

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

In re:

AN GLOBAL LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 23-11294 (JKS)

(Jointly Administered)

Objection Deadline: June 24, 2024 at 4:00 p.m. (ET)

**SUMMARY OF EIGHTH 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 APRIL 1, 2024 THROUGH APRIL 30, 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: April 1, 2024 through April 30, 2024

Amount of Compensation Sought as Actual,
Reasonable, and Necessary: \$152,521.00

Amount of Expense Reimbursement Sought
as Actual, Reasonable, and Necessary: \$0.00

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

¹ 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:

| DATE FILED | PERIOD COVERED | REQUESTED FEES | REQUESTED EXPENSES | APPROVED FEES (80%) | APPROVED EXPENSES (100%) | 20% HOLDBACK |
|-------------------|-----------------------|-----------------------|---------------------------|----------------------------|---------------------------------|---------------------|
| 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 | \$3,3436.47 | \$27,919.50 |
| 4/1/2024 | 01/01/2024-01/31/2024 | \$110,304.50 | \$452.50 | \$88,243.60 | \$452.50 | \$22,060.90 |
| 4/1/2024 | 02/01/2024-02/29/2024 | \$119,566.50 | \$437.05 | \$95,653.20 | \$437.05 | \$23,913.30 |
| 4/30/2024 | 03/01/2024-03/31/2024 | \$86,067.15 | \$0.00 | \$68,853.72 | \$0.00 | \$17,213.43 |

**COMPENSATION BY PROFESSIONAL
APRIL 1, 2024 THROUGH APRIL 30, 2024**

| 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 |
|--|--|--|---------------------------|---------------------------|
| Jeremy W. Ryan | Joined firm as Partner in 2009. Member of DE Bar since 1997. | \$1,075.00 | 54.1 | \$58,157.50 |
| Pamela L. Millard | Joined firm as an Associate in 2008. Partner in 2017. Member of DE Bar since 2008. | \$1,000.00 | 10.5 | \$10,500.00 |
| Laura G. Readinger | Joined firm as eDiscovery Counsel in 2020. Partner in 2024. Member of OH and NY Bars since 2008. Member of PA Bar since 2011. Member of DE Bar since 2016. | \$850.00 | 0.7 | \$595.00 |
| 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 | 0.1 | \$105.00 |
| R. S. McNeill | Joined firm as an Associate in 2008. Partner in 2024. Member of DE Bar since 2008. | \$850.00 | 16.1 | \$13,685.00 |
| Gregory J. Flasser | Joined firm as an Associate in 2023. Member of DE Bar since 2015. | \$630.00 | 54.8 | \$34,524.00 |
| James R. Risener | Joined firm as an Associate in 2023. Member of GA Bar since 2020. | \$540.00 | 31.4 | \$16,956.00 |
| Levi Akkerman | Joined firm as an Associate in 2022. Member of the DE Bar since 2022. | \$470.00 | 9.0 | \$4,230.00 |
| Alexander DiRienzo | Joined firm as Associate in 2022. Member of DE Bar since 2022. | \$470.00 | 14.4 | \$6,768.00 |

| 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 |
|--|---|--|---------------------------|---------------------------|
| Cynthia M. Caskey | Joined firm as Paralegal in 2013. Paralegal since 1996. | \$430.00 | 0.3 | \$129.00 |
| Kristin McCloskey | Joined firm as Paralegal in 2023. Paralegal since 2008. | \$370.00 | 16.8 | \$6,216.00 |
| Lauren C. Huber | Joined firm as Paralegal in 2019. Paralegal since 2018. | \$345.00 | 0.8 | \$276.00 |
| Theresa A. Mistretta | Joined firm as a Paralegal in 2023. Paralegal since 2017. | \$345.00 | 1.1 | \$379.50 |
| | | | 210.1 | \$152,521.00 |
| | | | Grand Total: | \$152,521.00 |
| | | | Attorney Compensation: | \$145,520.50 |
| | | | Total Attorney Hours: | 191.1 |
| | | | Blended Attorney Rate: | \$761.49 |

COMPENSATION BY PROJECT CATEGORY
APRIL 1, 2024 THROUGH APRIL 30, 2024

| Project Category | Hours | Amount |
|--|--------------|---------------------|
| Asset Analysis and Recovery (AA) | 0.0 | \$0.00 |
| Litigation/Adversary Proceedings (AP) | 15.2 | \$9,803.50 |
| Business Operations (BO) | 6.7 | \$4,221.00 |
| Budgeting (BU) | 0.0 | \$0.00 |
| Case Administration (CA) | 24.7 | \$20,662.00 |
| Court Appearances/Communications/Hearings (CH) | 0.0 | \$0.00 |
| Creditor Inquiries (CI) | 2.3 | \$1,449.00 |
| Financing/Cash Collateral/DIP (CR) | 6.6 | \$6,646.00 |
| Employment Applications/Objections (EA) | 28.6 | \$20,789.00 |
| Employee Matters (EB) | 0.4 | \$430.00 |
| Executory Contracts and Leases (EC) | 10.1 | \$7,456.50 |
| Fee Applications/Objections (FA) | 32.6 | \$18,285.50 |
| Fee Applications (FP) | 6.7 | \$3,324.00 |
| Tax Issues/Corporate Matters (MA) | 42.7 | \$31,695.00 |
| Meetings (MC) | 14.3 | \$9,856.00 |
| 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) | 18.8 | \$17,719.50 |
| Schedules & Statements/MORs/Other UST Reporting (SS) | 0.3 | \$137.00 |
| Communications with Debtors or Trustee (TR) | 0.1 | \$47.00 |
| Utilities (UM) | 0.0 | \$0.00 |
| Valuation (VT) | 0.0 | \$0.00 |
| Non-Working Travel (NWT) | 0.0 | \$0.00 |
| TOTAL: | 210.1 | \$152,521.00 |

EXPENSE CATEGORY
APRIL 1, 2024 THROUGH APRIL 30, 2024

| Expense Category | Amount |
|--|---------------|
| Outside Copies/Reproduction | \$0.00 |
| 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 | \$0.00 |
| Special Delivery & Daily Runner Services | \$0.00 |
| Court Reporter (Reliable) | \$0.00 |
| CT Corporation | \$0.00 |
| Working Meals | \$0.00 |
| TOTAL: | \$0.00 |

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

In re:

AN GLOBAL LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 23-11294 (JKS)

(Jointly Administered)

Objection Deadline: June 24, 2024 at 4:00 p.m. (ET)

**EIGHTH 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 APRIL 1, 2024 THROUGH APRIL 30, 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

¹ 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 \$152,521.00, together with reimbursement for actual and necessary expenses incurred in the amount of \$0.00, for the period April 1, 2024 through April 30, 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 \$152,521.00 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 did not incur any out-of-pocket expenses during the Monthly Fee Period.

VALUATION OF SERVICES

7. Attorneys and paraprofessionals of Potter Anderson have expended a total of 210.1 hours in connection with this matter during the Monthly Fee Period.

8. 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 \$152,521.00.

9. Potter Anderson believes that the time entries included in **Exhibit A** attached hereto is in compliance with the requirements of Local Rule 2016-2.

10. 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.

11. This Application covers the fee period from April 1, 2024 through and including April 30, 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 \$152,521.00 as compensation for necessary professional services rendered to the Debtors for the Monthly Fee Period, and the sum of \$0.00 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.

Remainder of page intentionally left blank.

Dated: June 4, 2024
Wilmington, Delaware

Respectfully submitted,

/s/ R. Stephen McNeill

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

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

Counsel for the Debtors and Debtors in Possession

VERIFICATION

I, R. Stephen McNeill, 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/ R. Stephen McNeill

R. Stephen McNeill (No. 5210)

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

In re:

**AN GLOBAL LLC, et al.,¹
Debtors.**

Chapter 11

Case No. 23-11294 (JKS)

(Jointly Administered)

Objection Deadline: June 24, 2024 at 4:00 p.m. (ET)

**NOTICE OF EIGHTH 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 APRIL 1, 2024 THROUGH APRIL 30, 2024**

PLEASE TAKE NOTICE that the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed the *Eighth 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 April 1, 2024 Through April 30, 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 **June 24, 2024 at 4:00 p.m. (ET)** (the “Objection Deadline”) with the Clerk of the United States Bankruptcy Court for the District of Delaware, 3rd Floor, 824 North Market Street, Wilmington, Delaware 19801.

¹ 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.

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.

Dated: June 4, 2024
Wilmington, Delaware

Respectfully submitted,

/s/ R. Stephen McNeill

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-

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Email: katie.coleman@hugheshubbard.com

chris.gartman@hugheshubbard.com

jeff.margolin@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

June 4, 2024
Bill Number 304835
File Number 23292.00001

AgileThought Inc.
Attn: Stephanie Adkins
Stephanie Adkins
901 W Walnut Hill Ln. Ste.110A
Irving, TX 75038

Email: stephanie.adkins@rumbleon.com,
payables@rumbleon.com

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

| | |
|----------------|---------------------|
| Legal Services | \$152,521.00 |
| Bill Total | <u>\$152,521.00</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



AgileThought Inc.
Attn: Stephanie Adkins
Stephanie Adkins
901 W Walnut Hill Ln. Ste.110A
Irving, TX 75038

June 4, 2024
Bill Number 304835
File Number 23292.00001

RE: Potential Chapter 11 Debtor Representation

Through April 30, 2024

| <u>Date</u> | <u>Atty</u> | <u>Description</u> | <u>Time</u> | <u>Rate</u> | <u>Value</u> |
|---|-------------|---|-------------|-------------|--------------|
| Litigation/Adversary Proceedings | | | | | |
| 04/02/24 | RSM | Meet w/ J. Risener re: preference analysis | 0.50 Hrs | 850/hr | \$425.00 |
| 04/02/24 | GJFA | Review email from J. Risener re: preference analysis | 0.10 Hrs | 630/hr | \$63.00 |
| 04/03/24 | JRR | Prepare preference analysis memo and finalize accompanying spreadsheet | 5.30 Hrs | 540/hr | \$2,862.00 |
| 04/04/24 | RSM | Review preference analysis memo; email J. Risener re: revisions to same | 0.60 Hrs | 850/hr | \$510.00 |
| 04/05/24 | RSM | Email BDO's counsel re: preference demand | 0.20 Hrs | 850/hr | \$170.00 |
| 04/05/24 | JWR | Review memo on MX employee litigation outstanding | 1.50 Hrs | 1,075/hr | \$1,612.50 |
| 04/11/24 | JRR | Draft preference analysis memorandum | 3.20 Hrs | 540/hr | \$1,728.00 |
| 04/15/24 | RSM | Call w/ BDO counsel re: draft preference complaint | 0.10 Hrs | 850/hr | \$85.00 |
| 04/17/24 | RSM | Review and revise revised preference analysis memo | 0.40 Hrs | 850/hr | \$340.00 |
| 04/17/24 | JRR | Revise AgileThought preference memo (1.8); emails with S. McNeill re: same (.1) | 1.90 Hrs | 540/hr | \$1,026.00 |
| 04/18/24 | LGR | Communicate with J. Ryan re: document translation | 0.10 Hrs | 850/hr | \$85.00 |
| 04/18/24 | GJFA | Review email from J. Risener re: preference analysis | 0.10 Hrs | 630/hr | \$63.00 |
| 04/18/24 | JRR | Finalize preference memo | 0.60 Hrs | 540/hr | \$324.00 |
| 04/29/24 | LGR | Review and translate Spanish correspondence | 0.60 Hrs | 850/hr | \$510.00 |

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> |
|----------------------------|-------------|---|--------------|-------------|-------------------|
| | | Total AP Litigation/Adversary Proceedings | 15.20 | | \$9,803.50 |
| Business Operations | | | | | |
| 04/01/24 | GJFA | Emails with S. McNeill re: consents for board of directors and review email chains re: same | 0.20 Hrs | 630/hr | \$126.00 |
| 04/01/24 | GJFA | Emails with J. Ryan re: order restricting trading of shares | 0.20 Hrs | 630/hr | \$126.00 |
| 04/01/24 | GJFA | Review trading restriction order and draft email summary of same (.4); emails with J. Ryan and D. Abril re: same (.1) | 0.50 Hrs | 630/hr | \$315.00 |
| 04/02/24 | GJFA | Emails with A. DiRienzo re: Debtors' corporate governance documents | 0.20 Hrs | 630/hr | \$126.00 |
| 04/02/24 | GJFA | Review email from C. Cesar re: certain SEC registrations and franchise taxes | 0.10 Hrs | 630/hr | \$63.00 |
| 04/05/24 | GJFA | Emails with S. McNeill re: consents to appoint Jim Carroll | 0.10 Hrs | 630/hr | \$63.00 |
| 04/05/24 | GJFA | Review emails between J. Ryan and C. Cesar re: SEC registrations | 0.10 Hrs | 630/hr | \$63.00 |
| 04/08/24 | GJFA | Review email from J. Ryan to L. Barca re: consents to appoint new board | 0.10 Hrs | 630/hr | \$63.00 |
| 04/09/24 | GJFA | Emails with J. Ryan and S. McNeill re: appointment of J. Carroll on board | 0.10 Hrs | 630/hr | \$63.00 |
| 04/09/24 | GJFA | Review emails between L. Barca and J. Ryan re: transfer agent and sale of shares (.1); correspond with S. McNeill re: open case issues (.5); correspond with L. Barca re: Mexican lease issues (.4) | 1.00 Hrs | 630/hr | \$630.00 |
| 04/09/24 | GJFA | Correspond with S. McNeill re: wind down budget | 0.10 Hrs | 630/hr | \$63.00 |
| 04/09/24 | GJFA | Emails with J. Ryan and S. McNeill re: landlord issue in Mexico (.2); review emails between J. Ryan and L. Barca re: same (.1) | 0.30 Hrs | 630/hr | \$189.00 |
| 04/10/24 | GJFA | Review emails between L. Barca, J. Ryan, and G. Galardi re: appointment of J. Carroll to board (.2); emails with L. Barca re: lease issue in Mexico (.3) | 0.50 Hrs | 630/hr | \$315.00 |
| 04/11/24 | GJFA | Review emails from J. Ryan re: tax issues in Mexico (.1); emails with J. Ryan, S. McNeill, and J. Risener re: termination of registered agent for Entrepids (.2); correspond with J. Risener re: same (.3); review emails between J. Risener and C. Caskey re: same (.2); emails with J. Risener, S. McNeill, and J. Ryan re: same (.2) | 1.00 Hrs | 630/hr | \$630.00 |

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| 04/12/24 | GJFA | Emails with J. Ryan and J. Risener re: registered agent for Entrepids | 0.20 Hrs | 630/hr | \$126.00 |
| 04/13/24 | GJFA | Emails with J. Ryan re: registered agent for Entrepids | 0.10 Hrs | 630/hr | \$63.00 |
| 04/15/24 | GJFA | Correspond with J. Risener re: claims agent for Entrepids (.3); emails with J. Risener, J. Ryan, and S. McNeill re: same (.1) | 0.40 Hrs | 630/hr | \$252.00 |
| 04/18/24 | GJFA | Emails with J. Ryan and S. McNeill re: Mexican lease | 0.10 Hrs | 630/hr | \$63.00 |
| 04/19/24 | GJFA | Emails with J. Ryan and S. McNeill re: Mexican lease issue | 0.10 Hrs | 630/hr | \$63.00 |
| 04/19/24 | GJFA | Review emails between J. Ryan and D. Abril re: Mexican tax issue (.1); emails with G. Perez re: stipulation with MX landlord re: non-estate property (.1) | 0.20 Hrs | 630/hr | \$126.00 |
| 04/22/24 | GJFA | Emails with S. McNeill and J. Risener re: winddown manager retention | 0.10 Hrs | 630/hr | \$63.00 |
| 04/24/24 | GJFA | Review emails between S. Lyman and J. Ryan re: Mexican tax issues (.2); emails with J. Rao and S. Lyman re: ordinary course professional report (.2) | 0.40 Hrs | 630/hr | \$252.00 |
| 04/26/24 | GJFA | Emails with K. McCloskey re: background on deregistration process in non-operating states | 0.20 Hrs | 630/hr | \$126.00 |
| 04/29/24 | GJFA | Emails with D. Abril re: FINRA requests | 0.10 Hrs | 630/hr | \$63.00 |
| 04/30/24 | GJFA | Emails with J. Ryan and J. Carroll re: ordinary course professionals and case budget | 0.30 Hrs | 630/hr | \$189.00 |
| Total BO Business Operations | | | 6.70 | | \$4,221.00 |
| Case Administration | | | | | |
| 04/01/24 | JWR | Calls with AT management re: outstanding issues for case winddown | 1.50 Hrs | 1,075/hr | \$1,612.50 |
| 04/02/24 | GJFA | Review and revise tracker of open case issues (.8); communicate in office with J. Risener re: certain open case issues (.3) | 1.10 Hrs | 630/hr | \$693.00 |
| 04/02/24 | GJFA | Emails with K. Coleman, G. Simon, and J. Ryan re: transfer of stock issue (.2); emails with P. Zaldivar and J. Ryan re: same (.1) | 0.30 Hrs | 630/hr | \$189.00 |
| 04/02/24 | GJFA | Update tracker of open case issues with current statuses | 0.10 Hrs | 630/hr | \$63.00 |
| 04/03/24 | JWR | Review and comment on resolutions for retention of Carroll Services | 1.20 Hrs | 1,075/hr | \$1,290.00 |
| 04/04/24 | GJFA | Emails with J. Margolin re: Pryor Cashman issue | 0.10 Hrs | 630/hr | \$63.00 |
| 04/04/24 | GJFA | Further revise tracker of open case issues | 0.10 Hrs | 630/hr | \$63.00 |

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| 04/04/24 | GJFA | Communicate in office with S. McNeill re: open case issues | 0.20 Hrs | 630/hr | \$126.00 |
| 04/04/24 | GJFA | Further revise issue tracker and draft email to J. Ryan re: same | 0.80 Hrs | 630/hr | \$504.00 |
| 04/04/24 | GJFA | Emails with S. Lyman re: Pryor Cashman issues (.1); emails with J. Margolin re: same (.1) | 0.20 Hrs | 630/hr | \$126.00 |
| 04/04/24 | GJFA | Attend work in progress meeting with S. McNeill, J. Risener, L. Akkerman, and K. McCloskey re: certain open case issues, case status, and go forward plan | 0.70 Hrs | 630/hr | \$441.00 |
| 04/04/24 | GJFA | Correspond with K. McCloskey re: list of ordinary course professionals | 0.20 Hrs | 630/hr | \$126.00 |
| 04/05/24 | KAMC | Update critical dates and calendar | 0.30 Hrs | 370/hr | \$111.00 |
| 04/05/24 | GJFA | Review emails from J. Ryan to lenders' counsel re: certain open case issues | 0.30 Hrs | 630/hr | \$189.00 |
| 04/05/24 | RSM | Review list of open issues | 0.20 Hrs | 850/hr | \$170.00 |
| 04/08/24 | GJFA | Review and update tracker of open case issues | 0.50 Hrs | 630/hr | \$315.00 |
| 04/09/24 | GJFA | Review email from M. Desgrosseilliers re: invoices for lender's fees (.1); emails with K. McCloskey re: critical dates and objection deadline for same (.1) | 0.20 Hrs | 630/hr | \$126.00 |
| 04/09/24 | GJFA | Review and update tracker of open case issues with comments from J. Ryan (.5); draft separate list of open issues to discuss with lender's counsel (.7) | 1.20 Hrs | 630/hr | \$756.00 |
| 04/10/24 | GJFA | Call with J. Ryan, S. McNeill, S. Lyman, and J. Feltman re: case status, open issues, and go forward plan (.9); follow up meeting with S. McNeill re: same (.1); further emails with L. Barca re: lease issue in Mexico (.1) | 1.10 Hrs | 630/hr | \$693.00 |
| 04/10/24 | RSM | Call w/ Teneo team re: open issues | 0.90 Hrs | 850/hr | \$765.00 |
| 04/10/24 | GJFA | Correspond with J. Risener re: open case issues | 0.20 Hrs | 630/hr | \$126.00 |
| 04/10/24 | GJFA | Draft, review, and revise email to L. Barca, G. Galardi, J. Ryan, S. McNeill, and J. Risener re: open case issues and status of same | 0.40 Hrs | 630/hr | \$252.00 |
| 04/10/24 | KAMC | Conference with G. Flasser and update issue tracker | 0.20 Hrs | 370/hr | \$74.00 |
| 04/10/24 | JWR | Develop issues list for winddown of debtors and dismissal of cases | 2.30 Hrs | 1,075/hr | \$2,472.50 |
| 04/11/24 | JWR | Calls and emails with HHR re: transition to PAC (.6); develop plan for additional responsibilities | 1.70 Hrs | 1,075/hr | \$1,827.50 |
| 04/11/24 | GJFA | Review and revise case issue tracker | 0.30 Hrs | 630/hr | \$189.00 |
| 04/12/24 | KAMC | Update critical dates | 0.10 Hrs | 370/hr | \$37.00 |

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| 04/16/24 | GJFA | Review various case documents to send to J. Carroll for case update (.6); emails with A. Rahn re: transition service agreement for same (.1) | 0.70 Hrs | 630/hr | \$441.00 |
| 04/16/24 | GJFA | Update tracker of status for open case issues | 0.30 Hrs | 630/hr | \$189.00 |
| 04/17/24 | GJFA | Update tracker of open issues with current statuses | 0.10 Hrs | 630/hr | \$63.00 |
| 04/18/24 | GJFA | Emails with J. Ryan, S. McNeill, J. Feltman, S. Lyman, and J. Carroll re: call to discuss case status, issues, go forward plan, etc. | 0.10 Hrs | 630/hr | \$63.00 |
| 04/18/24 | GJFA | Review emails between J. Ryan and M. Whitaker re: entity name change documents | 0.10 Hrs | 630/hr | \$63.00 |
| 04/18/24 | GJFA | Further revise issue tracker to update statuses of certain open issues | 0.10 Hrs | 630/hr | \$63.00 |
| 04/19/24 | KAMC | Update critical dates and calendar | 0.20 Hrs | 370/hr | \$74.00 |
| 04/23/24 | KAMC | Emails to/from G. Flasser regarding issue tracker and update same | 0.20 Hrs | 370/hr | \$74.00 |
| 04/23/24 | JWR | Call with J. Carroll re: wind-down issues | 0.60 Hrs | 1,075/hr | \$645.00 |
| 04/23/24 | GJFA | Review and comment on tracker of open case issues | 0.10 Hrs | 630/hr | \$63.00 |
| 04/23/24 | RSM | Meet w/ J. Ryan re: status of open items | 0.20 Hrs | 850/hr | \$170.00 |
| 04/24/24 | GJFA | Update tracker of open case issues with status of same | 0.40 Hrs | 630/hr | \$252.00 |
| 04/24/24 | JWR | Calls with Teneo (.6); HHR x2 (.7) re: wind-down administration | 1.30 Hrs | 1,075/hr | \$1,397.50 |
| 04/25/24 | JWR | Call with J. Carroll re: winddown issues | 0.90 Hrs | 1,075/hr | \$967.50 |
| 04/25/24 | JRR | Discuss case issues with G. Flasser | 0.30 Hrs | 540/hr | \$162.00 |
| 04/25/24 | JWR | Call with J. Carroll re: various wind-down issues (.9); follow up on various items (1.2) | 2.10 Hrs | 1,075/hr | \$2,257.50 |
| 04/26/24 | KAMC | Review docket regarding update to critical dates | 0.10 Hrs | 370/hr | \$37.00 |
| 04/26/24 | LA | Follow up with Teneo re: FINRA questionnaire | 0.10 Hrs | 470/hr | \$47.00 |
| 04/26/24 | GJFA | Emails with C. Cesar re: Ritch Mueller invoice (.1); emails with M. Suzan Rodriguez re: same (.1) | 0.20 Hrs | 630/hr | \$126.00 |
| 04/30/24 | JRR | Discuss critical case issues with G. Flasser | 0.20 Hrs | 540/hr | \$108.00 |
| Total CA Case Administration | | | 24.70 | | \$20,662.00 |
| Creditor Inquiries | | | | | |
| 04/09/24 | GJFA | Review email from A. Lomeli re: sale of stock | 0.10 Hrs | 630/hr | \$63.00 |
| 04/10/24 | GJFA | Draft email to shareholder re: transfer of | 0.60 Hrs | 630/hr | \$378.00 |

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| | | shares (.4); correspond with J. Ryan and S. McNeill re: same (.1); emails with K. Coleman re: same (.1) | | | |
| 04/15/24 | GJFA | Review asset purchase agreement and response to inquiry from taxing authority | 0.60 Hrs | 630/hr | \$378.00 |
| 04/15/24 | GJFA | Review email from J. Ryan re: inquiry from taxing authority | 0.10 Hrs | 630/hr | \$63.00 |
| 04/16/24 | GJFA | Review email from creditor in Mexico re: case status and dismissal motion (.1); emails with J. Ryan, S. McNeill, and J. Risener re: same (.4) | 0.50 Hrs | 630/hr | \$315.00 |
| 04/16/24 | GJFA | Emails with J. Ryan and S. McNeill re: inquiry from taxing authority | 0.10 Hrs | 630/hr | \$63.00 |
| 04/26/24 | GJFA | Review email from C. Gartman re: inquiry from contract counter party | 0.10 Hrs | 630/hr | \$63.00 |
| 04/29/24 | GJFA | Review email from L. Readinger re: inquiry from Spanish speaking creditor | 0.10 Hrs | 630/hr | \$63.00 |
| 04/30/24 | GJFA | Emails with J. Ryan and S. McNeill re: inquiry from Spanish creditor | 0.10 Hrs | 630/hr | \$63.00 |
| | | Total CI Creditor Inquiries | 2.30 | | \$1,449.00 |

Financing/Cash Collateral/DIP

| | | | | | |
|----------|------|--|----------|----------|------------|
| 04/01/24 | LA | Revise Motion to Amend DIP Order | 0.10 Hrs | 470/hr | \$47.00 |
| 04/01/24 | RSM | Call w/ L. Akkerman re: status of motion to extend DIP | 0.20 Hrs | 850/hr | \$170.00 |
| 04/02/24 | LA | Revise and email S. McNeill re: Motion to Amend DIP Order | 0.20 Hrs | 470/hr | \$94.00 |
| 04/02/24 | GJFA | Review email from L. Akkerman re: motion to extend DIP maturity date | 0.10 Hrs | 630/hr | \$63.00 |
| 04/03/24 | JWR | Review and comment on resolutions for retention of Carroll Services | 1.10 Hrs | 1,075/hr | \$1,182.50 |
| 04/04/24 | GJFA | Emails with L. Barca re: invoices for lender's Mexican counsel | 0.10 Hrs | 630/hr | \$63.00 |
| 04/09/24 | JWR | Review DIP Credit Agreement and TSA re: occurrence of termination events for financing (1.4); communications with DIP Lender re: same (.2) | 1.60 Hrs | 1,075/hr | \$1,720.00 |
| 04/10/24 | JWR | Draft proposed revisions to DIP Credit agreement re: extension of maturity and revised termination events | 2.10 Hrs | 1,075/hr | \$2,257.50 |
| 04/22/24 | JWR | Review DIP Agreement re: term and amendment (.6); emails with Ropes re: same (.2) | 0.80 Hrs | 1,075/hr | \$860.00 |
| 04/22/24 | GJFA | Emails with L. Barca re: Ropes invoice to be paid pursuant to DIP order (.1); emails with S. Lyman re: same (.1) | 0.20 Hrs | 630/hr | \$126.00 |
| 04/23/24 | GJFA | Review emails between J. Ryan and L. Klingbaum re: extention of DIP | 0.10 Hrs | 630/hr | \$63.00 |

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| | | Total CR Financing/Cash Collateral/DIP | 6.60 | | \$6,646.00 |
| Employment Applications/Objections | | | | | |
| 04/02/24 | JWR | Review prior corporate authorizations for all debtors re: retention of Carroll Services for Board Advisory | 1.70 Hrs | 1,075/hr | \$1,827.50 |
| 04/04/24 | GJFA | Emails with K. Smith re: notice of Hancock's additional services | 0.20 Hrs | 630/hr | \$126.00 |
| 04/04/24 | KAMC | Emails to/from and conference with G. Flasser regarding OCPs | 0.20 Hrs | 370/hr | \$74.00 |
| 04/04/24 | KAMC | Review OCP declarations and begin preparing list for G. Flasser | 0.50 Hrs | 370/hr | \$185.00 |
| 04/05/24 | KAMC | Emails to/from G. Flasser regarding OCP Declarations | 0.10 Hrs | 370/hr | \$37.00 |
| 04/05/24 | KAMC | Prepare list of OCPs | 0.30 Hrs | 370/hr | \$111.00 |
| 04/08/24 | GJFA | Call with K. Smith, L. Akkerman, J. Risener, and S. McNeill re: Hancock's additional services | 0.50 Hrs | 630/hr | \$315.00 |
| 04/09/24 | GJFA | Emails with K. Smith re: proposals for additional tax services | 0.10 Hrs | 630/hr | \$63.00 |
| 04/12/24 | GJFA | Emails with K. Smith re: additional services from Hancock | 0.10 Hrs | 630/hr | \$63.00 |
| 04/15/24 | GJFA | Review form retention application to appoint winddown manger and correspond with J. Risener re: same | 0.20 Hrs | 630/hr | \$126.00 |
| 04/15/24 | JRR | Research re: wind down officer retention applications (.4); correspond with G. Flasser re: same (.1); draft wind down officer retention application (2.8) | 3.30 Hrs | 540/hr | \$1,782.00 |
| 04/15/24 | GJFA | Correspond with J. Risener re: application to appoint winddown manager | 0.10 Hrs | 630/hr | \$63.00 |
| 04/16/24 | GJFA | Draft email to J. Feltman re: Hancock's supplemental statements of work | 0.50 Hrs | 630/hr | \$315.00 |
| 04/16/24 | KAMC | Emails to/from G. Flasser regarding OCPs | 0.10 Hrs | 370/hr | \$37.00 |
| 04/22/24 | RSM | Call w/ J. Risener re: status of Wind Down Manager Motion | 0.20 Hrs | 850/hr | \$170.00 |
| 04/22/24 | JWR | Draft background facts for Carroll Services retention application | 2.80 Hrs | 1,075/hr | \$3,010.00 |
| 04/22/24 | GJFA | Emails with J. Ryan and J. Carroll re: application to employ winddown manager | 0.10 Hrs | 630/hr | \$63.00 |
| 04/23/24 | GJFA | Emails with J. Feltman and S. Lyman re: Hancock's additional services and statements of work | 0.10 Hrs | 630/hr | \$63.00 |
| 04/24/24 | JRR | Draft Wind-Down Officer Retention Motion | 2.50 Hrs | 540/hr | \$1,350.00 |
| 04/25/24 | JRR | Discuss wind-down officer retention motion with G. Flasser (.5); call with S. McNeill re: same (.2); draft same (5.9) | 6.60 Hrs | 540/hr | \$3,564.00 |
| 04/25/24 | GJFA | Review emails between J. Ryan and J. | 0.20 Hrs | 630/hr | \$126.00 |

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| | | Carroll re: winddown manager retention application | | | |
| 04/25/24 | JWR | Review Carroll Services retention agreement | 0.40 Hrs | 1,075/hr | \$430.00 |
| 04/25/24 | GJFA | Correspond with J. Risener re: winddown manager retention application (.2); emails with J. Carroll re: engagement letter for same (.1) | 0.30 Hrs | 630/hr | \$189.00 |
| 04/26/24 | RSM | Revise draft motion to appoint wind-down manager; meet w/ J. Ryan re: same | 2.00 Hrs | 850/hr | \$1,700.00 |
| 04/26/24 | JWR | Review and revise Carroll Services retention application | 2.80 Hrs | 1,075/hr | \$3,010.00 |
| 04/26/24 | GJFA | Review emails between J. Carroll, J. Ryan, and S. McNeill re: engagement letter re: winddown manager employment | 0.10 Hrs | 630/hr | \$63.00 |
| 04/26/24 | JWR | Review draft of Carroll Services application | 0.80 Hrs | 1,075/hr | \$860.00 |
| 04/26/24 | JWR | Review R. McNeill comments to Carroll Services app | 0.30 Hrs | 1,075/hr | \$322.50 |
| 04/30/24 | JRR | Discuss wind-down officer retention motion with S. McNeill | 0.10 Hrs | 540/hr | \$54.00 |
| 04/30/24 | RSM | Review draft OCP quarterly statement | 0.40 Hrs | 850/hr | \$340.00 |
| 04/30/24 | LCH | Review/format/prepare OCP report for the quarter ending 3/31/24 (.4); e-file same and coordinate service (.2); emails with G. Flasser re same (.2) | 0.80 Hrs | 345/hr | \$276.00 |
| 04/30/24 | KAMC | Emails to/from counsel regarding OCP Quarterly Report | 0.20 Hrs | 370/hr | \$74.00 |
| | | Total EA Employment Applications/Objections | 28.60 | | \$20,789.00 |
| Employee Matters | | | | | |
| 04/30/24 | JWR | Emails with J. Carroll re: Employee Benefit Plans | 0.40 Hrs | 1,075/hr | \$430.00 |
| | | Total EB Employee Matters | 0.40 | | \$430.00 |
| Executory Contract and Leases | | | | | |
| 04/02/24 | GJFA | Review emails between S. Lyman, G. Gartman, K. Coleman, and J. Margolin re: contracts for rejection | 0.20 Hrs | 630/hr | \$126.00 |
| 04/04/24 | RSM | Meet w/ G. Flasser re: OCP rejection | 0.40 Hrs | 850/hr | \$340.00 |
| 04/04/24 | GJFA | Review emails re: contracts to be rejected and review certain contracts for same (.8); emails with K. Coleman, C. Gartman, J. Margolin, and Teneo re: same (.3) | 1.10 Hrs | 630/hr | \$693.00 |
| 04/05/24 | JWR | Emails with company re: contract assignments for second closing | 0.80 Hrs | 1,075/hr | \$860.00 |

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| 04/10/24 | JWR | Review revised list of contracts to be assumed or rejected in connection with second closing | 0.70 Hrs | 1,075/hr | \$752.50 |
| 04/11/24 | KAMC | Emails to/from G. Flasser regarding notice of rejection and draft Third Notice of Rejection | 0.20 Hrs | 370/hr | \$74.00 |
| 04/11/24 | GJFA | Review and revise stipulation re: Merida lease issue (1.8); emails with G. Perez re: background on same (.4) | 2.20 Hrs | 630/hr | \$1,386.00 |
| 04/11/24 | GJFA | Emails with K. McCloskey re: rejection notice | 0.10 Hrs | 630/hr | \$63.00 |
| 04/12/24 | GJFA | Emails with G. Perez re: Mexican lease issue and stipulation related to same | 0.10 Hrs | 630/hr | \$63.00 |
| 04/18/24 | GJFA | Emails with J. Ryan, S. McNeill, and J. Risener re: contracts for potential reject, ordinary course professional report, and other case updates | 0.20 Hrs | 630/hr | \$126.00 |
| 04/18/24 | GJFA | Call with J. Rao and S. Lyman re: contracts for potential rejection | 0.30 Hrs | 630/hr | \$189.00 |
| 04/18/24 | GJFA | Emails with J. Rao re: contracts for potential rejection | 0.20 Hrs | 630/hr | \$126.00 |
| 04/18/24 | GJFA | Emails with G. Perez re: stipulation re: Mexico lease issue | 0.10 Hrs | 630/hr | \$63.00 |
| 04/18/24 | GJFA | Emails with S. Lyman re: contract to be rejected (.1); emails with L. Barca re: SAP stipulation (.1) | 0.20 Hrs | 630/hr | \$126.00 |
| 04/19/24 | JWR | Review Merida lease termination translation and terms | 0.60 Hrs | 1,075/hr | \$645.00 |
| 04/23/24 | JWR | Emails re: Merida lease | 0.30 Hrs | 1,075/hr | \$322.50 |
| 04/23/24 | GJFA | Emails with G. Perez re: MX lease stipulation | 0.10 Hrs | 630/hr | \$63.00 |
| 04/25/24 | LA | Review and revise notice of rejected contracts | 0.60 Hrs | 470/hr | \$282.00 |
| 04/26/24 | JWR | Review Merida lease termination | 0.30 Hrs | 1,075/hr | \$322.50 |
| 04/27/24 | LA | Review and Revise Rejection Notice | 0.30 Hrs | 470/hr | \$141.00 |
| 04/28/24 | GJFA | Review email from L. Akkerman re: rejection notice | 0.10 Hrs | 630/hr | \$63.00 |
| 04/28/24 | GJFA | Review and comment on revised lease stipulation from Garrigues (.5); emails with G. Perez re: same (.1) | 0.60 Hrs | 630/hr | \$378.00 |
| 04/30/24 | GJFA | Emails with J. Feltman and S. Lyman re: contract renewal for certain Spanish entities (.3); emails with K. McCloskey re: issue tracker (.1) | 0.40 Hrs | 630/hr | \$252.00 |
| | | Total EC Executory Contract and Leases | 10.10 | | \$7,456.50 |

Fee Applications/Objections

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| 04/01/24 | GJFA | Review emails between T. Mistretta and J. Risener re: certificate of no objection to Hancock's second monthly fee application | 0.10 Hrs | 630/hr | \$63.00 |
| 04/01/24 | GJFA | Review email from G. Perez re: Garrigues February fee application | 0.10 Hrs | 630/hr | \$63.00 |
| 04/02/24 | GJFA | Emails with J. Feltman and S. Lyman re: payment of Deloitte and FTI fees (.1); review FTI's fee invoice (.2) | 0.30 Hrs | 630/hr | \$189.00 |
| 04/03/24 | TAMT | Finalize and File CNO to Hancock Second Monthly Fee Application | 0.20 Hrs | 345/hr | \$69.00 |
| 04/04/24 | RSM | Emails re: open fee application issues | 0.30 Hrs | 850/hr | \$255.00 |
| 04/04/24 | KAMC | Emails to/from L. Akkerman regarding Garrigues fee application (.1); finalize, file and coordinate service of same (.5) | 0.60 Hrs | 370/hr | \$222.00 |
| 04/04/24 | JRR | Email to Teneo team re: January and February Monthly staffing reports (.1); discuss Deloitte December invoices with G. Flasser, L. Akkerman (.3); discuss OCP fee requirements with G. Flasser, L. Akkerman (.2); email to Deloitte team re: December invoices (.1); email to L. Akkerman re: same (.1); email to KCC team re: March 2024 invoice (.1) | 0.90 Hrs | 540/hr | \$486.00 |
| 04/04/24 | KAMC | Conference with L. Akkerman regarding Garrigues fee application and draft Notice to same | 0.30 Hrs | 370/hr | \$111.00 |
| 04/04/24 | LA | Meet with G. Flasser and J. Risener re: fee apps | 0.70 Hrs | 470/hr | \$329.00 |
| 04/04/24 | LA | Additional research re: professional fee apps | 0.90 Hrs | 470/hr | \$423.00 |
| 04/04/24 | LA | Email professionals re: Hancock additional fees | 0.10 Hrs | 470/hr | \$47.00 |
| 04/04/24 | GJFA | Review emails between J. Risener, S. Lyman, and J. Rao re: Teneo's January and February staffing reports (.1); emails with B. Sandler and C. Robinson re: fee applications (.1); review emails between J. Risener and KCC re: KCC's next fee application (.1) | 0.30 Hrs | 630/hr | \$189.00 |
| 04/04/24 | GJFA | Emails with S. Lyman re: payment of certain fee applications | 0.10 Hrs | 630/hr | \$63.00 |
| 04/04/24 | GJFA | Communicate in office with K. McCloskey re: ordinary course professional quarterly report (.1); review ordinary course professional order and list of ordinary course professionals re: same (.3); draft email to ordinary course professionals re: outstanding fees (.4); emails with various ordinary course professionals re: quarterly | 1.30 Hrs | 630/hr | \$819.00 |

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| 04/04/24 | GJFA | report to be filed (.5) Correspond with J. Risener and L. Akkerman re: Deloitte fee application and go forward fee application plan | 0.40 Hrs | 630/hr | \$252.00 |
| 04/05/24 | GJFA | Emails with J. Margolin re: certain ordinary course professional issues | 0.10 Hrs | 630/hr | \$63.00 |
| 04/05/24 | GJFA | Emails with ordinary course professional re: invoice for Q1 2024 | 0.10 Hrs | 630/hr | \$63.00 |
| 04/05/24 | GJFA | Emails with K. Mccloskey re: ordinary course professionals and quarterly report for same | 0.10 Hrs | 630/hr | \$63.00 |
| 04/08/24 | GJFA | Review emails between L. Akkerman and J. Margolin re: certificate of no objection to Hughes Hubbard fee application | 0.10 Hrs | 630/hr | \$63.00 |
| 04/08/24 | JRR | Review email from J. Margolin re: invoice and payment issue | 0.10 Hrs | 540/hr | \$54.00 |
| 04/08/24 | GJFA | Review emails between K. McCloskey and L. Akkerman re: certificate of no objection to Hughes Hubbard January fee application | 0.10 Hrs | 630/hr | \$63.00 |
| 04/08/24 | KAMC | Draft CNO to HHR 5th Monthly Fee Application | 0.20 Hrs | 370/hr | \$74.00 |
| 04/08/24 | LA | Email HHR re: CNO re: January Fee Statement | 0.20 Hrs | 470/hr | \$94.00 |
| 04/08/24 | GJFA | Review interim compensation order and Hancock's retention order in preparation of call with K. Smith re: Hancock's fee applications and additional services | 0.30 Hrs | 630/hr | \$189.00 |
| 04/08/24 | GJFA | Emails with J. Margolin re: Pryor Cashman fees | 0.10 Hrs | 630/hr | \$63.00 |
| 04/09/24 | LA | Review, revise, and oversee filing of CNO re: HHR January Monthly Fee Statement | 0.20 Hrs | 470/hr | \$94.00 |
| 04/09/24 | GJFA | Review email from L. Barca re: invoice for lender's fees (.1); emails with K. McCloskey re: critical dates and objection deadline for same (.1) | 0.20 Hrs | 630/hr | \$126.00 |
| 04/09/24 | KAMC | Finalize and file CNO to HHR 5th Monthly Fee Application; emails to/from counsel regarding same | 0.40 Hrs | 370/hr | \$148.00 |
| 04/09/24 | KAMC | Emails to/from G. Flasser regarding Ropes and CBCC invoices (.1); update calendar regarding objection/payment dates (.1) | 0.20 Hrs | 370/hr | \$74.00 |
| 04/09/24 | GJFA | Emails with Teneo team re: invoices for ordinary course professionals | 0.30 Hrs | 630/hr | \$189.00 |
| 04/09/24 | GJFA | Review email from KCC re: invoice | 0.10 Hrs | 630/hr | \$63.00 |
| 04/09/24 | GJFA | Further emails with S. Lyman re: invoices for certain ordinary course professionals | 0.20 Hrs | 630/hr | \$126.00 |
| 04/09/24 | GJFA | Emails with L. Akkerman and J. Risener re: status of next round of fee applications | 0.10 Hrs | 630/hr | \$63.00 |

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| 04/09/24 | GJFA | for estate professionals Communicate in office with S. McNeill re: issue with certain ordinary course professional invoices | 0.20 Hrs | 630/hr | \$126.00 |
| 04/09/24 | RSM | Meet w/ G. Flasser re: OCP invoices | 0.50 Hrs | 850/hr | \$425.00 |
| 04/09/24 | JRR | Emails with G. Flasser re: outstanding fee issues (.2); review emails between G. Flasser and S. Lyman regarding ordinary course professional fee issues (.1) | 0.30 Hrs | 540/hr | \$162.00 |
| 04/10/24 | LA | Email Teneo, HHR, and accounting re: HHR fee payments | 0.30 Hrs | 470/hr | \$141.00 |
| 04/10/24 | TAMT | Draft CNO HHR Fifth Monthly Fee Application | 0.20 Hrs | 345/hr | \$69.00 |
| 04/10/24 | GJFA | Review email from M. Davis re: FTI's invoice for services to lenders pursuant to DIP order (.1); emails with K. McCloskey re: objection deadline for same (.1) | 0.20 Hrs | 630/hr | \$126.00 |
| 04/10/24 | GJFA | Review email from L. Akkerman re: Hughes Hubbard January fee application (.1); emails with J. Margolin re: same (.1) | 0.20 Hrs | 630/hr | \$126.00 |
| 04/10/24 | GJFA | Emails with D. Abril re: OCP invoices (.3); review email from A. Aleman re: OCP invoices from S.C. Proteccion (.1) | 0.40 Hrs | 630/hr | \$252.00 |
| 04/10/24 | JRR | Review correspondence re: outstanding fee issues and update fee issue tracker accordingly (.5); discuss outstanding fee issues with G. Flasser (.2) | 0.70 Hrs | 540/hr | \$378.00 |
| 04/11/24 | KAMC | Emails to/from G. Flasser regarding OCP invoices and organize same | 0.30 Hrs | 370/hr | \$111.00 |
| 04/11/24 | LA | Email J. Margolin re: HHR January Fee Application | 0.10 Hrs | 470/hr | \$47.00 |
| 04/11/24 | KAMC | Emails to/from G. Flasser regarding FTI invoice | 0.10 Hrs | 370/hr | \$37.00 |
| 04/11/24 | GJFA | Emails with S. Lyman re: ordinary course professional invoices (.1); emails with various OCPs re: same (.5); emails with K. McCloskey re: tracker of invoices received (.1); emails with K. McCloskey re: OCP quarterly report (.1); draft email to Teneo team re: SC Proteccion invoices (.5) | 1.30 Hrs | 630/hr | \$819.00 |
| 04/11/24 | GJFA | Emails with A. Aleman re: SC Proteccion invoices | 0.10 Hrs | 630/hr | \$63.00 |
| 04/11/24 | GJFA | Review list of ordinary course professionals and declarations filed by same (.4); draft email to S. Lyman re: list of ordinary course professionals (.2); correspond with S. McNeill re: SC Proteccion invoices (.2) | 0.80 Hrs | 630/hr | \$504.00 |
| 04/11/24 | JRR | Review emails from ordinary course | 0.30 Hrs | 540/hr | \$162.00 |

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| 04/12/24 | KAMC | professionals regarding invoices Emails to/from G. Flasser regarding OCP invoices | 0.10 Hrs | 370/hr | \$37.00 |
| 04/12/24 | GJFA | Review invoices received from ordinary course professionals (.3); revise tracker of invoices received from ordinary course professionals to date (.3) | 0.60 Hrs | 630/hr | \$378.00 |
| 04/12/24 | RSM | Review email from Mexican tax counsel re: services rendered | 0.30 Hrs | 850/hr | \$255.00 |
| 04/12/24 | JRR | Review emails from ordinary course professionals regarding invoices | 0.20 Hrs | 540/hr | \$108.00 |
| 04/12/24 | GJFA | Emails with various ordinary course professionals re: invoices for Q1 services | 0.40 Hrs | 630/hr | \$252.00 |
| 04/15/24 | GJFA | Update tracker of Q1 invoices received from ordinary course professionals | 0.20 Hrs | 630/hr | \$126.00 |
| 04/15/24 | LA | Review fee applications and emails re: Hancock fees | 0.20 Hrs | 470/hr | \$94.00 |
| 04/15/24 | GJFA | Emails with J. Margolin re: Hancock's fee applications (.1); emails with L. Akkerman re: same (.1) | 0.20 Hrs | 630/hr | \$126.00 |
| 04/15/24 | GJFA | Emails with L. Akkerman re: Hancock's invoices for fee applications | 0.10 Hrs | 630/hr | \$63.00 |
| 04/16/24 | KAMC | Emails to/from counsel regarding HHR 7th Monthly Fee Application (.2); draft notice to same (.1); edit, finalize, file and coordinate service of same (.5) | 0.80 Hrs | 370/hr | \$296.00 |
| 04/16/24 | TAMT | Draft CNO for HHR Six Monthly Fee Application | 0.30 Hrs | 345/hr | \$103.50 |
| 04/16/24 | GJFA | Review emails between T. Mistretta and L. Akkerman re: certificate of no objection to HHR's 6th monthly fee application | 0.10 Hrs | 630/hr | \$63.00 |
| 04/16/24 | LA | Email Hancock team re: payment of fee application; review, revise and oversee filing of HHR March Monthly Fee Application | 0.50 Hrs | 470/hr | \$235.00 |
| 04/16/24 | GJFA | Emails with J. Margolin re: Hughes Hubbard's March fee application (.1); emails with K. McCloskey and L. Akkerman re: same (.1) | 0.20 Hrs | 630/hr | \$126.00 |
| 04/16/24 | GJFA | Emails with K. Smith, R. Hollis, and L. Akkerman re: Hancock's fee applications | 0.10 Hrs | 630/hr | \$63.00 |
| 04/17/24 | GJFA | Emails with L. Depret-Bixio re: ordinary course professional invoices for Q1 2024 (.1); emails with J. Margolin re: monthly report for ordinary course professionals (.1) | 0.20 Hrs | 630/hr | \$126.00 |
| 04/17/24 | GJFA | Emails with ordinary course professional re: invoices for services provided in Q1 (.1); emails with K. McCloskey re: same | 0.20 Hrs | 630/hr | \$126.00 |

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| | | (.1) | | | |
| 04/17/24 | TAMT | Finalize and File CNO for HHR Six Monthly Fee Application | 0.20 Hrs | 345/hr | \$69.00 |
| 04/17/24 | KAMC | Emails to/from G. Flasser regarding additional OCP invoices (.1); prepare zip file of all invoices for 2024 (.3) | 0.40 Hrs | 370/hr | \$148.00 |
| 04/17/24 | LA | Review, revise, and oversee filing of CNO re: HHR February | 0.20 Hrs | 470/hr | \$94.00 |
| 04/17/24 | KAMC | Update calendar with deadlines related to HHR 7th Monthly Fee Application | 0.10 Hrs | 370/hr | \$37.00 |
| 04/18/24 | LA | Email Professional re: payment of the HHR February invoice pursuant to CNO | 0.30 Hrs | 470/hr | \$141.00 |
| 04/18/24 | KAMC | Emails to/from G. Flasser regarding OCPs (.1); update zip file (.2); update tracker (.1) | 0.40 Hrs | 370/hr | \$148.00 |
| 04/18/24 | KAMC | Emails to/from G. Flasser regarding OCP tracker and updates to same | 0.20 Hrs | 370/hr | \$74.00 |
| 04/18/24 | GJFA | Emails with J. Margolin re: Hughes Hubbard's March fee application | 0.10 Hrs | 630/hr | \$63.00 |
| 04/18/24 | GJFA | Update tracker of ordinary course professional invoices (.3); emails with Teneo re: SC Proteccion invoices (.1); review Q1 ordinary course professional invoices (.4); and send email to Teneo team re: same (.2) | 1.00 Hrs | 630/hr | \$630.00 |
| 04/18/24 | GJFA | Emails with various ordinary course professionals re: Q1 invoices | 0.50 Hrs | 630/hr | \$315.00 |
| 04/18/24 | GJFA | Review emails between J. Risener and Deloitte re: next fee applications | 0.10 Hrs | 630/hr | \$63.00 |
| 04/18/24 | JRR | Email to Teneo team re: fees (.2); discuss fee issues with G. Flasser (.1); email to Deloitte team re: fees (.1) | 0.40 Hrs | 540/hr | \$216.00 |
| 04/19/24 | GJFA | Review email from M. Davis re: FTI invoice (.1); emails with K. McCloskey re: objection deadline for same (.1) | 0.20 Hrs | 630/hr | \$126.00 |
| 04/19/24 | JRR | Call with G. Flasser re: Deloitte fee statements (.3); email to Deloitte team re: same (.1); email to K. McCloskey re: same (.1) | 0.50 Hrs | 540/hr | \$270.00 |
| 04/19/24 | KAMC | Emails to/from J. Risener regarding Deloitte December Staffing Report (.2); draft notice of same (.2) | 0.40 Hrs | 370/hr | \$148.00 |
| 04/19/24 | KAMC | Emails to/from G. Flasser regarding FTI invoices and update calendar | 0.10 Hrs | 370/hr | \$37.00 |
| 04/19/24 | GJFA | Emails with E. Flores and J. Risener re: Deloitte's December fee application (.2); review detail from Deloitte re: same (.2); call with J. Risener re: same (.3); emails with S. Lyman and E. Flores re: same (.2) | 0.90 Hrs | 630/hr | \$567.00 |
| 04/19/24 | GJFA | Emails with J. Rao re: ordinary course | 0.40 Hrs | 630/hr | \$252.00 |

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| 04/22/24 | GJFA | professional quarterly report (.2); review tracker of invoices received to date (.2) Emails with M. Suzan Rodriguez re: certain ordinary course professional invoices | 0.10 Hrs | 630/hr | \$63.00 |
| 04/22/24 | GJFA | Emails with J. Rao and E. Flores re: Deloitte's fee applications | 0.10 Hrs | 630/hr | \$63.00 |
| 04/23/24 | GJFA | Emails with J. Rao and E. Flores re: Deloitte fee applications | 0.10 Hrs | 630/hr | \$63.00 |
| 04/23/24 | JWR | Review OCP payments and draft quarterly notice | 0.40 Hrs | 1,075/hr | \$430.00 |
| 04/23/24 | GJFA | Emails with J. Rao and S. Lyman re: certain invoices for ordinary course professionals (.1); emails with M. Suzanne Rodriguez re: same (.1) | 0.20 Hrs | 630/hr | \$126.00 |
| 04/24/24 | TAMT | Draft Garrigues Mexico S.C. Sixth CNO for Monthly Fee Application | 0.20 Hrs | 345/hr | \$69.00 |
| 04/24/24 | JRR | Review and revise CNO to Garrigues 6th Monthly Fee Application | 0.30 Hrs | 540/hr | \$162.00 |
| 04/24/24 | GJFA | Review email from T. Mistretta re: certificate of no objection to Garrigues 6th monthly fee application | 0.10 Hrs | 630/hr | \$63.00 |
| 04/25/24 | KAMC | Finalize, file and email docketed copy of CNO to Garrigues' 6th Monthly Fee Application to counsel | 0.30 Hrs | 370/hr | \$111.00 |
| 04/25/24 | GJFA | Correspond with L. Akkerman re: ordinary course professional report (.1); correspond with L. Akkerman re: rejection notice (.1) | 0.20 Hrs | 630/hr | \$126.00 |
| 04/26/24 | LA | Review and revise OCP Quarterly Report for filing | 0.40 Hrs | 470/hr | \$188.00 |
| 04/26/24 | GJFA | Call with L. Akkerman re: ordinary course professional report | 0.10 Hrs | 630/hr | \$63.00 |
| 04/27/24 | GJFA | Emails with J. Margolin re: KCC's March invoice | 0.10 Hrs | 630/hr | \$63.00 |
| 04/28/24 | LA | Revise Quarterly OCP report | 0.60 Hrs | 470/hr | \$282.00 |
| 04/28/24 | GJFA | Review email from L. Akkerman re: OCP report | 0.10 Hrs | 630/hr | \$63.00 |
| 04/30/24 | GJFA | Review and coordinate filing ordinary course professional quarterly report | 0.20 Hrs | 630/hr | \$126.00 |
| 04/30/24 | GJFA | Review ordinary course professional report re: quarterly report (.2); review and comment on quarterly ordinary course professional report (1.6); emails with J. Ryan, S. McNeill, and J. Risener re: same (.3) | 2.10 Hrs | 630/hr | \$1,323.00 |
| 04/30/24 | GJFA | Emails with Teneo and Potter teams re: ordinary course professional quarterly report | 0.20 Hrs | 630/hr | \$126.00 |

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| Total FA Fee Applications/Objections | | | 32.60 | | \$18,285.50 |
| Fee Applications (Potter Anderson & Corroon's) | | | | | |
| 04/01/24 | RSM | Finalize PAC January and February Fee Application for filing | 0.40 Hrs | 850/hr | \$340.00 |
| 04/01/24 | KAMC | Edit, finalize, file and coordinate service of PAC 5th Monthly Fee Application | 0.60 Hrs | 370/hr | \$222.00 |
| 04/01/24 | KAMC | Edit, finalize, file and serve PAC 6th Monthly Fee Application (.4); emails to/from counsel regarding same (.2) | 0.60 Hrs | 370/hr | \$222.00 |
| 04/10/24 | KAMC | Review/edit Potter Anderson March invoice | 0.40 Hrs | 370/hr | \$148.00 |
| 04/11/24 | KAMC | Begin preparing Potter Anderson March fee application | 0.30 Hrs | 370/hr | \$111.00 |
| 04/11/24 | KAMC | Finish review/edit of Potter Anderson March time entries | 0.50 Hrs | 370/hr | \$185.00 |
| 04/22/24 | GJFA | Emails with K. McCloskey re: certificates of no objection to PAC's fee applications | 0.10 Hrs | 630/hr | \$63.00 |
| 04/22/24 | KAMC | Draft CNOs to PAC's 5th and 6th Monthly Fee Applications and emails to/from counsel regarding same | 0.50 Hrs | 370/hr | \$185.00 |
| 04/23/24 | KAMC | File CNOs to PAC 5th and 6th Monthly Fee Applications | 0.40 Hrs | 370/hr | \$148.00 |
| 04/23/24 | KAMC | Emails to/from S. McNeill regarding PAC 7th Monthly Fee Application | 0.10 Hrs | 370/hr | \$37.00 |
| 04/23/24 | GJFA | Review, comment on, and coordinate filing certificates of no objection to Potter's 5th and 6th monthly fee applications | 0.30 Hrs | 630/hr | \$189.00 |
| 04/25/24 | RSM | Edit PAC March Fee application | 0.20 Hrs | 850/hr | \$170.00 |
| 04/25/24 | LA | Meet with accounting re: prior invoices and fee applications | 0.30 Hrs | 470/hr | \$141.00 |
| 04/26/24 | KAMC | Update PAC 7th Monthly Fee Application | 0.50 Hrs | 370/hr | \$185.00 |
| 04/30/24 | KAMC | Conference with J. Ryan regarding revisions to fee application (.2); edit, finalize, file and coordinate service of PAC 7th Monthly Fee Application (.7) | 0.90 Hrs | 370/hr | \$333.00 |
| 04/30/24 | JWR | Review and revise PAC fee app | 0.60 Hrs | 1,075/hr | \$645.00 |
| Total FP Fee Applications (Potter Anderson & Corroon's) | | | 6.70 | | \$3,324.00 |
| Tax Issues/Corporate Matters | | | | | |
| 04/01/24 | KAMC | Conference with G. Flasser regarding resolutions (.3); prepare zip files of same (.4) | 0.70 Hrs | 370/hr | \$259.00 |
| 04/01/24 | AXD | Meet with P. Millard and R. McNeill re: director appointment consent | 0.40 Hrs | 470/hr | \$188.00 |
| 04/01/24 | AXD | Review organizational documents of | 2.90 Hrs | 470/hr | \$1,363.00 |

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| | | entities in preparation for director appointment consents | | | |
| 04/01/24 | RSM | Review emails re: replacement of independent director | 0.20 Hrs | 850/hr | \$170.00 |
| 04/01/24 | RSM | Call w/ P. Millard and A. DiRienzo re: independent director resolutions | 0.30 Hrs | 850/hr | \$255.00 |
| 04/01/24 | RSM | Email P. Millard re: equity share chart | 0.20 Hrs | 850/hr | \$170.00 |
| 04/01/24 | PLM | Emails and conference re: Bartels removal; conference with A. DiRienzo and S. McNeill re: same and review draft authorizing resolutions. | 3.40 Hrs | 1,000/hr | \$3,400.00 |
| 04/01/24 | GJFA | Correspond with K. McCloskey re: authorizing resolutions and corporate org docs (.2); emails with A. DiRienzo re: same (.2); emails with A. Dinwiddie re: same (.2) | 0.60 Hrs | 630/hr | \$378.00 |
| 04/02/24 | AXD | Review organizational documents and draft appointment consents | 4.90 Hrs | 470/hr | \$2,303.00 |
| 04/02/24 | AXD | Email P. Millard re: appointment consents | 0.40 Hrs | 470/hr | \$188.00 |
| 04/02/24 | PLM | Review authorizing resolutions and conference with A. DiRienzo re: requested Bartels/Carroll consents. | 1.60 Hrs | 1,000/hr | \$1,600.00 |
| 04/03/24 | AXD | Draft appointment consents and email to P. Millard | 1.60 Hrs | 470/hr | \$752.00 |
| 04/03/24 | RSM | Call w/ J. Ryan re: resolutions changing independent directors | 0.20 Hrs | 850/hr | \$170.00 |
| 04/03/24 | PLM | Review draft consents provided by A. DiRienzo. | 0.50 Hrs | 1,000/hr | \$500.00 |
| 04/04/24 | PLM | Review draft consents. Conference with A. DiRienzo re: draft consents and emails with BR team re: same. | 1.40 Hrs | 1,000/hr | \$1,400.00 |
| 04/04/24 | AXD | Edit appointment consents and meet with P. Millard re: appointment consents | 0.40 Hrs | 470/hr | \$188.00 |
| 04/05/24 | AXD | Meet with P. Millard re: appointment consents and review and edit appointment consents pursuant to J. Ryan's communications; send P. Bartels appointment consent for execution | 3.70 Hrs | 470/hr | \$1,739.00 |
| 04/05/24 | RSM | Review further revised independent director resolutions | 0.10 Hrs | 850/hr | \$85.00 |
| 04/05/24 | RSM | Emails re: execution of independent director resolutions | 0.50 Hrs | 850/hr | \$425.00 |
| 04/05/24 | RSM | Review replacement independent director resolutions | 0.50 Hrs | 850/hr | \$425.00 |
| 04/05/24 | RSM | Call w/ J. Ryan re: draft resolutions | 0.20 Hrs | 850/hr | \$170.00 |
| 04/05/24 | RSM | Review revised draft resolutions; provide comments on same | 0.30 Hrs | 850/hr | \$255.00 |
| 04/05/24 | PLM | Finalize Bartels/Carroll consents and conference with A. DiRienzo and BR team | 3.20 Hrs | 1,000/hr | \$3,200.00 |

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| | | re: same. | | | |
| 04/05/24 | JWR | Emails | 0.60 Hrs | 1,075/hr | \$645.00 |
| 04/05/24 | JWR | Review Dismissal Orders and cross reference against org chart (1.8); draft revised corporate org chart (2.3) | 4.10 Hrs | 1,075/hr | \$4,407.50 |
| 04/08/24 | RSM | Call w/ Hancock re: 2023 tax return preparation | 0.50 Hrs | 850/hr | \$425.00 |
| 04/08/24 | GJFA | Review email from K. Smith re: Hancock's additional tax services (.1); review emails between K. Smith, S. Lyman, and J. Ryan re: tax returns (.1) | 0.20 Hrs | 630/hr | \$126.00 |
| 04/09/24 | PLM | Emails re: LLC consent status and review pending LLC consent. | 0.40 Hrs | 1,000/hr | \$400.00 |
| 04/09/24 | RSM | Respond to L. Barca re: transfer agent costs | 0.10 Hrs | 850/hr | \$85.00 |
| 04/09/24 | GJFA | Review emails between K. Smith and J. Ryan re: tax returns | 0.10 Hrs | 630/hr | \$63.00 |
| 04/11/24 | RSM | Respond to G. Flasser questions re: deregistration | 0.10 Hrs | 850/hr | \$85.00 |
| 04/11/24 | CMCP | Review records of Delaware Secretary of State - various email correspondence with J. Risener re change of registered agent mechanics and logistics | 0.30 Hrs | 430/hr | \$129.00 |
| 04/11/24 | JRR | Emails with J. Ryan and S. McNeill re: registered agent services (.4); emails with C. Caskey re: same (.5) | 0.90 Hrs | 540/hr | \$486.00 |
| 04/15/24 | JRR | Calls with G. Flasser re: registered agent issues (.2); call with CT Corporation re: same (.1); research re: same (.3); discuss same with S. McNeill (.2); draft response to P. Patel re: same (.2); discuss case issues with S. McNeill (.2) | 1.20 Hrs | 540/hr | \$648.00 |
| 04/15/24 | RSM | Meet w/ J. Risener re: registered agent and franchise tax payments | 0.60 Hrs | 850/hr | \$510.00 |
| 04/15/24 | RSM | Respond to J. Risener draft email re: registered agent fees | 0.20 Hrs | 850/hr | \$170.00 |
| 04/17/24 | GJFA | Review emails between L. Barca and J. Ryan re: Mexican tax issue | 0.10 Hrs | 630/hr | \$63.00 |
| 04/18/24 | MWW | Emails with J. Ryan re name change amendment; review file re same | 0.10 Hrs | 1,050/hr | \$105.00 |
| 04/19/24 | JWR | Emails with D. Abril re: tax domiciles | 0.40 Hrs | 1,075/hr | \$430.00 |
| 04/22/24 | GJFA | Review email from G. Perez re: stipulation (.1); review email from FINRA re: requests for certain information (.1); emails with J. Margolin re: same (.1); emails with S. Rizvi re: same (.1) | 0.40 Hrs | 630/hr | \$252.00 |
| 04/23/24 | GJFA | Emails with K. McCloskey re: adding FINRA issue to open issue tracker | 0.10 Hrs | 630/hr | \$63.00 |
| 04/23/24 | JWR | Review scope of work for Proteccion | 0.60 Hrs | 1,075/hr | \$645.00 |

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| <u>Date</u> | <u>Atty</u> | <u>Description</u> | <u>Time</u> | <u>Rate</u> | <u>Value</u> |
|--|-------------|--|--------------|-------------|--------------------|
| 04/23/24 | JWR | Emails with G. Flasser and company re: Hancock services and state tax filings | 0.30 Hrs | 1,075/hr | \$322.50 |
| 04/24/24 | GJFA | Emails with L. Akkerman re: FINRA requests | 0.10 Hrs | 630/hr | \$63.00 |
| 04/24/24 | JWR | Attention to issues re: tax domicile and MX tax appeal | 0.40 Hrs | 1,075/hr | \$430.00 |
| 04/25/24 | LA | Draft Reply Letter re: FINRA inquiry | 2.00 Hrs | 470/hr | \$940.00 |
| 04/25/24 | JWR | Review quote for tax domicile services | 0.40 Hrs | 1,075/hr | \$430.00 |
| 04/25/24 | GJFA | Review email from L. Akkerman to Teneo team re: FINRA requests | 0.10 Hrs | 630/hr | \$63.00 |
| 04/26/24 | GJFA | Review emails between L. Akkerman and Teneo re: FINRA request (.1); emails with D. Abril re: same (.1) | 0.20 Hrs | 630/hr | \$126.00 |
| Total MA Tax Issues/Corporate Matters | | | 42.70 | | \$31,695.00 |

Meetings

| | | | | | |
|----------|------|---|----------|--------|----------|
| 04/04/24 | KAMC | WIP meeting | 0.70 Hrs | 370/hr | \$259.00 |
| 04/04/24 | LA | Weekly WIP Meeting with S. McNeill, G. Flasser, J. Risener, and K. McCloskey | 0.70 Hrs | 470/hr | \$329.00 |
| 04/04/24 | JRR | Attend WIP meeting | 0.70 Hrs | 540/hr | \$378.00 |
| 04/04/24 | RSM | Attend PAC internal WIP Meeting | 0.70 Hrs | 850/hr | \$595.00 |
| 04/05/24 | RSM | Call w/ Buyer's counsel re: open governance issues | 0.40 Hrs | 850/hr | \$340.00 |
| 04/09/24 | RSM | Meet w/ G. Flasser re: open items list | 0.50 Hrs | 850/hr | \$425.00 |
| 04/10/24 | GJFA | Review and update tracker of status of open case issues (.3); emails with J. Risener re: tracker for status of fee applications (.1); attend meeting with S. McNeill, K. McCloskey, J. Ryan, and J. Risener re: open case issues, go forward plan, and case updates (.7); follow up meeting with K. McCloskey re: additional administrative issues (.1) | 1.20 Hrs | 630/hr | \$756.00 |
| 04/10/24 | KAMC | Conference with G. Flasser regarding issue tracker and update same | 0.20 Hrs | 370/hr | \$74.00 |
| 04/10/24 | KAMC | WIP meeting | 0.60 Hrs | 370/hr | \$222.00 |
| 04/10/24 | RSM | Attend PAC WIP Meeting | 0.60 Hrs | 850/hr | \$510.00 |
| 04/10/24 | JRR | Attend WIP meeting | 0.20 Hrs | 540/hr | \$108.00 |
| 04/16/24 | GJFA | Attend call with J. Ryan, S. McNeill, and J. Carroll re: case update | 0.80 Hrs | 630/hr | \$504.00 |
| 04/16/24 | RSM | Call w/ J. Carrol re: case background and urgent items | 0.80 Hrs | 850/hr | \$680.00 |
| 04/17/24 | JRR | Attend WIP meeting | 0.30 Hrs | 540/hr | \$162.00 |
| 04/17/24 | KAMC | WIP meeting | 0.40 Hrs | 370/hr | \$148.00 |
| 04/17/24 | RSM | Attend PAC WIP Meeting | 0.40 Hrs | 850/hr | \$340.00 |
| 04/17/24 | GJFA | Attend meeting with S. McNeill, J. Ryan, K. McCloskey, and J. Risener re: case updates and status of open issues (.4); | 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> |
|-------------|-------------|--|--------------|-------------|-------------------|
| 04/19/24 | JWR | emails with J. Carroll re: case background and other case information (.1) Prepare for kickoff call with J. Carroll (1.2); attend call (.6) | 1.80 Hrs | 1,075/hr | \$1,935.00 |
| 04/19/24 | GJFA | Attend case update call with S. McNeill, J. Ryan, Jim Carroll, Jim Feltman, and S. Lyman | 1.00 Hrs | 630/hr | \$630.00 |
| 04/24/24 | JWR | Internal weekly WIP | 0.40 Hrs | 1,075/hr | \$430.00 |
| 04/24/24 | GJFA | Attend work in progress meeting with J. Ryan, S. McNeill, J. Risener, and K. McCloskey re: case update and status | 0.50 Hrs | 630/hr | \$315.00 |
| 04/24/24 | JRR | Attend WIP meeting | 0.40 Hrs | 540/hr | \$216.00 |
| 04/24/24 | KAMC | WIP meeting | 0.50 Hrs | 370/hr | \$185.00 |
| | | Total MC Meetings | 14.30 | | \$9,856.00 |

Asset Disposition/Use, Sale

| | | | | | |
|----------|------|---|----------|----------|------------|
| 04/08/24 | JWR | Prepare for second closing including calls and emails with client and professionals | 1.30 Hrs | 1,075/hr | \$1,397.50 |
| 04/10/24 | JWR | Multiple calls and emails with Teneo and co-counsel re: status of second closing and need for additional closings | 2.50 Hrs | 1,075/hr | \$2,687.50 |
| 04/10/24 | JWR | Review APA re: assumed and excluded liabilities (1.3); receive and respond to inquiries from client re: allocation of liabilities for second closing (.6) | 1.90 Hrs | 1,075/hr | \$2,042.50 |
| 04/15/24 | RSM | Review list of transferred contracts in 4/12 closing | 0.10 Hrs | 850/hr | \$85.00 |
| 04/22/24 | KAMC | Emails to/from counsel regarding Second Notice of Closing (.2); prepare same (.2) | 0.40 Hrs | 370/hr | \$148.00 |
| 04/22/24 | GJFA | Call with C. Gartman re: notice of second closing (.1); emails with C. Gartman re: same (.1); emails with J. Rao re: assigned contracts for same (.1); review list of assigned contracts and notice of first closing as example (.4); emails with Potter team re: same (.2) | 0.90 Hrs | 630/hr | \$567.00 |
| 04/22/24 | GJFA | Call with J. Ryan and S. McNeill re: notice of second closing | 0.20 Hrs | 630/hr | \$126.00 |
| 04/22/24 | RSM | Emails w/ G. Flasser and Teneo re: contract list for second closing (.2); Call w/ J. Ryan and G. Flasser re: same (.2) | 0.40 Hrs | 850/hr | \$340.00 |
| 04/22/24 | JWR | Call re: second closing | 0.40 Hrs | 1,075/hr | \$430.00 |
| 04/22/24 | JWR | Review list of contracts assumed / rejected in second closing | 1.30 Hrs | 1,075/hr | \$1,397.50 |
| 04/22/24 | JWR | Review APA re: specific terms for excluded liabilities and assets requiring winddown functions | 1.10 Hrs | 1,075/hr | \$1,182.50 |
| 04/23/24 | KAMC | Conference with and emails to/from G. | 0.20 Hrs | 370/hr | \$74.00 |

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| <u>Date</u> | <u>Atty</u> | <u>Description</u> | <u>Time</u> | <u>Rate</u> | <u>Value</u> |
|--|-------------|---|--------------|-------------|---------------------|
| 04/23/24 | GJFA | Flasser regarding Second Notice of Sale Communicate with K. McCloskey re: notice of second closing | 0.20 Hrs | 630/hr | \$126.00 |
| 04/23/24 | JWR | Attention to issues from second closing | 2.70 Hrs | 1,075/hr | \$2,902.50 |
| 04/23/24 | RSM | Review and revise notice of second closing | 0.20 Hrs | 850/hr | \$170.00 |
| 04/23/24 | GJFA | Review service parties for notice of closing (.1); review and comment on draft notice of second closing (.7); emails with J. Ryan and S. McNeill re: same (.2) | 1.00 Hrs | 630/hr | \$630.00 |
| 04/23/24 | GJFA | Correspond with J. Ryan re: APA extension of outside closing date (.1); further revise notice of second closing pursuant to comments received from J. Ryan and S. McNeill (.2); emails with J. Feltman and S. Lyman re: same (.2); review emails between J. Ryan, K. Coleman, and A. Rahn re: outside closing date (.1) | 0.60 Hrs | 630/hr | \$378.00 |
| 04/24/24 | KAMC | File and coordinate service of Second Notice of Closing | 0.50 Hrs | 370/hr | \$185.00 |
| 04/24/24 | GJFA | Finalize notice of second closing and coordinate filing and service of same (.3); emails with K. McCloskey re: same (.1); emails with Teneo and KCC re: same (.2) | 0.60 Hrs | 630/hr | \$378.00 |
| 04/24/24 | JWR | Review and revise Notice of Second Closing | 0.60 Hrs | 1,075/hr | \$645.00 |
| 04/29/24 | JWR | Review APA and TSA re: allocation of winddown responsibilities and attention to same | 1.70 Hrs | 1,075/hr | \$1,827.50 |
| Total SA Asset Disposition/Use, Sale | | | 18.80 | | \$17,719.50 |
| Schedules & Statements/MORs/Other US Trustee Reporting | | | | | |
| 04/12/24 | KAMC | Draft 1st Quarterly Report for 2024 | 0.20 Hrs | 370/hr | \$74.00 |
| 04/30/24 | GJFA | Emails with S. Lyman re: MORs | 0.10 Hrs | 630/hr | \$63.00 |
| Total SS Schedules & Statements/MORs/Other US Trustee Reporting | | | 0.30 | | \$137.00 |
| Communications with Debtors or Trustee | | | | | |
| 04/09/24 | AXD | Email from R. McNeill re: J. Carroll's contact information | 0.10 Hrs | 470/hr | \$47.00 |
| Total TR Communications with Debtors or Trustee | | | 0.10 | | \$47.00 |
| Total | | | | | \$152,521.00 |

AgileThought Inc.
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LEGAL SERVICES SUMMARY

| | | | |
|----------------------|-------------------|-------------|---------------------|
| R. S. McNeill | 16.10 Hrs | 850.00/hr | \$13,685.00 |
| Pamela L. Millard | 10.50 Hrs | 1,000.00/hr | \$10,500.00 |
| Laura G. Readinger | 0.70 Hrs | 850.00/hr | \$595.00 |
| Jeremy W. Ryan | 54.10 Hrs | 1,075.00/hr | \$58,157.50 |
| Michael W. Whittaker | 0.10 Hrs | 1,050.00/hr | \$105.00 |
| Levi Akkerman | 9.00 Hrs | 470.00/hr | \$4,230.00 |
| Alexander DiRienzo | 14.40 Hrs | 470.00/hr | \$6,768.00 |
| Gregory J. Flasser | 54.80 Hrs | 630.00/hr | \$34,524.00 |
| James R. Risener | 31.40 Hrs | 540.00/hr | \$16,956.00 |
| Cynthia M. Caskey | 0.30 Hrs | 430.00/hr | \$129.00 |
| Lauren C. Huber | 0.80 Hrs | 345.00/hr | \$276.00 |
| Kristin A. McCloskey | 16.80 Hrs | 370.00/hr | \$6,216.00 |
| Theresa A. Mistretta | 1.10 Hrs | 345.00/hr | \$379.50 |
| | <u>210.10 Hrs</u> | | <u>\$152,521.00</u> |

| Project Category | Hours | Amount |
|---|---------------|---------------------|
| Asset Disposition/Use, Sale (SA) | 18.80 | \$17,719.50 |
| Business Operations (BO) | 6.70 | \$4,221.00 |
| Case Administration (CA) | 24.70 | \$20,662.00 |
| Communications with Debtors or Trustee (TR) | 0.10 | \$47.00 |
| Creditor Inquiries (CI) | 2.30 | \$1,449.00 |
| Employee Matters (EB) | 0.40 | \$430.00 |
| Employment Applications/Objections (EA) | 28.60 | \$20,789.00 |
| Executory Contract and Leases (EC) | 10.10 | \$7,456.50 |
| Fee Applications (Potter Anderson & Corroon's) (FP) | 6.70 | \$3,324.00 |
| Fee Applications/Objections (FA) | 32.60 | \$18,285.50 |
| Financing/Cash Collateral/DIP (CR) | 6.60 | \$6,646.00 |
| Litigation/Adversary Proceedings (AP) | 15.20 | \$9,803.50 |
| Meetings (MC) | 14.30 | \$9,856.00 |
| Schedules & Statements/MORs/Other US Trustee Reporting (SS) | 0.30 | \$137.00 |
| Tax Issues/Corporate Matters (MA) | 42.70 | \$31,695.00 |
| Total | 210.10 | \$152,521.00 |

AgileThought Inc.
Re Potential Chapter 11 Debtor Representati

Total Due This Bill

\$152,521.00