

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

In re:) Chapter 11
)
F21 OPCO, LLC, <i>et al.</i> ,) Case No. 25-10469 (MFW)
)
) (Jointly Administered)
Debtors. ¹)
) Obj. Deadline: 8/1/25 at 4:00 p.m. (ET)
) Hrg. Date: <i>Only if an objection is filed</i>

**SUMMARY OF THIRD MONTHLY FEE APPLICATION OF
MCDERMOTT WILL & EMERY LLP, COUNSEL TO THE OFFICIAL
COMMITTEE OF UNSECURED CREDITORS, FOR ALLOWANCE OF
COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE
PERIOD FROM JUNE 1, 2025 THROUGH JUNE 24, 2025**

Name of Applicant:	McDERMOTT WILL & EMERY LLP
Authorized to provide professional services to:	Official Committee of Unsecured Creditors of F21 OpCo, LLC, <i>et al.</i>
Date of retention:	May 13, 2024, effective March 27, 2025
Period for which compensation and reimbursement are sought:	June 1, 2025 through June 24, 2025
Amount of compensation sought as actual, reasonable, and necessary:	\$57,755.20 (80% of \$72,194.00)
Amount of reimbursement sought as actual, reasonable, and necessary:	\$0.00
This is a:	Monthly Fee Application

¹ The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are: F21 OpCo, LLC (8773); F21 Puerto Rico, LLC (5906); and F21 GiftCo Management, LLC (6412). The Debtors' address for purposes of service in these Chapter 11 Cases is 110 East 9th Street, Suite A500, Los Angeles, CA 90079.



25104692507180000000000004

Prior Monthly Applications:

MONTHLY FEE APPLICATION			REQUESTED FEES AND EXPENSES		APPROVED FEES AND EXPENSES		HOLDBACK
Application Docket No. Date Filed	CNO Date Filed Docket No.	Period Covered	Requested Fees	Requested Expenses	Approved Fees (80%)	Approved Expenses (100%)	Fees Holdback (20%)
First Monthly DI 393 5/28/25	6/13/25 DI 438	3/27/25- 4/30/25	\$1,094,445.00	\$0.00	\$875,556.00	\$0.00	\$218,889.00
Second Monthly DI 504 6/27/25	7/15/25 DI 543	5/1/25- 5/31/25	\$716,259.00	\$1,609.30	\$573,007.20	\$1,609.30	\$143,251.80
Total			\$1,810,704.00	\$1,609.30	\$1,448,563.20	\$1,609.30	\$362,140.80

**OFFICIAL COMMITTEE OF UNSECURED
CREDITORS OF F21 OPCO, LLC, *ET AL.*
SUMMARY OF BILLING BY PROFESSIONAL
JUNE 1, 2025 THROUGH JUNE 24, 2025**

Name of Professional Person	Date of Bar Admission	Position with the Applicant and Practice Area	Hourly Billing Rate²	Total Billed Hours	Total Compensation
Kristin K. Going	2002	Partner; Corporate Advisory	\$1,860	5.6	\$10,416.00
David R. Hurst	1998	Partner; Corporate Advisory	\$1,860	9.1	\$16,926.00
Darren Azman	2011	Partner; Corporate Advisory	\$1,760	1.8	\$3,168.00
Nathaniel Allard	2013	Counsel; Corporate Advisory	\$1,530	18.3	\$27,999.00
Christopher Combs	2021	Associate; Trial	\$1,395	2.8	\$3,906.00
Alexis E. March	2021	Associate; Corporate Advisory	\$1,270	7.7	\$9,779.00
Total				45.3	\$72,194.00

Blended Rate: \$1,593.69

² Except as set forth below, the rate represents the current standard hourly rate of each McDermott attorney and paralegal who rendered legal services.

**OFFICIAL COMMITTEE OF UNSECURED
CREDITORS OF F21 OPCO, LLC, *ET AL.*
SUMMARY OF FEES BY PROJECT CATEGORY
JUNE 1, 2025 THROUGH JUNE 24, 2025**

Project Category	Total Hours	Total Fees
Case Administration	7.8	\$11,746.50
Meetings and Communications with Creditors	2.3	\$3,519.00
Court Hearings	3.6	\$6,176.00
Fee and Employment Applications	9.6	\$17,561.00
Claims Administration and Objections	0.7	\$1,044.00
Plan/Disclosure Statement	21.3	\$32,147.50
Total	45.3	\$72,194.00

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

In re:)	Chapter 11
F21 OPCO, LLC, <i>et al.</i> ,)	Case No. 25-10469 (MFW)
Debtors. ¹)	(Jointly Administered)
)	Obj. Deadline: 8/1/25 at 4:00 p.m. (ET)
)	Hrg. Date: <i>Only if an objection is filed</i>

**THIRD MONTHLY FEE APPLICATION OF MCDERMOTT
WILL & EMERY LLP, COUNSEL TO THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS, FOR ALLOWANCE OF COMPENSATION
AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD
FROM JUNE 1, 2025 THROUGH JUNE 24, 2025**

McDermott Will & Emery LLP (the “Applicant” or “McDermott”), counsel to the Official Committee of Unsecured Creditors (the “Committee”) of F21 OpCo, LLC, *et al.*, the debtors and debtors in possession (collectively, the “Debtors”) in the above-captioned chapter 11 cases (the “Chapter 11 Cases”), hereby applies (the “Application”), pursuant to sections 330 and 331 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Rule 2016-1 of the Local Rules of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), for allowance of compensation for services rendered and expenses incurred for the period from June 1, 2025 through June 24, 2025 (the “Application Period”), and respectfully represents as follows:

¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: F21 OpCo, LLC (8773); F21 Puerto Rico, LLC (5906); and F21 GiftCo Management, LLC (6412). The Debtors’ address for purposes of service in these Chapter 11 Cases is 110 East 9th Street, Suite A500, Los Angeles, CA 90079.

JURISDICTION AND VENUE

1. The Court has jurisdiction to consider the Application pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012. This is a core proceeding under 28 U.S.C. § 157(b). Venue of these cases and the Application in this District is proper under 28 U.S.C. §§ 1408 and 1409.

2. The legal predicates for the relief requested herein are Bankruptcy Code sections 330 and 331, Bankruptcy Rule 2016, and Local Rule 2016-1.

3. McDermott confirms its consent, pursuant to Local Rule 9013-1(f), to the entry of a final order by the Court in connection with the Application in the event that it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution.

BACKGROUND

A. The Chapter 11 Cases

4. On March 17, 2025 (the “Petition Date”), the Debtors commenced the Chapter 11 Cases by filing petitions for relief under chapter 11 of the Bankruptcy Code with the Court. The Debtors continue to operate their businesses and manage their properties as debtors in possession under sections 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in the Chapter 11 Cases.

5. On March 26, 2025, the Office of the United States Trustee for the District of Delaware (the “U.S. Trustee”) appointed the Committee under section 1102(a)(1) of the Bankruptcy Code. *See* Docket No. 115.

6. On June 24, 2025, the Court entered the *Findings of Fact, Conclusions of Law, and Order Confirming the Debtors' Amended Joint Plan Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 493] (the “Confirmation Order”), thereby confirming the *Debtors' Amended Joint Plan Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 493-1]. On June 30, 2025 (the “Effective Date”), the Plan became effective. *See* Docket No. 514.

B. The Committee's Retention of McDermott

7. On April 25, 2025, the Committee applied [Docket No. 268] to the Court for an order authorizing the Committee to retain and employ McDermott as its counsel, effective as of March 27, 2025. On May 13, 2025, the Court entered an order [Docket No. 340] authorizing such retention.

C. The Interim Compensation Order

8. On April 11, 2025, the Court entered the *Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals, and (II) Granting Related Relief* [Docket No. 193] (the “Interim Compensation Order”),² which sets forth the procedures for interim compensation and reimbursement of expenses in the Chapter 11 Cases. Specifically, the Interim Compensation Order provides that a retained professional may file and serve a Monthly Fee Application on or after the tenth (10th) day of each month following the month for which compensation is sought. Provided that there are no objections to the Monthly Fee Application filed within fourteen (14) days after the service of a Monthly Fee Application, the professional may file a certificate of no objection with the Court, after which the Debtors are authorized to pay such professional eighty percent (80%) of the fees and one-hundred percent (100%) of the expenses requested in such Monthly Fee Application.

² Capitalized terms used but not defined herein shall have the meanings ascribed to such items in the Interim Compensation Order.

RELIEF REQUESTED

9. By this Application, McDermott requests the allowance of \$57,755.20, which is equal to eighty percent (80%) of the \$72,194.00 in fees for professional services rendered by McDermott during the Application Period.

DESCRIPTION OF SERVICES RENDERED

10. During the Application Period, McDermott professionals, including attorneys and paraprofessionals (collectively, the “McDermott Professionals”), devoted 45.3 hours to, among other things, plan and disclosure statement matters, preparation of professional fee applications, case administration, preparation for and attendance at Court hearings meetings, and communications with the Committee and other creditors. McDermott Professionals’ most significant work in these matter categories is summarized below, and all work performed by McDermott Professionals is described in detail in **Exhibit A** hereto, which provides a detailed itemization, by project category, of all services performed by McDermott Professionals with respect to the Chapter 11 Cases during the Application Period. This detailed itemization complies with Local Rule 2016-1(d) in that each time entry contains a separate time allotment, a description of the type of activity, and the subject matter of the activity, all time is billed in increments of one-tenth of an hour, time entries are presented chronologically in categories, and all meetings and hearings are individually identified.

A. Plan and Disclosure Statement
Amount Sought: \$32,147.50

11. During the Application Period, McDermott Professionals devoted time to, among other things: (i) reviewing and revising the Debtors’ amended plan and related plan supplement documents; (ii) coordinating with the Committee professionals regarding plan administrator

selection and voting; (iii) analyzing the confirmation order; and (iv) corresponding with co-counsel and the Committee regarding settlement issues.

12. McDermott Professionals devoted a total of 21.3 hours to plan and disclosure statement matters during the Application Period, for which compensation in the amount of \$32,147.50 is sought.

B. Fee and Employment Applications
Amount Sought: \$17,561.00

13. During the Application Period, McDermott Professionals devoted time to, among other things, preparation of McDermott's second monthly fee application [Docket No. 504].

14. McDermott Professionals devoted a total of 9.6 hours to the preparation of professional fee applications and related matters during the Application Period, for which compensation in the amount of \$17,561.00 is sought.

C. Case Administration
Amount Sought: \$11,746.50

15. During the Application Period, McDermott Professionals devoted time to, among other things: (i) corresponding with co-counsel regarding case developments; (ii) monitoring the Court's docket for case updates; and (iii) participating in coordination calls with Committee professionals.

16. McDermott Professionals devoted a total of 7.8 hours to case administration matters during the Application Period, for which compensation in the amount of \$11,746.50 is sought.

D. Court Hearings
Amount Sought: \$6,176.00

17. During the Application Period, McDermott Professionals prepared for and attended the confirmation hearing held on June 24, 2025.

18. McDermott Professionals devoted a total of 3.6 hours to preparation for and attendance at Court hearings during the Application Period, for which compensation in the amount of \$6,176.00 is sought.

E. Meetings and Communications with Creditors
Amount Sought: \$3,519.00

19. During the Application Period, McDermott Professionals devoted time to, among other things: (i) drafting correspondence to the Committee regarding case updates; and (ii) addressing creditor inquiries and conducting related research.

20. McDermott Professionals devoted a total of 2.3 hours to communications with the Committee and other creditors (and related tasks) during the Application Period, for which compensation in the amount of \$3,519.00 is sought.

VALUATION OF SERVICES

21. McDermott Professionals expended a total of 45.3 hours in connection with this matter during the Application Period. The amount of time spent by each of the McDermott Professionals providing services to the Committee during the Application Period is set forth in **Exhibit A**. The rates reflected in this Application are McDermott's normal hourly rates of compensation for work of this character. The reasonable value of the services rendered by McDermott during the Application Period as counsel for the Committee in the Chapter 11 Cases is \$72,194.00.

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

NO PRIOR REQUEST

23. No prior request for the relief requested in this Application has been made to this Court or any other court.

CERTIFICATE OF COMPLIANCE AND REQUEST FOR WAIVER

24. The undersigned representative of McDermott certifies that he has reviewed the requirements of Local Rule 2016-1 and that the Application substantially complies with that Local Rule. To the extent that the Application does not comply in all respects with the requirements of Local Rule 2016-1, McDermott believes that such deviations are not material and respectfully requests that any such requirement be waived.

[Remainder of Page Intentionally Left Blank]

WHEREFORE, McDermott respectfully requests that it (a) be allowed compensation in the amount of \$57,755.20 (80% of \$72,194.00) for necessary professional services rendered to the Committee during the Application Period, and (b) be granted such other and further relief as the Court deems just and proper.

Dated: Wilmington, Delaware
July 18, 2025

McDERMOTT WILL & EMERY LLP

/s/ David R. Hurst

David R. Hurst (I.D. No. 3743)
The Brandywine Building
1000 N. West Street, Suite 1400
Wilmington, Delaware 19801
(302) 485-3900
dhurst@mwe.com

- and -

Darren Azman
Kristin K. Going
One Vanderbilt Avenue
New York, New York 10017
(212) 547-5400
dazman@mwe.com
kgoing@mwe.com

*Counsel for the Official Committee
of Unsecured Creditors*

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

In re:

F21 OPCO, LLC, *et al.*,

Debtors.¹

Chapter 11

Case No. 25-10469 (MFW)

(Jointly Administered)

Obj. Deadline: 8/1/25 at 4:00 p.m. (ET)
Hrg. Date: Only if objections are filed

**NOTICE OF THIRD MONTHLY FEE APPLICATION OF
MCDERMOTT WILL & EMERY LLP, COUNSEL TO THE OFFICIAL
COMMITTEE OF UNSECURED CREDITORS, FOR ALLOWANCE OF
COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE
PERIOD FROM JUNE 1, 2025 THROUGH JUNE 24, 2025**

PLEASE TAKE NOTICE that on July 18, 2025, the Official Committee of Unsecured Creditors (the “Committee”) of F21 OpCo, LLC and its affiliated debtors and debtors in possession (collectively, the “Debtors”) in the above captioned chapter 11 cases, by and through its undersigned counsel, filed with the United States Bankruptcy Court for the District of Delaware (the “Court”) the *Third Monthly Fee Application of McDermott Will & Emery LLP, Counsel to the Official Committee of Unsecured Creditors, for Allowance of Compensation and Reimbursement of Expenses for the Period From June 1, 2025 Through June 24, 2025* (the “Application”), which seeks approval of professional services rendered to the Committee in the amount of \$57,755.20 (80% of \$72,194.00), together with reimbursement of expenses in the amount of \$0.00.

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Application are required to be filed with the Clerk of the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801, and served on the following, so as to be **received no later than 4:00 p.m. (ET) on August 1, 2025 (the “Objection Deadline”)**: (i) the Debtors, 110 East 9th Street, Suite A500, Los Angeles, CA 90079, Attn: Michael Brown (mbrown@thinkbrg.com); (ii) the Debtors’ counsel, Young Conaway Stargatt & Taylor, LLP, Rodney Square, 1000 North King Street, Wilmington, DE 19801, Attn: Andrew L. Magaziner, Esq. (amagaziner@ycst.com) and S. Alexander Faris (afaris@ycst.com); (iii) counsel to Wells Fargo Bank, N.A. in its capacity as Prepetition ABL Administrative Agent, (a) Otterbourg P.C., 230 Park Avenue, New York, NY 10169, Attn: Chad Simon, Esq. (csimon@otterbourg.com) and Daniel Fiorillo, Esq. (dfiorillo@otterbourg.com); and (b) Richards, Layton, and Finger, P.A., One Rodney Square, 920 North King Street, Wilmington, Delaware 19801, Attn.: John H. Knight, Esq. (knight@rlf.com); (iv) counsel to Pathlight Capital LP in its capacity as Prepetition Term

¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: F21 OpCo, LLC (8773); F21 Puerto Rico, LLC (5906); and F21 GiftCo Management, LLC (6412). The Debtors’ address for purposes of service in these Chapter 11 Cases is 110 East 9th Street, Suite A500, Los Angeles, CA 90079.

Loan Agent, (a) Riemer & Braunstein LLP, Times Square Tower, Suite 2506, Seven Times Square, New York, NY 10036, Attn: Steven E. Fox, Esq. (sfox@riemerlaw.com) and Paul D. Bekker, Esq. (pbekker@riemerlaw.com); and (b) Ashby & Geddes, P.A., 500 Delaware Avenue, 8th Floor, Wilmington, Delaware, 19801, Attn.: Gregory A. Taylor, Esq. (GTaylor@ashbygeddes.com); (v) counsel to Simon Blackjack Consolidated Holdings, LLC in its capacity as Prepetition Subordinated Loan Agent, (a) Choate Hall & Stewart LLP, Two International Place, Boston, MA 02110, Attn: Mark D. Silva, Esq. (msilva@choate.com), Rick Thide, Esq. (rthide@choate.com), and Hampton Foushee, Esq. (hfoushee@choate.com); and (b) Pashman Stein Walder Hayden, P.C., 824 North Market Street, Suite 800, Wilmington, DE 19801, Attn: Joseph C. Barsalona, Esq. (jbarsalona@pashmanstein.com); (vi) the U.S. Trustee, J. Caleb Boggs Building, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801, Attn: Jane M. Leamy, Esq. (jane.m.leafy@usdoj.gov); (vii) and counsel for the Committee (a) McDermott Will & Emery, One Vanderbilt Avenue, New York, NY 10017, Attn: Darren Azman, Esq. (dazman@mwe.com) and Kristin K. Going, Esq. (kgoing@mwe.com); and (b) Cole Schotz P.C., 500 Delaware Avenue, Suite 600, Wilmington, DE 19801, Justin R. Alberto, Esq. (jalberto@coleschotz.com) and Stacy L. Newman, Esq. (snewman@coleschotz.com).

PLEASE TAKE FURTHER NOTICE that pursuant to the *Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals, and (II) Granting Related Relief* [Docket No. 193], if no objections are filed and served in accordance with the above procedures, the Debtors will be authorized to pay 80% of the requested fees and 100% of the requested expenses, without further order of the Court.

PLEASE TAKE FURTHER NOTICE THAT A HEARING ON THE APPLICATION WILL BE HELD, ONLY IF AN OBJECTION IS TIMELY FILED, OR THE COURT DIRECTS OTHERWISE, AT A DATE AND TIME TO BE SCHEDULED BEFORE THE HONORABLE MARY F. WALRATH, UNITED STATES BANKRUPTCY JUDGE, IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE, 824 NORTH MARKET STREET, 5TH FLOOR, COURTROOM NUMBER 4, WILMINGTON, DELAWARE 19801.

[Remainder of Page Intentionally Left Blank]

Dated: July 18, 2025
Wilmington, Delaware

COLE SCHOTZ P.C.

/s/ Justin R. Alberto

Justin R. Alberto (No. 5126)
Stacy L. Newman (No. 5044)
500 Delaware Avenue, Suite 600
Wilmington, DE 19801
Tel: (302) 652-3131
Fax: (302) 652-3117
Email: jalberto@coleschotz.com
snewman@coleschotz.com

-and-

MCDERMOTT WILL & EMERY LLP

Darren Azman (admitted *pro hac vice*)
Kristin K. Going (admitted *pro hac vice*)
One Vanderbilt Avenue
New York, NY 10017
Tel: (212) 547-5400
Fax: (212) 547-5444
Email: dazman@mwe.com
kgoing@mwe.com

*Counsel to the Official Committee of
Unsecured Creditors*

EXHIBIT A

Time Detail



**McDermott
Will & Emery**

Invoice: 4036134
Client: 126747

07/10/2025

Forever 21 Creditors' Committee
c/o Brian Mitteldorf
C&C Nantong Cathay Clothing Co. Ltd
4340 Fulton Avenue, 3rd Floor
Sherman Oaks, CA 91423

For Services Rendered in Connection with:

Matter: 0011 Forever 21 Official Committee

Task / Date	Desc. / Name	Hours	Amount	Description
B110 06/02/25	Case Administration N. Allard	0.30	459.00	Review update emails from MWE and CS teams, and review related docket entries (.3).
B110 06/03/25	Case Administration K. Going	0.50	930.00	Review and respond to emails regarding recent filings (.5).
B110 06/03/25	Case Administration N. Allard	0.30	459.00	Review update emails from CS team re case issues (.3).
B110 06/04/25	Case Administration N. Allard	0.20	306.00	Review update emails from UCC professionals re case developments (.2).



**McDermott
Will & Emery**

Forever 21 Creditors' Committee

Client: 126747
Invoice: 4036134
Invoice Date: 07/10/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B110 06/05/25	Case Administration N. Allard	0.70	1,071.00	Review update emails from UCC professionals re case developments (.3); review emails from Young Conaway re case updates (.2); correspond with A. March re same (.2).
B110 06/06/25	Case Administration N. Allard	0.40	612.00	Review update emails from UCC professionals and UCC members re case developments (.4).
B110 06/09/25	Case Administration N. Allard	0.90	1,377.00	Review emails among UCC members and professionals re case updates (.4); emails among Cole Schotz, McDermott re same (.2); attend UCC professionals meeting (.3).
B110 06/09/25	Case Administration A. March	0.90	1,143.00	Telephone conference with Province, CS, and MWE teams re case updates (.3); correspond with N. Allard re same (.1); correspond with D. Azman and K. Going re same (.5).
B110 06/10/25	Case Administration N. Allard	0.50	765.00	Review emails among UCC professionals and members re case issues (.5).
B110 06/11/25	Case Administration N. Allard	0.30	459.00	Review case update emails from Debtors' counsel, UCC professionals (.3).



**McDermott
Will & Emery**

Forever 21 Creditors' Committee

Client: 126747
Invoice: 4036134
Invoice Date: 07/10/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B110 06/12/25	Case Administration N. Allard	0.30	459.00	Review case update emails from Young Conaway, Cole Schotz (.3).
B110 06/13/25	Case Administration N. Allard	0.20	306.00	Review Cole Schotz emails re case developments (.2).
B110 06/16/25	Case Administration N. Allard	0.70	1,071.00	Review case timeline and schedule (.2); attend UCC professional call (.2); review pleadings filed and emails among UCC professionals (.3).
B110 06/16/25	Case Administration C. Combs	0.30	418.50	Review correspondence from MWE, Cole Schotz, and Province re case developments (.3).
B110 06/16/25	Case Administration A. March	0.30	381.00	Telephone conference with Province, CS, and MWE teams re case updates (.3).
B110 06/18/25	Case Administration N. Allard	0.50	765.00	Review pleadings, voting results and case updates from Cole Schotz (.5).



**McDermott
Will & Emery**

Forever 21 Creditors' Committee

Client: 126747
Invoice: 4036134
Invoice Date: 07/10/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B110 06/20/25	Case Administration N. Allard	0.30	459.00	Review case update emails (.3).
B110 06/23/25	Case Administration N. Allard	0.20	306.00	Review case update emails from Cole Schotz and MWE team (.2).
B150 06/05/25	Mtgs/Communications w/Creditor N. Allard	0.20	306.00	Review emails from UCC members (.2).
B150 06/06/25	Mtgs/Communications w/Creditor N. Allard	0.20	306.00	Review emails from UCC members (.2).
B150 06/11/25	Mtgs/Communications w/Creditor N. Allard	0.70	1,071.00	Calls with creditors (.2); research related questions (.5).
B150 06/12/25	Mtgs/Communications w/Creditor N. Allard	0.40	612.00	Review and comment on emails to UCC (.2); call with S. Carnes re same (.2).



**McDermott
Will & Emery**

Forever 21 Creditors' Committee

Client: 126747
Invoice: 4036134
Invoice Date: 07/10/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B150 06/13/25	Mtgs/Communications w/Creditor N. Allard	0.40	612.00	Respond to creditor inquiries (.2); review draft emails to UCC prior to circulation (.2).
B150 06/17/25	Mtgs/Communications w/Creditor N. Allard	0.40	612.00	Review draft email to UCC and comment on same (.2); review related pleadings and case updates (.2).
B155 06/24/25	Court Hearings N. Allard	0.50	765.00	Attend confirmation hearing (.5).
B155 06/24/25	Court Hearings D. Azman	0.60	1,056.00	Prepare for confirmation hearing (.6).
B155 06/24/25	Court Hearings A. March	0.50	635.00	Attend confirmation hearing (.5).
B155 06/24/25	Court Hearings K. Going	2.00	3,720.00	Prepare for plan confirmation hearing (.8); participate in plan confirmation hearing (1.2).



**McDermott
Will & Emery**

Forever 21 Creditors' Committee

Client: 126747
Invoice: 4036134
Invoice Date: 07/10/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B160 06/05/25	Fee/Employment Applications D. Hurst	2.90	5,394.00	Review McDermott May time detail for privilege and compliance with local rules (2.9).
B160 06/09/25	Fee/Employment Applications A. March	0.30	381.00	Correspond with K. Going, J. Lee, and Province team re wire instructions (.3).
B160 06/11/25	Fee/Employment Applications D. Hurst	0.80	1,488.00	Begin to review and revise McDermott May fee application (.8).
B160 06/13/25	Fee/Employment Applications D. Hurst	2.40	4,464.00	Review revised McDermott May time detail for privilege and compliance with local rules (2.4).
B160 06/13/25	Fee/Employment Applications A. March	0.20	254.00	Correspond with CS and MWE teams re fee application (.2).
B160 06/16/25	Fee/Employment Applications D. Hurst	1.70	3,162.00	Review further revised May time detail for privilege and compliance with local rules (1.7).



**McDermott
Will & Emery**

Forever 21 Creditors' Committee

Client: 126747
Invoice: 4036134
Invoice Date: 07/10/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B160 06/17/25	Fee/Employment Applications D. Hurst	0.10	186.00	Draft correspondence to G. Steinman re task descriptions for fee application (.1).
B160 06/19/25	Fee/Employment Applications D. Hurst	1.20	2,232.00	Review and revise McDermott May fee application (1.2).
B310 06/11/25	Claims Administration & Object C. Combs	0.20	279.00	Review correspondence from Cole Schotz, MWE, Province re claims objections and related issues (.2).
B310 06/12/25	Claims Administration & Object N. Allard	0.50	765.00	Review emails from Debtors' counsel re claim objections, and other claim issues (.2); review stipulation re class claim (.3).
B320 06/02/25	Plan and Disclosure Statement N. Allard	0.10	153.00	Review emails from Cole Schotz and Young Conaway re plan (.1).
B320 06/02/25	Plan and Disclosure Statement K. Going	0.50	930.00	Draft correspondence to McDermott team re plan revisions (.5).



**McDermott
Will & Emery**

Forever 21 Creditors' Committee

Client: 126747
Invoice: 4036134
Invoice Date: 07/10/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B320 06/02/25	Plan and Disclosure Statement C. Combs	0.20	279.00	Review correspondence from MWE, Cole Schotz, YCST re settlement and related issues (.2).
B320 06/03/25	Plan and Disclosure Statement C. Combs	0.20	279.00	Review correspondence from MWE, Cole Schotz, YCST re settlement and related issues (.2).
B320 06/04/25	Plan and Disclosure Statement C. Combs	0.20	279.00	Review correspondence from UCC re settlement, plan administration (.2).
B320 06/05/25	Plan and Disclosure Statement N. Allard	3.10	4,743.00	Review updated plan (1.0); review related materials (.5); provide comments to plan (.3); review draft plan supplement documents (.7); comments to same (.3); related emails with Cole Schotz team (.3).
B320 06/05/25	Plan and Disclosure Statement A. March	2.30	2,921.00	Correspond with N. Allard re Debtors' amended plan (.3); review and revise amended plan (1.8); correspond with CS team re same (.2).
B320 06/06/25	Plan and Disclosure Statement N. Allard	1.70	2,601.00	Review updated plan (.5); provide comments and drafting language to plan (.7); call with S. Carnes re same (.3); review follow-up emails re plan issues and related background (.2).



**McDermott
Will & Emery**

Forever 21 Creditors' Committee

Client: 126747
Invoice: 4036134
Invoice Date: 07/10/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B320 06/06/25	Plan and Disclosure Statement C. Combs	0.50	697.50	Review correspondence from UCC re settlement, plan administration (.5).
B320 06/06/25	Plan and Disclosure Statement A. March	0.60	762.00	Correspond with N. Allard re Debtors' amended plan (.2); correspond with CS team re same (.2); review correspondence with MWE and CS teams re same (.2).
B320 06/07/25	Plan and Disclosure Statement N. Allard	0.30	459.00	Review emails among UCC professionals re plan administrator candidates and background materials (.3).
B320 06/07/25	Plan and Disclosure Statement A. March	0.70	889.00	Correspond with J. Lee re plan administrator and voting (.4); review correspondence re same (.3).
B320 06/08/25	Plan and Disclosure Statement N. Allard	0.30	459.00	Review emails from UCC professional and members re plan administrator (.3).
B320 06/08/25	Plan and Disclosure Statement A. March	0.70	889.00	Review Committee correspondence re selection of and voting on plan administrator (.7).



**McDermott
Will & Emery**

Forever 21 Creditors' Committee

Client: 126747
Invoice: 4036134
Invoice Date: 07/10/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B320 06/09/25	Plan and Disclosure Statement K. Going	1.80	3,348.00	Review plan administrator agreement and plan supplement documents (1.4); review correspondence regarding same (.4).
B320 06/09/25	Plan and Disclosure Statement N. Allard	1.00	1,530.00	Review updated plan supplement document (.3); correspond with A. Tersigni re same (.2); review and comment on UCC draft statement in support of plan (.3); emails with UCC professionals re same (.2).
B320 06/09/25	Plan and Disclosure Statement C. Combs	0.50	697.50	Review correspondence from UCC re settlement, plan administration (.3); correspondence with J. Winters and R. Lee re same (.2).
B320 06/10/25	Plan and Disclosure Statement N. Allard	0.40	612.00	Review updated plan supplement (.2); review related emails from Cole Schotz (.2).
B320 06/10/25	Plan and Disclosure Statement K. Going	0.80	1,488.00	Review and comment on plan documents related to settlement (.8).
B320 06/11/25	Plan and Disclosure Statement N. Allard	0.70	1,071.00	Correspond with Province and Cole Schotz re updated plan provisions and distributions (.3); review updated filed plan (.4).



**McDermott
Will & Emery**

Forever 21 Creditors' Committee

Client: 126747
Invoice: 4036134
Invoice Date: 07/10/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B320 06/11/25	Plan and Disclosure Statement D. Azman	0.70	1,232.00	Communications re selection of plan administrator (.7).
B320 06/12/25	Plan and Disclosure Statement N. Allard	0.50	765.00	Review confirmation order (.3); draft comments re same (.2).
B320 06/12/25	Plan and Disclosure Statement D. Azman	0.50	880.00	Communications with McDermott team re selection of plan administrator (.5).
B320 06/13/25	Plan and Disclosure Statement N. Allard	0.70	1,071.00	Emails with UCC professionals re confirmation order (.2); review same (.5).
B320 06/13/25	Plan and Disclosure Statement A. March	1.20	1,524.00	Review and analyze draft confirmation order (1.0); correspond with N. Allard and A. Tersigni re same (.2).
B320 06/17/25	Plan and Disclosure Statement C. Combs	0.10	139.50	Review correspondence re plan confirmation from MWE, Cole Schotz, Province (.1).



**McDermott
Will & Emery**

Forever 21 Creditors' Committee

Client: 126747
Invoice: 4036134
Invoice Date: 07/10/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B320 06/19/25	Plan and Disclosure Statement N. Allard	0.40	612.00	Review updated plan terms and email from Cole Schotz re same (.4).
B320 06/20/25	Plan and Disclosure Statement C. Combs	0.20	279.00	Review correspondence re plan confirmation, global settlement from S. Carnes, J. Alberto (.2).
B320 06/23/25	Plan and Disclosure Statement C. Combs	0.20	279.00	Review correspondence from MWE, Cole Schotz re confirmation and settlement (.2).
B320 06/24/25	Plan and Disclosure Statement C. Combs	0.20	279.00	Review correspondence from M. Solimani re confirmation hearing and confirmation order (.2).
Total Hours		45.30	Total For Services	\$72,194.00

Task Code Summary

Task Code	Description	Hours	Amount
B110	Case Administration	7.80	11,746.50
B150	Mtgs/Communications w/Creditor	2.30	3,519.00
B155	Court Hearings	3.60	6,176.00
B160	Fee/Employment Applications	9.60	17,561.00
B310	Claims Administration & Object	0.70	1,044.00
B320	Plan and Disclosure Statement	21.30	32,147.50
		45.30	72,194.00



Forever 21 Creditors' Committee
 Invoice: 4036134

07/10/2025

Timekeeper Summary

Name	Hours	Rate	Amount
N. Allard	18.30	1,530.00	27,999.00
D. Azman	1.80	1,760.00	3,168.00
C. Combs	2.80	1,395.00	3,906.00
K. Going	5.60	1,860.00	10,416.00
D. Hurst	9.10	1,860.00	16,926.00
A. March	7.70	1,270.00	9,779.00
Totals	45.30		<u>\$72,194.00</u>