

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

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| In re: | Chapter 11 |
| FULCRUM BIOENERGY, INC., <i>et al.</i> , | Case No. 24-12008 (TMH) |
| Debtors. ¹ | (Jointly Administered) |
| | Obj. Deadline: March 10, 2025 at 4:00 p.m. (ET) |

**COMBINED THIRD MONTHLY FEE APPLICATION OF EVERSHEDS
SUTHERLAND (US) LLP FOR ALLOWANCE OF COMPENSATION AND
REIMBURSEMENT OF EXPENSES AS CO-COUNSEL TO THE OFFICIAL
COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD FROM
DECEMBER 1, 2024 THROUGH AND INCLUDING JANUARY 31, 2025**

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|---|--|
| Name of Applicant: | Eversheds Sutherland (US) LLP (“ <u>Eversheds</u> ”) |
| Authorized to Provide Professionals Services to: | Official Committee of Unsecured Creditors |
| Effective Date of Retention: | September 21, 2024 (Order entered October 22, 2024) |
| Period for Which Compensation and Reimbursement are Sought: | December 1, 2024 through January 31, 2025 |
| Total Amount of Fees Requested: | \$311,025.00 |
| Less 20% Holdback: | \$62,205.00 |
| 80% of Compensation Sought as Actual, Reasonable and Necessary: | \$248,820.00 |
| Total Amount of Expenses Requested: | \$2,621.74 |
| Fees Previously Paid Pursuant to Interim Compensation Order: | \$738,229.47 |
| Expenses Previously Pursuant to Interim Compensation Order: | \$18,346.22 |
| Type of Application: | Monthly Fee Application |

¹ The debtors and debtors in possession in these chapter 11 cases, along with each debtor’s federal tax identification numbers are: Fulcrum BioEnergy, Inc. (3733); Fulcrum Sierra BioFuels, LLC (1833); Fulcrum Sierra Finance Company, LLC (4287); and Fulcrum Sierra Holdings, LLC (8498). The location of the Debtors’ service address is: Fulcrum BioEnergy Inc., P.O. Box 220 Pleasanton, CA 94566.



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

In re:

Chapter 11

FULCRUM BIOENERGY, INC., *et al.*,

Case No. 24-12008 (TMH)

Debtors.¹

(Jointly Administered)

Obj. Deadline: March 10, 2025 at 4:00 p.m. (ET)

**COMBINED THIRD MONTHLY FEE APPLICATION OF EVERSHEDS
SUTHERLAND (US) LLP FOR ALLOWANCE OF COMPENSATION AND
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Pursuant to sections 105(a), 330 and 331 of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure for the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), Eversheds Sutherland (US) LLP (“Eversheds”), co-counsel for the Official Committee of Unsecured Creditors (the “Committee”), hereby submits its combined third monthly fee application (the “Application”) for compensation and reimbursement of expenses for the period from December 1, 2024 through and including January 31, 2025 (the “Application Period”). By this Application, Eversheds seeks a monthly interim allowance and payment of compensation in the amount of \$248,820.00 (80% of its total fees of \$311,025.00) and reimbursement of expenses of \$2,621.74 (100% of the expenses incurred) for the Application Period for an aggregate total of \$251,441.74, in accordance with the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for*

¹ The debtors and debtors in possession in these chapter 11 cases, along with each debtor’s federal tax identification numbers are: Fulcrum BioEnergy, Inc. (3733); Fulcrum Sierra BioFuels, LLC (1833); Fulcrum Sierra Finance Company, LLC (4287); and Fulcrum Sierra Holdings, LLC (8498). The location of the Debtors’ service address is: Fulcrum BioEnergy Inc., P.O. Box 220 Pleasanton, CA 94566.

Retained Professionals [D.I. 170] (the “Interim Compensation Order”) and the *Order Authorizing the Retention and Employment of Eversheds Sutherland (US) LLP as Co-Counsel to the Official Committee of Unsecured Creditors Nunc Pro Tunc to September 21, 2024* [D.I. 188] (the “Retention Order”). In support of the Application, Eversheds respectfully states as follows:

JURISDICTION AND VENUE

1. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2). Venue of the above-captioned cases (the “Chapter 11 Cases”) and this Application in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

2. The statutory predicates for the relief requested herein are sections 105(a), 330 and 331 of the Bankruptcy Code, Rule 2016 of the Bankruptcy Rules, and Rule 2016-2 of the Local Rules.

BACKGROUND

3. On September 9, 2024, (the “Petition Date”), the above-captioned debtors (the “Debtors”) filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code. The Chapter 11 Cases are being jointly administered for procedural purposes only pursuant to Bankruptcy Rule 1015(b).

4. The Debtors have continued in possession of their property and have continued to operate and manage their businesses as Debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in these Chapter 11 Cases.

5. On September 19, 2024, the United States Trustee for Region 3 (the “United States Trustee”) filed its *Notice of Appointment* of a five (5) member Committee pursuant to section 1102(a)(1) of the Bankruptcy Code. *See* D.I. 74. On September 21, 2024, the Committee selected Eversheds to serve as counsel to the Committee and Dundon Advisors, LLC (“Dundon”) to serve as its financial advisor. On September 23, 2024, the Committee selected Morris James LLP (“Morris James”) to serve as its co-counsel. On October 14, 2024, the Committee selected Layer 7 Capital, LLC to serve as its investment banker.

6. On October 15, 2024, the Court entered the Interim Compensation Order, which established procedures by which Professionals (as defined in the Interim Compensation Order) may seek compensation for services rendered and reimbursement for expenses incurred in connection with the Chapter 11 Cases. *See* D.I. 170.

7. On October 22, 2024, the Court entered the Retention Order, approving the retention and employment of Eversheds as co-counsel to the Committee.

PROFESSIONAL SERVICES RENDERED

8. Subject to Court approval, Eversheds seeks payment for compensation on an hourly basis, plus reimbursement of actual, necessary expenses incurred by Eversheds during the Application Period. The rates charged by Eversheds in these Chapter 11 Cases do not differ from the rates charged to Eversheds’ non-bankruptcy clients.

9. A summary of the hours spent, the names of each professional and paraprofessional rendering services to the Committee during the Application Period, the regular customary billing rates and the total value of time incurred by each of the Eversheds attorneys rendering services to the Committee is attached hereto as **Exhibit A**. A copy of the time entries reflecting the time recorded for these services, organized in project billing categories in accordance with the

Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases, as well as a summary of time recorded by project billing category, is attached hereto as **Exhibit B**. A statement of expenses incurred by Eversheds during the Application Period is attached hereto as **Exhibit C**. All time entries and requested expenses are in compliance with Local Rule 2016-1.

10. Pursuant to the Interim Compensation Order, Eversheds and other estate professionals retained in the Chapter 11 Cases are authorized to file and serve upon the Debtors and other Notice Parties identified in the Interim Compensation Order monthly fee applications (each, a “**Monthly Fee Application**”) for their fees and expenses. After the expiration of a fourteen (14) day objection period, the Debtors are authorized to promptly pay eighty percent (80%) of the fees and one hundred percent (100%) of the expenses requested in the relevant Monthly Fee Application, unless an objection has been filed to the requested fees and/or expenses or the Court orders otherwise.

11. In accordance with the Interim Compensation Order, Eversheds served upon the Debtors and the other Notice Parties identified in the Interim Compensation Order this Application regarding its fees and expenses incurred during the Application Period.

12. All services rendered for which compensation is requested and all costs incurred for which reimbursement is requested by Eversheds in this Application were reasonable, necessary and appropriate and were performed for or incurred on behalf of the Committee during the Application Period. In addition, Eversheds worked closely with the Committee’s co-counsel, Morris James, and the Committee’s financial advisor, Dundon, to ensure that there was no duplication of services and that all matters were appropriately and diligently handled for the Committee in a timely and efficient manner.

CONCLUSION

13. Eversheds has necessarily and properly recorded 286.80 hours of services in the performance of its duties as counsel for the Committee during the Application Period. Eversheds respectfully requests an interim fee allowance for professional services rendered in the amount of \$248,820.00 (comprising 80% of \$311,025.00). Eversheds has also necessarily incurred reasonable and necessary disbursements in the amount of \$2,621.74 in the performance of its duties to the Committee during the Application Period and respectfully requests reimbursement of such amount.

14. As stated in the Declaration of Todd C. Meyers, annexed hereto as **Exhibit D**, Eversheds has not agreed to share any compensation to be received with any other person.

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WHEREFORE, Eversheds respectfully requests an interim award of \$248,820.00 (80% of its total fees of \$311,025.00) and reimbursement of \$2,621.74 (100% of the allowed expenses) for an aggregate total payment of \$251,441.74 and for such other and further relief as the Court deems just and proper.

Dated: February 24, 2025

EVERSHEDS SUTHERLAND (US) LLP

/s/ Jennifer B. Kimble

Todd C. Meyers (admitted *pro hac vice*)
999 Peachtree Street NE, Suite 2300
Atlanta, Georgia 30309
Telephone: (404) 868-6645
Email: toddmeyers@eversheds-sutherland.com

-and-

Todd C. Meyers (admitted *pro hac vice*)
Jennifer B. Kimble (admitted *pro hac vice*)
Sameer M. Alifarag (admitted *pro hac vice*)
The Grace Building, 40th Floor
1114 Avenue of the Americas
New York, New York 10036
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sameeralifarag@eversheds-sutherland.com

*Counsel to the Official Committee of Unsecured
Creditors*

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

In re:

FULCRUM BIOENERGY, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 24-12008 (TMH)

(Jointly Administered)

Obj. Deadline: March 10, 2025 at 4:00 p.m. (ET)

**NOTICE OF COMBINED THIRD MONTHLY FEE APPLICATION OF EVERSHEDS
SUTHERLAND (US) LLP FOR ALLOWANCE OF COMPENSATION AND
REIMBURSEMENT OF EXPENSES AS CO-COUNSEL TO THE OFFICIAL
COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD FROM
DECEMBER 1, 2024 THROUGH AND INCLUDING JANUARY 31, 2025**

PLEASE TAKE NOTICE that, on February 24, 2025, Eversheds Sutherland (US) LLP, co-counsel of the Official Committee of Unsecured Creditors (the “Committee”), filed the *Combined Third Monthly Fee Application of Eversheds Sutherland (US) LLP for Allowance of Compensation and Reimbursement of Expenses as Co-Counsel for the Official Committee of Unsecured Creditors for the Period from December 1, 2024 Through and Including January 31, 2025* (the “Application”).

If you object to the relief sought by the Application, you are required to file a response to the Application on or before **March 10, 2025, at 4:00 p.m. (ET)**. At the same time, you must also serve a copy of the response upon the Committee’s counsel:

Jeffrey R. Waxman
Eric J. Monzo
Christopher M. Donnelly
MORRIS JAMES LLP
500 Delaware Avenue, Suite 1500
Wilmington, Delaware 19801
Telephone: (302) 888-6800
Facsimile: (302) 571-1750
Email: jwaxman@morrisjames.com
emonzo@morrisjames.com
cdonnelly@morrisjames.com

Todd C. Meyers
Jennifer B. Kimble
Sameer M. Alifarag
EVERSHEDS SUTHERLAND (US) LLP
The Grace Building, 40th Floor
1114 Avenue of the Americas
New York, New York 10036
Telephone: (212) 389-5000
Email: toddmeyers@eversheds-sutherland.com
jenniferkimble@eversheds-sutherland.com
sameeralifarag@eversheds-sutherland.com

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PLEASE TAKE FURTHER NOTICE THAT IF NO OBJECTIONS ARE FILED AND SERVED IN ACCORDANCE WITH THE ABOVE PROCEDURES, THEN 80% OF THE FEES AND 100% OF THE EXPENSES REQUESTED IN THE APPLICATION MAY BE PAID PURSUANT TO THE INTERIM COMPENSATION ORDER WITHOUT FURTHER HEARING OR ORDER OF THE COURT.

A HEARING ON THE APPLICATION WILL BE HELD ONLY IF OBJECTIONS ARE FILED, OR IF THE COURT DIRECTS OTHERWISE AT A DATE AND TIME TO BE SCHEDULED BY THE COURT.

Dated: February 24, 2025
Wilmington, Delaware

MORRIS JAMES LLP

/s/ Jeffrey R. Waxman

Jeffrey R. Waxman (DE Bar No. 4159)
Eric J. Monzo (DE Bar No. 5214)
Christopher M. Donnelly (DE Bar No. 7149)
500 Delaware Avenue, Suite 1500
Wilmington, DE 19801
500 Delaware Avenue, Suite 1500
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-and-

Todd C. Meyers (admitted *pro hac vice*)
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-and-

Todd C. Meyers (admitted *pro hac vice*)
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Sameer M. Alifarag (admitted *pro hac vice*)
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sameeralifarag@eversheds-sutherland.com

*Counsel to the Official Committee of Unsecured
Creditors*

EXHIBIT “A”**SUMMARY OF BILLING BY PROFESSIONAL**

| Name of Attorney or Other Professional | Title | Year Admitted to Practice | Hourly Rate (Dec. 2024/ Jan. 2025) | Hours Billed | Total Individual Fees |
|---|------------------|----------------------------------|---|---------------------|------------------------------|
| Todd C. Meyers | Partner | 1991 | \$1,435.00/ \$1,525.00 | 62.20 | \$92,659.00 |
| Jennifer B. Kimble | Senior Counsel | 2005 | \$975.00/ \$1,075.00 | 126.30 | \$130,152.50 |
| Rebecca A. Gelfand | Counsel | 2002 | \$1,025.00/ \$1,095.00 | 27.70 | \$30,086.50 |
| Sameer M. Alifarag | Associate | 2019 | \$820.00/ \$925.00 | 67.10 | \$57,227.00 |
| Cynthia Wyke-Garrett | Paraprofessional | NA | \$375.00 | 0.20 | \$75.00 |
| Ematchia L. Brown | Paraprofessional | NA | \$250.00 | 3.30 | \$825.00 |
| TOTAL | | | | 286.80 | \$311,025.00 |

Blended Hourly Rate: \$1,084.46

EXHIBIT “B”**COMPENSATION BY PROJECT CATEGORY**

| Project Category | Total Hours | Total Fees |
|---|--------------------|---------------------|
| BK 110 – Asset Disposition | 69.30 | \$81,379.00 |
| BK 130 – Case Administration and Analysis | 3.60 | \$3,948.50 |
| BK 140 – Claims Adm. and Objections | 5.70 | \$5,510.50 |
| BK 141 – Lien Investigation | 48.90 | \$55,606.50 |
| BK 160 – Fee/ Employment Applications | 27.90 | \$27,059.00 |
| BK 170 – Fee/Employment Objections | 2.10 | \$2,025.00 |
| BK 180 – Financing | 2.00 | \$2,068.50 |
| BK 190 – Litigation General | 52.30 | \$45,740.00 |
| BK 200 – Meetings of Creditors | 14.20 | \$15,750.50 |
| BK 210 – Plan and Disclosure Statement | 60.80 | \$71,937.50 |
| TOTAL | 286.80 | \$311,025.00 |

EVERSHEDS
SUTHERLAND

Eversheds Sutherland (US) LLP

999 Peachtree Street NE
Suite 2300
Atlanta, GA 30309-3996

T: +1 404 853 8000

eversheds-sutherland.com

IRS Employer ID No: 58-0619407

Electronic Remittance Instructions:

Bank Name: Wells Fargo Bank, N.A.
Acct Name: Eversheds Sutherland (US) LLP
Acct Number: [REDACTED]
Wire Routing/ABA: [REDACTED]
ACH Routing: [REDACTED]
SWIFT Code: [REDACTED]

Check Remittance Instructions:

Eversheds Sutherland (US) LLP
PO Box 931885
Atlanta, GA 31193-1885

**Fulcrum Official Committee
c/o Luke Murley
1201 North Market Street, Suite 2300
Wilmington, DE 19801**

Bill No. 1328313
Bill Date January 14, 2025

**Matter No: 98061.0001
RE: Fulcrum**

FOR LEGAL SERVICES RENDERED THROUGH December 31, 2024

| | |
|------------------------------------|---------------------|
| Fees | \$132,098.50 |
| Total Current Disbursements | \$2,430.50 |
| Total Current Bill | \$134,529.00 |

FOR LEGAL SERVICES RENDERED THROUGH December 31, 2024**FEE DETAIL**

| <u>Date</u> | <u>Timekeeper</u> | <u>Narrative</u> | <u>Task</u> | <u>Hours</u> | <u>Amount</u> |
|----------------------------------|--------------------|--|-------------|--------------|---------------|
| BK110 - Asset Disposition | | | | | |
| 12/02/24 | Jennifer B. Kimble | Emails with Bondholders re: sale proceeds waterfall and closing costs (.1); emails with T. Meyers re: closing costs (.2); review Rejection Motion (.2). | BK110 | 0.50 | 487.50 |
| 12/02/24 | Sameer M. Alifarag | Review of omnibus motion to reject contracts (.1); email correspondences with J. Weiss of Linde regarding same (.1). | BK110 | 0.20 | 164.00 |
| 12/02/24 | Todd C. Meyers | Review rejection motion (.1); exchange with Linde regarding same (.1); exchange regarding closing expenses in waterfall (.1). | BK110 | 0.30 | 430.50 |
| 12/03/24 | Todd C. Meyers | Emails regarding Topco sale status (.1); exchange with Doug Buckley regarding Topco issues (.1); call with Curtis Miller regarding Topco and other issues (.5); call with Jennifer Kimble regarding same (.1). | BK110 | 0.80 | 1,148.00 |
| 12/03/24 | Todd C. Meyers | Various exchanges regarding waterfall and closing cost issues. | BK110 | 0.50 | 717.50 |
| 12/03/24 | Jennifer B. Kimble | Email with T. Meyers re: sale closing costs and response to Bondholders (.2); review settlement term sheet re: closing costs arguments (.2); review and analyze sale waterfall scenario A and B (.1); email with C. Miller re: distribution of sale proceeds (.1); call with T. Meyers re: sales proceeds waterfall and sale of parent assets (.2); review final waterfall (.2); email with J. Waxman and M. Dundon re: Layer 7 fees included in waterfall (.1); emails with T. Meyers and D. Buckley re: plan term sheet as part of sale (.2); call with T. Meyers re: plan terms (.2). | BK110 | 1.50 | 1,462.50 |
| 12/04/24 | Jennifer B. Kimble | Emails with T. Meyers and G. Hill re: sale waterfall. | BK110 | 0.20 | 195.00 |
| 12/04/24 | Todd C. Meyers | Dundon email regarding waterfall. | BK110 | 0.10 | 143.50 |
| 12/05/24 | Jennifer B. Kimble | Call with L. Murley re: Johnson Matthey purchase of cans/catalysts and status of discussions with the Debtors (.3); call and email with T. Meyers re: possible sale of cans/catalysts (.2). | BK110 | 0.50 | 487.50 |

FEE DETAIL

| <u>Date</u> | <u>Timekeeper</u> | <u>Narrative</u> | <u>Task</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--------------------|--|-------------|--------------|---------------|
| 12/05/24 | Todd C. Meyers | Conference with Jennifer Kimble regarding purchase of Topco assets. | BK110 | 0.10 | 143.50 |
| 12/09/24 | Todd C. Meyers | Various exchanges with Curtis Miller regarding Topco offer (.3); call with Curtis Miller regarding same (.6). | BK110 | 0.90 | 1,291.50 |
| 12/10/24 | Jennifer B. Kimble | Email with T. Meyers re: revised offer for sale of certain parent assets (.2); emails with C. Miller and C. Carlisle re: status of sale to JMD (.2). | BK110 | 0.40 | 390.00 |
| 12/10/24 | Todd C. Meyers | Email with Jennifer Kimble regarding PCL deal (.1); email to debtor regarding catalyst (.1). | BK110 | 0.20 | 287.00 |
| 12/11/24 | Jennifer B. Kimble | Email with C. Carlisle re: status of discussions with JDM re: can/catalyst sale (.2); Email with S. Alifarag re: DSI fees and sale waterfall (.2). | BK110 | 0.40 | 390.00 |
| 12/11/24 | Todd C. Meyers | Exchange with Clint Carlisle regarding catalyst sale status. | BK110 | 0.10 | 143.50 |
| 12/12/24 | Jennifer B. Kimble | Review update on PCL credit bid and release of proceeds. | BK110 | 0.20 | 195.00 |
| 12/12/24 | Todd C. Meyers | Exchanges with Curtis Carlisle regarding Topco deal. | BK110 | 0.20 | 287.00 |
| 12/17/24 | Sameer M. Alifarag | Review of sale and plan term sheet. | BK110 | 0.40 | 328.00 |
| 12/17/24 | Jennifer B. Kimble | Email correspondence with C. Miller re: status of PCL credit bid for parent assets and next steps. | BK110 | 0.10 | 97.50 |
| 12/17/24 | Todd C. Meyers | Email Curtis Miller regarding Topco deal (.1); call with Curtis Miller regarding regarding same and other issues (.3); exchange with Clint Carlisle regarding Catalyst sale (.1); debtor email regarding Topco sale term sheet (.1). | BK110 | 0.60 | 861.00 |
| 12/18/24 | Jennifer B. Kimble | Review email re: plan and sale term sheet (.1); high level review of plan and sale term sheet (.2); emails and call with C. Miller re: parent asset sale (.4); call with T. Meyers re: sale update (.2). | BK110 | 0.90 | 877.50 |
| 12/18/24 | Todd C. Meyers | Call with Jennifer Kimble regarding PCL request to sell IP to third parties. | BK110 | 0.20 | 287.00 |

FEE DETAIL

| <u>Date</u> | <u>Timekeeper</u> | <u>Narrative</u> | <u>Task</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--------------------|--|-------------|--------------|---------------|
| 12/19/24 | Todd C. Meyers | Review motion and order regarding Catalyst agreement and exchange with Jennifer Kimble regarding same (.5); review Catalyst APA (.3); further exchanges with Jennifer Kimble regarding above and regarding PCL purchase (.2); review plan and sale term sheet (.9). | BK110 | 1.90 | 2,726.50 |
| 12/19/24 | Jennifer B. Kimble | Review and analyze Catalyst APA (.8); review and mark up Catalyst private sale motion (.9); review and mark up proposed order on Catalyst sale motion (.5); emails with T. Meyers re: APA and Sale Motion (.3); review T. Meyers comments to sale motion and order and further mark up (.4); review and analyze plan and sale term sheet and make notes re: the same (1.0); call and emails with T. Meyers re: plan term sheet (.4). | BK110 | 4.30 | 4,192.50 |
| 12/19/24 | Sameer M. Alifarag | Email correspondences with C. Carlisle, T. Meyers and J. Kimble regarding catalyst sale APA and related sale motion (.1); review of same (.6); email correspondences with T. Meyers, J. Kimble, and debtors' counsel regarding issues with plan and sale term sheet (.1). | BK110 | 0.80 | 656.00 |
| 12/20/24 | Sameer M. Alifarag | Email correspondences with ES team and debtors' counsel regarding comments to sale motion, and review of same (.1); review and analysis of motion to extend time to assume or reject unexpired leases (.2). | BK110 | 0.30 | 246.00 |
| 12/20/24 | Todd C. Meyers | Review Topco sale and term sheet (.4); call with MNAT regarding same (.6); exchange with Jennifer Kimble regarding same (.1); Jennifer Kimble email regarding Catalyst comments (.1); exchange with Matt Dundon regarding same (.1). | BK110 | 1.30 | 1,865.50 |
| 12/20/24 | Jennifer B. Kimble | Call with MNAT (Curtis Miller, Clint Carlisle, Rob Dehney) re: parent asset sale (.7); mark up Catalyst sale documents (.6); email with MNAT team re: Catalyst sale documents (.1); respond to J. Altman email re: PCL communications with buyers (.1); emails with T. Meyers re: plan and sale term sheet (.2); call with T. Meyers re: releases and next steps (.2). | BK110 | 1.90 | 1,852.50 |
| 12/21/24 | Todd C. Meyers | Review redline of Catalyst sale motion (.1); Josh Altman email regarding discussions with Blue Arrow (.1). | BK110 | 0.20 | 287.00 |

FEE DETAIL

| <u>Date</u> | <u>Timekeeper</u> | <u>Narrative</u> | <u>Task</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--------------------|---|-------------|--------------|---------------|
| 12/21/24 | Jennifer B. Kimble | Review email from T. Meyers re: lease extension motion. | BK110 | 0.20 | 195.00 |
| 12/23/24 | Jennifer B. Kimble | Email with J. Altman re: parent asset sale (.1); review information received from C. Carlisle re: catalyst sale and updated APA (.3); follow up correspondence with T. Meyers and C. Miller re: status of discussions over plan and sale term sheet (.3); review plan and sale term sheet (.2); review Motion to Extend Time to Reject Non-Residential Real Property leases (.2); emails with G. Hill re: Sparks warehouse lease and monthly payments (.2). | BK110 | 1.30 | 1,267.50 |
| 12/23/24 | Todd C. Meyers | Review Clint Carlyle email regarding Catalyst sale (.1); exchange with Jennifer Kimble regarding same (.1); further exchanges with MNAT regarding same (.2); review escrow agreement (.1). | BK110 | 0.50 | 717.50 |
| 12/24/24 | Sameer M. Alifarag | Email correspondences with debtors' counsel and Eversheds team regarding issues in connection with sale of CANS (.1); review and analysis of revised asset purchase agreement (.4). | BK110 | 0.50 | 410.00 |
| 12/24/24 | Jennifer B. Kimble | Emails with C. Miller and C. Carlisle re: JMD Catalyst Sale issues (.2); review email re: parent sale APA and timing of filing (.2). | BK110 | 0.40 | 390.00 |
| 12/25/24 | Todd C. Meyers | Exchange with Curtis Miller regarding sale motion timing. | BK110 | 0.10 | 143.50 |
| 12/26/24 | Sameer M. Alifarag | Email correspondences with T. Meyers and J. Kimble regarding motion to extend time to assume or reject unexpired leases. | BK110 | 0.10 | 82.00 |

FEE DETAIL

| <u>Date</u> | <u>Timekeeper</u> | <u>Narrative</u> | <u>Task</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--------------------|--|-------------|--------------|---------------|
| 12/26/24 | Jennifer B. Kimble | Emails with T. Meyers and C. Miller re: JMD Catalyst sale and specific performance remedy (.2); review Catalyst APA redline (.4); emails with T. Meyers re: PCL Sale APA (.2); review and analyze T. Meyers comments to PCL Sale APA (.3); review PCL Sale APA and mark additional comments (1.0); email with T. Meyers re: PCL sale agreement comments (.2); emails with C. Carlisle and C. Miller re: additional PCL sale agreement comments (.3); email with C. Carlisle re: cans/ catalyst APA, Sale Motion and Order (.1); review further mark up of PCL Sale Agreement (.4); emails and calls with T. Meyers re: revised PCL Sale Agreement (.5); review information from Dundon on Sparks warehouse monthly payments (.1); review Sparks warehouse lease (.2); email with T. Meyers re: sparks lease payments (.1). | BK110 | 4.00 | 3,900.00 |
| 12/26/24 | Todd C. Meyers | Email regarding Catalyst deal (.1); exchange with Jennifer Kimble regarding warehouse lease (.1); review and revise PCL APA (1.0); review Jennifer Kimble comments and exchange regarding same (.2); review Catalyst sale order email from Jennifer Kimble (.1); Jennifer Kimble email regarding Catalyst motion status (.1); review revised agreement and exchanges regarding same (.5); Clint Carlyle email regarding comments to APA (.1). | BK110 | 2.20 | 3,157.00 |
| 12/27/24 | Sameer M. Alifarag | Email correspondences regarding proposed sale of parent assets (.1); review of finalized sale motion (.3). | BK110 | 0.40 | 328.00 |
| 12/27/24 | Jennifer B. Kimble | Review revised plan and sale term sheet (.2); mark up plan term sheet (.3); further review of Parent Sale Agreement (.4); emails with T. Meyers re: same (.2); call with C. Miller, T. Meyers and J. Altman re: parent sale documents (.5); follow up correspondence with MNAT re: JMD sale documents (.2); review updated JMD sale motion and sale agreement (.3); review and revise draft PCL Sale Order (.9); emails with T. Meyers re: PCL Claims (.2); analyze PCL Proofs of Claim (.3); email with T. Meyers re: warehouse lease and confirmation that only remaining unexpired lease (.1). | BK110 | 3.60 | 3,510.00 |

FEE DETAIL

| <u>Date</u> | <u>Timekeeper</u> | <u>Narrative</u> | <u>Task</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--------------------|---|-------------|--------------|---------------|
| 12/27/24 | Todd C. Meyers | Review term sheets in connection with PCL sale (.9); call with PCL and debtor regarding same (.5); conference with Jennifer Kimble regarding same (.1); email to Jennifer Kimble with comments to term sheets (.2); exchange with Jennifer Kimble regarding Catalyst sale proceeds (.1); exchange with Jennifer Kimble regarding retention of lease (.1); review revised Catalyst sale documents and exchange with Jennifer Kimble regarding same (.2). | BK110 | 2.10 | 3,013.50 |
| 12/29/24 | Jennifer B. Kimble | Call with T. Meyers re: parent sale documents (.2); review email from T. Meyers re: parent sale order comments (.1); emails with T. Meyers re: comments to sale and plan term sheet and plan term sheet (.2). | BK110 | 0.50 | 487.50 |
| 12/29/24 | Todd C. Meyers | Conference with Jennifer Kimble regarding PCL sale issues (.2); review and revise and edit order on PCL sale (1.0). | BK110 | 1.20 | 1,722.00 |
| 12/30/24 | Jennifer B. Kimble | Review revised PCL APA (.4); review T. Meyers comments to revised APA (.2); incorporate revisions into PCL APA (1.0); call with T. Meyers re: PCL APA (.3); revise PCL Sale Order (.8); emails with T. Meyers re: revised sale order (.3); review revised sale and plan term sheet (.3); incorporate Committee comments into sale and plan term sheets (.5); emails with T. Meyers re: revised plan term sheet (.2). | BK110 | 4.00 | 3,900.00 |
| 12/30/24 | Todd C. Meyers | Review revised PCL APA and email Jennifer Kimble regarding comments to same (.6); review Jennifer Kimble revisions to APA and exchange regarding same (.2); exchanges with Clint Carlisle regarding term sheets (.1); revise and edit PCL order and email Jennifer Kimble regarding same (.3). | BK110 | 1.20 | 1,722.00 |
| 12/31/24 | Todd C. Meyers | Review revised sale order and exchanges with Jennifer Kimble (.3); review sale term sheet and revise same (.4); call with Jennifer Kimble regarding above (.1); call with Jennifer Kimble and Josh Altman (.4); exchange with Curtis Miller regarding comments to order (.1). | BK110 | 1.30 | 1,865.50 |

FEE DETAIL

| <u>Date</u> | <u>Timekeeper</u> | <u>Narrative</u> | <u>Task</u> | <u>Hours</u> | <u>Amount</u> |
|---|--------------------|---|-------------|--------------|------------------|
| 12/31/24 | Jennifer B. Kimble | Emails with T. Meyers and J. Altmann re: call to discuss PCL Sale Agreement (.2); calls with T. Meyers re: PCL Sale Order (.3); call with T. Meyers and J. Altmann re: PCL Sale Agreement (.5); revise PCL Sale Order (.5); email with MNAT and J. Altmann re: revised PCL Sale order (.2); respond to C. Miller email re: PCL sale order language (.2); mark up Plan Term Sheet and send comments to T. Meyers (.8); emails with T. Meyers re: term sheet comments (.2). | BK110 | 2.90 | 2,827.50 |
| Fees for BK110 - Asset Disposition | | | | 46.50 | 52,279.00 |

BK130 - Case Administration and Analysis

| | | | | | |
|--|--------------------|--|-------|-------------|-----------------|
| 12/05/24 | Todd C. Meyers | Conference and emails with Jennifer Kimble regarding various issues. | BK130 | 0.20 | 287.00 |
| 12/06/24 | Todd C. Meyers | Email Sameer Alifarag regarding amended schedules. | BK130 | 0.10 | 143.50 |
| 12/06/24 | Sameer M. Alifarag | Review and analysis of amended schedules (1.3); email correspondences with ES team regarding same (.3); review of debtors' motion to extend time to remove civil actions (.1). | BK130 | 1.70 | 1,394.00 |
| 12/19/24 | Jennifer B. Kimble | Review Docket re: omnibus hearing dates. | BK130 | 0.10 | 97.50 |
| 12/21/24 | Todd C. Meyers | Review various motions and exchanges with Jennifer Kimble regarding same. | BK130 | 0.40 | 574.00 |
| Fees for BK130 - Case Administration and Analysis | | | | 2.50 | 2,496.00 |

BK140 - Claims Adm. and Objections

| | | | | | |
|----------|--------------------|---|-------|------|--------|
| 12/03/24 | Jennifer B. Kimble | Email with T. Meyers re: Bar Date Motion (.1); review Bar Date Motion (.3); call with S. Alifarag re: Bar Date Motion (.2). | BK140 | 0.60 | 585.00 |
| 12/03/24 | Sameer M. Alifarag | Review of bar date motion, order and notices (.6); call with J. Kimble regarding same (.2). | BK140 | 0.80 | 656.00 |
| 12/03/24 | Todd C. Meyers | Exchange with Sameer Alifarag regarding bar date order. | BK140 | 0.10 | 143.50 |
| 12/05/24 | Jennifer B. Kimble | Email with S. Alifarag re: comments to bar date motion. | BK140 | 0.20 | 195.00 |
| 12/05/24 | Sameer M. Alifarag | Further review and analysis of bar date documents (.5); correspondences with J. Kimble regarding same (.2). | BK140 | 0.70 | 574.00 |

FEE DETAIL

| <u>Date</u> | <u>Timekeeper</u> | <u>Narrative</u> | <u>Task</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--------------------|---|-------------|--------------|---------------|
| 12/07/24 | Sameer M. Alifarag | Email correspondences with J. Kimble regarding bar date document review (.1); email correspondences with debtors' counsel regarding comments to bar date order (.1). | BK140 | 0.20 | 164.00 |
| 12/07/24 | Jennifer B. Kimble | Review S. Alifarag summary of revisions to Debtors' Schedules (.1); email with S. Alifarag re: coordinating with Debtors on necessary revisions to Bar Date Order (.1). | BK140 | 0.20 | 195.00 |
| 12/07/24 | Todd C. Meyers | Review Sameer Alifarag summary of schedules and amendments and exchanges regarding same. | BK140 | 0.20 | 287.00 |
| 12/08/24 | Jennifer B. Kimble | Review correspondence from T. Meyers re: revisions to Debtors' schedules. | BK140 | 0.10 | 97.50 |
| 12/09/24 | Sameer M. Alifarag | Email correspondences with debtors' counsel regarding air force claim information request. | BK140 | 0.10 | 82.00 |
| 12/09/24 | Jennifer B. Kimble | Email with S. Alifarag re: Air Force claim question (.1); review response on Air Force claim received from Debtors (.1); review updated schedules (.1). | BK140 | 0.30 | 292.50 |
| 12/09/24 | Todd C. Meyers | Exchange with Jennifer Kimble and debtor regarding Government claim in revised schedules. | BK140 | 0.20 | 287.00 |
| 12/10/24 | Jennifer B. Kimble | Email with S. Alifarag re: following up with Debtors on Bar Date Order revisions. | BK140 | 0.10 | 97.50 |
| 12/11/24 | Sameer M. Alifarag | Follow up email correspondences with debtors' counsel regarding bar date order. | BK140 | 0.10 | 82.00 |
| 12/16/24 | Jennifer B. Kimble | Email from M. Chovanes re: Hilltop Management Partners (.1); H. Stoughton reach out re: same (.1). | BK140 | 0.20 | 195.00 |
| 12/17/24 | Sameer M. Alifarag | Email correspondences with C. Carlisle and J. Kimble regarding revised bar date order and certification of counsel regarding same (.2); review of same (.1). | BK140 | 0.30 | 246.00 |
| 12/17/24 | Jennifer B. Kimble | Review email from C. Carlisle re: revised Bar Date Order (.1); email with S. Alifarag re: revised Bar Date Order (.1); review redline bar date order (.1). | BK140 | 0.30 | 292.50 |

FEE DETAIL

| <u>Date</u> | <u>Timekeeper</u> | <u>Narrative</u> | <u>Task</u> | <u>Hours</u> | <u>Amount</u> |
|--|--------------------|--|-------------|--------------|-----------------|
| 12/18/24 | Sameer M. Alifarag | Email correspondences with J. Kimble regarding entry of bar date order (.1); email correspondences with Committee regarding same (.1). | BK140 | 0.20 | 164.00 |
| Fees for BK140 - Claims Adm. and Objections | | | | 4.90 | 4,635.50 |

BK141 - Lien Investigation

| | | | | | |
|----------|--------------------|---|-------|------|--------|
| 12/02/24 | Jennifer B. Kimble | Email with C. Miller and C. Carlisle re: information on CDs and Letter of Credit. | BK141 | 0.20 | 195.00 |
| 12/03/24 | Jennifer B. Kimble | Emails and call with C. Curtis re: CDs and LOC (.5); review additional DACAs received from C. Miller (.2). | BK141 | 0.70 | 682.50 |
| 12/03/24 | Todd C. Meyers | Exchanges regarding CD ownership and conference with Jennifer Kimble regarding same and other issues. | BK141 | 0.40 | 574.00 |
| 12/04/24 | Jennifer B. Kimble | Review email from T. Meyers re: CDs (.1); draft and send update to T. Meyers re: call with C. Miller and status of CD investigation and open issues (.7). | BK141 | 0.80 | 780.00 |
| 12/04/24 | Todd C. Meyers | Curtis Miller email regarding DACAs (.1); exchanges with Jennifer Kimble regarding same and regarding CDs (.2). | BK141 | 0.30 | 430.50 |
| 12/10/24 | Todd C. Meyers | Email with Jennifer Kimble regarding CDs (.1); email with Curtis Miller regarding same (.1). | BK141 | 0.20 | 287.00 |
| 12/10/24 | Jennifer B. Kimble | Email with C. Miller re: status of discussions with Refuse Inc re: LOC/ CDs (.1); review email re: CDs (.1); review response from C. Miller on CDs (.1). | BK141 | 0.30 | 292.50 |
| 12/17/24 | Todd C. Meyers | Exchange with Jennifer Kimble regarding CDs (.1); review letter to Nevada regarding letter of credit (.1). | BK141 | 0.20 | 287.00 |
| 12/17/24 | Jennifer B. Kimble | Emails with T. Meyers re: CD information (.2); follow up with C. Miller re: status of discussions with Waste Management re: letter of credit (.2); review Debtors' letter to Waste Management (.2). | BK141 | 0.60 | 585.00 |
| 12/23/24 | Todd C. Meyers | Exchanges regarding CD status and extension. | BK141 | 0.20 | 287.00 |
| 12/27/24 | Jennifer B. Kimble | Emails with B. Gelfand re: parent asset lien review and debt validation. | BK141 | 0.20 | 195.00 |

FEE DETAIL

| <u>Date</u> | <u>Timekeeper</u> | <u>Narrative</u> | <u>Task</u> | <u>Hours</u> | <u>Amount</u> |
|--|--------------------|---|-------------|--------------|-----------------|
| 12/27/24 | Rebecca A. Gelfand | Analyze potential foreign patent issues and prepare for conference call. | BK141 | 0.20 | 205.00 |
| 12/27/24 | Todd C. Meyers | Exchange with Becky Gelfand regarding lien and claim review. | BK141 | 0.10 | 143.50 |
| 12/28/24 | Jennifer B. Kimble | Emails with B. Gelfand and T. Meyers re: call to discuss parent loans. | BK141 | 0.10 | 97.50 |
| 12/29/24 | Jennifer B. Kimble | Call with T. Meyers and B. Gelfand re: parent loan document review and validation. | BK141 | 0.40 | 390.00 |
| 12/29/24 | Rebecca A. Gelfand | Call with T. Meyers and J. Kimble re: parent loan document review and validation (.4); analyze liens at holding company (1.1). | BK141 | 1.50 | 1,537.50 |
| 12/29/24 | Todd C. Meyers | Call with Jennifer Kimble and Becky Gelfand regarding PCL liens and Claim (.4); Becky Gelfand email regarding foreign patents (.1); email regarding excluded subsidiaries (.1). | BK141 | 0.60 | 861.00 |
| 12/30/24 | Rebecca A. Gelfand | Research UCC in relation to foreign patents. | BK141 | 1.80 | 1,845.00 |
| Fees for BK141 - Lien Investigation | | | | 8.80 | 9,675.00 |

BK160 - Fee/Employment Applications

| | | | | | |
|----------|--------------------|--|-------|------|--------|
| 12/02/24 | Todd C. Meyers | Exchange with Jennifer Kimble regarding fee order. | BK160 | 0.10 | 143.50 |
| 12/02/24 | Jennifer B. Kimble | Email with T. Meyers re: carve out and objection deadline for First Monthly Fee Applications (.1); call with G. Hill re: budget estimates (.1); emails with T. Meyers re: budget estimates (.1); voice message and return telephone call to S. Lee (Layer 7 Capital) (.1); email with S. Park re: information for supplemental retention disclosures (.1). | BK160 | 0.50 | 487.50 |
| 12/03/24 | Jennifer B. Kimble | Call with J. Waxman re: November Fee Applications and Layer 7 Fee Application (.2); email with T. Meyers re: Nov. fee applications (.1); call with T. Meyers re: objection deadline on October fee applications (.1); draft Supplemental Meyers Declaration and send to T. Meyers for review and authority to file (.3). | BK160 | 0.70 | 682.50 |

FEE DETAIL

| <u>Date</u> | <u>Timekeeper</u> | <u>Narrative</u> | <u>Task</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|----------------------|---|-------------|--------------|---------------|
| 12/04/24 | Sameer M. Alifarag | Review of ESUS first monthly fee application and interim compensation order (.2); prepare certificate of no objection regarding ESUS first monthly fee application (.2); email correspondences with J. Kimble regarding same (.1). | BK160 | 0.50 | 410.00 |
| 12/04/24 | Todd C. Meyers | Review Eversheds supplemental declaration. | BK160 | 0.10 | 143.50 |
| 12/04/24 | Jennifer B. Kimble | Email with T. Meyers re: Supplemental Declaration (.1); revise Supplement Declaration (.1); review draft CNO on ES First Monthly Fee Statement (.1). | BK160 | 0.30 | 292.50 |
| 12/05/24 | Sameer M. Alifarag | Draft second monthly fee application of Eversheds Sutherland (.7); begin draft of first interim fee application of Eversheds Sutherland (.6). | BK160 | 1.30 | 1,066.00 |
| 12/05/24 | Jennifer B. Kimble | Review and revise CNO for 1st Monthly ES Fee Application (.2); call with C. Carlisle re: fee payments and budget (.3); call and emails with T. Meyers re: fee estimates (.2); email with Jeff Waxman re: fee estimate (.1); email with S. Alifarag re: drafting Nov Fee Statement and First Interim Fee Application (.1). | BK160 | 0.90 | 877.50 |
| 12/06/24 | Sameer M. Alifarag | Further work on first interim fee application of Eversheds Sutherland. | BK160 | 2.50 | 2,050.00 |
| 12/06/24 | Jennifer B. Kimble | Emails with T. Meyers and J. Waxman re: Layer 7 Capital Fee Application (.3); emails with S. Lee re: information for compensation application re: expenses and time records and timing considerations for filing and payment following Court approval (.4); review interim compensation order re: timing of final fee applications and objection period (.2); call with J. Waxman re: draft Layer 7 Fee Application (.2); draft and edit Layer 7 Fee Application (2.7); draft and edit Declaration of S. Lee in support of Fee Application (.6); draft and edit exhibits to fee application (.7). | BK160 | 5.10 | 4,972.50 |
| 12/06/24 | Cynthia Wyke-Garrett | E-mail to J. Kimble regarding T. Meyers' Supplemental Declaration (.1); upload Second Supplemental Declaration of T. Meyers In Support of Application for Entry of an Order Authorizing Retention and Employment of Eversheds Sutherland (US) LLP (.1). | BK160 | 0.20 | 75.00 |

FEE DETAIL

| <u>Date</u> | <u>Timekeeper</u> | <u>Narrative</u> | <u>Task</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--------------------|---|-------------|--------------|---------------|
| 12/06/24 | Todd C. Meyers | Email exchanges with Steve Lee regarding fee application. | BK160 | 0.20 | 287.00 |
| 12/07/24 | Sameer M. Alifarag | Email correspondences with local counsel regarding filing of certificate of no objection on Eversheds fee application (.1); review of Layer 7 first and final fee application and exhibits in support (.3). | BK160 | 0.40 | 328.00 |
| 12/07/24 | Todd C. Meyers | Revise and edit Layer 7 Fee Application and emails regarding same. | BK160 | 0.40 | 574.00 |
| 12/07/24 | Jennifer B. Kimble | Draft and edit proposed order approving Layer 7 Fee Application (.6); review and edit fee application documents and send to T. Meyers for review (1.1). | BK160 | 1.70 | 1,657.50 |
| 12/08/24 | Jennifer B. Kimble | Edit and revise Layer 7 Capital Application to incorporate T. Meyers comments (.2); circulate draft Layer 7 retention application to S. Lee and J. Waxman (.1); work on drafting Eversheds' November Monthly Fee Statement (.6). | BK160 | 0.90 | 877.50 |
| 12/08/24 | Todd C. Meyers | Review revised Layer Seven Application. | BK160 | 0.10 | 143.50 |
| 12/09/24 | Sameer M. Alifarag | Further work on first interim fee application of Eversheds Sutherland (1.5); email correspondences with J. Kimble regarding same (.1); email correspondences with local counsel regarding filing of certificate of no objection on ESUS first monthly fee application (.1). | BK160 | 1.70 | 1,394.00 |
| 12/09/24 | Jennifer B. Kimble | Revise Layer 7 Capital Fee Application to incorporate further comments from T. Meyers (.1); emails with S. Lee re: Layer 7 Fee Application, Declaration and next steps (.2); call with S. Lee re: timing of filing application and potential payment (.2); review revised Layer 7 Capital Summary of Work (.2); edit Eversheds November Fee Statement to add in expense details (.1); call with J. Waxman re: CNO on October Fee Statements and filing of Layer 7 Capital Fee Application (.1). | BK160 | 0.90 | 877.50 |
| 12/10/24 | Sameer M. Alifarag | Review of J. Kimble comments to draft first interim fee application of Eversheds (.2); further work on and revision to same (.2). | BK160 | 0.40 | 328.00 |
| 12/10/24 | Jennifer B. Kimble | Review and revise Eversheds First Interim Fee Application (.5); emails with S. Alifarag re: fee application revisions (.2). | BK160 | 0.70 | 682.50 |

FEE DETAIL

| <u>Date</u> | <u>Timekeeper</u> | <u>Narrative</u> | <u>Task</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--------------------|---|-------------|--------------|---------------|
| 12/11/24 | Jennifer B. Kimble | Emails with J. Waxman and T. Meyers re: Nov. Fee Statement (.1); review November Fee Statement and send to T. Meyers for review (.2). | BK160 | 0.30 | 292.50 |
| 12/11/24 | Todd C. Meyers | Exchange with Jeff Waxman and Jennifer Kimble regarding filing November monthly application (.1); review November monthly application and exchange with Jennifer Kimble regarding same (.2). | BK160 | 0.30 | 430.50 |
| 12/13/24 | Sameer M. Alifarag | Review and finalize second monthly fee statement of Eversheds Sutherland (.2); email correspondences with J. Kimble regarding same (.1). | BK160 | 0.30 | 246.00 |
| 12/13/24 | Jennifer B. Kimble | Follow up with T. Meyers on November Fee Statement revisions (.1); email with J. Waxman and M. Dundon re: November Fee Statements (.1); email with S. Alifarag re: review of November Statement (.1); email with J. Waxman re: final fee applications for filing (.1). | BK160 | 0.40 | 390.00 |
| 12/16/24 | Jennifer B. Kimble | Review and revise 1st Interim Fee Application (.7); email with T. Meyers re: First Interim Fee Application (.1). | BK160 | 0.80 | 780.00 |
| 12/17/24 | Sameer M. Alifarag | Email correspondences with T. Meyers and J. Kimble regarding comments to first interim fee application (.1); further revisions to same (.2). | BK160 | 0.30 | 246.00 |
| 12/17/24 | Todd C. Meyers | Review and revise first interim fee application and exchange with Jennifer Kimble regarding same (.5); exchanges regarding interim fee applications (.1). | BK160 | 0.60 | 861.00 |
| 12/17/24 | Jennifer B. Kimble | Follow up with T. Meyers re: First Interim Fee Application and Compensation Procedure requirements (.1); review T. Meyers comments to First Interim Fee Application (.2); review revised Interim Fee Application and send further comments to S. Alifarag (.3); emails with W. Waxman re: First Interim Fee Application (.1). | BK160 | 0.70 | 682.50 |
| 12/18/24 | Jennifer B. Kimble | Email with T. Meyers re: First Interim Fee Application (.1); send draft fee application to J. Waxman for review and conforming (.1). | BK160 | 0.20 | 195.00 |
| 12/18/24 | Todd C. Meyers | Review revised interim fee application. | BK160 | 0.10 | 143.50 |

FEE DETAIL

| <u>Date</u> | <u>Timekeeper</u> | <u>Narrative</u> | <u>Task</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--------------------|---|-------------|--------------|---------------|
| 12/20/24 | Jennifer B. Kimble | Emails with J. Waxman re: First Interim Fee Applications and circulating the same to Committee (.1); review revised fee applications (.1). | BK160 | 0.20 | 195.00 |
| 12/23/24 | Jennifer B. Kimble | Emails with J. Waxman and S. Lee re: Layer 7 Capital Fee Application, responses received and the timing of filing CNO (.1); review and edit Notice of Rate Change (.1). | BK160 | 0.20 | 195.00 |
| 12/23/24 | Sameer M. Alifarag | Email correspondences with J. Kimble regarding notice of rate increase (.1); draft notice of rate increase (.1). | BK160 | 0.20 | 164.00 |
| 12/27/24 | Jennifer B. Kimble | Email with J. Waxman re: omnibus hearing on First Interim Fee Applications (.1); email with D. Depta re: interim fee application language (.1). | BK160 | 0.20 | 195.00 |
| 12/27/24 | Sameer M. Alifarag | Email correspondences with local counsel regarding status of interim fee applications. | BK160 | 0.10 | 82.00 |
| 12/27/24 | Todd C. Meyers | Exchanges with Jennifer Kimble and local counsel regarding interim fee applications. | BK160 | 0.10 | 143.50 |
| 12/30/24 | Jennifer B. Kimble | Emails with J. Waxman re: November Fee Applications CNOs (.1); email with C. Carlisle re: CNO for November fees and payment of the same (.1). | BK160 | 0.20 | 195.00 |

Fees for BK160 - Fee/Employment Applications 24.80 23,786.50

BK170 - Fee/Employment Objections

| | | | | | |
|----------|--------------------|--|-------|------|--------|
| 12/02/24 | Todd C. Meyers | Brief review of debtor fee applications. | BK170 | 0.10 | 143.50 |
| 12/03/24 | Sameer M. Alifarag | Review of DSI fee application (.4); review MNAT fee application (.1). | BK170 | 0.50 | 410.00 |
| 12/03/24 | Jennifer B. Kimble | Review MNAT October Fee Statement. | BK170 | 0.10 | 97.50 |
| 12/11/24 | Todd C. Meyers | Exchange with Sameer Alifarag regarding DSI Application. | BK170 | 0.10 | 143.50 |
| 12/11/24 | Sameer M. Alifarag | Review fee and expense request in DSI second monthly fee application (.1); email correspondences with T. Meyers and J. Kimble regarding same (.1). | BK170 | 0.20 | 164.00 |
| 12/20/24 | Sameer M. Alifarag | Review and analysis of debtors' motion to employ ordinary course professionals. | BK170 | 0.10 | 82.00 |

FEE DETAIL

| <u>Date</u> | <u>Timekeeper</u> | <u>Narrative</u> | <u>Task</u> | <u>Hours</u> | <u>Amount</u> |
|---|--------------------|---|-------------|--------------|-----------------|
| 12/26/24 | Jennifer B. Kimble | Email with S. Alifarag re: Debtors Ordinary Course Professionals Motion and monthly fee cap (.1); review Ordinary Course Professionals Motion and monthly fee cap and email with T. Meyers re: the same (.1). | BK170 | 0.20 | 195.00 |
| 12/31/24 | Sameer M. Alifarag | Review of Verita second monthly and first interim fee applications. | BK170 | 0.10 | 82.00 |
| Fees for BK170 - Fee/Employment Objections | | | | 1.40 | 1,317.50 |

BK180 - Financing

| | | | | | |
|-----------------------------------|--------------------|---|-------|-------------|-----------------|
| 12/02/24 | Sameer M. Alifarag | Review of order approving stipulation regarding Abengoa challenge period. | BK180 | 0.20 | 164.00 |
| 12/03/24 | Sameer M. Alifarag | Email correspondences with J. Kimble regarding extension of challenge period. | BK180 | 0.10 | 82.00 |
| 12/03/24 | Jennifer B. Kimble | Emails with D. Buckley re: challenge period extension and information requested from Debtors. | BK180 | 0.20 | 195.00 |
| 12/11/24 | Sameer M. Alifarag | Email correspondences with J. Kimble regarding extension of challenge period. | BK180 | 0.10 | 82.00 |
| 12/11/24 | Todd C. Meyers | Exchange regarding extension on CDs. | BK180 | 0.10 | 143.50 |
| 12/11/24 | Jennifer B. Kimble | Emails with D. Buckley re: further extension of CD challenge period. | BK180 | 0.20 | 195.00 |
| 12/23/24 | Sameer M. Alifarag | Email correspondences with J. Kimble, T. Meyers and Kramer team regarding challenge period extension on CDs. | BK180 | 0.10 | 82.00 |
| 12/23/24 | Jennifer B. Kimble | Emails with C. Miller re: status of discussions with Waste Management over letter of credit (.2); follow up with D. Buckley re: further extension of the challenge period (.1). | BK180 | 0.30 | 292.50 |
| 12/24/24 | Jennifer B. Kimble | Confirmation with D. Buckley of extension of challenge period on CD. | BK180 | 0.10 | 97.50 |
| Fees for BK180 - Financing | | | | 1.40 | 1,333.50 |

BK190 - Litigation General

| | | | | | |
|----------|--------------------|--|-------|------|--------|
| 12/13/24 | Sameer M. Alifarag | Email correspondences with debtors' counsel regarding debtors' response to committee request for production. | BK190 | 0.10 | 82.00 |
| 12/13/24 | Todd C. Meyers | Review letter regarding document production. | BK190 | 0.10 | 143.50 |

FEE DETAIL

| <u>Date</u> | <u>Timekeeper</u> | <u>Narrative</u> | <u>Task</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--------------------|---|-------------|--------------|---------------|
| 12/14/24 | Jennifer B. Kimble | Review document production cover letter and emails received from MNAT (.2); email with S. Alifarag re: document production (.1). | BK190 | 0.30 | 292.50 |
| 12/15/24 | Jennifer B. Kimble | Email with S. Alifarag re: document review and next steps. | BK190 | 0.20 | 195.00 |
| 12/16/24 | Sameer M. Alifarag | Email correspondences with J. Kimble and ESUS Litigation Support Team regarding debtor document production upload and review. | BK190 | 0.20 | 164.00 |
| 12/16/24 | Jennifer B. Kimble | Analyze document requests and work through document review protocol (.4); emails with litigation support and S. Alifarag re: uploading production into Relativity and hosting logistics (.3). | BK190 | 0.70 | 682.50 |
| 12/17/24 | Jennifer B. Kimble | Emails with S. Alifarag re: document review protocol and what to look for in document production (.2); review various produced documents (.5). | BK190 | 0.70 | 682.50 |
| 12/17/24 | Ematchia L. Brown | Load and prepare document production for attorney review. | BK190 | 1.80 | 450.00 |
| 12/17/24 | Sameer M. Alifarag | Review of debtors' discovery production in connection with Committee request. | BK190 | 1.80 | 1,476.00 |
| 12/18/24 | Jennifer B. Kimble | Correspondence with S. Alifarag re: status of document review and types of information produced. | BK190 | 0.20 | 195.00 |
| 12/18/24 | Sameer M. Alifarag | Review of discovery documents from debtors' production. | BK190 | 3.20 | 2,624.00 |
| 12/19/24 | Sameer M. Alifarag | Further review of discovery documents from debtors' production. | BK190 | 5.60 | 4,592.00 |
| 12/20/24 | Sameer M. Alifarag | Email correspondences with J. Kimble regarding discovery overview (.2); call with Ematchia Brown of Eversheds Litigation Support regarding discovery identifiers (.1). | BK190 | 0.30 | 246.00 |
| 12/20/24 | Jennifer B. Kimble | Call with T. Meyers re: status of document review (.2); follow up with S. Alifarag re: status of document review (.1); review update on document review and identification of key board documents and information (.3). | BK190 | 0.60 | 585.00 |
| 12/21/24 | Todd C. Meyers | Exchanges with Sameer Alifarag and Jennifer Kimble regarding document review. | BK190 | 0.20 | 287.00 |

FEE DETAIL

| <u>Date</u> | <u>Timekeeper</u> | <u>Narrative</u> | <u>Task</u> | <u>Hours</u> | <u>Amount</u> |
|--|--------------------|---|-------------|--------------|------------------|
| 12/23/24 | Sameer M. Alifarag | Review of discovery documents from debtors' production. | BK190 | 4.80 | 3,936.00 |
| 12/24/24 | Sameer M. Alifarag | Review of discovery documents from debtors' production. | BK190 | 1.80 | 1,476.00 |
| 12/26/24 | Sameer M. Alifarag | Further review of document production. | BK190 | 4.30 | 3,526.00 |
| 12/26/24 | Ematchia L. Brown | Analyze and prepare production documents for attorney review. | BK190 | 1.50 | 375.00 |
| 12/26/24 | Jennifer B. Kimble | Email with S. Alifarag re: document review update and duplicate documents. | BK190 | 0.20 | 195.00 |
| 12/27/24 | Sameer M. Alifarag | Review of discovery production documents. | BK190 | 3.70 | 3,034.00 |
| 12/28/24 | Sameer M. Alifarag | Review of discovery production documents. | BK190 | 1.10 | 902.00 |
| 12/30/24 | Sameer M. Alifarag | Finalize review of debtors' document production (.4); email correspondences with J. Kimble regarding same (.3). | BK190 | 0.70 | 574.00 |
| Fees for BK190 - Litigation General | | | | 34.10 | 26,715.00 |

BK200 - Meetings of Creditors

| | | | | | |
|----------|--------------------|--|-------|------|--------|
| 12/03/24 | Sameer M. Alifarag | Email correspondences with ES and Dundon teams regarding status of committee updates (.1); email correspondences with Committee regarding same (.1). | BK200 | 0.20 | 164.00 |
| 12/03/24 | Jennifer B. Kimble | Emails with Dundon Advisors team re: weekly committee call materials (.2); call and email with T. Meyers re: cancellation of weekly committee call (.1). | BK200 | 0.30 | 292.50 |
| 12/03/24 | Todd C. Meyers | Email regarding agenda for committee call (.1); exchange with Dundon regarding same (.1). | BK200 | 0.20 | 287.00 |
| 12/04/24 | Todd C. Meyers | Committee email regarding status. | BK200 | 0.10 | 143.50 |
| 12/04/24 | Sameer M. Alifarag | Email correspondences with Committee regarding case updates. | BK200 | 0.10 | 82.00 |
| 12/04/24 | Jennifer B. Kimble | Draft and send weekly email update to Committee re: sales proceeds, rejection motion, bar date and sale of parent assets (.4); follow up emails with T. Meyers re: Committee communication (.2). | BK200 | 0.60 | 585.00 |

FEE DETAIL

| <u>Date</u> | <u>Timekeeper</u> | <u>Narrative</u> | <u>Task</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--------------------|---|-------------|--------------|---------------|
| 12/10/24 | Todd C. Meyers | Email Dundon regarding committee call (.1); review agenda (.1); exchange with Dundon regarding variance report (.1). | BK200 | 0.30 | 430.50 |
| 12/10/24 | Jennifer B. Kimble | Emails with Committee members re: weekly committee call; emails with Dundon team re: moving up weekly call and call agenda (.1); draft agenda for weekly committee call (.1); emails with T. Meyers re: proposed Committee call agenda and confirmation of rescheduled call (.1). | BK200 | 0.30 | 292.50 |
| 12/10/24 | Sameer M. Alifarag | Email correspondences with Committee regarding weekly update call (.1); email correspondences with T. Meyers and J. Kimble regarding meeting agenda, and review of same (.1); email correspondences with Committee regarding same (.1). | BK200 | 0.30 | 246.00 |
| 12/11/24 | Todd C. Meyers | Prepare for Committee Call and exchange with Jennifer Kimble regarding same (.2); Committee Call (.4). | BK200 | 0.60 | 861.00 |
| 12/11/24 | Jennifer B. Kimble | Email with T. Meyers re: materials for weekly Fulcrum Committee Call (.2); prepare for and attend weekly committee call (.6); follow up with committee member re: contract question (.1). | BK200 | 0.90 | 877.50 |
| 12/11/24 | Sameer M. Alifarag | Attend weekly committee call. | BK200 | 0.40 | 328.00 |
| 12/12/24 | Sameer M. Alifarag | Draft December 11 committee meeting minutes (.2); email correspondences with J. Kimble regarding same (.1). | BK200 | 0.30 | 246.00 |
| 12/13/24 | Jennifer B. Kimble | Draft and send email to Committee re: UCC Professionals November Fee Statements. | BK200 | 0.10 | 97.50 |
| 12/13/24 | Sameer M. Alifarag | Email correspondences with Committee regarding proposed committee professional fee applications. | BK200 | 0.10 | 82.00 |
| 12/17/24 | Todd C. Meyers | Exchange with Jennifer Kimble regarding Committee Call (.1); email to Committee regarding status update (.1). | BK200 | 0.20 | 287.00 |
| 12/17/24 | Sameer M. Alifarag | Email correspondences with Committee regarding cancellation of December 18 meeting. | BK200 | 0.10 | 82.00 |
| 12/17/24 | Jennifer B. Kimble | Email with T. Meyers re: weekly Committee Call. | BK200 | 0.10 | 97.50 |

FEE DETAIL

| <u>Date</u> | <u>Timekeeper</u> | <u>Narrative</u> | <u>Task</u> | <u>Hours</u> | <u>Amount</u> |
|---|--------------------|--|-------------|--------------|---------------------|
| 12/18/24 | Jennifer B. Kimble | Revise email to Committee re: Bar Date Order. | BK200 | 0.10 | 97.50 |
| 12/18/24 | Todd C. Meyers | Review Committee regarding bar order. | BK200 | 0.10 | 143.50 |
| 12/21/24 | Jennifer B. Kimble | Email with Committee re: First Interim Fee Applications. | BK200 | 0.10 | 97.50 |
| 12/27/24 | Jennifer B. Kimble | Call with T. Meyers re: Committee update (.1); draft, revise and send email update to Committee (.5); emails with Committee members re: same (.1). | BK200 | 0.70 | 682.50 |
| 12/27/24 | Todd C. Meyers | Review and revise committee email regarding status. | BK200 | 0.10 | 143.50 |
| 12/28/24 | Jennifer B. Kimble | Email with S. Alifarag re: scheduling committee call. | BK200 | 0.10 | 97.50 |
| 12/30/24 | Sameer M. Alifarag | Attend conference with committee and professionals (.4); draft committee meeting minutes in connection with same (.3); email correspondences with J. Kimble regarding same (.1). | BK200 | 0.80 | 656.00 |
| 12/30/24 | Jennifer B. Kimble | Email with S. Alifarag re: Committee attendance (.1); call with Committee (.4). | BK200 | 0.50 | 487.50 |
| 12/30/24 | Todd C. Meyers | Prepare for Committee call and exchange with Jennifer Kimble regarding same (.2); Committee call (.4). | BK200 | 0.60 | 861.00 |
| Fees for BK200 - Meetings of Creditors | | | | 8.30 | 8,748.00 |
| BK210 - Plan and Disclosure Statement | | | | | |
| 12/05/24 | Todd C. Meyers | Call with Curtis Miller regarding plan issues (.3); email Jennifer Kimble regarding same (.1). | BK210 | 0.40 | 574.00 |
| 12/10/24 | Jennifer B. Kimble | Email with T. Meyers re: status of plan negotiations and timing for draft plan. | BK210 | 0.10 | 97.50 |
| 12/20/24 | Sameer M. Alifarag | Review and analysis of motion to extend exclusivity period. | BK210 | 0.20 | 164.00 |
| 12/20/24 | Jennifer B. Kimble | Review Debtors' Motion to Extend Exclusivity. | BK210 | 0.20 | 195.00 |
| 12/26/24 | Sameer M. Alifarag | Email correspondences with T. Meyers and J. Kimble regarding exclusivity motion. | BK210 | 0.10 | 82.00 |
| Fees for BK210 - Plan and Disclosure Statement | | | | 1.00 | 1,112.50 |
| Total Hours/Fees | | | | 133.70 | <u>\$132,098.50</u> |

SUMMARY OF LEGAL SERVICES

| TIMEKEEPER | HOURS | RATE | AMOUNT |
|----------------------|---------------|-------------|-------------------|
| Todd C. Meyers | 24.40 | 1,435.00 | 35,014.00 |
| Jennifer B. Kimble | 56.20 | 975.00 | 54,795.00 |
| Rebecca A. Gelfand | 3.50 | 1,025.00 | 3,587.50 |
| Sameer M. Alifarag | 46.10 | 820.00 | 37,802.00 |
| Cynthia Wyke-Garrett | 0.20 | 375.00 | 75.00 |
| Ematchia L. Brown | 3.30 | 250.00 | 825.00 |
| | <u>133.70</u> | | <u>132,098.50</u> |

DISBURSEMENTS

| | |
|--|--------|
| Mark Smith/Steven Victor Rough Draft Deposition/Reliable Copy Service, Inc. dba Reliable; Jennifer B. Kimble – Transcript/Deposition | 907.00 |
|--|--------|

| | |
|---|----------|
| T #2552 Fulcrum Travel Expenses- Meyers, Todd C. – Travel | 1,523.50 |
|---|----------|

| | |
|------------------------------------|-------------------|
| Total Current Disbursements | \$2,430.50 |
|------------------------------------|-------------------|

| | |
|------------------------------|---------------------|
| TOTAL CURRENT BILLING | \$134,529.00 |
|------------------------------|---------------------|

EVERSHEDS
SUTHERLAND

Eversheds Sutherland (US) LLP

999 Peachtree Street NE
Suite 2300
Atlanta, GA 30309-3996

T: +1 404 853 8000

eversheds-sutherland.com

IRS Employer ID No: 58-0619407

Electronic Remittance Instructions:

Bank Name: Wells Fargo Bank, N.A.
Acct Name: Eversheds Sutherland (US) LLP
Acct Number: [REDACTED]
Wire Routing/ABA: [REDACTED]
ACH Routing: [REDACTED]
SWIFT Code: [REDACTED]

Check Remittance Instructions:

Eversheds Sutherland (US) LLP
PO Box 931885
Atlanta, GA 31193-1885

**Fulcrum Official Committee
c/o Luke Murley
1201 North Market Street, Suite 2300
Wilmington, DE 19801**

Bill No. 1332515
Bill Date February 18, 2025

**Matter No: 98061.0001
RE: Fulcrum**

FOR LEGAL SERVICES RENDERED THROUGH January 31, 2025

| | |
|------------------------------------|---------------------|
| Fees | \$178,926.50 |
| Total Current Disbursements | \$191.24 |
| Total Current Bill | \$179,117.74 |

FOR LEGAL SERVICES RENDERED THROUGH January 31, 2025**FEE DETAIL**

| <u>Date</u> | <u>Timekeeper</u> | <u>Narrative</u> | <u>Task</u> | <u>Hours</u> | <u>Amount</u> |
|----------------------------------|--------------------|--|-------------|--------------|---------------|
| BK110 - Asset Disposition | | | | | |
| 01/01/25 | Todd C. Meyers | Work on plan term sheet comments. . | BK110 | 1.00 | 1,525.00 |
| 01/02/25 | Todd C. Meyers | Jennifer Kimble email regarding insider document review(.1); revise email regarding comments to term sheets (.2); exchanges with Curtis Miller regarding same(.2); review changes to sale order and APA; (.4); call with Jennifer Kimble regarding comments to all sale documents (.5); review revised APA and order (.3); review and revise term sheets and various exchanges regarding same (1.5); additional exchanges regarding sale documents (.1). | BK110 | 3.30 | 5,032.50 |
| 01/02/25 | Jennifer B. Kimble | Review PCL comments to APA and Sale Order (.5); further revise PCL APA to incorporate Committee comments (1.2); further revise PCL Sale Order to incorporate Committee comments (1.0); emails with T. Meyers re: revised drafts of PCL APA and Sale Order (.2); call with T. Meyers re: Sale documents and further revisions (.3); emails with MNAT re: revised sale documents (.1). | BK110 | 3.30 | 3,547.50 |
| 01/03/25 | Jennifer B. Kimble | Emails with C. Carlisle re: PCL APA and Sale Order revisions (.3); further revise PCL APA to incorporate revisions (.6); emails with T. Meyers re: revised APA, committee comments and final sign off (.3); email with MNAT and Katten re: UCC revisions to APA (.1); final review and signoff on PCL purchase agreement and sale order (.2) . | BK110 | 1.50 | 1,612.50 |
| 01/03/25 | Todd C. Meyers | Review all sale documents in preparation for all hands call (.3); all hands call (.6); exchanges with Clint Carlisle regarding same (.2); continue review and email comments to sale documents (.7); review filed notices (.2); email Jennifer Kimble regarding preparing response (.1). | BK110 | 2.10 | 3,202.50 |
| 01/06/25 | Todd C. Meyers | Exchange with Jennifer Kimble regarding sale objection deadline. | BK110 | 0.10 | 152.50 |
| 01/06/25 | Sameer M. Alifarag | Review of sale term sheet (.2); review of executed asset purchase agreement (.2). | BK110 | 0.40 | 370.00 |

FEE DETAIL

| <u>Date</u> | <u>Timekeeper</u> | <u>Narrative</u> | <u>Task</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--------------------|--|-------------|--------------|---------------|
| 01/06/25 | Jennifer B. Kimble | Email with T. Meyers re: objection deadline for PCL Sale. | BK110 | 0.10 | 107.50 |
| 01/07/25 | Todd C. Meyers | Various exchanges regarding UST comments to sale motions (.3); revise and edit response to PCL sale and exchanges with Jennifer Kimble regarding same (.4); review revisions to same and exchanges with Jennifer Kimble (.1). | BK110 | 0.80 | 1,220.00 |
| 01/07/25 | Jennifer B. Kimble | Revise statement in support of Fulcrum sales (.7); emails with T. Meyers re: statement in support of sales (.2); email with C. Carlisle re: UST inquiry on JMD sale (.1); review UST questions re: JMD and PCL sale and emails with MNAT and J. Altmann re: the same (.2). | BK110 | 1.20 | 1,290.00 |
| 01/08/25 | Sameer M. Alifarag | Email correspondences with T. Meyers, J. Kimble and debtors' counsel regarding request for extension of objection deadline on PCL sale. | BK110 | 0.10 | 92.50 |
| 01/08/25 | Jennifer B. Kimble | Revise Committee statement on parent asset sales to incorporate T. Meyers comments (.3); review sale order and APA re: D&O claim carveout (.1); email with C. Miller re: extension of Committee objection deadline for PCL Sale (.1). | BK110 | 0.50 | 537.50 |
| 01/08/25 | Todd C. Meyers | Review and revise statement in support of sales (.5); exchanges with Josh Altmann regarding Blue Arrow (.2); emails regarding extension of objection deadline (.2); review revised response and email Jennifer Kimble regarding comments to same (.2); call with Jennifer Kimble regarding same (.3). | BK110 | 1.40 | 2,135.00 |
| 01/09/25 | Todd C. Meyers | Review revised sale orders and exchanges with Jennifer Kimble regarding same. | BK110 | 0.20 | 305.00 |
| 01/09/25 | Jennifer B. Kimble | Email with J. Spier re: foreign patent research (.1); various emails with B. Gelfand and T. Meyers re: additional PCL documents and claim security information (.5); review additional payment requests and budgets received from J. Altmann (.5); review document production for bridge loan security documents and other information relevant to Nuveen claim (1.0); email with C. Miller and C. Carlisle re: Bridge Loan security documents (.1). | BK110 | 2.20 | 2,365.00 |

FEE DETAIL

| <u>Date</u> | <u>Timekeeper</u> | <u>Narrative</u> | <u>Task</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--------------------|---|-------------|--------------|---------------|
| 01/10/25 | Jennifer B. Kimble | Emails with T. Meyers re: current draft of Committee statement on sales and further revisions. | BK110 | 0.20 | 215.00 |
| 01/12/25 | Jennifer B. Kimble | Emails with T. Meyers re: objection to PCL Sale. | BK110 | 0.10 | 107.50 |
| 01/13/25 | Sameer M. Alifarag | Email correspondences with Committee regarding statement in support of sales to PCL and Johnson Matthey (.1); review of declarations in support of sale (.1). | BK110 | 0.20 | 185.00 |
| 01/13/25 | Jennifer B. Kimble | Call with T. Meyers re: status of PCL Claims and statement re: sale (.3); emails with C. Miller re: UCC sale statement, TRI and Abengoa (.2); revise Committee Statement re: PCL and JMD Sales (.3). | BK110 | 0.80 | 860.00 |
| 01/13/25 | Todd C. Meyers | Exchanges with Curtis Miller regarding hearing and status (.2); revise committee statement regarding sales (.3). | BK110 | 0.50 | 762.50 |
| 01/14/25 | Jennifer B. Kimble | Final review of statement in support of sales (.2); review Smith Declarations in support of sales (.2); email with J. Waxman re: Committee Statement re: sales (.1); emails with C. Carlisle re: 1/17 sale hearing (.2); email with C. Carlisle and C. Miller re: draft Committee statement re: sales (.1). | BK110 | 0.80 | 860.00 |
| 01/14/25 | Todd C. Meyers | Review redline of statement by committee (.1); exchanges with Curtis Miller regarding status of lien and claim review (.2). | BK110 | 0.30 | 457.50 |
| 01/15/25 | Jennifer B. Kimble | Review JMD Declaration in Support Sale (.1); email with C. Miller re: 1/17 hearing (.1); review JMD Sale Order (.1). | BK110 | 0.30 | 322.50 |
| 01/15/25 | Todd C. Meyers | Exchange with Jenn Kimble regarding order and review same (.2); review declarations (.2); review hearing agenda (.1). | BK110 | 0.50 | 762.50 |
| 01/16/25 | Jennifer B. Kimble | Review redline of PCL Sale Order. | BK110 | 0.20 | 215.00 |
| 01/17/25 | Sameer M. Alifarag | Email correspondences with J. Kimble regarding PCL sale order (.1); email correspondences with Committee regarding same (.1). | BK110 | 0.20 | 185.00 |
| 01/17/25 | Jennifer B. Kimble | Review revised Agenda (.1) emails with T. Meyers and C. Miller re: cancellation of 1/17 hearing (.1). | BK110 | 0.20 | 215.00 |

FEE DETAIL

| <u>Date</u> | <u>Timekeeper</u> | <u>Narrative</u> | <u>Task</u> | <u>Hours</u> | <u>Amount</u> |
|---|-------------------|--|-------------|--------------|------------------|
| 01/17/25 | Todd C. Meyers | Review order (.1); review amended agenda (.1); exchange regarding hearing cancellation (.1). | BK110 | 0.30 | 457.50 |
| Fees for BK110 - Asset Disposition | | | | 22.80 | 29,100.00 |

BK130 - Case Administration and Analysis

| | | | | | |
|--|--------------------|--|-------|-------------|-----------------|
| 01/02/25 | Todd C. Meyers | Review hearing agenda. | BK130 | 0.10 | 152.50 |
| 01/02/25 | Jennifer B. Kimble | Review 1/6 hearing agenda. | BK130 | 0.10 | 107.50 |
| 01/10/25 | Todd C. Meyers | Call with potential counsel regarding insider claim analysis. | BK130 | 0.40 | 610.00 |
| 01/16/25 | Sameer M. Alifarag | Review of January 17, 2025 hearing agenda. | BK130 | 0.10 | 92.50 |
| 01/21/25 | Sameer M. Alifarag | Review and analysis of December 2024 monthly operating reports. | BK130 | 0.20 | 185.00 |
| 01/22/25 | Todd C. Meyers | Review MOR and email exchange with Josh Nahas regarding cash position. | BK130 | 0.20 | 305.00 |
| Fees for BK130 - Case Administration and Analysis | | | | 1.10 | 1,452.50 |

BK140 - Claims Adm. and Objections

| | | | | | |
|--|--------------------|--|-------|-------------|---------------|
| 01/08/25 | Todd C. Meyers | Email mechanic lien claimant's counsel regarding status. | BK140 | 0.10 | 152.50 |
| 01/08/25 | Jennifer B. Kimble | Email with C. Carlisle re: Blue Arrow contract (.1); review Fulcrum Schedules re: Blue Arrow license (.1). | BK140 | 0.20 | 215.00 |
| 01/22/25 | Jennifer B. Kimble | Emails with J. Waxman re: committee claims. | BK140 | 0.10 | 107.50 |
| 01/23/25 | Jennifer B. Kimble | Review information from Dundon re: preferences. | BK140 | 0.20 | 215.00 |
| 01/24/25 | Sameer M. Alifarag | Email correspondences with Eversheds and Dundon teams regarding insider claims (.1); review of statements of financial affairs (.1). | BK140 | 0.20 | 185.00 |
| Fees for BK140 - Claims Adm. and Objections | | | | 0.80 | 875.00 |

BK141 - Lien Investigation

| | | | | | |
|----------|----------------|---|-------|------|--------|
| 01/06/25 | Todd C. Meyers | Exchanges with Becky Gelfand and Jennifer Kimble regarding status of PCL review and issues. | BK141 | 0.30 | 457.50 |
|----------|----------------|---|-------|------|--------|

FEE DETAIL

| <u>Date</u> | <u>Timekeeper</u> | <u>Narrative</u> | <u>Task</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--------------------|---|-------------|--------------|---------------|
| 01/06/25 | Rebecca A. Gelfand | Analyze unsecured term loan agreement and amendments 1-5 and 7-9. | BK141 | 2.80 | 3,066.00 |
| 01/06/25 | Jennifer B. Kimble | Email with B. Gelfand re: PCL loan review status (.1); emails with C. Miller (MNAT) re: release of NV Dept of Conservation letter of credit and related CD (.2); email with D. Buckley re: further extension of challenge period on CDs (.1). | BK141 | 0.40 | 430.00 |
| 01/07/25 | Rebecca A. Gelfand | Review sixth amendment to unsecured term loan agreement (1.0); analyze foreign patent issues (2.1); review secured PCL credit agreement (1.7). | BK141 | 4.80 | 5,256.00 |
| 01/07/25 | Jennifer B. Kimble | Review email from B. Gelfand re: PCL unsecured loan (.2); email with B. Gelfand and T. Meyers re: PCL unsecured loan principal amount (.1); emails with J. Altmann and MNAT Team re: missing unsecured loan documentation (.2); email with B. Gelfand re: missing loan documents (.1); emails with B. Gelfand and J. Spier re: patent lien perfection questions (.2). | BK141 | 0.80 | 860.00 |
| 01/07/25 | Todd C. Meyers | Exchanges regarding foreign patents (.2); exchanges with Becky Gelfand regarding client claims (.2); additional exchanges with Jennifer Kimble regarding PCL claim and lien issues (.2). | BK141 | 0.60 | 915.00 |
| 01/08/25 | Rebecca A. Gelfand | Analyze use of proceeds from funds advanced under PCL secured and unsecured credit agreements and prepare document request for opposing counsel and review responses to same (4.0); call with Todd Meyers and Jenn Kimble regarding same (.7). | BK141 | 4.70 | 5,146.50 |

FEE DETAIL

| <u>Date</u> | <u>Timekeeper</u> | <u>Narrative</u> | <u>Task</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--------------------|---|-------------|--------------|---------------|
| 01/08/25 | Jennifer B. Kimble | Review summary of parent PCL loan (.2); emails with T. Meyers and B. Gelfand re: loan summary and schedule call to discuss the same (.1); call with T. Meyers and B. Gelfand to discuss parent loans (.7); review board resolutions and gather relevant resolutions approving Nuveen Unsecured Note Amendments (1.0); emails with T. Meyers and B. Gelfand re: board documents approving Nuveen loans (.2); email with J. Altmann re: missing parent loan documentation (.2); review additional loan documents received from J. Altmann (.5); email with T. Meyers re: total funded debt by entity (.1); call with T. Meyers re: funded debt at parent level and bond guarantees (.3); review board resolutions and gather relevant resolutions re: Nuveen secured debt at Parent level (.7); emails with T. Meyers and B. Gelfand re: board documents approving secured loan and information re: loan proceeds (.4). | BK141 | 4.40 | 4,730.00 |
| 01/08/25 | Todd C. Meyers | Review PCL unsecured loan analysis (.2); call with Jennifer Kimble and Becky Gelfand regarding loan review issues (.7); review loan documents from PCL (.3); analyze lien and claims including approvals by board (.8); email to Josh Altmann regarding documents needed (.1); exchange with Jennifer Kimble regarding foreign patents (.1). | BK141 | 2.20 | 3,355.00 |
| 01/09/25 | Jennifer B. Kimble | Review emails from C. Carlisle re: sale orders and revisions thereto (.2); review redline of PCL Sale Order (.2); review redline of JMD Sale Order (.1); emails with T. Meyers re: sale orders (.2); email with C. Carlisle signing off on revised sale orders (.1). | BK141 | 0.80 | 860.00 |
| 01/09/25 | Rebecca A. Gelfand | Review historical documentation relating to PCL secured and unsecured loans. | BK141 | 1.50 | 1,642.50 |
| 01/09/25 | Todd C. Meyers | Various exchanges regarding PCL transaction. | BK141 | 0.30 | 457.50 |
| 01/10/25 | Rebecca A. Gelfand | Review historical documentation relating to PCL unsecured loans. | BK141 | 4.40 | 4,818.00 |
| 01/10/25 | Jennifer B. Kimble | Email with C. Miller re: bridge loan security agreement (.1); emails with B. Gelfand and T. Meyers re: loan documentation and open issues (.3); work through open issues related to PCL Debt (.2). | BK141 | 0.60 | 645.00 |

FEE DETAIL

| <u>Date</u> | <u>Timekeeper</u> | <u>Narrative</u> | <u>Task</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--------------------|--|-------------|--------------|---------------|
| 01/11/25 | Jennifer B. Kimble | Email with R. Gelfand and T. Meyers re: Crestline Debenture (.1); locate document and respond to T. Meyers email re: : payoff letters (.2). | BK141 | 0.30 | 322.50 |
| 01/11/25 | Rebecca A. Gelfand | Analyze unsecured debt documentation and review debenture. | BK141 | 0.30 | 328.50 |
| 01/11/25 | Todd C. Meyers | Exchange with Becky Gelfand regarding PCL unsecured claim. | BK141 | 0.20 | 305.00 |
| 01/12/25 | Rebecca A. Gelfand | Analyze unsecured debt documentation and review past board meeting documentation for information relevant to the indebtedness. | BK141 | 1.50 | 1,642.50 |
| 01/12/25 | Todd C. Meyers | Additional exchanges regarding PCL debt documents. | BK141 | 0.40 | 610.00 |
| 01/12/25 | Jennifer B. Kimble | Review various emails from B. Gelfand re: missing loan documentation (.2); review and analyze Board Meeting minutes and approvals for additional loan information and documents requested by B. Gelfand (1.1); draft summary email and send various Crestline notes and convertible debt documents to B. Gelfand for review (.2); review unsecured notes re: fees and interest (.4); email with J. Altmann re: unsecured loan principal calculation (.1); emails with T. Meyers and B. Gelfand re: PCL debt validation (.2). | BK141 | 2.20 | 2,365.00 |
| 01/13/25 | Rebecca A. Gelfand | Review unsecured borrowing requests. | BK141 | 3.70 | 4,051.50 |
| 01/13/25 | Jennifer B. Kimble | Emails with J. Altmann re: unsecured loan back up and missing borrowing base requests (.3); email with B. Gelfand and T. Meyers re: claim back up and missing borrowing requests (.2); review summary of borrowing requests received from J. Altmann (.2). | BK141 | 0.70 | 752.50 |
| 01/13/25 | Todd C. Meyers | Email exchanges with Becky Gelfand and Jenn Kimble and call with Jenn Kimble regarding claim and lien issues. | BK141 | 0.80 | 1,220.00 |
| 01/14/25 | Jennifer B. Kimble | Review email from B. Gelfand re: further verification of PCL unsecured loan (.1); email with J. Altmann re: missing 12/20/23 Borrowing Request (.1); emails with B. Gelfand and T. Meyers re: budgets, open issues and missing borrowing request (.1). | BK141 | 0.30 | 322.50 |

FEE DETAIL

| <u>Date</u> | <u>Timekeeper</u> | <u>Narrative</u> | <u>Task</u> | <u>Hours</u> | <u>Amount</u> |
|--|--------------------|--|-------------|--------------|------------------|
| 01/14/25 | Rebecca A. Gelfand | Analyze borrowing requests for PCL unsecured debt. | BK141 | 0.50 | 547.50 |
| 01/14/25 | Todd C. Meyers | Further exchanges regarding unsecured claim at Biofuels. | BK141 | 0.30 | 457.50 |
| 01/21/25 | Jennifer B. Kimble | Email with C. Miller re: status of release of letter of credit/ CD . | BK141 | 0.10 | 107.50 |
| 01/21/25 | Todd C. Meyers | Exchange regarding CD status. | BK141 | 0.10 | 152.50 |
| 01/23/25 | Jennifer B. Kimble | Emails with D. Buckley re: extension of challenge period on CD. | BK141 | 0.10 | 107.50 |
| Fees for BK141 - Lien Investigation | | | | 40.10 | 45,931.50 |

BK160 - Fee/Employment Applications

| | | | | | |
|----------|--------------------|--|-------|------|--------|
| 01/01/25 | Sameer M. Alifarag | Email correspondences with debtors' counsel regarding status of Layer 7 certificate of no objection. | BK160 | 0.10 | 92.50 |
| 01/02/25 | Jennifer B. Kimble | Email with S. Lee re: Certification of No Objection on First and Final Fee Application. | BK160 | 0.10 | 107.50 |
| 01/06/25 | Jennifer B. Kimble | Call with C. Carlisle re: Verita solicitation work and retention application re: the same. | BK160 | 0.20 | 215.00 |
| 01/10/25 | Jennifer B. Kimble | Email with C. Carlisle re: First Interim Fee Applications (.1); review draft order (.2); emails with M. Dundon and J. Waxman re: confirmation of interim fee application amounts (.1). | BK160 | 0.40 | 430.00 |
| 01/13/25 | Jennifer B. Kimble | Email with C. Carlisle re: proposed order on First Interim Fee Applications (.1); email with J. Waxman re: CNO on ES First Interim Fee Application (.1). | BK160 | 0.20 | 215.00 |
| 01/14/25 | Sameer M. Alifarag | Draft third monthly fee application of Eversheds Sutherland (.5); email correspondences with J. Kimble regarding same (.1). | BK160 | 0.60 | 555.00 |
| 01/15/25 | Jennifer B. Kimble | Review and revise December Fee Statement (.1); emails with S. Alifarag re: revisions to December Fee Statement (.1); emails with A. Meng re: chamber comments to Eversheds First Interim Fee Application and revised Order (.1). | BK160 | 0.30 | 322.50 |
| 01/15/25 | Todd C. Meyers | Review third monthly application. | BK160 | 0.20 | 305.00 |

FEE DETAIL

| <u>Date</u> | <u>Timekeeper</u> | <u>Narrative</u> | <u>Task</u> | <u>Hours</u> | <u>Amount</u> |
|---|--------------------|---|-------------|--------------|-----------------|
| 01/15/25 | Sameer M. Alifarag | Revise draft third monthly fee application of Eversheds Sutherland. | BK160 | 0.10 | 92.50 |
| 01/22/25 | Jennifer B. Kimble | Emails with T. Meyers and S. Alifarag re: December Fee Application and question about First Interim Fee Application (.1); revise December Fee Statement (.1). | BK160 | 0.20 | 215.00 |
| 01/23/25 | Sameer M. Alifarag | Finalize Eversheds third monthly fee application (.1); email correspondences with T. Meyers, J. Kimble and local counsel regarding same (.1). | BK160 | 0.20 | 185.00 |
| 01/23/25 | Jennifer B. Kimble | Email with S. Alifarag re: information for December Fee Statement (.1); review updated December Fee Statement and email with J. Waxman re: Eversheds December Fee Statement (.2). | BK160 | 0.30 | 322.50 |
| 01/27/25 | Jennifer B. Kimble | Emails with S. Alifarag and T. Meyers re: Verita solicitation application (.1); call with J. Waxman re: Morris James December Fees (.1). | BK160 | 0.20 | 215.00 |
| Fees for BK160 - Fee/Employment Applications | | | | 3.10 | 3,272.50 |

BK170 - Fee/Employment Objections

| | | | | | |
|---|--------------------|--|-------|-------------|---------------|
| 01/03/25 | Sameer M. Alifarag | Review revised notices of debtor professionals' fee applications (.1); review first interim fee application of DSI (.2). | BK170 | 0.30 | 277.50 |
| 01/12/25 | Sameer M. Alifarag | Review Morris Nichols and Verita fee applications. | BK170 | 0.20 | 185.00 |
| 01/14/25 | Sameer M. Alifarag | Review of DSI interim fee application. | BK170 | 0.10 | 92.50 |
| 01/15/25 | Todd C. Meyers | Email from clerk regarding interim fee applications. | BK170 | 0.10 | 152.50 |
| Fees for BK170 - Fee/Employment Objections | | | | 0.70 | 707.50 |

BK180 - Financing

| | | | | | |
|----------|--------------------|---|-------|------|--------|
| 01/06/25 | Sameer M. Alifarag | Email correspondences with J. Kimble and UMB counsel regarding request for extension of challenge period. | BK180 | 0.10 | 92.50 |
| 01/06/25 | Todd C. Meyers | Email exchanges with Jennifer Kimble and Doug Buckley regarding lien challenge extension. | BK180 | 0.10 | 152.50 |

FEE DETAIL

| <u>Date</u> | <u>Timekeeper</u> | <u>Narrative</u> | <u>Task</u> | <u>Hours</u> | <u>Amount</u> |
|-----------------------------------|--------------------|--|-------------|--------------|---------------|
| 01/22/25 | Todd C. Meyers | Exchange with Jenn Kimble regarding extension on CD challenge. | BK180 | 0.10 | 152.50 |
| 01/23/25 | Todd C. Meyers | Kramer email regarding extension. | BK180 | 0.10 | 152.50 |
| 01/23/25 | Sameer M. Alifarag | Email correspondences with J. Kimble, T. Meyers and D. Buckley of Kramer Levin regarding further challenge period extension. | BK180 | 0.10 | 92.50 |
| 01/27/25 | Sameer M. Alifarag | Email correspondences with Eversheds and Dundon teams regarding waterfall analysis. | BK180 | 0.10 | 92.50 |
| Fees for BK180 - Financing | | | | 0.60 | 735.00 |

BK190 - Litigation General

| | | | | | |
|----------|--------------------|---|-------|------|----------|
| 01/06/25 | Jennifer B. Kimble | Review and analyze information from S. Alifarag re: Fulcrum document review (.2); spot review of board meeting minutes (.5); begin reviewing and analyzing documents tagged as "hot" during preliminary review (2.2); email with S. Alifarag re: Blue Arrow and Nuveen review (.2). | BK190 | 3.10 | 3,332.50 |
| 01/07/25 | Jennifer B. Kimble | Continue reviewing "hot" documents (1.6); email with S. Alifarag following up on document review (.1). | BK190 | 1.70 | 1,827.50 |
| 01/08/25 | Sameer M. Alifarag | Call with J. Kimble regarding board minute review (.1); review of board minutes from debtors' document production (3.0); email correspondences with T. Meyers, J. Kimble, and R. Gelfand regarding debt refinancing via Nuveen loan (.1); review of documents in connection with same (.8); email correspondences with J. Kimble regarding same (.1). | BK190 | 4.10 | 3,792.50 |
| 01/09/25 | Jennifer B. Kimble | Review Board Meeting minutes (.7); review S. Alifarag summary re: Blue Arrow (.2). | BK190 | 0.90 | 967.50 |
| 01/09/25 | Sameer M. Alifarag | Review and analysis of discovery documents regarding Blue Arrow (3.4); email correspondences with J. Kimble regarding same (.1); follow up email correspondences with T. Meyers and R. Gelfand regarding same (.1). | BK190 | 3.60 | 3,330.00 |
| 01/11/25 | Todd C. Meyers | Review discovery response and exchange with Jennifer Kimble regarding same. | BK190 | 0.30 | 457.50 |
| 01/16/25 | Jennifer B. Kimble | Review documents for information about previous officers and directors. | BK190 | 0.50 | 537.50 |

FEE DETAIL

| <u>Date</u> | <u>Timekeeper</u> | <u>Narrative</u> | <u>Task</u> | <u>Hours</u> | <u>Amount</u> |
|--|--------------------|--|-------------|--------------|------------------|
| 01/29/25 | Todd C. Meyers | Exchanges with Jeff Waxman regarding plan classification and release issues (.2); exchange with Jenn Kimble regarding treatment of equity in plan (.1); review cash budget and various exchanges with all parties regarding same (.5); email Sameer Alifarag regarding status of Abengoa litigation (.1); call with Dundon regarding wind down budget (.4); call with Jeff Waxman regarding plan objection (.2); additional exchanges with all parties regarding budget and conversion (.3). | BK190 | 1.80 | 2,745.00 |
| 01/30/25 | Sameer M. Alifarag | Research regarding Abengoa litigation (1.7); email correspondences with T. Meyers and J. Kimble regarding same (.1). | BK190 | 1.80 | 1,665.00 |
| 01/31/25 | Sameer M. Alifarag | Further research regarding and review of Abengoa state court complaints and status of ICC arbitration (.3); email correspondences with T. Meyers regarding same (.1). | BK190 | 0.40 | 370.00 |
| Fees for BK190 - Litigation General | | | | 18.20 | 19,025.00 |

BK200 - Meetings of Creditors

| | | | | | |
|----------|--------------------|---|-------|------|--------|
| 01/03/25 | Todd C. Meyers | Email Jennifer Kimble regarding summary for committee (.1); review same (.1). | BK200 | 0.20 | 305.00 |
| 01/03/25 | Jennifer B. Kimble | Draft and send update to Committee re: PCL Sale and Plan Term Sheet. | BK200 | 0.40 | 430.00 |
| 01/03/25 | Sameer M. Alifarag | Email correspondences with Committee regarding parent asset sale updates. | BK200 | 0.10 | 92.50 |
| 01/07/25 | Todd C. Meyers | Exchange with Jennifer Kimble regarding committee call. | BK200 | 0.10 | 152.50 |
| 01/07/25 | Jennifer B. Kimble | Email with T. Meyers re: weekly committee call and email with S. Alifarag re: cancelling committee call. | BK200 | 0.10 | 107.50 |
| 01/07/25 | Sameer M. Alifarag | Email correspondences with J. Kimble and T. Meyers regarding meeting cancellation and case update (.1); email correspondences with Committee regarding same (.1). | BK200 | 0.20 | 185.00 |
| 01/13/25 | Jennifer B. Kimble | Email to the Committee re: Statement on PCL and JMD Sales. | BK200 | 0.10 | 107.50 |
| 01/13/25 | Todd C. Meyers | Committee email regarding sale status. | BK200 | 0.10 | 152.50 |
| 01/14/25 | Jennifer B. Kimble | Emails with T. Meyers re: weekly committee call. | BK200 | 0.10 | 107.50 |

FEE DETAIL

| <u>Date</u> | <u>Timekeeper</u> | <u>Narrative</u> | <u>Task</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--------------------|--|-------------|--------------|---------------|
| 01/14/25 | Todd C. Meyers | Exchange with Jenn Kimble regarding committee call. | BK200 | 0.10 | 152.50 |
| 01/15/25 | Sameer M. Alifarag | Email correspondences with Committee and professionals regarding updates in lieu of meeting. | BK200 | 0.10 | 92.50 |
| 01/15/25 | Jennifer B. Kimble | Draft weekly update to Committee (.2); emails with T. Meyers re: weekly committee update (.1). | BK200 | 0.30 | 322.50 |
| 01/15/25 | Todd C. Meyers | Committee email regarding claim and lien review. | BK200 | 0.10 | 152.50 |
| 01/17/25 | Todd C. Meyers | Committee email regarding approval of sales. | BK200 | 0.10 | 152.50 |
| 01/17/25 | Jennifer B. Kimble | Review Committee update re: PCL sale and send comments to S. Alifarag (.1); follow up emails with S. Alifarag re: Committee update (.1). | BK200 | 0.20 | 215.00 |
| 01/21/25 | Jennifer B. Kimble | Emails with T. Meyers and S. Alifarag re: rescheduling weekly committee call. | BK200 | 0.10 | 107.50 |
| 01/22/25 | Sameer M. Alifarag | Email correspondences with Committee regarding bar date reminder and update call rescheduling. | BK200 | 0.10 | 92.50 |
| 01/22/25 | Todd C. Meyers | Committee email regarding status. | BK200 | 0.10 | 152.50 |
| 01/22/25 | Jennifer B. Kimble | Email with T. Meyers re: rescheduled Committee Call (.1); review and revise Committee email (.1); email with S. Alifarag re: comments to Committee email (.1). | BK200 | 0.30 | 322.50 |
| 01/23/25 | Sameer M. Alifarag | Email correspondences with J. Kimble and committee members regarding scheduling. | BK200 | 0.10 | 92.50 |
| 01/23/25 | Jennifer B. Kimble | Emails with S. Alifarag re: scheduling committee call. | BK200 | 0.10 | 107.50 |
| 01/25/25 | Jennifer B. Kimble | Emails with S. Alifarag re: Committee email re: plan comments. | BK200 | 0.20 | 215.00 |
| 01/25/25 | Todd C. Meyers | Email to committee regarding plan. | BK200 | 0.10 | 152.50 |
| 01/27/25 | Todd C. Meyers | Prepare for committee call (.2); committee call (.5); exchanges with committee regarding plan (.1). | BK200 | 0.80 | 1,220.00 |
| 01/27/25 | Jennifer B. Kimble | Prepare for Committee Call (.2); call with Committee re: plan and comments (.5). | BK200 | 0.70 | 752.50 |

FEE DETAIL

| <u>Date</u> | <u>Timekeeper</u> | <u>Narrative</u> | <u>Task</u> | <u>Hours</u> | <u>Amount</u> |
|---|--------------------|--|-------------|--------------|-----------------|
| 01/27/25 | Sameer M. Alifarag | Dial in to committee update call. | BK200 | 0.50 | 462.50 |
| 01/31/25 | Jennifer B. Kimble | Review update to committee re: plan negotiations. | BK200 | 0.10 | 107.50 |
| 01/31/25 | Todd C. Meyers | Committee emails regarding settlement. | BK200 | 0.20 | 305.00 |
| 01/31/25 | Sameer M. Alifarag | Email correspondence to the Committee regarding plan negotiations. | BK200 | 0.20 | 185.00 |
| Fees for BK200 - Meetings of Creditors | | | | 5.90 | 7,002.50 |

BK210 - Plan and Disclosure Statement

| | | | | | |
|----------|--------------------|--|-------|------|----------|
| 01/02/25 | Jennifer B. Kimble | Emails with T. Meyers re: comments to plan term sheet (.4); review and revise sale and plan term sheets to incorporate UCC comments (1.0); calls with T. Meyers re: Plan Term Sheet (.5); email with MNAT and parties re: revised Plan Term Sheet (.1); review MNAT revisions to plan term sheet (.2). | BK210 | 2.20 | 2,365.00 |
| 01/02/25 | Sameer M. Alifarag | Review of exclusivity extension order. | BK210 | 0.10 | 92.50 |
| 01/03/25 | Jennifer B. Kimble | Review MNAT revisions to plan term sheet (.3); call with Katten, Kramer and MNAT re: plan term sheet (.6); review further revisions to Plan Term Sheet to address guaranty claims (.2); emails with C. Carlisle re: further revision to plan term sheet (.2); review sample plans circulated by C. Miller re: consolidated trust and treatment (.3); final review of term sheet prior to filing (.1) | BK210 | 1.70 | 1,827.50 |
| 01/06/25 | Sameer M. Alifarag | Review of plan term sheet. | BK210 | 0.20 | 185.00 |
| 01/06/25 | Jennifer B. Kimble | Draft statement regarding PCL sale and plan term sheet. | BK210 | 1.00 | 1,075.00 |
| 01/09/25 | Todd C. Meyers | Call with Curtis Miller regarding plan timeline and related issues. | BK210 | 0.30 | 457.50 |
| 01/09/25 | Jennifer B. Kimble | Email with T. Meyers re: update on timing of plan filing. | BK210 | 0.10 | 107.50 |

FEE DETAIL

| <u>Date</u> | <u>Timekeeper</u> | <u>Narrative</u> | <u>Task</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--------------------|--|-------------|--------------|---------------|
| 01/10/25 | Jennifer B. Kimble | Email with C. Carlisle re: draft plan documents (.1); emails with T. Meyers re: draft disclosure statement and plan (.2); begin reviewing draft Disclosure Statement (1.5). | BK210 | 1.80 | 1,935.00 |
| 01/10/25 | Todd C. Meyers | Exchanges with Curtis Miller regarding plan timeline and hearing dates (.2); review email regarding plan and disclosure statement (.1); exchange with Jennifer Kimble regarding review of same (.1). | BK210 | 0.40 | 610.00 |
| 01/13/25 | Jennifer B. Kimble | Continue reviewing disclosure statement and plan. | BK210 | 1.30 | 1,397.50 |
| 01/14/25 | Todd C. Meyers | Exchange with Curtis Miller regarding plan and DS hearing dates. | BK210 | 0.10 | 152.50 |
| 01/14/25 | Jennifer B. Kimble | Continuing reviewing and revising Disclosure Statement (4.8); begin reviewing plan and making revisions (1.0). | BK210 | 5.80 | 6,235.00 |
| 01/15/25 | Sameer M. Alifarag | Review chapter 11 plan. | BK210 | 1.60 | 1,480.00 |
| 01/15/25 | Jennifer B. Kimble | Emails with J. Waxman and Dundon team re: draft plan (.2); continue reviewing and revising Plan (2.3); make additional revisions to disclosure statement (1.1); email and call with T. Meyers re: revisions to Disclosure Statement and Plan (.3). | BK210 | 3.90 | 4,192.50 |
| 01/15/25 | Todd C. Meyers | Conference with Jenn Kimble regarding plan and exchange with Dundon regarding same. | BK210 | 0.20 | 305.00 |
| 01/16/25 | Sameer M. Alifarag | Continued review of draft chapter 11 plan (.5); review of draft disclosure statement (1.0); email correspondences with T. Meyers and J. Kimble regarding comments to plan and disclosure statement (.1). | BK210 | 1.60 | 1,480.00 |
| 01/16/25 | Jennifer B. Kimble | Further revisions to plan documents (.4); review email from S. Alifarag re: additional plan comments (.2). | BK210 | 0.60 | 645.00 |
| 01/17/25 | Jennifer B. Kimble | Follow up email with T. Meyers re: draft plan documents. | BK210 | 0.10 | 107.50 |
| 01/21/25 | Jennifer B. Kimble | Emails with T. Meyers re: plan discussion. | BK210 | 0.10 | 107.50 |
| 01/22/25 | Jennifer B. Kimble | Emails with T. Meyers re: draft plan. | BK210 | 0.20 | 215.00 |

FEE DETAIL

| <u>Date</u> | <u>Timekeeper</u> | <u>Narrative</u> | <u>Task</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--------------------|---|-------------|--------------|---------------|
| 01/23/25 | Todd C. Meyers | Review plan and disclosure statement and revise and edit and exchanges with Jenn Kimble regarding same (5.2); exchange with Curtis Miller regarding confirmation hearing (.1). | BK210 | 5.30 | 8,082.50 |
| 01/23/25 | Jennifer B. Kimble | Emails with T. Meyers re: plan questions re: claim classification and confirmation hearing scheduling. | BK210 | 0.30 | 322.50 |
| 01/24/25 | Sameer M. Alifarag | Research regarding plan language in connection with releases of directors and officers, document control provisions, conditions precedent (.5); email correspondences with J. Kimble regarding same (.2); draft committee support language (.2); review and comment on updated disclosure statement (.7). | BK210 | 1.60 | 1,480.00 |
| 01/24/25 | Jennifer B. Kimble | Calls with T. Meyers re: Fulcrum Plan and Disclosure Statement revisions (2.2); edit disclosure statement to incorporate T. Meyers comments and further revisions (3.5); edit plan to incorporate further comments and revisions (2.0); emails with J. Waxman re: Horan position on third party releases (.3); email with S. Alifarag re: Plan language (.4). | BK210 | 8.40 | 9,030.00 |
| 01/24/25 | Todd C. Meyers | Review Jenn Kimble's comments to plan and DS (1.0); lengthy call with Jenn Kimble to review all changes (2.2); review preference analysis to determine plan treatment (.2); additional exchange with Jenn Kimble regarding plan status (.1). | BK210 | 3.50 | 5,337.50 |
| 01/25/25 | Sameer M. Alifarag | Email correspondences with T. Meyers and J. Kimble regarding plan and disclosure statement comments (.1); review of same (.2); draft email correspondences to the Committee regarding the same (.2). | BK210 | 0.50 | 462.50 |
| 01/25/25 | Jennifer B. Kimble | Incorporate further edits from T. Meyers into Plan and Disclosure Statement (2.6); emails with T. Meyers re: revised plan documents (.3); email with MNAT Team re: revised plan and disclosure statement (.1). | BK210 | 3.00 | 3,225.00 |
| 01/25/25 | Todd C. Meyers | Work on plan and DS and exchanges with Jenn Kimble regarding same. | BK210 | 2.20 | 3,355.00 |
| 01/26/25 | Jennifer B. Kimble | Review emails re: plan language and confirm that all requested revisions are incorporated. | BK210 | 0.50 | 537.50 |

FEE DETAIL

| <u>Date</u> | <u>Timekeeper</u> | <u>Narrative</u> | <u>Task</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--------------------|---|-------------|--------------|---------------|
| 01/27/25 | Sameer M. Alifarag | Review of motion to retain Verita as solicitation agent and email correspondences with T. Meyers and J. Kimble regarding same. | BK210 | 0.10 | 92.50 |
| 01/27/25 | Jennifer B. Kimble | Follow up correspondence with MNAT re: plan comments (.2); review DIP Budget (.1); emails with T. Meyers and Dundon Team re: Biofuels cash position (.3); calls with T. Meyers re: plan guaranteed fund amount and wind down budget (.3); calls with J. Waxman re: plan comments (.3); emails with T. Meyers re: officer positions and compensation (.2). | BK210 | 1.40 | 1,505.00 |
| 01/27/25 | Todd C. Meyers | Analyze plan set aside and email Dundon regarding same (.3); call with Curtis Miller regarding wind down budget (.2); calls with Jenn Kimble and Josh Nahas regarding same (.4); exchanges with Jenn Kimble regarding plan and DS (.2). | BK210 | 1.10 | 1,677.50 |
| 01/28/25 | Sameer M. Alifarag | Call with J. Kimble regarding open plan items and Debtor response to plan comments. | BK210 | 0.10 | 92.50 |
| 01/28/25 | Jennifer B. Kimble | Follow up with MNAT re: plan status (.2); calls with T. Meyers re: plan comments and Debtors' position on various Committee plan comments (.5); emails with J. Waxman re: open plan research questions (.2); call with S. Alifarag re: plan comments (.2). | BK210 | 1.10 | 1,182.50 |
| 01/28/25 | Todd C. Meyers | Email Clint Carlyle regarding plan status (.1); call with Curtis Miller regarding plan and cash issues (.4); call with Jenn Kimble regarding same (.2). | BK210 | 0.70 | 1,067.50 |
| 01/29/25 | Sameer M. Alifarag | Email correspondences with T. Meyers, J. Kimble and local counsel regarding release and classification issues and timeline of plan (.2); Call with T. Meyers, J. Kimble and M. Dundon regarding viability of plan (.5). | BK210 | 0.70 | 647.50 |
| 01/29/25 | Jennifer B. Kimble | Emails with T. Meyers and J. Waxman re: research on releases (.3); email with S. Alifarag re: review of relevant case law (.1); emails with T. Meyers re: plan opt out language (.2); review and analyze wind down budget (.5); emails with T. Meyers and Dundon team re: wind down budget (.2); call with M. Dundon and T. Meyers re: wind down budget and next steps (.6); emails with S. Alifarag and C. Carlisle re: revised plan documents (.2). | BK210 | 2.10 | 2,257.50 |

FEE DETAIL

| <u>Date</u> | <u>Timekeeper</u> | <u>Narrative</u> | <u>Task</u> | <u>Hours</u> | <u>Amount</u> |
|---|--------------------|--|-------------|--------------|---------------------|
| 01/30/25 | Jennifer B. Kimble | Review emails re: wind down budget (.2); call with Committee and Debtor professionals re: wind down budget and alternatives re: cash expenditure (.6). | BK210 | 0.80 | 860.00 |
| 01/30/25 | Todd C. Meyers | Exchange with Curtis Miller regarding wind down issues (.1); exchange with Josh Nahas regarding same (.1); analyze revised budget (.3); call with Josh Nahas regarding same (.2); all hands call with debtor professionals regarding same (.6); email exchange with Dundon regarding same (.1); exchanges with Curtis Miller regarding hearing dates (.1); call with Dundon and Jeff Waxman regarding possible counteroffer (.5); email with Curtis Miller regarding employee question (.1); exchange with Sameer Alifarag regarding status of litigation to determine plan cash needs (.2). | BK210 | 2.30 | 3,507.50 |
| 01/31/25 | Jennifer B. Kimble | Emails with T. Meyers and S. Alifarag re: plan negotiations and settlement of open issues. | BK210 | 0.20 | 215.00 |
| 01/31/25 | Todd C. Meyers | Call with Curtis miller regarding settlement (.3); email exchanges with Dundon and Jenn Kimble regarding same (.2); exchange with Sameer Alifarag regarding litigation status (.1). | BK210 | 0.60 | 915.00 |
| Fees for BK210 - Plan and Disclosure Statement | | | | 59.80 | 70,825.00 |
| Total Hours/Fees | | | | 153.10 | <u>\$178,926.50</u> |

SUMMARY OF LEGAL SERVICES

| TIMEKEEPER | HOURS | RATE | AMOUNT |
|--------------------|---------------|-------------|-------------------|
| Todd C. Meyers | 37.80 | 1,525.00 | 57,645.00 |
| Jennifer B. Kimble | 70.10 | 1,075.00 | 75,357.50 |
| Rebecca A. Gelfand | 24.20 | 1,095.00 | 26,499.00 |
| Sameer M. Alifarag | 21.00 | 925.00 | 19,425.00 |
| | <u>153.10</u> | | <u>178,926.50</u> |

DISBURSEMENTS

| | |
|----------------------|--------|
| Relativity Hosting | 21.24 |
| Relativity User Fees | 170.00 |

Total Current Disbursements **\$191.24**

TOTAL CURRENT BILLING **\$179,117.74**

EXHIBIT “C”**EXPENSE SUMMARY**

| Expense Category | Total Expenses |
|---|-----------------------|
| Airfare | \$672.91 |
| Lodging | \$477.70 |
| Train Tickets | \$193.00 |
| Ground Transportation/ Taxis | \$141.89 |
| Parking | \$38.00 |
| Mark Smith/Steven Victor Rough Draft Deposition/Transcript | \$907.00 |
| Relativity Hosting and User Fees | \$191.24 |
| TOTAL | \$2,621.74 |

EXHIBIT “D”

DECLARATION OF TODD C. MEYERS

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

In re:

FULCRUM BIOENERGY, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 24-12008 (TMH)

(Jointly Administered)

**DECLARATION OF TODD C. MEYERS IN SUPPORT OF COMBINED
THIRD MONTHLY FEE APPLICATION OF EVERSLEDs SUTHERLAND (US) LLP
FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF
EXPENSES AS CO-COUNSEL TO THE OFFICIAL COMMITTEE
OF UNSECURED CREDITORS FOR THE PERIOD FROM
DECEMBER 1, 2024 THROUGH AND INCLUDING JANUARY 31, 2025**

I, Todd C. Meyers, under penalty of perjury declare as follows:

1. I am a partner in the law firm of Eversheds Sutherland (US) LLP (“Eversheds”), co-counsel for the Official Committee of Unsecured Creditors (the “Committee”).

2. I have read the *Combined Third Monthly Fee Application of Eversheds Sutherland (US) LLP for Allowance of Compensation and Reimbursement of Expenses as Co-Counsel to the Official Committee of Unsecured Creditors for the Period from December 1, 2024 Through and Including January 31, 2025* and know the contents thereof. The same contents are true to the best of my knowledge, except as to matters therein alleged to be upon information and belief, and as to those matters, I believe them to be true. I have personally performed many of the legal services rendered by Eversheds and am thoroughly familiar with all other work performed on behalf of the Committee by the attorneys and paraprofessionals at Eversheds.

¹ The debtors and debtors in possession in these chapter 11 cases, along with each debtor’s federal tax identification numbers are: Fulcrum BioEnergy, Inc. (3733); Fulcrum Sierra BioFuels, LLC (1833); Fulcrum Sierra Finance Company, LLC (4287); and Fulcrum Sierra Holdings, LLC (8498). The location of the Debtors’ service address is: Fulcrum BioEnergy Inc., P.O. Box 220 Pleasanton, CA 94566.

3. In accordance with Rule 2016(a) of the Federal Rules of Bankruptcy Procedure and Section 504 of Title 11 of the United States Code, no agreement or understanding exists between Eversheds and any other person for the sharing of compensation to be received in connection with the above-captioned cases.

4. I have reviewed the requirements of Rule 2016-1 of the Local Rules of Bankruptcy Practice and Procedure for the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), and to the best of my knowledge, information and belief, this Application complies with Local Rule 2016-1.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: February 24, 2025

/s/ Todd C. Meyers
Todd C. Meyers

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

In re:

FULCRUM BIOENERGY, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 24-12008 (TMH)

(Jointly Administered)

CERTIFICATE OF SERVICE

I hereby certify that on this 24th day of February, 2025, I caused to be filed with the Court electronically, and I caused to be served a true and correct copy of the *Combined Third Monthly Fee Application of Eversheds Sutherland (US) LLP for Allowance of Compensation and Reimbursement of Expenses as Co-Counsel to the Official Committee of Unsecured Creditors for the Period from December 1, 2024 Through and Including January 31, 2025* upon the parties that are registered to receive notice via the Court's CM/ECF notification system, and an additional service was competed via electronic mail on the parties listed on the attached service list.

/s/ Jeffrey R. Waxman
Jeffrey R. Waxman (DE Bar No. 4159)

¹ The debtors and debtors in possession in these chapter 11 cases, along with each debtor's federal tax identification numbers are: Fulcrum BioEnergy, Inc. (3733); Fulcrum Sierra BioFuels, LLC (1833); Fulcrum Sierra Finance Company, LLC (4287); and Fulcrum Sierra Holdings, LLC (8498). The location of the Debtors' service address is: Fulcrum BioEnergy Inc., P.O. Box 220 Pleasanton, CA 94566.

Service List

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United States Trustee