U.S. Trustee (.1)	0.9	355.50
10/01/24	Butz, Daniel B.	Confer with B Dolphin re: filing of MORs (.1); review emails from B Dolphin and E Qian and VC re: same (.1)	0.2	193.00
10/01/24	Dolphin, Brenna	Coordinate with E. Qian and R. Weidman re finalizing and filing the August MORs	0.1	96.50
10/01/24	Remming, Andrew	Review draft MOR and emails re same from E. Qian and V. Chauhan.	0.2	229.00
10/14/24	Dolphin, Brenna	Confer with A. Salinas (.2) and M. Western (.1) re September MORs	0.3	289.50
10/14/24	Butz, Daniel B.	Review email from VC re: MORs (.1); review email from A Salinas re: same (.1); review emails from A Salinas and M Western re: same (.1)	0.3	289.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/14/24	Remming, Andrew	Review draft MORs (.3) and emails re same from V. Chauhan and M. Western (.1).	0.4	458.00
10/15/24	Qian, Echo	Finalize MORs for filing and email R Weidman re the same.	0.3	178.50
10/15/24	Qian, Echo	Review as-filed MORs (0.1), email Huron re: the same (0.1).	0.2	119.00
10/15/24	Weidman, Rebecca	Prepare and file September 2024 monthly operating reports (.9); Correspondence with E. Qian re: same (.1); Coordinate service of same (.1)	1.1	434.50
10/15/24	Dolphin, Brenna	Review approvals from J. DiDonato and A. Salinas re filing September MORs (.1); coordinate with E. Qian filing same (.1)	0.2	193.00
10/15/24	Butz, Daniel B.	Review emails from VC and A Salinas re: Fisker MORs	0.1	96.50
10/15/24	Butz, Daniel B.	Review emails from J DiDonato and E Qian re: MORs	0.1	96.50
10/15/24	Remming, Andrew	Review revised draft MORs (.2) and emails re same from V. Chauhan, J. DiDonato and E. Qian (.1).	0.3	343.50
Total			5.4	3,789.00

EXHIBIT B
EXPENSE SUMMARY

FISKER INC., *et al.*
(Case No. 24-11390 (TMH))

October 1, 2024, through October 17, 2024

Expense Category	Total Expenses
In-House Printing - black & white	1,182.40
In-House Printing - color	4,041.60
Computer Research - Westlaw	34.20
Courier/Delivery Service	439.00
Transcripts	2,564.95
Photos/Art/Spec Duplicating-Out of Office	5,100.60
In-House Duplicating - color	82.98
In-House Duplicating	48.74
Use of Facilities/Equipment	1,325.00
Grand Total Expenses	\$14,819.47

Cost Detail

<u>Date</u>	<u>Description</u>	<u>Quantity</u>	<u>Amount</u>
10/01/24	In-House Printing - black & white	241.0	24.10
10/01/24	In-House Printing - color	59.0	47.20
10/02/24	Transcripts - transcript of October 2 hearing	1.0	64.35
10/03/24	In-House Printing - black & white	55.0	5.50
10/04/24	Computer Research - Westlaw	1.0	27.60
10/04/24	In-House Printing - black & white	12.0	1.20
10/05/24	Computer Research - Westlaw	1.0	6.60
10/07/24	In-House Printing - color	1,732.0	1,385.60
10/07/24	In-House Printing - black & white	4,184.0	418.40
10/07/24	Transcripts - transcript of October 7 hearing	1.0	316.10
10/08/24	In-House Printing - black & white	2,055.0	205.50
10/08/24	In-House Printing - color	2,394.0	1,915.20
10/08/24	Courier/Delivery Service - delivery fee for dinner in preparation for October 9 hearing	1.0	50.00
10/08/24	Courier/Delivery Service - delivery fee for lunch in preparation for October 9 hearing	1.0	65.00
10/08/24	Transcripts – Court reporter fee for Toccata deposition	1.0	575.00
10/09/24	In-House Printing - black & white	3,318.0	331.80
10/09/24	Courier/Delivery Service - delivery fee for working dinner for confirmation hearing	1.0	30.00
10/09/24	Courier/Delivery Service - delivery fee for working lunch for confirmation hearing	1.0	45.00
10/09/24	Courier/Delivery Service - delivery fee for breakfast for confirmation hearing	1.0	45.00
10/09/24	Courier/Delivery Service - delivery of documents from Court to office for confirmation hearing	1.0	102.00
10/09/24	Courier/Delivery Service - delivery of documents from office to Court for confirmation hearing	1.0	102.00
10/09/24	Transcripts - transcript of October 9 hearing	1.0	1,174.50
10/09/24	In-House Printing - color	150.0	120.00
10/09/24	In-House Duplicating - color	1,383.0	82.98
10/09/24	In-House Duplicating	2,437.0	48.74

<u>Date</u>	<u>Description</u>	<u>Quantity</u>	<u>Amount</u>
10/09/24	Use of Facilities/Equipment – Exclusive use of the litigation suite for October 9 confirmation hearing, including special printing, food, delivery, and trial services	1.0	1,325.00
10/10/24	In-House Printing - color	1.0	0.80
10/10/24	Photos/Art/Spec Duplicating-Out of Office - print cost for confirmation hearing binders	1.0	5,100.60
10/11/24	In-House Printing - color	399.0	319.20
10/11/24	In-House Printing - black & white	1,742.0	174.20
10/11/24	Transcripts - transcript of October 11 hearing	1.0	435.00
10/14/24	In-House Printing - color	21.0	16.80
10/15/24	In-House Printing - black & white	217.0	21.70
10/16/24	In-House Printing - color	296.0	236.80
		Total	\$14,819.47

EXHIBIT C

Final Application Summary	
Name of Applicant	Morris, Nichols, Arsht & Tunnell LLP
Name of Client	The Debtors
Time period covered by Final Application	June 17, 2024 through October 17, 2024
Total compensation sought during Application Period	\$2,443,165.50 plus \$30,000.00 in estimated fees.
Total expenses sought during Application Period	\$89,775.58 plus \$2,000.00 in estimated expenses.
Petition Date	June 17 and 19, 2024
Retention Date	July 16, 2024, <i>nunc pro tunc</i> to June 17, 2024
Date of order approving employment	July 16, 2024
Total allowed compensation paid to date	\$1,431,018.40
Total allowed expenses paid to date	\$60,140.81
Total compensation approved by interim order to date	N/A. Morris Nichols has not filed any interim fee applications in these cases.
Total expenses approved by interim order to date	N/A. Morris Nichols has not filed any interim fee applications in these cases.
Blended rate in the Final Application for all partners	\$1,269.15
Blended rate in the Final Application for all attorneys	\$895.24
Blended rate in the Final Application for all timekeepers	\$861.57
Compensation sought in the Final Application already paid pursuant to a monthly compensation certificate but not yet allowed	\$1,431,018.40
Expenses sought in the Final Application already paid pursuant to a monthly compensation certificate but not yet allowed	\$60,140.81
Number of professionals included in Final Application	18
If applicable, number of professionals in the Final Application not included in staffing plan approved by client	9

If applicable, difference between fees budgeted and compensation sought for the Application Period	N/A
Number of professionals billing fewer than 15 hours to the case during the Application Period	7
Are any rates higher than those approved or disclosed at retention?	No.

EXHIBIT D
Staffing Plan¹
Application Period Staffing Plan

Category of Timekeeper	Number of Timekeepers Expected to Perform Work Across Matters During the Budget Period	Number of Timekeepers Actually Performing Work During the Budget Period	Projected Average Hourly Rate	Actual Average Hourly Rate
Partner	2	2	\$1,420	\$1,269
Associate/Counsel	3	10	\$732	\$789
Other Professionals	3	5	\$382	\$386

¹ Morris Nichols's staffing plan evolved throughout the chapter 11 cases to maintain an efficient distribution of work, as reflected in the average hourly rates disclosed herein. The number of timekeepers performing work on this matter fluctuated from the initial staffing plan in response to several variables, including (i) incorporating an incoming class of associates in August, (ii) replacing timekeepers that left Morris Nichols or this matter, and (iii) several unexpected workstreams that required additional staffing to address emergency needs or sudden, unexpected deadlines.