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Counsel and Proposed Counsel for the Debtor and Debtor in Possession

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re:)
) Chapter 11
)
HIGHLAND CAPITAL MANAGEMENT, L.P.,¹) Case No. 19-34054-sgj11
)
)
Debtor.)

DISCLOSURE DECLARATION OF ORDINARY COURSE PROFESSIONAL

STATE OF CALIFORNIA)
) ss:
COUNTY OF LOS ANGELES)

¹ The Debtor’s last four digits of its taxpayer identification number are (6725). The headquarters and service address for the above-captioned Debtor is 300 Crescent Court, Suite 700, Dallas, TX 75201.



I, Charles J. Harder, hereby declare, under penalty of perjury, as follows, pursuant to the provisions of 28 U.S.C. § 1746:

1. I am a partner of HARDER LLP (the “Firm”) which maintains offices at 132 S. Rodeo Drive, Fourth Floor, Beverly Hills, CA 90212.
2. This Declaration is submitted in connection with an order of the United States Bankruptcy Court for the District of Delaware dated November 26, 2019, authorizing the above-captioned debtor and debtor in possession (the “Debtor”) to retain certain professionals in the ordinary course of business during the pendency of the Debtor’s chapter 11 case (the “Case”).
3. The Firm, through me, and members of the firm, have represented and advised the Debtor as counsel of record for Debtor in the underlying proceedings and current appeal in the lawsuit filed by Debtor against Dow Jones & Company, Inc., Matthieu Wirz and Aaron Kuriloff, in the Supreme Court of the State of New York, County of New York, Case Index No. 151322-2018, entitled *Highland Capital Management, L.P., v. Dow Jones & Company, Inc., et al.*, which lawsuit was filed on February 9, 2018 (the “Lawsuit”).
4. The Debtor has requested, and the Firm has agreed, to continue to provide services to the Debtor pursuant to section 327 of chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) with respect to such matters. Additionally, the Debtor has requested, and the Firm proposes to render, the following services to the Debtor: The continued representation of Debtor as counsel of record in the Lawsuit, which representation included but

was not limited to, representation of Debtor at oral argument for the appeal in the Lawsuit on November 21, 2019.

5. The Debtor has requested, and the Firm proposes to render, such services to the following entities: Highland Capital Management, L.P.

6. The Firm's current customary hourly rates, subject to change from time to time, are: Charles J. Harder, \$950.00; Anthony J. Harwood, \$790.00; Lan P. Vu, \$690.00; and Steven Frackman, \$625.00. In the normal course of business, the Firm revises its regular hourly rates on January 1 of each year and requests that, effective January 1 of each year, the aforementioned rates be revised to the regular hourly rates which will be in effect at that time.

7. To the best of my knowledge, formed after due inquiry, neither I, the Firm, nor any employee thereof has any connection with the Debtor or currently represents any of its creditors, other parties-in-interest, the Office of the United States Trustee or any person employed by the Office of the United States Trustee with respect to the matters upon which it is to be engaged, and the Firm does not, by reason of any direct or indirect relationship to, connection with, or interest in the Debtor, hold or represent any interest adverse to the Debtor, its estate or any class of creditors or equity interest holders.

8. Thus, I believe that the Firm's representation of such entities in matters entirely unrelated to the Debtor is not adverse to the Debtor's interests, or the interests of its creditors or estate in respect of the matters for which the Firm will be engaged, nor will such services impair the Firm's ability to represent the Debtor in the ordinary course in this case.

9. In addition, although unascertainable at this time after due inquiry, due to the magnitude of the Debtor's potential universe of creditors and the Firm's clients, the Firm may have in the past represented, currently represent, and may in the future represent entities that are claimants of the Debtor in matters entirely unrelated to the Debtor and its estate. The Firm does not and will not represent any such entity in connection with this pending Case and does not have any relationship with any such entity, attorneys or accountants that would be adverse to the Debtor or its estate.

10. To the best of my knowledge, formed after due inquiry, neither I, the Firm, nor any employee thereof has any affiliation with the Debtor, the Debtor's affiliates, Mr. James Dondero, or Mr. Mark Okada.

11. The Firm's process of ascertaining what, if any, connection it may have with any interest adverse to the Debtor, its estate or any class of creditors or equity interest holders, consists of the following: The Firm has run an internal check of conflicts, including an electronic search of the Firm's records and a direct inquiry of the Firm's personnel for any prior or current relationship with any of the interested parties identified in this case.

12. In the past year, the Firm has rendered services that have not yet been billed or that have been billed but with respect to which payment has not yet been received. The Firm is currently owed \$5,464.13 on account of such prepetition services.

13. In light of the foregoing, I believe that the Firm does not hold or represent any interest materially adverse to the Debtor, its estate, creditors, or equity interest holders, as identified to the Firm, with respect to the matters in which the Firm will be engaged.

14. Except as set forth herein, no promises have been received by the Firm or any partner, associate or other professional thereof as to compensation in connection with this case other than in accordance with the provisions of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware, and orders of this Court.

15. The Firm further states that it has not shared, nor agreed to share any compensation received in connection with this case with another party or person, other than as permitted by section 504(b) of the Bankruptcy Code and Bankruptcy Rule 2016.

[Remainder of page intentionally left blank]

16. The foregoing constitutes the statement of the Firm pursuant to sections 329 and 504 of the Bankruptcy Code and Federal Rules of Bankruptcy Procedure 2014 and 2016(b).

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed on December 5, 2019 at Beverly Hills, California.



Charles J. Harder
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Dated: December 12, 2019.

Respectfully submitted,

HAYWARD & ASSOCIATES PLLC

By: /s/ Zachery Z. Annable

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*Proposed Counsel for the Debtor and
Debtor-in-Possession*

CERTIFICATE OF SERVICE

The undersigned hereby certifies that, on December 12, 2019, true and correct copies of the foregoing *Disclosure Declaration of Ordinary Course Professional* were served (i) electronically via the Court’s CM/ECF system upon all parties receiving electronic notice in the above-captioned bankruptcy case, and (ii) on the below-listed “Notice Parties” (as defined in the *Order Pursuant to Sections 105(a), 327, 328, and 330 of the Bankruptcy Code Authorizing the Debtor to Retain, Employ, and Compensate Certain Professionals Utilized by the Debtors in the Ordinary Course of Business*) via (a) first class United States mail, postage prepaid, at the addresses listed below and (b) where applicable, via electronic mail at the email addresses listed below.

/s/ Zachery Z. Annable
Zachery Z. Annable, Esq.

<p>Counsel for Debtor:</p> <p>Pachulski Stang Ziehl & Jones LLP Attn: James E. O’Neill, Esq. 919 N. Market Street, 17th Floor Wilmington, DE 19801 Email:</p>	<p>Office of the United States Trustee:</p> <p>Office of the United States Trustee 844 King Street, Suite 2207 Lockbox 35 Wilmington, DE 19801</p>
<p>Office of the United States Trustee:</p> <p>Office of the United States Trustee 1100 Commerce Street Room 976 Dallas, TX 75202</p>	<p>Counsel for the Official Committee of Unsecured Creditors:</p> <p>Sidley Austin LLP Attn: Jessica Boelter, Esq. 787 Seventh Avenue New York, NY 10019 Email: jboelter@sidley.com</p>
<p>Counsel for the Official Committee of Unsecured Creditors:</p> <p>Sidley Austin LLP Attn: Bojan Guzina One South Dearborn Street Chicago, IL 60603 Email: bguzina@sidley.com</p>	<p>Counsel for the Official Committee of Unsecured Creditors:</p> <p>Young Conaway Stargatt & Taylor, LLP Attn: Michael R. Nestor, Esq. Rodney Square 1000 N. King Street Wilmington, DE 19801 Email: mnestor@ycst.com</p>