

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

In re	Chapter 11
FISKER INC., <i>et al.</i> ,	Case No. 24-11390 (TMH)
Debtors. ¹	(Jointly Administered)
	<u>Objection Deadline:</u> December 3, 2024, at 4:00 p.m. (ET)
	<u>Hearing Date:</u> To be determined

FIFTH MONTHLY FEE APPLICATION (FOR THE PERIOD OCTOBER 1, 2024 THROUGH OCTOBER 17, 2024) AND FINAL APPLICATION OF DAVIS POLK & WARDWELL 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 Applicant:	DAVIS POLK & WARDWELL LLP
Authorized to Provide Professional Services to:	Debtors and Debtors in Possession
Date of Retention:	July 15, 2024, <i>nunc pro tunc</i> 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:	\$1,041,304.00

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.



Monthly Amount of reimbursement sought as actual, reasonable and necessary: \$10,838.41

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: \$7,350,083.75²

Final Amount of reimbursement sought as actual, reasonable and necessary: \$48,218.19

This is a x monthly interim x final fee application

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

DATE FILED	PERIOD COVERED	REQUESTED FEES/EXPENSES	APPROVED FEES/EXPENSES
8/2/2024 [D.I. 372]	6/17/24 – 6/30/24	\$1,018,658.00 / \$4,448.20	\$814,926.40 / \$4,448.20
8/2/2024 [D.I. 374]	7/1/24 – 7/31/24	\$2,721,046.00 / \$11,538.14	\$2,176,836.80 / \$11,538.14
9/25/2024 [D.I. 595]	8/1/24 – 8/31/24	\$1,353,001.75 / \$10,495.79	\$1,082,401.40 / \$10,495.79
11/6/2024 [D.I. 763]	9/1/24 – 9/30/24	\$1,116,074.00 / \$10,897.64	Pending

² This amount includes an additional \$100,000.00, which reflects Davis Polk’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 Davis Polk. To the extent Davis Polk’s fees exceed this estimate, Davis Polk 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 Rate¹	Total Billed Hours	Total Compensation
Partners				
Robert A. Cohen	Partner/Litigation. Partner since 2019. Joined the firm as a partner in 2021. Member of the NY Bar since 1998.	2,375	1.6	\$3,800.00
James I. McClammy	Partner/Litigation. Partner since 2015. Joined the firm as an associate in 2000. Member of NY Bar since 1999.	2,375	52.1	\$123,737.50
Edmund Polubinski	Partner/ Litigation. Partner since 2007. Joined the firm as an associate in 2000. Member of NY Bar since 2000.	2,375	1.5	\$3,562.50
Brian M. Resnick	Partner/Restructuring. Partner since 2011. Joined the firm as an associate in 2003. Member of the NY Bar since 2004.	2,375	101.3	\$240,587.50
Pritesh P. Shah	Partner/Intellectual Property. Partner since 2015. Joined the firm as an associate in 2008. Member of NY Bar since 2009.	2,375	10.9	\$25,887.50
Robert F. Smith	Partner/Sponsor Finance. Partner since 2024. Joined the firm as an associate in 2013. Member of the NY Bar since 2014.	2,195	4.4	\$9,658.00
Counsels				
Mikaela Dealissia	Counsel/Intellectual Property. Joined the firm as an associate in 2017. Member of the NY Bar since 2018.	1,725	9.8	\$16,905.00

¹ The hourly billing rate for non-working travel time has been adjusted to 50% of the normal rates.

Name of Professional	Position of the Applicant, Area of Expertise, Number of Years in that Position, Year of Obtaining License to Practice	Hourly Billing Rate¹	Total Billed Hours	Total Compensation
Tracy L. Matlock	Counsel/Tax. Joined the firm as an associate in 2011. Member of the NY Bar since 2013.	1,830	0.3	\$549.00
Associates				
James Butler	Associate/Litigation. Joined the firm in 2019. Member of the NY Bar since 2021.	1,590	62.3	\$99,057.00
Chen Chen	Associate/Litigation. Joined the firm in 2018. Member of the NY Bar since 2020.	1,590	8.1	\$12,879.00
Georgianna Eck	Associate/Tax. Joined the firm as an associate in 2023. Member of NY Bar since 2024.	965	0.4	\$386.00
Shanzah Khan	Associate/Litigation. Joined the firm in 2022. Member of the NY Bar since 2023.	1,140	8.6	\$9,804.00
Amber Leary	Associate/Restructuring. Joined the firm in 2019. Member of the NY Bar since 2020.	1,590	37.3	\$59,307.00
Samira Paydar	Associate/Litigation. Joined the firm in 2016. Member of the NY Bar since 2017.	1,590	19.2	\$30,528.00
Richard J. Steinberg	Associate/Restructuring. Joined the firm in 2019. Member of the NY Bar since 2019.	1,590	183.3	\$291,447.00
Tony Sun	Associate/Restructuring. Joined the firm in 2023. Member of the NY Bar since 2024.	965	22.0	\$21,230.00
Kevin L. Winiarski	Associate/Restructuring. Joined the firm in 2023. Member of the NY Bar since 2024.	965	80.2	\$77,393.00
Legal Assistants / Law Graduates / Librarians / Discovery Team				
Magali Giddens	Legal Assistant	650	13.1	\$8,515.00
Euphemia Gravesande	Discovery Attorney	830	1.3	\$1,079.00

Name of Professional	Position of the Applicant, Area of Expertise, Number of Years in that Position, Year of Obtaining License to Practice	Hourly Billing Rate¹	Total Billed Hours	Total Compensation
Jonathan H. Lewis	Discovery Attorney	1,190	3.3	\$3,927.00
Susan Soussan	eDiscovery Project Manager	690	0.5	\$345.00
Mark Zaleck	Library/Research	800	0.9	\$720.00
Total		\$1,673.05	622.4	\$1,041,304.00
BLENDED RATE: \$1,673.05				
ATTORNEY BLENDED RATE: \$1,701.84				

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
Asset Dispositions	46.3	\$102,022.50
Claims / Creditor Outreach	3.3	\$4,497.00
Contracts / Leases	1.0	\$1,590.00
Corporate Governance / Board Matters / Communications	7.0	\$14,034.50
Cross-Border Issues	15.2	\$26,776.50
General Case Administration	11.0	\$15,018.50
Hearing Preparation / Attendance	130.6	\$53,210.00
Litigation	158.1	\$247,167.50
Plan / Disclosure Statement / Confirmation	228.2	\$376,719.00
Regulatory / Antitrust / IP	0.7	\$935.00
Retention DPW: Preparation of Fee Applications, Budgeting	13.7	\$9,251.50
Travel (Non-Working) (50%)	6.4	\$11,435.00
Retention Non-DPW: Prep of Retention-Related Materials	0.9	\$993.50
TOTAL	622.4	\$1,041,304.00

MONTHLY EXPENSE SUMMARY

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

October 1, 2024 through October 17, 2024

Expense Category	Total Expenses
Court and Related Fees	\$17.50
Postage, Courier & Freight	\$26.56
Outside Documents & Research	\$33.50
Meals	\$813.27
Travel	\$7,697.26
Computer Research (Westlaw/Lexis)	\$842.72
Litigation Support	\$1,407.60
Grand Total Expenses	\$10,838.41

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 Rate¹	Total Billed Hours	Total Compensation
Partners				
Uzo Asonye	Partner/White Collar Defense. Partner since 2020. Joined firm as a partner in 2020. Member of the D.C. Bar since 2006.	2,345	1.0	\$2,345.00
Robert A. Cohen	Partner/Litigation. Partner since 2019. Joined the firm as a partner in 2021. Member of the NY Bar since 1998.	2,375	4.2	\$9,975.00
Darren S. Klein	Partner/Restructuring. Partner since 2016. Joined the firm as an associate in 2007. Member of the NY Bar since 2008.	2,375	252.3	\$595,293.75
Corey M. Goodman	Partner/Tax. Partner since 2021. Joined the firm as a partner in 2021. Member of the NY Bar since 2008.	2,375	0.9	\$2,137.50
Michael Kaplan	Partner/Capital Markets. Partner since 2003. Joined the firm as an associate in 1996. Member of the NY Bar since 1996.	2,375	1.5	\$3,562.50
James I. McClammy	Partner/Litigation. Partner since 2015. Joined the firm as an associate in 2000. Member of NY Bar since 1999.	2,375	290.0	\$673,668.75
Edmund Polubinski	Partner/ Litigation. Partner since 2007. Joined the firm as an associate in 2000. Member of NY Bar since 2000.	2,375	1.5	\$3,562.50
Brian M. Resnick	Partner/Restructuring. Partner since 2011. Joined the firm as an associate in 2003. Member of the NY Bar since 2004.	2,375	680.3	\$1,599,443.75

¹ The hourly billing rate for non-working travel time has been adjusted to 50% of the normal rates.

Name of Professional	Position of the Applicant, Area of Expertise, Number of Years in that Position, Year of Obtaining License to Practice	Hourly Billing Rate¹	Total Billed Hours	Total Compensation
Pritesh P. Shah	Partner/Intellectual Property. Partner since 2015. Joined the firm as an associate in 2008. Member of NY Bar since 2009.	2,375	19.6	\$46,550.00
Robert F. Smith	Partner/Sponsor Finance. Partner since 2024. Joined the firm as an associate in 2013. Member of the NY Bar since 2014.	2,195	9.5	\$20,852.50
Counsels				
Mikaela Dealissia	Counsel/Intellectual Property. Joined the firm as an associate in 2017. Member of the NY Bar since 2018.	1,725	21.7	\$37,432.50
Tracy L. Matlock	Counsel/Tax. Joined the firm as an associate in 2011. Member of the NY Bar since 2013.	1,830	16.7	\$30,561.00
Christopher Robertson	Counsel/Restructuring. Joined the firm as an associate in 2011. Member of the NY Bar since 2013.	1,830	12.6	\$23,058.00
Michael Stromquist	Counsel/Capital Markets. Joined the firm as an associate in 2021. Member of the NY Bar since 2015.	1,725	2.7	\$23,058.00
Steven Z. Szanzer	Counsel/Restructuring. Joined the firm as an associate in 2016. Member of the NY Bar since 2001.	1,830	95.6	\$174,948.00
Associates				
Reem Z. Ali	Associate/Finance. Joined the firm as an associate in 2023. Member of the NY Bar since 2024.	965	1.3	\$1,254.50
James Butler	Associate/Litigation. Joined the firm in 2019. Member of the NY Bar since 2021.	1,590	71.4	\$113,526.00
Chen Chen	Associate/Litigation. Joined the firm in 2018. Member of the NY Bar since 2020.	1,590	24.2	\$38,478.00
Zoe Chen	Associate/Sponsor Finance. Joined the firm as an associate in 2019. Member of the NY Bar since 2020.	1,590	4.4	\$6,996.00

Name of Professional	Position of the Applicant, Area of Expertise, Number of Years in that Position, Year of Obtaining License to Practice	Hourly Billing Rate¹	Total Billed Hours	Total Compensation
Nicholas D'Angelo	Associate/Civil Litigation. Joined the firm as an associate in 2017. Member of the NY Bar since 2017.	1,590	324.4	\$515,796.00
Georgianna Eck	Associate/Tax. Joined the firm as an associate in 2023. Member of NY Bar since 2024.	965	16.3	\$15,729.50
Kate Fine	Associate/Restructuring. Joined the firm as an associate in 2015. Member of the NY Bar since 2015	1,490	3.1	\$4,619.00
Shanzah Khan	Associate/Litigation. Joined the firm in 2022. Member of the NY Bar since 2023.	1,140	8.6	\$9,804.00
Amber Leary	Associate/Restructuring. Joined the firm in 2019. Member of the NY Bar since 2020.	1,590	343.6	\$546,324.00
Francesca Masella	Associate/Intellectual Property. Joined the firm as an associate in 2021. Member of the NY Bar since 2022.	1,490	4.4	\$6,556.00
Michael G. Mills	Associate/Litigation. Joined the firm as an associate in 2021. Member of the NY Bar since 2022.	1,490	47.3	\$70,477.00
Max Nides	Associate/Restructuring. Joined the firm in 2022. Member of the NY Bar since 2023.	1,140	7.4	\$8,436.00
Samira Paydar	Associate/Litigation. Joined the firm in 2016. Member of the NY Bar since 2017.	1,590	44.6	\$70,914.00
Destiny Reyes	Associate/Restructuring. Joined the firm as an associate in 2023. Member of the NY Bar since 2022.	1,490	9.3	\$13,857.00
Richard J. Steinberg	Associate/Restructuring. Joined the firm in 2019. Member of the NY Bar since 2019.	1,590	1149.6	\$1,827,864.00

Name of Professional	Position of the Applicant, Area of Expertise, Number of Years in that Position, Year of Obtaining License to Practice	Hourly Billing Rate¹	Total Billed Hours	Total Compensation
Tony Sun	Associate/Restructuring. Joined the firm in 2023. Member of the NY Bar since 2024.	965	69.50	\$67,067.50
Ben Weissler	Associate/Restructuring. Joined the firm as an associate in 2022. Member of the NY Bar since 2023.	1,140	0.9	\$1,026.00
Kevin L. Winiarski	Associate/Restructuring. Joined the firm in 2023. Member of the NY Bar since 2024.	965	369.20	\$354,830.50
Yueyu Yang	Associate/Tax. Joined the firm as an associate in 2020. Member of the NY Bar since 2021.	1,570	9.9	\$15,543.00
Kayleigh Yerdon	Associate/Restructuring. Joined the firm in 2020. Member of the NY Bar since 2022.	1,490	6.1	\$9,089.00
Legal Assistants / Law Graduates / Librarians / Discovery Team				
Eric Bae	Law graduate/Not yet admitted	695	246.4	\$171,248.00
Theresa Bruney	Legal Assistant	650	3.6	\$2,340.00
Johnny Chen	eDiscovery Project Manager	690	29.3	\$20,217.00
Georgianna Eck	Law graduate/Not yet admitted	965	1.8	\$1,737.00
Magali Giddens	Legal Assistant	650	123.6	\$80,340.00
Will Graves	Legal Assistant	460	0.4	\$184.00
Euphemia Gravesande	Discovery Attorney	830	1.3	\$1,079.00
Adrian Lee	Legal Assistant	650	10.4	\$6,760.00
Jonathan H. Lewis	Discovery Attorney	1,190	9.0	\$10,710.00
Daryl Lyew	eDiscovery Project Manager	550	37.4	\$20,570.00
David Nestor	eDiscovery Project Manager	1,590	0.7	\$1,113.00
Adam Pravda	eDiscovery Project Manager	760	2.1	\$1,596.00
Marjorie Richmond	Librarian	745	0.3	\$223.50
Susan Soussan	eDiscovery Project Manager	690	1.4	\$966.00
Kelsey D. Stevens	Legal Assistant	650	0.5	\$325.00
Eric N. Wagner	Legal Assistant	650	4.0	\$2,600.00
Mark Zaleck	Library/Research	800	2.3	\$1,840.00

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 ¹	Total Billed Hours	Total Compensation
Sub-Total		\$1,647.71	4400.1	\$7,250,083.75
Estimate				\$100,000.00
Total				\$7,350,083.75
BLENDED RATE: \$1,647.71				
ATTORNEY BLENDED RATE: \$1,764.38				

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
AHG / UCC / Lender Issues	32.2	67,556.50
Asset Dispositions	622.1	1,096,304.00
Business Operation	30.8	52,496.00
Claims / Creditor Outreach	146.6	281,920.00
Contracts / Leases	25.7	41,424.00
Corporate Governance / Board Matters / Communications	80.0	179,723.00
Cross-Border Issues	145.5	297,524.00
Employee and Labor	13.7	26,870.00
Financing	163.6	345,058.00
General Case Administration	413.6	582,696.50
Hearing Preparation / Attendance	645.2	1,115,365.00
Litigation	1100.4	1,694,030.50
Plan / Disclosure Statement / Confirmation	651.3	1,113,659.50
Regulatory / Antitrust/IP	38.6	56,271.50
Reporting	28.3	33,880.00
Retention DPW: Preparation of Fee Applications, Budgeting	210.3	196,870.50
Retention of Non-DPW: Preparation of Retention-Related Materials	11.2	17,181.00
Travel (Non-Working) (50%)	41.0	51,253.75
TOTAL	4400.1	7,250,083.75

FINAL EXPENSE SUMMARY

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

June 17, 2024 through October 17, 2024

Expense Category	Total Expenses
Computer Research	\$7,992.84
Court and Related Fees	\$436.60
Duplication (Printing)	\$888.75
Meals	\$2,362.71
Travel	\$30,455.58
Postage, Courier & Freight	\$849.66
Filing, Registration, Fees & Taxes	\$920.79
Litigation Support	\$4,222.80
Outside Documents & Research	\$88.46
Total Expenses	\$48,218.19

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

In re

FISKER INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 24-11390 (TMH)

(Jointly Administered)

Objection Deadline:

December 3, 2024, at 4:00 p.m. (ET)

Hearing Date: To be determined

FIFTH MONTHLY FEE STATEMENT (FOR THE PERIOD OCTOBER 1, 2024 THROUGH OCTOBER 17, 2024) AND FINAL APPLICATION OF DAVIS POLK & WARDWELL 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

Davis Polk & Wardwell LLP (“Davis Polk”), as bankruptcy counsel for the debtors and debtors in possession (the “Debtors”) in the above-captioned cases (the “Chapter 11 Cases”), submits this fee statement and application (collectively, the “Application”) for (i) allowance of compensation for professional services rendered by Davis Polk to the Debtors for the period October 1, 2024 through October 17, 2024 (the “Statement Period”); (ii) reimbursement of actual and necessary expenses incurred by Davis Polk during the Statement Period in rendering professional services on behalf of the Debtors; (iii) final allowance of reasonable compensation for professional services rendered by Davis Polk to the Debtors for the period June 17, 2024

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.

through October 17, 2024 (the “Final Period”); and (iv) final reimbursement of actual and necessary expenses and disbursements incurred by Davis Polk 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, Davis Polk represents as follows:

JURISDICTION

1. 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.

2. 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.

² Capitalized terms used but not defined herein shall have the meaning ascribed to such terms in the Interim Compensation Procedures Order or the Plan (as defined herein).

BACKGROUND

3. On June 17, 2024 (the “Original Petition Date”), Fisker Group, Inc. filed a voluntary petition under chapter 11 of the Bankruptcy Code with the Court. On June 19, 2024 (the “Subsequent Petition Date” and, together with the Original Petition Date, the “Petition Date”),³ the other Debtors also filed voluntary petitions under chapter 11 of the Bankruptcy Code with the Court. The Debtors have continued in the management and operation of their business and property as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in the Chapter 11 Cases.

4. 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”) pursuant to section 1102 of the Bankruptcy Code. *See Not. of Appointment of Comm. of Unsecured Creditors* [D.I. 106].

5. 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. 722] (the “Confirmation Order”), confirming the Combined Disclosure Statement and Chapter 11 Plan of Liquidation of Fisker Inc. and its Debtor Affiliates, dated October 15, 2024 [D.I. 713] (the “Plan”). The effective date of the Plan occurred on October 17, 2024 (the “Effective Date”).

³ With respect to each Debtor, references to the Petition Date shall mean the applicable Petition Date for such Debtor.

DAVIS POLK'S RETENTION

6. Prior to the commencement of these Chapter 11 Cases, the Debtors retained Davis Polk to provide advice regarding, among other things, preparing for, commencing, and prosecuting the Chapter 11 Cases. On June 25, 2024, the Debtors filed the *Application of Debtors for Authority to Employ and Retain Davis Polk & Wardwell LLP as Attorneys for the Debtors Nunc Pro Tunc to the Petition Date* [D.I. 74] (the "Davis Polk Retention Application").

7. On July 15, 2024, the Court granted the Davis Polk Retention Application pursuant to the *Order Approving Application of Debtors for Authority to Employ and Retain Davis Polk & Wardwell LLP as Attorneys for the Debtors Nunc Pro Tunc to the Petition Date* [D.I. 216].

RELIEF REQUESTED

8. Davis Polk submits this Application for (i) monthly and final allowance of reasonable compensation for the actual, reasonable, and necessary professional services that it has rendered as counsel for the Debtors in the Chapter 11 Cases during the Statement and Final Periods and (ii) monthly and final reimbursement of actual, reasonable, and necessary expenses incurred by Davis Polk representing the Debtors during the Statement and Final Periods.

STATEMENT PERIOD

9. During the Statement Period, Davis Polk incurred fees in the amount of \$1,041,304.00. For the same period, Davis Polk incurred actual, reasonable, and necessary expenses totaling \$10,838.41. As of the date of this Application, Davis Polk has received no payments with respect to these amounts.

10. Set forth on the foregoing "Compensation by Project Category" is a summary, by subject matter category, of the time expended to the Chapter 11 Cases by Davis Polk timekeepers during the Statement Period.

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

12. **Exhibit B** attached hereto contains a breakdown of actual, reasonable, and necessary expenses incurred by Davis Polk during the Statement Period.

13. Davis Polk charges \$0.15 per page for photocopying and printing.

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

THE FINAL PERIOD

20. Davis Polk seeks allowance of \$7,350,083.75, for actual, reasonable, and necessary legal services rendered to the Debtors during the Final Period;⁴ and \$48,218.19 as reimbursement of actual, reasonable, and necessary expenses incurred in connection with the rendition of such services during the Final Period. Davis Polk requests that the Debtors be authorized and directed to pay Davis Polk an amount equal to the sum of the allowed compensation and expense reimbursement during the Final Period, less any amounts previously paid.

21. 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

⁴ This amount includes an additional \$100,000.00, which reflects Davis Polk'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 Davis Polk. To the extent Davis Polk's fees exceed this estimate, Davis Polk may file a supplement to this final fee application.

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.

22. Davis Polk 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 Davis Polk 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, Davis Polk 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. Davis Polk believes it has been successful in this regard.

23. **Exhibit C** attached hereto is a summary of Davis Polk’s fees and expenses incurred and outstanding during the Final Period.

24. No agreement or understanding exists between Davis Polk and any other person for the sharing of compensation received or to be received for services rendered in or in connection with the Chapter 11 Cases.

25. 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

26. Davis Polk provides the following information pursuant to the U.S. Trustee Guidelines.

27. Davis Polk'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, Davis Polk's hourly rates for bankruptcy services are comparable to the rates charged by Davis Polk, 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.

28. The blended hourly rate for all Davis Polk timekeepers who worked on the Chapter 11 Cases is approximately the same as the firm's blended rate for all timekeepers over a Comparable Period (as defined below). In particular, the blended hourly rate for all Davis Polk timekeepers (including both professionals and paraprofessionals) who billed to matters excluding chapter 11 representations during the period beginning June 17, 2024 and ending on October 17, 2024 (the "Comparable Period") was approximately \$1,640. By comparison, the blended hourly rate for all Davis Polk timekeepers (including both professionals and paraprofessionals) who worked on the Chapter 11 Cases during the Final Period was \$1,647.71.

29. The following table shows blended hourly rates by category of professional and paraprofessional (rounded to the nearest dollar) for Davis Polk during the Final Period:

Position at Davis Polk	Blended Hourly Rate for Final Period (rounded to the nearest dollar)
Partner	\$2,346
Counsel	\$1,813
Associate	\$1,470
Paraprofessionals	\$683
All Timekeepers	\$1,648

31. In addition, Davis Polk 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

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

Davis Polk respectfully submits that no further notice is required.

WHEREFORE, Davis Polk respectfully requests that this Court (i) allow Davis Polk (a) monthly compensation in the amount of \$1,041,304.00 for actual, reasonable, and necessary professional services rendered on behalf of the Debtors during the Statement Period, and (b) monthly reimbursement in the amount of \$10,838.41 for actual, reasonable, and necessary expenses incurred during the Statement Period; and (ii) allow Davis Polk (a) final compensation in the amount of \$7,350,083.75 for actual, reasonable, and necessary services rendered during the Final Period; (b) final reimbursement of \$48,218.19 for actual, reasonable, and necessary expenses incurred during the Final Period; (c) authorize and direct the Liquidating Trust to pay Davis Polk 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 12, 2024
New York, NY

DAVIS POLK & WARDWELL LLP

/s/ Brian M. Resnick

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

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

In re:

FISKER INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 24-11390 (TMH)

(Jointly Administered)

Objection Deadline:

December 3, 2024, at 4:00 p.m. (ET)

Hearing Date: To be determined

NOTICE OF FILING OF FEE APPLICATION

PLEASE TAKE NOTICE that, contemporaneously herewith, Davis Polk & Wardwell LLP filed the attached *Fifth Monthly Fee Statement (for the Period October 1, 2024 Through October 17, 2024)* and *Final Fee Application of Davis Polk & Wardwell 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 “Application”) with the United States Bankruptcy Court for the District of Delaware (the “Court”).²

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Application must be made in accordance with the *Order Establishing Procedures for Interim Compensation and*

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.

² Capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Application.

Reimbursement of Expenses of Retained Professionals [D.I. 350] (the “Interim Compensation Procedures Order”) and notice of any such objection must be provided in accordance with the Interim Compensation Procedures Order by no later than **December 3, 2024 at 4:00 p.m. (Eastern Time)** (the “Objection Deadline”) upon on the following parties: (a) the Debtors, c/o Fisker Inc., 14 Centerpointe Drive, La Palma, CA 90623 (Attn: Matthew J. Dundon, md@dundon.com, and John C. DiDonato, jdidonato@hcg.com); (b) counsel to the Debtors, (i) 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., richard.steinberg@davispolk.com; and Amber Leary, Esq., amber.leary@davispolk.com) and (ii) Morris Nichols Arsht & Tunnell LLP, 1201 North Market Street, 16th Floor, Wilmington, DE 19801 (Attn: Robert J. Dehney, Sr., Esq., rdehney@morrisonichols.com; Andrew R. Remming, Esq., aremning@morrisonichols.com; Brenna A. Dolphin, Esq., bdolphin@morrisonichols.com; Sophie Rogers Churchill, Esq., srchurchill@morrisonichols.com); (c) counsel to the Committee, (i) Morrison & Foerster LLP, 250 West 55th Street, New York, NY 10019-9601 (Attn: Lorenzo Marinuzzi, Esq., lmarinuzzi@mofocom.com; Douglas Mannal, Esq., dmannel@mofocom.com; Benjamin Butterfield, Esq., bbutterfield@mofocom.com, and Miranda K. Russell, Esq., mrussell@mofocom.com) and (ii) Cole Schotz, P.C., 500 Delaware Avenue, Suite 1410, Wilmington, DE 19801 (Attn: Justin R. Alberto, Esq., jalberto@coleschotz.com); and (d) 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 Malcolm M. Bates, Esq., malcolm.m.bates@usdoj.gov).

PLEASE TAKE FURTHER NOTICE that a hearing on the 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 a date to be determined. Notice of the Hearing date will be provided in a further notice. If the Hearing is to be held by Zoom videoconference, instructions to appear by Zoom will be provided in the agenda filed 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 Application without further notice or Hearing.

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Dated: November 12, 2024
Wilmington, Delaware

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

/s/ Sophie Rogers Churchill

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Andrew R. Remming (No. 5120)
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-and-

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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
Asset Dispositions	46.3	\$102,022.50
Claims / Creditor Outreach	3.3	\$4,497.00
Contracts / Leases	1.0	\$1,590.00
Corporate Governance / Board Matters / Communications	7.0	\$14,034.50
Cross-Border Issues	15.2	\$26,776.50
General Case Administration	11.0	\$15,018.50
Hearing Preparation / Attendance	130.6	\$53,210.00
Litigation	158.1	\$247,167.50
Plan / Disclosure Statement / Confirmation	228.2	\$376,719.00
Regulatory / Antitrust / IP	0.7	\$935.00
Retention DPW: Preparation of Fee Applications, Budgeting	13.7	\$9,251.50
Travel (Non-Working) (50%)	6.4	\$11,435.00
Retention Non-DPW: Prep of Retention-Related Materials	0.9	\$993.50
TOTAL	622.4	\$1,041,304.00

Time Detail By Project				
Time ID	Name	Date	Hours	Narrative
BC02 Asset Dispositions				
38282867	Resnick, Brian M.	10/01/24	2.3	Emails and calls with Huron and Fisker regarding American Lease and other vehicle issues.
38283183	Resnick, Brian M.	10/02/24	0.5	Call with J. Dubel regarding possible asset sale (0.2); call with G. Fisker and C. MacGillivray regarding same (0.3).
38283399	Resnick, Brian M.	10/03/24	0.7	Call with counsel to potential bidder (0.3); call with G. Fisker regarding same (0.2); call with J. Dubel regarding same (0.2).
38281254	Dealissia, Mikaela	10/05/24	1.2	Call and correspondence with Davis Polk team regarding American Lease.
38283766	Resnick, Brian M.	10/05/24	1.7	Emails with Huron and Fisker regarding American Lease issues (0.8); call with Fisker and Huron regarding same (0.9).
38275844	Shah, Pritesh P.	10/05/24	0.9	Attend to questions regarding Fisker cloud as well as American Lease sale agreement.
38281343	Dealissia, Mikaela	10/06/24	0.2	Correspondence regarding negotiation with American Lease.
38291901	Resnick, Brian M.	10/06/24	1.7	Calls and emails with Davis Polk team and Huron regarding American Lease issues.
38289278	Dealissia, Mikaela	10/07/24	2.4	Calls with Fisker regarding American Lease, reviewing and revising intellectual property assignment agreement, and Plan.
38292012	Resnick, Brian M.	10/07/24	2.7	Calls and emails with Huron and Davis Polk teams and other parties regarding American Lease issues.
38283360	Shah, Pritesh P.	10/07/24	1.4	Attend to Fisker server proxy questions.
38301520	Dealissia, Mikaela	10/08/24	0.1	Correspondence with Fisker regarding intellectual property registrations.
38311527	Resnick, Brian M.	10/08/24	3.0	Call with Cooley regarding various issues (0.3); calls and emails with Davis Polk and Huron team regarding American Lease issues (2.3); call with American Lease's counsel (0.4).
38292908	Shah, Pritesh P.	10/08/24	0.3	Attend to intellectual property assignment agreement review.
38314621	Resnick, Brian M.	10/09/24	4.0	Calls and emails with Huron, Davis Polk, White & Case and C. Adams regarding American Lease issues (3.6); call with C. Adams regarding same (0.2); call with M. Dundon regarding same (0.2).
38312762	Dealissia, Mikaela	10/10/24	3.2	Calls and correspondence with Davis Polk team regarding American Lease (X.X); review and revise American Lease term sheet.
38399137	Resnick, Brian M.	10/10/24	4.8	Negotiate intellectual property license transaction between American Lease and Heights (2.2); calls with Huron, Davis Polk team and Fisker regarding same (2.3); review intellectual property documentation (0.3).
38310604	Shah, Pritesh P.	10/10/24	3.6	Attend to Fisker server dispute matters as well as draft term sheet markup.
38318943	Dealissia, Mikaela	10/11/24	1.9	Correspondence regarding American Lease (X.X); review and revise American Lease term sheet (X.X).

Time Detail By Project				
Time ID	Name	Date	Hours	Narrative
38398918	Resnick, Brian M.	10/11/24	1.4	Negotiate intellectual property settlement with American Lease and other case participants.
38314686	Shah, Pritesh P.	10/11/24	3.7	Attend to Fisker domain access issue as well as term sheet revision matters.
38335061	Dealissia, Mikaela	10/14/24	0.2	Correspondence regarding data request from Fisker Owners Association and American Lease.
38397649	Resnick, Brian M.	10/14/24	0.3	Emails with various parties regarding American Lease and related intellectual property issues.
38380334	Dealissia, Mikaela	10/15/24	0.4	Correspondence regarding intellectual property assignment and transfer of Intellectual property assets.
38439609	Resnick, Brian M.	10/15/24	0.5	Call with potential bidder and trustees.
38365008	Shah, Pritesh P.	10/15/24	0.3	Attend to fast tool asset allocation questions.
38734526	Steinberg, Richard J.	10/15/24	0.7	Call with prospective intellectual property purchaser
38438460	Dealissia, Mikaela	10/16/24	0.2	Correspondence regarding sharing data with trusts.
38382770	Shah, Pritesh P.	10/16/24	0.7	Attend to data privacy and intellectual property asset allocation matters.
38734763	Steinberg, Richard J.	10/16/24	1.3	Review and prepare list of titles and manufacturers' certificates of origin to be provided to American Lease (1.1); email and call with C. MacGillivray regarding same (0.2).
Total BC02 Asset Dispositions			46.3	
BC04 Claims; Creditor Outreach				
38329808	Steinberg, Richard J.	10/01/24	1.3	Call with Huron regarding claim reconciliation (0.6); call with Microsoft regarding post-effective date service (0.7); emails with counsel to Salesforce (0.3).
38260560	Winiarski, Kevin L.	10/02/24	1.2	Call with equityholder regarding Plan (0.3); call with Fisker Owners Association, Cooley, Fisker, and Huron regarding post-effective date issues (0.9).
38734438	Steinberg, Richard J.	10/14/24	0.8	Emails with Huron and Dundon regarding Foxconn claims (0.5); call with Huron regarding same (0.3).
Total BC04 Claims; Creditor Outreach			3.3	
BC05 Contracts/Leases				
38264851	Leary, Amber	10/03/24	1.0	Attend call regarding sale of intellectual property to potential purchaser.
Total BC05 Contracts/Leases			1.0	
BC06 Corporate Governance; Board Matters; Communications				
38283412	Resnick, Brian M.	10/03/24	0.5	Call with C. MacGillivray regarding various Board issues.
38397699	Resnick, Brian M.	10/14/24	0.6	Call with J. Dubel (0.2); call with J. DiDonato and C. MacGillivray regarding Board meeting (0.2); emails with R. Steinberg regarding Board meeting (0.2).
38734475	Steinberg, Richard J.	10/14/24	0.4	Prepare for Board call, including emails with B. Resnick regarding same.

Time Detail By Project				
Time ID	Name	Date	Hours	Narrative
38439619	Resnick, Brian M.	10/15/24	1.9	Board meeting (1.6); follow-up call with J. Dubel and C. MacGillivray (0.3).
38734516	Steinberg, Richard J.	10/15/24	2.6	Attend Board meeting (1.5); follow-up call with B. Resnick regarding same (0.2); call with J. Dubel and C. MacGillivray (0.6); chapter 11 update email to the board of directors (0.3).
38439133	Resnick, Brian M.	10/16/24	0.7	Call with C. MacGillivray regarding various closing and emergence issues (0.4); call with G. Fisker regarding same (0.3).
38734747	Steinberg, Richard J.	10/16/24	0.3	Draft Chapter 11 update email to the board of directors.
Total BC06 Corporate Governance; Board Matters; Communications			7.0	
BC07 Cross-Border Issues				
38184726	Smith, Robert F.	10/01/24	0.8	Correspondence regarding German bank account pledge.
38329815	Steinberg, Richard J.	10/01/24	1.6	Call with Fisker and Huron regarding European insolvency proceedings (1.1); emails with R. Smith regarding Denmark (0.5).
38256351	Winiarski, Kevin L.	10/02/24	0.4	Call with Hughes Hubbard and R. Steinberg regarding Fisker Denmark.
38276616	Winiarski, Kevin L.	10/06/24	1.1	Review foreign pledge documents executed in connection with 2024 bridge notes financing (0.7); draft summary email to B. Resnick regarding same (0.4).
38324668	Smith, Robert F.	10/07/24	0.5	Correspondence with Davis Polk team regarding pre- and post-petition debt.
38280455	Winiarski, Kevin L.	10/07/24	1.6	Attend call with foreign administrators, C. MacGillivray, G. Fisker, and B. Resnick (1.0); follow-up emails with B. Resnick and R. Steinberg regarding same (0.6).
38324678	Smith, Robert F.	10/08/24	0.5	Correspondence with Davis Polk team regarding financing arrangements and cash sweeps.
38751475	Smith, Robert F.	10/09/24	0.3	Calls regarding foreign insolvency proceedings and related matters.
38324702	Smith, Robert F.	10/10/24	1.0	Call with Davis Polk team regarding Fisker Denmark and correspondence regarding local insolvency proceedings.
38324718	Smith, Robert F.	10/11/24	0.3	Correspondence with Davis Polk team regarding local insolvency proceedings and open questions.
38378281	Resnick, Brian M.	10/12/24	0.3	Emails with Davis Polk team and G. Fisker regarding foreign jurisdictions (0.2); call with G. Fisker regarding same (0.1).
38378234	Resnick, Brian M.	10/13/24	0.8	Call with G. Fisker regarding foreign jurisdiction issues (0.5); emails with Davis Polk team regarding same (0.3).
38325256	Steinberg, Richard J.	10/13/24	0.4	Emails with G. Fisker and B. Resnick regarding cross-border issues.
38397711	Resnick, Brian M.	10/14/24	0.7	Emails with G. Fisker regarding foreign jurisdictions (0.2); call with G. Fisker, Orrick Herrington and others regarding same (0.5).

Time Detail By Project				
Time ID	Name	Date	Hours	Narrative
38254056	Smith, Robert F.	10/14/24	0.5	Call regarding foreign insolvency proceedings and related matters.
38734416	Steinberg, Richard J.	10/14/24	1.8	Calls with Canadian counsel, FSR internal counsel, and HCG regarding Fisker Canada (1.0); call with Orrick and FSR regarding foreign jurisdictions (0.8).
38343424	Leary, Amber	10/15/24	0.5	Meeting with Fisker Canada team regarding Fisker Canada wind-down.
38734513	Steinberg, Richard J.	10/15/24	0.3	Calls with Canadian counsel, Fisker internal counsel, and Huron regarding Fisker Canada.
38439143	Resnick, Brian M.	10/16/24	0.3	Emails with Magna regarding Austria issues (0.2); discuss same with R. Steinberg (0.1).
38358228	Smith, Robert F.	10/16/24	0.5	Deal coordination regarding foreign insolvency proceedings.
38734744	Steinberg, Richard J.	10/16/24	0.2	Emails with Weil regarding Austrian issues.
38626371	Resnick, Brian M.	10/17/24	0.3	Emails with team regarding foreign insolvencies.
38735172	Steinberg, Richard J.	10/17/24	0.5	Emails with Austrian counsel and FSR regarding Austrian issues.
Total BC07 Cross-Border Issues			15.2	
BC10 General Case Administration				
38313443	Giddens, Magali	10/01/24	0.5	Review recent court filings and documents in imanage regarding case status.
38329894	Steinberg, Richard J.	10/01/24	3.7	Attend Huron workstreams calls (1.8); call with Fisker Owners Association (1.2); emails with A. Leary regarding restricted cash (0.4); emails with R. Cohen and others regarding SEC (0.3).
38277173	Winiarski, Kevin L.	10/06/24	1.0	Attend workstreams call with R. Steinberg and A. Leary.
38295996	Zaleck, Mark	10/07/24	0.9	Search for Delaware bankruptcy court precedents of motions to equitably subordinate creditors for T Sun.
38309966	Winiarski, Kevin L.	10/10/24	1.1	Attend workstreams call with R. Steinberg and A. Leary (0.5); attention to various confirmation hearing logistics (0.6).
38336097	Winiarski, Kevin L.	10/14/24	2.1	Attend call with Morrison Foerster team regarding emergence workstreams (0.5); call with Huron and Davis Polk teams regarding same (1.6).
38626250	Resnick, Brian M.	10/17/24	1.7	Emails with DPW team, Huron and clients regarding various closing and effectiveness issues (1.4); discuss same with R. Steinberg and K. Winiarski (0.3).
Total BC10 General Case Administration			11.0	
BC11 Hearing Preparation/Attendance				
38238257	Leary, Amber	10/01/24	3.5	Prepare for confirmation hearing, including numerous discussions with Davis Polk team and review of pleadings and other preparation.
38091305	Leary, Amber	10/02/24	2.4	Prepare for confirmation hearing, including numerous discussions with Davis Polk team and review of pleadings, etc.

Time Detail By Project				
Time ID	Name	Date	Hours	Narrative
38306551	McClammy, James I.	10/02/24	1.2	Prepare for and present at emergency status conference regarding Toccata stay violations.
38277174	Leary, Amber	10/06/24	1.2	Prepare for confirmation hearing, including numerous discussions with Davis Polk team and review of pleadings.
38306301	McClammy, James I.	10/06/24	4.5	Prepare regarding contested issues in confirmation hearing.
38279175	Leary, Amber	10/07/24	3.8	Prepare for confirmation hearing, including numerous discussions with Davis Polk team and review of pleadings.
38493021	McClammy, James I.	10/07/24	3.4	Preparation for regarding the confirmation hearing.
38315816	Butler, James C.	10/08/24	11.9	Prepare filings and supporting materials for 9 Plan confirmation hearing.
38290974	Leary, Amber	10/08/24	6.9	Prepare for confirmation hearing, including numerous discussions with Davis Polk team and review of pleadings.
38306297	McClammy, James I.	10/08/24	9.1	Prepare for confirmation hearing (7.4); preparation of J. Lee for testimony (0.4); preparation of J. DiDonato for testimony (1.3).
38311535	Resnick, Brian M.	10/08/24	1.5	Prepare for the Plan confirmation hearing.
38327779	Steinberg, Richard J.	10/08/24	13.5	Attend to contested confirmation hearing preparation and settlement discussions with American Lease (4.8); review and revise Plan and confirmation order (4.8); calls and emails with Davis Polk team regarding same (1.0); prepare for confirmation hearing and talking points (2.9).
38315837	Butler, James C.	10/09/24	5.6	Participate in Fisker call regarding American Lease objection response at confirmation hearing (0.6); attend Plan confirmation hearing (3.1); assist in final preparation of materials and strategy for Plan confirmation hearing (1.9).
38298987	Leary, Amber	10/09/24	7.8	Prepare for and attend confirmation hearing.
38306247	McClammy, James I.	10/09/24	7.5	Prepare for confirmation hearing (2.2); attend and present at same (3.5); prepare for (0.8) and present at contempt hearing (1.0).
38314628	Resnick, Brian M.	10/09/24	6.5	Attend confirmation hearing (3.0); meetings at Richards Layton regarding same (3.5).
38327385	Steinberg, Richard J.	10/09/24	11.0	Prepare for and attend confirmation hearing (6.6); attend to contested hearing preparation and settlement discussions with American Lease (4.4).
38299746	Sun, Tony	10/09/24	0.5	Attend the Fisker Toccata dispute hearing.
38298856	Winiarski, Kevin L.	10/09/24	6.7	Attention to preparatory materials for confirmation hearing (1.5); meetings with Davis Polk and Morris Nichols teams regarding confirmation hearing preparation (2.0); attend confirmation hearing (3.2).
38482619	McClammy, James I.	10/10/24	0.8	Attend continuation of the confirmation hearing.
38399158	Resnick, Brian M.	10/10/24	1.5	Prepare for court hearing and meetings with Davis Polk team and Huron regarding same.
38325430	Steinberg, Richard J.	10/10/24	7.8	Attend to contested hearing preparation and settlement discussions with American Lease.
38492998	Sun, Tony	10/10/24	0.5	Prepare for and attend confirmation hearing.

Time Detail By Project				
Time ID	Name	Date	Hours	Narrative
38319445	Butler, James C.	10/11/24	0.8	Attend confirmation hearing on Combined Plan and Disclosure Statement.
38315530	Leary, Amber	10/11/24	1.9	Prepare for and attend continued confirmation hearing.
38482798	McClammy, James I.	10/11/24	1.5	Attend confirmation hearing on Combined Plan and Disclosure Statement.
38398998	Resnick, Brian M.	10/11/24	1.7	Attend confirmation hearing (0.7); preparations for same (1.0).
38325310	Steinberg, Richard J.	10/11/24	1.2	Prepare for and attend confirmation hearing.
38327583	Sun, Tony	10/11/24	0.5	Attend confirmation hearing on Combined Plan and Disclosure Statement.
38315187	Winiarski, Kevin L.	10/11/24	3.9	Prepare and draft talking points for continued confirmation hearing (1.1); prepare revised Plan and confirmation order for same (1.3); attend same (1.5).
Total BC11 Hearing Preparation/Attendance			130.6	
BC12 Litigation				
38224569	Chen, Chen	10/01/24	1.1	Attend call with SEC regarding subpoena (0.5); correspondence with R. Cohen and others regarding data retention issue (0.6).
38256431	Cohen, Robert A.	10/01/24	0.5	Call with SEC regarding document preservation.
38256583	Paydar, Samira	10/01/24	0.9	Correspond with R. Cohen and others following SEC meeting (0.4); attend SEC meeting with R. Cohen and others (0.5).
38282873	Resnick, Brian M.	10/01/24	0.5	Call with SEC and Davis Polk litigation team regarding investigation.
38329804	Steinberg, Richard J.	10/01/24	0.5	Call with Weil Gotshal regarding Plan-related issues.
38274499	Butler, James C.	10/02/24	2.4	Attend meeting regarding potential Toccata contempt conference (0.2); attend meeting regarding Toccata update with Davis Polk litigation team (0.3); discuss Toccata response in strategy meeting (0.3); review precedent to inform draft sanctions motion against Toccata (1.6).
38245141	Chen, Chen	10/02/24	0.4	Review search terms (0.2); conference with Davis Polk team and others regarding next steps (0.2).
38288102	Lewis, Jonathan H.	10/02/24	0.2	Correspondence and call with Davis Polk case team regarding eDiscovery vendor contracting and document review project management issues.
38306469	McClammy, James I.	10/02/24	1.5	Conference with J. Butler and T. Sun regarding Toccata issues and next steps (0.4); emails and calls regarding Toccata situation (0.5); call with Davis Polk, Huron, and Fisker regarding efforts to collect vehicles and next steps (0.6).
38257767	Paydar, Samira	10/02/24	0.6	Meeting with Huron and Salesforce regarding data storage.
38258411	Paydar, Samira	10/02/24	0.5	Draft summary of Huron data storage meeting for team.
38259676	Paydar, Samira	10/02/24	0.3	Prepare for data storage meeting with R. Steinberg and others.

Time Detail By Project				
Time ID	Name	Date	Hours	Narrative
38330130	Steinberg, Richard J.	10/02/24	1.8	Calls with Morgan Lewis and Weil Gotshal regarding Plan language (0.7); calls with Weil Gotshal and White & Case regarding same (0.9).
38255276	Sun, Tony	10/02/24	1.0	Call with J. McClammy and J. Butler regarding Toccata dispute (0.2); draft email to W. Flolu (0.1); call with W. Flolu, J. McClammy, J. Butler, A. Remming, J. Mueller, and J. Palacios regarding Toccata dispute (0.3); legal research regarding contempt (0.4).
38274473	Butler, James C.	10/03/24	11.1	Draft and coordinate filing of Toccata sanctions motion.
38261102	Chen, Chen	10/03/24	0.5	Correspondence with SEC and Davis Polk team regarding SEC subpoena and meeting schedule.
38306450	McClammy, James I.	10/03/24	1.9	Review and revise motion papers for Toccata sanctions (1.3); call with W. Flolu regarding declaration for Toccata motion (0.6).
38266634	Paydar, Samira	10/03/24	0.6	Correspondence with C. Chen, Davis Polk Ediscovery team, KLDDiscovery team regarding document collection and review.
38265796	Soussan, Susan	10/03/24	0.5	Communications with KLDDiscovery and C. Chen regarding database search requests.
38330529	Steinberg, Richard J.	10/03/24	5.7	Attend to formal and informal Plan objections.
38262076	Sun, Tony	10/03/24	1.4	Legal research regarding contempt remedies (0.5); draft contempt motion per J. Butler (0.6).
38274429	Butler, James C.	10/04/24	0.4	Discuss case workstreams with Davis Polk litigation team.
38271983	Chen, Chen	10/04/24	0.2	Review SEC opposition to Combined Plan and Disclosure Statement.
38306426	McClammy, James I.	10/04/24	0.4	Follow up regarding Toccata issues for return of cars.
38281289	Paydar, Samira	10/04/24	1.1	Review SEC objection to confirmation, related correspondence with team.
38287021	Polubinski, Edmund	10/04/24	0.5	Review and analyze communications regarding coverage correspondence.
38283629	Resnick, Brian M.	10/04/24	0.6	Review Plan objections regarding Fisker Group.
38330542	Steinberg, Richard J.	10/04/24	8.8	Attend to formal and informal Plan objections (5.9); attend to American Lease issues (2.9).
38272092	Sun, Tony	10/04/24	0.4	Call with J. McClammy and J. Butler regarding Toccata dispute (0.3); correspondence with Morris Nichols team regarding same (0.1).
38276651	Butler, James C.	10/05/24	1.0	Discuss U.S. Trustee objection response strategy with J. McClammy (0.3); join meeting with various parties in interest to discuss U.S. Trustee objection response strategy (0.7).
38276653	Butler, James C.	10/05/24	5.2	Draft confirmation brief rider regarding third-party release and opt-out mechanism.
38265846	Chen, Chen	10/05/24	0.6	Confer with R. Cohen and others regarding work Plan regarding SEC subpoena.
38278913	Cohen, Robert A.	10/05/24	0.6	Call with Orrick Herrington and Fisker regarding SEC requests and next steps (0.4); emails with S. Paydar and C. Chen regarding contract with vendor and document review (0.2).

Time Detail By Project				
Time ID	Name	Date	Hours	Narrative
38294372	Lewis, Jonathan H.	10/05/24	0.3	Correspondence with Davis Polk case team and D. Nestor regarding eDiscovery vendor contracting issues.
38281333	Paydar, Samira	10/05/24	0.5	Correspondences with J. Lewis, R. Cohen, C. Chen and others regarding vendor contract.
38287138	Polubinski, Edmund	10/05/24	1.0	Call with Fisker, Orrick Herrington, B. Resnick, and R. Cohen regarding litigation issues.
38283784	Resnick, Brian M.	10/05/24	1.7	Call with White & Case team regarding responses to objections (0.7); call with C. MacGillivray, Orrick Herrington and R. Cohen regarding SEC investigation (0.3); emails and calls with Davis Polk team regarding responses to objections (0.7).
38330569	Steinberg, Richard J.	10/05/24	4.2	Attend to formal and informal Plan objections (2.8); attend to American Lease issues (1.4).
38305142	Butler, James C.	10/06/24	5.1	Draft and revise U.S. Trustee and SEC objection rider.
38294381	Lewis, Jonathan H.	10/06/24	0.2	Correspondence with Davis Polk case team and KLDISCOVERY regarding eDiscovery vendor contracting issues.
38306304	McClammy, James I.	10/06/24	1.0	Calls regarding American Lease/Indago issues with performance.
38281359	Paydar, Samira	10/06/24	0.4	Correspondence with C. Chen and J. Lewis regarding document review.
38328962	Steinberg, Richard J.	10/06/24	3.4	Attend to American Lease issues, including calls with American Lease, Indigo, Fisker, and Huron.
38276719	Sun, Tony	10/06/24	4.3	Prepare for deposition in connection with Toccata dispute (1.5); revise third-party release rider (2.1); legal research regarding same (1.2).
38315770	Butler, James C.	10/07/24	9.5	Attend Davis Polk team workstreams meeting (0.5); further revise opt-out rider to Plan confirmation brief (2.3); draft objection to Toccata claims motion (6.7).
38269749	Chen, Chen	10/07/24	2.8	Attend call with the SEC regarding investigation (0.3); review documents relating to new SEC request, review new SEC subpoena (1.9); attend onboarding call with S. Khan (0.3); attend calls with S. Paydar and ediscovery team regarding first level document review (0.3).
38292954	Cohen, Robert A.	10/07/24	0.4	Call with SEC regarding document availability (0.3); email update to Fisker regarding SEC call (0.1).
38285676	Khan, Shanzah	10/07/24	0.7	Review background materials regarding SEC subpoenas.
38294977	Lewis, Jonathan H.	10/07/24	0.7	Revise KLDISCOVERY contract attorney conflicts form and confidentiality agreement (0.4); correspondence and call with Davis Polk case team and KLDISCOVERY regarding document review staffing and project management issues (0.3).
38306433	McClammy, James I.	10/07/24	1.4	Review, follow up regarding Toccata response to sanctions motion.

Time Detail By Project				
Time ID	Name	Date	Hours	Narrative
38280401	Paydar, Samira	10/07/24	5.5	Draft document review coding form and related correspondences with C. Chen and KLDDiscovery (0.8); draft document review protocol for KLDDiscovery reviewers (0.9); meeting with J. Lewis and C. Chen regarding document review staffing (0.2); call with C. Chen regarding document review protocol and review workstreams (0.1); review and revise conflicts form and related correspondence with J. Lewis (0.3); draft email regarding document review status to R. Cohen (0.3); correspondence with C. Chen and S. Khan regarding matter background (0.2); meeting with SEC, R. Cohen and others regarding document preservation (0.5); correspondence with SEC, C. Chen, and Fisker regarding additional subpoenas and Mayer Brown investigation (0.4); review October 8 subpoena from SEC (1.0); review Board meeting minutes referenced by SEC (0.8).
38292033	Resnick, Brian M.	10/07/24	2.6	Review reply brief (0.3); emails and calls with Fisker, Huron and Davis Polk team regarding Plan objections and responses thereto (1.5); review Plan objections (0.3); call with SEC (0.5).
38328931	Steinberg, Richard J.	10/07/24	3.4	Attend to American Lease issues and settlement term sheet.
38281431	Sun, Tony	10/07/24	3.2	Draft motion to equitably subordinate Toccata (2.4); attend call with Davis Polk and Morris Nichols team regarding confirmation workstreams (0.3); prepare for P. Harrison deposition (0.4).
38315777	Butler, James C.	10/08/24	0.3	Discuss American Lease objection response with Davis Polk team.
38287865	Chen, Chen	10/08/24	0.3	Conference with ediscovery management regarding contract reviewers (0.3);
38808871	Khan, Shanzah	10/08/24	2.1	Analyze subpoenas to update subpoena tracker.
38293141	Khan, Shanzah	10/08/24	0.8	Provide responses to reviewer questions from document review (0.3); prepare responses to document reviewer questions (0.5).
38310679	Lewis, Jonathan H.	10/08/24	0.3	Correspondence and call with Davis Polk case team and KLDDiscovery regarding document review conflicts, staffing, and project management issues.
38294308	Paydar, Samira	10/08/24	0.6	Correspondence with C. Chen, J. Lewis, S. Khan, Epiq team and others regarding various document review workstreams.
38311543	Resnick, Brian M.	10/08/24	2.4	Call with H. Fisker, J. Kramer and C. MacGillivray regarding various litigation issues (0.4); review and revise confirmation brief (1.0); review several drafts of reply to American Lease (0.5); emails and calls with Davis Polk team regarding same (0.5).

Time Detail By Project				
Time ID	Name	Date	Hours	Narrative
38291601	Sun, Tony	10/08/24	5.8	Call with J. McClammy, J. Butler, and R. Steinberg regarding confirmation hearing (0.2); revise opt-out release rider to confirmation brief (0.7); correspondence with Morris Nichols team regarding same (0.1); correspondence with J. McClammy regarding response to American Lease objection (0.1); legal research regarding contract issues per J. Butler (0.5); draft response to American Lease objection (3.5); draft talking points for confirmation hearing (0.2); revise objection to toccata's claim per J. Butler (0.2); revise response to American Lease Objection per J. Butler (0.3).
38294354	Chen, Chen	10/09/24	0.3	Conference with S. Paydar and others regarding document review process.
38301151	Gravesande, Euphemia	10/09/24	0.4	Review KLDDiscovery contract attorney candidate conflicts submissions.
38310792	Lewis, Jonathan H.	10/09/24	0.2	Correspondence with KLDDiscovery regarding document review staffing issues.
38299371	Paydar, Samira	10/09/24	2.5	Review subpoena comparison and document production tracker prepared by S. Khan, related correspondences (0.7); correspond with KLDDiscovery team regarding document review (0.4); revise document review protocol and related correspondence regarding KLDDiscovery reviewer trainings with J. Lewis C. Chen and others (1.4).
38885557	Sun, Tony	10/09/24	2.3	Draft proposed order of contempt finding.
38315920	Butler, James C.	10/10/24	1.7	Further revise contempt order draft for court's entry (1.4); discuss Amperex arbitration claim with Davis Polk litigation team (0.3).
38288236	Chen, Chen	10/10/24	1.3	Attend Planning call with KLDDiscovery, S. Paydar and others (0.8); attend KLDDiscovery document reviewers training call (0.3); confer with R. Cohen and others regarding data retention (0.2).
38313498	Cohen, Robert A.	10/10/24	0.1	Emails regarding Orrick Herrington request regarding database access.
38307196	Gravesande, Euphemia	10/10/24	0.9	Review KLDDiscovery contract attorney candidate conflicts submissions (0.2); correspondence with KLDDiscovery and Davis Polk teams regarding document review staffing and project management (0.7).
38310153	Khan, Shanzah	10/10/24	1.4	Review document protocol in preparation for attending call with first-level reviewers.
38333115	Lewis, Jonathan H.	10/10/24	0.8	Correspondence and call with Davis Polk case team and KLDDiscovery regarding document review staffing, protocol training, and project management issues.

Time Detail By Project				
Time ID	Name	Date	Hours	Narrative
38308206	Paydar, Samira	10/10/24	2.9	Prepare for Planning meeting and document review training meetings with KLD (0.6); meeting with L. Fox, J. Lewis, C. Chen and others regarding document review Planning (0.8); draft email to Fisker regarding counsel list for document review (0.2); conduct training for KLDDiscovery first-level document reviewers with C. Chen and others (0.3); prepare for document review training meeting (0.3); correspondence with KLD regarding preparation of first-level review batches, coding form, document highlighting (0.4); review updated document review protocol drafted by KLDDiscovery (0.2); draft email to R. Cohen providing update on document review status (0.1).
38399229	Resnick, Brian M.	10/10/24	2.0	Prepare for litigation against American Lease (1.6); discuss same with Davis Polk team and White & Case team (0.4).
38307623	Sun, Tony	10/10/24	0.4	Call with J. McClammy and J. Butler regarding Amperex arbitration (0.2); correspondence with J. Butler regarding same (0.1).
38313911	Paydar, Samira	10/11/24	0.7	Communications with KLDDiscovery team regarding first-level document review (0.5); correspondence with L. Fisker, C. Chen and others regarding first-level reviewer questions (0.2).
38325298	Steinberg, Richard J.	10/11/24	4.5	Attend to contested hearing preparation and settlement discussions with the UCC and American Lease.
38310427	Chen, Chen	10/14/24	0.2	Confer with Davis Polk team and others regarding document review.
38325514	Khan, Shanzah	10/14/24	3.6	Prepare responses to first-level reviewer questions.
38387424	Lewis, Jonathan H.	10/14/24	0.3	Correspondence with KLDDiscovery regarding document review staffing and project management issues (0.1); review daily KLDDiscovery status report, document review metrics, contract attorney candidate resume, and conflicts packet (0.2).
38324212	Paydar, Samira	10/14/24	1.3	Correspond with S. Khan, C. Chen, and KLDDiscovery regarding first-level reviewer questions (0.3); analyze the first-level review progress report and correspondence with L. Fox regarding same (0.5); comment on responses to first-level reviewer questions drafted by S. Khan (0.5).
38734284	Steinberg, Richard J.	10/14/24	1.8	Email to SEC counsel (0.1); emails with counsel to AL (0.3); calls and emails with Weil and W&C regarding asset transfer and related confirmation order language (1.4).
38363831	Butler, James C.	10/15/24	1.1	Coordinate payment of Toccata contempt sanctions.
38365462	Chen, Chen	10/15/24	0.2	Confer with R. Cohen and others regarding status update.
38455841	Lewis, Jonathan H.	10/15/24	0.1	Review daily KLDDiscovery status report, document review metrics.

Time Detail By Project				
Time ID	Name	Date	Hours	Narrative
38345460	Paydar, Samira	10/15/24	0.3	Correspond with S. Khan, KLDISCOVERY review team regarding first-level reviewer questions.
38346852	Paydar, Samira	10/15/24	0.5	Analyze first-level review progress report (X.X); correspondence with L. Fox regarding same (X.X).
38734689	Steinberg, Richard J.	10/15/24	2.1	Call with MoFo regarding FAST tool (0.3); call with M. Dealissia regarding same (0.4); review IP deck and other materials (0.5); emails with W&C and MoFo regarding the foregoing (0.9).
38363773	Sun, Tony	10/15/24	1.3	Review fees incurred in connection with Toccata dispute.
38586556	Butler, James C.	10/16/24	2.1	Review Toccata counsel's appeal filing and summarize for litigation trustee.
38345953	Chen, Chen	10/16/24	0.2	Confer with KLDISCOVERY regarding document review status.
38456459	Lewis, Jonathan H.	10/16/24	0.1	Review daily KLDISCOVERY status report, document review metrics.
38439182	Resnick, Brian M.	10/16/24	0.3	Emails with Davis Polk team and M. Dundon regarding Toccata litigation.
38402491	Sun, Tony	10/16/24	0.4	Review Toccata's motion to stay pending appeal (0.2); call with J. McClammy and J. Butler regarding same (0.2).
38586506	Butler, James C.	10/17/24	1.1	Review docket filing and discuss with DPW, MNAT teams.
38493043	Lewis, Jonathan H.	10/17/24	0.1	Review daily KLDISCOVERY status report, document review metrics.
Total BC12 Litigation			158.1	
BC13 Plan; Disclosure Statement; Confirmation				
38282898	Resnick, Brian M.	10/01/24	3.6	Call with White & Case team regarding Plan (0.5); call with Weil Gotshal team regarding Plan (0.5); call with Cooley regarding Plan (0.3); emails and calls with Davis Polk team regarding Plan revisions (1.5); review same (0.8).
38329905	Steinberg, Richard J.	10/01/24	6.1	Calls with White & Case regarding confirmation and Plan (1.0); emails with White & Case and Weil Gotshal regarding revised Plan and confirmation order language (0.4); calls with B. Resnick regarding same (0.5); emails and calls with Huron regarding same (0.5); attend to inbounds regarding voting and opt-outs (0.9); emails with Morgan Lewis regarding proposed Plan revisions (0.8); review and revise Plan regarding NHTSA comments (2.0).
38250893	Winiarski, Kevin L.	10/01/24	1.0	Review and revise liquidating trust agreement (0.4); review confirmation order (0.6).
38283208	Resnick, Brian M.	10/02/24	6.5	Calls and emails with Davis Polk team and Huron team regarding Plan issues (3.3); calls with Weil Gotshal, White & Case and Morrison Foerster regarding same (1.4); calls and emails with Morgan Lewis regarding Plan modifications (1.0); calls with U.S. Attorney's office regarding same (0.5); review revisions to Plan (0.3).

Time Detail By Project				
Time ID	Name	Date	Hours	Narrative
38330168	Steinberg, Richard J.	10/02/24	10.7	Attend to confirmation issues (4.4); review and revise Plan (2.1); calls regarding same (3.1); prepare confirmation tracker (1.1).
38258037	Winiarski, Kevin L.	10/02/24	4.8	Review and revise draft liquidating trust agreement (0.7); call with B. Butterfield regarding same (0.2); call with Davis Polk and Morrison Foerster team regarding Plan (0.7); review and revise draft confirmation order (1.1); review NHTSA comments to Plan (0.5); review and revise Plan to incorporate R. Steinberg and NHTSA comments (1.4).
38283438	Resnick, Brian M.	10/03/24	4.9	Call with Davis Polk team and Huron regarding Plan issues (0.9); call with White & Case, Morrison Foerster and Weil Gotshal regarding same (0.6); emails and calls with Davis Polk team regarding Plan revisions (1.8); review revisions to Plan (0.4); call with U.S. Trustee regarding: Plan issues (1.0); review summary responses thereto (0.2).
38330535	Steinberg, Richard J.	10/03/24	7.8	Review and revise Plan, confirmation order, and related documents.
38269375	Winiarski, Kevin L.	10/03/24	2.9	Call with Davis Polk and Huron teams regarding Plan issues (0.7); attention to emails and comments on Plan from various case parties (0.3); review and revise confirmation order to incorporate comments from case parties (1.8).
38270881	Leary, Amber	10/04/24	4.1	Prepare for confirmation hearing, including numerous discussions with Davis Polk team and review of pleadings.
38306463	McClammy, James I.	10/04/24	3.4	Call with J. Butler and T. Sun regarding confirmation brief issues (0.4); review and comment regarding confirmation brief (1.3); prepare regarding upcoming contested issues at confirmation (1.7).
38283664	Resnick, Brian M.	10/04/24	3.0	Review revisions to Plan (0.8); calls with Davis Polk team regarding same (0.5); call with Morrison Foerster regarding same (0.5); call with U.S. Trustee regarding same (0.4); emails regarding same (0.8).
38330547	Steinberg, Richard J.	10/04/24	4.3	Review and revise Plan, confirmation order, and related documents.
38270838	Winiarski, Kevin L.	10/04/24	3.7	Review and revise draft confirmation order (2.5); call with Morrison Foerster regarding same (0.5); call with R. Steinberg and Morris Nichols team regarding same and confirmation workstreams (0.7).
38275266	Leary, Amber	10/05/24	1.0	Attend call with Davis Polk team and White & Case regarding Plan (0.5); review Plan objections (0.5).

Time Detail By Project				
Time ID	Name	Date	Hours	Narrative
38306373	McClammy, James I.	10/05/24	3.5	Call Davis Polk, White & Case regarding U.S. Trustee objection and confirmation strategy (0.5); call with J. Butler and T. Sun regarding response to U.S. Trustee objection (0.6); review consensual release cases (1.6); call with Davis Polk and Huron regarding American Lease issues (0.8).
38283797	Resnick, Brian M.	10/05/24	1.5	Emails and calls with White & Case, Davis Polk and others regarding Plan modifications.
38330570	Steinberg, Richard J.	10/05/24	3.0	Review and revise Plan, confirmation order, and related documents.
38275273	Winiarski, Kevin L.	10/05/24	2.3	Review and revise confirmation brief (2.0); emails with A. Leary regarding same (0.3).
38291904	Resnick, Brian M.	10/06/24	2.3	Emails and calls with Davis Polk team, Huron and other parties regarding Plan and confirmation order.
38328984	Steinberg, Richard J.	10/06/24	4.0	Review and revise Plan and confirmation order and related documents.
38306307	McClammy, James I.	10/07/24	3.4	Review and comment regarding confirmation brief and objections (2.2); calls, emails regarding SEC confirmation order issues (1.2).
38292047	Resnick, Brian M.	10/07/24	3.7	Emails with various parties regarding confirmation order (2.2); discuss same with R. Steinberg (0.4); emails regarding Plan revisions (0.7); call with S. Greissman regarding Plan issues (0.4).
38328907	Steinberg, Richard J.	10/07/24	6.9	Review and revise Plan and confirmation order, as well as related documents.
38284584	Winiarski, Kevin L.	10/07/24	6.5	Call with Davis Polk and Morris Nichols teams regarding confirmation workstreams (0.5); calls with Morrison Foerster regarding same (0.5); review and revise confirmation order and Plan to incorporate comments from various parties (4.2); attention to emails regarding same (0.2); discuss same with R. Steinberg and A. Leary (1.1).
38311550	Resnick, Brian M.	10/08/24	2.6	Review and revise several drafts of Plan (1.4); emails and calls with Davis Polk team regarding same (1.3); call with S. Greissman regarding same (0.2); call with D. Mannal regarding same (0.2); emails with White & Case and other parties regarding same (0.5).
38292024	Winiarski, Kevin L.	10/08/24	9.8	Multiple rounds of review and revision of confirmation order, Combined Plan and Disclosure Statement, and brief in support of confirmation (6.1); calls with R. Steinberg and A. Leary team regarding confirmation brief (2.2); calls with B. Butterfield regarding Plan and trust documents (0.3); finalize declarations, Plan, and related documents for filing (1.2).
38306267	McClammy, James I.	10/09/24	0.8	Call regarding American Lease objection and strategy.
38314635	Resnick, Brian M.	10/09/24	2.2	Negotiate Plan provisions with various parties.
38327399	Steinberg, Richard J.	10/09/24	3.4	Attend to Plan confirmation workstreams and issues.

Time Detail By Project				
Time ID	Name	Date	Hours	Narrative
38885496	Winiarski, Kevin L.	10/09/24	1.3	Review and revise confirmation order and Combined Plan and Disclosure Statement.
38306089	Leary, Amber	10/10/24	1.1	Attend to post-confirmation matters and emergence workstreams.
38340408	McClammy, James I.	10/10/24	4.3	Prepare regarding potential American Lease Plan objection litigation (2.5); calls regarding resolution of American Lease objection (1.8).
38399272	Resnick, Brian M.	10/10/24	0.8	Discuss Plan modifications with R. Steinberg and others (0.5); review same (0.3).
38325616	Steinberg, Richard J.	10/10/24	7.9	Attend to Plan confirmation workstreams and issues.
38311847	Winiarski, Kevin L.	10/10/24	4.8	Review and revise draft Combined Plan and Disclosure Statement to incorporate various creditor comments (2.5); review and revise draft confirmation order regarding same (1.4); review and revise Plan Supplements regarding same (0.9).
38340404	McClammy, James I.	10/11/24	1.3	Attend all-counsel call regarding potential resolution of American Lease objection (0.8); call Davis Polk, Fisker, Huron, and SEC regarding document preservation issues (0.5).
38399002	Resnick, Brian M.	10/11/24	7.3	Calls with White & Case, Morrison Foerster and Davis Polk teams regarding Plan settlement (3.5); review and revise documents regarding same (0.8); calls with Fisker and Huron regarding same (1.0); calls with Davis Polk team regarding same (2.0).
38325279	Steinberg, Richard J.	10/11/24	8.0	Attend to Plan confirmation workstreams and issues.
38319501	Winiarski, Kevin L.	10/12/24	0.8	Review and revise draft Plan and confirmation order to incorporate post-hearing comments.
38325226	Steinberg, Richard J.	10/13/24	2.5	Review and revise Plan, confirmation order, and related documents.
38324166	Winiarski, Kevin L.	10/13/24	0.4	Call with R. Steinberg regarding Plan comments and workstreams.
38329510	Leary, Amber	10/14/24	2.1	Prepare for and attend meetings regarding emergence matters.
38397795	Resnick, Brian M.	10/14/24	4.2	Call with Morrison Foerster regarding Plan issues (0.5); review revisions to Plan and confirmation order (0.4); discuss same with Davis Polk team (0.8); emails with various constituencies regarding same (1.3); call with Huron regarding various Plan effectiveness issues (1.2).

Time Detail By Project				
Time ID	Name	Date	Hours	Narrative
38734290	Steinberg, Richard J.	10/14/24	10.3	Review and revise Plan and confirmation order (2.8); emails with parties in interest regarding same (0.9); calls with MoFo regarding confirmation and effective date and post-effective date workstreams (0.9); workstreams calls with Huron, Morris Nichols, and Fisker (1.1); calls with Huron regarding budget and sources and uses (1.1); review and revise same (1.0); calls with White & Case regarding confirmation and effective date (0.7); draft service request form and reimbursement notice and updates to Fisker website (1.8).
38326158	Winiarski, Kevin L.	10/14/24	4.9	Review and revise draft Combined Disclosure Statement and Plan to incorporate post-hearing comments (1.3); review and revise draft confirmation order regarding same (1.5); attention to various confirmation and emergence workstreams, including finalizing professional fee escrow agreement, trust agreements, and signature pages for same (2.1).
38439663	Resnick, Brian M.	10/15/24	3.0	Review various drafts of Plan and confirmation order (0.3); emails with White & Case, Morrison Foerster and Davis Polk teams regarding same (1.5); discuss same with R. Steinberg and K. Winiarski (1.2).
38734539	Steinberg, Richard J.	10/15/24	9.6	Review and revise Plan, confirmation order, and related documents (4.8); emails and calls with parties in interest regarding same (4.2); meeting with the Davis Polk team regarding same (0.6).
38345259	Winiarski, Kevin L.	10/15/24	10.1	Review and revise draft confirmation order to incorporate various post-hearing comments (3.1); multiple calls with Morrison Foerster and White & Case teams regarding same (1.0); multiple emails and calls with B. Resnick and R. Steinberg regarding same (1.1); attention to various confirmation and emergence workstreams, including professional fee escrow agreement, trust agreements, and signature pages (4.0); multiple calls with Citibank, Morrison Foerster, and White & Case regarding same (0.8).
38439225	Resnick, Brian M.	10/16/24	1.8	Emails with Davis Polk team and other parties regarding closing issues (0.8); calls with R. Steinberg and K. Winiarski regarding same (0.8); closing all (0.2).
38734741	Steinberg, Richard J.	10/16/24	9.5	Emails and calls with parties in interest regarding revised confirmation order (2.2); calls with C. MacGillivray regarding confirmation and effective date (0.6); prepare for and attend closing call (1.2); attend to closing (5.5).

Time Detail By Project				
Time ID	Name	Date	Hours	Narrative
38385514	Winiarski, Kevin L.	10/16/24	5.0	Attention to various confirmation and emergence workstreams, including finalizing escrow agreement, trust agreements, and intellectual property assignment agreement (2.3); coordinate signature page collection of same (0.5); calls with White & Case and Morrison Foerster team regarding same (0.8); finalize all documents for emergence and closing (0.7); prepare for and attend closing call (0.6).
38735167	Steinberg, Richard J.	10/17/24	3.5	Emails with MNAT and Weil regarding opt-outs (0.5); call with C. MacGillivray and J. Dubel regarding effectiveness of Plan (0.8); calls with HCG regarding distributions and Plan effectiveness (1.5); draft transition checklist (0.3); call with W&C regarding post-effective date workstreams (0.4).
Total BC13 Plan; Disclosure Statement; Confirmation			228.2	
BC14 Regulatory; Antitrust; Tax; IP				
38306796	Matlock, Tracy L.	10/03/24	0.2	Email with Davis Polk team regarding tax attributes order.
38315472	Eck, Georgianna	10/11/24	0.4	Confer with Caroline Peters regarding status of tax documents.
38474781	Matlock, Tracy L.	10/17/24	0.1	Email and discussions with C. Goodman regarding emergence workstreams.
Total BC14 Regulatory; Antitrust; Tax; IP			0.7	
BC16 Retention DPW: Preparation of Fee Applications, Budgeting				
38313542	Giddens, Magali	10/04/24	0.9	Review and revise September billing detail.
38313598	Giddens, Magali	10/07/24	1.7	Review and revise September invoice for privilege and confidentiality.
38340691	Giddens, Magali	10/11/24	2.1	Review and revise September invoice for privilege and confidentiality.
38739381	Giddens, Magali	10/14/24	3.8	Review and revise September and October billing detail for privilege and confidentiality.
38324176	Winiarski, Kevin L.	10/14/24	1.1	Review and revise September invoices for privilege and confidentiality.
38807069	Giddens, Magali	10/17/24	4.1	Review and revise September billing detail (3.8); correspondence with K. Winiarski and D. Shirley regarding same (0.4).
Total BC16 Retention DPW: Preparation of Fee Applications, Budgeting			13.7	
BC17 Retention Non-DPW: Prep of Retention-Related Materials				
38313608	Winiarski, Kevin L.	10/11/24	0.7	Review and revise September invoices for privilege and confidentiality.
38734548	Steinberg, Richard J.	10/15/24	0.2	Emails with Morris Nichols regarding ordinary course professionals.
Total BC17 Retention Non-DPW: Prep of Retention-Related Materials			0.9	

Time Detail By Project				
Time ID	Name	Date	Hours	Narrative
BC18 Travel (Non-Working)				
38315786	Butler, James C.	10/08/24	1.5	Travel to Delaware for confirmation hearing.
38306279	McClammy, James I.	10/08/24	0.6	Travel to Delaware for confirmation hearing.
38311556	Resnick, Brian M.	10/08/24	0.6	Travel to Delaware for confirmation hearing.
38315817	Butler, James C.	10/09/24	1.5	Return travel from the confirmation hearing.
38306237	McClammy, James I.	10/09/24	0.6	Return travel from Delaware (split with other matter that required DE travel).
38314665	Resnick, Brian M.	10/09/24	0.6	Travel from Delaware to New York.
38306446	Winiarski, Kevin L.	10/09/24	1.0	Travel from Wilmington, Delaware to New York City following confirmation hearing.
Total BC18 Travel (Non-Working)			6.4	
TOTAL		622.4		

EXHIBIT B

EXPENSE SUMMARY

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

October 1, 2024 through October 17, 2024

Expense Category	Total Expenses
Court and Related Fees	\$17.50
Postage, Courier & Freight	\$26.56
Outside Documents & Research	\$33.50
Meals	\$813.27
Travel	\$7,697.26
Computer Research (Westlaw/Lexis)	\$842.72
Litigation Support	\$1,407.60
Grand Total Expenses	\$10,838.41

Date	Expense Type	Description	Amount
10/03/24	Computer research	Westlaw usage by SUN,TONY on 10/03/2024	\$44.93
10/05/24	Computer research	Westlaw usage by BUTLER,JAMES on 10/05/2024	\$28.26
10/06/24	Computer research	Westlaw usage by SUN,TONY on 10/06/2024	\$113.02
10/07/24	Computer research	Westlaw usage by SUN,TONY on 10/07/2024	\$113.02
10/07/24	Computer research	Westlaw usage by ZALECK,MARK on 10/07/2024	\$65.72
10/07/24	Computer research	LEXIS; SEARCH;ACCESS CHARGE	\$75.79
10/07/24	Computer research	Westlaw usage by WINIARSKI,KEVI on 10/07/2024	\$28.26
10/08/24	Computer research	Westlaw usage by BUTLER,JAMES on 10/08/2024	\$28.26
10/08/24	Computer research	Westlaw usage by SUN,TONY on 10/08/2024	\$216.21
10/09/24	Computer research	LEXIS; US TREATISES;DOC ACCESS	\$72.73
10/10/24	Computer research	Westlaw usage by SUN,TONY on 10/10/2024	\$28.26
10/10/24	Computer research	Westlaw usage by BUTLER,JAMES on 10/10/2024	\$28.26
10/07/24	Court and related fees	Pacer transactions 10/2024	\$17.50
10/07/24	Litigation Support	Lit Doc Mgt - Data Storage	\$1,407.60
09/09/24	Meals	Payee: Steinberg, Richard J., Amtrak, 9/9/2024,	\$27.00
09/09/24	Meals	Payee: Steinberg, Richard J., Amtrak, 9/9/2024,	\$8.50
09/09/24	Meals	Payee: Steinberg, Richard J., Auoin Hotel, 10/9/2024,	\$26.00
09/27/24	Meals	Payee: Steinberg, Richard J., Capital Grill, 9/27/2024,	\$283.54

Date	Expense Type	Description	Amount
10/02/24	Meals	SeamlessWeb delivery from Hatsuhana to KL Winiarski at 18:32:04	\$37.00
10/08/24	Meals	Winiarski, Kevin L., Travel Meal, The Quion Hotel	\$6.00
10/08/24	Meals	Payee: Butler, James C., Hotel Dupont, 10/8/2024, Breakfast	\$67.59
10/08/24	Meals	Payee: Butler, James C., Birch Coffee, 10/8/2024, Coffee	\$5.99
10/08/24	Meals	Winiarski, Kevin L., Seamless, Chick-fil-A, OT Meal, 6:41 pm	\$36.32
10/09/24	Meals	Payee: Butler, James C., Hotel Dupont, 10/9/2024,	\$9.21
10/09/24	Meals	Payee: Butler, James C., Hotel Dupont, 10/9/2024, Breakfast	\$60.47
10/09/24	Meals	Payee: Butler, James C., Jimmy Johns, 10/9/2024, Lunch	\$11.00
10/09/24	Meals	Payee: Steinberg, Richard J., Amtrak, 10/9/2024,	\$8.69
10/09/24	Meals	Payee: Steinberg, Richard J., Amtrak, 10/9/2024,	\$8.97
10/09/24	Meals	Payee: Steinberg, Richard J., Amtrak, 10/9/2024,	\$19.00
10/11/24	Meals	Catering for client meeting with Davis Polk and Fisker teams at Davis Polk offices	\$168.21
10/15/24	Meals	Winiarski, Kevin L., Seamless, Dos Toros, 7:39 pm	\$29.78
10/06/24	Outside Documents & Research	courtlink: SEARCH ACCESS CHARGE For JAMES BUTLER	\$6.52
10/06/24	Outside Documents & Research	courtlink: US DOCKETS DOC ACCESS For JAMES BUTLER	\$0.23
10/07/24	Outside Documents & Research	courtlink: SEARCH ACCESS CHARGE For MARK ZALECK	\$22.80
10/17/24	Outside Documents & Research	courtlink: COURTLINK DOCKET UPDATE DOCKET UPDATE For JAMES BUTLER	\$0.23
10/17/24	Outside Documents & Research	courtlink: COURTLINK ONLINE DOC VIEW COURTLINK ONLINE DOC VIEW For JAMES BUTLER	\$0.23

Date	Expense Type	Description	Amount
10/17/24	Outside Documents & Research	courtlink: SEARCH ACCESS CHARGE For JAMES BUTLER	\$3.26
10/17/24	Outside Documents & Research	courtlink: US DOCKETS DOC ACCESS For JAMES BUTLER	\$0.23
10/08/24	Postage, courier & freight	From Kevin L. Winiarski to Wendy Franklin/Fisker Inc, FedEx	\$26.56
07/29/24	Travel	Payee: Steinberg, Richard J., 7/29/2024, , Uber, Newark Amtrak, Home	\$35.98
08/05/24	Travel	Payee: Steinberg, Richard J., 8/5/2024, , NYC Taxi, Penn Station, DPW	\$17.60
08/07/24	Travel	Payee: Steinberg, Richard J., 8/7/2024, , NYC Taxi, Penn Station, DPW	\$24.36
08/15/24	Travel	Payee: Steinberg, Richard J., 212 E 44th St. Gar., 8/15/2024,	\$27.00
08/19/24	Travel	Payee: Steinberg, Richard J., 8/19/2024, , Amtrak, (B), Wilmington DE, Newark NJ	\$358.00
08/19/24	Travel	Payee: Steinberg, Richard J., 8/18/2024, , Amtrak, (B), Newark NJ, Wilmington DE	\$95.00
08/19/24	Travel	Payee: Steinberg, Richard J., 8/19/2024, , Uber, 100 S French St, Wilmington, DE 19801, US, 1201 N Market St, Wilmington, DE 19801, US	\$12.24
08/19/24	Travel	Payee: Steinberg, Richard J., 8/19/2024, , Uber, Home, Newark Amtrak	\$32.21
08/20/24	Travel	Payee: Steinberg, Richard J., 8/19/2024, , Uber, Newark Amtrak, Home	\$41.95
08/29/24	Travel	Payee: Steinberg, Richard J., 212 E 44th St. Gar., 8/29/2024,	\$27.00
09/04/24	Travel	Payee: Steinberg, Richard J., 9/4/2024, , Uber, Penn Station, DPW	\$23.97
09/05/24	Travel	Payee: Steinberg, Richard J., OT 1:31 AM, Uber,	\$132.84
09/05/24	Travel	Payee: Steinberg, Richard J., East 44th St. Garage LLC, 9/5/2024,	\$27.00

Date	Expense Type	Description	Amount
09/08/24	Travel	Payee: Steinberg, Richard J., 9/8/2024, , Amtrak, (F), Newark NJ, Wilmington DE	\$251.00
09/09/24	Travel	Payee: Steinberg, Richard J., 9/9/2024, , Amtrak, (B), Wilmington DE, Newark NJ	\$95.00
09/09/24	Travel	Payee: Steinberg, Richard J., 9/9/2024-9/9/2024, , DuPont	\$394.90
09/09/24	Travel	Payee: Steinberg, Richard J., 9/9/2024, , Uber, Home, Newark Amtrak	\$34.96
09/09/24	Travel	Payee: Steinberg, Richard J., 9/9/2024, , Uber, Newark Amtrak, Home	\$44.83
10/02/24	Travel	Butler, James C, Amtrak, New York to Wilmington	\$229.50
10/02/24	Travel	AMTRAK/Butler,James C/10-02-24/Service Fee/Coach	\$33.13
10/07/24	Travel	Leary, Amber, 8:50 PM, OT Taxi from Davis Polk offices to Home	\$24.72
10/08/24	Travel	Leary, Amber, Amtrak, New York to Wilmington, DE	\$207.00
10/08/24	Travel	Payee: Steinberg, Richard J., 10/8/2024, , Amtrak, (B), Newark NJ, Wilmington DE	\$185.00
10/08/24	Travel	Resnick, Brian M., The Quoin Hotel	\$299.83
10/08/24	Travel	Winiarski, Kevin L., The Quoin Hotel	\$651.87
10/08/24	Travel	Leary, Amber, The Quoin Hotel	\$530.76
10/08/24	Travel	Payee: Butler, James C., 10/8/2024, , Uber, Train station, Hotel	\$17.96
10/08/24	Travel	Payee: Butler, James C., 10/8/2024, , Uber, Home, Train station	\$22.95
10/08/24	Travel	Payee: Butler, James C., 10/8/2024-10/9/2024, , Hotel Du Pont	\$1,351.90
10/08/24	Travel	Winiarski, Kevin L., Amtrak, Wilmington to New York	\$207.00
10/08/24	Travel	Winiarski, Kevin L., The Quoin Hotel	\$645.87
10/09/24	Travel	Winiarski, Kevin L., Amtrak, New York to Wilmington	\$241.00
10/09/24	Travel	Winiarski, Kevin L., Uber, Morris Nichols offices to Wilmington train station	\$7.80

Date	Expense Type	Description	Amount
10/09/24	Travel	Payee: Butler, James C., 10/9/2024, , Curb, Train station, Home	\$30.30
10/09/24	Travel	Payee: Butler, James C., 10/9/2024, , Uber, Hotel, Court	\$53.94
10/09/24	Travel	Payee: Butler, James C., 10/9/2024, , Uber, Court, Train station	\$6.49
10/09/24	Travel	Payee: Steinberg, Richard J., 10/9/2024, , Amtrak, (B), Wilmington DE, Newark NJ	\$288.00
10/09/24	Travel	Payee: Steinberg, Richard J., 9/8/2024, , Uber, 100 S French St, Wilmington, DE 19801, US, 1007 N Market St, Wilmington, DE 19801, US	\$8.95
10/09/24	Travel	Payee: Steinberg, Richard J., 10/8/2024, , Uber, Newark, Wilmington DE	\$194.48
10/09/24	Travel	Payee: Steinberg, Richard J., ParkFast, 10/7/2024,	\$32.00
10/09/24	Travel	Leary, Amber, Amtrak, Wilmington, DE to New York	\$301.00
10/09/24	Travel	Leary, Amber, Car service from Wilmington Amtrak station to Morris Nichols offices	\$44.15
10/09/24	Travel	Payee: Steinberg, Richard J., 10/9/2024, , Uber, Newark Amtrak, Home	\$44.19
10/09/24	Travel	Resnick, Brian, Amtrak, Wilmington to New York, Split Charge	\$142.20
10/09/24	Travel	Butler, James, Amtrak, Wilmington to New York	\$186.30
10/09/24	Travel	Butler, James, Amtrak service fee	\$33.13
			\$10,838.41

EXHIBIT C

FINAL APPLICATION SUMMARY

Final Application Summary	
Name of Applicant	Davis Polk & Wardwell LLP
Name of Client	The Debtors
Time period covered by Final Application	June 17, 2024 through October 17, 2024
Total compensation sought during Final Period	\$7,350,083.75
Total expenses sought during Final Period	\$48,218.19
Petition Date	June 17, 2023
Retention Date	July 15, 2024, <i>nunc pro tunc</i> to June 17, 2024
Date of order approving employment	July 15, 2024
Total allowed compensation paid to date	\$4,074,164.60
Total allowed expenses paid to date	\$26,482.13
Total compensation approved by interim order to date	\$0.00
Total expenses approved by interim order to date	\$0.00
Blended rate in the Final Application for all partners	\$2,346
Blended rate in the Final Application for all attorneys	\$1,764.38
Blended rate in the Final Application for all timekeepers	\$1,647.71
Compensation sought in the Final Application already paid pursuant to a monthly compensation certificate but not yet allowed	\$4,074,164.60
Expenses sought in the Final Application already paid pursuant to a monthly compensation certificate but not yet allowed.	\$26,482.13

Number of professionals included in Final Application	35
If applicable, number of professionals in the Final Application not included in staffing plan approved by client.	N/A
If applicable, difference between fees budgeted and compensation sought for the Final Period	N/A
Number of professionals billing fewer than 15 hours to the case during the Final Period	18
Are any rates higher than those approved or disclosed at retention?	No.