

**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: March 4, 2025 at 4:00 p.m. (ET)

**SUMMARY OF FIFTEENTH 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 NOVEMBER 1, 2024 THROUGH NOVEMBER 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: November 1, 2024 through November 30, 2024

Amount of Compensation Sought as Actual,
Reasonable, and Necessary: \$43,559.50

Amount of Expense Reimbursement Sought
as Actual, Reasonable, and Necessary: \$7.50

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	\$3,436.47	\$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
6/4/2024	04/01/2024-04/30/2024	\$152,521.00	\$0.00	\$122,016.80	\$0.00	\$30,504.20
7/3/2024	05/01/2024-05/31/2024	\$46,142.50	\$0.00	\$36,914.00	\$0.00	\$9,228.50
8/9/2024	06/01/2024-06/30/2024	\$39,233.00	\$3.80	\$31,386.40	\$3.80	\$7,846.60
9/10/2024	07/01/2024-07/31/2024	\$40,154.00	\$0.00	\$32,123.20	\$0.00	\$8,030.80
9/17/2024	08/01/2024-08/31/2024	\$83,826.50	\$0.00	\$67,061.20	\$0.00	\$16,765.30
10/18/2024	09/01/2024-09/30/2024	\$43,893.00	\$18.20	\$35,114.40	\$18.20	\$8,778.60
11/19/2024	10/1/2024-10/31/2024	\$40,192.50	\$0.00	\$32,154.00	\$0.00	\$8,185.00

COMPENSATION BY PROFESSIONAL
NOVEMBER 1, 2024 THROUGH NOVEMBER 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.	\$1,200.00	6.1	\$7,320.00
R. S. McNeill	Joined firm as an Associate in 2008. Partner in 2024. Member of DE Bar since 2008.	\$890.00	2.8	\$2,492.00
Gregory J. Flasser	Joined firm as an Associate in 2023. Member of DE Bar since 2015.	\$680.00	13.1	\$8,908.00
James R. Risener	Joined firm as an Associate in 2023. Member of DE Bar since 2024. Member of GA Bar since 2020.	\$590.00	3.2	\$1,888.00
Levi Akkerman	Joined firm as an Associate in 2022. Member of DE Bar since 2022.	\$515.00	22.2	\$11,433.00
Kristin McCloskey	Joined firm as Paralegal in 2023. Paralegal since 2008.	\$390.00	28.2	\$10,998.00
Lauren C. Huber	Joined firm as a Paralegal in 2019. Paralegal since 2018.	\$390.00	0.8	\$312.00
Theresa A. Mistretta	Joined firm as a Paralegal in 2023. Paralegal since 2017.	\$360.00	0.2	\$72.00
Nicole L. Turner	Joined firm as case management assistant in 2021.	\$195.00	0.7	\$136.50
			77.3	\$43,559.50
			Grand Total:	\$43,559.50

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:	\$32,041.00
			Total Attorney Hours:	47.4
			Blended Attorney Rate:	\$675.97

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

Project Category	Hours	Amount
Asset Analysis and Recovery (AA)	0.0	\$0.00
Litigation/Adversary Proceedings (AP)	0.6	\$720.00
Business Operations (BO)	1.6	\$1,783.00
Budgeting (BU)	0.0	\$0.00
Case Administration (CA)	2.6	\$1,807.00
Court Appearances/Communications/Hearings (CH)	3.4	\$1,642.00
Creditor Inquiries (CI)	0.0	\$0.00
Financing/Cash Collateral/DIP (CR)	0.4	\$480.00
Employment Applications/Objections (EA)	0.0	\$0.00
Employee Matters (EB)	0.0	\$0.00
Executory Contracts and Leases (EC)	9.8	\$6,060.00
Fee Applications/Objections (FA)	35.1	\$17,515.00
Fee Applications (Potter Anderson & Corroon's) (FP)	9.8	\$4,835.50
Tax Issues/Corporate Matters (MA)	2.3	\$1,878.00
Meetings (MC)	1.6	\$1,251.50
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)	3.4	\$2,365.50
Schedules & Statements/MORs/Other UST Reporting (SS)	6.7	\$3,222.00
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
TOTAL:	77.3	\$43,559.50

EXPENSE CATEGORY
NOVEMBER 1, 2024 THROUGH NOVEMBER 30, 2024

Expense Category	Amount
Outside Copies/Reproduction	\$7.50
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	\$8.20
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:	\$7.50

**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: March 4, 2025 at 4:00 p.m. (ET)

**FIFTEENTH 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 NOVEMBER 1, 2024 THROUGH NOVEMBER 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 Code, 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

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); 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.

Anderson) hereby applies (this "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 \$43,559.50, together with reimbursement for actual and necessary expenses incurred in the amount of \$7.50, for the period November 1, 2024 through November 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. 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 \$43,559.50 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 \$7.50. 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 77.3 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 \$43,559.50.

10. Potter Anderson believes that the time entries included in **Exhibit A** 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 November 1, 2024 through and including November 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 \$43,559.50 as compensation for necessary professional services rendered to the Debtors for the Monthly Fee Period, and the sum of \$7.50 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: February 13, 2025
Wilmington, Delaware

Respectfully submitted,

/s/ R. Stephen McNeill

Jeremy W. Ryan (No. 4057)

R. Stephen McNeill (No. 5210)

Gregory J. Flasser (No. 6154)

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

-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)

EXHIBIT A

EXHIBIT B

**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: March 5, 2025 at 4:00 p.m. (ET)

**NOTICE OF FIFTEENTH 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 NOVEMBER 1, 2024 THROUGH NOVEMBER 30, 2024**

PLEASE TAKE NOTICE that the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed the *Fifteenth 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 November 1, 2024 Through November 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 **March 5, 2025 at 4:00 p.m. (ET)** (the “Objection Deadline”)

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); 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, 3rd 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.

Dated: February 13, 2025
Wilmington, Delaware

Respectfully submitted,

/s/ R. Stephen McNeill

Jeremy W. Ryan (No. 4057)

R. Stephen McNeill (No. 5210)

Gregory J. Flasser (No. 6154)

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

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-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

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

January 6, 2025
Bill Number 311712
File Number 23292.00001

AgileThought Inc.
Attn: 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	\$43,559.50
Disbursements	<u>\$7.50</u>
Bill Total	\$43,567.00

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



January 6, 2025

Bill Number 311712

File Number 23292.00001

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

RE: Potential Chapter 11 Debtor Representation

Through November 30, 2024

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>	<u>Rate</u>	<u>Value</u>
Litigation/Adversary Proceedings					
11/19/24	JWR	Emails re: Town Center litigation	0.60 Hrs	1,200/hr	\$720.00
		Total AP Litigation/Adversary Proceedings	0.60		\$720.00
Business Operations					
11/06/24	JWR	Emails with client re: continued insurance coverage.	0.30 Hrs	1,200/hr	\$360.00
11/13/24	LA	Review, revise, and oversee filing of notice of waiver re: stock sale reporting requirements	0.20 Hrs	515/hr	\$103.00
11/18/24	JWR	Email and telephone with J. Carroll and client re: moving employees to purchaser	0.30 Hrs	1,200/hr	\$360.00
11/21/24	JWR	Review correspondence re: KC Rentas issues with returned / missing equipment	0.80 Hrs	1,200/hr	\$960.00
		Total BO Business Operations	1.60		\$1,783.00
Case Administration					
11/06/24	KAMC	Update critical dates and calendar	0.20 Hrs	390/hr	\$78.00
11/07/24	GJFA	Emails with L. Akkerman and Chambers re: December hearing date	0.10 Hrs	680/hr	\$68.00
11/20/24	GJFA	Emails with K. McCloskey, J. Risener, and L. Akkerman re: critical dates and open case issues	0.20 Hrs	680/hr	\$136.00
11/20/24	KAMC	Emails with counsel regarding critical dates	0.20 Hrs	390/hr	\$78.00

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>
11/21/24	KAMC	Update critical dates and calendar (.8); emails with counsel regarding same (.1)	0.90 Hrs	390/hr	\$351.00
11/22/24	GJFA	Emails with K. McCloskey, J. Risener, and L. Akkerman re: critical dates	0.10 Hrs	680/hr	\$68.00
11/22/24	JWR	Call with J. Carroll re: next steps	0.80 Hrs	1,200/hr	\$960.00
11/25/24	GJFA	Correspond with J. Ryan, S. McNeill, J. Risener, L. Akkerman, and K. McCloskey re: critical dates and open case issues	0.10 Hrs	680/hr	\$68.00
Total CA Case Administration			2.60		\$1,807.00

Court Appearances/Hearings

11/01/24	KAMC	Draft COC regarding December hearing date (.2); emails with counsel regarding same (.2)	0.40 Hrs	390/hr	\$156.00
11/05/24	LA	Email HHR, (.2), Garrigues (.2), Hancock (.1), and Committee counsel (.1) re: interim fee applications	0.60 Hrs	515/hr	\$309.00
11/07/24	LA	Email chambers and HHR re: December hearing date	0.10 Hrs	515/hr	\$51.50
11/07/24	KAMC	Emails with counsel and Chambers regarding December hearing date	0.20 Hrs	390/hr	\$78.00
11/08/24	GJFA	Emails with L. Akkerman and K. McCloskey re: COC and order scheduling December hearing (.1); emails with L. Akkerman and chambers re: same (.1)	0.20 Hrs	680/hr	\$136.00
11/08/24	LA	Email chambers re: interim fee hearing date (.2); review and revise COC re: same (.2); and email PAC and HHR teams re: same (.2)	0.60 Hrs	515/hr	\$309.00
11/11/24	LA	Email estate professionals re: interim fee hearing date	0.20 Hrs	515/hr	\$103.00
11/13/24	GJFA	Emails with chambers re: December hearing date (.1); emails with K. McCloskey, L. Akkerman and S. Rizvi re: same (.1)	0.20 Hrs	680/hr	\$136.00
11/14/24	LA	Review, revise, and oversee filing of COC re: interim fee hearing date	0.10 Hrs	515/hr	\$51.50
11/14/24	KAMC	Emails with Chambers and counsel regarding fee hearing time change	0.20 Hrs	390/hr	\$78.00
11/14/24	KAMC	Finalize and file COC re: December hearing date (.4); upload proposed order and email to Chambers with same (.2)	0.60 Hrs	390/hr	\$234.00
Total CH Court Appearances/Hearings			3.40		\$1,642.00

Financing/Cash Collateral/DIP

11/01/24	JWR	Emails with client re: DACA terminations	0.20 Hrs	1,200/hr	\$240.00
11/05/24	JWR	Emails re: DACA and open bank accounts	0.20 Hrs	1,200/hr	\$240.00

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<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>	<u>Rate</u>	<u>Value</u>
		Total CR Financing/Cash Collateral/DIP	0.40		\$480.00
Executory Contract and Leases					
11/04/24	JRR	Review email from G. Flasser re: cure notice	0.10 Hrs	590/hr	\$59.00
11/05/24	RSM	Respond to G. Flasser email re: Spanish audit professional contract rejection	0.30 Hrs	890/hr	\$267.00
11/05/24	GJFA	Review letter response and proof of claim filed by contract counterparty (.4); correspond with S. McNeill re: same (.2)	0.60 Hrs	680/hr	\$408.00
11/05/24	JRR	Review emails among G. Flasser and S. McNeill re: Russell Bedford contract issues	0.20 Hrs	590/hr	\$118.00
11/06/24	GJFA	Correspond with L. Akkerman re: notice of potential assumption and notice of third sale closing and assigned contracts (.3); communicate in office with L. Akkerman and J. Risener re: same (.1)	0.40 Hrs	680/hr	\$272.00
11/06/24	GJFA	Emails with L. Akkerman, D. Abril, C. Cesar, and J. Carroll re: notice of potential assumption of contracts	0.10 Hrs	680/hr	\$68.00
11/06/24	GJFA	Emails with D. Marin re: rejection notice	0.10 Hrs	680/hr	\$68.00
11/06/24	GJFA	Emails with L. Akkerman, S. McNeill, and J. Risener re: notice of potential assumption and assignment of contracts and rejection order for third rejection notice	0.20 Hrs	680/hr	\$136.00
11/06/24	JRR	Discuss contract issues with G. Flasser	0.10 Hrs	590/hr	\$59.00
11/06/24	LA	Review and revise notice of sale closing and the contracts schedule thereto (1.0) and fifth notice of assumption (1.2) and meet with G. Flasser re: same (.3)	2.50 Hrs	515/hr	\$1,287.50
11/07/24	LA	Draft COC and modify corresponding order re: notice of rejection of contracts	0.30 Hrs	515/hr	\$154.50
11/07/24	GJFA	Communicate in office with L. Akkerman re: filing of notice of potential assumption and assignment of contracts	0.10 Hrs	680/hr	\$68.00
11/07/24	GJFA	Correspond with L. Akkerman re: COC and order to third rejection notice	0.10 Hrs	680/hr	\$68.00
11/08/24	GJFA	Call contract counter party re: rejection notice	0.10 Hrs	680/hr	\$68.00
11/08/24	KAMC	Emails with L. Akkerman regarding Notice of Assumption (.1); finalize, file and coordinate service of same (.4)	0.50 Hrs	390/hr	\$195.00
11/08/24	KAMC	Emails with L. Akkerman regarding COC Regarding Third Notice of Rejection (.2); edit, finalize and file same (.5); upload order and email to Chambers (.2)	0.90 Hrs	390/hr	\$351.00

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<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>	<u>Rate</u>	<u>Value</u>
11/08/24	KAMC	Retrieve and coordinate service of rejection order	0.20 Hrs	390/hr	\$78.00
11/08/24	RSM	Final review of COC re: third rejection notice	0.10 Hrs	890/hr	\$89.00
11/08/24	GJFA	Emails with L. Akkerman and S. McNeill re: proposed order rejecting contracts on third rejection notice	0.20 Hrs	680/hr	\$136.00
11/08/24	GJFA	Emails with K. McCloskey and L. Akkerman re: notice of potential assumption and assignment of contracts	0.10 Hrs	680/hr	\$68.00
11/08/24	GJFA	Review and comment on COC and order rejecting contracts (.4); emails with L. Akkerman and S. McNeill re: same (.1)	0.50 Hrs	680/hr	\$340.00
11/08/24	GJFA	Correspond with K. McCloskey and L. Akkerman re: service of notice of potential assumption and assignment	0.10 Hrs	680/hr	\$68.00
11/08/24	LA	Finalize COC re: third rejection notice	0.40 Hrs	515/hr	\$206.00
11/08/24	LA	Oversee filing of fifth notice of potential assumption	0.40 Hrs	515/hr	\$206.00
11/21/24	RSM	Call with G. Flasser re: open contract rejection objection	0.20 Hrs	890/hr	\$178.00
11/26/24	GJFA	Emails with D. Martin re: rejection notice (.2); correspond with S. McNeill re: same (.1)	0.30 Hrs	680/hr	\$204.00
11/26/24	JWR	Emails with company re: KC Rentas lease	0.40 Hrs	1,200/hr	\$480.00
11/26/24	JWR	Emails with J. Carroll and C. Cesar re: Computer lease termination	0.30 Hrs	1,200/hr	\$360.00
		Total EC Executory Contract and Leases	9.80		\$6,060.00

Fee Applications/Objections

11/01/24	LA	Review and revise Garrigues fee applications for August and September	1.30 Hrs	515/hr	\$669.50
11/01/24	GJFA	Emails with G. Perez and L. Akkerman re: Garrigues August and September fee applications	0.10 Hrs	680/hr	\$68.00
11/01/24	JRR	Correspond with L. Akkerman re: Garrigues fee application (.1); review emails among PAC team and Garrigues team re: same (.3)	0.40 Hrs	590/hr	\$236.00
11/04/24	LA	Review and revise Garrigues fee applications for July through September	0.50 Hrs	515/hr	\$257.50
11/04/24	GJFA	Emails with L. Akkerman and G. Perez re: Garrigues monthly fee application (.1); emails with L. Akkerman and chambers re: December hearing for interim fee applications (.1)	0.20 Hrs	680/hr	\$136.00

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<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>	<u>Rate</u>	<u>Value</u>
11/05/24	LCH	Review and prepare Garrigues combined tenth monthly fee app (.2); prepare and organize exhibits and notice re: same (.2); e-file same (.1); emails with L. Akkerman re: same (.1)	0.60 Hrs	390/hr	\$234.00
11/05/24	LCH	Emails with L. Akkerman and K. McCloskey re: CNO for Hughes Hubbard eleventh monthly fee app	0.20 Hrs	390/hr	\$78.00
11/05/24	GJFA	Emails with J. Margolin and L. Akkerman re: HHR's fee applications (.1); correspond with L. Akkerman re: Committee's interim fee applications (.1)	0.20 Hrs	680/hr	\$136.00
11/05/24	LA	Review, revise, and oversee filing of Garrigues fee application for July through September	0.70 Hrs	515/hr	\$360.50
11/05/24	LA	Review, revise, and oversee filing and subsequent authorization of payment of CNO re: HHR 11th monthly fee application	0.50 Hrs	515/hr	\$257.50
11/05/24	JRR	Review emails among L. Akkerman and Garrigues team re: interim fee applications	0.10 Hrs	590/hr	\$59.00
11/05/24	KAMC	Finalize and file CNO to HHR 11th monthly fee application	0.30 Hrs	390/hr	\$117.00
11/05/24	GJFA	Emails with L. Akkerman and K. Smith re: Hancock's eighth monthly fee application	0.10 Hrs	680/hr	\$68.00
11/05/24	JWR	Emails re: interim fee hearing	0.30 Hrs	1,200/hr	\$360.00
11/06/24	LA	Review, revise, and oversee filing of Hancock September fee application	0.80 Hrs	515/hr	\$412.00
11/06/24	KAMC	Emails with L. Akkerman regarding Hancock eighth monthly fee application (.2); finalize, file and coordinate service of same (.5)	0.70 Hrs	390/hr	\$273.00
11/06/24	GJFA	Emails with L. Akkerman and K. McCloskey re: Hancock's eighth monthly fee application	0.10 Hrs	680/hr	\$68.00
11/07/24	GJFA	Emails with L. Akkerman and J. Margolin re: December hearing for interim fee applications	0.10 Hrs	680/hr	\$68.00
11/07/24	GJFA	Review recently filed CNOs for monthly fee applications and coordinate with J. Carroll and M. Prestera re: payment of same	0.30 Hrs	680/hr	\$204.00
11/11/24	LA	Email Hancock team re: Interim fee applications	0.30 Hrs	515/hr	\$154.50
11/11/24	GJFA	Emails with L. Akkerman and estate professionals re: interim fee applications (.2); correspond with L. Akkerman and J. Risener re: same (.1)	0.30 Hrs	680/hr	\$204.00
11/12/24	LA	Email HHR team re: interim fee applications	0.30 Hrs	515/hr	\$154.50

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<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>	<u>Rate</u>	<u>Value</u>
11/12/24	GJFA	Emails with L. Akkerman and J. Margolin re: second interim fee applications	0.10 Hrs	680/hr	\$68.00
11/13/24	GJFA	Correspond with L. Akkerman and J. Risener re: second interim fee applications	0.10 Hrs	680/hr	\$68.00
11/14/24	GJFA	Emails with K. McCloskey and L. Akkerman re: December hearing for second interim fee applications (.1); emails with L. Akkerman and estate professionals re: change of hearing time for same (.1)	0.20 Hrs	680/hr	\$136.00
11/14/24	KAMC	Update calendar with Hancock eighth monthly fee application deadlines	0.10 Hrs	390/hr	\$39.00
11/14/24	KAMC	Emails and conferences with counsel regarding fee app hearing notice and COC	0.40 Hrs	390/hr	\$156.00
11/14/24	LA	Email estate professionals re: updated hearing date and debtors' professionals re: fee application drafts.	0.40 Hrs	515/hr	\$206.00
11/15/24	GJFA	Communicate in office with J. Risener re: second interim fee applications	0.10 Hrs	680/hr	\$68.00
11/15/24	KAMC	Retrieve and coordinate service of fee hearing order	0.20 Hrs	390/hr	\$78.00
11/16/24	GJFA	Emails with G. Perez re: Garrigues second interim fee application	0.10 Hrs	680/hr	\$68.00
11/17/24	KAMC	Draft notices for HHR and Garrigues second interim fee applications	0.40 Hrs	390/hr	\$156.00
11/18/24	LA	Email PAC team re: interim fee filings (.2); review and revise Hancock first interim fee application (1.2); email G. Flasser re: same (.2); review and revise Garrigues second interim fee application (1.2); email Garrigues team re: same (.1); review and revise, HHR second interim fee application (.1)	3.00 Hrs	515/hr	\$1,545.00
11/18/24	GJFA	Emails with K. McCloskey, L. Akkerman, and S. Rizvi re: second interim fee applications	0.20 Hrs	680/hr	\$136.00
11/18/24	GJFA	Correspond with L. Akkerman re: Hancock's second interim fee application (.1); review and comment on same (.3)	0.40 Hrs	680/hr	\$272.00
11/18/24	KAMC	Draft notice to Hancock first interim fee application	0.20 Hrs	390/hr	\$78.00
11/18/24	KAMC	Conference with L. Akkerman and G. Flasser re: interim fee application due date	0.20 Hrs	390/hr	\$78.00
11/18/24	KAMC	Emails with counsel regarding Garrigues fees	0.20 Hrs	390/hr	\$78.00
11/19/24	GJFA	Emails with Chambers re: CNOs to Committee's retention applications (.1); emails with K. McCloskey, L. Akkerman, J. Risener, and S. McNeill re: same (.1)	0.20 Hrs	680/hr	\$136.00
11/20/24	GJFA	Emails with K. Smith and L. Akkerman re:	0.10 Hrs	680/hr	\$68.00

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<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>	<u>Rate</u>	<u>Value</u>
11/20/24	JRR	Hancock's ninth monthly fee application Review emails among PAC team, Hancock team, and Garrigues team re: interim fee applications	0.10 Hrs	590/hr	\$59.00
11/20/24	GJFA	Communicate in office with K. McCloskey re: second interim fee binders and deadline for same	0.20 Hrs	680/hr	\$136.00
11/20/24	KAMC	Emails with L. Akkerman and Chambers regarding fee binders; conference with L. Akkerman regarding same	0.20 Hrs	390/hr	\$78.00
11/20/24	KAMC	Conference with G. Flasser regarding fee binders	0.20 Hrs	390/hr	\$78.00
11/21/24	RSM	Follow up with PAC team re: status of interim fee applications	0.10 Hrs	890/hr	\$89.00
11/21/24	KAMC	Multiple emails with L. Akkerman and S. McNeill regarding Garrigues, Hughes Hubbard and Hancock interim fee applications (.5); finalize, file and coordinate service of same (1.2)	1.70 Hrs	390/hr	\$663.00
11/21/24	GJFA	Emails with L. Akkerman and various estate professionals re: second interim fee applications	0.10 Hrs	680/hr	\$68.00
11/21/24	LA	Review, revise, and oversee filing of HHR second interim fee application (.7); call with J. Margolin re: same (.1); email J. Margolin re: same (.2)	1.00 Hrs	515/hr	\$515.00
11/21/24	LA	Review, revise, and oversee filing of Garrigues second interim fee application	0.40 Hrs	515/hr	\$206.00
11/21/24	LA	Review, revise, and oversee filing of Hancock first interim fee application	0.30 Hrs	515/hr	\$154.50
11/24/24	KAMC	Begin preparing fee binder (2.0); emails with counsel regarding incorrect fee period for one of the professionals (.1)	2.10 Hrs	390/hr	\$819.00
11/24/24	GJFA	Correspond with K. McCloskey and S. McNeill re: Committee's fee applications	0.10 Hrs	680/hr	\$68.00
11/25/24	LA	Review, revise, and oversee filing of Hancock fee application for October	0.70 Hrs	515/hr	\$360.50
11/25/24	GJFA	Emails with K. McCloskey, J. Risener, and L. Akkerman re: CNO to Hancock's eighth monthly fee application (.1); emails with K. McCloskey and L. Akkerman re: Hancock's ninth monthly fee application (.1); emails with K. McCloskey, J. Risener, and L. Akkerman re: CNO to Garrigues' 10th monthly fee application (.1)	0.30 Hrs	680/hr	\$204.00
11/25/24	GJFA	Review interim compensation order re: second interim fee applications (.2); call with S. McNeill re: same (.1); emails with B. Sandler and C. Robinson re:	0.50 Hrs	680/hr	\$340.00

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<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>	<u>Rate</u>	<u>Value</u>
11/25/24	GJFA	Committee's second interim fee application (.2) Emails with K. McCloskey and L. Akkerman re: fee binders for second interim fee applications	0.10 Hrs	680/hr	\$68.00
11/25/24	KAMC	Emails with counsel regarding Hancock ninth monthly fee application (.2); draft notice (.1); finalize, file and coordinate service of same (.5)	0.80 Hrs	390/hr	\$312.00
11/25/24	KAMC	Draft CNO to Hancock eighth monthly fee application and email to counsel regarding same	0.30 Hrs	390/hr	\$117.00
11/25/24	KAMC	Emails with L. Akkerman regarding fee binder and update same	0.20 Hrs	390/hr	\$78.00
11/25/24	KAMC	Continue preparation of electronic interim fee binder	0.50 Hrs	390/hr	\$195.00
11/25/24	KAMC	Continue preparation of fee binders	0.20 Hrs	390/hr	\$78.00
11/25/24	KAMC	Prepare CNO to Garrigues 10th monthly fee application and email to counsel regarding same	0.30 Hrs	390/hr	\$117.00
11/25/24	RSM	Call with G. Flasser re: committee interim fee applications	0.20 Hrs	890/hr	\$178.00
11/26/24	GJFA	Correspond with L. Akkerman re: second interim fee binder	0.10 Hrs	680/hr	\$68.00
11/26/24	KAMC	Review and update interim fee binder and email to L. Akkerman regarding same	0.50 Hrs	390/hr	\$195.00
11/26/24	KAMC	Update e-binder (.1); finalize paper binders (.2); emails with counsel and Reliable regarding delivery of same to Chambers (.2)	0.50 Hrs	390/hr	\$195.00
11/26/24	KAMC	Emails with counsel and Reliable regarding interim fee binders	0.40 Hrs	390/hr	\$156.00
11/26/24	KAMC	Emails with counsel regarding CNO to Garrigues 10th monthly fee application; file same	0.30 Hrs	390/hr	\$117.00
11/26/24	LA	Review, revise, and oversee filing of CNO re: Garrigues July through September fee application	0.30 Hrs	515/hr	\$154.50
11/26/24	LA	Review and revise interim fee index	0.90 Hrs	515/hr	\$463.50
11/26/24	GJFA	Emails with K. McCloskey and T. Mistretta re: second interim fee binders	0.10 Hrs	680/hr	\$68.00
11/26/24	KAMC	Emails with counsel regarding binders (.2); prepare paper binders (2.5)	2.70 Hrs	390/hr	\$1,053.00
11/26/24	RSM	Emails with K. McCloskey, G. Flasser and L. Akkerman re: interim fee binders	0.30 Hrs	890/hr	\$267.00
11/26/24	JRR	Review emails among PAC team regarding interim fee applications for various professionals (.2); review emails among PAC team and Garrigues team re:	0.40 Hrs	590/hr	\$236.00

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<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>	<u>Rate</u>	<u>Value</u>
		Garrigues tenth monthly fee application (.2)			
11/27/24	LA	Review, revise, and send fee index and fee binder to Chambers	1.70 Hrs	515/hr	\$875.50
11/27/24	GJFA	Emails with K. McCloskey, J. Risener, L. Akkerman, and S. McNeill re: certificates of no objection to recently filed fee applications (.1); emails with K. McCloskey, J. Risener, and L. Akkerman re: critical dates calendar and certifications of counsel to second interim fee order (.1)	0.20 Hrs	680/hr	\$136.00
11/27/24	KAMC	Emails with and telephone call with Reliable regarding fee binders	0.20 Hrs	390/hr	\$78.00
11/27/24	LA	Review, revise, and oversee filing of CNO re: Hancock September monthly fee application	0.30 Hrs	515/hr	\$154.50
11/27/24	JRR	Review emails among PAC team and Hancock team re: CNO for September fee application (.3); review emails between PAC team and Court re: interim fee binders (.1)	0.40 Hrs	590/hr	\$236.00
11/27/24	TAMT	File CNO re: Hancock September fee application	0.20 Hrs	360/hr	\$72.00
		Total FA Fee Applications/Objections	35.10		\$17,515.00

Fee Applications (Potter Anderson & Corroon's)

11/05/24	NLT	Review PAC October invoice for compliance with local rules	0.40 Hrs	195/hr	\$78.00
11/06/24	KAMC	Draft CNO to PAC 13th monthly fee application	0.20 Hrs	390/hr	\$78.00
11/06/24	GJFA	Emails with K. McCloskey and L. Akkerman re: CNO to PAC's 13th monthly fee application	0.10 Hrs	680/hr	\$68.00
11/07/24	NLT	Review PAC October invoice for compliance with local rules	0.30 Hrs	195/hr	\$58.50
11/08/24	LA	Review, revise, and oversee filing of CNO re: PAC September monthly fee application	0.30 Hrs	515/hr	\$154.50
11/08/24	KAMC	Emails with counsel regarding CNO to PAC 13th monthly fee application	0.10 Hrs	390/hr	\$39.00
11/08/24	KAMC	Finalize and file CNO to PAC 13th monthly fee application	0.30 Hrs	390/hr	\$117.00
11/08/24	GJFA	Correspond with L. Akkerman re: PAC's interim fee application	0.10 Hrs	680/hr	\$68.00
11/08/24	GJFA	Additional emails with L. Akkerman and K. McCloskey re: CNO to PAC's 13th monthly fee application	0.10 Hrs	680/hr	\$68.00
11/13/24	RSM	Emails with K. McCloskey re: PAC interim	0.10 Hrs	890/hr	\$89.00

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<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>	<u>Rate</u>	<u>Value</u>
11/14/24	KAMC	fee application Emails with counsel regarding PAC second interim fee application (.1); edits to same (.2)	0.30 Hrs	390/hr	\$117.00
11/15/24	RSM	Emails with K. McCloskey re: PAC October fee application	0.10 Hrs	890/hr	\$89.00
11/15/24	KAMC	Draft PAC 14th monthly fee application	0.50 Hrs	390/hr	\$195.00
11/15/24	KAMC	Review and edit PAC monthly fee invoice (.5); emails regarding same (.2)	0.70 Hrs	390/hr	\$273.00
11/15/24	JRR	Review PAC second interim fee application	0.70 Hrs	590/hr	\$413.00
11/16/24	LA	Review and revise PAC second interim fee application	0.30 Hrs	515/hr	\$154.50
11/16/24	GJFA	Correspond with L. Akkerman and J. Risener re: PAC's second interim fee application	0.10 Hrs	680/hr	\$68.00
11/17/24	LA	Review and revise PAC second interim fee application	1.10 Hrs	515/hr	\$566.50
11/17/24	GJFA	Emails with L. Akkerman, J. Risener, and S. McNeill re: Potter's second interim fee application	0.10 Hrs	680/hr	\$68.00
11/17/24	KAMC	Update PAC 14th monthly fee application	0.20 Hrs	390/hr	\$78.00
11/17/24	KAMC	Update notice of PAC second interim fee application	0.10 Hrs	390/hr	\$39.00
11/18/24	LA	Review and revise PAC second interim fee application	0.10 Hrs	515/hr	\$51.50
11/18/24	RSM	Review PAC October invoice for compliance with local rules	0.40 Hrs	890/hr	\$356.00
11/18/24	RSM	Revise PAC second interim fee application	0.40 Hrs	890/hr	\$356.00
11/18/24	KAMC	Further revise PAC second interim fee application	0.30 Hrs	390/hr	\$117.00
11/19/24	KAMC	Emails with counsel regarding 14th monthly fee application (.2); edit, finalize, file and coordinate service of same (.9)	1.10 Hrs	390/hr	\$429.00
11/19/24	JRR	Review emails among S. McNeill and K. McCloskey re: PAC 14th monthly fee application	0.20 Hrs	590/hr	\$118.00
11/21/24	LA	Review, revise, and oversee filing of PAC second interim fee application	0.40 Hrs	515/hr	\$206.00
11/21/24	RSM	Finalize PAC second interim fee application for filing	0.10 Hrs	890/hr	\$89.00
11/21/24	KAMC	Emails with L. Akkerman regarding PAC second interim fee application (.1); finalize, file and coordinate service of same (.4)	0.50 Hrs	390/hr	\$195.00
11/26/24	KAMC	Emails with S. McNeill regarding fee application status	0.10 Hrs	390/hr	\$39.00
Total FP Fee Applications (Potter Anderson & Corroon's)			9.80		\$4,835.50

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<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>	<u>Rate</u>	<u>Value</u>
Tax Issues/Corporate Matters					
11/04/24	JWR	Emails with Cleary re: NOL and stock sale request	0.20 Hrs	1,200/hr	\$240.00
11/06/24	JWR	Continued emails with Cleary re: NOL order	0.20 Hrs	1,200/hr	\$240.00
11/08/24	JWR	Emails with C. Cesar re: IRS correspondence and review same	0.30 Hrs	1,200/hr	\$360.00
11/11/24	JWR	Review notice re: NOL (.1); email with T. Kessler re: same (.1)	0.20 Hrs	1,200/hr	\$240.00
11/12/24	JWR	Coordinate and finalize NOL waiver notice	0.20 Hrs	1,200/hr	\$240.00
11/12/24	LA	Review, revise, and email Committee counsel re: filing of NOL waiver notice	0.40 Hrs	515/hr	\$206.00
11/12/24	KAMC	Emails with L. Akkerman regarding NOL waiver notice (.1); revise same (.2)	0.30 Hrs	390/hr	\$117.00
11/12/24	JRR	Confer with L. Akkerman re: NOL order waiver	0.10 Hrs	590/hr	\$59.00
11/13/24	KAMC	Emails with L. Akkerman regarding NOL Waiver (.1); finalize and file same (.2)	0.30 Hrs	390/hr	\$117.00
11/14/24	JRR	Confer with L. Akkerman re: NOL order waiver	0.10 Hrs	590/hr	\$59.00
Total MA Tax Issues/Corporate Matters			2.30		\$1,878.00
Meetings					
11/25/24	RSM	Emails with G. Flasser and L. Akkerman re: WIP meeting	0.10 Hrs	890/hr	\$89.00
11/27/24	JWR	Attend WIP Meeting	0.30 Hrs	1,200/hr	\$360.00
11/27/24	GJFA	Attend meeting with J. Ryan, S. McNeill, J. Risener, and L. Akkerman re: critical dates and upcoming case issues	0.30 Hrs	680/hr	\$204.00
11/27/24	RSM	Call with PAC team re: next steps	0.30 Hrs	890/hr	\$267.00
11/27/24	JRR	Attend WIP meeting	0.30 Hrs	590/hr	\$177.00
11/27/24	LA	Case progress meeting with R. McNeill, G. Flasser, and K. McCloskey	0.30 Hrs	515/hr	\$154.50
Total MC Meetings			1.60		\$1,251.50
Asset Disposition/Use, Sale					
11/04/24	GJFA	Correspond with J. Risener and S. McNeill re: notice of third closing (.1); emails with J. Carroll re: same (.1)	0.20 Hrs	680/hr	\$136.00
11/05/24	GJFA	Emails with J. Carroll re: notice of third closing (.2); communicate in office with S. McNeill re: same (.1)	0.30 Hrs	680/hr	\$204.00
11/05/24	GJFA	Correspond with S. McNeill, J. Risener, and L. Akkerman re: notice of third sale closing and notice of potential assumption and assignment	0.20 Hrs	680/hr	\$136.00

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<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>	<u>Rate</u>	<u>Value</u>
11/07/24	LA	Revise closing related documents and email J. Carroll re: same	0.30 Hrs	515/hr	\$154.50
11/07/24	GJFA	Review revised notice of third sale closing (.2); review revised notice of potential assumption and assignment of contracts in connection with third sale closing (.2); emails with S. McNeill, L. Akkerman, and J. Risener re: same (.1)	0.50 Hrs	680/hr	\$340.00
11/07/24	GJFA	Emails with L. Akkerman and J. Carroll re: notice of third sale closing	0.10 Hrs	680/hr	\$68.00
11/08/24	RSM	Respond to C. Gartman re: notice of final closing	0.10 Hrs	890/hr	\$89.00
11/08/24	KAMC	Emails with L. Akkerman regarding Third Notice of Closing (.1); finalize, file and coordinate service of same (.4)	0.50 Hrs	390/hr	\$195.00
11/08/24	LA	Oversee filing of notice of third sale closing and email R. McNeill, G. Flasser, and J. Risener re: same	0.20 Hrs	515/hr	\$103.00
11/15/24	GJFA	Emails with company and various closing parties re: next sale closing	0.20 Hrs	680/hr	\$136.00
11/15/24	JWR	Emails with client re: MX final closing	0.50 Hrs	1,200/hr	\$600.00
11/19/24	GJFA	Emails with C. Gartman and interested party re: third sale closing notice	0.10 Hrs	680/hr	\$68.00
11/21/24	GJFA	Call with S. McNeill re: revised APA	0.20 Hrs	680/hr	\$136.00
Total SA Asset Disposition/Use, Sale			3.40		\$2,365.50

Schedules & Statements/MORs/Other US Trustee Reporting

11/05/24	KAMC	Conference with G. Flasser regarding July MORs	0.10 Hrs	390/hr	\$39.00
11/05/24	GJFA	Emails with J. Carroll re: July MORs (.1); emails with J. Ryan, S. McNeill, J. Risener, and L. Akkerman re: same (.1)	0.20 Hrs	680/hr	\$136.00
11/07/24	KAMC	File MORs (1.1); download same and prepare zip file for J. Carroll (.4)	1.50 Hrs	390/hr	\$585.00
11/07/24	GJFA	Review MORs for July and coordinate filing same	0.70 Hrs	680/hr	\$476.00
11/19/24	GJFA	Emails with J. Carroll re: August and September MORs (.1); emails with K. McCloskey re: same (.1)	0.20 Hrs	680/hr	\$136.00
11/20/24	KAMC	Emails with G. Flasser regarding August and September MORs	0.20 Hrs	390/hr	\$78.00
11/20/24	GJFA	Emails with K. McCloskey re: August and September MORs	0.10 Hrs	680/hr	\$68.00
11/20/24	GJFA	Review August and September MORs and coordinate filing of same	0.90 Hrs	680/hr	\$612.00
11/20/24	KAMC	Edit, finalize, file and coordinate service of August and September MORs	2.80 Hrs	390/hr	\$1,092.00

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<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>	<u>Rate</u>	<u>Value</u>
		Total SS Schedules & Statements/MORs/Other US Trustee Reporting	6.70		\$3,222.00
		Total			\$43,559.50

LEGAL SERVICES SUMMARY

R. S. McNeill	2.80 Hrs	890.00/hr	\$2,492.00
Jeremy W. Ryan	6.10 Hrs	1,200.00/hr	\$7,320.00
Levi Akkerman	22.20 Hrs	515.00/hr	\$11,433.00
Gregory J. Flasser	13.10 Hrs	680.00/hr	\$8,908.00
James R. Risener	3.20 Hrs	590.00/hr	\$1,888.00
Lauren C. Huber	0.80 Hrs	390.00/hr	\$312.00
Kristin A. McCloskey	28.20 Hrs	390.00/hr	\$10,998.00
Theresa A. Mistretta	0.20 Hrs	360.00/hr	\$72.00
Nicole L. Turner	0.70 Hrs	195.00/hr	\$136.50
	<u>77.30 Hrs</u>		<u>\$43,559.50</u>

Project Category	Hours	Amount
Asset Disposition/Use, Sale (SA)	3.40	\$2,365.50
Business Operations (BO)	1.60	\$1,783.00
Case Administration (CA)	2.60	\$1,807.00
Court Appearances/Hearings (CH)	3.40	\$1,642.00
Executory Contract and Leases (EC)	9.80	\$6,060.00
Fee Applications (Potter Anderson & Corroon's) (FP)	9.80	\$4,835.50
Fee Applications/Objections (FA)	35.10	\$17,515.00
Financing/Cash Collateral/DIP (CR)	0.40	\$480.00
Litigation/Adversary Proceedings (AP)	0.60	\$720.00
Meetings (MC)	1.60	\$1,251.50
Schedules & Statements/MORs/Other US Trustee Reporting (SS)	6.70	\$3,222.00
Tax Issues/Corporate Matters (MA)	2.30	\$1,878.00
Total	77.30	\$43,559.50

EXHIBIT B

AgileThought Inc.
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DISBURSEMENTS

Through November 30, 2024

401A	VENDOR: Reliable Wilmington INVOICE#: WL120524 DATE: 11/29/2024 Reliable Wilmington Courier Services	7.50
	Total Outside Copying Services	\$7.50
	Total Disbursements	\$7.50