

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MISSOURI
SOUTHEASTERN DIVISION

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| In re: | § | Chapter 11 |
| | § | |
| | § | Case No. 20-43597-399 |
| | § | |
| BRIGGS & STRATTON CORPORATION, et al., | § | (Jointly Administered) |
| | § | |
| Debtors.¹ | § | Hearing Date & Time: |
| | § | April 14, 2021 at 9:00 a.m. |
| | § | (prevailing Central Time) |
| | § | |
| | § | Hearing Location: |
| | § | St. Louis Courtroom 5-North |
| | § | |
| | § | Objection Deadline: March 31, 2021 |

NOTICE OF HEARING AND SUMMARY OF SECOND INTERIM AND FINAL APPLICATION OF CARMODY MACDONALD P.C., AS LOCAL RESTRUCTURING COUNSEL FOR DEBTORS AND DEBTORS IN POSSESSION, FOR ALLOWANCE OF COMPENSATION FOR PROFESSIONAL SERVICES RENDERED AND FOR REIMBURSEMENT OF ACTUAL AND NECESSARY EXPENSES INCURRED FOR THE PERIOD FROM JULY 20, 2020 THROUGH AND INCLUDING JANUARY 6, 2021

PLEASE TAKE NOTICE that the *Second Interim and Final Application of Carmody MacDonald P.C., as Local Restructuring Counsel for Debtors and Debtors in Possession, for Allowance of Compensation for Professional Services Rendered and for Reimbursement of Actual and Necessary Expenses Incurred for the Period July 20, 2020 Through and Including January 6, 2021* (this "Application") is scheduled for hearing at the date and time shown above.

WARNING: ANY RESPONSE OR OBJECTION MUST BE FILED WITH THE COURT BY THE OBJECTION DEADLINE SHOWN ABOVE. A COPY MUST BE PROMPTLY SERVED UPON THE UNDERSIGNED. FAILURE TO FILE A TIMELY RESPONSE MAY RESULT IN THE COURT GRANTING THE RELIEF REQUESTED PRIOR TO THE HEARING DATE.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number are: Briggs & Stratton Corporation (2330), Billy Goat Industries, Inc. (4442), Allmand Bros., Inc. (4710), Briggs & Stratton International, Inc. (9957), and Briggs & Stratton Tech, LLC (2102). The address of the Debtors' corporate headquarters is 12301 West Wirth Street, Wauwatosa, Wisconsin 53222.

PLEASE TAKE FURTHER NOTICE that interested parties who wish to appear telephonically may request dial-in information from the Courtroom Deputy, Craig Spidle, at (314) 244-4806 or Craig_Spidle@moeb.uscourts.gov.

PLEASE TAKE FURTHER NOTICE that copies of the Application may be obtained: (i) by accessing the Court's website at <https://ecf.moeb.uscourts.gov> through an account obtained from the Pacer Service Center at 1-800-676-6856 or www.pacer.gov or (ii) free of charge, by accessing the Debtors' case information website at <http://www.kccllc.net/Briggs>.

PLEASE TAKE FURTHER NOTICE that your rights may be affected. You should read the Application carefully and discuss them with your attorney, if you have one, in these chapter 11 cases. (If you do not have an attorney, you may wish to consult one).

PLEASE TAKE FURTHER NOTICE that if you do not want the Court to grant the relief requested in the Application, or if you want the Court to consider your views on the Application, then you or your attorney must attend the hearing.

If you or your attorney do not take these steps, the Court may decide that you do not oppose the relief sought in the Application and may enter orders granting the relief requested in the Application.

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**SUMMARY COVER SHEET FOR SECOND
INTERIM AND FINAL FEE APPLICATION**

In accordance with the Local Rules of Bankruptcy Procedure for the United States Bankruptcy Court for the Eastern District of Missouri (the “**Local Bankruptcy Rules**”), Carmody MacDonald P.C. (“**Carmody MacDonald**” or the “**Applicant**”), local restructuring counsel for the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”), submits this summary (this “**Summary**”) of compensation and expenses sought as actual, reasonable, and necessary in the Application to which this Summary is attached for the period November 1, 2020 through and including January 6, 2021 on an interim basis and for the period July 20, 2020 through and including January 6, 2021 on a final basis.

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| Name of Applicant: | Carmody MacDonald P.C. |
| Authorized to Provide Professional Services to: | Briggs & Stratton Corporation, <i>et al.</i> |
| Petition Date: | July 20, 2020 |
| Retention Date: | July 20, 2020 |
| Date of Final Order Approving Employment: | August 19, 2020, effective as of July 20, 2020 [Doc. No. ¹ 512] |
| Time Period Covered by this Application: | July 20, 2020 – January 6, 2021 |
| Total Amount of Compensation and Expense Reimbursement Sought to be Allowed this Period: | \$ 591,135.80 |
| Total Compensation Sought to Be Allowed this Period: | \$ 573,182.00 |
| Total Expense Reimbursement Sought to Be Allowed this Period: | \$ 17,953.80 |
| Total Compensation Approved by First Interim Fee Application: | \$ 469,754.00 |
| Total Expense Reimbursement Approved by First Interim Fee Application: | \$ 16,118.82 |

¹ All pleadings filed in the consolidated bankruptcy case shall be referenced by the abbreviation “**Doc. No.**” followed by the docket number assigned to such pleading.

| | |
|--|---|
| Compensation Sought in this Application That Was Already Paid But Not Yet Allowed for Second Interim Fee Period: | \$ 82,742.20 |
| Expense Reimbursement Sought in this Application That Was Already Paid But Not Yet Allowed for Second Interim Fee Period: | \$ 1,834.98 |
| Compensation Sought in this Application Not Yet Paid or Allowed for Second Interim Fee Period: | \$ 20,685.60 |
| Blended Rate in this Application for All Attorneys: | \$328.50 |
| Blended Rate in this Application for Paraprofessionals: | \$191.67 |
| Blended Rate in this Application for All Timekeepers: | \$296.92 |
| Number of Timekeepers Included in this Application: | 12 |
| Number of Timekeepers Billing Fewer than 15 Hours to the Case During this Period: | 5 |
| Are Any Rates Higher Than Those Approved or Disclosed at Retention? If Yes, Calculate the Amount of Compensation Attributable to Any Rate Increase: | Yes. Paralegal Sandra Damko's hourly rate increased on January 5, 2021 from \$175.00 to \$185.00, resulting in an overall increase in compensation by the sum of \$11.10. |

This is a(n): ___ Interim or X Final Application.

The complete Application and accompanying time sheets are available through the United States Bankruptcy Court and are available without charge by contacting the Applicant.

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MISSOURI
SOUTHEASTERN DIVISION

In re: § Chapter 11
BRIGGS & STRATTON §
CORPORATION, *et al.*, § Case No. 20-43597-399
§ (Jointly Administered)
Debtors.³ § Hearing Date & Time:
§ April 14, 2021 at 9:00 a.m.
§ (prevailing Central Time)
§
§ Hearing Location:
§ St. Louis Courtroom 5-North
§
§ Objection Deadline: March 31, 2021

**SECOND INTERIM AND FINAL APPLICATION OF CARMODY MACDONALD P.C.,
AS LOCAL RESTRUCTURING COUNSEL FOR DEBTORS AND DEBTORS IN
POSSESSION, FOR ALLOWANCE OF COMPENSATION FOR PROFESSIONAL
SERVICES RENDERED AND FOR REIMBURSEMENT OF ACTUAL AND
NECESSARY EXPENSES INCURRED FOR THE PERIOD FROM JULY 20, 2020
THROUGH AND INCLUDING JANUARY 6, 2021**

Carmody MacDonald hereby submits its *Second Interim and Final Application of Carmody MacDonald P.C., as Local Restructuring Counsel for Debtors and Debtors in Possession, for Allowance of Compensation for Professional Services Rendered and for Reimbursement of Actual and Necessary Expenses Incurred for the Period July 20, 2020 Through and Including January 6, 2021* (this “**Application**”), pursuant to Sections 330(a) and 331 of title 11 of the United States Code (the “**Bankruptcy Code**”),⁴ Rule 2016(a) of the Federal Rules of Bankruptcy Procedure (the

³ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number are: Briggs & Stratton Corporation (2330), Billy Goat Industries, Inc. (4442), Allmand Bros., Inc. (4710), Briggs & Stratton International, Inc. (9957), and Briggs & Stratton Tech, LLC (2102). The address of the Debtors’ corporate headquarters is 12301 West Wirth Street, Wauwatosa, Wisconsin 53222.

⁴ Unless otherwise indicated, all statutory cites are to the Bankruptcy Code, 11 U.S.C. §§ 101, *et seq.*

“**Bankruptcy Rules**”), Local Bankruptcy Rules 2016-1 and 2016-2, and the Guidelines for Compensation of Professionals appended to the Procedures Manual accompanying the Local Bankruptcy Rules (the “**Guidelines for Compensation**”) for the United States Bankruptcy Court for the Eastern District of Missouri (the “**EDMO**”). By this Application, Carmody MacDonald seeks the entry of an order for interim allowance of compensation for professional services performed for the Debtors in the amount of \$103,428.00 and for reimbursement of actual and necessary expenses in the amount of \$1,834.98 incurred for the time period commencing November 1, 2020 through and including January 6, 2021 (the “**Second Interim Period**”), and for the final allowance of compensation for professional services performed for the Debtors in the total amount of \$573,182.00 and reimbursement of actual and necessary expenses in the total amount of \$17,953.80 incurred for the time period commencing July 20, 2020 through and including January 6, 2021 (the “**Compensation Period**”). In support of this Application, Carmody MacDonald respectfully represents as follows:

Jurisdiction and Venue

1. The Court has jurisdiction over this Application pursuant to 28 U.S.C. § 1334.
2. Venue is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409.
3. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2).

Background Information

4. On July 20, 2020 (the “**Petition Date**”), Debtors commenced their bankruptcy reorganization cases (the “**Chapter 11 Cases**”) by filing voluntary petitions for relief under chapter 11 of the Bankruptcy Code. Since the Petition Date, Debtors have operated their businesses and managed their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

5. On July 21, 2020, this Court entered an order [Doc. No. 117], authorizing and

directing the joint administration and procedural consolidation of Debtors' Chapter 11 Cases pursuant to sections 105(a) and 342(c)(1) of the Bankruptcy Code, Bankruptcy Rule 1015(b), and Local Bankruptcy Rule 1015(b). No trustee or examiner has been appointed in Debtors' Chapter 11 Cases.

6. On August 5, 2020, the United States Trustee for the EDMO (the "**U.S. Trustee**") appointed an official committee of unsecured creditors (the "**Creditors' Committee**") pursuant to section 1102 of the Bankruptcy Code [Doc. No. 304].

7. On December 18, 2020, the Court entered *Findings of Fact, Conclusions of Law, and Order Pursuant to Sections 1129(a) and (b) of the Bankruptcy Code and Rule 3020 of the Federal Rules of Bankruptcy Procedure Confirming Second Amended Joint Chapter 11 Plan of Briggs & Stratton Corporation and Its Affiliated Debtors* [Doc. No. 1485] (the "**Confirmation Order**") confirming the *Second Amended Joint Chapter 11 Plan of Briggs & Stratton Corporation and Its Affiliated Debtors* [Doc. No. 1434] (together with the plan supplement, all schedules, and exhibits thereto, and as may be modified, amended, or supplemented from time to time, the ("**Plan**"). The Plan became effective on January 6, 2021 (the "**Effective Date**").

8. Pursuant to Section 2.2(a) of the Plan, no later than sixty (60) days after the Effective Date, all entities seeking an award of Fee Claims (as defined in the Plan), including Carmody MacDonald, are required to file their final request for allowance of compensation for services rendered and reimbursement of expenses incurred from the Petition Date through and including the Effective Date. [Doc. No. 1434-1 ¶ 2.2.]

Carmody MacDonald's Retention and Compensation

9. Since their retention, Carmody MacDonald, together with co-counsel and Debtors' other professionals, have worked with Debtors and key stakeholders to position reorganized

Debtors for success in a challenging industry. The fees earned and expenses incurred by Carmody MacDonald in connection with these activities are the subject of this Application.

10. Carmody MacDonald is a general practice, full-service law firm with offices located at 120 South Central Avenue, Suite 1800, St. Louis, Missouri. Carmody MacDonald attorneys possess extensive expertise and knowledge in chapter 11 restructuring, as well as bankruptcy litigation, commercial transactions, banking, real estate, and other complementary areas of law. The firm's experience before this Court has allowed Carmody MacDonald to address promptly and efficiently, as local restructuring counsel, the various matters that have come before the Court, the Debtors, their businesses, and these Chapter 11 Cases.

11. On July 20, 2020, Debtors filed *Debtors' Application for Authority to Employ Carmody MacDonald P.C. as Local Restructuring Counsel for the Debtors* [Doc. No. 31] (the "**Retention Application**").

12. The Retention Application was approved by this Court by Order dated August 19, 2020 [Doc. No. 512] (the "**Retention Order**"), authorizing the employment of Carmody MacDonald as attorneys for the Debtors retroactively effective as of July 20, 2020.

13. The Retention Order authorizes Debtors to compensate and reimburse Carmody MacDonald in accordance with the Bankruptcy Code, the Bankruptcy Rules, the Local Bankruptcy Rules, and any other applicable order or procedure of the Court. The Retention Order also authorizes Debtors to compensate Carmody MacDonald according to the terms of the Retention Application at its ordinary and customary hourly rates charged for services of the type rendered in these Chapter 11 Cases and to reimburse Carmody MacDonald for its actual and necessary out-of-pocket expenses incurred, pending further application to the Court. The particular terms of Carmody MacDonald's employment and retention are set forth in the Retention Order which

incorporates the terms of the Retention Application, and in Carmody MacDonald's engagement letter dated June 11, 2020 (the "**Engagement Letter**"), which Engagement Letter is attached to the Retention Application as Attachment 1 to Exhibit A [Doc. No. 31 pp. 25–31].

14. Local Bankruptcy Rule 2016-2 adopted by this Court authorizes a debtor or debtor in possession in a chapter 11 case to "pay 80% of a professional's fees and 100% of the professional's expenses on a monthly basis in accordance with this Rule" and in compliance with the Court's Guidelines for Compensation attached as an Appendix to its Procedures Manual. L.R. 2016-2(B).

15. On December 18, 2020, Carmody MacDonald filed its *First Interim Fee Application of Carmody MacDonald P.C., as Local Restructuring Counsel for Debtors and Debtors in Possession, for Allowance of Compensation for Professional Services Rendered and for Reimbursement of Actual and Necessary Expenses Incurred for the Time Period from July 20, 2020 through October 31, 2020* [Doc. No. 1494] (the "**First Interim Fee Application**").

16. The First Interim Fee Application was approved by this Court by Order dated January 22, 2021 [Doc. No. 1587] (the "**First Interim Fee Order**"), authorizing the payment to Carmody MacDonald of compensation for professional services and reimbursement of expenses for the time period from July 20, 2020 through and including October 31, 2020 (the "**First Interim Period**").

17. Carmody MacDonald files this Application seeking approval and payment of final fees and expenses. During the Compensation Period, Carmody MacDonald prepared statements for its fees and expenses incurred each month (the "**Monthly Fee Statements**") and has served copies of such Monthly Fee Statements upon Debtors as well as those parties identified in the

certain Master Service List identified with these Chapter 11 Cases (collectively, the “**Notice Parties**”).

18. Carmody MacDonald has received no objections from Notice Parties to any Monthly Fee Statements.

19. To date, Carmody MacDonald has received payments from Debtors (the “**Monthly Fee Payments**”), made pursuant to the Monthly Fee Statements but not yet allowed by interim order, for the Second Interim Period of compensation in the amount of \$82,742.40 (representing 80% of its total fees) and reimbursement of expenses in the amount of \$1,834.98 (representing 100% of its total expenses), for a combined total of \$84,577.38. The balance due and payable to Carmody MacDonald for the Second Interim Period is in the total amount of \$20,685.60. The Monthly Fee Statements and Monthly Fee Payments for the Second Interim Period are summarized in detail as follows:

| Monthly Fee Statements for Second Interim Period | | Attorney’s Fees and Expenses Incurred for Each Month | | Monthly Attorney’s Fee and Expense Amounts Requested | | Monthly Fee Payments Paid by Debtors | Balance Due and Payable Thru Fee Application for Second Interim Period |
|--|------------------------|--|-------------------|--|-------------------|--------------------------------------|--|
| Statement Date | Period Covered | Attorney’s Fees (100%) | Expenses (100%) | Attorney’s Fees (80%) | Expenses (100%) | | |
| 12/07/2020 | 11/01/2020 -11/30/2020 | \$44,695.00 | \$844.15 | \$35,756.00 | \$844.15 | \$36,600.15 | \$8,939.00 |
| 01/11/2021 | 12/01/2020 -12/31/2020 | \$56,578.50 | \$954.58 | \$45,262.80 | \$954.58 | \$46,217.38 | \$11,315.70 |
| 02/11/2021 | 01/01/2021 -01/06/2020 | \$2,154.50 | \$36.25 | \$1,723.60 | \$36.25 | \$1,759.85 | \$430.90 |
| | TOTALS: | \$103,428.00 | \$1,834.98 | \$82,742.40 | \$1,834.98 | \$84,577.38 | \$20,685.60 |

20. Carmody MacDonald seeks approval of its reasonable fees for services provided to Debtors during the Compensation Period in the total amount of \$573,182.00 (including fees incurred during the Second Interim Period in the amount of \$103,428.00).

21. Carmody MacDonald seeks approval of its actual and necessary expenses incurred during the Compensation Period in the total amount of \$17,953.80 (including expenses incurred during the Second Interim Period in the amount of \$1,834.98).

22. Consistent with the terms of Engagement Letter, the Retention Application, and the Monthly Fee Statements, Carmody MacDonald drew down on and fully exhausted its pre-petition retainer for the payment of fees and costs authorized by this Court before applying post-petition Monthly Fee Payments to any outstanding balance due from Debtors.

23. Carmody MacDonald makes the following statements⁵ consistent with Section C(5) of the *Appendix B: Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 by Attorneys in Large Chapter 11 Cases, Effective November 1, 2013*, promulgated by Department of Justice, Office of the United States Trustee (the “**UST Guidelines**”):

- a. The fees charged by Carmody MacDonald in these Chapter 11 Cases were billed in accordance with Carmody MacDonald’s existing billing rates and procedures in effect during the Compensation Period. Such fees were reasonable based on the customary compensation charged by comparably skilled practitioners in comparable non-bankruptcy cases in a competitive national market.
- b. No payments have been shared by Carmody MacDonald with any other party, nor are any future payments subject to a sharing agreement between Carmody MacDonald and any third party.
- c. The aggregate fees sought in this Application are less than the fees budgeted for in Compensation Period.

⁵ Certain additional statements consistent with the UST Guidelines are set forth in the Certification of Robert E. Eggmann, attached hereto as **Exhibit A** and is incorporated herein by this reference.

- d. None of the hourly rates of Carmody MacDonald's professionals and paraprofessionals in this Application have been varied based on the geographic location of these cases.
 - e. The Application does not include time and fees related to reviewing the time records for the preparation of invoices or to ensure the protection of any privileged or other confidential information. Carmody MacDonald's review of time records was done in preparation of its Application to ensure compliance with the Bankruptcy Code, Bankruptcy Rules, and Local Bankruptcy Rules.
 - f. As disclosed in the Retention Application, the hourly rates of Carmody MacDonald's attorneys and legal assistants may be adjusted from time to time. This Application reflects any rate increases since Carmody MacDonald's retention.
24. Carmody MacDonald maintains detailed daily time records in the ordinary course of its business. These time records are prepared contemporaneously with the corresponding services to the Debtors. The records describe: (i) the person performing the services, (ii) the date of the services, (iii) a detailed description of services, and (iv) the length of time (in increments of tenths of an hour) spent delivering the services. The summary of the names, positions, hourly rates, hours billed, and compensation requested for each professional and paraprofessional who billed time in connection with Carmody MacDonald's engagement by the Debtors during the Second Interim Period is attached hereto as **Exhibit B**⁶ and incorporated herein by this reference.
25. The services provided by Carmody MacDonald during the Compensation Period have been actual and necessary. Reasonable compensation for such services based on the time, the nature, the extent, and the value of such services, and the costs of such services during the

⁶ A similar summary pertaining to Carmody MacDonald's engagement by Debtors during the First Interim Period is attached to the First Interim Fee Application as **Exhibit B** and is incorporated herein by this reference.

Second Interim Period is \$103,428.00. A summary of the total hours and fees billed for each project category is attached hereto as Exhibit C⁷ and incorporated herein by this reference. Detailed time records for the Second Interim Period are attached hereto as Exhibit E⁸ and incorporated herein by this reference.⁹

26. Carmody MacDonald has incurred reasonable and necessary expenses in the total amount of \$1,834.98 during the Second Interim Period. The firm seeks approval for reimbursement of those expenses, as detailed on attached Exhibit D.¹⁰

27. Prior to the service of each Monthly Fee Statement, Carmody MacDonald conducted a detailed line-item review of all fees and expenses incurred during that month.

28. The legal services rendered by Carmody MacDonald in the total amount of \$103,428.00 for the Second Interim Period are summarized below. The following summary is not a detailed description of the work performed, as the day-to-day services and the time expended in performing such services are fully set forth in the time records attached hereto as Exhibit E. Rather, in compliance with the Section 8(C)(c) of the UST Guidelines, the following summary identifies the project categories, or areas in which services were rendered by Carmody MacDonald to and for the benefit of the Debtors, and the issues/categories to which Carmody MacDonald devoted time and efforts during the Second Interim Period.

⁷ A similar summary pertaining to Carmody MacDonald's total hours and fees billed by category during the First Interim Period is attached to the First Interim Fee Application as Exhibit C and is incorporated herein by this reference.

⁸ Detailed time records for the First Interim Period are attached to the First Interim Fee Application as Exhibit E and is incorporated herein by this reference.

⁹ Consistent with past practice and requirements in this District, certain of the descriptions of services may be redacted in order to protect privileged or otherwise sensitive information. Any unredacted descriptions are maintained by Carmody MacDonald for such future review should the Court request.

¹⁰ A similar summary pertaining to Carmody MacDonald's expenses incurred during the First Interim Period is attached to the First Interim Fee Application as Exhibit D and is incorporated herein by this reference.

29. The summary is divided according to project billing codes. Those codes reflect the categories of tasks that the firm has been required to perform in connection with these Chapter 11 Cases. Nevertheless, under the circumstances, and given the interconnectedness of all the issues in these Chapter 11 Cases, certain of these categories may overlap with each other. The project categories and corresponding fees and hours billed to Debtors for this Second Interim Period are summarized as follows:

A. Chapter 11 Bankruptcy- General
Code: 20310.0

(Fees: \$7,360.00 / Hours Billed: 16.60)

This category relates to general tasks performed on behalf of the Debtors. Carmody MacDonald participated in the compilation of pleadings and binders and conducted other internal case-related procedures.

B. Asset Analysis and Recovery
Code: 20310.1

(Fees: \$0.00 / Hours Billed: 0.00)

This category relates to analysis of asset value, as well as the probability and profitability related to the recovery of such assets.

C. Asset Disposition
Code: 20310.2

(Fees: \$0.00 / Hours Billed: 0.00)

This category relates to the sale and disposition of assets and the resolution of any objections to such disposition. Carmody MacDonald participated in: (a) the drafting and review of sale-related pleadings and proposed orders, (b) communications with counsel for Debtors, Weil, Gotshal & Manges LLP ("**Lead Counsel**"), various creditors, bidders, purchasers, other professionals employed by Debtors, and the UST regarding the same, and (c) hearings related to sale motions.

D. Business Operations
Code: 20310.3

(Fees: \$0.00 / Hours Billed: 0.00)

This category relates to issues regarding Debtors' corporate structure, restructuring transactions or proposals, and other matters related to corporate management and governing documents.

E. Case Administration
Code: 20310.4

(Fees: \$51,587.00 / Hours Billed: 182.30)

This category relates to numerous administrative issues related to the Chapter 11 Cases. Carmody MacDonald participated in: (a) the drafting and filing of numerous pleadings and notices, (b) the drafting and submission of numerous proposed orders to the Court, (c) coordinating with the Claims and Noticing Agent and the Clerk of the Court concerning service issues, (d) communicating with the Clerk of the Court regarding hearing dates, delivery of documents and support materials, (e) the review of pleadings for Lead Counsel and responses to various professionals on matters of local procedure and practice, (f) arranging with Court and various professionals for telephonic and/or virtual hearings, (g) requesting of hearing transcripts, (h) compiling of hearing binders and support materials, as well as agendas for court hearings, (i) the preparation and review of numerous *pro hac vice* motions, (j) numerous telephone conversations with Lead Counsel regarding administrative issues, (k) responding to numerous inquiries from creditors and various other parties regarding case administrative issues, (l) court appearances related to general matters, including First Day Motions and proposed orders, (m) communications with UST related to general matters, including First Day Motions and proposed orders, (n) conducting research and providing analysis as to general issues including matters of local bankruptcy practice, (o) internal communications regarding billing procedures, case status, and strategy, (p) conducting conflict checks and communicating with Lead Counsel regarding same, and (r) regular status meetings between Lead Counsel and Carmody MacDonald as to work in progress.

F. Claims Administration and Objections
Code: 20310.5

(Fees: \$1,335.50 / Hours Billed: 3.20)

This category relates to the administration of numerous claims and objections thereto. Carmody MacDonald participated in the drafting and revision of pleadings related to claims administration, cure claims, administrative expense claims, lease rejection claims, tax claims, potential litigation claims, as well as communications with Lead Counsel, creditors, and other professionals regarding claim objections and resolutions of the same and with Lead Counsel regarding the administrative claims bar date.

G. Employee Benefits/Pensions

Code: 20310.6

(Fees: \$0.00 / Hours Billed: 0.00)

This category relates issues regarding the wages, salaries, retiree benefits, employment agreements and workers' compensation benefits of employees and former employees of Debtors. Carmody MacDonald participated in numerous communications with Lead Counsel and claimants regarding benefit issues.

H. Fee/Employment Applications

Code: 20310.7

(Fees: \$10,381.00 / Hours Billed: 31.10)

This category relates to the preparation of monthly fee statements and fee applications for services rendered to Debtors. Carmody MacDonald prepared and filed its own fee statements and applications, as well as reviewed various declarations, fee statements, and fee applications for other professionals employed by Debtors. In addition, Carmody MacDonald responded to inquiries from various ordinary course professionals as to fee issues.

I. Fee/Employment Objections

Code: 20310.8

(Fees: \$0.00 / Hours Billed: 0.00)

This category relates to objections raised as to fee applications and employment applications. Carmody MacDonald analyzed professional fees, compensation, and expenses in accordance with local bankruptcy rules and practice, as well as proposed professional rate increases.

J. Financing

Code: 20310.9

(Fees: \$0.00 / Hours Billed: 0.00)

This category relates to the analysis of issues regarding debtor-in-possession and exit financing, and the preparation, review and filing of pleadings related to the same.

K. Litigation

Code: 20310.10

(Fees: \$0.00 / Hours Billed: 0.00)

This category relates to bankruptcy litigation matters and potential causes of action, including adversary proceedings. Carmody MacDonald prepared for and participated in meetings, negotiations, conference calls, and court hearings concerning litigation, settlement agreements, lift stay motions and orders, and related litigation matters.

L. Meetings of Creditors
Code: 20310.11

(Fees: \$0.00 / Hours Billed: 0.00)

This category relates to the Debtors' initial debtor interview and meeting of creditors. Carmody MacDonald participated in the preparation of Debtors' representatives and professionals for such appearances and attended the same.

M. Plan and Disclosure Statement
Code: 20310.12

(Fees: \$31,192.00 / Hours Billed: 83.40)

This category relates to numerous issues related to confirmation of Debtors' Plan. Carmody MacDonald participated in the following Plan related activities, including, but not limited to: (a) research and analysis of confirmation issues, (b) review and comment on disclosure statement, Plan drafts, and related pleadings, (c) resolution of issues related to Plan objections, Plan solicitation and balloting, (d) communications with UST, Lead Counsel, and Debtors' professionals on disclosure statement and Plan confirmation timeline and disputes, and (e) participation in hearings to approve disclosure statement and confirm Plan.

N. Relief from Stay Proceedings
Code: 20310.13

(Fees: \$1,572.50 / Hours Billed: 4.50)

This category relates to multiple lift stay motions filed in the Chapter 11 Cases. Carmody MacDonald participated in the following activities: (a) prepared, reviewed, revised, and filed various motions and submitted proposed orders regarding the same, (b) communicated with movants, defense parties, and Lead Counsel regarding lift stay litigation orders, (c) participated in hearings related to lift stay motions.

O. Filed Pleadings
Code: 20310.14

(Fees: \$0.00 / Hours Billed: 0.00)

This category relates to the filing of pleadings and submission of proposed orders on behalf of Debtors.

30. The professional services performed by Carmody MacDonald were appropriate and necessary and were in the best interests of the Debtors. The compensation requested is commensurate with the importance, complexity, and nature of the services provided. The services were performed in an appropriately expeditious and efficient manner.

31. As set forth in **Exhibit B**, the professional services performed by Carmody MacDonald during the Second Interim Period required an aggregate expenditure of 319.10 recorded hours by Carmody MacDonald's principals, associates, of counsel, and paraprofessionals during the Second Interim Period. Of the aggregate time expended, 190.60 recorded hours were expended by principals, 62.90 recorded hours were expended by associates and of counsel attorneys, and 65.60 recorded hours were expended by paraprofessionals of Carmody MacDonald.

32. During the Second Interim Period, Carmody MacDonald's hourly billing rates for attorneys ranged from \$215.00 to \$450.00 per hour, and hourly billing rates for paraprofessionals ranged from \$175.00 to \$215.00 per hour. Allowance of compensation in the amount requested would result in a blended hourly billing rate of \$328.50 per hour for attorneys, a blended hourly billing rate of \$191.67 per hour for paraprofessionals, and a blended hourly billing rate of \$296.92 per hour for all timekeepers. These fees and rates are reasonable based on the customary compensation charged by comparably skilled practitioners in bankruptcy cases in this District.

33. As set forth in **Exhibit D** hereto, Carmody MacDonald disbursed \$1,834.98 for expenses during the Second Interim Period. The actual expenses incurred were necessary, reasonable, and justified under the circumstances.

Basis for Relief Requested

34. Section 331 of the Bankruptcy Code provides for interim compensation of professionals and incorporates the substantive standards of Section 330 of the Bankruptcy Code to govern the Court’s award of such compensation. *See* 11 U.S.C. § 331. Section 330 provides that a court may award a professional employed under 11 U.S.C § 327 “reasonable compensation for actual, necessary services rendered . . . and reimbursement for actual, necessary expenses.” *See* 11 U.S.C. § 330(a)(1). Section 330 also sets forth the specific criteria for the award of such compensation and reimbursement:

In determining the amount of reasonable compensation to be awarded . . . to a professional person, the court should consider the nature, the extent, and the value of such services, taking into account all relevant factors, including –

- (A) the time spent on such services;
- (B) the rates charged for such services;
- (C) whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under this title;
- (D) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed;
- (E) with respect to a professional person, whether the person is board certified or otherwise has demonstrated skill and experience in the bankruptcy field; and
- (F) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

11 U.S.C. § 330(a)(3)(A)–(F).

35. In addition to the factors set forth in Section 330(a)(3) of the Bankruptcy Code, in evaluating the reasonableness of attorneys’ fees, Local Bankruptcy Rule 2016–1(B)(1) (by reference to the Guidelines for Compensation located in the Procedures Manual that accompanies the Local Bankruptcy Rules) requires that all professional fee applications analyze the twelve (12) factors for allowance of compensation set forth in *Johnson v. Georgia Highway Express*, 388 F.2d

714 (5th Cir. 1974) (the “**Johnson Factors**”); *see also P.A. Novelly v. Palans*, 960 F.2d 728 (8th Cir. 1992); and *Chamberlain v. Kula*, 213 B.R. 729, 736–739 (B.A.P. 8th Cir. 1997).

36. Carmody MacDonald submits that its Application satisfies all of the Johnson Factors, as described below:

- a. *The time and labor required.* Carmody MacDonald’s representation of the Debtors as debtors-in-possession has required extensive time and effort given the complexity of these Chapter 11 Cases.
- b. *The novelty and difficulty of the questions.* These Chapter 11 Cases involve many novel and/or difficult issues of law and the Debtors’ proceedings under Chapter 11 are multifaceted and involve a large number of creditors and parties-in-interest.
- c. *The skill required to perform legal services properly.* Carmody MacDonald believes that its lawyers possess the knowledge and have demonstrated the skill levels necessary for the vigorous representation, as local restructuring counsel, of the Debtors’ interests in this case.
- d. *The preclusion of employment due to acceptance of the case.* Acceptance of these Chapter 11 Cases has not precluded Carmody MacDonald from other employment, but the professionals involved in this case have devoted significant portions of their time to the Debtors’ affairs and, to that extent, have been unable to address other matters.
- e. *The customary fee.* The rates charged by Carmody MacDonald in this case are commensurate with the rates it charges for similar clients in similar matters.
- f. *Whether the fee is fixed or contingent.* The fees requested are determined on an hourly basis. No portion of the fees are contingent fees.
- g. *Time limitations imposed by the client or the circumstances.* These Chapter 11 Cases have presented time pressures and limitations inherent in any large and complex chapter 11 Case.
- h. *The amount involved and the results obtained.* The fees requested are appropriate for the nature of the services provided, the size and complexity of these Chapter 11 Cases, and the scope of advice and professionals services required of Carmody MacDonald to assist the Debtors. As evidenced by the detailed time records, Carmody MacDonald has assisted Debtors in obtaining numerous favorable results

and has been diligent in its representation.

- i. The experience, reputation and ability of the attorneys. Carmody MacDonald is a well-known St. Louis business and commercial law firm, with experience before this Court. In particular, the lead professionals representing the Debtors in this engagement, including Robert Eggmann, Christopher Lawhorn, and Thomas Riske, have significant combined years' experience before this Court and in this field on behalf of debtors in complex chapter 11 cases and litigation matters.
- j. The "undesirability" of the case. Carmody MacDonald does not consider this to be an undesirable case and is privileged to have the opportunity to represent the Debtors as their local counsel.
- k. The nature and length of the professional relationship with the client. The Debtors engaged Carmody MacDonald as local counsel on or about June 11, 2020. Since such time, Carmody MacDonald has assisted in the preparation for the filing of these Chapter 11 Cases, working closely with Debtors' Lead Counsel, and other professionals, and as a result has become well-acquainted with the Debtors' history, business operations, and other related matters.
- l. Awards in similar cases. Carmody MacDonald's fees in this case are similar to fees in matters of this size and complexity.

37. The services for which compensation is sought in this Application were necessary for, beneficial to, and in the best interests of, the Debtors. The services rendered by Carmody MacDonald were performed in a timely manner commensurate with the complexity, importance, and nature of the issues involved. Carmody MacDonald's fees are reasonable given the size and complexity of the Debtors' Chapter 11 Cases.

38. There is no agreement of any nature as to the sharing of any compensation to be paid to Carmody MacDonald, other than sharing among the partners of Carmody MacDonald. Compensation previously paid to Carmody MacDonald has not been shared with any person, other than the partners of Carmody MacDonald.

WHEREFORE, Carmody MacDonald respectfully requests that this Court enter an order:

- a. Granting this Application;
- b. Awarding Carmody MacDonald, on an interim basis, compensation for professional and paraprofessional services rendered during the Second Interim Period in the amount of \$103,428.00 and reimbursement of actual, reasonable, and necessary expenses incurred by Carmody MacDonald during the Second Interim Period in the amount of \$1,834.98;
- c. Awarding Carmody MacDonald, on a final basis, compensation for professional and paraprofessional services rendered during the Compensation Period in the amount of \$573,182.00 (which includes compensation of \$103,428.00 for the Second Interim Period) and reimbursement of actual, reasonable, and necessary expenses incurred by Carmody MacDonald during the Compensation Period in the amount of \$17,953.80 (which includes expenses of \$1,834.98 for the Second Interim Period);
- d. Authorizing and directing Debtors to remit or cause to be remitted payment to Carmody MacDonald of the sum of \$20,685.60, representing all unpaid amounts for the Second Interim Period that have not previously been paid;
- e. Authorizing and directing Debtors to remit or cause to be remitted payment to Carmody MacDonald for any and all other fees and expenses of Carmody MacDonald incurred during the Compensation Period that have not been previously paid; and
- f. For such other and further relief as this Court deems just and proper.

Dated: March 5, 2021
St. Louis, Missouri

Respectfully submitted,

CARMODY MACDONALD P.C.

/s/ Robert E. Eggmann

Robert E. Eggmann, #37374MO
Christopher J. Lawhorn, #45713MO
Thomas H. Riske, #61838MO
120 S. Central Avenue, Suite 1800
St. Louis, Missouri 63105
Telephone: (314) 854-8600
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thr@carmodymacdonald.com

Local Counsel to the Plan Administrator

EXHIBIT A

Certification of Robert E. Eggmann

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MISSOURI
SOUTHEASTERN DIVISION

| | | |
|------------------------------|---|-------------------------------|
| In re: | § | Chapter 11 |
| | § | |
| BRIGGS & STRATTON | § | Case No. 20-43597-399 |
| CORPORATION, et al., | § | |
| | § | (Jointly Administered) |
| | § | |
| Debtors. | § | |

CERTIFICATION OF ROBERT E. EGGMANN

I, Robert E. Eggmann, hereby certify as follows:

1. I am an attorney licensed in the State of Missouri and a principal in the law firm of Carmody MacDonald P.C.

2. I submit this certification (the "**Certification**") with respect to the *Second Interim and Final Application of Carmody MacDonald P.C., as Local Restructuring Counsel for Debtors and Debtors in Possession, for Allowance of Compensation for Professional Services Rendered and for Reimbursement of Actual and Necessary Expenses Incurred for the Period July 20, 2020 Through and Including January 6, 2021* (the "**Application**").¹

3. I make this Certification in accordance with the UST Guidelines.

4. In connection therewith, I hereby certify that:

a. I have read the Application;

b. To the best of my knowledge, information and belief formed after reasonable inquiry, the fees and disbursements sought in the Application fall within the UST Guidelines;

¹ All capitalized terms used but not otherwise defined herein shall have their respective meanings contained in the Application.

- c. Except to the extent that fees or disbursements are prohibited by the UST Guidelines, the fees and disbursements sought are billed at rates customarily employed by Carmody MacDonald and generally accepted by Carmody MacDonald's clients; and
- d. In providing a reimbursable service included in its expense reimbursement request, Carmody MacDonald did not make a profit on that service, whether the service was performed by Carmody MacDonald in-house or through a third party.

Statement Pursuant to Section C(5) of the UST Guidelines

5. The following statement is provided pursuant to Section C(5) of the UST Guidelines:

- a. **Question:** Did you agree to any variations from, or alternatives to, your standard or customary billing rates, fees or terms for service pertaining to this employment that were provided during the Application period?

Answer: No.

- b. **Question:** Are the fees sought in the Application as compared to fees budgeted for the time period covered by the Application higher by 10% or more?

Answer: No.

- c. **Question:** Have any of the professionals included in the Application varied their hourly rate based on geographic location of the bankruptcy case?

Answer: No.

- d. **Question:** Does the Application include time or fees related to reviewing or revising time records or preparing, reviewing or revising invoices? (This would be limited to work involved in preparing and editing billing records that would not be compensable outside of bankruptcy and does not include reasonable fees for preparing a fee application).

Answer: No.

- e. **Question:** Does the Application include time or fees for reviewing time records to redact any privileged or other confidential information?

Answer: No.

- f. **Question:** If the Application includes any rate increases since retention: (i) did the client review and approve of those rate increases in advance? and (ii) did the client agree when retaining the law firm to accept all future rate increases?

Answer: In retaining Carmody MacDonald, the client agreed to accept future rate increases. The Application includes a rate increase since retention only for Sandra Damko, paralegal, whose rate increased from \$175.00 to \$185.00 on January 5, 2021.

Dated: March 5, 2021
St. Louis, Missouri

Respectfully submitted,

CARMODY MACDONALD P.C.

/s/ Robert E. Eggmann
Robert E. Eggmann, #37374MO
120 S. Central Avenue, Suite 1800
St. Louis, Missouri 63105
Telephone: (314) 854-8600
Facsimile: (314) 854-8660
Email: ree@carmodymacdonald.com

*Local Counsel to the Plan
Administrator*

EXHIBIT B

**Summary of Billing by Carmody MacDonald
Professionals and Paraprofessionals for Second Interim Period**

| Attorney/Professional Name | Department/Position at Carmody MacDonald | Year Admitted | Hourly Billing Rate | Total Hours Billed | Total Compensation Requested |
|------------------------------|--|---------------|---------------------|--------------------|------------------------------|
| Robert E. Eggmann (REE) | Restructuring & Bankruptcy Principal | 1989 (MO) | \$450.00 | 48.60 | \$ 21,870.00 |
| Christopher J. Lawhorn (CJL) | Restructuring & Bankruptcy Principal | 1997 (MO) | \$445.00 | 28.30 | \$ 12,593.50 |
| Angela L. Drumm (ALD) | Business Law Principal | 2005 (MO) | \$385.00 | 1.30 | \$ 500.50 |
| Thomas H. Riske (THR) | Restructuring & Bankruptcy Principal | 2009 (MO) | \$345.00 | 112.10 | \$ 38,674.50 |
| Tyler Schaeffer (TCS) | Commercial Litigation Principal | 2008 (MO) | \$295.00 | 0.30 | \$ 88.50 |
| Becky R. Eggmann (BRE) | Restructuring & Bankruptcy Counsel | 1989 (MO) | \$325.00 | 20.30 | \$ 6,597.50 |
| Danielle S. Suberi (DAS) | Restructuring & Bankruptcy Associate | 2007 (MO) | \$330.00 | 3.70 | \$ 1,121.00 |
| Brad Zimmerman (BDZ) | Business Law Associate | 2013 (MO) | \$255.00 | 3.90 | \$ 994.50 |
| Ashley Dowd (AND) | Business Law Associate | 2018 (MO) | \$215.00 | 2.00 | \$ 430.00 |
| Dormie Ko (DKO) | Restructuring & Bankruptcy Associate | 2020 (MO) | \$240.00 | 33.00 | \$ 7,920.00 |
| Annie L. Lancaster (ALA) | Paralegal | N/A | \$215.00 | 26.30 | \$ 5,654.50 |
| Sandra Y. Damko (SYD) | Paralegal | N/A | \$175.00* | 39.30 | \$ 6,883.50 |
| TOTALS: | | | | 319.10 | \$ 103,428.00 |

* Sandra Damko's hourly rate was raised from \$175.00 to \$185.00 on January 5, 2021.

EXHIBIT C

Summary of Time and Fees by Billing Category for Second Interim Period

| MATTER NUMBER | CATEGORY | HOURS BILLED | FEES BILLED |
|----------------------|--------------------------------------|---------------------|---------------------|
| 20310.0 | Chapter 11 Bankruptcy - General | 16.60 | \$ 7,342.50 |
| 20310.1 | Asset Analysis and Recovery | 0.00 | \$ 0.00 |
| 20310.2 | Asset Disposition | 0.00 | \$ 0.00 |
| 20310.3 | Business Operations | 0.00 | \$ 0.00 |
| 20310.4 | Case Administration | 180.30 | \$ 51,587.00 |
| 20310.5 | Claims Administration and Objections | 3.20 | \$ 1,335.50 |
| 20310.6 | Employee Benefits/Pensions | 0.00 | \$ 0.00 |
| 20310.7 | Fee/Employment Applications | 31.10 | \$ 10,381.00 |
| 20310.8 | Fee/Employment Objections | 0.00 | \$ 0.00 |
| 20310.9 | Financing | 0.00 | \$ 0.00 |
| 20310.10 | Litigation | 0.00 | \$ 0.00 |
| 20310.11 | Meetings of Creditors | 0.00 | \$ 0.00 |
| 20310.12 | Plan and Disclosure Statement | 83.40 | \$ 31,192.00 |
| 20310.13 | Relief from Stay Proceedings | 4.50 | \$ 1,572.50 |
| 20310.14 | Filed Pleadings | 0.00 | \$ 0.00 |
| TOTALS: | | 319.10 | \$103,428.00 |

EXHIBIT D

Summary of Expenses/Disbursements for Second Interim Period

| EXPENSE CATEGORY | BILLED AMOUNT |
|--------------------------|----------------------|
| Court Costs/Filing Fees | \$ 225.00 |
| EScribers Fees | \$ 266.20 |
| Local Travel and Parking | \$ 44.00 |
| Meals | \$ 47.48 |
| Transcripts | \$ 1,252.30 |
| TOTAL: | \$ 1,834.98 |

EXHIBIT E

Detailed Time Records for the Second Interim Period

Carmody MacDonald

Attorneys & Counselors at Law

Carmody MacDonald

120 S. Central Ave., Suite 1800
St. Louis, MO 63105

314-854-8600 Fax 314-854-8660

Federal EIN: 43-1229825

Briggs & Stratton Corporation et al.
c/o Debora Hoehne, Esq.
Weil, Gotshal & Manges LLP
767 Fifth Avenue
New York, NY 10153

Client: 20310
Statement No. 141549
Statement Date: 12/07/2020

DUE UPON RECEIPT

STATEMENT RECAP

| <u>Previous Balance</u> | <u>Fees</u> | <u>Expenses</u> | <u>Payments</u> | <u>Current Balance</u> |
|---|-------------|-----------------|-----------------|------------------------|
| 20310.0 Chapter 11 Bankruptcy - General Claim No(s): B&S 977 | | | | |
| \$1,791.25 | \$17.50 | \$844.15 | \$0.00 | \$2,652.90 |
| 20310.1 Asset Analysis and Recovery Claim No(s): B&S 977 | | | | |
| \$19.80 | \$0.00 | \$0.00 | \$0.00 | \$19.80 |
| 20310.2 Asset Disposition Claim No(s): B&S 977 | | | | |
| \$5,322.55 | \$0.00 | \$0.00 | \$544.80 | \$4,777.75 |
| 20310.3 Business Operations Claim No(s): B&S 977 | | | | |
| \$43.85 | \$0.00 | \$0.00 | \$0.00 | \$43.85 |
| 20310.4 Case Administration Claim No(s): B&S 977 | | | | |

To ensure proper credit, please include account number and statement date on remittance check and forward to the following address: Carmody MacDonald P.C., P.O. Box 790100, St. Louis, MO 63179-0100.
Carmody MacDonald P.C. reserves the right to charge interest on the unpaid balance.

| | | | | |
|--------------|-------------|--------|-------------|--------------|
| \$101,294.58 | \$31,750.00 | \$0.00 | \$24,075.20 | \$108,969.38 |
|--------------|-------------|--------|-------------|--------------|

**20310.5 Claims Administration and Objections
Claim No(s): B&S 977**

| | | | | |
|------------|------------|--------|------------|------------|
| \$7,253.92 | \$1,157.50 | \$0.00 | \$5,590.00 | \$2,821.42 |
|------------|------------|--------|------------|------------|

**20310.6 Employee Benefits/Pensions
Claim No(s): B&S 977**

| | | | | |
|------------|--------|--------|---------|------------|
| \$1,274.67 | \$0.00 | \$0.00 | \$35.60 | \$1,239.07 |
|------------|--------|--------|---------|------------|

**20310.7 Fee/Employment Applications
Claim No(s): B&S 977**

| | | | | |
|------------|----------|--------|----------|------------|
| \$2,005.03 | \$375.00 | \$0.00 | \$532.80 | \$1,847.23 |
|------------|----------|--------|----------|------------|

**20310.8 Fee/Employment Objections
Claim No(s): B&S 977**

| | | | | |
|----------|--------|--------|--------|----------|
| \$443.02 | \$0.00 | \$0.00 | \$0.00 | \$443.02 |
|----------|--------|--------|--------|----------|

**20310.10 Litigation
Claim No(s): B&S 977**

| | | | | |
|----------|--------|--------|--------|----------|
| \$933.43 | \$0.00 | \$0.00 | \$0.00 | \$933.43 |
|----------|--------|--------|--------|----------|

**20310.11 Meetings of Creditors
Claim No(s): B&S 977**

| | | | | |
|----------|--------|--------|----------|----------|
| \$774.62 | \$0.00 | \$0.00 | \$144.00 | \$630.62 |
|----------|--------|--------|----------|----------|

**20310.12 Plan and Disclosure Statement
Claim No(s): B&S 977**

| | | | | |
|-------------|-------------|--------|-------------|-------------|
| \$15,066.10 | \$10,547.00 | \$0.00 | \$11,562.40 | \$14,050.70 |
|-------------|-------------|--------|-------------|-------------|

**20310.13 Relief from Stay Proceedings
Claim No(s): B&S 977**

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Carmody MacDonald P.C. reserves the right to charge interest on the unpaid balance.

| | | | | |
|---------------------|--------------------|-----------------|--------------------|---------------------|
| \$4,490.43 | \$848.00 | \$0.00 | \$2,486.40 | \$2,852.03 |
| <u>\$140,713.25</u> | <u>\$44,695.00</u> | <u>\$844.15</u> | <u>\$44,971.20</u> | <u>\$141,281.20</u> |

To ensure proper credit, please include account number and statement date on remittance check and forward to the following address: Carmody MacDonald P.C., P.O. Box 790100, St. Louis, MO 63179-0100.
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Carmody MacDonald

Attorneys & Counselors at Law

Carmody MacDonald P.C.

120 S. Central Avenue, Suite 1800
St. Louis, Missouri 63105-1750
314-854-8600 Fax 314-854-8660
Federal EIN: 43-1229825

Briggs & Stratton Corporation et al.
c/o Debora Hoehne, Esq.
Weil, Gotshal & Manges LLP
767 Fifth Avenue
New York, NY 10153

Client/Matter: **20310.0**
141549
December 7, 2020

Re: 20310.0 Chapter 11 Bankruptcy - General

Claim No(s): B&S 977

For Services Rendered Through November 30, 2020

FEES

| <u>Date</u> | <u>Tmkpr</u> | <u>Narrative</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--------------|--|----------------------------|---------------|
| 11/10/2020 | SYD | Compile order Approving Disclosure Statement; (II) Establishing Notice and Objection Procedures for Confirmation of Plan and email to KCC. | 0.10 | \$17.50 |
| | | | Total Hours: <u>0.10</u> | |
| | | | Total Fees: <u>\$17.50</u> | |

EXPENSES

| <u>Date</u> | <u>Task</u> | <u>Description</u> | <u>Amount</u> |
|-------------|-------------|--|---------------------------------|
| 11/09/2020 | A111 | Motion to Appear Pro Hac Vice - E. Blechman. | \$100.00 |
| 11/10/2020 | A111 | Escribers: Transcripts. | \$266.20 |
| 11/16/2020 | A111 | Transcripts. | \$84.70 |
| 11/20/2020 | A111 | Transcripts. | \$393.25 |
| | | | Total Expenses: <u>\$844.15</u> |

Carmody MacDonald

Attorneys & Counselors at Law

Carmody MacDonald P.C.
120 S. Central Avenue, Suite 1800
St. Louis, Missouri 63105-1750
314-854-8600 Fax 314-854-8660

MATTER SUMMARY

| | |
|--|-------------------|
| Total Fees: | \$17.50 |
| Total Expenses: | \$844.15 |
| Total Current Billing for Matter: | \$861.65 |
| Previous Balance: | \$1,791.25 |
| Total Payments: | \$0.00 |
| Total Current Balance: | \$2,652.90 |

Carmody MacDonald

Attorneys & Counselors at Law

Carmody MacDonald P.C.
120 S. Central Avenue, Suite 1800
St. Louis, Missouri 63105-1750
314-854-8600 Fax 314-854-8660

Re: 20310.4 Case Administration

Claim No(s): B&S 977

For Services Rendered Through November 30, 2020

FEES

| <u>Date</u> | <u>Tmkpr</u> | <u>Narrative</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--------------|--|--------------|---------------|
| 11/02/2020 | CJL | Review upcoming hearings scheduled. | 0.10 | \$44.50 |
| 11/02/2020 | CJL | Review Matrices for critical vendor. | 0.10 | \$44.50 |
| 11/02/2020 | THR | Receive and review UST objection to DS. | 0.30 | \$103.50 |
| 11/02/2020 | THR | Emails with Weil regarding CV issues. | 0.20 | \$69.00 |
| 11/02/2020 | DAS | Receive and review Vendor Matrices and circulate the same to S. Wilson with US Trustee. | 0.30 | \$99.00 |
| 11/03/2020 | CJL | Review email from R. Berkovitch regarding legal issue on standing. | 0.10 | \$44.50 |
| 11/03/2020 | THR | Emails with client and D.A. Suberi regarding 11-9 hearing. | 0.20 | \$69.00 |
| 11/03/2020 | THR | Emails with A. Lancaster regarding admin issues. | 0.20 | \$69.00 |
| 11/03/2020 | THR | Emails with S. Albin regarding lease issues. | 0.20 | \$69.00 |
| 11/03/2020 | THR | Emails with Weil and Carmody teams regarding fee applications. | 0.30 | \$103.50 |
| 11/03/2020 | DAS | Email S. McCoy, Deputy, regarding hearing logistics. | 0.20 | \$66.00 |
| 11/04/2020 | SYD | File Amended Eversheds Sutherland Declaration. | 0.10 | \$17.50 |
| 11/04/2020 | REE | Two emails with C. Woolverton about motion for relief. | 0.40 | \$180.00 |
| 11/04/2020 | DKO | Prepare proposed agenda for 11/9 hearing. | 0.30 | \$72.00 |
| 11/04/2020 | DKO | Review EDMO chapter 11 plans regarding claims. | 1.10 | \$264.00 |
| 11/04/2020 | CJL | Review transcript of voicemail from creditor. | 0.10 | \$44.50 |
| 11/04/2020 | THR | Emails with Weil and S. Albin regarding lease issues. | 0.30 | \$103.50 |
| 11/04/2020 | DAS | Prepare and send email to client representative Kathryn Buono regarding hearing logistics. | 0.10 | \$33.00 |
| 11/05/2020 | REE | Email to D.A. Suberi about claims process. | 0.30 | \$135.00 |
| 11/05/2020 | REE | Review and revise proposed agenda. | 0.30 | \$135.00 |
| 11/05/2020 | REE | Email to Weil team about motions for relief. | 0.30 | \$135.00 |
| 11/05/2020 | DKO | Draft motion for shortened notice and proposed order. | 0.50 | \$120.00 |
| 11/05/2020 | DKO | Prepare pro hac motion for E. Blechman. | 0.20 | \$48.00 |
| 11/05/2020 | DKO | Call with J. Meyers regarding claim satisfaction. | 0.40 | \$96.00 |
| 11/05/2020 | DKO | Call with Court regarding claims procedure. | 0.30 | \$72.00 |

Page: 3

To ensure proper credit, please include account number and statement date on remittance check and forward to the following address: Carmody MacDonald P.C., P.O. Box 790100, St. Louis, MO 63179-0100.
Carmody MacDonald P.C. reserves the right to charge interest on the unpaid balance.

Carmody MacDonald

Attorneys & Counselors at Law

Carmody MacDonald P.C.
120 S. Central Avenue, Suite 1800
St. Louis, Missouri 63105-1750
314-854-8600 Fax 314-854-8660

| | | | | |
|------------|-----|---|------|----------|
| 11/05/2020 | DKO | Prepare proposed agenad for 11/9. | 0.10 | \$24.00 |
| 11/05/2020 | ALA | Review Agenda for November 9, 2020 hearing, prepare for filing. | 0.50 | \$107.50 |
| 11/05/2020 | THR | Emails with Weil and Carmody teams regarding notice and clerk issues. | 0.30 | \$103.50 |
| 11/05/2020 | THR | Emails with Weil and Carmody teams regarding claims issues. | 0.30 | \$103.50 |
| 11/05/2020 | DAS | Follow up call with D. McWay regarding reconciliation proceudres. | 0.20 | \$66.00 |
| 11/05/2020 | DAS | Call with J. Meyers to addres strategy for claims reconciliation. | 0.20 | \$66.00 |
| 11/05/2020 | DAS | Call with S. McCoy, Deputy, regarding pro hac admissions. | 0.10 | \$33.00 |
| 11/05/2020 | DAS | Call with D. Ko to provide udpate and strategy regarding claims reconciliation issues. | 0.20 | \$66.00 |
| 11/05/2020 | DAS | Email exchanges with Lead Counsel J. Meyers regarding claims reconciliation strategy. | 0.20 | \$66.00 |
| 11/05/2020 | DAS | Call with J. Meyers regarding strategy for satisfied claims procedures. | 0.20 | \$66.00 |
| 11/05/2020 | DAS | Call to S. McCoy, Deputy, regarding expedited hearing dates. | 0.20 | \$66.00 |
| 11/05/2020 | DAS | Teleconference with J. Meyers, Lead Counsel, regarding claims reconciliation procedures. | 0.20 | \$66.00 |
| 11/05/2020 | DAS | Phone conference with D. McWay, Clerk of Court and J. Meyers regarding claims reconciliation notice procedures. | 0.40 | \$132.00 |
| 11/05/2020 | DAS | Communicate with D. McWay, Clerk of Court, regarding logistics for conference call. | 0.10 | \$33.00 |
| 11/05/2020 | DAS | Review claims reconciliation analysis to prepare for call with D. McWay, Clerk of Court. | 0.40 | \$132.00 |
| 11/06/2020 | REE | Six emails with US Trustee about objections to disclosure statement,. | 0.60 | \$270.00 |
| 11/06/2020 | REE | Review and revise claims motion. | 0.50 | \$225.00 |
| 11/06/2020 | REE | Call with Jerry Brown about bond claims. | 0.30 | \$135.00 |
| 11/06/2020 | REE | Email to S. McCoy about 11-9 hearings. | 0.30 | \$135.00 |
| 11/06/2020 | REE | None emails with Weil Team about UST objections to Disclosure statement. | 1.50 | \$675.00 |
| 11/06/2020 | REE | Four emails with committee about UST objections to disclosure statement. | 0.60 | \$270.00 |
| 11/06/2020 | DKO | Prepare motion for claims process and accompanying motion for shortened notice for filing. | 0.20 | \$48.00 |
| 11/06/2020 | DKO | Prepare notice of hearing. | 0.20 | \$48.00 |
| 11/06/2020 | DKO | Call with UST, Weil, UCC regarding plan. | 0.80 | \$192.00 |
| 11/06/2020 | DKO | Prepare notices of filing amendments of plan, disclosure statement and exhibits for filing. | 0.50 | \$120.00 |
| 11/06/2020 | DKO | Revise motion for claims process motion to be heard on shortened notice and accompanying proposed order. | 0.30 | \$72.00 |

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To ensure proper credit, please include account number and statement date on remittance check and forward to the following address: Carmody MacDonald P.C., P.O. Box 790100, St. Louis, MO 63179-0100.
Carmody MacDonald P.C. reserves the right to charge interest on the unpaid balance.

Carmody MacDonald

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| 11/06/2020 | ALA | Review Motion to Appear Pro Hac Vice for E. Blechman, prepare for filing. | 0.50 | \$107.50 |
| 11/06/2020 | ALA | Prepare binders for November 9th court hearing. | 1.50 | \$322.50 |
| 11/06/2020 | ALA | Review Motion to Approve Form of Claims Reconciliation, Motion for Shortened Notice, Notice of Hearing on Claims Motion, Notice of Filing Amended Plan, Notice of Amended Disclosure Statement and Disclosure Statement Omnibus Reply, prepare all for filing. | 2.50 | \$537.50 |
| 11/06/2020 | CJL | Review internal emails for hearing logistics. | 0.20 | \$89.00 |
| 11/06/2020 | THR | Emails with D. Ko regarding frevisions to motions. | 0.10 | \$34.50 |
| 11/06/2020 | THR | Emails with D. Ko regarding motion to shorten issues. | 0.20 | \$69.00 |
| 11/06/2020 | THR | Emails with D. Ko regarding claims hearing issues. | 0.30 | \$103.50 |
| 11/07/2020 | SYD | Email with Shontlle McCoy and Dormie Ko regarding copies and binders for hearing on 11/09/20. | 0.30 | \$52.50 |
| 11/08/2020 | DKO | Prepare proposed agenda for 11/12 hearing. | 0.10 | \$24.00 |
| 11/08/2020 | ALA | Prepare extra binders for November 9th hearing. Prepare binders for Amended Plan and Disclosure Statement. | 3.50 | \$752.50 |
| 11/08/2020 | THR | Preparation for 11-9 hearing. | 1.00 | \$345.00 |
| 11/09/2020 | SYD | Repare request transcript regarding hearing on 11/09/2020, email Domrie Ko review the same, File the smae. | 0.50 | \$87.50 |
| 11/09/2020 | DKO | Contact KCC regarding Deere & Company notices. | 0.10 | \$24.00 |
| 11/09/2020 | DKO | Prepare notices of filing for updated versions of amended plan and disclosure statement for filing. | 0.60 | \$144.00 |
| 11/09/2020 | DKO | Attend 11/9 hearing. | 0.80 | \$192.00 |
| 11/09/2020 | ALA | Review Notice of Filing of Updated Version of Amended Plan and Disclosure Statement, prepare for filing. | 1.00 | \$215.00 |
| 11/09/2020 | CJL | Participate in hearing by phone. | 1.00 | \$445.00 |
| 11/09/2020 | CJL | Conference with T.H. Riske regarding hearing. | 0.20 | \$89.00 |
| 11/09/2020 | THR | Emails with S. Albin regarding Deere issuses. | 0.10 | \$34.50 |
| 11/09/2020 | THR | Further emails with Foley regarding Sears claim. | 0.30 | \$103.50 |
| 11/09/2020 | THR | Emails with Foley regarding Sears claims. | 0.20 | \$69.00 |
| 11/09/2020 | THR | Prepare for and attend hearing on disclosure statement and related issues. | 4.00 | \$1,380.00 |
| 11/09/2020 | THR | Receive and review order on sale and transfer procedures. | 0.10 | \$34.50 |
| 11/09/2020 | THR | Initial review of documents from Foley regarding Sears claims. | 0.30 | \$103.50 |
| 11/10/2020 | REE | Review order confirming Exide plan (.3). Email to Toni Van Etta bout same (.2). | 0.50 | \$225.00 |
| 11/10/2020 | DKO | Prepare proposed order approving disclosure statement and exhibits for submission. | 0.70 | \$168.00 |

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| 11/10/2020 | ALA | Review November 12, 2020 Agenda and prepare for filing. | 0.50 | \$107.50 |
| 11/10/2020 | THR | Telephone calls with Weil regarding retention issues. | 0.20 | \$69.00 |
| 11/10/2020 | THR | Emails with R.E. Eggmann and A. Lancaster regarding billing issues. | 0.30 | \$103.50 |
| 11/10/2020 | THR | Further emails with Foley regarding Sears claims. | 0.20 | \$69.00 |
| 11/10/2020 | THR | Emails with Weil and Carmody teams regarding 11-12 hearing issues. | 0.20 | \$69.00 |
| 11/11/2020 | REE | Two emails with Weil Team about filings. | 0.40 | \$180.00 |
| 11/11/2020 | REE | Meet with T.H. Riske about 11-12-2020 court. | 0.30 | \$135.00 |
| 11/11/2020 | REE | Email to C. Woolverton about motion for relief. | 0.30 | \$135.00 |
| 11/11/2020 | DKO | Prepare notice of filing of updated schedules and omnibus objections for filing. | 0.20 | \$48.00 |
| 11/11/2020 | DKO | Prepare notice of filing of updated schedules. | 0.20 | \$48.00 |
| 11/11/2020 | DKO | Research, analyze and insert case law for claims objections. | 3.10 | \$744.00 |
| 11/11/2020 | ALA | Review Notice of Filing Updated Schedules, Omnibus Objection to Administrative Expense Motions and Omnibus Objection to Asbestos Claimants Motions to Stay, prepare for filing. | 0.70 | \$150.50 |
| 11/11/2020 | THR | Receive and review USW limited objection to motion to reject. | 0.10 | \$34.50 |
| 11/11/2020 | THR | Review draft omnibus objection to 503b9 claims. | 0.30 | \$103.50 |
| 11/11/2020 | THR | Emails with Weil team regarding 11-11 filings. | 0.10 | \$34.50 |
| 11/11/2020 | THR | Multiple emails with D. Ko regarding filing issues. | 0.70 | \$241.50 |
| 11/11/2020 | THR | Emails with Weil regarding 11-12 hearing. | 0.10 | \$34.50 |
| 11/11/2020 | THR | Emails with Carmody team regarding 11-11 filings. | 0.30 | \$103.50 |
| 11/11/2020 | THR | Review claims issues for 11-12 hearing. | 0.30 | \$103.50 |
| 11/11/2020 | THR | Review and analyze Sears claims issues. | 0.20 | \$69.00 |
| 11/12/2020 | SYD | File request for transcript regarding hearing on 11/12/2020. | 0.10 | \$17.50 |
| 11/12/2020 | SYD | Prepare request for transcripts regarding hearing on 11/12/2020; email Dormie Ko review the same. | 0.50 | \$87.50 |
| 11/12/2020 | REE | Emails with creditor about incorrect address. | 0.30 | \$135.00 |
| 11/12/2020 | DKO | Prepare order on notice to creditors on satisfied claims for submission. | 0.10 | \$24.00 |
| 11/12/2020 | CJL | Review E&Y and Weil Fee Statement. | 0.20 | \$89.00 |
| 11/12/2020 | CJL | Review docket Order entry for hearing. | 0.10 | \$44.50 |
| 11/12/2020 | THR | Emails with Weil regarding Sears claims. | 0.10 | \$34.50 |
| 11/12/2020 | THR | Receive and review Weil fee letter. | 0.30 | \$103.50 |
| 11/12/2020 | THR | Further review of Sears claims issues. | 0.20 | \$69.00 |

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| 11/12/2020 | THR | Emails with K. Buono regarding Sears claims issues. | 0.20 | \$69.00 |
| 11/12/2020 | THR | Prepare for and attend hearing on notice procedures. | 1.90 | \$655.50 |
| 11/12/2020 | THR | Redeive and review EY fee letter. | 0.20 | \$69.00 |
| 11/12/2020 | THR | Emails with Weil and EY regarding notice issues. | 0.20 | \$69.00 |
| 11/12/2020 | THR | Emails with Sears counsel regarding claims. | 0.60 | \$207.00 |
| 11/12/2020 | THR | Emails with Weil and Carmody teams regarding admin issues. | 0.40 | \$138.00 |
| 11/12/2020 | THR | Receive and review Houlihan fee letter. | 0.20 | \$69.00 |
| 11/13/2020 | SYD | File Objection to Hartke Motion for Relief, email to T.H. Riske and Dormoie with the filed stamped the same. | 0.20 | \$35.00 |
| 11/13/2020 | SYD | File Proposed Ward Lift Stay Stipulation and Order, email to T.H. Riske and Dormie Ko with flied stamped the same. | 0.20 | \$35.00 |
| 11/13/2020 | REE | Two emails with C. Chesne about monthly reports. | 0.50 | \$225.00 |
| 11/13/2020 | DKO | Review previous EDMO cases for claims objection procedures. | 0.40 | \$96.00 |
| 11/13/2020 | DKO | Prepare proposed agenda for November 18 hearing. | 0.50 | \$120.00 |
| 11/13/2020 | THR | Emails with D. Hoehne regarding claim objection issues. | 0.30 | \$103.50 |
| 11/13/2020 | THR | Emails with counsel for Sears regarding claims issues. | 0.40 | \$138.00 |
| 11/13/2020 | THR | Review file and begin preparation of motion to compromise claims with Sears. | 0.70 | \$241.50 |
| 11/13/2020 | THR | Further emails with Weil regarding claims issues. | 0.40 | \$138.00 |
| 11/13/2020 | THR | Emails with Weil team regarding claim objection issues. | 0.30 | \$103.50 |
| 11/13/2020 | THR | Emails with court regarding 11-18 hearing. | 0.10 | \$34.50 |
| 11/13/2020 | THR | Research on claims issues raised by Weil. | 0.60 | \$207.00 |
| 11/13/2020 | THR | Emails with D. Ko regarding claims issues. | 0.20 | \$69.00 |
| 11/13/2020 | THR | Further investigation on claims issues raised by Weil. | 0.50 | \$172.50 |
| 11/13/2020 | THR | Receive and review proposed Sears settlement agreement. | 0.30 | \$103.50 |
| 11/13/2020 | THR | Strategic conferences with R.E. Eggmann regarding claims issues. | 0.20 | \$69.00 |
| 11/13/2020 | THR | Emails with D. Ko regarding claims issues. | 0.20 | \$69.00 |
| 11/13/2020 | THR | Emails with Weil regarding claim objections. | 0.20 | \$69.00 |
| 11/13/2020 | THR | Further emails with Weil and Carmody teams regarding 11-13 filings. | 0.50 | \$172.50 |
| 11/13/2020 | THR | Emails with D. Ko and R.E. Eggmann regarding claims issues. | 0.20 | \$69.00 |
| 11/15/2020 | DKO | Prepare proposed agenda for November 18, 2020 hearing. | 0.30 | \$72.00 |
| 11/15/2020 | THR | Emails with Gannett counsel regarding cure issues. | 0.20 | \$69.00 |
| 11/15/2020 | THR | Emails with Weil regarding cure objection issues. | 0.20 | \$69.00 |

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| 11/15/2020 | THR | Emails with D. Ko regarding agenda issues. | 0.30 | \$103.50 |
| 11/16/2020 | REE | Email to Martha Martir about executory contract. | 0.30 | \$135.00 |
| 11/16/2020 | DKO | Prepare withdrawal of Docket No. 1252. | 0.20 | \$48.00 |
| 11/16/2020 | DKO | Prepare proposed orders on claims objections. | 0.90 | \$216.00 |
| 11/16/2020 | DKO | Prepare notice of hearing for claims objections. | 0.20 | \$48.00 |
| 11/16/2020 | DKO | Prepare objections to claims for filing. | 2.30 | \$552.00 |
| 11/16/2020 | DKO | Prepare proposed order shortening notice of hearing. | 0.40 | \$96.00 |
| 11/16/2020 | ALA | Review Foley Fourth Supplemental Declaration and prepare for filing. Review Withdrawal of Document. . | 0.80 | \$172.00 |
| 11/16/2020 | ALA | Review multiple Omnibus Objections, Objection to Krist Claim and Objection to Overland Claim. Review Proposed Agenda for November 18, 2020 Hearing, Notice of Hearing and UFP Administrative Objection. | 4.50 | \$967.50 |
| 11/16/2020 | CJL | Review email from counsel for Mikuni America Corporation regarding contract assumption or rejection and response. | 0.20 | \$89.00 |
| 11/16/2020 | CJL | Review UFP objection. | 0.10 | \$44.50 |
| 11/16/2020 | THR | Emails with D. Ko regarding admin and filing issues. | 0.20 | \$69.00 |
| 11/16/2020 | THR | Emails with D. Ko regarding order issues and related issues for court. | 0.20 | \$69.00 |
| 11/16/2020 | THR | Multiple emails with Weil, D. Ko and A. Lancaster regarding claims and objection filings and related issues. | 1.70 | \$586.50 |
| 11/16/2020 | THR | Emails with D. Ko regarding Sears settlement issues. | 0.20 | \$69.00 |
| 11/16/2020 | THR | Emails with B. LaFlamme regarding insurance issues. | 0.20 | \$69.00 |
| 11/16/2020 | THR | Emails with Foley regarding declarations. | 0.30 | \$103.50 |
| 11/16/2020 | THR | Emails with Weil regarding 11-16 filings. | 0.30 | \$103.50 |
| 11/16/2020 | THR | Emails with D. Ko regarding additional filing issues. | 0.20 | \$69.00 |
| 11/16/2020 | THR | Emails with Weil regarding 11-16 filings. | 0.20 | \$69.00 |
| 11/16/2020 | THR | Emails with T Hurley and Weil regarding cure issues. | 0.30 | \$103.50 |
| 11/17/2020 | SYD | File Amended Proposed Agenda regarding hearing on 11/18/2020. Email T.H. Riske and Dormie with filed pleading. | 0.10 | \$17.50 |
| 11/17/2020 | SYD | File notice of hearing regarding Motion of Debtors for Authority to extend time to assume or reject lease of nonresidential real property, email to Dormie Ko with the filed stamped same. | 0.20 | \$35.00 |
| 11/17/2020 | SYD | File Motion of Debtors for Authority to extend time to assume or reject lease of nonresidential real property. | 0.20 | \$35.00 |
| 11/17/2020 | SYD | File Notice of Updated Exhibit and it's exhibits, email filed stamped pleadings to T.H. Riske and Dormie Ko with the same. | 0.20 | \$35.00 |
| 11/17/2020 | SYD | Compile pleadings for binders to be delivered to Judge Barry Schermer. | 2.00 | \$350.00 |

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| 11/17/2020 | REE | Two emails with T.H. Riske about expediting hear on certain claim objections. | 0.40 | \$180.00 |
| 11/17/2020 | DKO | Prepare notice of hearing for 365(d)(4) Extension Motion. | 0.10 | \$24.00 |
| 11/17/2020 | DKO | Prepare amended proposed agenda for 11/18. | 0.30 | \$72.00 |
| 11/17/2020 | CJL | Review email from D. Heoehne regarding Agenda and Order for presentation at hearing. | 0.10 | \$44.50 |
| 11/17/2020 | CJL | Review email from C. Luster regarding filings. | 0.10 | \$44.50 |
| 11/17/2020 | CJL | Review email and draft of 635d4 Motion. | 0.10 | \$44.50 |
| 11/17/2020 | CJL | Review draft Agenda. | 0.10 | \$44.50 |
| 11/17/2020 | THR | Emails with C.J. Lawhorn and D. Ko regarding 11-18 hearing issues. | 0.10 | \$34.50 |
| 11/17/2020 | THR | Preparation for 11-18 hearing. | 0.50 | \$172.50 |
| 11/17/2020 | THR | Emails with M. Martir regarding 11-18 hearing. | 0.10 | \$34.50 |
| 11/17/2020 | THR | Emails with Weil regarding lease issues. | 0.20 | \$69.00 |
| 11/17/2020 | THR | Emails with Weil regarding admin stipulations. | 0.20 | \$69.00 |
| 11/17/2020 | THR | Emails with court and Carmody team regarding claim objection issues. | 0.20 | \$69.00 |
| 11/17/2020 | THR | Receive and review draft objection to admin claim. | 0.20 | \$69.00 |
| 11/17/2020 | THR | Emails with Weil and Carmody teams regarding 11-17 filings. | 1.30 | \$448.50 |
| 11/18/2020 | SYD | Return multiple calls from previous employees regarding notices received in the mail. | 0.50 | \$87.50 |
| 11/18/2020 | SYD | Preprepare request for transcript regarding hearing on 9/18/20, email Dormie Ko for review, file the same. | 0.50 | \$87.50 |
| 11/18/2020 | REE | Emails to Martha Martir about executory contracts. | 0.30 | \$135.00 |
| 11/18/2020 | DKO | Call with Weil regarding plan confirmation. | 0.30 | \$72.00 |
| 11/18/2020 | CJL | Review Orders from hearing 11/18/20. | 0.20 | \$89.00 |
| 11/18/2020 | CJL | Telephone conference with lead counsel regarding confirmation hearing issues. | 0.30 | \$133.50 |
| 11/18/2020 | THR | Prepare for and attend hearing on multiple motions for relief, rejection motion and admin claims. | 2.50 | \$862.50 |
| 11/18/2020 | THR | Research on OCP issues raised by Weil. | 0.30 | \$103.50 |
| 11/18/2020 | THR | Receive and review Missouri guaranty fund admin claim. | 0.10 | \$34.50 |
| 11/18/2020 | THR | Emails with Weil regarding OCP report issues. | 0.20 | \$69.00 |
| 11/18/2020 | THR | Emails with Weil regarding rejection order issues. | 0.20 | \$69.00 |
| 11/18/2020 | THR | Receive and review rejection order. | 0.10 | \$34.50 |
| 11/18/2020 | THR | Emails with Weil regarding transcripts. | 0.10 | \$34.50 |

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| 11/18/2020 | THR | Telephone calls with R.E. Eggmann regarding 11-18 hearing. | 0.20 | \$69.00 |
| 11/18/2020 | THR | Emails with D. Ko regarding 11-18 hearing issues. | 0.20 | \$69.00 |
| 11/18/2020 | THR | Emails with R.E. Eggmann regarding claims issues. | 0.20 | \$69.00 |
| 11/19/2020 | SYD | File OCP report and exhibit. | 0.10 | \$17.50 |
| 11/19/2020 | SYD | Compile binders for Judge Barry Schermer, email with T.H. Riske and Dormie Ko regarding the same. | 3.00 | \$525.00 |
| 11/19/2020 | ALA | Review Amended Fifth Omnibus Objection to Claims, prepare for filing. | 0.50 | \$107.50 |
| 11/19/2020 | THR | Emails with Weil regarding retention issues. | 0.20 | \$69.00 |
| 11/19/2020 | THR | Emails with D. Ko and A. Lancaster regarding claim objection issues. | 0.30 | \$103.50 |
| 11/20/2020 | SYD | File OCP Report and exhibit. | 0.20 | \$35.00 |
| 11/20/2020 | SYD | Corrections to index binder for Judge Barry Schermer, compile binder the same. | 1.00 | \$175.00 |
| 11/20/2020 | SYD | File notice of hearing Exmark Motion to Approved Settlement. | 0.10 | \$17.50 |
| 11/20/2020 | SYD | File Exmark Motion to Approved Settlement and exhibit. | 0.20 | \$35.00 |
| 11/20/2020 | REE | Review monthly fee invoices from the committee. | 0.30 | \$135.00 |
| 11/20/2020 | DKO | Prepare and deliver claims objection binders for court. | 1.00 | \$240.00 |
| 11/20/2020 | DKO | Draft motion to compromise. | 1.20 | \$288.00 |
| 11/20/2020 | CJL | Conference with T.H. Riske regarding status and strategy. | 0.10 | \$44.50 |
| 11/20/2020 | CJL | Review email and attachment regarding Motion to Approve Settlement. | 0.20 | \$89.00 |
| 11/20/2020 | THR | Emails with Weil regarding settlement motion. | 0.20 | \$69.00 |
| 11/20/2020 | THR | Emails with Weil regarding cure notice issues. | 0.10 | \$34.50 |
| 11/20/2020 | THR | Receive and review admin claim of DeLage. | 0.10 | \$34.50 |
| 11/20/2020 | THR | Emails with Weil and Carmody teams regarding transcript issues. | 0.10 | \$34.50 |
| 11/20/2020 | THR | Emails with D. Ko regarding claim objection issues. | 0.20 | \$69.00 |
| 11/20/2020 | THR | Emails with Weil and Carmody teams regarding MOR issues. | 0.30 | \$103.50 |
| 11/20/2020 | THR | Emails with court regarding objection issues. | 0.10 | \$34.50 |
| 11/20/2020 | THR | Emails with D. Ko regarding OCP issues. | 0.20 | \$69.00 |
| 11/20/2020 | THR | Emails with B. LaFlamme regarding insurance issues. | 0.10 | \$34.50 |
| 11/20/2020 | THR | Emails with E. Blechman regarding amended schedules. | 0.20 | \$69.00 |
| 11/20/2020 | THR | Receive and review Exmark settlement motion. | 0.30 | \$103.50 |
| 11/20/2020 | THR | Multiple emails with Weil and Carmody teams regarding 11-20 filings issues. | 1.40 | \$483.00 |

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| 11/20/2020 | THR | Receive and review Hansen Reynolds fee letter. | 0.10 | \$34.50 |
| 11/22/2020 | THR | Receive and review Google admin claim. | 0.10 | \$34.50 |
| 11/23/2020 | SYD | File Fifth Amended Cure Notice and exhibits. | 0.20 | \$35.00 |
| 11/23/2020 | SYD | Compile pleadings and email to KCC. | 0.10 | \$17.50 |
| 11/23/2020 | CJL | Review email from C. Luster regarding cure filing and response to same. | 0.10 | \$44.50 |
| 11/23/2020 | THR | Telephone calls with E. Blechman regarding amended schedules. | 0.20 | \$69.00 |
| 11/23/2020 | THR | Review and revise draft motion to compromise. | 0.30 | \$103.50 |
| 11/23/2020 | THR | Receive and review Georgia Power admin claim. | 0.10 | \$34.50 |
| 11/23/2020 | THR | Emails with K. Buono regarding Sears settlement issues. | 0.10 | \$34.50 |
| 11/23/2020 | THR | Emails with Weil regarding cure notice. | 0.10 | \$34.50 |
| 11/24/2020 | THR | Revisions to Sears settlement documents. | 0.20 | \$69.00 |
| 11/24/2020 | THR | Emails with M. Martir regarding insurance requests status. | 0.10 | \$34.50 |
| 11/24/2020 | THR | Receive and review K. Buono comments regarding Sears settlement issues. | 0.30 | \$103.50 |
| 11/24/2020 | THR | Emails with Sears counsel regarding settlement issues. | 0.20 | \$69.00 |
| 11/24/2020 | THR | Receive and review King and Spaulding fee letter. | 0.10 | \$34.50 |
| 11/24/2020 | THR | Emails with K. Buono regarding settlement with Sears issues. | 0.20 | \$69.00 |
| 11/25/2020 | REE | Two emails with D. Ko about life insurance motion. | 0.40 | \$180.00 |
| 11/25/2020 | DKO | Prepare notice of hearing for Application to Employ Class Counsel. | 0.10 | \$24.00 |
| 11/25/2020 | DKO | Contact court regarding service issues. | 0.10 | \$24.00 |
| 11/25/2020 | DKO | Prepare notice of hearing for motion to surrender insurance policies. | 0.10 | \$24.00 |
| 11/25/2020 | ALA | Review Class Counsel Retention Application with Exhibits, Notice of Hearing on Class Counsel Retention Application. Prepare for filing. | 0.80 | \$172.00 |
| 11/25/2020 | ALA | Review Motion of Debtors for Order Authorizing Debtors to Surrender Life Insurance Policies and Notice of Hearing. Prepare for filing. | 0.80 | \$172.00 |
| 11/25/2020 | CJL | Review emails with E. Berdini regarding filings and notice periods for same. | 0.20 | \$89.00 |
| 11/25/2020 | CJL | Review email from S. Schnorrenberg regarding Application to employ class counsel and filing same. | 0.10 | \$44.50 |
| 11/25/2020 | CJL | Review Application to employ class counsel. | 0.10 | \$44.50 |
| 11/25/2020 | CJL | Review application to retain class counsel. | 0.20 | \$89.00 |
| 11/25/2020 | THR | Receive and review Hansen fee letter. | 0.10 | \$34.50 |

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| 11/25/2020 | THR | Emails with D. Ko and A. Lancaster regarding further filing issues. | 0.20 | \$69.00 |
| 11/25/2020 | THR | Receive and review draft motion to surrender life insurance. | 0.30 | \$103.50 |
| 11/25/2020 | THR | Multiple emails with D. Ko regarding 11-25 filing and notice issues. | 0.40 | \$138.00 |
| 11/25/2020 | THR | Emails with Weil team regarding 11-25 filing issues. | 0.40 | \$138.00 |
| 11/25/2020 | THR | Receive and review Houlihan fee letter. | 0.10 | \$34.50 |
| 11/25/2020 | THR | Review draft application to employ class counsel. | 0.30 | \$103.50 |
| 11/27/2020 | REE | Email to E. Brown about Billy Goat notice. | 0.30 | \$135.00 |
| 11/30/2020 | DKO | Review examples for plan supplements. | 0.40 | \$96.00 |
| 11/30/2020 | ALA | Review Fifth Supplemental Disclosure to Application to Employ, prepare for filing. | 0.50 | \$107.50 |
| 11/30/2020 | THR | Review Foley supplemental declaration. | 0.10 | \$34.50 |
| 11/30/2020 | THR | Emails with Foley regarding supplemental disclosure. | 0.20 | \$69.00 |
| 11/30/2020 | THR | Receive and review Foley fee letter. | 0.10 | \$34.50 |
| | | | Total Hours: | 106.20 |
| | | | Total Fees: | \$31,750.00 |

MATTER SUMMARY

| | |
|--|---------------------|
| Total Fees: | \$31,750.00 |
| Total Expenses: | \$0.00 |
| Total Current Billing for Matter: | \$31,750.00 |
| Previous Balance: | \$101,294.58 |
| Total Payments: | \$24,075.20 |
| Total Current Balance: | \$108,969.38 |

Carmody MacDonald

Attorneys & Counselors at Law

Carmody MacDonald P.C.
120 S. Central Avenue, Suite 1800
St. Louis, Missouri 63105-1750
314-854-8600 Fax 314-854-8660

Re: 20310.5 Claims Administration and Objections

Claim No(s): B&S 977

For Services Rendered Through November 30, 2020

FEES

| <u>Date</u> | <u>Tmkpr</u> | <u>Narrative</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--------------|--|--------------|---------------|
| 11/11/2020 | THR | Emails with counsel for Sears and client regarding claims issues. | 0.30 | \$103.50 |
| 11/13/2020 | CJL | Review email from D. Ko regarding Claim Objection issues. | 0.10 | \$44.50 |
| 11/13/2020 | CJL | Review email from T. Riske regarding timing for objection and opposition. | 0.10 | \$44.50 |
| 11/13/2020 | CJL | Review email and Claim Objections from E. Berdini. | 0.80 | \$356.00 |
| 11/13/2020 | CJL | Review email from T. Riske regarding Claim Objection issues and consider same. | 0.20 | \$89.00 |
| 11/13/2020 | THR | Review multiple draft claim objections. | 0.60 | \$207.00 |
| 11/16/2020 | CJL | Review Objection to Claims. | 0.20 | \$89.00 |
| 11/16/2020 | CJL | Review objection to amended or superseded claims. | 0.20 | \$89.00 |
| 11/18/2020 | REE | Email to J. Jones about IRS claim. | 0.30 | \$135.00 |
| | | | Total Hours: | 2.80 |
| | | | Total Fees: | \$1,157.50 |

PAYMENTS

| <u>Date</u> | <u>Type</u> | <u>Description</u> | | |
|-------------|-------------|--|-----------------|-------------|
| 12/03/2020 | Payment | Wire payment received (rec'd into trust, transferred to operating) | \$44,971.20 | |
| | | | Total Payments: | \$44,971.20 |

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MATTER SUMMARY

| | |
|--|-------------------|
| Total Fees: | \$1,157.50 |
| Total Expenses: | \$0.00 |
| Total Current Billing for Matter: | \$1,157.50 |
| Previous Balance: | \$7,253.92 |
| Total Payments: | \$5,590.00 |
| Total Current Balance: | \$2,821.42 |

Carmody MacDonald

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Re: 20310.7 Fee/Employment Applications

Claim No(s): B&S 977

For Services Rendered Through November 30, 2020

FEES

| <u>Date</u> | <u>Tmkpr</u> | <u>Narrative</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--------------|--|--------------|---------------|
| 11/03/2020 | CJL | Review email from R.E. Eggmann and response from M. Martir regarding fee applications. | 0.10 | \$44.50 |
| 11/16/2020 | CJL | Review emails from T. Riske regarding Fee Application. | 0.20 | \$89.00 |
| 11/18/2020 | THR | Telephone calls with E. Blechman regarding fee application issues. | 0.20 | \$69.00 |
| 11/19/2020 | THR | Emails with Weil regarding fee application issues. | 0.20 | \$69.00 |
| 11/19/2020 | THR | Emails with E. Blechman regarding fee application issues. | 0.30 | \$103.50 |
| | | | Total Hours: | 1.00 |
| | | | Total Fees: | \$375.00 |

MATTER SUMMARY

| | |
|--|-------------------|
| Total Fees: | \$375.00 |
| Total Expenses: | \$0.00 |
| Total Current Billing for Matter: | \$375.00 |
| Previous Balance: | \$2,005.03 |
| Total Payments: | \$532.80 |
| Total Current Balance: | \$1,847.23 |

Carmody MacDonald

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Re: 20310.12 Plan and Disclosure Statement

Claim No(s): B&S 977

For Services Rendered Through November 30, 2020

FEES

| <u>Date</u> | <u>Tmkpr</u> | <u>Narrative</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--------------|--|--------------|---------------|
| 11/02/2020 | CJL | Review edits to plan received from Committee, Purchaser and other sources. | 0.50 | \$222.50 |
| 11/02/2020 | THR | Receive and review insurers objection to DS. | 0.30 | \$103.50 |
| 11/02/2020 | THR | Further emails with Weil and Carmody teams regarding plan and DS issues. | 0.40 | \$138.00 |
| 11/02/2020 | THR | Receive and review revised plan and DS. | 0.50 | \$172.50 |
| 11/03/2020 | REE | Two emails with Weil team about insurance language in the plan. | 0.60 | \$270.00 |
| 11/03/2020 | CJL | Review and consider email from S. Schnorrenberg regarding Plan terms. | 0.10 | \$44.50 |
| 11/03/2020 | THR | Receive and review SEC objection to DS and plan. | 0.30 | \$103.50 |
| 11/03/2020 | THR | Emails with Weil and R.E. Eggmann regarding insurance neutrality. | 0.20 | \$69.00 |
| 11/03/2020 | THR | Emails with Weil and Carmody teams regarding plan and DS objections and issues. | 0.40 | \$138.00 |
| 11/04/2020 | REE | Email to Ronit Berkovich about insurance language. | 0.30 | \$135.00 |
| 11/04/2020 | REE | Email to Weil Team about opt out language. | 0.30 | \$135.00 |
| 11/04/2020 | REE | Emails with D. Ko about opt out language. | 0.30 | \$135.00 |
| 11/04/2020 | CJL | Review opt-out provisions from other bankruptcy cases and compare to plan. | 0.20 | \$89.00 |
| 11/05/2020 | REE | Two emails to R, Briedenbach about Chapter 5 causes of action (.5). Two emails with Weil Team about same (.3). | 0.80 | \$360.00 |
| 11/05/2020 | THR | Emails with R.E. Eggmann and R. Briedenbach regarding plan issues. | 0.20 | \$69.00 |
| 11/05/2020 | THR | Emails with Weil, Carmody teams and UST regarding plan and DS issues. | 0.40 | \$138.00 |
| 11/05/2020 | THR | Receive and review amended plan. | 0.50 | \$172.50 |
| 11/05/2020 | DAS | Prepare and send email to S. Wilson with US Trustee to circulate Amended Plan, redlines and comments to address US Trustee comments to Plan. | 0.30 | \$99.00 |
| 11/05/2020 | DAS | Receive and review Redline to proposed Plan. | 0.40 | \$132.00 |
| 11/06/2020 | REE | Call with Weil Team and Committee Team about UST objections to Disclosure Statement. | 0.90 | \$405.00 |

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| | | | | |
|------------|-----|--|------|------------|
| 11/06/2020 | REE | Research locals rules on applicability of page limitations. | 0.40 | \$180.00 |
| 11/06/2020 | REE | Cal with G. Willard about UST objections to disclosure statement. | 0.40 | \$180.00 |
| 11/06/2020 | THR | Emails with T.C. Schaeffer regarding insurance issues. | 0.20 | \$69.00 |
| 11/06/2020 | THR | Telephone calls with UST, Committee and Debtors regarding plan and DS issues. | 0.90 | \$310.50 |
| 11/06/2020 | THR | Receive and review futher amended plan and amended disclosure statement. | 0.90 | \$310.50 |
| 11/06/2020 | THR | Emails with Carmody team regarding 11-9 hearing issues. | 0.40 | \$138.00 |
| 11/06/2020 | THR | Emails with Weil regarding UST issues. | 0.20 | \$69.00 |
| 11/06/2020 | THR | Review and analyze further revised and amended disclosure statement and plan. | 0.60 | \$207.00 |
| 11/06/2020 | THR | Further emails with Weil and Carmody team regarding plan, reply, and DS filings. | 0.50 | \$172.50 |
| 11/06/2020 | THR | Emails with Weil regarding revisions to DS and plan. | 0.20 | \$69.00 |
| 11/06/2020 | THR | Emails with R.E. Eggmann regarding plan and DS issues. | 0.50 | \$172.50 |
| 11/06/2020 | THR | Emails with Weil, Committee and UST regarding plan and DS issues. | 0.40 | \$138.00 |
| 11/06/2020 | THR | Receive and review DeLage objection. | 0.10 | \$34.50 |
| 11/07/2020 | THR | Emails with Weil and SEC regarding plan and DS issues. | 0.20 | \$69.00 |
| 11/07/2020 | THR | Review revised DS order. | 0.20 | \$69.00 |
| 11/07/2020 | THR | Emails with Weil and UST regarding DS order. | 0.20 | \$69.00 |
| 11/07/2020 | THR | Receive and review revised reply brief in support of DS. | 0.50 | \$172.50 |
| 11/07/2020 | TCS | Review and analyze Asbestos and Products Liability Insurance redline of Plan. | 0.30 | \$88.50 |
| 11/08/2020 | REE | Emails with Mark Presnell about plan and disclosure statement. | 0.30 | \$135.00 |
| 11/08/2020 | THR | Multiple emails with D. Ko and Weil regarding 11-9 hearing issues. | 0.40 | \$138.00 |
| 11/08/2020 | THR | Strategic conferences with D. Ko regarding 11-9 hearing issues. | 0.20 | \$69.00 |
| 11/08/2020 | THR | Emails with UST regarding plan and UST issues. | 0.20 | \$69.00 |
| 11/08/2020 | THR | Emails with Carmody team regarding 11-9 hearing. | 0.30 | \$103.50 |
| 11/09/2020 | REE | Call with Ronit Berkovich and Debora Hoehne about hearing on approval of disclosure statement. | 0.30 | \$135.00 |
| 11/09/2020 | REE | Prepare for hearing on approval of disclosure statement. | 0.50 | \$225.00 |
| 11/09/2020 | REE | Appear in court on approval of disclosure statement. | 2.50 | \$1,125.00 |
| 11/09/2020 | REE | Call with Greg Willard about opt out. | 0.30 | \$135.00 |
| 11/09/2020 | REE | Second email to M. Presnell about plan and disclosure statement. | 0.30 | \$135.00 |

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| | | | | |
|------------|-----|--|--------------|-------------|
| 11/09/2020 | THR | Emails with Weil and Carmody teams regarding amended plan and ds issues. | 0.40 | \$138.00 |
| 11/09/2020 | THR | Emails with UST regarding DS issues. | 0.30 | \$103.50 |
| 11/09/2020 | THR | Receive and review further amended DS and related pleadings. | 0.40 | \$138.00 |
| 11/09/2020 | THR | Strategic conferences with D. Ko regarding DS order issues. | 0.10 | \$34.50 |
| 11/09/2020 | THR | Emails with Weil, UST and SEC regarding amended DS. | 0.20 | \$69.00 |
| 11/10/2020 | REE | Long call with Rob Breidenbach about opt out. | 0.40 | \$180.00 |
| 11/10/2020 | THR | Receive and review disclosure statement order. | 0.20 | \$69.00 |
| 11/10/2020 | THR | Emails with Weil regarding solicitation packet issues. | 0.20 | \$69.00 |
| 11/10/2020 | THR | Emails with Carmody team regarding DS order issues. | 0.20 | \$69.00 |
| 11/10/2020 | THR | Emails with Weil and Carmody teams regarding DS and DS order issues. | 0.40 | \$138.00 |
| 11/11/2020 | THR | Emails with Weil and D. Ko regarding updated schedules and filings. | 0.30 | \$103.50 |
| 11/11/2020 | THR | Review notice of updated schedules. | 0.10 | \$34.50 |
| 11/12/2020 | THR | Emails with D. Ko and E. Blechman regarding satisfied claim order issues. | 0.10 | \$34.50 |
| 11/12/2020 | THR | Strategic conferences with D.A. Suberi regarding notice and claims issues. | 0.20 | \$69.00 |
| 11/12/2020 | THR | Review revisions to satisfied claims notice and order. | 0.20 | \$69.00 |
| 11/12/2020 | THR | Telephone calls with D. Hoehne regarding 11-12 hearing and related issues. | 0.40 | \$138.00 |
| 11/16/2020 | THR | Emails with Weil and Carmody teams regarding confirmation issues. | 0.30 | \$103.50 |
| 11/17/2020 | THR | Emails with E. Blechman regarding confirmation issues. | 0.10 | \$34.50 |
| 11/18/2020 | REE | Two emails with Eli Blechman about confirmation issues. | 0.50 | \$225.00 |
| 11/18/2020 | REE | Attend call to discuss confirmation hearing. | 0.50 | \$225.00 |
| 11/18/2020 | THR | Telephone calls with Weil regarding confirmation issues. | 0.40 | \$138.00 |
| 11/30/2020 | REE | Email with M. Becker about Chapter 11 plan. | 0.30 | \$135.00 |
| 11/30/2020 | THR | Brief research on plan supplement issues for Weil. | 0.40 | \$138.00 |
| 11/30/2020 | THR | Emails with Weil regarding plan supplement issues. | 0.20 | \$69.00 |
| 11/30/2020 | THR | Further emails with Weil and Carmody teams regarding plan supplement issues. | 0.30 | \$103.50 |
| | | | Total Hours: | 27.40 |
| | | | Total Fees: | \$10,547.00 |

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MATTER SUMMARY

| | |
|--|--------------------|
| Total Fees: | \$10,547.00 |
| Total Expenses: | \$0.00 |
| Total Current Billing for Matter: | \$10,547.00 |
| Previous Balance: | \$15,066.10 |
| Total Payments: | \$11,562.40 |
| Total Current Balance: | \$14,050.70 |

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Re: 20310.13 Relief from Stay Proceedings

Claim No(s): B&S 977

For Services Rendered Through November 30, 2020

FEES

| <u>Date</u> | <u>Tmkpr</u> | <u>Narrative</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--------------|--|--------------|-----------------|
| 11/04/2020 | THR | Emails with C. Woolverton regarding state court issues. | 0.20 | \$69.00 |
| 11/11/2020 | THR | Emails with C. Woolverton regarding relief from stay issues and amended plan. | 0.30 | \$103.50 |
| 11/11/2020 | THR | Receive and review draft omnibus reply to asbestos motions for relief. | 0.30 | \$103.50 |
| 11/12/2020 | THR | Emails with C. Woolverton regarding relief from stay issues. | 0.10 | \$34.50 |
| 11/13/2020 | CJL | Review response to M. Martir's email from T. Riske regarding Lift Stay Motions. | 0.10 | \$44.50 |
| 11/13/2020 | CJL | Review email from M. Martir regarding Lift Stay Motions. | 0.10 | \$44.50 |
| 11/13/2020 | THR | Emails with Weil regarding DeLage motion for relief. | 0.20 | \$69.00 |
| 11/13/2020 | THR | Receive and review draft objection to Hartke motion for relief. | 0.30 | \$103.50 |
| 11/13/2020 | THR | Receive and review stipulation on relief from stay. | 0.20 | \$69.00 |
| 11/16/2020 | THR | Receive and review asbestos reply brief. | 0.30 | \$103.50 |
| 11/23/2020 | THR | Emails with A. DiBenedtto and D. Hoehn regarding relief from stay order issues. | 0.20 | \$69.00 |
| 11/30/2020 | THR | Emails with Weil and counsel for movant regarding relief from stay order issues. | 0.10 | \$34.50 |
| | | | Total Hours: | <u>2.40</u> |
| | | | Total Fees: | <u>\$848.00</u> |

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MATTER SUMMARY

| | |
|--|-------------------|
| Total Fees: | \$848.00 |
| Total Expenses: | \$0.00 |
| Total Current Billing for Matter: | \$848.00 |
| Previous Balance: | \$4,490.43 |
| Total Payments: | \$2,486.40 |
| Total Current Balance: | \$2,852.03 |

Carmody MacDonald

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Carmody MacDonald

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St. Louis, MO 63105

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Federal EIN: 43-1229825

Briggs & Stratton Corporation et al.
c/o Debora Hoehne, Esq.
Weil, Gotshal & Manges LLP
767 Fifth Avenue
New York, NY 10153

Client: 20310
Statement No. 142995
Statement Date: 01/11/2021

DUE UPON RECEIPT

STATEMENT RECAP

| <u>Previous Balance</u> | <u>Fees</u> | <u>Expenses</u> | <u>Payments</u> | <u>Current Balance</u> |
|---|-------------|-----------------|-----------------|------------------------|
| 20310.0 Chapter 11 Bankruptcy - General Claim No(s): B&S 977 | | | | |
| \$2,652.90 | \$7,342.50 | \$898.58 | \$858.15 | \$10,035.83 |
| 20310.1 Asset Analysis and Recovery Claim No(s): B&S 977 | | | | |
| \$19.80 | \$0.00 | \$0.00 | \$0.00 | \$19.80 |
| 20310.2 Asset Disposition Claim No(s): B&S 977 | | | | |
| \$4,777.75 | \$0.00 | \$0.00 | \$0.00 | \$4,777.75 |
| 20310.3 Business Operations Claim No(s): B&S 977 | | | | |
| \$43.85 | \$0.00 | \$0.00 | \$0.00 | \$43.85 |
| 20310.4 Case Administration Claim No(s): B&S 977 | | | | |

To ensure proper credit, please include account number and statement date on remittance check and forward to the following address: Carmody MacDonald P.C., P.O. Box 790100, St. Louis, MO 63179-0100.
Carmody MacDonald P.C. reserves the right to charge interest on the unpaid balance.

| | | | | |
|--------------|-------------|---------|-------------|--------------|
| \$108,969.38 | \$18,456.00 | \$31.00 | \$25,400.00 | \$102,056.38 |
|--------------|-------------|---------|-------------|--------------|

**20310.5 Claims Administration and Objections
Claim No(s): B&S 977**

| | | | | |
|------------|----------|--------|----------|------------|
| \$2,821.42 | \$178.00 | \$0.00 | \$926.00 | \$2,073.42 |
|------------|----------|--------|----------|------------|

**20310.6 Employee Benefits/Pensions
Claim No(s): B&S 977**

| | | | | |
|------------|--------|--------|--------|------------|
| \$1,239.07 | \$0.00 | \$0.00 | \$0.00 | \$1,239.07 |
|------------|--------|--------|--------|------------|

**20310.7 Fee/Employment Applications
Claim No(s): B&S 977**

| | | | | |
|------------|------------|--------|----------|-------------|
| \$1,847.23 | \$9,826.50 | \$0.00 | \$300.00 | \$11,373.73 |
|------------|------------|--------|----------|-------------|

**20310.8 Fee/Employment Objections
Claim No(s): B&S 977**

| | | | | |
|----------|--------|--------|--------|----------|
| \$443.02 | \$0.00 | \$0.00 | \$0.00 | \$443.02 |
|----------|--------|--------|--------|----------|

**20310.10 Litigation
Claim No(s): B&S 977**

| | | | | |
|----------|--------|--------|--------|----------|
| \$933.43 | \$0.00 | \$0.00 | \$0.00 | \$933.43 |
|----------|--------|--------|--------|----------|

**20310.11 Meetings of Creditors
Claim No(s): B&S 977**

| | | | | |
|----------|--------|--------|--------|----------|
| \$630.62 | \$0.00 | \$0.00 | \$0.00 | \$630.62 |
|----------|--------|--------|--------|----------|

**20310.12 Plan and Disclosure Statement
Claim No(s): B&S 977**

| | | | | |
|-------------|-------------|---------|------------|-------------|
| \$14,050.70 | \$20,051.00 | \$25.00 | \$8,437.60 | \$25,689.10 |
|-------------|-------------|---------|------------|-------------|

**20310.13 Relief from Stay Proceedings
Claim No(s): B&S 977**

To ensure proper credit, please include account number and statement date on remittance check and forward to the following address: Carmody MacDonald P.C., P.O. Box 790100, St. Louis, MO 63179-0100.
Carmody MacDonald P.C. reserves the right to charge interest on the unpaid balance.

| | | | | |
|---------------------|--------------------|-----------------|--------------------|---------------------|
| \$2,852.03 | \$724.50 | \$0.00 | \$678.40 | \$2,898.13 |
| <u>\$141,281.20</u> | <u>\$56,578.50</u> | <u>\$954.58</u> | <u>\$36,600.15</u> | <u>\$162,214.13</u> |

To ensure proper credit, please include account number and statement date on remittance check and forward to the following address: Carmody MacDonald P.C., P.O. Box 790100, St. Louis, MO 63179-0100.
Carmody MacDonald P.C. reserves the right to charge interest on the unpaid balance.

Carmody MacDonald

Attorneys & Counselors at Law

Carmody MacDonald P.C.

120 S. Central Avenue, Suite 1800
St. Louis, Missouri 63105-1750
314-854-8600 Fax 314-854-8660
Federal EIN: 43-1229825

Briggs & Stratton Corporation et al.
c/o Debora Hoehne, Esq.
Weil, Gotshal & Manges LLP
767 Fifth Avenue
New York, NY 10153

Client/Matter: **20310.0**
142995
January 11, 2021

Re: 20310.0 Chapter 11 Bankruptcy - General

Claim No(s): B&S 977

For Services Rendered Through December 31, 2020

FEES

| <u>Date</u> | <u>Tmkpr</u> | <u>Narrative</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--------------|--|--------------|---------------|
| 12/11/2020 | CJL | Review objections to plan confirmation. | 0.60 | \$267.00 |
| 12/14/2020 | CJL | Review emails between T.H. Riske and R.E. Eggmann regarding strategy for Brief. | 0.20 | \$89.00 |
| 12/14/2020 | CJL | Participate in telephone conference with Lead Counsel and counsel for GUC regarding confirmation hearing and objections to same. | 0.70 | \$311.50 |
| 12/14/2020 | CJL | Email to T.H. Riske and R.E. Eggmann regarding draft Memorandum in Support of Confirmation. | 0.20 | \$89.00 |
| 12/14/2020 | CJL | Telephone conference with T.H. Riske regarding confirmation hearing and objections. | 0.10 | \$44.50 |
| 12/14/2020 | CJL | Review ballot report on plan voting. | 0.20 | \$89.00 |
| 12/14/2020 | CJL | Review email from counsel for GUC regarding hearing on confirmation. | 0.10 | \$44.50 |
| 12/14/2020 | CJL | Review draft Memorandum in Support of Confirmation. | 1.20 | \$534.00 |
| 12/15/2020 | CJL | Review email from A. Paddock regarding appearance at hearing and Pro Hac Motion. | 0.10 | \$44.50 |
| 12/15/2020 | CJL | Review emails to Court regarding logistics of confirmation hearing. | 0.30 | \$133.50 |
| 12/15/2020 | CJL | Review stipulation with UFP Technologies. | 0.20 | \$89.00 |
| 12/16/2020 | CJL | Review email from Clerk regarding issues for 12/18 hearing. | 0.20 | \$89.00 |
| 12/16/2020 | CJL | Review filings and Orders regarding 12/16 hearing. | 0.30 | \$133.50 |
| 12/16/2020 | CJL | Conference with T.H. Riske regarding preparation for 12/18 hearing and related items. | 0.30 | \$133.50 |

Page: 1

To ensure proper credit, please include account number and statement date on remittance check and forward to the following address: Carmody MacDonald P.C., P.O. Box 790100, St. Louis, MO 63179-0100.
Carmody MacDonald P.C. reserves the right to charge interest on the unpaid balance.

Carmody MacDonald

Attorneys & Counselors at Law

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St. Louis, Missouri 63105-1750
314-854-8600 Fax 314-854-8660

| | | | | |
|------------|-----|---|--------------|------------|
| 12/16/2020 | CJL | Internal emails regarding Brief in Support of Plan Confirmation. | 0.20 | \$89.00 |
| 12/16/2020 | CJL | Internal email regarding strategy for 12/18 hearing. | 0.20 | \$89.00 |
| 12/16/2020 | CJL | Conference with D. Ko regarding research for confirmation hearing. | 0.10 | \$44.50 |
| 12/17/2020 | CJL | Telephone conference with UST to negotiate objections. | 0.70 | \$311.50 |
| 12/17/2020 | CJL | Review docket update of recent filings. | 0.10 | \$44.50 |
| 12/17/2020 | CJL | Review emails with lead counsel regarding call with UST. | 0.20 | \$89.00 |
| 12/17/2020 | CJL | Organize materials for confirmation hearing and possible arguments. | 0.30 | \$133.50 |
| 12/17/2020 | CJL | Email with T.H. Riske regarding analysis from other cases. | 0.20 | \$89.00 |
| 12/17/2020 | CJL | Prepare analysis of comparable objections to share with lead counsel. | 0.40 | \$178.00 |
| 12/17/2020 | CJL | Continue to review pleadings and summary of local cases with similar objections in advance of confirmation hearing. | 1.90 | \$845.50 |
| 12/17/2020 | CJL | Review response form UST regarding objections. | 0.10 | \$44.50 |
| 12/17/2020 | CJL | Internal emails regarding strategy for addressing objections. | 0.20 | \$89.00 |
| 12/18/2020 | CJL | Review emails with lead counsel attempting to coordinate approval of Order from UST and SEC. | 0.30 | \$133.50 |
| 12/18/2020 | CJL | Review filings of various fee applications. | 0.20 | \$89.00 |
| 12/18/2020 | CJL | Prepare for and attend Confirmation Hearing. | 5.00 | \$2,225.00 |
| 12/18/2020 | CJL | Rreview final Order and revisions to Confirmation Order. | 0.20 | \$89.00 |
| 12/19/2020 | CJL | Conference with T.H. Riske regarding confirmation and related issues. | 0.20 | \$89.00 |
| 12/19/2020 | CJL | Review hearing transcript. | 0.20 | \$89.00 |
| 12/19/2020 | CJL | Review final version of Confirmation Order. | 0.20 | \$89.00 |
| 12/21/2020 | CJL | Review email from R.E. Eggmann regarding fees and AR. | 0.20 | \$89.00 |
| 12/23/2020 | CJL | Review email exchange between J. Myers and T.H. Riske regarding claim objection issues. | 0.20 | \$89.00 |
| 12/23/2020 | CJL | Review docket update. | 0.10 | \$44.50 |
| 12/23/2020 | CJL | Review email from B.D. Zimmerman regarding advice on Missouri corporate law. | 0.20 | \$89.00 |
| 12/30/2020 | CJL | Review email from J. Meyer regarding issues on obtaining a stipulation with Chubb. | 0.20 | \$89.00 |
| | | | Total Hours: | 16.50 |
| | | | Total Fees: | \$7,342.50 |

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EXPENSES

| <u>Date</u> | <u>Task</u> | <u>Description</u> | |
|-------------|-------------|-----------------------------------|-----------------|
| 11/12/2020 | A111 | Parking. | \$5.00 |
| 11/18/2020 | A111 | Parking. | \$5.00 |
| 12/16/2020 | A111 | Dinner - SYD working after hours. | \$47.48 |
| 12/16/2020 | A111 | Filing Fee. | \$100.00 |
| 12/18/2020 | A111 | Parking. | \$3.00 |
| 12/18/2020 | A111 | Transcripts. | \$169.40 |
| 12/22/2020 | A111 | Transcripts. | \$568.70 |
| | | Total Expenses: | <u>\$898.58</u> |

PAYMENTS

| <u>Date</u> | <u>Type</u> | <u>Description</u> | |
|-------------|-------------|--|-----------------|
| 12/31/2020 | Payment | Wire payment received (transferred from trust) | \$858.15 |
| | | Total Payments: | <u>\$858.15</u> |

MATTER SUMMARY

| | |
|--|----------------------------------|
| Total Fees: | \$7,342.50 |
| Total Expenses: | \$898.58 |
| Total Current Billing for Matter: | <u>\$8,241.08</u> |
| Previous Balance: | \$2,652.90 |
| Total Payments: | \$858.15 |
| Total Current Balance: | <u><u>\$10,035.83</u></u> |

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Re: 20310.4 Case Administration

Claim No(s): B&S 977

For Services Rendered Through December 31, 2020

FEES

| <u>Date</u> | <u>Tmkpr</u> | <u>Narrative</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--------------|---|--------------|---------------|
| 11/13/2020 | CJL | Review Docket Order entry for hearing (.10); review E&Y and Weil Fee Statement (.20). | 2.30 | \$1,023.50 |
| 12/01/2020 | THR | Emails with Weil and court regarding fee application issues. | 0.20 | \$69.00 |
| 12/01/2020 | THR | Receive and review Weil October fee letter. | 0.20 | \$69.00 |
| 12/01/2020 | THR | Emails with Weil and UST regarding CV and shippers issues. | 0.30 | \$103.50 |
| 12/02/2020 | SYD | File CBRE Retention Application and exhibits, email filed stamped to T.H. Riske, Dormie Ko with the same. | 0.20 | \$35.00 |
| 12/02/2020 | REE | Two emails with Courtney Luster about CBRE. | 0.40 | \$180.00 |
| 12/02/2020 | DKO | Review interim fee application. | 0.20 | \$48.00 |
| 12/02/2020 | THR | Emails with Weil regarding hearing issues. | 0.20 | \$69.00 |
| 12/02/2020 | THR | Strategic conferences with R.E. Eggmann regarding admin issues raised by debtor teams. | 0.20 | \$69.00 |
| 12/02/2020 | THR | Multiple emails with D. Ko and Weil team regarding 12-2 filings. | 0.30 | \$103.50 |
| 12/03/2020 | SYD | File notice of hearing regarding CBRE Retention Application and exhibits. | 0.20 | \$35.00 |
| 12/03/2020 | DKO | Prepare Hartke lift stay order for submission. | 0.10 | \$24.00 |
| 12/04/2020 | SYD | Prepare exhibits for Interim Fee Application, email R.E. Eggmann and B.R. Eggmann the same. | 0.50 | \$87.50 |
| 12/04/2020 | REE | Email to D. Slomowitz about Burke Business Park. | 0.30 | \$135.00 |
| 12/04/2020 | REE | Two emails with Martha Martir about Burke Business Park. | 0.40 | \$180.00 |
| 12/04/2020 | REE | Call with D. Slomowitz about Burke Business Park. | 0.30 | \$135.00 |
| 12/04/2020 | REE | Follow up email to D. Slomowitz about Burke Business Park. | 0.30 | \$135.00 |
| 12/04/2020 | DKO | Call with court regarding Hartke lift stay order. | 0.10 | \$24.00 |
| 12/04/2020 | ALA | Review Notice of Filing of Plan Supplement with Exhibits, prepare for filing. Review Notice of Amendment to Schedules E/F and prepare for filing. | 1.50 | \$322.50 |
| 12/04/2020 | THR | Emails with Weil and Carmody teams regarding cure issues. | 0.20 | \$69.00 |
| 12/04/2020 | THR | Telephone calls with R.E. Eggmann regarding cure and related issues raised by various creditors. | 0.20 | \$69.00 |
| 12/04/2020 | THR | Receive and review Oracle limited objection. | 0.10 | \$34.50 |

Page: 4

To ensure proper credit, please include account number and statement date on remittance check and forward to the following address: Carmody MacDonald P.C., P.O. Box 790100, St. Louis, MO 63179-0100.
Carmody MacDonald P.C. reserves the right to charge interest on the unpaid balance.

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| | | | | |
|------------|-----|---|------|----------|
| 12/04/2020 | THR | Receive and review Dantherm admin claim. | 0.10 | \$34.50 |
| 12/05/2020 | THR | Emails with D. Ko and Weil regarding supplemental filings. | 0.30 | \$103.50 |
| 12/07/2020 | THR | Emails with Foley regarding motion for relief issues. | 0.10 | \$34.50 |
| 12/07/2020 | THR | Receive and review EY fee letter. | 0.10 | \$34.50 |
| 12/07/2020 | THR | Emails with EY and Carmody teams regarding fee applications. | 0.30 | \$103.50 |
| 12/07/2020 | THR | Receive and review SAP order. | 0.10 | \$34.50 |
| 12/08/2020 | REE | Email to Martha Martir about Almand taxes. | 0.30 | \$135.00 |
| 12/08/2020 | DKO | Review interim fee application requirements for financial advisors. | 0.50 | \$120.00 |
| 12/08/2020 | THR | Receive and review Zurich objection to motion to approve Exmark settlement. | 0.20 | \$69.00 |
| 12/08/2020 | THR | Emails with G. Underdahl regarding Sears settlement. | 0.20 | \$69.00 |
| 12/08/2020 | THR | Emails with Foley regarding motion for relief issues. | 0.20 | \$69.00 |
| 12/08/2020 | THR | Emails with debtor regarding Sears settlement. | 0.10 | \$34.50 |
| 12/09/2020 | SYD | Compile the begging of pleadings for binder for Judge for hearing on 12/16/20. | 1.00 | \$175.00 |
| 12/09/2020 | REE | Email to Sarah Sorrenberg about late filed claim. | 0.30 | \$135.00 |
| 12/09/2020 | REE | Email to Martha Martir about IRS. | 0.30 | \$135.00 |
| 12/09/2020 | THR | Emails with Weil team regarding claim issues. | 0.20 | \$69.00 |
| 12/10/2020 | SYD | File CBRE Supplemental Declaration and Schedule 1. | 0.20 | \$35.00 |
| 12/10/2020 | REE | Email to Debora Hoehne about partially lifting stay. | 0.30 | \$135.00 |
| 12/10/2020 | THR | Emails with Weil regarding NMTC stipulation. | 0.20 | \$69.00 |
| 12/10/2020 | THR | Receive and review supplemental disclosure for CBRE. | 0.10 | \$34.50 |
| 12/11/2020 | THR | Emails with UST and Weil regarding objection issues. | 0.20 | \$69.00 |
| 12/14/2020 | SYD | File proposed agenda for hearing on 12/16/20, email team Weial and CM the same. | 0.20 | \$35.00 |
| 12/14/2020 | SYD | Compile filed pleadings for Hearing on 12/16/20, create a sharefile email to CM team and Weil team. | 2.00 | \$350.00 |
| 12/14/2020 | DKO | Prepare proposed agenda for December 14 hearing. | 0.80 | \$192.00 |
| 12/14/2020 | DKO | Draft motion to exceed page limitation. | 0.60 | \$144.00 |
| 12/14/2020 | DKO | Prepare A. Paddock pro hac motion. | 0.10 | \$24.00 |
| 12/14/2020 | THR | Emails with Weil regarding cure issues. | 0.20 | \$69.00 |
| 12/14/2020 | THR | Emails with Weil and D. Ko regarding stipulations. | 0.20 | \$69.00 |
| 12/14/2020 | THR | Emails with D. Ko regarding 12-16 agenda. | 0.10 | \$34.50 |
| 12/15/2020 | SYD | File Aly Paddock Pro Hac. | 0.10 | \$17.50 |

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| | | | | |
|------------|-----|---|------|----------|
| 12/15/2020 | SYD | File amended proposed agenda for hearing 1/16/20. | 0.20 | \$35.00 |
| 12/15/2020 | SYD | Compile pleadings fro hearing on 12/16/20. | 4.00 | \$700.00 |
| 12/15/2020 | SYD | Request webex appereance for Janiel Myers and Jeff Ficks. | 0.30 | \$52.50 |
| 12/15/2020 | SYD | Several phone calls and emails with Craig Spidle at EDMO regarding Webex appereance for Angela Nguyen, James Lee and Aly Paddock. | 0.60 | \$105.00 |
| 12/15/2020 | SYD | File voting declaration and exhibits, email filed stamped with KCC, team Weil and T.H. Riske and Dormie Ko. | 0.30 | \$52.50 |
| 12/15/2020 | REE | Prepare for 12-16-2020 hearings. | 0.50 | \$225.00 |
| 12/15/2020 | DKO | Prepare proposed agenda for plan confirmation hearing. | 0.50 | \$120.00 |
| 12/15/2020 | DKO | Prepare amended agenda for December 16, 2020 hearing. | 0.30 | \$72.00 |
| 12/15/2020 | THR | Receive and respond to contract counterparty inquiry. | 0.10 | \$34.50 |
| 12/15/2020 | THR | Emails with D. Ko regarding 12-16 hearing issues. | 0.20 | \$69.00 |
| 12/16/2020 | SYD | Prepare request for transcript regarding hearing on 12/16/20, email to Dormie Ko for review, file the same. | 0.50 | \$87.50 |
| 12/16/2020 | SYD | Compiled extra two binders for hearing on 12/18/20 for the judge. | 1.00 | \$175.00 |
| 12/16/2020 | SYD | File Ficks Declaration. | 0.10 | \$17.50 |
| 12/16/2020 | SYD | File November MOR. | 0.10 | \$17.50 |
| 12/16/2020 | SYD | File confirmation brief and exhibits. | 0.20 | \$35.00 |
| 12/16/2020 | SYD | Compile unreported orders and hearing transcripts to give to the judge for reference on the confirmation hearing. | 5.00 | \$875.00 |
| 12/16/2020 | SYD | File Motion to Exceed Page Limitation on Confirmation Brief. | 0.10 | \$17.50 |
| 12/16/2020 | SYD | File Notice of Filing of Second Amended Plan and exhibits. | 0.10 | \$17.50 |
| 12/16/2020 | SYD | File Sixth Amended Cure Notice and exhibits. | 0.10 | \$17.50 |
| 12/16/2020 | SYD | File Amended Plan Supplement and exhibits. | 0.10 | \$17.50 |
| 12/16/2020 | SYD | Travel to court and deliver binders to judge. | 1.00 | \$175.00 |
| 12/16/2020 | SYD | Several phones calls with the court regarding binders for the judge. | 0.50 | \$87.50 |
| 12/16/2020 | SYD | File Proposed Agenda for Plan Confirmation Hearing. | 0.10 | \$17.50 |
| 12/16/2020 | SYD | Compiled pleadings for binder for the judge for hearing on 12/18/20. | 3.50 | \$612.50 |
| 12/16/2020 | REE | Email to Martha Martir about Fastenal. | 0.30 | \$135.00 |
| 12/16/2020 | REE | Three emails with S. French about Fastenal. | 0.60 | \$270.00 |
| 12/16/2020 | REE | Two emails with Martir Martir Lexington Outdoor Power Equipment. | 0.40 | \$180.00 |
| 12/16/2020 | REE | Call with Ms. Wallace about Lexington Outdoor Power Equipment. | 0.30 | \$135.00 |

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| | | | | |
|------------|-----|---|------|----------|
| 12/16/2020 | REE | Appear in court for omnibus hearings. | 2.10 | \$945.00 |
| 12/16/2020 | DKO | Draft proposed order on motion to exceed page limits. | 0.30 | \$72.00 |
| 12/16/2020 | DKO | Attend omnibus hearing. | 0.30 | \$72.00 |
| 12/16/2020 | DKO | Compile proposed orders for submission to court. | 0.70 | \$168.00 |
| 12/16/2020 | DKO | Review UST objections in prior EDMO cases in preparation for confirmation hearing. | 0.60 | \$144.00 |
| 12/16/2020 | DKO | Revise proposed agenda for confirmation hearing. | 0.10 | \$24.00 |
| 12/16/2020 | DKO | Prepare documents for filing; file plan-related documents. | 2.50 | \$600.00 |
| 12/16/2020 | THR | Prepare for and attend omnibus hearing on various matters. | 1.90 | \$655.50 |
| 12/16/2020 | THR | Emails with Weil regarding MOR issues. | 0.10 | \$34.50 |
| 12/16/2020 | THR | Emails with Weil regarding admin claim stipulation issues. | 0.20 | \$69.00 |
| 12/16/2020 | THR | Emails with Carmody team regarding 12-16 filings. | 0.40 | \$138.00 |
| 12/16/2020 | THR | Strategic conferences with R.E. Eggmann regarding 12-16 hearing issues. | 0.20 | \$69.00 |
| 12/17/2020 | SYD | Travel to court to deliver binders for judge regarding hearing on 12/18/20. | 1.00 | \$175.00 |
| 12/17/2020 | SYD | Email Order Authorizing Debtors to Surrender Life Insurance Policies and (II) Granting Related Relief to KCC, T.H. Riske and Dormie Ko. | 0.10 | \$17.50 |
| 12/17/2020 | SYD | File Third HL Supplemental Declaration and exhibits. | 0.10 | \$17.50 |
| 12/17/2020 | SYD | Compile unreported orders and hearing transcripts to give to the judge for reference on the confirmation hearing. | 2.00 | \$350.00 |
| 12/17/2020 | REE | Email to S. French about Fastenal. | 0.30 | \$135.00 |
| 12/17/2020 | REE | Call with B. Borzak about stock. | 0.30 | \$135.00 |
| 12/17/2020 | THR | Emails with Carmody team regarding confirmation hearing issues. | 0.20 | \$69.00 |
| 12/17/2020 | THR | Emails with D. Ko and Weil regarding proposed order issues. | 0.10 | \$34.50 |
| 12/18/2020 | SYD | Prepare request for transcript, email to T.H. Riske and Dormie for review, file the same. | 0.50 | \$87.50 |
| 12/18/2020 | SYD | Compile transcript for the hearing on 12/16/20 and email to CM team. | 0.20 | \$35.00 |
| 12/18/2020 | DKO | Call with C. Spidle regarding confirmation order. | 0.10 | \$24.00 |
| 12/18/2020 | DKO | Attend plan confirmation hearing. | 2.60 | \$624.00 |
| 12/18/2020 | DKO | Prepare notice of hearing for interim fee applications. | 0.40 | \$96.00 |
| 12/18/2020 | DKO | Prepare proposed confirmation order for submission to court. | 0.10 | \$24.00 |
| 12/18/2020 | DKO | Call with S. Schnorrenberg regarding notice of hearing. | 0.10 | \$24.00 |
| 12/18/2020 | DKO | Prepare fee applications for filing. | 0.30 | \$72.00 |

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|------------|-----|--|------|----------|
| 12/18/2020 | ALA | Save numerous court orders on Objections to Claims, forward to D. Ko to submit to KCC. | 1.00 | \$215.00 |
| 12/18/2020 | THR | Emails with Weil regarding fee application and budget issues. | 0.30 | \$103.50 |
| 12/18/2020 | THR | Receive and review order on Exmark settlement. | 0.10 | \$34.50 |
| 12/18/2020 | THR | Emails with D.Ko regarding supplemental declarations. | 0.10 | \$34.50 |
| 12/18/2020 | THR | Emails with Weil and Carmody teams regarding fee application issues. | 0.40 | \$138.00 |
| 12/19/2020 | DKO | Email D. Hoehne and J. Bowen regarding plan confirmation hearing. | 0.10 | \$24.00 |
| 12/21/2020 | THR | Receive and review Houlihan fee letter. | 0.10 | \$34.50 |
| 12/22/2020 | DKO | Email M. Martir regarding hearing on Smyser motion. | 0.10 | \$24.00 |
| 12/22/2020 | DKO | Email Court regarding Smyser proposed order. | 0.10 | \$24.00 |
| 12/22/2020 | DKO | Email with court regarding omnibus hearing dates. | 0.10 | \$24.00 |
| 12/22/2020 | DKO | Prepare Smyser consent motion for submission. | 0.10 | \$24.00 |
| 12/22/2020 | DKO | Review Sears 9019 motion. | 0.20 | \$48.00 |
| 12/22/2020 | DKO | Prepare notice of hearing for Sears motion to compromise. | 0.10 | \$24.00 |
| 12/22/2020 | ALA | Review Motion to Approve Compromise and Settlement and Notice. Prepare for filing. | 0.70 | \$150.50 |
| 12/22/2020 | ALA | Review Third Supplemental Declaration of R. Berkovich. | 0.60 | \$129.00 |
| 12/22/2020 | CJL | Review emails to and from T.H. Riske regarding Consent to Relief from Stay. | 0.20 | \$89.00 |
| 12/22/2020 | THR | Emails with A. Lancaster regarding Sears settlement issues. | 0.20 | \$69.00 |
| 12/22/2020 | THR | Emails with Foley regarding relief from stay issues. | 0.40 | \$138.00 |
| 12/22/2020 | THR | Emails with D. Ko regarding settlement and hearing issues. | 0.50 | \$172.50 |
| 12/22/2020 | THR | Receive and respond to creditor inquiries. | 0.20 | \$69.00 |
| 12/23/2020 | DKO | Email M. Martir regarding proposed order on Smyser motion. | 0.10 | \$24.00 |
| 12/23/2020 | THR | Receive and review Hansen fee letter. | 0.10 | \$34.50 |
| 12/23/2020 | THR | Emails with D. Ko and Weil regarding omnibus hearing issues. | 0.30 | \$103.50 |
| 12/23/2020 | THR | Emails with Weil regarding Chubb issues. | 0.30 | \$103.50 |
| 12/23/2020 | THR | Receive and review Foley fee letter. | 0.10 | \$34.50 |
| 12/28/2020 | THR | Futher telephone calls and emails with court regarding claims issues. | 0.30 | \$103.50 |
| 12/28/2020 | THR | Emails with Weil regarding claim issues. | 0.30 | \$103.50 |
| 12/28/2020 | THR | Emails with Houlihan and R.E. Eggmann regarding UST issues. | 0.20 | \$69.00 |
| 12/28/2020 | THR | Emails with court regarding claim objections. | 0.20 | \$69.00 |

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| | | | | |
|------------|-----|--|--------------|-------------|
| 12/29/2020 | THR | Further review and analysis of Houlihan and UST issues. | 0.20 | \$69.00 |
| 12/29/2020 | THR | Emails with REE regarding creditor inquiries. | 0.10 | \$34.50 |
| 12/29/2020 | THR | Receive and review Fasset consent order. | 0.10 | \$34.50 |
| 12/29/2020 | THR | Telephone calls with R.E. Eggmann regarding Houlihan and UST issues. | 0.20 | \$69.00 |
| 12/29/2020 | THR | Telephone calls with R.E. Eggmann regarding HL issues. | 0.10 | \$34.50 |
| 12/30/2020 | DKO | Email court for Chubb stipulation submission. | 0.10 | \$24.00 |
| 12/30/2020 | DKO | Review EDMo precedent on claims reconciliation. | 0.30 | \$72.00 |
| 12/30/2020 | DKO | Email E. Berdini regarding motion to approve claims objection procedures and claims settlement procedures. | 0.10 | \$24.00 |
| 12/30/2020 | THR | Emails with Weil regarding stipulation issues. | 0.30 | \$103.50 |
| 12/30/2020 | THR | Review and analyze claims issue research from Weil. | 0.30 | \$103.50 |
| 12/31/2020 | SYD | Draft Motion to Withdraw as Counsel D.A. Suberi. | 1.00 | \$175.00 |
| 12/31/2020 | DKO | Email D. McGehrin and J. Myers regarding Chubb stipulation. | 0.10 | \$24.00 |
| 12/31/2020 | DKO | Email court regarding resubmission of Chubb stipulation. | 0.10 | \$24.00 |
| 12/31/2020 | DKO | Call with KCC regarding orders at 1529 and 1530. | 0.10 | \$24.00 |
| 12/31/2020 | DKO | Email J. Myers regarding Chubb stipulation. | 0.10 | \$24.00 |
| 12/31/2020 | THR | Telephone calls with court regarding stipulation issues. | 0.20 | \$69.00 |
| 12/31/2020 | THR | Further emails with D. Ko, Duane Morris, and Weil regarding claim stipulation issues. | 0.40 | \$138.00 |
| 12/31/2020 | THR | Emails with Weil and Carmody teams regarding stipulation issues. | 0.30 | \$103.50 |
| 12/31/2020 | THR | Receive and respond to creditor inquiries. | 0.20 | \$69.00 |
| 12/31/2020 | THR | Telephone calls with Duane Morris regarding stipulation issues. | 0.20 | \$69.00 |
| 12/31/2020 | THR | Receive and review stipulation on claim objections. | 0.10 | \$34.50 |
| | | | Total Hours: | 69.20 |
| | | | Total Fees: | \$18,456.00 |

EXPENSES

| <u>Date</u> | <u>Task</u> | <u>Description</u> | |
|-------------|-------------|--|-------------------------|
| 11/30/2020 | A111 | Parking 8.18.20 Parking 9.15.20 Parking 11.9.20. | \$31.00 |
| | | | Total Expenses: \$31.00 |

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PAYMENTS

| <u>Date</u> | <u>Type</u> | <u>Description</u> | |
|-------------|-------------|--|--------------------|
| 12/31/2020 | Payment | Wire payment received (transferred from trust) | \$25,400.00 |
| | | Total Payments: | <u>\$25,400.00</u> |

MATTER SUMMARY

| | |
|--|-----------------------------------|
| Total Fees: | \$18,456.00 |
| Total Expenses: | \$31.00 |
| Total Current Billing for Matter: | <u>\$18,487.00</u> |
| Previous Balance: | \$108,969.38 |
| Total Payments: | \$25,400.00 |
| Total Current Balance: | <u><u>\$102,056.38</u></u> |

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Re: 20310.5 Claims Administration and Objections

Claim No(s): B&S 977

For Services Rendered Through December 31, 2020

FEES

| <u>Date</u> | <u>Tmkpr</u> | <u>Narrative</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--------------|--|--------------|---------------|
| 12/23/2020 | CJL | Review email from J. Myers regarding claim objection issues. | 0.10 | \$44.50 |
| 12/28/2020 | CJL | Review numerous emails between J. Myer and T.H. Riske regarding claim objection. | 0.30 | \$133.50 |
| | | | Total Hours: | 0.40 |
| | | | Total Fees: | \$178.00 |

PAYMENTS

| <u>Date</u> | <u>Type</u> | <u>Description</u> | <u>Amount</u> | |
|-------------|-------------|--|-----------------|----------|
| 12/31/2020 | Payment | Wire payment received (transferred from trust) | \$926.00 | |
| | | | Total Payments: | \$926.00 |

MATTER SUMMARY

| | |
|--|-------------------|
| Total Fees: | \$178.00 |
| Total Expenses: | \$0.00 |
| Total Current Billing for Matter: | \$178.00 |
| Previous Balance: | \$2,821.42 |
| Total Payments: | \$926.00 |
| Total Current Balance: | \$2,073.42 |

Carmody MacDonald

Attorneys & Counselors at Law

Carmody MacDonald P.C.
120 S. Central Avenue, Suite 1800
St. Louis, Missouri 63105-1750
314-854-8600 Fax 314-854-8660

Re: 20310.7 Fee/Employment Applications

Claim No(s): B&S 977

For Services Rendered Through December 31, 2020

FEES

| <u>Date</u> | <u>Tmkpr</u> | <u>Narrative</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--------------|---|--------------|---------------|
| 12/02/2020 | BRE | Work on draft First Interim Fee Application for CM. | 5.20 | \$1,690.00 |
| 12/02/2020 | THR | Emails with B.R. Eggmann regarding fee application issues. | 0.40 | \$138.00 |
| 12/03/2020 | BRE | Work on draft First Interim Fee Application. | 5.10 | \$1,657.50 |
| 12/03/2020 | REE | Two emails to Kathie Buono about fee applications. | 0.40 | \$180.00 |
| 12/04/2020 | BRE | Work on draft fee application. | 3.50 | \$1,137.50 |
| 12/07/2020 | BRE | Complete draft of First Interim Fee Application. | 3.20 | \$1,040.00 |
| 12/07/2020 | REE | Two emails with V. Hannon about EY fee application. | 0.50 | \$225.00 |
| 12/07/2020 | REE | Review and revise fee application for CM. | 0.50 | \$225.00 |
| 12/07/2020 | THR | Emails with B.R. Eggmann regarding fee application issues. | 0.40 | \$138.00 |
| 12/08/2020 | REE | Two emails with C. Hannon about EY fee application. | 0.40 | \$180.00 |
| 12/10/2020 | REE | Email to Colm Hannon about EY fee app. | 0.30 | \$135.00 |
| 12/11/2020 | BRE | Revisions to First Interim Fee Application of Carmody MacDonald. | 2.30 | \$747.50 |
| 12/11/2020 | BRE | E-mail to Colm Hannon at Ernst & Young regarding comments on fee application and its compliance with local bankruptcy rules. | 0.20 | \$65.00 |
| 12/11/2020 | BRE | Receive and review of First Interim Fee Application for Ernst & Young. | 0.80 | \$260.00 |
| 12/14/2020 | REE | Call with J. Lewis about HL fee app. | 0.30 | \$135.00 |
| 12/14/2020 | THR | Review and revise fee application and exhibits. | 0.40 | \$138.00 |
| 12/18/2020 | ALA | Review Fee Application for Carmody MacDonald P.C; Weil, Gotshal & Manges LLP; Ernst & Young LLP; Houlihan Lokey Capital, Inc; Deloitte & Touche LLP; King & Spaulding LLP; Kurtzman Carson Consultants LLC; Hansen Reynolds LLC; and Foley & Lardner LLP. Prepare all for filing. | 3.50 | \$752.50 |
| 12/18/2020 | THR | Multiple emails with Weil and Carmody teams regarding multiple fee applications. | 0.50 | \$172.50 |
| 12/21/2020 | REE | Emails to John Zang about fee application process. Email to Kathie Buono about same. | 0.40 | \$180.00 |
| 12/28/2020 | REE | Two emails with Brian Marks about November statement. | 0.40 | \$180.00 |
| 12/29/2020 | REE | Call with HL about time records. | 0.30 | \$135.00 |
| 12/29/2020 | REE | Review HL application to employ and order of employment. | 0.40 | \$180.00 |

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To ensure proper credit, please include account number and statement date on remittance check and forward to the following address: Carmody MacDonald P.C., P.O. Box 790100, St. Louis, MO 63179-0100.
Carmody MacDonald P.C. reserves the right to charge interest on the unpaid balance.

Carmody MacDonald

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| | | | | |
|------------|-----|--|--------------------|-------------------|
| 12/30/2020 | REE | Call with S. Wilson about HL time records. | 0.30 | \$135.00 |
| | | | Total Hours: 29.70 | |
| | | | Total Fees: | <u>\$9,826.50</u> |

PAYMENTS

| <u>Date</u> | <u>Type</u> | <u>Description</u> | |
|-------------|-------------|--|---------------------------------|
| 12/31/2020 | Payment | Wire payment received (transferred from trust) | \$300.00 |
| | | | Total Payments: <u>\$300.00</u> |

MATTER SUMMARY

| | |
|--|----------------------------------|
| Total Fees: | \$9,826.50 |
| Total Expenses: | \$0.00 |
| Total Current Billing for Matter: | <u>\$9,826.50</u> |
| Previous Balance: | \$1,847.23 |
| Total Payments: | \$300.00 |
| Total Current Balance: | <u><u>\$11,373.73</u></u> |

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Re: 20310.12 Plan and Disclosure Statement

Claim No(s): B&S 977

For Services Rendered Through December 31, 2020

FEES

| <u>Date</u> | <u>Tmkpr</u> | <u>Narrative</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--------------|---|--------------|---------------|
| 12/01/2020 | REE | Call with attorney C. Eisenhut about ballot. | 0.30 | \$135.00 |
| 12/01/2020 | REE | Call with C. Madson about plan and opt out. | 0.30 | \$135.00 |
| 12/01/2020 | REE | Call with S. Anthony about plan and opt out. | 0.40 | \$180.00 |
| 12/01/2020 | THR | Emails with D. Ko regarding plan supplment issues. | 0.30 | \$103.50 |
| 12/02/2020 | THR | Emails with Weil and D. Ko regarding plan issues. | 0.30 | \$103.50 |
| 12/03/2020 | ALD | Review Amendment to Articles for Billy Goat in conneciton with Plan Supplement (.6); attention to emails regarding same (.2). | 0.80 | \$308.00 |
| 12/03/2020 | REE | Call with P. McCrone bout plan and opt out. | 0.30 | \$135.00 |
| 12/03/2020 | REE | Call with L. Pimm about plan and opt out. | 0.30 | \$135.00 |
| 12/03/2020 | REE | Call with G. Holstead about plan and opt out. | 0.30 | \$135.00 |
| 12/03/2020 | REE | Call with K. Grunsfeld about plan and opt out. | 0.30 | \$135.00 |
| 12/03/2020 | THR | Receive and review plan supplement documents from Weil. | 0.20 | \$69.00 |
| 12/03/2020 | THR | Emails with A.L. Drumm and B.D. Zimmerman regarding Missouri plan supplement documents. | 0.20 | \$69.00 |
| 12/03/2020 | BDZ | Review and revise draft amendment to articles of incorporation of Billy Goat Enterprises, Inc. (0.9). | 0.90 | \$229.50 |
| 12/04/2020 | ALD | Attention to emails regarding amendment to articles; review revised draft documents. | 0.50 | \$192.50 |
| 12/04/2020 | REE | Call with broker about opt out. | 0.30 | \$135.00 |
| 12/04/2020 | THR | Emails with B.D. Zimmerman regarding amendment issues. | 0.40 | \$138.00 |
| 12/04/2020 | THR | Reveiw documents from B.D. Zimmerman regarding MO amendment. | 0.40 | \$138.00 |
| 12/04/2020 | THR | Emails with Weil and Carmody teams regarding plan supplement issues. | 0.20 | \$69.00 |
| 12/04/2020 | THR | Telephone calls with B.D. Zimmerman regarding Mo amendment and plan supplement issues. | 0.50 | \$172.50 |
| 12/04/2020 | BDZ | Research regarding approval of an amendment to articles of incorporation in bankruptcy (0.6); revise amendment to articles of incorporation (0.4); phone call with J. Myers regarding the same (0.3). | 1.30 | \$331.50 |
| 12/07/2020 | REE | Call with C. Schrein about opt out. | 0.30 | \$135.00 |

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| | | | | |
|------------|-----|---|------|----------|
| 12/07/2020 | REE | Two call with Mr. Adams (Edward Jones) about opt out. | 0.60 | \$270.00 |
| 12/07/2020 | REE | Long call with J. Krupinski about opt out. | 0.50 | \$225.00 |
| 12/07/2020 | THR | Emails with Weil and Carmody teams regarding plan issues. | 0.40 | \$138.00 |
| 12/08/2020 | REE | Long call with J. Lamm about opt out. | 0.40 | \$180.00 |
| 12/08/2020 | THR | Emails with Weil team regarding plan issues. | 0.20 | \$69.00 |
| 12/09/2020 | REE | Call with R. Breidenbach about release. | 0.30 | \$135.00 |
| 12/09/2020 | REE | Call with B. Manty about plan and insurance. | 0.30 | \$135.00 |
| 12/09/2020 | THR | Emails with UST regarding plan issues. | 0.10 | \$34.50 |
| 12/09/2020 | THR | Receive and review UST comments on plan. | 0.30 | \$103.50 |
| 12/09/2020 | THR | Emails with Weil regarding UST issues. | 0.20 | \$69.00 |
| 12/10/2020 | REE | Two emails with G> Willard about confirmation hearing. | 0.40 | \$180.00 |
| 12/10/2020 | REE | Call with A. Nash about treatment of stock. | 0.30 | \$135.00 |
| 12/10/2020 | THR | Emails with R.E. Eggmann and G. Willard regarding plan issues. | 0.20 | \$69.00 |
| 12/10/2020 | THR | Receive and review AB-Avid and UFPT objections to confirmation. | 0.30 | \$103.50 |
| 12/11/2020 | REE | Call with S. Hoffman about plan and pension. | 0.30 | \$135.00 |
| 12/11/2020 | REE | Email to court about electronic needs at confirmation hearing. | 0.30 | \$135.00 |
| 12/11/2020 | REE | Call with G. Willard about opt out. | 0.40 | \$180.00 |
| 12/11/2020 | REE | Call with D. Long about plan and pension. | 0.30 | \$135.00 |
| 12/11/2020 | REE | Call with G. Adams about pension. | 0.30 | \$135.00 |
| 12/11/2020 | REE | Email to M. Daniels about plan. | 0.30 | \$135.00 |
| 12/11/2020 | THR | Research on issues raised by Committee on plan issues. | 0.80 | \$276.00 |
| 12/11/2020 | THR | Strategic conferences with R.E. Eggmann regarding plan confirmation issues. | 0.20 | \$69.00 |
| 12/11/2020 | THR | Strategic conferences with S. Damko regarding 12-18 hearing issues. | 0.20 | \$69.00 |
| 12/11/2020 | THR | Receive and review SEC objection to confirmation. | 0.30 | \$103.50 |
| 12/11/2020 | THR | Review and analyze confirmation issues for call with Committee. | 0.30 | \$103.50 |
| 12/11/2020 | THR | Telephone calls with G. Willard and R.E. Eggmann regarding plan issues. | 0.40 | \$138.00 |
| 12/11/2020 | THR | Receive and review UST objection to confirmation. | 0.30 | \$103.50 |
| 12/11/2020 | THR | Emails with R.E. Eggmann regarding confirmation issues. | 0.20 | \$69.00 |
| 12/11/2020 | THR | Receive and review Oracle objection to plan. | 0.20 | \$69.00 |
| 12/11/2020 | THR | Emails with Weil regarding confirmation issues. | 0.30 | \$103.50 |

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| | | | | |
|------------|-----|--|------|----------|
| 12/11/2020 | THR | Telephone calls with Weil regarding confirmation brief and hearing issues. | 0.20 | \$69.00 |
| 12/11/2020 | THR | Emails with R.E. Eggmann regarding plan confirmation issues. | 0.20 | \$69.00 |
| 12/12/2020 | REE | Two emails with T.H. Riske about redlined confirmation order. | 0.40 | \$180.00 |
| 12/12/2020 | THR | Emails with Weil and Carmody teams regarding cure and confirmation issues. | 0.20 | \$69.00 |
| 12/12/2020 | THR | Emails with R.E. Eggmann regarding plan and DS issues. | 0.20 | \$69.00 |
| 12/12/2020 | THR | Emails with Weil regarding plan objections. | 0.20 | \$69.00 |
| 12/13/2020 | THR | Further review and analysis of plan objections. | 0.30 | \$103.50 |
| 12/13/2020 | THR | Emails with Weil and Carmody teams regarding confirmation brief. | 0.10 | \$34.50 |
| 12/13/2020 | THR | Brief research on issues raised in plan objections. | 0.40 | \$138.00 |
| 12/14/2020 | REE | Initial review of confirmation brief. | 0.50 | \$225.00 |
| 12/14/2020 | REE | Call with Weil Team and Committee about confirmation hearing. | 0.70 | \$315.00 |
| 12/14/2020 | REE | Three internal emails with C.J. Lawhorn and T.H. Riske about confirmation brief. | 0.50 | \$225.00 |
| 12/14/2020 | REE | Three emails with Weil team about confirmation issues. | 0.60 | \$270.00 |
| 12/14/2020 | THR | Emails with C.J. Lawhorn and REE regarding confirmation brief issues. | 0.20 | \$69.00 |
| 12/14/2020 | THR | Telephone calls with Committee and Weil regarding confirmation hearing. | 0.80 | \$276.00 |
| 12/14/2020 | THR | Strategic conferences with R.E. Eggmann regarding confirmation hearing issues. | 0.20 | \$69.00 |
| 12/14/2020 | THR | Emails with Carmody team regarding hearings issues. | 0.20 | \$69.00 |
| 12/14/2020 | THR | Receive and initial review of confirmation brief. | 0.50 | \$172.50 |
| 12/14/2020 | THR | Emails with G. Willard regarding confirmation hearing. | 0.10 | \$34.50 |
| 12/14/2020 | THR | Telephone calls with CJL regarding confirmation hearing issues. | 0.20 | \$69.00 |
| 12/14/2020 | THR | Review and revise motion to enlarge confirmation brief. | 0.10 | \$34.50 |
| 12/14/2020 | THR | Telephone calls with R.E. Eggmann regarding plan objections. | 0.20 | \$69.00 |
| 12/14/2020 | THR | Receive and review Continental Casualty objection to confirmation. | 0.20 | \$69.00 |
| 12/15/2020 | REE | Email to court about confirmation hearing. | 0.30 | \$135.00 |
| 12/15/2020 | CJL | Review summary of voting on plan. | 0.30 | \$133.50 |
| 12/15/2020 | THR | Receive and review draft second amended plan. | 0.40 | \$138.00 |
| 12/15/2020 | THR | Emails with Weil regarding plan and effective date. . | 0.10 | \$34.50 |
| 12/15/2020 | THR | Emails with D. Ko regarding voting declaration. | 0.10 | \$34.50 |

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|------------|-----|--|------|----------|
| 12/15/2020 | THR | Emails with D. Ko regarding confirmation hearing issues. | 0.20 | \$69.00 |
| 12/15/2020 | THR | Emails with Weil regarding confirmation hearing issues. | 0.10 | \$34.50 |
| 12/15/2020 | THR | Emails with S. Damko regarding confirmation hearing issues. | 0.20 | \$69.00 |
| 12/15/2020 | THR | Receive and review voting report. | 0.30 | \$103.50 |
| 12/15/2020 | THR | Further review and analysis of draft confirmation brief. | 0.70 | \$241.50 |
| 12/16/2020 | REE | Meet with chambers about confirmation brief. | 0.30 | \$135.00 |
| 12/16/2020 | REE | Email to Weil Team about confirmation brief. | 0.30 | \$135.00 |
| 12/16/2020 | REE | Review final version of confirmation brief. | 0.50 | \$225.00 |
| 12/16/2020 | CJL | Review UCC Statement in Support and analyze arguments therein to prepare for 12/18 confirmation hearing. | 0.90 | \$400.50 |
| 12/16/2020 | THR | Further emails with Carmody and Weil teams regarding confirmation hearing issues. | 0.30 | \$103.50 |
| 12/16/2020 | THR | Strategic conferences with R.E. Eggmann regarding confirmation hearing issues. | 0.20 | \$69.00 |
| 12/16/2020 | THR | Receive and review Committee statement in support. | 0.40 | \$138.00 |
| 12/16/2020 | THR | Emails with Weil regarding plan supplement. | 0.20 | \$69.00 |
| 12/16/2020 | THR | Telephone calls with C.J. Lawhorn regarding confirmation hearing issues. | 0.20 | \$69.00 |
| 12/16/2020 | THR | Further emails with Weil regarding 12-16 filings. | 0.20 | \$69.00 |
| 12/16/2020 | THR | Receive and review Wilmington response to objection. | 0.20 | \$69.00 |
| 12/16/2020 | THR | Emails with Committee regarding confirmation issues. | 0.20 | \$69.00 |
| 12/17/2020 | REE | Call with US Trustee about plan objections. | 0.60 | \$270.00 |
| 12/17/2020 | REE | Review Confirmation Brief and UST objection to prepare for call with UST. | 0.70 | \$315.00 |
| 12/17/2020 | REE | Call with C. Zavett about treatment of stock under plan. | 0.30 | \$135.00 |
| 12/17/2020 | REE | Email to Weil Team about US Trustee objections. | 0.30 | \$135.00 |
| 12/17/2020 | REE | Follow up call with T.H. Riske about UST Trustee objections. | 0.30 | \$135.00 |
| 12/17/2020 | THR | Strategic conferences with C.J. Lawhorn regarding confirmation hearing issues. | 0.20 | \$69.00 |
| 12/17/2020 | THR | Emails with Carmody and Weil teams regarding confirmation issues. | 0.30 | \$103.50 |
| 12/17/2020 | THR | Emails with Weil regarding UST objections. | 0.20 | \$69.00 |
| 12/17/2020 | THR | Emails with Weil and UST regarding objection issues. | 0.20 | \$69.00 |
| 12/17/2020 | THR | Telephone call with D. Hoehne regarding confirmation issues. | 0.40 | \$138.00 |
| 12/17/2020 | THR | Telephone calls with UST regarding plan objections. | 0.70 | \$241.50 |
| 12/17/2020 | THR | Further emails with Weil and UST regarding objection issues. | 0.30 | \$103.50 |

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| | | | | |
|------------|-----|---|------|------------|
| 12/17/2020 | THR | Emails with Carmody team regarding confirmation hearing and UST issues. | 0.50 | \$172.50 |
| 12/18/2020 | REE | Meet with T.H. Riske about confirmation hearing. | 0.50 | \$225.00 |
| 12/18/2020 | THR | Review file, prepare for hearing, meet with counsel for Committee, and attend hearing on confirmation of plan. | 5.00 | \$1,725.00 |
| 12/18/2020 | THR | Emails with D. Ko and A. Lancaster regarding confirmation order issues. | 0.40 | \$138.00 |
| 12/18/2020 | THR | Emails with Weil regarding confirmation order and revisions to same. | 0.30 | \$103.50 |
| 12/18/2020 | THR | Emails with Carmody team regarding confirmation order issues. | 0.20 | \$69.00 |
| 12/18/2020 | THR | Further emails with Weil and Carmody regarding order and related confirmation issues. | 0.40 | \$138.00 |
| 12/18/2020 | THR | Post-hearing conferences with counsel for Committee regarding confirmation issues. | 0.20 | \$69.00 |
| 12/18/2020 | THR | Telephone calls with court regarding confirmation order issues. | 0.10 | \$34.50 |
| 12/18/2020 | THR | Review and analyze revised confirmation order. | 0.30 | \$103.50 |
| 12/18/2020 | THR | Post-hearing calls with Weil and Committee regarding confirmation order. | 0.20 | \$69.00 |
| 12/18/2020 | THR | Emails with A. Moen regarding hearing issues. | 0.30 | \$103.50 |
| 12/19/2020 | THR | Emails with C.J. Lawhorn regarding confirmation hearing issues. | 0.10 | \$34.50 |
| 12/19/2020 | THR | Receive and review confirmation hearing transcript. | 0.30 | \$103.50 |
| 12/19/2020 | THR | Emails with Weil and D. Ko regarding transcript issues. | 0.20 | \$69.00 |
| 12/19/2020 | THR | Telephone calls with C.J. Lawhorn regarding confirmation issues. | 0.20 | \$69.00 |
| 12/20/2020 | THR | Emails with Committee regarding confirmation issues. | 0.20 | \$69.00 |
| 12/22/2020 | REE | Long call with B. Carini about plan, opt out and pension. | 0.50 | \$225.00 |
| 12/23/2020 | THR | Emails with Weil and Carmody teams regarding effective date issues. | 0.80 | \$276.00 |
| 12/23/2020 | THR | Telephone calls with R.E. Eggmann regarding effective date issues. | 0.20 | \$69.00 |
| 12/23/2020 | BDZ | Email co-counsel regarding the approvals needed for an amendment to Billy Goat's articles of incorporation (0.3). | 0.30 | \$76.50 |
| 12/24/2020 | THR | Telephone calls with C. Woolverton regarding confirmation issues. | 0.20 | \$69.00 |
| 12/28/2020 | REE | Long call with Ms. Moore about plan confirmation. | 0.40 | \$180.00 |
| 12/28/2020 | THR | Emails with Weil and B.D. Zimmerman regarding plan supplement issues and related documents. | 0.30 | \$103.50 |
| 12/28/2020 | BDZ | Draft consent and filing documents for amendment to Billy Goat Industries, Inc. articles of incorporation (0.7). | 0.70 | \$178.50 |
| 12/29/2020 | THR | Further emails with B.D. Zimmerman regarding post-confirmation issues. | 0.20 | \$69.00 |

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| | | | | |
|------------|-----|---|--------------|-------------------------|
| 12/29/2020 | THR | Emails with Weil, Committee and client regarding effective date of plan. | 0.10 | \$34.50 |
| 12/29/2020 | THR | Emails with B.D. Zimmerman and debtor regarding post-confirmation amendment issues. | 0.30 | \$103.50 |
| 12/29/2020 | BDZ | Review signed amendment documents and coordinate their filing with the Missouri Secretary of State (0.7). | 0.70 | \$178.50 |
| 12/30/2020 | AND | File Amendment of Articles of Incorporation for Billy Goat Industries, Inc. (2.0). | 2.00 | \$430.00 |
| 12/30/2020 | REE | Two calls and one email to C. Cash about Effective Date. | 0.40 | \$180.00 |
| 12/30/2020 | REE | Two emails with Paul Randolph about C. Cash inquiry on Effective Date. | 0.40 | \$180.00 |
| 12/30/2020 | THR | Emails with Weil and Carmody teams regarding post-confirmation claim issues. | 0.40 | \$138.00 |
| 12/31/2020 | REE | Call with David Zeman about plan and stock. | 0.40 | \$180.00 |
| | | | Total Hours: | 54.40 |
| | | | | Total Fees: \$20,051.00 |

EXPENSES

| <u>Date</u> | <u>Task</u> | <u>Description</u> | | |
|-------------|-------------|---------------------------|-----------------|---------|
| 12/29/2020 | A111 | Filing Fee for Amendment. | | \$25.00 |
| | | | Total Expenses: | \$25.00 |

PAYMENTS

| <u>Date</u> | <u>Type</u> | <u>Description</u> | | |
|-------------|-------------|--|-----------------|------------|
| 12/31/2020 | Payment | Wire payment received (transferred from trust) | | \$8,437.60 |
| | | | Total Payments: | \$8,437.60 |

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MATTER SUMMARY

| | |
|--|--------------------|
| Total Fees: | \$20,051.00 |
| Total Expenses: | \$25.00 |
| Total Current Billing for Matter: | \$20,076.00 |
| Previous Balance: | \$14,050.70 |
| Total Payments: | \$8,437.60 |
| Total Current Balance: | \$25,689.10 |

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Re: 20310.13 Relief from Stay Proceedings

Claim No(s): B&S 977

For Services Rendered Through December 31, 2020

FEES

| <u>Date</u> | <u>Tmkpr</u> | <u>Narrative</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--------------|--|--------------|---------------|
| 12/01/2020 | THR | Emails with Weil regarding relief from stay order issues. | 0.10 | \$34.50 |
| 12/02/2020 | THR | Emails with Foley regarding relief from stay issues. | 0.20 | \$69.00 |
| 12/03/2020 | THR | Emails with Weil and movant regarding relief from say order issues. | 0.20 | \$69.00 |
| 12/08/2020 | THR | Emails with R. Cooney and Weil regarding relief from stay issues. | 0.30 | \$103.50 |
| 12/10/2020 | THR | Emails with Weil regarding relief from stay order issues. | 0.10 | \$34.50 |
| 12/14/2020 | THR | Emails with Weil and movant regarding order on motion for relief. | 0.20 | \$69.00 |
| 12/18/2020 | THR | Emails with UST and Foley regarding motion for relief. | 0.20 | \$69.00 |
| 12/22/2020 | THR | Emails with D. Ko regarding relief from stay issues. | 0.20 | \$69.00 |
| 12/23/2020 | THR | Emails with Carmody team regarding relief from stay issues. | 0.30 | \$103.50 |
| 12/28/2020 | THR | Receive and review Fassett lift stay stipulation. | 0.10 | \$34.50 |
| 12/30/2020 | THR | Telephone calls with C. Wolverton regarding relief from stay issues. | 0.20 | \$69.00 |
| | | | Total Hours: | 2.10 |
| | | | Total Fees: | \$724.50 |

PAYMENTS

| <u>Date</u> | <u>Type</u> | <u>Description</u> | <u>Amount</u> | |
|-------------|-------------|--|-----------------|----------|
| 12/31/2020 | Payment | Wire payment received (transferred from trust) | \$678.40 | |
| | | | Total Payments: | \$678.40 |

Carmody MacDonald

Attorneys & Counselors at Law

Carmody MacDonald P.C.
120 S. Central Avenue, Suite 1800
St. Louis, Missouri 63105-1750
314-854-8600 Fax 314-854-8660

MATTER SUMMARY

| | |
|--|-------------------|
| Total Fees: | \$724.50 |
| Total Expenses: | \$0.00 |
| Total Current Billing for Matter: | \$724.50 |
| Previous Balance: | \$2,852.03 |
| Total Payments: | \$678.40 |
| Total Current Balance: | \$2,898.13 |

Carmody MacDonald

matter id begins with '20310' and date between 1/1/21 and 1/6/21

| Date | Prof | Matter ID/Client Sort Matter Description Narrative | Component Task Code | Units | Rate | Extended Amount |
|-------------|-------------|---|--------------------------------|--------------|-------------|----------------------------|
| 01/04/2021 | THR | 20310.4/ Briggs & Stratton Corporation et al. Case Administration Emails with Weil and D. Ko regarding CV and shippers issues. | A106 B110 | 0.20 | 345.00 | 69.00 |
| 01/04/2021 | THR | 20310.4/ Briggs & Stratton Corporation et al. Case Administration Emails with UST and Carmody regarding rate issues. | A108 B110 | 0.30 | 345.00 | 103.50 |
| 01/04/2021 | SYD | 20310.4/ Briggs & Stratton Corporation et al. Case Administration Prepare Motion for leave to withdraw as counsel, email to T.H. Riske and Dormie Ko review the same, file the same | f B110 | 1.00 | 175.00 | 175.00 |
| 01/04/2021 | THR | 20310.4/ Briggs & Stratton Corporation et al. Case Administration Emails with Weil and D. Ko regarding stipulation issues. | A108 B110 | 0.20 | 345.00 | 69.00 |
| 01/04/2021 | DKO | 20310.4/ Briggs & Stratton Corporation et al. Case Administration Prepare Pro Metal Works stipulation for submission | f B110 | 0.10 | 240.00 | 24.00 |
| 01/04/2021 | DKO | 20310.4/ Briggs & Stratton Corporation et al. Case Administration Email S. Ewing regarding Chubbs scheduling order | f B110 | 0.10 | 240.00 | 24.00 |
| 01/04/2021 | REE | 20310.7/ Briggs & Stratton Corporation et al. Fee/Employment Applications Email to Brian Marks about HL fee application. | f A108 | 0.30 | 450.00 | 135.00 |
| 01/04/2021 | CJL | 20310.7/ Briggs & Stratton Corporation et al. Fee/Employment Applications Review email from R.E. Eggmann to co-counsel regarding fee application and UST | A104 B110 | 0.10 | 445.00 | 44.50 |
| 01/04/2021 | CJL | 20310.4/ Briggs & Stratton Corporation et al. Case Administration Review updated docket and status | A104 B110 | 0.10 | 445.00 | 44.50 |

Carmody MacDonald

matter id begins with '20310' and date between 1/1/21 and 1/6/21

| Date | Prof | Matter ID/Client Sort Matter Description Narrative | Component Task Code | Units | Rate | Extended Amount |
|-------------|-------------|--|--------------------------------|--------------|-------------|----------------------------|
| 01/05/2021 | THR | 20310.12/ Briggs & Stratton Corporation et al. Plan and Disclosure Statement Receive and respond to creditor inquiries on plan. | A108 B110 | 0.20 | 345.00 | 69.00 |
| 01/05/2021 | THR | 20310.4/ Briggs & Stratton Corporation et al. Case Administration Receive and review KCC invoice. | A104 B110 | 0.10 | 345.00 | 34.50 |
| 01/05/2021 | THR | 20310.4/ Briggs & Stratton Corporation et al. Case Administration Receive and review de minimis transaction notice. | A104 B110 | 0.10 | 345.00 | 34.50 |
| 01/05/2021 | SYD | 20310.4/ Briggs & Stratton Corporation et al. Case Administration Notice of De Minimis Transaction | f B110 | 0.10 | 185.00 | 18.50 |
| 01/05/2021 | THR | 20310.4/ Briggs & Stratton Corporation et al. Case Administration Receive and review Mercer stipulation. | A104 B110 | 0.20 | 345.00 | 69.00 |
| 01/05/2021 | THR | 20310.4/ Briggs & Stratton Corporation et al. Case Administration Emails with Weil and UST regarding stipulation issues. | A108 B110 | 0.30 | 345.00 | 103.50 |
| 01/05/2021 | REE | 20310.12/ Briggs & Stratton Corporation et al. Plan and Disclosure Statement Call with Alan Halperin about plan. | f A106 | 0.40 | 450.00 | 180.00 |
| 01/06/2021 | THR | 20310.4/ Briggs & Stratton Corporation et al. Case Administration Emails with Weil and UST regarding stipulation issues. | A108 B110 | 0.30 | 345.00 | 103.50 |
| 01/06/2021 | THR | 20310.12/ Briggs & Stratton Corporation et al. Plan and Disclosure Statement Strategic conferences with R.E. Eggmann regarding post-confirmation issues. | A105 B110 | 0.30 | 345.00 | 103.50 |
| 01/06/2021 | THR | 20310.12/ Briggs & Stratton Corporation et al. Plan and Disclosure Statement Emails with S. Damko and R.E. Eggmann regarding post-confirmation issues. | A105 B110 | 0.30 | 345.00 | 103.50 |

Carmody MacDonald

matter id begins with '20310' and date between 1/1/21 and 1/6/21

| Date | Prof | Matter ID/Client Sort Matter Description Narrative | Component Task Code | Units | Rate | Extended Amount |
|-------------|-------------|--|--------------------------------|--------------|-------------|----------------------------|
| 01/06/2021 | THR | 20310.4/ Briggs & Stratton Corporation et al. Case Administration Emails with Weil and Carmody regarding billing rate issues. | A106 B110 | 0.30 | 345.00 | 103.50 |
| 01/06/2021 | THR | 20310.12/ Briggs & Stratton Corporation et al. Plan and Disclosure Statement Receive and review notice of effective date. | A104 B110 | 0.20 | 345.00 | 69.00 |
| 01/06/2021 | THR | 20310.4/ Briggs & Stratton Corporation et al. Case Administration Emails with Weil and Carmody teams regarding effective date issues. | A106 B110 | 0.20 | 345.00 | 69.00 |
| 01/06/2021 | DKO | 20310.4/ Briggs & Stratton Corporation et al. Case Administration Prepare notice of plan effective date for filing | f B110 | 0.10 | 240.00 | 24.00 |
| 01/06/2021 | THR | 20310.12/ Briggs & Stratton Corporation et al. Plan and Disclosure Statement Review and revise documents for post-confirmation issues. | A103 B110 | 0.20 | 345.00 | 69.00 |
| 01/06/2021 | SYD | 20310.4/ Briggs & Stratton Corporation et al. Case Administration Draft letter of engagement for Alan D. Halperin, Esq. as Plan Administrator of the Wind Down Estates of Briggs & Stratton Corporation and its Affiliates, email to T.H. Riske to review the same | f B110 | 0.50 | 185.00 | 92.50 |
| 01/06/2021 | ALA | 20310.4/ Briggs & Stratton Corporation et al. Case Administration Review Notice of Entry of Order Confirming Second Amended Joint Chapter 11 Plan, prepare for filing. | f A104 | 0.40 | 215.00 | 86.00 |
| 01/06/2021 | CJL | 20310.4/ Briggs & Stratton Corporation et al. Case Administration Review stipulation with Mercer regarding objection to cure | A104 B110 | 0.20 | 445.00 | 89.00 |

Carmody MacDonald

matter id begins with '20310' and date between 1/1/21 and 1/6/21

| Date | Prof | Matter ID/Client Sort Matter Description Narrative | Component Task Code | Units | Rate | Extended Amount |
|-------------|-------------|--|--------------------------------|--------------|-------------|----------------------------|
| 01/06/2021 | CJL | 20310.4/ Briggs & Stratton Corporation et al. Case Administration Review notice of effective date | A104 B110 | 0.10 | 445.00 | 44.50 |
| | | | Grand Total: | 6.90 | | 2,154.50 |

EXPENSES FOR JANUARY 1-6, 2021 INVOICE

| <u>Date of Service</u> | <u>Description</u> | <u>Amount</u> |
|------------------------|--------------------|---------------|
| 10/20/2020 | Transcript | \$36.25 |
| | Total: | \$36.25 |