

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

In re:  
  
AN GLOBAL LLC, *et al.*,<sup>1</sup>  
  
Debtors.

Chapter 11  
  
Case No. 23-11294 (JKS)  
  
(Jointly Administered)  
  
**Objection Deadline: April 22, 2024 at 4:00 p.m. (ET)**

**SUMMARY OF FIFTH MONTHLY APPLICATION OF POTTER  
ANDERSON & CORROON LLP FOR COMPENSATION FOR SERVICES  
RENDERED AND FOR REIMBURSEMENT OF EXPENSES AS  
CO-COUNSEL TO THE DEBTORS AND DEBTORS IN POSSESSION  
FOR THE PERIOD JANUARY 1, 2024 THROUGH JANUARY 31, 2024**

Name of Applicant: Potter Anderson & Corroon LLP

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

Date of Retention: October 3, 2023,  
effective as of August 28, 2023

Period for which Compensation  
and Reimbursement are Sought: January 1, 2024 through January 31, 2024

Amount of Compensation Sought as Actual,  
Reasonable, and Necessary: \$110,304.50

Amount of Expense Reimbursement Sought  
as Actual, Reasonable, and Necessary: \$452.05

This is a(n): √ monthly        interim        final application

<sup>1</sup> The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor’s federal tax identification number or registration number in the applicable jurisdiction, are: AN Global LLC (5504); AgileThought, Inc. (2509); 4th Source, LLC (7626); AgileThought Brasil Servicos de Consultoria Em Software (01-20); AgileThought Digital Solutions, S.A.P.I. de C.V. (3KR0); AgileThought México S.A. de C.V. (7E46); AgileThought, LLC (7076); AGS Alpama Global Services USA, LLC (0487); AN Extend, S.A. de C.V. (1D80); AN Evolution, S. de R.L. de C.V. (7973); AN UX, S.A. de C.V. (7A42); Cuarto Origen, S. de R.L. de C.V. (0IQ9); Entrepids México, S.A. de C.V. (OCYA); Facultad Analytics, S.A.P.I. de C.V. (6G37); Faktos Inc., S.A.P.I. de C.V. (3LLA); IT Global Holding LLC (8776); Tarnow Investment, S.L. (No Tax ID); and Anzen Soluciones, S.A. de C.V. (No Tax ID). The Debtors’ headquarters are located at 222 W. Las Colinas Boulevard, Suite 1650E, Irving, Texas 75039.



**Previously Filed Applications:**

<b>DATE FILED</b>	<b>PERIOD COVERED</b>	<b>REQUESTED FEES</b>	<b>REQUESTED EXPENSES</b>	<b>APPROVED FEES (80%)</b>	<b>APPROVED EXPENSES (100%)</b>	<b>20% HOLDBACK</b>
11/2/2023	08/28/2023-09/30/2023	\$355,592.50	\$13,883.58	\$284,474.00	\$13,883.58	\$71,118.50
11/27/2023	10/01/2023-10/31/2023	\$218,249.00	\$6,681.79	\$174,599.20	\$6,681.79	\$43,649.80
12/29/2023	11/01/2023-11/30/2023	\$193,993.50	\$884.05	\$155,194.80	\$884.05	\$38,798.70
3/4/2024	12/01/2023-12/31/2023	\$139,597.50	\$3,436.47	\$111,678.00	\$3,436.47	\$27,919.50

**COMPENSATION BY PROFESSIONAL  
JANUARY 1, 2024 THROUGH JANUARY 31, 2024**

<b>Name of Professional Individual</b>	<b>Position, year assumed position, prior relevant experience, year of obtaining relevant license to practice</b>	<b>Hourly Billing Rate (including changes)</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
Jeremy W. Ryan	Joined firm as Partner in 2009. Member of DE Bar since 1997.	\$1,075.00	29.3	\$31,497.50
Michael W. Whittaker	Joined firm as an Associate in 2000. Partner in 2008. Member of DE Bar since 2000. Member of FL since 2003.	\$1,050.00	0.3	\$315.00
Pamela L. Millard	Joined firm in 2008. Member of DE Bar since 2008.	\$1,000.00	5.9	\$5,900.00
R. S. McNeill	Joined firm as an Associate in 2008. Partner in 2024. Member of DE Bar since 2008.	\$850.00	8.9	\$7,565.00
Gregory J. Flasser	Joined firm as an Associate in 2023. Member of DE Bar since 2015.	\$630.00	31.5	\$19,845.00
James R. Risener	Joined firm as an Associate in 2023. Member of GA Bar since 2020.	\$540.00	22.6	\$12,204.00
Sameen Rizvi	Joined firm as an Associate in 2021. Member of DE Bar since 2022.	\$490.00	22.6	\$11,074.00
Levi Akkerman	Joined firm as an Associate in 2022. Member of the DE Bar since 2022.	\$470.00	0.5	\$235.00
Alexander DiRienzo	Joined firm as an Associate in 2022. Member of the DE Bar since 2022.	\$470.00	11.2	\$5,264.00
Kristin McCloskey	Joined firm as Paralegal in 2023. Paralegal since 2008.	\$370.00	41.7	\$15,429.00
Melissa A. Romano	Joined firm as Paralegal in 2023. Paralegal since 2003.	\$370.00	0.4	\$148.00
Theresa A. Mistretta	Joined firm as Paralegal in 2023. Paralegal since 2017.	\$345.00	2.4	\$828.00
			<b>177.3</b>	
			<b>Grand Total:</b>	<b>\$110,304.50</b>

Name of Professional Individual	Position, year assumed position, prior relevant experience, year of obtaining relevant license to practice	Hourly Billing Rate (including changes)	Total Hours Billed	Total Compensation
Attorney Compensation:				\$93,899.50
Total Attorney Hours:				132.8
Blended Attorney Rate:				\$707.07

**COMPENSATION BY PROJECT CATEGORY**  
**JANUARY 1, 2024 THROUGH JANUARY 31, 2024**

Project Category	Hours	Amount
Asset Analysis and Recovery (AA)	0.4	\$252.00
Litigation/Adversary Proceedings (AP)	16.5	\$10,611.50
Business Operations (BO)	28.1	\$22,989.00
Budgeting (BU)	0.6	\$645.00
Case Administration (CA)	28.7	\$19,759.50
Court Appearances/Communications/Hearings (CH)	7.8	\$3,991.00
Creditor Inquiries (CI)	0.6	\$425.00
Financing/Cash Collateral/DIP (CR)	1.4	\$1,193.50
Employment Applications/Objections (EA)	2.0	\$1,160.00
Employee Matters (EB)	0.0	\$0.00
Executory Contracts and Leases (EC)	22.4	\$15,095.00
Fee Applications/Objections (FA)	37.2	\$17,460.50
Fee Applications (FP)	15.8	\$7,981.50
Tax Issues/Corporate Matters (MA)	0.2	\$126.00
Meetings (MC)	0.0	\$0.00
Relief from Stay Proceedings (MR)	0.0	\$0.00
Claims Administration and Objections (PC)	0.0	\$0.00
Plan and Disclosure Statement (PL)	0.0	\$0.00
Asset Disposition/Use, Sale (SA)	3.8	\$2,433.00
Schedules & Statements/MORs/Other UST Reporting (SS)	11.8	\$6,182.00
Communications with Debtors or Trustee (TR)	0.0	\$0.00
Utilities (UM)	0.0	\$0.00
Valuation (VT)	0.0	\$0.00
Non-Working Travel (NWT)	0.0	\$0.00
<b>TOTAL:</b>	<b>177.3</b>	<b>\$110,304.50</b>

**EXPENSE CATEGORY**  
**JANUARY 1, 2024 THROUGH JANUARY 31, 2024**

Expense Category	Amount
Outside Copies/Reproduction	\$28.05
Computerized Legal Research – Westlaw	\$0.00
Federal Express	\$0.00
Court Costs (Annual Pro Hac Vice Payment; Filing Fees; Secretary of State)	\$0.00
Pacer Electronic Records	\$0.00
Hand Delivery	\$30.00
Special Delivery & Daily Runner Services	\$180.00
Court Reporter (Reliable)	\$214.00
CT Corporation	\$0.00
Working Meals	\$0.00
<b>TOTAL:</b>	<b>\$452.05</b>

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

In re:

AN GLOBAL LLC, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 23-11294 (JKS)

(Jointly Administered)

**Objection Deadline: April 22, 2024 at 4:00 p.m. (ET)**

**FIFTH MONTHLY APPLICATION OF POTTER  
ANDERSON & CORROON LLP FOR COMPENSATION FOR SERVICES  
RENDERED AND FOR REIMBURSEMENT OF EXPENSES AS  
CO-COUNSEL TO THE DEBTORS AND DEBTORS IN POSSESSION  
FOR THE PERIOD JANUARY 1, 2024 THROUGH JANUARY 31, 2024**

Pursuant to Sections 330 and 331 of title 11 of the United States Code, §§ 101-1532 (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and in accordance with that certain *Order Authorizing the Debtors to Retain and Employ Potter Anderson & Corroon LLP as Co-Counsel to the Debtors and Debtors in Possession Pursuant to Section 327(a) of the Bankruptcy Cod, Bankruptcy Rules 2014(a) and 2016, and Local Rule 2014-1, Effective as of the Petition Date* [Docket No. 170] (the “Retention Order”) and the *Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals and (II) Granting Related Relief* [Docket No. 169] (the “Interim Compensation Order”), Potter Anderson & Corroon LLP (“Potter Anderson”) hereby applies (“this

<sup>1</sup> The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor’s federal tax identification number or registration number in the applicable jurisdiction, are: AN Global LLC (5504); AgileThought, Inc. (2509); 4th Source, LLC (7626); AgileThought Brasil Servicos de Consultoria Em Software (01-20); AgileThought Digital Solutions, S.A.P.I. de C.V. (3KR0); AgileThought México S.A. de C.V. (7E46); AgileThought, LLC (7076); AGS Alpama Global Services USA, LLC (0487); AN Extend, S.A. de C.V. (1D80); AN Evolution, S. de R.L. de C.V. (7973); AN UX, S.A. de C.V. (7A42); Cuarto Origen, S. de R.L. de C.V. (0IQ9); Entrepids México, S.A. de C.V. (OCYA); Facultad Analytics, S.A.P.I. de C.V. (6G37); Faktos Inc., S.A.P.I. de C.V. (3LLA); IT Global Holding LLC (8776); Tarnow Investment, S.L. (No Tax ID); and Anzen Soluciones, S.A. de C.V. (No Tax ID). The Debtors’ headquarters are located at 222 W. Las Colinas Boulevard, Suite 1650E, Irving, Texas 75039.

“Application”) to the United States Bankruptcy Court for the District of Delaware (the “Court”) for reasonable compensation for professional legal services rendered as counsel to the above captioned debtors and debtors in possession (the “Debtors”) in the amount of \$110,304.50, together with reimbursement for actual and necessary expenses incurred in the amount of \$452.05, for the period January 1, 2024 through January 31, 2024 (the “Monthly Fee Period”). In support of this Application, Potter Anderson respectfully represents as follows:

### **BACKGROUND**

1. On August 28, August 29, September 1, 2023, October 6, 2023 and December 28, 2023 (as applicable, the “Petition Date”), each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code with this Court. The Debtors are authorized to continue operating their businesses and managing their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. 6. No trustee or examiner has been appointed in these Chapter 11 Cases.

2. On September 7, 2023, the Office of the United States Trustee for the District of Delaware (the “U.S. Trustee”) appointed an Official Committee of Unsecured Creditors (the “Committee”). See Docket No. 88.

3. Potter Anderson was retained effective as of August 28, 2023 by this Court’s Retention Order dated October 3, 2023. The Retention Order authorized Potter Anderson to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses.

### **SUMMARY OF SERVICES RENDERED**

4. Attached hereto as **Exhibit A** is a detailed statement of fees incurred during the Monthly Fee Period, showing the amount of \$110,304.500 due for fees.

5. The services rendered by Potter Anderson during the Monthly Fee Period are grouped into the categories set forth in **Exhibit A**. The attorneys and paralegals who rendered services relating to each category are identified, along with the number of hours for each individual and the total compensation sought for each category, in the attachments hereto.

**ACTUAL AND NECESSARY EXPENSES**

6. Potter Anderson has incurred out-of-pocket expenses during the Monthly Fee Period in the amount of \$452.05. Attached as **Exhibit B** is a detailed statement of expenses paid during the Monthly Fee Period. This out-of-pocket disbursement sum is broken down into categories of charges, including, among other things, telephone and telecopier toll and other charges, mail and express mail charges, special or hand delivery charges, document processing, photocopying charges, charges for mailing supplies (including, without limitation, envelopes and labels) provided by Potter Anderson to outside copying services for use in mass mailings, travel expenses, expenses for “working meals,” computerized research, transcription costs, as well as non-ordinary overhead expenses such as secretarial and other overtime. A complete review by category of the expenses incurred for the Monthly Fee Period may be found attached hereto as **Exhibit B**.

7. Costs incurred for overtime and computer assisted research are not included in Potter Anderson’s normal hourly billing rates and, therefore, are itemized and included in Potter Anderson’s disbursements. Pursuant to Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “**Local Rules**”), Potter Anderson represents that its rate for duplication is \$0.10 per page for black and white copies and \$.80 per page for color copies, its rate for outgoing telecopier transmissions is

\$0.25 per page (excluding related long distance transmission charges), there is no charge for incoming telecopier transmissions, and there is no surcharge for computerized research.

### **VALUATION OF SERVICES**

8. Attorneys and paraprofessionals of Potter Anderson have expended a total of 177.3 hours in connection with this matter during the Monthly Fee Period.

9. The amount of time spent by each of these persons providing services to the Debtors for the Monthly Fee Period is fully set forth in the detail attached hereto as **Exhibit A**. These are Potter Anderson's normal hourly rates of compensation for work of this character. The reasonable value of the services rendered by Potter Anderson for the Monthly Fee Period as counsel for the Debtors in these cases is \$110,304.50.

10. Potter Anderson believes that the time entries included in **Exhibit A** attached hereto and the expense breakdown set forth in **Exhibit B** attached hereto are in compliance with the requirements of Local Rule 2016-2.

11. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, the amount requested is fair and reasonable given (a) the complexity of these Chapter 11 Cases, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under this title.

12. This Application covers the fee period from January 1, 2024 through and including January 31, 2024. Potter Anderson has continued, and will continue, to perform additional necessary services for the Debtors subsequent to the Monthly Fee Period, for which Potter Anderson will file subsequent monthly fee applications.

### **CONCLUSION**

**WHEREFORE**, Potter Anderson respectfully requests allowance be made to it in the sum of \$110,304.50 as compensation for necessary professional services rendered to the Debtors for

the Monthly Fee Period, and the sum of \$452.05 as reimbursement of actual necessary costs and expenses incurred during that period, and requests such other and further relief as the Court may deem just and proper.

Dated: April 1, 2024  
Wilmington, Delaware

Respectfully submitted,

/s/ Jeremy W. Ryan

Jeremy W. Ryan (No. 4057)

R. Stephen McNeill (No. 5210)

Gregory J. Flasser (No. 6154)

Sameen Rizvi (No. 6902)

**POTTER ANDERSON & CORROON LLP**

1313 North Market Street, 6th Floor

Wilmington, Delaware 19801

Telephone: (302) 984-6000

Facsimile: (302) 658-1192

E-mail: jryan@potteranderson.com

rmcneill@potteranderson.com

gflasser@potteranderson.com

srizvi@potteranderson.com

-and-

Kathryn A. Coleman

Christopher Gartman

Jeffrey S. Margolin

Elizabeth A. Beitler

**HUGHES HUBBARD & REED LLP**

One Battery Park Plaza

New York, NY 10004-1482

Telephone: (212) 837-6000

Facsimile: (212) 422-4726

Email: katie.coleman@hugheshubbard.com

chris.gartman@hugheshubbard.com

jeff.margolin@hugheshubbard.com

elizabeth.beitler@hugheshubbard.com

*Counsel for the Debtors and Debtors in Possession*

**VERIFICATION**

I, Jeremy W. Ryan, pursuant to 28 U.S.C. § 1746, declare under penalty of perjury:

(a) I am a Partner with the applicant firm, Potter Anderson & Corroon LLP and have been admitted to appear before this Court.

(b) I have personally performed many of the legal services rendered by Potter Anderson on behalf of the Debtors, and am familiar with all other work performed on behalf of the lawyers and paraprofessionals at the firm.

(c) The facts set forth in the foregoing Application are true and correct to the best of my knowledge, information and belief.

/s/ Jeremy W. Ryan

Jeremy W. Ryan (No. 4057)

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

In re:

**AN GLOBAL LLC, et al.,<sup>1</sup>  
Debtors.**

Chapter 11

Case No. 23-11294 (JKS)

(Jointly Administered)

**Objection Deadline: April 22, 2024 at 4:00 p.m. (ET)**

**NOTICE OF FIFTH MONTHLY APPLICATION OF POTTER  
ANDERSON & CORROON LLP FOR COMPENSATION FOR SERVICES  
RENDERED AND FOR REIMBURSEMENT OF EXPENSES AS  
CO-COUNSEL TO THE DEBTORS AND DEBTORS IN POSSESSION  
FOR THE PERIOD JANUARY 1, 2024 THROUGH JANUARY 31, 2024**

**PLEASE TAKE NOTICE** that the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed the *Fifth Monthly Application of Potter Anderson & Corroon LLP for Compensation for Services Rendered and for Reimbursement of Expenses as Co-Counsel to the Debtors and Debtors in Possession for the Period January 1, 2024 Through January 31, 2024* (the “Application”) with the United States Bankruptcy Court for the District of Delaware (the “Court”).

**PLEASE TAKE FURTHER NOTICE** that objections to the Application, if any, are required to be filed on or before **April 22, 2024 at 4:00 p.m. (ET)** (the “Objection Deadline”)

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<sup>1</sup> The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor’s federal tax identification number or registration number in the applicable jurisdiction, are: AN Global LLC (5504); AgileThought, Inc. (2509); 4th Source, LLC (7626); AgileThought Brasil Servicos de Consultoria Em Software (01-20); AgileThought Digital Solutions, S.A.P.I. de C.V. (3KR0); AgileThought México S.A. de C.V. (7E46); AgileThought, LLC (7076); AGS Alpama Global Services USA, LLC (0487); AN Extend, S.A. de C.V. (1D80); AN Evolution, S. de R.L. de C.V. (7973); AN UX, S.A. de C.V. (7A42); Cuarto Origen, S. de R.L. de C.V. (0IQ9); Entrepids México, S.A. de C.V. (OCYA); Facultas Analytics, S.A.P.I. de C.V. (6G37); Faktos Inc., S.A.P.I. de C.V. (3LLA); IT Global Holding LLC (8776); Tarnow Investment, S.L. (No Tax ID); and Anzen Soluciones, S.A. de C.V. (No Tax ID). The Debtors’ headquarters are located at 222 W. Las Colinas Boulevard, Suite 1650E, Irving, Texas 75039.

with the Clerk of the United States Bankruptcy Court for the District of Delaware, 3<sup>rd</sup> Floor, 824 North Market Street, Wilmington, Delaware 19801.

**PLEASE TAKE FURTHER NOTICE** that objections to the Application, if any, must be served upon and received by the following: (i) co-counsel to the Debtors, Hughes Hubbard & Reed LLP, One Battery Park Plaza, New York, NY 10004-1482 (Attn: Kathryn A. Coleman, Esq. (katie.coleman@hugheshubbard.com), and Jeffrey S. Margolin, Esq. (jeff.margolin@hugheshubbard.com)), and Potter Anderson Corroon LLP, 1313 N. Market Street, Wilmington, DE 19801 (Attn: Jeremy W. Ryan, Esq. (jryan@potteranderson.com), and Gregory J. Flasser, Esq. (gflasser@potteranderson.com)); (ii) the U.S. Trustee, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801 (Attn: Benjamin Hackman, Esq. (benjamin.a.hackman@usdoj.gov)); (iii) counsel for the DIP Agent, Ropes & Gray LLP, 1211 Avenue of the Americas, New York, NY 10036-8704, (Attn: Gregg Galardi, Esq. (gregg.galardi@ropesgray.com), Leonard Klingbaum, Esq. (Leonard.Klingbaum@ropesgray.com) and Lindsay Barca, Esq. (lindsay.barca@ropesgray.com)) and Chipman Brown Cicero & Cole, LLP, 1313 N. Market Street Suite 5400, Wilmington, DE 19801 (Attn: Mark L. Desgrosseilliers, Esq. (desgross@chipmanbrown.com)); and (iv) counsel to the Committee, Pachulski Stang Ziehl & Jones LLP, 919 N Market St # 1700, Wilmington, DE 19801 (Attn: Bradford J. Sandler, Esq. (bsandler@pszjlaw.com) (collectively, the “Application Recipients”).

**PLEASE TAKE FURTHER NOTICE** THAT PURSUANT TO THE ORDER (I) ESTABLISHING PROCEDURES FOR INTERIM COMPENSATION AND REIMBURSEMENT OF EXPENSES OF PROFESSIONALS AND (II) GRANTING RELATED RELIEF [DOCKET NO. 169], IF NO OBJECTIONS ARE FILED AND SERVED IN ACCORDANCE WITH THE ABOVE PROCEDURE, THE DEBTORS WILL BE AUTHORIZED TO PAY 80% OF THE REQUESTED FEES AND 100% OF THE REQUESTED EXPENSES WITHOUT FURTHER ORDER OF THE COURT. ONLY IF AN OBJECTION IS PROPERLY AND TIMELY FILED IN ACCORDANCE WITH THE ABOVE PROCEDURES WILL A HEARING BE HELD ON THE APPLICATION. ONLY THOSE PARTIES TIMELY FILING AND SERVING OBJECTIONS WILL RECEIVE NOTICE AND BE HEARD AT SUCH HEARING.

*[Remainder of Page Intentionally Left Blank]*

Dated: April 1, 2024  
Wilmington, Delaware

Respectfully submitted,

/s/ Jeremy W. Ryan

Jeremy W. Ryan (No. 4057)

R. Stephen McNeill (No. 5210)

Gregory J. Flasser (No. 6154)

Sameen Rizvi (No. 6902)

**POTTER ANDERSON & CORROON LLP**

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-and-

Kathryn A. Coleman

Christopher Gartman

Jeffrey S. Margolin

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**HUGHES HUBBARD & REED LLP**

One Battery Park Plaza

New York, NY 10004-1482

Telephone: (212) 837-6000

Facsimile: (212) 422-4726

Email: katie.coleman@hugheshubbard.com

chris.gartman@hugheshubbard.com

jeff.margolin@hugheshubbard.com

elizabeth.beitler@hugheshubbard.com

*Counsel for the Debtors and Debtors in Possession*

# **EXHIBIT A**

Potter Anderson & Corroon LLP  
1313 North Market Street  
P.O. Box 951  
Wilmington, DE 19899-0951  
302 984 6000  
www.potteranderson.com



Federal ID # 51-0080985

March 5, 2024  
Bill Number 302782  
File Number 23292.00001

AgileThought Inc.  
Attn: Katie Coleman  
Hughes Hubbard & Reed LLP  
One Battery Park Plaza  
New York, NY 10004-1482

Email: katie.coleman@hugheshubbard.com

For legal services rendered as more fully set forth in the attached statement.

Legal Services	\$110,304.50
Disbursements	\$452.05
Bill Total	<u>\$110,756.55</u>

**For ease of payment, our wiring and ACH instructions appear below:**

Bank:	Wells Fargo
Account Number:	2000037858773
Account Name:	Potter Anderson & Corroon LLP
Payee's Address:	1313 North Market Street Wilmington, DE 19801
Wiring Routing Number:	121000248
ACH Routing Number:	031100869
Swift Code:	WFBIUS6S
Reference:	23292-00001

**Potter Anderson & Corroon LLP**

1313 North Market Street  
P.O. Box 951  
Wilmington, DE 19899-0951  
302 984 6000  
www.potteranderson.com

Federal ID # 51-0080985



March 5, 2024

Bill Number 302782

File Number 23292.00001

AgileThought Inc.  
Attn: Katie Coleman  
Hughes Hubbard & Reed LLP  
One Battery Park Plaza  
New York, NY 10004-1482

RE: Potential Chapter 11 Debtor Representation

Through February 29, 2024

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>	<u>Rate</u>	<u>Value</u>
<b>Asset analysis and Recovery</b>					
01/17/24	GJFA	Emails with S. McNeill and J. Risener re: preference analysis	0.10 Hrs	630/hr	\$63.00
01/19/24	GJFA	Emails with J. Ryan, S. McNeill, and J. Risener re: potential preference motions	0.30 Hrs	630/hr	\$189.00
<b>Total AA Asset analysis and Recovery</b>			<b>0.40</b>		<b>\$252.00</b>
<b>Litigation/Adversary Proceedings</b>					
01/17/24	RSM	Email S. Lyman re: preference analysis	0.20 Hrs	850/hr	\$170.00
01/17/24	RSM	Email J. Risener re: background for preference complaint	0.10 Hrs	850/hr	\$85.00
01/19/24	RSM	Review potential preference analysis from Teneo	0.50 Hrs	850/hr	\$425.00
01/19/24	RSM	Conduct preliminary preference analysis; emails w/ J. Ryan re: same	0.80 Hrs	850/hr	\$680.00
01/19/24	JRR	Emails with S. McNeill, J. Ryan regarding preparation of preference analysis memo	0.30 Hrs	540/hr	\$162.00
01/25/24	RSM	Meet w/ J. Risener re: preference analysis and draft complaint	0.30 Hrs	850/hr	\$255.00
01/25/24	JRR	Discuss preference complaint and analysis with S. McNeill (.2); draft preference complaint (1.9).	2.10 Hrs	540/hr	\$1,134.00
01/26/24	JRR	Draft preference complaint	3.30 Hrs	540/hr	\$1,782.00
01/27/24	JRR	Draft preference complaint	1.20 Hrs	540/hr	\$648.00
01/29/24	JRR	Draft preference complaint	3.70 Hrs	540/hr	\$1,998.00
01/30/24	JRR	Discuss preference complaint with L.	1.50 Hrs	540/hr	\$810.00

AgileThought Inc.  
Re Potential Chapter 11 Debtor Representati

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>	<u>Rate</u>	<u>Value</u>
		Akkerman, S. McNeill (.3); revise same (.7); review BDO proof of claim (.3); emails with S. McNeill, S. Lyman re: same (.2)			
01/30/24	RSM	Review and revise draft preference complaint; meet w/ J. Risener re: same	0.80 Hrs	850/hr	\$680.00
01/30/24	JWR	Review preference analysis and memo re: recommendations on pursuit of same	1.50 Hrs	1,075/hr	\$1,612.50
01/31/24	RSM	Email J. Risener re: preference analysis	0.20 Hrs	850/hr	\$170.00
		<b>Total AP Litigation/Adversary Proceedings</b>	<b>16.50</b>		<b>\$10,611.50</b>
<b>Business Operations</b>					
01/02/24	JWR	Emails with HHR re: upcoming board meeting	0.40 Hrs	1,075/hr	\$430.00
01/02/24	PLM	Emails re: 1/3 call to discuss indemnification issues and review prior correspondence.	0.60 Hrs	1,000/hr	\$600.00
01/03/24	JWR	Attend prep call for board meeting	0.70 Hrs	1,075/hr	\$752.50
01/03/24	PLM	Participate in prep call ahead of 1/5 board meeting and review indemnification precedent.	0.80 Hrs	1,000/hr	\$800.00
01/04/24	PLM	Participate in prep call for 1/5 board meeting and draft PowerPoint indemnification summary in connection with same. Review and revised indemnification slides and provide updated draft to HHR.	2.20 Hrs	1,000/hr	\$2,200.00
01/05/24	PLM	Prepare for and participate in board meeting and follow up emails re: same.	2.00 Hrs	1,000/hr	\$2,000.00
01/05/24	JWR	Attend Board call	1.60 Hrs	1,075/hr	\$1,720.00
01/05/24	JWR	Review memo and caselaw on adverse director access to information under Kalisman doctrine	2.80 Hrs	1,075/hr	\$3,010.00
01/15/24	JWR	Review and comment on MTD procedures	1.50 Hrs	1,075/hr	\$1,612.50
01/18/24	PLM	Emails with J. Ryan and A. DiRienzo re: 1/19 board meeting.	0.30 Hrs	1,000/hr	\$300.00
01/18/24	JWR	Prepare for board call re: explanation of case developments and director duties	1.40 Hrs	1,075/hr	\$1,505.00
01/19/24	JWR	Prepare for and attend board meeting	1.20 Hrs	1,075/hr	\$1,290.00
01/19/24	AXD	Prepare for and attend board meeting; draft minutes to board meeting	2.40 Hrs	470/hr	\$1,128.00
01/22/24	AXD	Draft minutes for board meeting on January 19	4.20 Hrs	470/hr	\$1,974.00
01/29/24	AXD	Draft and edit minutes to board meeting on January 19	1.80 Hrs	470/hr	\$846.00
01/30/24	AXD	Edit minutes to January 19 board meeting	2.10 Hrs	470/hr	\$987.00
01/31/24	AXD	Email minutes to January 19 board meeting to J. Ryan	0.70 Hrs	470/hr	\$329.00

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<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>	<u>Rate</u>	<u>Value</u>
01/31/24	JWR	Review and comment on board meeting minutes for January	1.40 Hrs	1,075/hr	\$1,505.00
		<b>Total BO Business Operations</b>	<b>28.10</b>		<b>\$22,989.00</b>
<b>Budgeting</b>					
01/29/24	JWR	Review budget and develop revised go forward fee budget	0.60 Hrs	1,075/hr	\$645.00
		<b>Total BU Budgeting</b>	<b>0.60</b>		<b>\$645.00</b>
<b>Case Administration</b>					
01/03/24	RSM	Attend PAC WIP Meeting	0.30 Hrs	850/hr	\$255.00
01/03/24	GJFA	Attend work in progress meeting with S. McNeill, J. Risener, and K. McCloskey re: upcoming filings and other case issues	0.30 Hrs	630/hr	\$189.00
01/03/24	GJFA	Emails with J. Ryan and C. Gartman re: motion to dismiss	0.10 Hrs	630/hr	\$63.00
01/03/24	KAMC	WIP meeting	0.30 Hrs	370/hr	\$111.00
01/03/24	JRR	Attend internal case team strategy meeting	0.30 Hrs	540/hr	\$162.00
01/05/24	JRR	Revise AgileThought Latam LLC petition (.9); coordinate filing of same (.5)	1.40 Hrs	540/hr	\$756.00
01/05/24	RSM	Review revised AgileThought Latam petition	0.20 Hrs	850/hr	\$170.00
01/05/24	KAMC	Update critical dates and calendar	0.80 Hrs	370/hr	\$296.00
01/05/24	KAMC	File Amended Petition for AgileThought Latam (.3); emails to/from counsel regarding same (.1)	0.40 Hrs	370/hr	\$148.00
01/05/24	GJFA	Emails with J. Ryan, S. McNeill, and J. Risener re: amended petition for AgileThought Latam (.3); review and comment on amended petition package (.3); call with J. Risener re: same (.1)	0.70 Hrs	630/hr	\$441.00
01/09/24	KAMC	Update WIP list and meeting with G. Flasser regarding same	0.50 Hrs	370/hr	\$185.00
01/09/24	MWW	Emails with R. McNeill re request for contact information for new subsidiary; emails with Ropes re same	0.30 Hrs	1,050/hr	\$315.00
01/10/24	JRR	Attend internal case team strategy meeting	0.20 Hrs	540/hr	\$108.00
01/10/24	RSM	Attend PAC WIP Meeting	0.20 Hrs	850/hr	\$170.00
01/12/24	KAMC	Update calendar and critical dates	0.50 Hrs	370/hr	\$185.00
01/15/24	GJFA	Emails with C. Gartman re: motion to dismiss	0.10 Hrs	630/hr	\$63.00
01/16/24	GJFA	Emails with K. McCloskey and KCC re: service of agenda for 1/18 hearing	0.10 Hrs	630/hr	\$63.00
01/16/24	GJFA	Emails with J. Ryan, C. Gartman, and S. McNeill re: motion to dismiss	0.20 Hrs	630/hr	\$126.00

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<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>	<u>Rate</u>	<u>Value</u>
01/16/24	JWR	Emails and analysis of Jevic issues in Motion to Dismiss	0.60 Hrs	1,075/hr	\$645.00
01/16/24	RSM	Review draft Motion to Dismiss; respond to co-counsel with comments	2.10 Hrs	850/hr	\$1,785.00
01/17/24	LA	WIP Meeting with J. Ryan, S. McNeill, G. Flasser, J. Risener, S. Rizvi, and K. McCloskey	0.50 Hrs	470/hr	\$235.00
01/17/24	SR	Attend meeting with PAC team re WIP.	0.50 Hrs	490/hr	\$245.00
01/17/24	GJFA	Review email from G. Galardi re: motion to dismiss (.1); review emails from J. Rao re: Teneo's comments to motion to dismiss (.1)	0.20 Hrs	630/hr	\$126.00
01/17/24	RSM	Attend PAC WIP Meeting	0.40 Hrs	850/hr	\$340.00
01/17/24	KAMC	Update WIP tracker (.2); meeting with G. Flasser regarding same (.2); group WIP meeting (.5)	0.90 Hrs	370/hr	\$333.00
01/17/24	KAMC	Draft Notice of Motion to Dismiss	0.30 Hrs	370/hr	\$111.00
01/17/24	GJFA	Review emails between S. McNeill and C. Gartman re: motion to dismiss (.1); review emails between C. Gartman and J. Rao re: same (.1)	0.20 Hrs	630/hr	\$126.00
01/17/24	JRR	Attend internal case team strategy meeting	0.30 Hrs	540/hr	\$162.00
01/17/24	GJFA	Communicate in office with K. McCloskey re: updating work in progress list prior to meeting with PAC team (.2); attend meeting with J. Ryan, S. McNeill, S. Rizvi, J. Risener, and K. McCloskey re: work in progress, case update, and open issues (.5)	0.70 Hrs	630/hr	\$441.00
01/17/24	KAMC	WIP meeting with G. Flasser (.2); group WIP meeting (.5)	0.70 Hrs	370/hr	\$259.00
01/17/24	JWR	Review and comment on revised MTD	0.90 Hrs	1,075/hr	\$967.50
01/18/24	RSM	Review emails re: final revisions to Motion to Dismiss	0.30 Hrs	850/hr	\$255.00
01/18/24	GJFA	Review email from L. Barca re: motion to dismiss (.1); review motion to dismiss with comments from Ropes (.4); correspond with K. McCloskey re: motion to dismiss (.1); review emails between K. McCloskey and Epiq re: filing and service of same (.1)	0.70 Hrs	630/hr	\$441.00
01/18/24	GJFA	Review emails between C. Gartman, Teneo, and L. Barca re: motion to dismiss and questions and comments about same	0.30 Hrs	630/hr	\$189.00
01/18/24	GJFA	Call with J. Risener re: motion to dismiss prior to filing (.2); emails with J. Feltman, C. Gartman, S. Lyman, and E. Beitler re: same (.2)	0.40 Hrs	630/hr	\$252.00
01/18/24	JRR	Review motion to dismiss certain cases	0.90 Hrs	540/hr	\$486.00

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<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>	<u>Rate</u>	<u>Value</u>
		and approve dismissal procedures (.5); coordinate filing of same (.4)			
01/18/24	KAMC	Emails to/from counsel regarding Motion to Dismiss	0.10 Hrs	370/hr	\$37.00
01/18/24	KAMC	Emails to/from counsel regarding Motion to Dismiss (.2); finalize, file and coordinate service of same (.8)	1.00 Hrs	370/hr	\$370.00
01/19/24	KAMC	Email to counsel with weekly critical dates calendar	0.10 Hrs	370/hr	\$37.00
01/19/24	KAMC	Update critical dates and calendar	0.20 Hrs	370/hr	\$74.00
01/19/24	RSM	Emails w/ G. Flasser and J. Ryan re: service of Motion to Dismiss	0.30 Hrs	850/hr	\$255.00
01/19/24	RSM	Call w/ G. Flasser re: Motion to Dismiss service issues	0.20 Hrs	850/hr	\$170.00
01/19/24	RSM	Further emails w/ HHR re: service of Motion to Dismiss	0.10 Hrs	850/hr	\$85.00
01/19/24	JWR	Finalize and file Motion to Dismiss	0.80 Hrs	1,075/hr	\$860.00
01/19/24	JRR	Review emails among G. Flasser, L. Scott, et al., re: notice of motion to dismiss	0.30 Hrs	540/hr	\$162.00
01/19/24	GJFA	Emails with J. Ryan, S. McNeill, J. Risener, and S. Rizvi re: motion to dismiss and U.S. Trustee's comments to same (.3); emails with C. Gartman, K. Coleman, and E. Beitler re: same (.3); emails with KCC team re: service of motion to dismiss (.2)	0.80 Hrs	630/hr	\$504.00
01/19/24	GJFA	Further emails with J. Ryan and KCC re: service of motion to dismiss (.2); correspond with S. McNeill re: same (.2); further emails with KCC re: service of motion to dismiss on creditor matrix (.2); review petitions and organization charts re: debtors to be dismissed (.5); call with C. Gartman and E. Beitler re: same (.1)	1.20 Hrs	630/hr	\$756.00
01/22/24	GJFA	Review emails between C. Gartman and U.S. Trustee re: comments to motion to dismiss	0.10 Hrs	630/hr	\$63.00
01/22/24	JWR	Review and comment on UST MTD comments (.2); emails with HHR re: same (.3)	0.50 Hrs	1,075/hr	\$537.50
01/23/24	JWR	Attention to post-closing winddown plan and issues list	1.90 Hrs	1,075/hr	\$2,042.50
01/23/24	JWR	Develop responses to UST Motion to Dismiss Issues list (1.1); emails and telephone with Teneo and HHR re: same (.7)	1.80 Hrs	1,075/hr	\$1,935.00
01/25/24	GJFA	Review email from M. DesGrossielliers re: lenders' fees to be paid under DIP Orders (.1); emails with K. McCloskey re:	0.20 Hrs	630/hr	\$126.00

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<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>	<u>Rate</u>	<u>Value</u>
01/26/24	KAMC	objection deadline for same (.1) Update critical dates and calendar and email to counsel	0.40 Hrs	370/hr	\$148.00
01/31/24	KAMC	Emails to/from counsel regarding Motion to Dismiss objections/comments (.1); draft CNO to motion and prepare order for upload (.3)	0.40 Hrs	370/hr	\$148.00
01/31/24	SR	Review/revise CNO re motion to dismiss; emails with PAC team re same.	0.50 Hrs	490/hr	\$245.00
<b>Total CA Case Administration</b>			<b>28.70</b>		<b>\$19,759.50</b>

**Court Appearances/Hearings**

01/02/24	KAMC	Emails to/from G. Flasser and Chambers regarding February hearing date	0.20 Hrs	370/hr	\$74.00
01/02/24	GJFA	Emails with K. McCloskey and chambers re: hearing date for supplemental cure motion	0.10 Hrs	630/hr	\$63.00
01/03/24	GJFA	Correspond with K. McCloskey and J. Risener re: hearing date for supplement cure motion (.1); review emails between J. Risener and chambers re: same (.1); emails with J. Risener re: same (.1)	0.30 Hrs	630/hr	\$189.00
01/03/24	KAMC	Draft, finalize, file and upload proposed order to COC Regarding February hearing date (.5); email to Chambers with same (.1)	0.60 Hrs	370/hr	\$222.00
01/03/24	KAMC	Update calendar with relevant deadlines for 2/8 hearing	0.10 Hrs	370/hr	\$37.00
01/03/24	GJFA	Correspond with K. McCloskey and J. Risener re: certification of counsel and order scheduling 2/8 hearing and notice for supplemental cure motion	0.20 Hrs	630/hr	\$126.00
01/04/24	KAMC	Coordinate service of February hearing order	0.20 Hrs	370/hr	\$74.00
01/09/24	KAMC	Draft Notice of Agenda for January 18	0.30 Hrs	370/hr	\$111.00
01/12/24	KAMC	Emails to/from G. Flasser regarding Notice of Agenda (.1); update same and create new version cancelling (.3)	0.40 Hrs	370/hr	\$148.00
01/12/24	GJFA	Emails with K. McCloskey and S. Rizvi re: 1/18 hearing (.2); emails with K. McCloskey and chambers re: same (.1)	0.30 Hrs	630/hr	\$189.00
01/15/24	GJFA	Emails with J. Margolin re: 1/18 hearing	0.10 Hrs	630/hr	\$63.00
01/16/24	SR	Multiple emails with PAC team re 1/18 hearing; multiple emails with HHR re same.	0.30 Hrs	490/hr	\$147.00
01/16/24	GJFA	Review and coordinate filing agenda for 1/18 hearing (.5); emails with K. McCloskey re: same (.1); emails with	0.80 Hrs	630/hr	\$504.00

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<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>	<u>Rate</u>	<u>Value</u>
		chambers re: same (.1); emails with J. Margolin re: same (.1)			
01/16/24	JWR	Review draft agenda and attention to cancelling 1/18 hearing	0.30 Hrs	1,075/hr	\$322.50
01/16/24	GJFA	Emails with J. Ryan and S. McNeill re: 1/18 hearing	0.10 Hrs	630/hr	\$63.00
01/16/24	RSM	Emails w/ G. Flasser re: Hancock witness attendance	0.10 Hrs	850/hr	\$85.00
01/16/24	KAMC	Emails to/from counsel/chambers regarding January 18 hearing - virtual, cancelled	0.20 Hrs	370/hr	\$74.00
01/16/24	KAMC	Prepare e-binder	0.20 Hrs	370/hr	\$74.00
01/16/24	KAMC	Update versions of Notice of Agenda for January 18 hearing	0.20 Hrs	370/hr	\$74.00
01/16/24	KAMC	Conference with G. Flasser regarding Notice of Agenda (.1); finalize, file and coordinate service of same (.5); email to Chambers re: same (.1)	0.70 Hrs	370/hr	\$259.00
01/17/24	GJFA	Emails with K. McCloskey re: cancellation of 1/18 hearing (.1); call with J. Margolin re: same (.1); emails with chambers re: same (.1); review and coordinate filing amended agenda for 1/18 hearing (.1)	0.40 Hrs	630/hr	\$252.00
01/17/24	KAMC	Emails to/from counsel regarding amended agenda (.1); finalize, file and coordinate service of same (.5); email to chambers with same (.1)	0.70 Hrs	370/hr	\$259.00
01/25/24	KAMC	Conference with G. Flasser regarding February 8 hearing (.1) review docket re: same (.1)	0.20 Hrs	370/hr	\$74.00
01/26/24	KAMC	Begin preparation of February 8 Notice of Agenda	0.40 Hrs	370/hr	\$148.00
01/28/24	KAMC	Update Notice of Agenda for 2/8 hearing	0.10 Hrs	370/hr	\$37.00
01/29/24	JWR	Draft and revise board minutes	0.30 Hrs	1,075/hr	\$322.50
<b>Total CH Court Appearances/Hearings</b>			<b>7.80</b>		<b>\$3,991.00</b>
<b>Creditor Inquiries</b>					
01/31/24	SR	Multiple emails with PAC team re creditor inquiry; emails with HHR re same; listen to voicemail re same.	0.30 Hrs	490/hr	\$147.00
01/31/24	GJFA	Emails with S. Rizvi re: inquiry from creditor	0.10 Hrs	630/hr	\$63.00
01/31/24	JWR	Creditor inquiry	0.20 Hrs	1,075/hr	\$215.00
<b>Total CI Creditor Inquiries</b>			<b>0.60</b>		<b>\$425.00</b>

**Financing/Cash Collateral/DIP**

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<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>	<u>Rate</u>	<u>Value</u>
01/02/24	GJFA	Emails with K. McCloskey re: objection deadline to FTI's invoices pursuant to DIP orders	0.10 Hrs	630/hr	\$63.00
01/12/24	GJFA	Review email from A. Orenstein re: FTI's invoice to be paid pursuant to DIP orders (.1); emails with K. McCloskey re: objection deadline to same (.1)	0.20 Hrs	630/hr	\$126.00
01/23/24	GJFA	Review email from L. Barca re: lenders' attorney fees to be paid pursuant to Final DIP Order (.1); emails with K. McCloskey re: objection deadline for same (.1)	0.20 Hrs	630/hr	\$126.00
01/24/24	GJFA	Review email from A. Orenstein re: FTI fees to be paid pursuant to DIP orders (.1); emails with K. McCloskey re: objection deadline for same (.1)	0.20 Hrs	630/hr	\$126.00
01/31/24	JWR	Review professional fee escrow account; reconcile to DIP and attention to various professional payments	0.70 Hrs	1,075/hr	\$752.50
<b>Total CR Financing/Cash Collateral/DIP</b>			<b>1.40</b>		<b>\$1,193.50</b>

**Employment Applications/Objections**

01/08/24	JWR	Emails with UST re: Hancock retention	0.40 Hrs	1,075/hr	\$430.00
01/09/24	KAMC	Draft CNO and prepare proposed order for Hancock Retention Application	0.30 Hrs	370/hr	\$111.00
01/11/24	GJFA	Review email from J. Margolin re: certificate of no objection to Hancock retention application	0.10 Hrs	630/hr	\$63.00
01/11/24	GJFA	Correspond with K. McCloskey re: certificate of no objection for Hancock retention application and agenda for 1/18 hearing	0.10 Hrs	630/hr	\$63.00
01/12/24	KAMC	Emails to/from counsel regarding CNO to Hancock Retention Application (.1); finalize, file and upload proposed order (.4); email to Chambers with same (.1)	0.60 Hrs	370/hr	\$222.00
01/12/24	GJFA	Emails with K. McCloskey, J. Margolin and S. Rizvi re: certificate of no objection to Hancock retention application	0.10 Hrs	630/hr	\$63.00
01/12/24	GJFA	Emails with K. McCloskey and S. Rizvi re: KCC's first interim fee application	0.10 Hrs	630/hr	\$63.00
01/16/24	JRR	Review emails among G. Flasser, J. Margolin, et al., regarding hearing on Hancock retention application	0.20 Hrs	540/hr	\$108.00
01/17/24	KAMC	Emails to/from KCC regarding service of Hancock retention order	0.10 Hrs	370/hr	\$37.00
<b>Total EA Employment Applications/Objections</b>			<b>2.00</b>		<b>\$1,160.00</b>

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<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>	<u>Rate</u>	<u>Value</u>
<b>Executory Contract and Leases</b>					
01/02/24	GJFA	Emails with KCC re: service of rejection notices	0.20 Hrs	630/hr	\$126.00
01/03/24	KAMC	Update notice of cure motion (.1); file and coordinate service of same (.3)	0.40 Hrs	370/hr	\$148.00
01/03/24	GJFA	Emails with KCC re: service of rejection notices (.2); correspond with S. McNeill re: same (.1)	0.30 Hrs	630/hr	\$189.00
01/03/24	JRR	Review email from A. Lugano re: hearing date for supplemental cure motion (.1); discuss same with G. Flasser (.1); send email to HHR team re: same (.1); review COC for same (.1); review notice of hearing for same (.2)	0.60 Hrs	540/hr	\$324.00
01/05/24	GJFA	Review email from J. Bonteque re: Anovo stipulation	0.10 Hrs	630/hr	\$63.00
01/06/24	GJFA	Review email from V. Peo re: Oracle motions to be assumed and assigned	0.10 Hrs	630/hr	\$63.00
01/08/24	GJFA	Emails with C. Gartman re: email from counsel to Oracle about cure costs (.1); emails with C. Gartman and S. Lyman re: same (.1)	0.20 Hrs	630/hr	\$126.00
01/08/24	JWR	Emails re: Oracle contract assumption	0.30 Hrs	1,075/hr	\$322.50
01/09/24	SR	Call with R Dremluk re extension for second rejection notice; emails with PAC and HHR teams re same.	0.50 Hrs	490/hr	\$245.00
01/09/24	GJFA	Review email from P. Kumar re: response to rejection notice (.1); review response letter and attachments thereto (.2); review email from C. Gartman re: same (.1); emails with J. Ryan, K. Coleman, and C. Gartman re: extension of response deadline to rejection notice for FW Cook (.1)	0.50 Hrs	630/hr	\$315.00
01/09/24	JWR	Call with R. Dremluk re: FW Cook contract rejection (.3); follow up emails with HHR and R. Dremluk (.4); review rejection schedule (.2)	0.90 Hrs	1,075/hr	\$967.50
01/10/24	GJFA	Review emails between C. Gartman and V. Peo re: Oracle cure amount (.1); review emails between C. Gartman and J. Vandermark re: Google contracts (.1)	0.20 Hrs	630/hr	\$126.00
01/15/24	GJFA	Review email from J. Risener re: response to request to extend deadline to respond to rejection notice	0.10 Hrs	630/hr	\$63.00
01/16/24	GJFA	Emails with J. Risener re: certification of counsel and order for rejection notices	0.20 Hrs	630/hr	\$126.00
01/16/24	GJFA	Emails with K. McCloskey re: extension of	0.10 Hrs	630/hr	\$63.00

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<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>	<u>Rate</u>	<u>Value</u>
01/16/24	GJFA	deadline to respond to rejection notice Emails with K. McCloskey re: responses to rejection notices	0.10 Hrs	630/hr	\$63.00
01/16/24	TAMT	Draft CNO to Second Supplemental Cure Motion, prepare order for upload and email to counsel regarding same	0.50 Hrs	345/hr	\$172.50
01/16/24	JRR	Draft COC re: first rejection notice	0.70 Hrs	540/hr	\$378.00
01/16/24	KAMC	Emails to/from G. Flasser regarding Second Notice of Rejection	0.10 Hrs	370/hr	\$37.00
01/17/24	JRR	Email E. Beitler re: responses to Supplemental Cure Motion (.1); review draft CNO re: same (.2); discuss HHR response to email re: supplemental cure motion responses with G. Flasser (.1)	0.40 Hrs	540/hr	\$216.00
01/17/24	GJFA	Emails with J. Risener and C. Gartman re: rejection notices and motion to set cure amounts (.2); emails with T. Mistretta, K. McCloskey, and J. Risener re: certificate of no objection to motion to set cure amounts (.1)	0.30 Hrs	630/hr	\$189.00
01/17/24	KAMC	Emails to/from counsel regarding second cure motion	0.10 Hrs	370/hr	\$37.00
01/18/24	KAMC	Draft Notice of Rejection Tracker	0.20 Hrs	370/hr	\$74.00
01/18/24	KAMC	Emails to/from counsel regarding Second Cure Motion CNO	0.10 Hrs	370/hr	\$37.00
01/19/24	SR	Calls with R Dremluk re rejected contracts; emails with R Dremluk re same; emails with PAC team re same.	0.50 Hrs	490/hr	\$245.00
01/19/24	GJFA	Emails with S. Rizvi re: FW Cook response to rejection notice	0.10 Hrs	630/hr	\$63.00
01/22/24	GJFA	Emails with KCC re: motion to set cure amounts	0.10 Hrs	630/hr	\$63.00
01/23/24	GJFA	Emails with C. Gartman re: certifications of counsel and orders to rejection notices (.3); communicate in office with J. Ryan and J. Risener re: same (.1)	0.40 Hrs	630/hr	\$252.00
01/23/24	GJFA	Review email from J. Risener re: certifications of counsel to rejection notices	0.10 Hrs	630/hr	\$63.00
01/23/24	JRR	Discuss rejection notice COCs with G. Flasser (.2); draft COC re: second rejection notice (1.1)	1.30 Hrs	540/hr	\$702.00
01/24/24	GJFA	Review emails between C. Gartman and R. Dremluk re: certification of counsel to second rejection notice	0.10 Hrs	630/hr	\$63.00
01/24/24	GJFA	Emails with C. Gartman re: certifications of counsel and orders to rejection notices	0.30 Hrs	630/hr	\$189.00
01/24/24	GJFA	Review revised certification of counsel and order to second rejection notice	0.10 Hrs	630/hr	\$63.00

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<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>	<u>Rate</u>	<u>Value</u>
01/24/24	JRR	Draft COC for first rejection notice	0.40 Hrs	540/hr	\$216.00
01/24/24	JWR	Numerous emails re: assumption notices and rejection motions (.8); review creditor responses (.3)	1.10 Hrs	1,075/hr	\$1,182.50
01/24/24	JWR	Numerous emails re: contract rejection motions (6); review and comment on CoCs re: same (.4)	1.00 Hrs	1,075/hr	\$1,075.00
01/24/24	SR	Review/revise COC/proposed order re first rejection notice; emails with PAC team re same.	0.40 Hrs	490/hr	\$196.00
01/24/24	KAMC	Emails to/from G. Flasser regarding exhibit to COC (.2); edit/prepare same (.2)	0.40 Hrs	370/hr	\$148.00
01/24/24	KAMC	Edit First Rejection Notice and Schedule thereto	0.30 Hrs	370/hr	\$111.00
01/24/24	KAMC	Call with G. Flasser regarding Second Rejection Notice exhibits and prepare same	0.50 Hrs	370/hr	\$185.00
01/24/24	GJFA	Review and comment on certifications of counsel and orders to rejection notices (1.4); communicate in office with J. Risener re: same (.1); communicate in office with K. McCloskey re: schedule of contracts to be attached to order approving rejection notices (.5)	2.00 Hrs	630/hr	\$1,260.00
01/24/24	GJFA	Correspond with K. McCloskey re: exhibit to certification of counsel re: proposed order to rejection notice (.3); review exhibit (.3)	0.60 Hrs	630/hr	\$378.00
01/24/24	GJFA	Emails with S. Rizvi re: certification of counsel to first rejection notice	0.20 Hrs	630/hr	\$126.00
01/25/24	KAMC	Draft COC Regarding First and Second Rejection Notices	0.40 Hrs	370/hr	\$148.00
01/25/24	KAMC	File COCs Regarding First and Second Rejection Notices, upload proposed orders and email to Chambers regarding same	0.80 Hrs	370/hr	\$296.00
01/25/24	GJFA	Finalize certifications of counsel and orders to rejection notices (.1); emails with C. Gartman re: same (.1); emails with K. McCloskey and S. Rivzi re: same (.2)	0.40 Hrs	630/hr	\$252.00
01/25/24	JWR	Draft memo to board re: Kalisman doctrine	1.90 Hrs	1,075/hr	\$2,042.50
01/25/24	SR	Finalize COC/proposed order and exhibits re first rejection notice; emails with PAC team re same.	0.50 Hrs	490/hr	\$245.00
01/25/24	SR	Finalize COC/proposed order and exhibits re second rejection notice; emails with PAC team re same; emails with chambers re same.	0.50 Hrs	490/hr	\$245.00
01/29/24	JWR	Emails with Oracle re: contract assumption	0.30 Hrs	1,075/hr	\$322.50
01/29/24	GJFA	Review email from V. Banter re: Oracle	0.10 Hrs	630/hr	\$63.00

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<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>	<u>Rate</u>	<u>Value</u>
01/31/24	JWR	assignment Numerous emails re: assumption notices and rejection motions (.8); review creditor responses (JEREMY NEED TO FIX TIME)	0.40 Hrs	1,075/hr	\$430.00
		<b>Total EC Executory Contract and Leases</b>	<b>22.40</b>		<b>\$15,095.00</b>
<b>Fee Applications/Objections</b>					
01/03/24	KAMC	Update calendar regarding FTI December invoice objection deadline	0.10 Hrs	370/hr	\$37.00
01/03/24	JRR	Call with G. Flasser re: hearing date for interim fee applications (.1); correspond with G. Flasser re: same (.3); emails with J. Margolin re: same (.2)	0.60 Hrs	540/hr	\$324.00
01/03/24	GJFA	Correspond with J. Risener re: interim fee applications (.2); emails with J. Risener, J. Ryan, and J. Margolin re: same (.2)	0.40 Hrs	630/hr	\$252.00
01/04/24	GJFA	Emails with J. Margolin re: Hughes Hubbard's November fee application (.1); emails with S. Rizvi re: same (.1)	0.20 Hrs	630/hr	\$126.00
01/05/24	KAMC	Emails to/from counsel regarding HHR Third Monthly Fee Application (.2); draft Notice (.1); finalize, file and coordinate service of same (.5)	0.80 Hrs	370/hr	\$296.00
01/05/24	SR	Review/revise HHR monthly fee application (.6); review/revise notice re same (.1); emails with PAC team re same (.2); finalize same for filing (.1).	1.00 Hrs	490/hr	\$490.00
01/08/24	GJFA	Emails with J. Margolin and J. Risener re: interim fee applications	0.10 Hrs	630/hr	\$63.00
01/09/24	KAMC	Draft, finalize and file CNO to KCC Third Monthly Fee Application	0.40 Hrs	370/hr	\$148.00
01/09/24	GJFA	Emails with K. McCloskey and S. Rizvi re: certificate of no objection to KCC's third monthly fee application (.1); emails with S. Rizvi and KCC re: same (.1)	0.20 Hrs	630/hr	\$126.00
01/09/24	SR	Review/revise CNO re KCC 3rd monthly fee app; emails with KCC re same; emails with PAC team re same.	0.40 Hrs	490/hr	\$196.00
01/10/24	SR	Review/revise HHR 4th monthly fee app (.8); emails with HHR re same (.1); emails with PAC team re same (.1); finalize same for filing (.2).	1.20 Hrs	490/hr	\$588.00
01/10/24	JRR	Emails with G. Flasser, S. Rizvi, J. Margolin re: interim fee applications	0.20 Hrs	540/hr	\$108.00
01/10/24	GJFA	Emails with J. Margolin, K. McCloskey and S. Rizvi re: Hughes Hubbard's December fee application (.1)	0.10 Hrs	630/hr	\$63.00

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Re Potential Chapter 11 Debtor Representati

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>	<u>Rate</u>	<u>Value</u>
01/10/24	KAMC	Draft Notices to First Interim Fee Application of HHR, KCC and Garrigues	0.60 Hrs	370/hr	\$222.00
01/10/24	KAMC	Emails to/from counsel regarding HHR 4th Monthly Fee Application (.2); draft Notice (.2); finalize, file and coordinate service of same (.4)	0.80 Hrs	370/hr	\$296.00
01/10/24	GJFA	Emails with J. Margolin re: interim fee applications (.1); emails with S. Rizvi and J. Risener re: same (.1)	0.20 Hrs	630/hr	\$126.00
01/11/24	GJFA	Emails with J. Margolin re: Hughes Hubbard interim fee application	0.10 Hrs	630/hr	\$63.00
01/11/24	GJFA	Emails with J. Margolin re: KCC's interim fee application (.1); emails with S. Rizvi re: same (.1)	0.20 Hrs	630/hr	\$126.00
01/12/24	SR	Review/revise KCC interim fee app (1.0); correspond/emails with PAC team re same (.3); finalize same for filing (.1).	1.40 Hrs	490/hr	\$686.00
01/12/24	RSM	Call w/ S. Rizvi re: Guggenheim final fee app	0.10 Hrs	850/hr	\$85.00
01/12/24	SR	Review/revise HHR interim fee app (1.1); emails with PAC team re same (.2); emails with HHR team re same (.2).	1.50 Hrs	490/hr	\$735.00
01/12/24	SR	Review/revise Guggenheim final fee app (1.5); emails with PAC team re same (.2); emails with HHR team re same (.2); finalize same for filing (.3).	2.20 Hrs	490/hr	\$1,078.00
01/12/24	SR	Review/revise Guggenheim monthly fee app (1.2); emails with PAC team re same (.2); emails with HHR team re same (.2).	1.60 Hrs	490/hr	\$784.00
01/12/24	JWR	Numerous emails re: coordination and filing of interim fee applications for all estate professionals (.6)	0.60 Hrs	1,075/hr	\$645.00
01/12/24	KAMC	Finalize, file and coordinate service of HHR First Interim Fee Application	0.50 Hrs	370/hr	\$185.00
01/12/24	KAMC	Finalize, file and coordinate service of KCC First Interim Fee Application	0.50 Hrs	370/hr	\$185.00
01/12/24	KAMC	Prepare Guggenheim November monthly fee application (.4); update notice (.1); finalize, file and coordinate service of same (.4)	0.90 Hrs	370/hr	\$333.00
01/12/24	KAMC	Draft Notice to Guggenheim Final Fee Application (.3); finalize, file and coordinate service of same (.5)	0.80 Hrs	370/hr	\$296.00
01/12/24	KAMC	Emails to/from counsel regarding Garrigues First Interim Fee Application not filing today (.3); prepare Notice for Tuesday filing date (.2)	0.50 Hrs	370/hr	\$185.00
01/12/24	GJFA	Further emails with S. Rizvi re: Guggenheim's final fee application (.2);	0.40 Hrs	630/hr	\$252.00

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<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>	<u>Rate</u>	<u>Value</u>
01/12/24	GJFA	review emails between S. Rizvi, T. Labuda, and J. Margolin re: same (.2) Emails with K. McCloskey and S. Rizvi re: Hughes Hubbard first interim fee application (.1); emails with K. McCloskey, S. Rizvi and J. Margolin re: same (.1)	0.20 Hrs	630/hr	\$126.00
01/12/24	GJFA	Review email from E. Chen re: Guggenheim final fee application (.1); emails with J. Margolin and S. Rizvi re: same (.2)	0.30 Hrs	630/hr	\$189.00
01/15/24	GJFA	Emails with J. Margolin re: Garrigues first interim fee application	0.10 Hrs	630/hr	\$63.00
01/16/24	SR	Review/revise Garrigues interim fee app (1.2); emails with PAC team re same (.2); emails with HHR and Garrigues teams re same (.2).	1.60 Hrs	490/hr	\$784.00
01/16/24	SR	Review/revise CNO re Garrigues monthly fee application; emails with PAC team re same; emails with HHR re same.	0.40 Hrs	490/hr	\$196.00
01/16/24	GJFA	Emails with K. McCloskey and S. Rizvi re: Garrigues first interim fee application (.1); emails with S. Rizvi and J. Margolin re: same (.1)	0.20 Hrs	630/hr	\$126.00
01/16/24	TAMT	Draft CNO to Garrigues Third Monthly Fee Application and email to counsel regarding same	0.40 Hrs	345/hr	\$138.00
01/16/24	KAMC	Emails to/from counsel regarding Garrigues First Interim Fee Application (.2); revise same (.2); finalize, file and coordinate service of same (.5)	0.90 Hrs	370/hr	\$333.00
01/17/24	KAMC	Emails to/from G. Flasser regarding FTI invoice and update calendar	0.10 Hrs	370/hr	\$37.00
01/17/24	KAMC	Update calendar with fee applications deadlines	0.10 Hrs	370/hr	\$37.00
01/19/24	GJFA	Emails with J. Margolin and K. McCloskey re: Garrigues December fee application (.1); review and coordinate filing same (.3)	0.40 Hrs	630/hr	\$252.00
01/19/24	GJFA	Correspond with K. McCloskey re: objection deadline for Committee's interim fee applications (.1); review interim fee applications re: same (.1)	0.20 Hrs	630/hr	\$126.00
01/19/24	KAMC	Emails to/from counsel regarding Garrigues December fee application (.2); draft notice (.2); finalize, file and coordinate service of same (.5)	0.90 Hrs	370/hr	\$333.00
01/19/24	KAMC	Emails to/from G. Flasser regarding wrong objection deadline on committee fee applications	0.10 Hrs	370/hr	\$37.00
01/22/24	SR	Review/revise Deloittee's monthly staffing	0.90 Hrs	490/hr	\$441.00

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<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>	<u>Rate</u>	<u>Value</u>
		report and related notice (.6); emails with PAC team re same (.2); emails with HHR team re same (.1).			
01/22/24	JWR	Emails re: Professional staffing reports	0.20 Hrs	1,075/hr	\$215.00
01/22/24	KAMC	Update calendar with Garrigues fee application deadlines	0.10 Hrs	370/hr	\$37.00
01/22/24	KAMC	Emails to/from counsel regarding OCP Report (.1); finalize, file and coordinate service of same (.3)	0.40 Hrs	370/hr	\$148.00
01/22/24	KAMC	Emails to/from counsel regarding Deloitte Staffing Report (.2); revise, finalize, file and coordinate service of same (.5)	0.70 Hrs	370/hr	\$259.00
01/22/24	GJFA	Emails with J. Margolin re: Deloitte fee application (.1); emails with S. Rizvi and K. McCloskey re: same (.1)	0.20 Hrs	630/hr	\$126.00
01/22/24	GJFA	Emails with J. Margolin and K. McCloskey re: quarterly ordinary course professional report (.3); review and comment on, and coordinate filing of, same (.4); review filed ordinary course professional declarations relating to same (.3)	1.00 Hrs	630/hr	\$630.00
01/22/24	GJFA	Review Deloitte's first fee application prior to filing (.4); further emails with J. Margolin, S. Rizvi, and K. McCloskey re: same (.2)	0.60 Hrs	630/hr	\$378.00
01/22/24	GJFA	Call with J. Margolin re: Deloitte staffing report	0.10 Hrs	630/hr	\$63.00
01/25/24	KAMC	Emails to/from G. Flasser regarding Ropes & FTI invoices and calendar objection deadline	0.10 Hrs	370/hr	\$37.00
01/26/24	KAMC	Draft index for fee application binder and agenda	1.80 Hrs	370/hr	\$666.00
01/26/24	TAMT	Preparation of fee application binders for upcoming hearing	1.50 Hrs	345/hr	\$517.50
01/28/24	KAMC	Draft COC Regarding Order Approving First Interim Fee Applications	0.80 Hrs	370/hr	\$296.00
01/28/24	KAMC	Update electronic fee binder	0.50 Hrs	370/hr	\$185.00
01/29/24	KAMC	Update paper and e-binders for First Interim/Final Fee Applications	0.40 Hrs	370/hr	\$148.00
01/29/24	KAMC	Finalize and file CNO to HHR 3rd fee application	0.30 Hrs	370/hr	\$111.00
01/29/24	KAMC	Prepare interim/final fee application binder	0.60 Hrs	370/hr	\$222.00
01/30/24	SR	Review/revise Teneo staffing report and related exhibits (.6); emails with PAC team re same (.2).	0.80 Hrs	490/hr	\$392.00
01/30/24	MLR	Finalize, file and coordinate service of Teneo monthly staffing report for November 2023	0.40 Hrs	370/hr	\$148.00
01/30/24	SR	Draft CNO re HHR 4th monthly fee	0.70 Hrs	490/hr	\$343.00

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<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>	<u>Rate</u>	<u>Value</u>
		application (.4); emails with HHR team re same (.1); emails with PAC team re same (.2).			
01/31/24	KAMC	Finalize fee binder and email to Chambers regarding same	0.30 Hrs	370/hr	\$111.00
01/31/24	KAMC	Emails to/from S. Rizvi regarding CNO to HHR 4th Monthly Fee Application (.1); file same (.3)	0.30 Hrs	370/hr	\$111.00
<b>Total FA Fee Applications/Objections</b>			<b>37.20</b>		<b>\$17,460.50</b>
<b>Fee Applications (Potter Anderson &amp; corroon's)</b>					
01/03/24	KAMC	Emails to/from counsel regarding interim fee applications (.2)	0.30 Hrs	370/hr	\$111.00
01/05/24	KAMC	Begin preparing PAC First Interim Fee Application	1.00 Hrs	370/hr	\$370.00
01/08/24	KAMC	Draft PAC First Interim Fee Application	2.00 Hrs	370/hr	\$740.00
01/09/24	GJFA	Correspond with K. McCloskey re: PAC's interim fee application (.1); emails with K. McCloskey and S. Rizvi re: same (.1)	0.20 Hrs	630/hr	\$126.00
01/09/24	SR	Review/revise PAC interim fee app (1.2); correspond/emails with PAC team re same (.3).	1.50 Hrs	490/hr	\$735.00
01/09/24	KAMC	Continue drafting PAC First Interim Fee Application	0.30 Hrs	370/hr	\$111.00
01/10/24	KAMC	Update PAC First Interim Fee Application	0.30 Hrs	370/hr	\$111.00
01/10/24	KAMC	Draft Notice to PAC First Interim Fee Application	0.20 Hrs	370/hr	\$74.00
01/11/24	SR	Review/revise PAC interim fee app (0.5); correspond/emails with PAC team re same (.3).	0.80 Hrs	490/hr	\$392.00
01/11/24	GJFA	Correspond with S. Rizvi re: Potter's interim fee application	0.10 Hrs	630/hr	\$63.00
01/11/24	GJFA	Correspond with K. McCloskey re: PAC's first interim fee application	0.10 Hrs	630/hr	\$63.00
01/12/24	SR	Review/revise CNO for the Hancock Retention Application; correspond/emails with PAC team re same; emails with HHR team re same.	0.50 Hrs	490/hr	\$245.00
01/12/24	SR	Review/revise PAC interim fee app (x3)(1.5); correspond/emails with PAC team re same (.3); finalize for filing (.3).	2.10 Hrs	490/hr	\$1,029.00
01/12/24	RSM	Review draft PAC Interim Fee Application	0.50 Hrs	850/hr	\$425.00
01/12/24	RSM	Emails w/ J. Ryan and G. Flasser re: PAC interim fee application	0.10 Hrs	850/hr	\$85.00
01/12/24	RSM	Emails w/ S. Rizvi re: budget comparison for interim fee application (0.4); revise PAC Interim fee application re: same (0.7)	1.10 Hrs	850/hr	\$935.00
01/12/24	GJFA	Review and comment on Potter's first	1.10 Hrs	630/hr	\$693.00

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<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>	<u>Rate</u>	<u>Value</u>
01/12/24	GJFA	interim fee application Correspond with K. McCloskey, S. Rizvi, J. Ryan, and S. McNeill re: Potter's first interim fee application	0.40 Hrs	630/hr	\$252.00
01/12/24	JWR	Review PAC interim fee app	0.30 Hrs	1,075/hr	\$322.50
01/12/24	KAMC	Multiple emails to/from counsel regarding PAC First Interim Fee Application and budget (.6); revise PAC First Interim Fee Application (.7); finalize, file and coordinate service of same (.5)	1.80 Hrs	370/hr	\$666.00
01/12/24	KAMC	Update PAC First Interim Fee Application	0.30 Hrs	370/hr	\$111.00
01/19/24	GJFA	Emails with K. McCloskey and S. Rizvi re: certificate of no objection to PAC's third monthly fee application	0.10 Hrs	630/hr	\$63.00
01/19/24	KAMC	Draft CNO to PAC Third Monthly Fee Application	0.20 Hrs	370/hr	\$74.00
01/23/24	KAMC	Finalize and file CNO to PAC Third Monthly Fee Application	0.30 Hrs	370/hr	\$111.00
01/29/24	KAMC	Begin drafting PAC 4th Monthly Fee Application	0.20 Hrs	370/hr	\$74.00
<b>Total FP Fee Applications (Potter Anderson &amp; corroon's)</b>			<b>15.80</b>		<b>\$7,981.50</b>

#### Tax Issues/Corporate Matters

01/18/24	GJFA	Review email from J. Margolin re: tax returns to be prepared by Hancock	0.10 Hrs	630/hr	\$63.00
01/25/24	GJFA	Review email from M. Schlosser re: AZ tax returns	0.10 Hrs	630/hr	\$63.00
<b>Total MA Tax Issues/Corporate Matters</b>			<b>0.20</b>		<b>\$126.00</b>

#### Asset Disposition/Use, Sale

01/02/24	JWR	Review and comment on notice of closing	0.40 Hrs	1,075/hr	\$430.00
01/02/24	GJFA	Review emails between C. Gartman and G. Galardi re: notice of first closing and schedules of assigned contracts (.1); review and comment on notice of first closing (.2)	0.30 Hrs	630/hr	\$189.00
01/02/24	GJFA	Review sale order and asset purchase agreement in connection with notice of first closing (.4); emails with C. Gartman re: same (.2)	0.60 Hrs	630/hr	\$378.00
01/02/24	GJFA	Review comments from L. Smith to notice of first closing	0.10 Hrs	630/hr	\$63.00
01/03/24	GJFA	Correspond with K. McCloskey re: filing of notice of first closing	0.10 Hrs	630/hr	\$63.00
01/03/24	GJFA	Emails with C. Gartman, K. Coleman, J. Ryan, S. McNeill, S. Rizvi, and J. Risener	0.30 Hrs	630/hr	\$189.00

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<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>	<u>Rate</u>	<u>Value</u>
01/03/24	KAMC	re: notice of first closing Emails to/from G. Flasser regarding closing notice (.1); file and coordinate service of same (.4)	0.50 Hrs	370/hr	\$185.00
01/03/24	GJFA	Emails with E. Beitler re: notice of first closing (.3); correspond with J. Risener re: same (.2); review, finalize, and coordinate filing and service of notice of first closing (.7)	1.20 Hrs	630/hr	\$756.00
01/03/24	JRR	Discuss notice of closing status with G. Flasser	0.10 Hrs	540/hr	\$54.00
01/08/24	GJFA	Emails with interested party re: status of sale	0.20 Hrs	630/hr	\$126.00
<b>Total SA Asset Disposition/Use, Sale</b>			<b>3.80</b>		<b>\$2,433.00</b>

**Schedules & Statements/MORs/Other US Trustee Reporting**

01/02/24	GJFA	Emails with KCC and C. Gartman re: schedules for new debtor entity (.1); correspond with S. McNeill and J. Risener re: same (.1)	0.20 Hrs	630/hr	\$126.00
01/09/24	JRR	Discuss preparation of schedules for new debtor entity with G. Flasser (.2); draft email to HHR and Teneo teams re: same (.2); update new debtor entity schedules (.1); email K. McCloskey re: same (.1); discussions re: same with K. McCloskey (.1); emails with HHR and Teneo teams re: same (.2)	0.90 Hrs	540/hr	\$486.00
01/09/24	GJFA	Communicate in office multiple times with J. Risener re: schedules and statements for AgileThought Latam (.3); review emails between J. Risener, C. Gartman, and Teneo re: same (.2); emails with K. McCloskey and J. Risener re: same (.1)	0.60 Hrs	630/hr	\$378.00
01/09/24	GJFA	Review global notes for AgileThought Latam schedules (.4); correspond with K. McCloskey and J. Risener re: same (.2)	0.60 Hrs	630/hr	\$378.00
01/09/24	KAMC	Update Latam Schedules	0.40 Hrs	370/hr	\$148.00
01/10/24	KAMC	Conference with J. Risener and G. Flasser regarding AgileThought Latam Schedules (.3); update Global Notes (.3)	0.60 Hrs	370/hr	\$222.00
01/10/24	GJFA	Correspond with J. Risener re: global notes to schedules for AgileThought Latam (.2); emails with Teneo and KCC re: same (.2)	0.40 Hrs	630/hr	\$252.00
01/10/24	GJFA	Further emails with J. Risener and K. McCloskey re: schedules and statements to AgileThought Latam (.1); review	0.50 Hrs	630/hr	\$315.00

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<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>	<u>Rate</u>	<u>Value</u>
01/10/24	JRR	finalized version of same (.3); emails with J. Risener and C. Gartman re: same (.1) Discuss updates to new entity schedules with K. McCloskey and G. Flasser (.3); emails with K. McCloskey and G. Flasser re: same (.2); review updated schedules (.2); revise same (.2); email to HHR and Teneo teams re: updated new entity schedules (.1)	1.00 Hrs	540/hr	\$540.00
01/11/24	KAMC	Emails to/from G. Flasser regarding Latam Schedules (.2); finalize and file same (.3)	0.50 Hrs	370/hr	\$185.00
01/11/24	GJFA	Emails with J. Risener and J. Feltman re: schedules for AgileThought Latam	0.20 Hrs	630/hr	\$126.00
01/11/24	JRR	Discuss AgileThought Latam schedules with S. McNeill, G. Flasser (.3); email J. Feltman re: same (.1); coordinate filing of same (.1)	0.50 Hrs	540/hr	\$270.00
01/11/24	GJFA	Communicate in office with J. Risener re: schedules for AgileThought Latam	0.20 Hrs	630/hr	\$126.00
01/12/24	KAMC	Emails to/from G. Flasser and J. Risener regarding Latam Schedules (.2); file same in Latam matter (.3)	0.50 Hrs	370/hr	\$185.00
01/12/24	GJFA	Emails with chambers re: AgileThought Latam schedules (.1); emails with K. McCloskey and J. Risener re: filing of same in individual debtor case (.2)	0.30 Hrs	630/hr	\$189.00
01/12/24	JRR	Coordinate filing of AgileThought Latam schedules in appropriate cases	0.20 Hrs	540/hr	\$108.00
01/16/24	GJFA	Emails with Teneo and KCC teams re: December monthly operating reports	0.10 Hrs	630/hr	\$63.00
01/23/24	GJFA	Emails with Teneo re: monthly operating reports	0.10 Hrs	630/hr	\$63.00
01/24/24	GJFA	Review and coordinate filing monthly operating reports	0.80 Hrs	630/hr	\$504.00
01/24/24	GJFA	Communicate in office with K. McCloskey re: monthly operating reports	0.10 Hrs	630/hr	\$63.00
01/24/24	KAMC	File and coordinate service of December MORs	2.60 Hrs	370/hr	\$962.00
01/25/24	JWR	Attention to schedules for new debtor filing	0.40 Hrs	1,075/hr	\$430.00
01/26/24	GJFA	Emails with S. Lyman re: U.S. Trustee fees	0.10 Hrs	630/hr	\$63.00
		<b>Total SS Schedules &amp; Statements/MORs/Other US Trustee Reporting</b>	<b>11.80</b>		<b>\$6,182.00</b>
		<b>Total</b>			<b>\$110,304.50</b>

AgileThought Inc.  
Re Potential Chapter 11 Debtor Representati

LEGAL SERVICES SUMMARY

R. S. McNeill	8.90 Hrs	850.00/hr	\$7,565.00
Pamela L. Millard	5.90 Hrs	1,000.00/hr	\$5,900.00
Jeremy W. Ryan	29.30 Hrs	1,075.00/hr	\$31,497.50
Michael W. Whittaker	0.30 Hrs	1,050.00/hr	\$315.00
Levi Akkerman	0.50 Hrs	470.00/hr	\$235.00
Alexander DiRienzo	11.20 Hrs	470.00/hr	\$5,264.00
Gregory J. Flasser	31.50 Hrs	630.00/hr	\$19,845.00
James R. Risener	22.60 Hrs	540.00/hr	\$12,204.00
Sameen Rizvi	22.60 Hrs	490.00/hr	\$11,074.00
Kristin A. McCloskey	41.70 Hrs	370.00/hr	\$15,429.00
Theresa A. Mistretta	2.40 Hrs	345.00/hr	\$828.00
Melissa L. Romano	0.40 Hrs	370.00/hr	\$148.00
	<u>177.30 Hrs</u>		<u>\$110,304.50</u>

<b>Project Category</b>	<b>Hours</b>	<b>Amount</b>
Asset analysis and Recovery (AA)	0.40	\$252.00
Asset Disposition/Use, Sale (SA)	3.80	\$2,433.00
Budgeting (BU)	0.60	\$645.00
Business Operations (BO)	28.10	\$22,989.00
Case Administration (CA)	28.70	\$19,759.50
Court Appearances/Hearings (CH)	7.80	\$3,991.00
Creditor Inquiries (CI)	0.60	\$425.00
Employment Applications/Objections (EA)	2.00	\$1,160.00
Executory Contract and Leases (EC)	22.40	\$15,095.00
Fee Applications (Potter Anderson & corroon's) (FP)	15.80	\$7,981.50
Fee Applications/Objections (FA)	37.20	\$17,460.50
Financing/Cash Collateral/DIP (CR)	1.40	\$1,193.50
Litigation/Adversary Proceedings (AP)	16.50	\$10,611.50
Schedules & Statements/MORs/Other US Trustee Reporting (SS)	11.80	\$6,182.00
Tax Issues/Corporate Matters (MA)	0.20	\$126.00
<b>Total</b>	<b>177.30</b>	<b>\$110,304.50</b>

## **EXHIBIT B**

AgileThought Inc.  
 Re Potential Chapter 11 Debtor Representati

DISBURSEMENTS

Through March 3, 2024

1414	VENDOR: Reliable Wilmington INVOICE#: WL115305 DATE: 2/20/2024 Reliable Wilmington Expedited Transcript	214.00
	<b>Total Court Reporters - Transcripts</b>	<b>\$214.00</b>
1469	Parcels SumInv 38371 38372	90.00
1469	Parcels SumInv 38371 38372	90.00
	<b>Total Parcels - Special Delivery</b>	<b>\$180.00</b>
401A	VENDOR: Reliable Wilmington INVOICE#: WL114696 DATE: 1/17/2024 Reliable Wilmington Courier Services	7.50
401A	VENDOR: Reliable Wilmington INVOICE#: WL114958 DATE: 1/31/2024 Reliable Wilmington Courier Services	7.50
401A	VENDOR: Reliable Wilmington INVOICE#: WL115045 DATE: 2/7/2024 Reliable Wilmington Courier Services	7.50
401A	VENDOR: Reliable Wilmington INVOICE#: WL115080 DATE: 2/8/2024 Reliable Wilmington Courier Services	7.50
401A	VENDOR: Reliable Wilmington INVOICE#: WL115071 DATE: 2/8/2024 Reliable Wilmington Copy, Mailing and Courier Services	28.05
	<b>Total Outside Copying Services</b>	<b>\$58.05</b>
	Total Disbursements	\$452.05