

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)

Objection Deadline:

March 24, 2025, at 4:00 p.m. (ET)

**FIFTH MONTHLY FEE APPLICATION OF MORRIS, NICHOLS, ARSHT &
TUNNELL LLP, AS BANKRUPTCY COUNSEL FOR THE DEBTORS AND
DEBTORS IN POSSESSION, FOR ALLOWANCE OF MONTHLY
COMPENSATION AND FOR REIMBURSEMENT OF ALL ACTUAL AND
NECESSARY EXPENSES INCURRED FOR THE PERIOD
JANUARY 1, 2025, THROUGH AND INCLUDING JANUARY 31, 2025**

Name of Professional: MORRIS, NICHOLS, ARSHT & TUNNELL LLP

Authorized to Provide
Professional Services to: Debtors and Debtors in Possession

Date of Retention: October 15, 2024, *nunc pro tunc* to September 9,
2024

Period for which compensation and
reimbursement is sought: January 1, 2025, through January 31, 2025

Amount of compensation sought as
actual, reasonable and necessary: \$225,181.60 (80% of \$281,477.00)

Amount of reimbursement sought as
actual, reasonable and necessary: \$2,047.67

This is a x monthly interim final application

The total time expended for fee application preparation is approximately 1.60 hours and the corresponding compensation requested is approximately \$652.00.

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.



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If this is not the first fee Application filed, disclose the following for each prior fee Application:

DATE FILED	PERIOD COVERED	REQUESTED FEES/EXPENSES	APPROVED FEES/EXPENSES
10/30/24 D.I. 216	9/9/24-9/30/24	\$325,352.00/\$13,979.37	\$325,352.00/\$13,979.37
12/2/2 D.I. 296	10/1/4-10/31/24	\$398,791.50/\$14,170.86	\$398,791.50/\$14,170.86
12/13/24 D.I. 311	11/1/24-11/30/24	\$452,143.50/\$18,441.49	\$452,010.50/\$18,441.49
1/30/25 D.I. 408	12/1/24-12/31/24	\$208,495.00/\$1,495.39	\$166,796.00/\$1,495.39

**COMPENSATION BY PROFESSIONAL
FULCRUM BIOENERGY, INC., *et al.*
(Case No. 24-12008 (TMH))
January 1, 2025, through January 31, 2025**

Name of Professional	Position of the Applicant, Area of Expertise, Number of Years in that Position, Year of Obtaining License to Practice	Hourly Billing Rate	Total Billed Hours	Total Compensation
Robert J. Dehney	Partner/Bankruptcy. Partner since 1999. Joined firm as an associate in 1996. Member of the DE Bar since 1997.	1,895	2.5	4,737.50
Curtis S. Miller	Partner/Bankruptcy. Partner since 2012. Joined firm as an associate in 2004. Member of the DE Bar since 2004.	1,295	76.1	98,549.50
Jason Russell	Partner/Commercial. Partner since 2016. Joined firm as an associate in 2007. Member of the DE Bar since 2007.	1,295	6.9	8,935.50
Daniel B. Butz	Senior Counsel/Bankruptcy. Joined the firm as an associate in 2002. Member of the DE Bar since 2002.	1,095	0.1	109.50
Clint M. Carlisle	Associate/Bankruptcy. Joined the firm as an associate in 2024. Member of the DE Bar since 2024.	825	90.4	74,580.00
Avery J. Meng	Associate/Bankruptcy. Joined the firm as an associate in 2023. Member of the DE Bar since 2023.	730	49.7	36,281.00
Jake A. Rauchberg	Associate/Bankruptcy. Joined the firm as an associate in 2024. Member of the PA Bar since 2023. Member of the DE Bar since 2024.	675	73.2	49,410.00
Byron Poland	Litigation Support	435	0.8	348.00
Desiree M. Vale	Paralegal	435	9.9	4,306.50
John Lawrence	Paralegal	435	4.9	2,131.50
Rebecca L. Weidman	Paralegal	435	4.8	2,088.00
TOTAL		881.54	319.3	\$281,477.00
BLENDED RATE: \$881.54				
ATTORNEY BLENDED RATE: \$912.02				

COMPENSATION BY PROJECT CATEGORY
FULCRUM BIOENERGY, INC., *et al.*
(Case No. 24-12008 (TMH))
January 1, 2025, through January 31, 2025

Project Category	Total Hours	Total Fees
Case Administration	1.70	1,169.50
Asset Analysis and Recovery	9.10	8,939.50
Asset Dispositions/363 Sales	1.10	1,189.50
Creditor Communications and Meetings	3.20	3,016.00
Fee Applications (MNAT - Filing)	6.90	4,432.50
Fee Applications (Others - Filing)	12.70	7,186.50
Executory Contracts/Unexpired Leases	21.20	18,953.50
Financing Matters/Cash Collateral	2.10	2,484.50
Tax Matters	2.10	1,732.50
Insurance Matters	0.80	660.00
Court Hearings	23.80	20,138.50
Claims Objections and Administration	9.50	7,115.50
Plan and Disclosure Statement (70%)	76.65	71,800.75
Professional Retention (MNAT - Filing)	0.40	174.00
Professional Retention (Others - Filing)	13.70	10,280.00
General Corporate Matters (including Corporate Governance)	11.70	10,267.50
General Case Strategy	16.90	14,697.50
Schedules/SOFA/U.S. Trustee Reports	2.30	1,977.00
Asset Dispositions/363 Sales – Parent	68.60	62,700.00
Creditor Communications and Meetings – Parent	0.40	424.00
Executory Contracts/Unexpired Leases _ Parent	0.20	165.00
Plan and Disclosure Statement (30%) – Parent	32.85	30,771.75
General Case Strategy - Parent	1.40	1,201.50
TOTAL	319.30	\$281,477.00

EXPENSE SUMMARY**FULCRUM BIOENERGY, INC., *et al.***
(Case No. 24-12008 (TMH))**January 1, 2025, through January 31, 2025**

Expense Category	Total Expenses
Pacer	139.50
In-House Printing - black & white	663.60
In-House Printing - color	129.60
Messenger Service	15.00
Support Staff Overtime	17.14
Computer Research - Westlaw	634.80
E-Discovery	15.40
Courier/Delivery Service	82.63
Transcripts	350.00
Grand Total Expenses	\$2,047.67

**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)

Objection Deadline:
March 24, 2025, at 4:00 p.m. (ET)

**FIFTH MONTHLY FEE APPLICATION OF MORRIS, NICHOLS, ARSHT &
TUNNELL LLP, AS BANKRUPTCY COUNSEL FOR THE DEBTORS AND
DEBTORS IN POSSESSION, FOR ALLOWANCE OF MONTHLY
COMPENSATION AND FOR REIMBURSEMENT OF ALL ACTUAL AND
NECESSARY EXPENSES INCURRED FOR THE PERIOD
JANUARY 1, 2025, THROUGH AND INCLUDING JANUARY 31, 2025**

Morris, Nichols, Arsht & Tunnell LLP (“Morris Nichols”), as bankruptcy counsel for the debtors and debtors in possession in the above-captioned cases (the “Debtors”), submits this fee application (the “Fee Application”) for monthly allowance of compensation for professional services rendered by Morris Nichols to the Debtors for the period of January 1, 2025, through January 31, 2025 (the “Application Period”), and reimbursement of actual and necessary expenses incurred by Morris Nichols during the Application Period pursuant to sections 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”), Rule 2016-1 of the Local Rules of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), the United States

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.

Trustee's Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases, effective November 1, 2013 (the "U.S. Trustee Guidelines") and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals* (D.I. 170) (the "Interim Compensation Procedures Order").² In support of this Fee Application, Morris Nichols represents as follows:

JURISDICTION

1. This Court has jurisdiction over this Fee Application pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2). Venue 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 330 and 331 of the Bankruptcy Code, as supplemented by Bankruptcy Rule 2016, Local Rule 2016-1, the U.S. Trustee Guidelines, and the Interim Compensation Procedures Order.

BACKGROUND

3. On September 9, 2024 (the "Petition Date"), the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code thereby commencing these chapter 11 cases. The Debtors continue to operate their businesses as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

4. On September 19, 2024, the Office of the United States Trustee for the District of Delaware (the "U.S. Trustee") appointed an Official Committee of Unsecured Creditors (the "Creditors' Committee").

² Capitalized terms used but not defined herein are defined in the Interim Compensation Procedures Order.

MORRIS NICHOLS'S RETENTION

5. Prior to the commencement of these chapter 11 cases, the Debtors retained Morris Nichols to provide advice regarding, among other things, preparing for, commencing, and prosecuting these cases under chapter 11 of the Bankruptcy Code. On September 24, 2024, the Debtors filed the *Debtors' Application for Entry of an Order Authorizing Retention and Employment of Morris, Nichols, Arsht & Tunnell LLP as Bankruptcy Counsel for the Debtors Nunc Pro Tunc to the Petition Date* (D.I. 89) (the "Morris Nichols Retention Application").

6. On October 15, 2024, this Court granted the Morris Nichols Retention Application pursuant to the *Order Authorizing the Retention and Employment of Morris, Nichols, Arsht & Tunnell LLP as Bankruptcy Counsel for the Debtors Nunc Pro Tunc to the Petition Date* (D.I. 169) (the "Morris Nichols Retention Order").

INTERIM COMPENSATION PROCEDURES ORDER

7. The Court entered the Interim Compensation Procedures Order on October 15, 2024. The Interim Compensation Procedures Order sets forth the procedures for interim compensation and reimbursement of expenses for all retained Professionals in these cases.

8. In particular, the Interim Compensation Procedures Order provides that Professionals may file and serve a Monthly Fee Application following the month or months for which compensation is sought, for interim approval and allowance of compensation for services rendered and reimbursement of expenses incurred during the immediately preceding month. Parties in interest will have 14 days (or the next business day if such day is not a business day) after the filing of a Monthly Fee Application (the "Objection Deadline") to object to the requested compensation for services rendered and reimbursement of expenses incurred. Provided that there are no objections to such Monthly Fee Application filed before the expiration of the Objection

Deadline, the Professional may file a certificate of no objection (the “Certificate of No Objection”) with the Court.

9. Upon the filing of a Certificate of No Objection, the Debtors are authorized to pay such Professional 80 percent of the fees and 100 percent of the expenses requested in such Monthly Fee Application.

RELIEF REQUESTED

10. Morris Nichols submits this Fee Application for (a) allowance of reasonable compensation for the actual, reasonable, and necessary professional services that it has rendered as co-counsel for the Debtors in these cases during the Application Period and (b) reimbursement of actual, reasonable, and necessary expenses incurred by Morris Nichols in representing the Debtors during the Application Period.

11. During the Application Period, Morris Nichols incurred fees in the amount of \$281,477.00. For the same period, Morris Nichols incurred actual, reasonable, and necessary expenses totaling \$2,047.67. As of the date of this Fee Application, Morris Nichols has received no payments with respect to these amounts.

12. Set forth on the foregoing “Compensation by Project Category” is a summary, by subject matter category, of the time expended by Morris Nichols’s timekeepers billing time to the Debtors’ cases during the Application Period.

13. **Exhibit A** attached hereto contains logs, sorted by case project category, which show the time recorded by professionals, paraprofessionals, and other support staff, as well as descriptions of the services provided.

14. **Exhibit B** attached hereto contains a breakdown of actual, reasonable, and necessary expenses incurred by Morris Nichols during the Application Period.

15. Morris Nichols charges \$.10 per page for photocopying and printing. Morris Nichols does not charge for outgoing domestic facsimiles or incoming facsimiles.

16. In accordance with Local Rule 2016-1, Morris Nichols has reduced its request for compensation for non-working travel, if any, to 50% of its normal rate.

17. Morris Nichols has endeavored to represent the Debtors in the most expeditious and economical manner possible. Tasks have been assigned to attorneys, paralegals, and other support staff at Morris Nichols so that work has been performed by those most familiar with the particular matter or task and, where attorney or paralegal involvement was required, by the lowest hourly rate professional appropriate for a particular matter. Moreover, Morris Nichols has endeavored to coordinate with the other professionals involved in these cases so as to minimize any duplication of effort and to minimize attorneys' fees and expenses to the Debtors. Morris Nichols believes it has been successful in this regard.

18. No agreement or understanding exists between Morris Nichols and any other person for the sharing of compensation received or to be received for services rendered in or in connection with these cases.

19. The undersigned has reviewed the requirements of Local Rule 2016-1 and certifies to the best of his or her information, knowledge, and belief that this Fee Application complies with that Rule.

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WHEREFORE, Morris Nichols respectfully requests that the Debtors pay Morris Nichols \$227,229.27, which is equal to the sum of 80% (\$225,181.60) of Morris Nichols's requested compensation (\$281,477.00) and 100% (\$2,047.67) of Morris Nichols's requested expense reimbursement.

Dated: March 10, 2025
Wilmington, Delaware

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

/s/ Clint M. Carlisle

Robert J. Dehney, Sr. (No. 3578)

Curtis S. Miller (No. 4583)

Daniel B. Butz (No. 4227)

Clint M. Carlisle (No. 7313)

Avery Jue Meng (No. 7238)

1201 N. Market Street, 16th Floor

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Wilmington, Delaware 19899-1347

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dbutz@morrisnichols.com

ccarlisle@morrisnichols.com

ameng@morrisnichols.com

Counsel for the Debtors and Debtors in Possession

**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)

Objection Deadline:

March 24, 2025, at 4:00 p.m. (ET)

NOTICE OF FILING OF FEE APPLICATION

PLEASE TAKE NOTICE that, today Morris, Nichols, Arsht & Tunnell LLP (the “Professional”) filed the attached *Fifth Monthly Fee Application of Morris, Nichols, Arsht & Tunnell LLP, as Bankruptcy Counsel for the Debtors and Debtors in Possession, for Allowance of Monthly Compensation and for Reimbursement of all Actual and Necessary Expenses Incurred for the Period January 1, 2025, Through and Including January 31, 2025* (the “Fee Application”) with the United States Bankruptcy Court for the District of Delaware (the “Court”).

PLEASE TAKE FURTHER NOTICE that, objections, if any, to the Fee Application must be made in accordance with the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals* (D.I. 170) (the “Interim Compensation Order”) and served no later than **March 24, 2025 at 4:00 p.m. (Eastern Time)** (the “Objection Deadline”) upon on the following parties (the “Fee Notice Parties”):

- (i) the applicant: Morris, Nichols, Arsht & Tunnell LLP, 1201 North Market Street, 16th Floor, Wilmington, DE 19801, Attn: Robert J. Dehney, Sr., rdehney@morrisnichols.com; Curtis S. Miller, cmiller@morrisnichols.com; Clint

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.

M. Carlisle, ccarlisle@morrisnichols.com; and Avery Jue Meng, ameng@morrisnichols.com;

- (ii) counsel to the Committee: (a) Eversheds Sutherland (US) LLP, The Grace Building, 40th Floor, 1114 Avenue of the Americas, New York, New York 10036, Attn: Jennifer Kimble, jenniferkimble@eversheds-sutherland.com and Sameer M. Alifarag, sameeralifarag@eversheds-sutherland.com, Evershed Sutherland (US) LLP, 999 Peachtree Street NW, Suite 2300, Atlanta, Georgia 30309, Attn: Todd C. Meyers, toddmeyers@eversheds-sutherland.com, and (b) Morris James LLP, 500 Delaware Avenue, Suite 1500 Wilmington, DE 19801, Attn: Jeffrey R. Waxman, jwaxman@morrisjames.com; Eric J. Monzo, emonzo@morrisjames.com; and Christopher M. Donnelly, cdonnelly@morrisjames.com; and
- (iii) the U.S. Trustee: Caleb Boggs Federal Building, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801 Attn: Rosa Sierra-Fox, rosa.sierra-fox@usdoj.gov.

PLEASE TAKE FURTHER NOTICE that, if an objection to the Fee Application is served prior to the Objection Deadline, the Debtors shall be authorized by the Interim Compensation Procedures Order to pay the Professional 80% of the fees and 100% of the expenses requested in the Fee Application not subject to such objection without the need for further order of the Court. Pursuant to the Interim Compensation Procedures Order, if the objecting party and the Professional are unable to resolve an objection within fourteen (14) days, the objecting party shall file an objection (the “Objection”) with the Court within three (3) days and serve such Objection on the Fee Notice Parties and the Professional. After receipt of the Objection, the Professional shall have the option to (a) file a response to the Objection with a request for payment of the disputed amount with the Court, or (b) forgo payment of the disputed amount until the next interim fee application hearing.

PLEASE TAKE FURTHER NOTICE that, if no objections to the Fee Application are served prior to the Objection Deadline, the Professional may file a certificate of no objection with the Court, after which the Debtors shall be authorized by the Interim Compensation Procedures

Order to pay the Professional an amount equal to 80% of the fees and 100% of the expenses requested in the Fee Application without the need for further order of the Court.

PLEASE TAKE FURTHER NOTICE that, if you fail to respond in accordance with this notice, the court may grant the relief requested in the Fee Application without further notice or hearing.

Dated: March 10, 2025
Wilmington, Delaware

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

/s/ Clint M. Carlisle

Robert J. Dehney, Sr. (No. 3578)

Curtis S. Miller (No. 4583)

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ameng@morrisnichols.com

Counsel for the Debtors and Debtors in Possession

EXHIBIT A**COMPENSATION BY PROJECT CATEGORY**

FULCRUM BIOENERGY, INC., *et al.*
(Case No. 24-12008 (TMH))
January 1, 2025, through January 31, 2025

Project Category	Total Hours	Total Fees
Case Administration	1.70	1,169.50
Asset Analysis and Recovery	9.10	8,939.50
Asset Dispositions/363 Sales	1.10	1,189.50
Creditor Communications and Meetings	3.20	3,016.00
Fee Applications (MNAT - Filing)	6.90	4,432.50
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Tax Matters	2.10	1,732.50
Insurance Matters	0.80	660.00
Court Hearings	23.80	20,138.50
Claims Objections and Administration	9.50	7,115.50
Plan and Disclosure Statement (70%)	76.65	71,800.75
Professional Retention (MNAT - Filing)	0.40	174.00
Professional Retention (Others - Filing)	13.70	10,280.00
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Creditor Communications and Meetings – Parent	0.40	424.00
Executory Contracts/Unexpired Leases _ Parent	0.20	165.00
Plan and Disclosure Statement (30%) – Parent	32.85	30,771.75
General Case Strategy - Parent	1.40	1,201.50
TOTAL	319.30	\$281,477.00

Time Detail**Task Code:** B110 Case Administration

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/02/25	Rauchberg, Jake	Correspondence with Verita re service of documents.	0.1	67.50
01/13/25	Carlisle, Clint	Call with R. Weidman.	0.1	82.50
01/14/25	Carlisle, Clint	Correspondence with Katten and Verita re: notice issues.	0.3	247.50
01/14/25	Carlisle, Clint	Correspondence with DSI re: interim fee process.	0.1	82.50
01/15/25	Miller, Curtis	Review draft 2015.3 report	0.2	259.00
01/22/25	Carlisle, Clint	Call with R. Barraza re: professional fee payments.	0.1	82.50
01/23/25	Poland, Byron	Review and complete e-mail request from attorney- provide technical support, prep selected documents and files as per attorney instructions.	0.4	174.00
01/27/25	Poland, Byron	Review and complete e-mail request from attorney- provide technical support, prep selected documents and files as per attorney instructions.	0.2	87.00
01/31/25	Poland, Byron	Review and complete e-mail request from attorney- provide technical support, prep selected documents and files as per attorney instructions.	0.2	87.00
Total			1.7	1,169.50

Task Code: B120 Asset Analysis and Recovery

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/02/25	Rauchberg, Jake	Draft motion to abandon certain equity interests.	2.3	1,552.50
01/02/25	Rauchberg, Jake	Discuss abandonment motion with C. Miller.	0.1	67.50
01/02/25	Miller, Curtis	Review and revise motion to abandon	0.6	777.00
01/03/25	Rauchberg, Jake	Discuss abandonment motion with D. Vale.	0.1	67.50
01/03/25	Rauchberg, Jake	Draft abandonment motion.	0.4	270.00
01/03/25	Rauchberg, Jake	Call with clients re abandonment motion (0.3); subsequent call with C. Carlisle re same (0.1).	0.4	270.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/03/25	Rauchberg, Jake	Correspondence with clients re abandonment motion.	0.1	67.50
01/03/25	Miller, Curtis	Review and revise latest draft of motion to abandon	0.3	388.50
01/03/25	Miller, Curtis	Review client comments to motion to abandon	0.1	129.50
01/03/25	Miller, Curtis	Discuss abandonment motion with C. Carlisle	0.1	129.50
01/06/25	Miller, Curtis	Client call re investment inquiry	0.5	647.50
01/06/25	Miller, Curtis	Emails with client re NV and status of LC return	0.1	129.50
01/07/25	Meng, Avery	Draft CoC re contract abandonment motion	0.2	146.00
01/08/25	Rauchberg, Jake	Draft motion to abandon equity.	0.1	67.50
01/09/25	Miller, Curtis	Discuss abandonment motion issues with C. Carlisle	0.1	129.50
01/09/25	Miller, Curtis	Call with client re UCC investigation questions	0.3	388.50
01/09/25	Carlisle, Clint	Calls / correspondence with J. Russell and M. Smith re: UK Equity.	0.3	247.50
01/10/25	Miller, Curtis	Review materials re UCC investigation	1.0	1,295.00
01/10/25	Miller, Curtis	Call with PCL counsel re UCC information requests (.2); discuss same with client (.1)	0.3	388.50
01/10/25	Miller, Curtis	Emails with client re UCC information requests	0.1	129.50
01/13/25	Rauchberg, Jake	Draft abandonment motion.	0.2	135.00
01/13/25	Miller, Curtis	Emails with UCC re sale hearing and investigation	0.1	129.50
01/14/25	Rauchberg, Jake	Revise motion to abandon equity	0.1	67.50
01/15/25	Carlisle, Clint	Correspondence with counsel for WF and MNAT team re: DACAs.	0.3	247.50
01/21/25	Miller, Curtis	Email J. Rauchberg re abandonment motion	0.1	129.50
01/21/25	Miller, Curtis	Emails with UCC and client re recovery of LC	0.1	129.50
01/21/25	Carlisle, Clint	Correspondence w/ C. Miller re: abandonment motion.	0.1	82.50
01/22/25	Miller, Curtis	Call from M. Smith re abandonment motion	0.2	259.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/28/25	Carlisle, Clint	Correspondence with Stinson re: LOC.	0.1	82.50
01/31/25	Miller, Curtis	Additional revisions to abandonment motion	0.3	388.50
Total			9.1	8,939.50

Task Code: B130 Asset Dispositions/363 Sales

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/02/25	Russell, Jason	Review revised sale terms sheet	0.2	259.00
01/06/25	Miller, Curtis	Review and revise response to potential bidder	0.4	518.00
01/21/25	Carlisle, Clint	Call with LW re: Switch assets/warehouse.	0.1	82.50
01/21/25	Carlisle, Clint	Call with Latham re: assets in warehouse.	0.1	82.50
01/21/25	Carlisle, Clint	Correspondence with R. Barraza re: Switch APA.	0.1	82.50
01/28/25	Carlisle, Clint	Correspondence with Switch re: warehouse.	0.1	82.50
01/31/25	Carlisle, Clint	Correspondence with LW re: Switch assets.	0.1	82.50
Total			1.1	1,189.50

Task Code: B150 Creditor Communications and Meetings

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/10/25	Carlisle, Clint	Correspondence with UCC and Bonds re: Plan and DS.	0.2	165.00
01/10/25	Carlisle, Clint	Correspondence with UCC and UST re: interim fee app order.	0.1	82.50
01/13/25	Carlisle, Clint	Correspondence with UCC re: interim fee hearing/COC.	0.1	82.50
01/14/25	Carlisle, Clint	Correspondence with UCC professionals re: interim fee hearing.	0.1	82.50
01/14/25	Carlisle, Clint	Correspondence with UCC re: status of sale hearing.	0.1	82.50
01/14/25	Carlisle, Clint	Review UCC statement; correspondence with UCC re: same.	0.3	247.50
01/27/25	Carlisle, Clint	Correspondence with UCC re: status of Plan and DS.	0.1	82.50
01/29/25	Miller, Curtis	Emails with UCC re plan negotiations	0.2	259.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/29/25	Miller, Curtis	Emails with T. Meyers re plan issues	0.2	259.00
01/29/25	Carlisle, Clint	Review correspondence from R. Dehney, C. Miller and UCC counsel re: budget forecast.	0.4	330.00
01/29/25	Carlisle, Clint	Correspondence with MNAT team re: filing a joint DS/Plan.	0.4	330.00
01/30/25	Miller, Curtis	Emails with C. Carlisle re UST questions	0.2	259.00
01/30/25	Miller, Curtis	Emails with T. Meyers regarding forecast and confirmation hearing	0.2	259.00
01/30/25	Carlisle, Clint	Meeting with UCC, DSI, R. Dehney, and C. Miller.	0.4	330.00
01/30/25	Carlisle, Clint	Correspondence with C. Miller re: UST questions	0.2	165.00
Total			3.2	3,016.00

Task Code: B160 Fee Applications (MNAT - Filing)

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/13/25	Rauchberg, Jake	Draft CoC re interim fee application order.	0.1	67.50
01/13/25	Rauchberg, Jake	Discuss proposed interim fee order with A. Meng.	0.1	67.50
01/14/25	Rauchberg, Jake	Revise CoC re interim fee application.	0.1	67.50
01/15/25	Miller, Curtis	Email from chambers re fee application	0.1	129.50
01/15/25	Vale, Desiree	Conf. with A. Meng re Morris Nichols first interim agreed voluntary reductions with Court (.2); update omnibus fee order and revert (.5)	0.7	304.50
01/15/25	Meng, Avery	Review chambers comments to interim fee application, email chambers and MNAT team re same (.2); email with UCC counsel re same (.1)	0.3	219.00
01/15/25	Meng, Avery	Confer with D. Vale re omnibus fee order	0.2	146.00
01/15/25	Meng, Avery	Revise CoC re first fee order per chambers comments	0.2	146.00
01/16/25	Meng, Avery	Emails with C. Miller re response to chamber comments (.1); Call with C. Miller re response to chamber comments (.1); email with chambers re same (.1)	0.3	219.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/16/25	Meng, Avery	Revise CoC re fee order (.1); revise fee order (.1)	0.2	146.00
01/16/25	Meng, Avery	Further revise CoC re fee order	0.2	146.00
01/17/25	Vale, Desiree	Review ECF re entered first interim order (.1); e-mail same to A. Bruce and A. Meng to reflect these amounts to update invoices (.1); update Morris Nichols December Fee Application to reflect allowed amounts (.2)	0.4	174.00
01/24/25	Carlisle, Clint	Call with A. Bruce and C. Miller re: Fee Apps.	0.2	165.00
01/24/25	Carlisle, Clint	Revise December fee application.	0.4	330.00
01/27/25	Vale, Desiree	Conf. with C. Carlisle re Morris Nichols December Fee Application category charts.	0.1	43.50
01/28/25	Vale, Desiree	Draft Morris Nichols December Fee Application (1.2); conf. with C. Carlisle re same (.1)	1.3	565.50
01/28/25	Carlisle, Clint	Correspondence with C. Miller re: MNAT Fee Application.	0.1	82.50
01/28/25	Meng, Avery	Review December fee application and email C. Miller re same	0.2	146.00
01/29/25	Miller, Curtis	Review draft fee application	0.5	647.50
01/30/25	Vale, Desiree	Review and respond to e-mail from A. Meng re Morris Nichols Fourth Fee Application e-filing (.1); prepare and e-file same (.4); docket same (.1); calendar deadline (.1); coordinate service (.1)	0.8	348.00
01/30/25	Vale, Desiree	E-mail to A. Bruce requesting LEDES file	0.1	43.50
01/30/25	Meng, Avery	Revise December fee application and email D. Vale re same	0.2	146.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/30/25	Carlisle, Clint	Confer with A. Meng re: MNAT Fee App.	0.1	82.50
Total			6.9	4,432.50

Task Code: B165 Fee Applications (Others - Filing)

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/02/25	Vale, Desiree	Review and respond to e-mail from J. Rauchberg re CNO to DSI November Fee Application (.1); draft same and revert (.2)	0.3	130.50
01/02/25	Rauchberg, Jake	Review and revise DSI interim fee application (0.4); correspondence with DSI team re same (0.1).	0.5	337.50
01/02/25	Rauchberg, Jake	Discuss interim fee applications with C. Carlisle.	0.1	67.50
01/02/25	Rauchberg, Jake	Revise CNO to DSI monthly fee application.	0.2	135.00
01/02/25	Rauchberg, Jake	Draft revised notice of Verita fee applications.	0.3	202.50
01/02/25	Rauchberg, Jake	Draft revised notice of MNAT fee applications.	0.3	202.50
01/02/25	Rauchberg, Jake	Correspondence with C. Carlisle re fee applications (0.1); correspondence with C. Miller re same (0.1).	0.2	135.00
01/02/25	Lawrence, John	Compile exhibit A for 1.17.25 interim fee hearing. Compile documents and coordinate with office services to create binders.	2.0	870.00
01/02/25	Miller, Curtis	Review draft interim application for DSI and re-notices for Verita and MNAT	0.2	259.00
01/02/25	Carlisle, Clint	Discuss interim fee applications with J. Rauchberg.	0.1	82.50
01/03/25	Rauchberg, Jake	Prepare and review fee binders for chambers.	0.3	202.50
01/03/25	Vale, Desiree	Review and update Exhibit A re First Interim Fee Hearing (.8); review and finish physical binders (.5); prepare searchable pdf with pleadings re same (.2); coordinate binder delivery to Chambers (.1)	1.6	696.00
01/06/25	Miller, Curtis	Review draft declaration of disinterestedness	0.1	129.50
01/07/25	Vale, Desiree	Draft First Omnibus Fee Order	1.2	522.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/08/25	Carlisle, Clint	Correspondence with UCC re: Blue Arrow Agreement.	0.1	82.50
01/09/25	Miller, Curtis	Review draft interim fee order	0.1	129.50
01/10/25	Vale, Desiree	Draft CoC re First Omnibus Fee Order (.7); e-mail re same to C. Carlisle and J. Rauchberg (.1)	0.8	348.00
01/14/25	Vale, Desiree	Update Exhibit A with recently filed pleading re fee hearing on January 17.	0.2	87.00
01/14/25	Miller, Curtis	Review COC re quarterly fee order	0.1	129.50
01/14/25	Meng, Avery	Review and revise CNO re Verita second fee application and email M. Reed re same	0.3	219.00
01/14/25	Vale, Desiree	Draft CNO to KCC Second Fee Application (.1); correspondence with A. Meng re same (.1)	0.2	87.00
01/15/25	Miller, Curtis	Discuss revisions to correspondence to chambers and UCC re fee order with A. Meng	0.2	259.00
01/15/25	Vale, Desiree	Update Exhibit A re first fee hearing (.2); align with R. Weidman re CoC e-filing and updates on Exhibit A for hearing agenda e-filing on 1/17 morning (.1)	0.3	130.50
01/15/25	Vale, Desiree	Review and respond to e-mail from A. Meng re Eversheds Sutherland first interim agreed voluntary reductions with Court (.1); update omnibus fee order and revert (.3)	0.4	174.00
01/15/25	Meng, Avery	Email with Committee counsel re first omnibus fee order and response to chambers (.1); draft email to chambers re same (.2); call with C. Miller re same (.1); revise email to chambers and email with D. Vale re same (.1)	0.5	365.00
01/16/25	Vale, Desiree	Conf. with J. Rauchberg re first interim hearing binders (.1); update binder with recent filed pleadings (.3)	0.4	174.00
01/16/25	Miller, Curtis	Discuss revised fee order with A. Meng	0.2	259.00
01/17/25	Vale, Desiree	Update Exhibit A re first fee hearing to include recently pleadings filed (.2); e-mail A. Meng and R. Weidman for hearing agenda e-filing on 1/17 morning (.1)	0.3	130.50
01/17/25	Weidman, Rebecca	Download Court entered first interim fee order and coordinate service	0.1	43.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/21/25	Vale, Desiree	Review and respond to e-mail from A. Meng re DSI Fourth Fee Application e-filing (.1); prepare and e-file same (.3); docket the as-filed document (.1); coordinate service (.1); calendar deadline and CNO e-filing (.1)	0.7	304.50
01/21/25	Meng, Avery	Review and revise DSI December fee application	0.4	292.00
Total			12.7	7,186.50

Task Code: B185 Executory Contracts/Unexpired Leases

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/06/25	Miller, Curtis	Emails with Switch re closing issues (.1); email client re assignment document (.1)	0.2	259.00
01/09/25	Miller, Curtis	Review revised rejection order and emails with C. Carlisle re same	0.2	259.00
01/09/25	Carlisle, Clint	Correspondence with C. Miller re: JMD contracts.	0.1	82.50
01/09/25	Carlisle, Clint	Legal research re: confidentiality provisions and contract rejection orders (.60); correspondence with C. Miller re: same (.10).	0.7	577.50
01/10/25	Rauchberg, Jake	Call with C. Carlisle re contract rejection.	0.1	67.50
01/10/25	Rauchberg, Jake	Research re rejection of executory contracts.	0.9	607.50
01/13/25	Carlisle, Clint	Correspondence with Saul Ewing re: contract rejection language.	0.2	165.00
01/14/25	Miller, Curtis	Discuss JMD requests on rejection order	0.1	129.50
01/14/25	Carlisle, Clint	Calls / correspondence with Saul Ewing and clients re: contract rejection.	0.6	495.00
01/15/25	Rauchberg, Jake	Review executory contracts of debtor.	0.2	135.00
01/15/25	Miller, Curtis	Email from Switch re assumed contracts and review same	0.5	647.50
01/15/25	Miller, Curtis	Review materials re objection to rejection order	0.3	388.50
01/15/25	Meng, Avery	Review cure notice re gas contract and email C. Miller re same	0.2	146.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/16/25	Rauchberg, Jake	Discuss rejection of executory contracts with C. Miller (0.2); Discuss same with A. Meng (0.6); correspondences with A. Meng re same (0.1); subsequent discussion with C. Miller and A. Meng re same (0.1).	1.0	675.00
01/16/25	Rauchberg, Jake	Review documents re rejection of contract.	0.3	202.50
01/16/25	Rauchberg, Jake	Prepare CNO re pending motion.	0.1	67.50
01/16/25	Miller, Curtis	Emails with landlord re rejection	0.1	129.50
01/16/25	Miller, Curtis	Review lease and email client re same	0.2	259.00
01/16/25	Miller, Curtis	Emails with Switch re contract question	0.1	129.50
01/16/25	Meng, Avery	Draft motion to reject contract re catalyst	1.2	876.00
01/16/25	Meng, Avery	Further revise CoC re PCL sale order (.4); coordinate filing (.2)	0.6	438.00
01/16/25	Meng, Avery	Review emails re contract counter-party inquiries (.2); draft response re same (.4)	0.6	438.00
01/16/25	Meng, Avery	Confer with J. Rauchberg re contract objection	0.3	219.00
01/16/25	Meng, Avery	Confer with J. Rauchberg and C. Miller re contract rejection	0.1	73.00
01/16/25	Meng, Avery	Emails re warehouse lease rejection	0.1	73.00
01/17/25	Miller, Curtis	Call with Switch counsel re Rule 9 agreement and assignment	0.3	388.50
01/17/25	Miller, Curtis	Review additional agreement from Switch	0.2	259.00
01/21/25	Carlisle, Clint	Review motion to reject.	0.3	247.50
01/21/25	Miller, Curtis	Email with Switch counsel re assumption/assignment	0.2	259.00
01/22/25	Meng, Avery	Draft CoC re contract rejection	0.4	292.00
01/23/25	Miller, Curtis	Review sale materials re Switch requests	0.7	906.50
01/23/25	Miller, Curtis	Review and revise draft rejection motion	0.5	647.50
01/23/25	Meng, Avery	Draft notice for assumption of contract (.6); research re stipulation (.3)	0.9	657.00
01/24/25	Rauchberg, Jake	Revise CoC re contract rejection.	0.3	202.50
01/24/25	Miller, Curtis	Further edits to rejection motion and review lease (.7); emails with client re same (.2)	0.9	1,165.50
01/24/25	Miller, Curtis	Emails with client re security deposit	0.1	129.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/24/25	Miller, Curtis	Review draft COC and order re rejection	0.2	259.00
01/24/25	Miller, Curtis	Review and revise notice of cure/assumption	0.2	259.00
01/24/25	Meng, Avery	Revise JMD lease rejection motion (.2); email with client re same (.1)	0.3	219.00
01/24/25	Meng, Avery	Revise second supplemental cure notice	0.2	146.00
01/24/25	Meng, Avery	Draft CoC for omnibus contract rejection	0.5	365.00
01/24/25	Meng, Avery	Revise JMD contract rejection	0.3	219.00
01/24/25	Meng, Avery	Email with client and C. Miller re contract rejections	0.2	146.00
01/24/25	Meng, Avery	Revise CoC and proposed order for rejection motion (.1); email client re same (.1)	0.2	146.00
01/24/25	Meng, Avery	Revise cure notice and email with clients re same	0.2	146.00
01/27/25	Meng, Avery	Email with Rick re contract rejection CoC	0.1	73.00
01/28/25	Meng, Avery	Email Rick re contract rejections	0.1	73.00
01/29/25	Miller, Curtis	Email client re status of contract rejection	0.1	129.50
01/29/25	Miller, Curtis	Emails with Switch re contract assumption	0.1	129.50
01/29/25	Miller, Curtis	Emails with Switch counsel re assignment agreement	0.1	129.50
01/29/25	Meng, Avery	Call with C. Miller re contract rejection notice	0.1	73.00
01/29/25	Meng, Avery	Revise cure and assumption notice and email with Switch re same	0.2	146.00
01/29/25	Meng, Avery	Revise schedules to CoC	0.1	73.00
01/30/25	Carlisle, Clint	Call with LW re: warehouse lease; correspondence with C. Miller re: same.	0.2	165.00
01/30/25	Carlisle, Clint	Correspondence with C. Miller re: rejection motion.	0.1	82.50
01/31/25	Miller, Curtis	Emails with A. Meng re revised rejection order	0.1	129.50
01/31/25	Miller, Curtis	Review revised COC and order for rejection (.2); review revisions to rejection motion (.1)	0.3	388.50
01/31/25	Miller, Curtis	Additional revisions to lease rejection motion (.2); call with C. Carlisle re same (.1)	0.3	388.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/31/25	Meng, Avery	Revise CoC, proposed order to contract rejection (.4) revise lease rejection (.1); email C. Miller re same (.2)	0.7	511.00
01/31/25	Meng, Avery	Emails with clients and MNAT re warehouse rejection	0.2	146.00
01/31/25	Meng, Avery	Call with Rick re warehouse (.2); call with Clint re same (.2)	0.4	292.00
01/31/25	Meng, Avery	Revise warehouse lease motion (.8); email with C. Miller re same (.1)	0.9	657.00
01/31/25	Meng, Avery	Further revise lease rejection motion (.1); draft notice (.2); coordinate filing and service (.3)	0.6	438.00
01/31/25	Carlisle, Clint	Calls with R. Barraza re: lease rejection.	0.2	165.00
01/31/25	Carlisle, Clint	Review and revise rejection motion.	0.2	165.00
Total			21.2	18,953.50

Task Code: B230 Financing Matters/Cash Collateral

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/28/25	Miller, Curtis	Call with client re forecast	1.4	1,813.00
01/28/25	Carlisle, Clint	Review cash flow forecast.	0.2	165.00
01/29/25	Miller, Curtis	Review revised cash forecast	0.2	259.00
01/29/25	Carlisle, Clint	Correspondence with C. Miller re: budget.	0.1	82.50
01/30/25	Carlisle, Clint	Review revised budget.	0.2	165.00
Total			2.1	2,484.50

Task Code: B240 Tax Matters

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/02/25	Carlisle, Clint	Call with clients re: tax issues.	0.8	660.00
01/08/25	Carlisle, Clint	Correspondence with Verita and clients re: IRS claims.	0.1	82.50
01/09/25	Carlisle, Clint	Correspondence with IRS re: tax forms.	0.1	82.50
01/15/25	Carlisle, Clint	Correspondence with IRS re: tax filings.	0.2	165.00
01/22/25	Carlisle, Clint	Call with IRS re: tax returns (.20); correspondence with IRS and clients re: outstanding forms (.20).	0.4	330.00
01/22/25	Carlisle, Clint	Review tax filings; correspondence with clients re: same.	0.2	165.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/29/25	Carlisle, Clint	Review email from R. Barazza re: accounting update.	0.1	82.50
01/31/25	Carlisle, Clint	Correspondence with IRS and clients re: tax forms.	0.2	165.00
Total			2.1	1,732.50

Task Code: B260 Insurance Matters

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/09/25	Carlisle, Clint	Draft D&O insurance update (.30); correspondence with R. Barraza re: same (.10).	0.4	330.00
01/14/25	Carlisle, Clint	Correspondence / calls with R. Barraza re: insurance matters.	0.4	330.00
Total			0.8	660.00

Task Code: B300 Court Hearings

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/01/25	Rauchberg, Jake	Review and revise hearing 1.6.2025 agenda.	0.2	135.00
01/01/25	Rauchberg, Jake	Correspondence with C. Miller re 1.6.2025 hearing (0.1); correspondence with Committee professionals re same (0.1).	0.2	135.00
01/02/25	Rauchberg, Jake	Revise 1.6.2025 hearing agenda.	0.3	202.50
01/02/25	Rauchberg, Jake	Correspondence with C. Miller re 1.6.2025 hearing (0.1); subsequent discussion re same (0.1).	0.2	135.00
01/02/25	Rauchberg, Jake	Correspondence with chambers re 1.6.2025 hearing.	0.1	67.50
01/02/25	Rauchberg, Jake	Review chambers procedures and local rules re 1.17.2025 hearing.	0.1	67.50
01/02/25	Lawrence, John	Draft agenda canceling 1.6.25 hearing.	0.2	87.00
01/02/25	Miller, Curtis	Review hearing agenda draft and revisions to same	0.1	129.50
01/02/25	Miller, Curtis	Review revised agenda	0.1	129.50
01/03/25	Lawrence, John	Finalize and file agenda cancelling 1.6.25 hearing.	0.3	130.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/03/25	Rauchberg, Jake	Discuss 1.17.2025 hearing with D. Vale.	0.2	135.00
01/03/25	Rauchberg, Jake	Correspondences with chambers re hearings.	0.1	67.50
01/07/25	Rauchberg, Jake	Correspondence with chambers re hearing.	0.1	67.50
01/07/25	Miller, Curtis	Discuss hearing issues with D. Butz	0.1	129.50
01/07/25	Carlisle, Clint	Correspondence with C. Miller and chambers re: hearing dates.	0.2	165.00
01/08/25	Lawrence, John	Draft certification of counsel for 2.5.25 hearing.	0.2	87.00
01/08/25	Lawrence, John	Draft agenda for 1.17.25 hearing.	0.5	217.50
01/08/25	Carlisle, Clint	Correspondence with chambers and MNAT team re: hearing dates.	0.2	165.00
01/09/25	Carlisle, Clint	Correspondence with clients re: case hearing dates.	0.2	165.00
01/10/25	Vale, Desiree	Calendar Omnibus hearing February 5	0.1	43.50
01/10/25	Lawrence, John	File certification of counsel for 2.5.25 hearing (.2). Email Verita with service instructions for order scheduling 2.5.25 hearing (.1).	0.3	130.50
01/10/25	Rauchberg, Jake	Revise CoC re omnibus hearing.	0.1	67.50
01/10/25	Carlisle, Clint	Correspondence with MNAT team and Chambers re: DS/Plan hearing dates.	0.2	165.00
01/10/25	Carlisle, Clint	Review COC for hearing.	0.1	82.50
01/13/25	Miller, Curtis	Emails from C. Carlisle and A. Meng re upcoming hearings	0.2	259.00
01/13/25	Miller, Curtis	Call M. Smith re upcoming hearings	0.1	129.50
01/13/25	Carlisle, Clint	Revise Hearing Agenda.	0.5	412.50
01/13/25	Dehney, Robert J.	Emails re: sale hearing, declarations and status	0.6	1,137.00
01/14/25	Rauchberg, Jake	Discuss 1.17.2025 hearing with A. Meng (0.1); discuss same with C. Miller (0.1).	0.2	135.00
01/14/25	Rauchberg, Jake	Revise 1.17.2025 hearing agenda.	0.1	67.50
01/14/25	Rauchberg, Jake	Revise 1.17.2025 agenda.	0.5	337.50
01/14/25	Miller, Curtis	Emails with C. Carlisle re communication to chambers re sale hearing	0.2	259.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/14/25	Miller, Curtis	Emails with UCC re disclosure statement hearing (.1); emails with C. Carlisle re same (.1)	0.2	259.00
01/14/25	Miller, Curtis	Revisions to hearing agenda and discuss same with J. Rauchberg	0.3	388.50
01/14/25	Miller, Curtis	Discuss UCC response with C. Carlisle	0.1	129.50
01/14/25	Meng, Avery	Confer with J. Rauchberg re 2.5.25 hearing	0.1	73.00
01/14/25	Carlisle, Clint	Correspondence with Chambers re: status of matters going forward.	0.3	247.50
01/14/25	Carlisle, Clint	Correspondence with Chambers and C. Miller re: DS / Plan hearing dates.	0.2	165.00
01/14/25	Carlisle, Clint	Emails with C. Miller re: disclosure statement hearing.	0.1	82.50
01/15/25	Rauchberg, Jake	Revise 1.17.2025 hearing agenda.	0.1	67.50
01/15/25	Rauchberg, Jake	Discuss 1.17.2025 hearing with A. Meng (0.2); correspondence with A. Meng re same (0.1).	0.3	202.50
01/15/25	Miller, Curtis	Emails with case parties (UCC, PCL, and bondholders) re sale hearing	0.3	388.50
01/15/25	Miller, Curtis	Review and revise revised agenda	0.2	259.00
01/15/25	Miller, Curtis	Emails with Abeinsa counsel re hearing (.1); emails with C. Carlisle re same (.1)	0.2	259.00
01/15/25	Meng, Avery	Confer with J. Rauchberg re 1.17.24 hearing agenda (.2); email J. Rauchberg re same (.1)	0.3	219.00
01/15/25	Meng, Avery	Review and revise 1.17.25 hearing agenda (.4); email with R. Weidman re same (.1)	0.5	365.00
01/15/25	Meng, Avery	Amend 1.17.25 hearing agenda	0.3	219.00
01/15/25	Weidman, Rebecca	Revise 1/17 hearing agenda (.5); Correspondence with A. Meng re: same (.1); File same (.1); Coordinate service of same (.1); Coordinate binder production and delivery to chambers (.4)	1.2	522.00
01/15/25	Carlisle, Clint	Correspondence with Chambers and J. Rauchberg re: hearing.	0.1	82.50
01/15/25	Carlisle, Clint	Correspondence with UST re: status of hearing.	0.1	82.50
01/15/25	Dehney, Robert J.	Review email from C. Carlisle re: status updates to docketed items for agenda for hearing on 1/17.	0.1	189.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/16/25	Rauchberg, Jake	Discuss 1.17.2025 hearing with A. Meng.	0.5	337.50
01/16/25	Rauchberg, Jake	Prepare for 1.17.2025 hearing.	0.6	405.00
01/16/25	Miller, Curtis	Prepare for hearing	2.3	2,978.50
01/16/25	Miller, Curtis	Revisions to draft COCs re sale and fee orders	0.3	388.50
01/16/25	Miller, Curtis	Review and revise latest drafts of COCs and sale orders for hearing	0.4	518.00
01/16/25	Miller, Curtis	Witness prep call with M. Smith	0.3	388.50
01/16/25	Miller, Curtis	Prepare for call with client re hearing	0.2	259.00
01/16/25	Meng, Avery	Confer with J. Rauchberg re hearing preparation	0.5	365.00
01/16/25	Meng, Avery	Call with C. Miller and M. Smith re hearing preparation	0.2	146.00
01/16/25	Meng, Avery	Further confer with J. Rauchberg re hearing preparation	0.3	219.00
01/16/25	Meng, Avery	Revise hearing agenda (.3); emails with R. Weidman re same (.1)	0.4	292.00
01/17/25	Rauchberg, Jake	Prepare for 1.17.2025 hearing.	0.4	270.00
01/17/25	Miller, Curtis	Review materials for hearing and revise amended agenda	0.5	647.50
01/17/25	Meng, Avery	Email with R. Weidman re amended agenda (.1); email with D. Vale re fee exhibit for hearing (.1); further revise agenda (.2)	0.4	292.00
01/17/25	Meng, Avery	Coordinate preparing hearing materials	0.3	219.00
01/17/25	Meng, Avery	Prepare for hearing and review sale order	0.3	219.00
01/17/25	Meng, Avery	Review second amended agenda (.1); emails re hearing logistics (.1)	0.2	146.00
01/17/25	Meng, Avery	Email UST re hearing	0.2	146.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/17/25	Weidman, Rebecca	Revise amended 1/17 hearing agenda (.5); Correspondence with A. Meng re: same (.1); Prepare same for filing (.1); File same (.1); Correspondence with chambers re: same (.1); Supplement hearing binders for chambers and hearing binders for internal use (.5); Coordinate delivery of same to chambers (.1); Draft second amended 1/17 agenda to cancel the hearing (.3); Correspondence with C. Miller and A. Meng re: same (.1); File same (.1); Coordinate service of same (.1)	2.1	913.50
01/23/25	Lawrence, John	Draft agenda for 2.5.25 hearing.	0.3	130.50
01/23/25	Miller, Curtis	Emails with UCC re confirmation hearing	0.1	129.50
01/23/25	Carlisle, Clint	Correspondence with chambers and C. Miller re: hearing dates.	0.1	82.50
01/30/25	Carlisle, Clint	Correspondence / call with Chambers and C. Miller re: hearing dates.	0.4	330.00
01/30/25	Carlisle, Clint	Review correspondence from the UCC, C. Miller, and DSI re: cash forecast.	0.2	165.00
01/31/25	Lawrence, John	Update 2.5.25 hearing agenda. Email to C. Carlisle, A. Meng, and J. Rauchberg.	0.2	87.00
01/31/25	Meng, Avery	Revise agenda for 2/4 hearing	0.3	219.00
Total			23.8	20,138.50

Task Code: B310 Claims Objections and Administration

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/23/25	Carlisle, Clint	Call with DSI re: claims analysis.	0.2	165.00
01/28/25	Carlisle, Clint	Review tax claim (.20); review franchise tax analysis (.20); correspondence with A. Meng re: same (.10).	0.5	412.50
01/28/25	Meng, Avery	Research re franchise tax (claims) (1.7); draft research summary (.5)	2.2	1,606.00
01/29/25	Carlisle, Clint	Review priority claim analysis.	0.4	330.00
01/29/25	Carlisle, Clint	Review tax analysis (.60); correspondence with A. Meng re: same (.20).	0.8	660.00
01/29/25	Meng, Avery	Research re exercise tax and franchise tax (2.0); draft research summary (.3); call with C. Carlisle re: same (.1).	2.4	1,752.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/30/25	Meng, Avery	Research re franchise tax and priority	1.9	1,387.00
01/31/25	Meng, Avery	Research re priority claims	1.1	803.00
Total			9.5	7,115.50

Task Code: B320/BP320 Plan and Disclosure Statement

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/01/25	Rauchberg, Jake	Draft solicitation procedures motion.	0.7	472.50
01/02/25	Rauchberg, Jake	Draft solicitation procedures motion.	2.9	1,957.50
01/02/25	Miller, Curtis	Emails with C. Carlisle re plan issues	0.2	259.00
01/02/25	Carlisle, Clint	Conference call with C. Miller, DSI, and clients.	0.5	412.50
01/02/25	Carlisle, Clint	Revise Plan and Disclosure Statement.	0.8	660.00
01/02/25	Carlisle, Clint	Emails with C. Miller re: plan issues	0.2	165.00
01/02/25	Miller, Curtis	Prepare for call with client re term sheets	0.1	129.50
01/02/25	Miller, Curtis	Call with client and DSI re term sheet questions from bondholders	0.5	647.50
01/02/25	Miller, Curtis	Emails with UCC re plan issues	0.2	259.00
01/02/25	Miller, Curtis	Call with bondholder counsel re term sheet	0.6	777.00
01/02/25	Miller, Curtis	Call with client re plan term sheet issues	0.5	647.50
01/02/25	Miller, Curtis	Review materials and revisions to term sheets	1.4	1,813.00
01/02/25	Miller, Curtis	Review latest edits from UCC to term sheets and APA, sale order	0.5	647.50
01/02/25	Miller, Curtis	Emails with UCC and bondholders re term sheets	0.3	388.50
01/02/25	Miller, Curtis	Review materials re UCC questions re plan	0.3	388.50
01/03/25	Miller, Curtis	Review materials re plan term sheet and respond to UCC re same	0.5	647.50
01/06/25	Rauchberg, Jake	Draft solicitation procedures motion.	2.7	1,822.50
01/06/25	Rauchberg, Jake	Correspondence with C. Carlisle re solicitation procedures motion.	0.2	135.00
01/06/25	Carlisle, Clint	Revise Plan and Disclosure Statement.	4.0	3,300.00
01/06/25	Carlisle, Clint	Correspondence w/ J. Rauchberg re: Solicitation Procedures Motion.	0.2	165.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/07/25	Miller, Curtis	Review and revise plan	2.4	3,108.00
01/07/25	Miller, Curtis	Review materials re plan and emails with C. Carlisle re same	0.2	259.00
01/07/25	Carlisle, Clint	Draft Solicitation Motion.	1.2	990.00
01/07/25	Carlisle, Clint	Revise Plan and Disclosure Statement.	5.8	4,785.00
01/07/25	Carlisle, Clint	Confer with M. Hall re: chapter 11 plan.	0.2	165.00
01/07/25	Carlisle, Clint	Correspondence with C. Miller re: defined terms in Plan.	0.1	82.50
01/08/25	Miller, Curtis	Continue review and revisions to plan	2.7	3,496.50
01/08/25	Miller, Curtis	Review and revise latest disclosure statement draft	1.2	1,554.00
01/08/25	Miller, Curtis	Discuss plan issues with C. Carlisle	0.3	388.50
01/08/25	Carlisle, Clint	Revise Plan and Disclosure Statement.	3.1	2,557.50
01/08/25	Carlisle, Clint	Call with C. Miller re: Plan and DS.	0.3	247.50
01/09/25	Rauchberg, Jake	Research re plan.	1.1	742.50
01/09/25	Rauchberg, Jake	Correspondence with C. Miller re plan.	0.2	135.00
01/09/25	Miller, Curtis	Review plan materials and revisions to same	0.3	388.50
01/09/25	Miller, Curtis	Review further revised plan	0.8	1,036.00
01/09/25	Miller, Curtis	Call with UCC counsel re plan and DS	0.3	388.50
01/09/25	Miller, Curtis	Emails with J. Rauchberg re plan issues	0.1	129.50
01/09/25	Miller, Curtis	Review revised disclosure statement	0.5	647.50
01/09/25	Carlisle, Clint	Revise Plan and Disclosure Statement.	3.0	2,475.00
01/09/25	Carlisle, Clint	Correspondence with clients and DSI re: Plan and DS.	0.2	165.00
01/10/25	Rauchberg, Jake	Research re plan.	2.2	1,485.00
01/10/25	Rauchberg, Jake	Correspondence with C. Miller re plan.	0.2	135.00
01/10/25	Rauchberg, Jake	Call with C. Miller re plan (0.1); subsequent call with C. Miller and C. Carlisle re plan (0.1).	0.2	135.00
01/10/25	Miller, Curtis	Emails with client re confirmation schedule	0.1	129.50
01/10/25	Miller, Curtis	Check confirmation schedule and emails with UCC re same	0.2	259.00
01/10/25	Miller, Curtis	Revisions to revised draft of sale declaration	0.3	388.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/10/25	Miller, Curtis	Discuss revisions to plan and DS with C. Carlisle and J. Rauchberg	0.2	259.00
01/10/25	Carlisle, Clint	Revise Disclosure Statement.	1.0	825.00
01/10/25	Carlisle, Clint	Discuss revisions to plan and DS with C. Miller and J. Rauchberg.	0.2	165.00
01/10/25	Carlisle, Clint	Call with J. Rauchberg re: Plan.	0.1	82.50
01/13/25	Rauchberg, Jake	Draft solicitation procedures motion.	0.4	270.00
01/14/25	Rauchberg, Jake	Discuss solicitation procedures motion with C. Carlisle.	0.1	67.50
01/14/25	Rauchberg, Jake	Draft solicitations procedures motion.	1.9	1,282.50
01/14/25	Carlisle, Clint	Revise Plan.	0.4	330.00
01/16/25	Rauchberg, Jake	Draft solicitation procedures motion.	1.1	742.50
01/16/25	Dehney, Robert J.	Review email from Katten containing edits/comments to Plan and DS, and response to same	0.2	379.00
01/20/25	Miller, Curtis	Emails with client re DS and plan	0.1	129.50
01/21/25	Rauchberg, Jake	Draft solicitation procedures motion.	1.7	1,147.50
01/21/25	Miller, Curtis	Discuss plan and DS revisions with C. Carlisle	0.2	259.00
01/21/25	Carlisle, Clint	Revise Disclosure Statement.	0.5	412.50
01/21/25	Carlisle, Clint	Discuss plan and DS revisions with C. Miller.	0.2	165.00
01/21/25	Miller, Curtis	Call with DSI re plan and DS	0.2	259.00
01/21/25	Miller, Curtis	Review comments to plan from PCL counsel and edits to same	0.7	906.50
01/21/25	Miller, Curtis	Review PCL comments to disclosure statement and revisions to same	0.6	777.00
01/22/25	Miller, Curtis	Discuss plan edits with C. Carlisle	0.4	518.00
01/22/25	Miller, Curtis	Discuss plan revisions with C. Carlisle	0.2	259.00
01/22/25	Carlisle, Clint	Revise Disclosure Statement.	0.5	412.50
01/22/25	Carlisle, Clint	Revise Plan.	0.8	660.00
01/22/25	Carlisle, Clint	Discuss plan revisions with C. Miller.	0.2	165.00
01/22/25	Carlisle, Clint	Review Katten comments to Chapter 11 Plan and revise accordingly.	4.2	3,465.00
01/22/25	Carlisle, Clint	Confer with C. Miller re: classification of claims.	0.4	330.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/23/25	Rauchberg, Jake	Discuss plan and disclosure statement with C. Carlisle.	0.1	67.50
01/23/25	Rauchberg, Jake	Draft disclosure statement.	2.0	1,350.00
01/23/25	Rauchberg, Jake	Revise solicitation procedures motion.	0.2	135.00
01/23/25	Carlisle, Clint	Call with C. Miller re: Plan.	0.1	82.50
01/23/25	Carlisle, Clint	Discuss plan and disclosure statement with J. Rauchberg.	0.1	82.50
01/23/25	Carlisle, Clint	Discuss plan and disclosure statement with J. Rauchberg.	0.1	82.50
01/24/25	Rauchberg, Jake	Draft disclosure statement.	1.3	877.50
01/24/25	Miller, Curtis	Review latest edits to plan	0.7	906.50
01/24/25	Miller, Curtis	Revisions to latest draft of plan	0.3	388.50
01/24/25	Miller, Curtis	Discuss plan revisions with C. Carlisle	0.2	259.00
01/24/25	Carlisle, Clint	Revise Disclosure Statement.	1.5	1,237.50
01/24/25	Carlisle, Clint	Correspondence with clients re: loan balances.	0.1	82.50
01/24/25	Carlisle, Clint	Call with J. Kimble re: plan and disclosure statement.	0.2	165.00
01/24/25	Carlisle, Clint	Revise chapter 11 plan.	0.2	165.00
01/24/25	Carlisle, Clint	Discuss plan revisions with C. Miller.	0.2	165.00
01/25/25	Miller, Curtis	Review UCC edits to plan and DS and edits to same	0.7	906.50
01/25/25	Miller, Curtis	Additional comments to plan and DS (.3); email clients re same (.2)	0.5	647.50
01/26/25	Miller, Curtis	Call with company re UCC plan proposal	0.6	777.00
01/26/25	Carlisle, Clint	Revise Disclosure Statement.	0.7	577.50
01/26/25	Carlisle, Clint	Revise Plan.	1.1	907.50
01/26/25	Carlisle, Clint	Call w/ C. Miller and clients re: UCC Proposal.	0.6	495.00
01/27/25	Miller, Curtis	Call with Todd Meyers regarding plan	0.2	259.00
01/27/25	Rauchberg, Jake	Discuss disclosure statement with C. Carlisle.	0.2	135.00
01/27/25	Rauchberg, Jake	Draft plan and disclosure statement (0.9); correspondence with C. Carlisle re same (0.1).	1.0	675.00
01/27/25	Miller, Curtis	Review materials re plan revisions	0.3	388.50
01/27/25	Miller, Curtis	Call with J. Waxman re plan questions	0.1	129.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/27/25	Miller, Curtis	Calls with C. Carlisle re plan negotiations	0.4	518.00
01/27/25	Miller, Curtis	Review materials re plan issues	0.4	518.00
01/27/25	Carlisle, Clint	Revise Plan and Disclosure Statement.	0.6	495.00
01/27/25	Carlisle, Clint	Multiple calls with C. Miller re: Plan.	0.4	330.00
01/27/25	Carlisle, Clint	Review secured term loan documentation (.20); correspondence with Katten and clients re: loan amounts in DS (.10).	0.3	247.50
01/27/25	Carlisle, Clint	Discuss DS with J. Rauchberg.	0.2	165.00
01/28/25	Rauchberg, Jake	Research re plan.	0.1	67.50
01/28/25	Rauchberg, Jake	Draft disclosure statement.	1.4	945.00
01/28/25	Miller, Curtis	Mark up to plan and DS	0.7	906.50
01/28/25	Miller, Curtis	Discuss plan revisions with C. Carlisle	0.1	129.50
01/28/25	Miller, Curtis	Call from C. Carlisle re plan question	0.1	129.50
01/28/25	Miller, Curtis	Call with T. Meyers re plan issues	0.4	518.00
01/28/25	Carlisle, Clint	Calls with C. Miller re: Disclosure Statement comments.	0.2	165.00
01/28/25	Carlisle, Clint	Revise Disclosure Statement and Chapter 11 Plan.	6.3	5,197.50
01/28/25	Carlisle, Clint	Correspondence with Kramer re: Plan and DS.	0.1	82.50
01/28/25	Carlisle, Clint	Correspondence with J. Rauchberg re DIP background.	0.1	82.50
01/29/25	Rauchberg, Jake	Discuss plan with C. Carlisle and A. Meng (0.5); subsequent discussion with A. Meng re same (0.3).	0.8	540.00
01/29/25	Miller, Curtis	Plan revisions	0.7	906.50
01/29/25	Miller, Curtis	Review materials re plan revisions	0.3	388.50
01/29/25	Miller, Curtis	Email UCC re forecast	0.1	129.50
01/29/25	Miller, Curtis	Further revisions to plan	0.3	388.50
01/29/25	Carlisle, Clint	Revise Disclosure Statement and Chapter 11 Plan.	1.6	1,320.00
01/29/25	Carlisle, Clint	Review and respond to UST questions re: Verita and 341 follow up (.60); correspondence with C. Miller re: same (.10)	0.7	577.50
01/29/25	Carlisle, Clint	Correspondence with R. Barraza re: DS background.	0.2	165.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/29/25	Carlisle, Clint	Revise DS/Plan filing timeline; correspondence with C. Miller re: same.	0.5	412.50
01/29/25	Carlisle, Clint	Draft Combined DS/Plan.	0.8	660.00
01/29/25	Butz, Daniel B.	Call with C Carlisle re: plan/ds issues	0.1	109.50
01/29/25	Meng, Avery	Call with C. Carlisle and J. Rauchberg re combined plan and DS (.5); office conference with J. Rauchberg re same (.3)	0.8	584.00
01/29/25	Meng, Avery	Review and draft solicitation procedures motion re combined plan and DS	1.4	1,022.00
01/29/25	Carlisle, Clint	Call with D. Butz re: Plan and DS.	0.1	82.50
01/29/25	Carlisle, Clint	Discuss plan with A. Meng and J. Rauchberg.	0.5	412.50
01/29/25	Dehney, Robert J.	Emails with MNAT team re: Committee Plan Comments	0.2	379.00
01/30/25	Rauchberg, Jake	Draft combined selection procedures and DS approval motion.	0.4	270.00
01/30/25	Rauchberg, Jake	Confer with C. Miller (.2), C. Carlisle and A. Meng re: plan and DS (.2).	0.4	270.00
01/30/25	Miller, Curtis	Call with C. Carlisle re plan revisions	0.1	129.50
01/30/25	Miller, Curtis	Call with S. Victor re plan negotiations	0.3	388.50
01/30/25	Miller, Curtis	Review materials re plan negotiations with UCC	0.5	647.50
01/30/25	Miller, Curtis	Call with client re UCC negotiations	0.3	388.50
01/30/25	Miller, Curtis	Call with UCC	0.7	906.50
01/30/25	Miller, Curtis	Internal calls with R. Dehney and C. Carlisle re plan negotiations	0.3	388.50
01/30/25	Miller, Curtis	Review revised forecast	0.2	259.00
01/30/25	Miller, Curtis	Call with DSI re forecast	0.1	129.50
01/30/25	Miller, Curtis	Review materials re plan changes	0.5	647.50
01/30/25	Miller, Curtis	Emails with J. Russell re JMD closing	0.2	259.00
01/30/25	Dehney, Robert J.	Prepare for and attend conference call with MNAT team, DSI Consulting, Eversheds, and Dundon re: Committee Plan Comments	0.7	1,326.50
01/30/25	Meng, Avery	Draft solicitation procedures motion	1.0	730.00
01/30/25	Meng, Avery	Confer with C. Miller (.2), C. Carlisle and J. Rauchberg re plan and DS (.2).	0.4	292.00
01/30/25	Carlisle, Clint	Draft Combined Plan and DS.	0.1	82.50
01/30/25	Carlisle, Clint	Calls with J. Rauchberg.	0.2	165.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/30/25	Carlisle, Clint	Correspondence with UCC and C. Miller re: revised case timeline.	0.3	247.50
01/30/25	Carlisle, Clint	Draft combined DS/Plan.	0.6	495.00
01/30/25	Carlisle, Clint	Confer with C. Miller (.2), A. Meng and J. Rauchberg re: plan and DS (.2).	0.4	330.00
01/30/25	Carlisle, Clint	Calls with R. Dehney and C. Miller re: Plan.	0.3	247.50
01/31/25	Rauchberg, Jake	Call with A. Meng re plan (0.1); call with C. Carlisle re same (0.1).	0.2	135.00
01/31/25	Miller, Curtis	Prepare for and call with UCC counsel regarding plan	0.3	388.50
01/31/25	Miller, Curtis	Call with C. Carlisle re plan revisions	0.1	129.50
01/31/25	Miller, Curtis	Email client re UCC proposal	0.2	259.00
01/31/25	Miller, Curtis	Call with client re UCC proposal (.8); call with R. Dehney re same (.4)	1.2	1,554.00
01/31/25	Miller, Curtis	Review PCL revisions to plan and DS and emails with J. Altman re same	0.5	647.50
01/31/25	Miller, Curtis	Emails with client re UCC proposal	0.1	129.50
01/31/25	Miller, Curtis	Review counter to UCC proposal and call with DSI re same	0.6	777.00
01/31/25	Miller, Curtis	Call with client re revised forecast	0.2	259.00
01/31/25	Miller, Curtis	Call with client re revised forecast	0.2	259.00
01/31/25	Miller, Curtis	Discuss disclosure statement revisions with C. Carlisle	0.3	388.50
01/31/25	Miller, Curtis	Call from board member re plan	0.1	129.50
01/31/25	Meng, Avery	Call with J. Rauchberg re timeline (.2); research re same (.4)	0.6	438.00
01/31/25	Dehney, Robert J.	Review proposal from UCC and responses to same re: releases and exculpation	0.3	568.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/31/25	Carlisle, Clint	Revise Disclosure Statement and Plan (1.20); correspondence with C. Miller, Verita, and DSI re: same (.20)	1.4	1,155.00
Total			109.5	102,572.50

Task Code: B340 Professional Retention (MNAT - Filing)

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/06/25	Lawrence, John	File declaration of disinterestedness of J. Morgan (.3). Email Verita with service instructions (.1).	0.4	174.00
Total			0.4	174.00

Task Code: B360 Professional Retention (Others - Filing)

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/02/25	Lawrence, John	File notice of rate change for Development Specialists.	0.2	87.00
01/06/25	Rauchberg, Jake	Correspondence with C. Carlisle re OCP declaration (0.1); correspondences with J. Morgan re same (0.1); subsequent correspondence with C. Miller re same (0.1); correspondence with Debtors' directors re same (0.1).	0.4	270.00
01/06/25	Rauchberg, Jake	Review and revise OCP declaration.	0.4	270.00
01/06/25	Rauchberg, Jake	Research re OCP declaration.	0.3	202.50
01/06/25	Miller, Curtis	Discuss expanded Veritas application with C. Carlisle	0.1	129.50
01/06/25	Carlisle, Clint	Correspondence with Verita re: new retention app.	0.1	82.50
01/06/25	Carlisle, Clint	Confer with C. Miller re: Verita application.	0.1	82.50
01/07/25	Rauchberg, Jake	Draft Verita solicitation agent motion.	2.9	1,957.50
01/07/25	Rauchberg, Jake	Correspondence with C. Carlisle re OCP procedures.	0.1	67.50
01/07/25	Rauchberg, Jake	Discuss Verita Solicitation Agent motion with C. Carlisle.	0.1	67.50
01/07/25	Miller, Curtis	Review and revise tax accountant engagement letter	0.3	388.50
01/07/25	Carlisle, Clint	Revise Verita Motion.	0.9	742.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/07/25	Carlisle, Clint	Review/revise accounting firm EL (.60); correspondence with C. Miller re: same (.10)	0.7	577.50
01/07/25	Carlisle, Clint	Correspondence with J. Rauchberg re: OCP procedures.	0.1	82.50
01/07/25	Carlisle, Clint	Confer w/ J. Rauchberg re: Verita Solicitation Agent motion.	0.1	82.50
01/08/25	Rauchberg, Jake	Draft Verita solicitation agent motion.	0.3	202.50
01/08/25	Miller, Curtis	Review and revise motion to expand Verita engagement	0.3	388.50
01/09/25	Rauchberg, Jake	Revise Verita solicitation agent motion.	0.2	135.00
01/14/25	Rauchberg, Jake	Review and revise Verita solicitation agent motion.	0.2	135.00
01/14/25	Rauchberg, Jake	Review client documents re professional retention.	0.5	337.50
01/14/25	Carlisle, Clint	Correspondence with C. Miller re: Verita retention app.	0.1	82.50
01/16/25	Rauchberg, Jake	Correspondence with J. Keickhafer re professional retention.	0.1	67.50
01/21/25	Rauchberg, Jake	Review and revise engagement letter of ordinary course professional (0.4); correspondence with Kieckhafer Schiffer re same (0.1).	0.5	337.50
01/21/25	Rauchberg, Jake	Call with C. Carlisle re ordinary course professionals (0.1); correspondence with J. Morgan re retention (0.1).	0.2	135.00
01/21/25	Miller, Curtis	Review revised CPA engagement letter	0.3	388.50
01/21/25	Carlisle, Clint	Call with J. Rauchberg re: OCP.	0.2	165.00
01/22/25	Rauchberg, Jake	Correspondence with Debtors' directors re ordinary course professionals (0.1); review client documents re same (0.1); subsequent correspondences with C. Miller re same (0.3).	0.5	337.50
01/23/25	Rauchberg, Jake	Correspondence with J. Morgan re professional retention.	0.1	67.50
01/28/25	Rauchberg, Jake	Call with C. Carlisle re ordinary course professional (0.1); correspondence with Debtors' directors and DSI re same (0.1).	0.2	135.00
01/28/25	Rauchberg, Jake	Review prior communications with Debtors' ordinary course professionals.	0.1	67.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/29/25	Lawrence, John	Draft certificate of no objection for motion to approve KCC/Verita as solicitation agent and email to C. Carlisle, A. Meng, and J. Rauchberg.	0.2	87.00
01/29/25	Rauchberg, Jake	Correspondences with C. Carlisle re Verita motion.	0.2	135.00
01/29/25	Rauchberg, Jake	Draft OCP declaration of disinterestedness.	0.7	472.50
01/29/25	Rauchberg, Jake	Correspondence with C. Miller re OCP retention (0.1); correspondence with J. Kieckhafer re same (0.2).	0.3	202.50
01/29/25	Meng, Avery	Review CNO for Verita retention and email with J. Lawrence re same	0.2	146.00
01/29/25	Meng, Avery	Draft CoC re Verita solicitation agent (.4); revise proposed order (.2)	0.6	438.00
01/29/25	Carlisle, Clint	Correspondences with J. Rauchberg re: Verita motion.	0.2	165.00
01/31/25	Rauchberg, Jake	Correspondence with J. Kieckhafer re retention.	0.1	67.50
01/31/25	Miller, Curtis	Review revised Verita order	0.1	129.50
01/31/25	Meng, Avery	Revise CoC re Verita motion and email with MNAT	0.2	146.00
01/31/25	Meng, Avery	Finalize CoC and proposed order (.1); Coordinate filing re Verita retention (.2)	0.3	219.00
Total			13.7	10,280.00

Task Code: B400 General Corporate Matters (including Corporate Governance)

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/09/25	Miller, Curtis	Discuss corporate issues with R. Dehney	0.4	518.00
01/10/25	Rauchberg, Jake	Review Debtors' corporate documents (0.2); correspondence C. Miller and C. Carlisle re same (0.1).	0.3	202.50
01/10/25	Carlisle, Clint	Review Board Minutes; correspondence with clients re: same.	0.2	165.00
01/10/25	Carlisle, Clint	Correspondence with J. Rauchberg re: board minutes.	0.2	165.00
01/13/25	Miller, Curtis	Board call	0.6	777.00
01/13/25	Carlisle, Clint	Conference call with C. Miller and Board.	0.6	495.00
01/24/25	Miller, Curtis	Prepare for board call	0.2	259.00
01/24/25	Miller, Curtis	Board call	0.4	518.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/24/25	Carlisle, Clint	Review board minutes; correspondence with R. Barraza re: same.	0.2	165.00
01/24/25	Carlisle, Clint	Board Call.	0.4	330.00
01/27/25	Rauchberg, Jake	Review and analyze parent's corporate documents.	0.2	135.00
01/27/25	Miller, Curtis	Board call (.5); call with R. Dehney re plan issues (.4)	0.9	1,165.50
01/27/25	Carlisle, Clint	Attend board call.	0.5	412.50
01/27/25	Carlisle, Clint	Call with R. Barraza re: general corporate matter.	0.1	82.50
01/27/25	Carlisle, Clint	Review Board Minutes, LLCAs and Charter (.70); correspondence with C. Miller re: same (.10).	0.8	660.00
01/28/25	Rauchberg, Jake	Call with C. Carlisle and Debtors' director re corporate matters (0.5); subsequent call with A. Meng and Debtors' director re same (0.8); discuss same with A. Meng (0.1).	1.4	945.00
01/28/25	Rauchberg, Jake	Review and analyze client documents re corporate matters.	0.5	337.50
01/28/25	Carlisle, Clint	Call with R. Barraza and J. Rauchberg re: corporate matter.	0.5	412.50
01/28/25	Carlisle, Clint	Call with the Debtors and DSI re cash flow forecast.	1.2	990.00
01/28/25	Carlisle, Clint	Call with C. Miller re: corporate matter.	0.1	82.50
01/28/25	Meng, Avery	Call with J. Rauchberg and Rick re corporate governance	0.8	584.00
01/29/25	Rauchberg, Jake	Correspondence with C. Carlisle re Debtors' corporate matters (0.1); subsequent call with C. Carlisle re same (0.1).	0.2	135.00
01/29/25	Rauchberg, Jake	Review and analyze Debtors corporate documents.	0.5	337.50
01/29/25	Carlisle, Clint	Call with C. Miller and J. Rauchberg re corporate governance matter.	0.3	247.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/30/25	Meng, Avery	Review revised wind-down budget and email with clients	0.2	146.00
Total			11.7	10,267.50

Task Code: B410 General Case Strategy

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/06/25	Rauchberg, Jake	Call with C. Carlisle and A. Meng re WIP.	0.3	202.50
01/06/25	Meng, Avery	Call with J. Rauchberg and C. Carlisle re WIP	0.3	219.00
01/06/25	Carlisle, Clint	Call with A. Meng and J. Rauchberg re WIP.	0.3	247.50
01/07/25	Rauchberg, Jake	Discuss WIP with C. Carlisle.	0.1	67.50
01/07/25	Carlisle, Clint	Discuss WIP with J. Rauchberg.	0.1	82.50
01/09/25	Miller, Curtis	Call with client re cash forecast	0.4	518.00
01/09/25	Meng, Avery	Revise and update WIP list	1.0	730.00
01/09/25	Carlisle, Clint	Correspondence with C. Miller re: omnibus order.	0.1	82.50
01/10/25	Carlisle, Clint	Correspondence with R. Barraza and UCC re: security documents.	0.2	165.00
01/13/25	Rauchberg, Jake	Discuss WIP with C. Carlisle and A. Meng (0.3); Correspondence with C. Miller and C. Carlisle re same (0.1).	0.4	270.00
01/13/25	Meng, Avery	Revise WIP re updated plan and DS dates (.5); email MNAT team re same (.1)	0.6	438.00
01/13/25	Meng, Avery	Confer with C. Carlisle and J. Rauchberg re WIP and status	0.3	219.00
01/13/25	Carlisle, Clint	Confer with A. Meng and J. Rauchberg re: workstreams.	0.3	247.50
01/13/25	Carlisle, Clint	Correspondence with MNAT team re: WIP (.10); confer with C. Miller re: same (.30)	0.4	330.00
01/13/25	Carlisle, Clint	Correspondence with R. Barraza re: JMD NDA.	0.1	82.50
01/13/25	Carlisle, Clint	Call / correspondence with R. Barraza re: 401K inquiry.	0.3	247.50
01/13/25	Carlisle, Clint	Call with M. Smith.	0.1	82.50
01/14/25	Miller, Curtis	Call with client re case strategy (.2); revise draft letter to broker (.7)	0.9	1,165.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/14/25	Carlisle, Clint	Correspondence with MNAT team re: status of workstreams.	0.3	247.50
01/15/25	Miller, Curtis	Review and revise WIP list	0.2	259.00
01/17/25	Rauchberg, Jake	Discuss WIP with A. Meng.	0.6	405.00
01/17/25	Meng, Avery	Confer with J. Rauchberg re WIP	0.6	438.00
01/21/25	Rauchberg, Jake	Discuss WIP with C. Carlisle and A. Meng.	0.5	337.50
01/21/25	Miller, Curtis	Prepare for (.2) and call with client re reporting questions and plan (.7)	0.9	1,165.50
01/21/25	Meng, Avery	Confer with J. Rauchberg re WIP	0.1	73.00
01/21/25	Meng, Avery	Confer with C. Carlisle and J. Rauchberg re WIP	0.5	365.00
01/21/25	Carlisle, Clint	Call with J. Rauchberg.	0.1	82.50
01/21/25	Carlisle, Clint	Confer with A. Meng and J. Rauchberg re WIP.	0.5	412.50
01/22/25	Meng, Avery	Update WIP list	0.5	365.00
01/22/25	Carlisle, Clint	Call with J. Rauchberg.	0.1	82.50
01/22/25	Carlisle, Clint	Calls with Saul Ewing re: escrow agreement.	0.1	82.50
01/24/25	Rauchberg, Jake	Discuss WIP with C. Miller and A. Meng (0.1); subsequent discussion with C. Carlisle and A. Meng re same (0.2).	0.3	202.50
01/24/25	Meng, Avery	Confer with C. Miller and J. Rauchberg re WIP	0.1	73.00
01/24/25	Meng, Avery	Confer with J. Rauchberg (.1) and C. Carlisle re WIP (.2).	0.3	219.00
01/24/25	Carlisle, Clint	Confer with A. Meng and J. Rauchberg re: WIP.	0.2	165.00
01/27/25	Rauchberg, Jake	Discuss WIP with C. Carlisle.	0.1	67.50
01/27/25	Carlisle, Clint	Review updated WIP.	0.2	165.00
01/27/25	Meng, Avery	Update WIP and email MNAT re same	0.3	219.00
01/27/25	Carlisle, Clint	Discuss WIP with J. Rauchberg.	0.1	82.50
01/28/25	Rauchberg, Jake	Discuss WIP with C. Carlisle and A. Meng.	0.2	135.00
01/28/25	Miller, Curtis	Review WIP list	0.2	259.00
01/28/25	Miller, Curtis	Call with client re case strategy	0.1	129.50
01/28/25	Miller, Curtis	Call with board member re plan questions	0.2	259.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/28/25	Carlisle, Clint	Correspondence with A. Meng re: UST comments.	0.2	165.00
01/28/25	Meng, Avery	Emails re WIP list	0.2	146.00
01/29/25	Carlisle, Clint	Correspondence with J. Rauchberg re: UST questions.	0.1	82.50
01/30/25	Rauchberg, Jake	Discuss WIP with C. Carlisle.	0.1	67.50
01/30/25	Rauchberg, Jake	Call with C. Miller (.2), C. Carlisle and J. Rauchberg re: WIP (.1).	0.3	202.50
01/30/25	Dehney, Robert J.	Review emails re: remaining employees; draft budget and timing of confirmation and closing of Catalyst	0.3	568.50
01/30/25	Meng, Avery	Call with C. Miller (.2), C. Carlisle and J. Rauchberg re WIP (.1).	0.3	219.00
01/30/25	Carlisle, Clint	Confer with C. Miller, A. Meng, J. Rauchberg re: status of Plan and DS.	0.4	330.00
01/30/25	Carlisle, Clint	Call with M. Smith.	0.2	165.00
01/30/25	Carlisle, Clint	Calls with C. Miller.	0.2	165.00
01/30/25	Carlisle, Clint	Correspondence with C. Miller re: UST questions; correspondence with UST re: same.	0.2	165.00
01/30/25	Carlisle, Clint	Discuss WIP with J. Rauchberg.	0.1	82.50
01/31/25	Meng, Avery	Review proposals from UCC	0.1	73.00
01/31/25	Carlisle, Clint	Calls with A. Meng.	0.2	165.00
01/31/25	Carlisle, Clint	Calls with C. Miller re: revisions to the DS and Plan.	0.2	165.00
01/31/25	Carlisle, Clint	Call with J. Rauchberg	0.1	82.50
01/31/25	Carlisle, Clint	Correspondence with C. Miller, A. Meng and J. Rauchberg re: case time line.	0.2	165.00
Total			16.9	14,697.50

Task Code: B420 Schedules/SOFA/U.S. Trustee Reports

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/10/25	Miller, Curtis	Emails with C. Carlisle re UST reports	0.1	129.50
01/17/25	Rauchberg, Jake	Review client documents re MORs (0.3); correspondence with J. Donahue re same (0.1)	0.4	270.00
01/21/25	Miller, Curtis	Revise MOR global notes	0.2	259.00
01/21/25	Miller, Curtis	Emails with C. Carlisle re revision to global notes for MORs	0.1	129.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/21/25	Lawrence, John	Email Epiq regarding service of monthly operating reports.	0.1	43.50
01/21/25	Carlisle, Clint	Prepare for / call with C. Miller and clients re: UST reporting.	0.9	742.50
01/21/25	Carlisle, Clint	Review/revise MORs and coordinate filing.	0.4	330.00
01/28/25	Meng, Avery	Emails with C. Carlisle re redactions	0.1	73.00
Total			2.3	1,977.00

Task Code: BP130 Asset Dispositions/363 Sales

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/02/25	Miller, Curtis	Emails with TRI counsel re sale motion	0.1	129.50
01/02/25	Miller, Curtis	Review PCL comments to sale documents	1.3	1,683.50
01/03/25	Miller, Curtis	Call with UCC and PCL re sale order and term sheets (.6); call with C. Carlisle re same (.1); email clients re update (.1)	0.8	1,036.00
01/03/25	Miller, Curtis	Review latest edits from PCL to sale documents	0.4	518.00
01/03/25	Miller, Curtis	Further revisions to APA and email PCL and UCC re same	0.3	388.50
01/03/25	Miller, Curtis	Review additional edits from PCL to APA	0.2	259.00
01/03/25	Miller, Curtis	Review final versions of sale documents and emails with C. Carlisle re same	0.2	259.00
01/03/25	Russell, Jason	Review revised APA (.4); email correspondence with C. Carlisle concerning the same (.1); revise APA (.1)	0.6	777.00
01/03/25	Carlisle, Clint	Conference call with C. Miller, UCC, Katten, and Kramer Levin.	0.7	577.50
01/03/25	Carlisle, Clint	Revise Sale Notices (.30); call with C. Miller re: same (.10)	0.4	330.00
01/06/25	Miller, Curtis	Prepare topics for sale declaration	0.4	518.00
01/06/25	Miller, Curtis	Review draft declaration in support of sale and emails with C. Carlisle re same	0.2	259.00
01/06/25	Meng, Avery	Email with C. Carlisle re Smith declaration for credit bid motion	0.2	146.00
01/06/25	Meng, Avery	Draft Smith declaration ISO credit bid	0.9	657.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/06/25	Carlisle, Clint	Correspondence with C. Miller re: sale declarations.	0.1	82.50
01/06/25	Carlisle, Clint	Correspondence with UST re: sale hearing.	0.1	82.50
01/06/25	Carlisle, Clint	Call with UST re: sale hearing.	0.1	82.50
01/06/25	Carlisle, Clint	Correspondence with A. Meng re: Smith Sale Declaration.	0.2	165.00
01/07/25	Rauchberg, Jake	Draft declaration ISO of Catalyst sale.	1.0	675.00
01/07/25	Rauchberg, Jake	Draft declaration ISO PCL credit bid.	1.1	742.50
01/07/25	Miller, Curtis	Reply to purchase inquiry	0.1	129.50
01/07/25	Miller, Curtis	Review mark-up of assignment agreement from purchaser counsel	0.2	259.00
01/07/25	Miller, Curtis	Review and revise responses to UST questions on sale motions (.3); emails with C. Carlisle re same (.1)	0.4	518.00
01/07/25	Miller, Curtis	Discuss sale issues with C. Carlisle	0.2	259.00
01/07/25	Miller, Curtis	Email from PCL counsel re UST questions on sale	0.1	129.50
01/07/25	Meng, Avery	Draft Smith declaration ISO parent asset	2.8	2,044.00
01/07/25	Carlisle, Clint	Review Catalyst declaration (.30); correspondence with Saul Ewing re: same (.10).	0.4	330.00
01/07/25	Carlisle, Clint	Correspondence with Verita re: escrow agreement.	0.1	82.50
01/07/25	Carlisle, Clint	Correspondence with C. Miller re: UST questions and comments to the Sale Orders.	0.3	247.50
01/08/25	Rauchberg, Jake	Draft declaration ISO the Catalyst sale.	0.2	135.00
01/08/25	Rauchberg, Jake	Correspondence with Debtors' directors re Catalyst sale.	0.1	67.50
01/08/25	Miller, Curtis	Review and revise sale declaration	0.2	259.00
01/08/25	Miller, Curtis	Review revised response list to UST and emails with C. Carlisle re same	0.1	129.50
01/08/25	Miller, Curtis	Email from UST re sale motions and issues list	0.1	129.50
01/08/25	Miller, Curtis	Review client revisions to declaration	0.1	129.50
01/08/25	Miller, Curtis	Review draft declaration for PCL sale	0.7	906.50
01/08/25	Meng, Avery	Revise Smith Declaration re parent asset sale	1.3	949.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/08/25	Carlisle, Clint	Review Sale Declarations (.50); correspondence with A. Meng re: same (.10)	0.6	495.00
01/08/25	Carlisle, Clint	Draft responses to UST questions re: sales.	0.8	660.00
01/08/25	Carlisle, Clint	Call with WF counsel and C. Miller re: sale orders.	0.3	247.50
01/09/25	Rauchberg, Jake	Draft declaration ISO catalyst sale.	0.3	202.50
01/09/25	Miller, Curtis	Call from PCL counsel re sale issues and review related materials	0.3	388.50
01/09/25	Miller, Curtis	Discuss sale issues with C. Carlisle	0.2	259.00
01/09/25	Meng, Avery	Revise Smith Declaration re parent asset sale	1.6	1,168.00
01/09/25	Carlisle, Clint	Review Smith sale Decl (.30); correspondence with A. Meng re: same (.10).	0.4	330.00
01/09/25	Carlisle, Clint	Correspondence with Verita, clients and Saul Ewing re: sale escrow agreement.	0.2	165.00
01/09/25	Carlisle, Clint	Correspondence with UST, Katten, and UCC re: revised Sale Orders.	0.2	165.00
01/09/25	Carlisle, Clint	Correspondence with WF counsel re: sale orders.	0.2	165.00
01/09/25	Carlisle, Clint	Call with C. Miller re: sale issues.	0.2	165.00
01/10/25	Meng, Avery	Revise Smith Declaration (.2); email with client re same (.1); email with UST re same (.1)	0.4	292.00
01/10/25	Carlisle, Clint	Correspondence with UST re: sale orders and declarations.	0.2	165.00
01/10/25	Carlisle, Clint	Correspondence with C. Miller re: sale declarations.	0.2	165.00
01/13/25	Rauchberg, Jake	Review and revise sale declarations.	0.1	67.50
01/13/25	Rauchberg, Jake	Correspondence with Debtors' director re sale declarations.	0.1	67.50
01/13/25	Miller, Curtis	Internal emails re sale hearing and open items	0.1	129.50
01/13/25	Miller, Curtis	Discuss sale hearing issues with C. Carlisle	0.2	259.00
01/13/25	Miller, Curtis	Email C. Carlisle re sale declarations	0.1	129.50
01/13/25	Carlisle, Clint	Correspondence with UST re: status of sale hearing and related docs.	0.2	165.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/13/25	Carlisle, Clint	Correspondence with Saul Ewing re: sale declarations.	0.1	82.50
01/13/25	Carlisle, Clint	Correspondence with C. Miller and Saul Ewing re: sale declarations.	0.1	82.50
01/13/25	Carlisle, Clint	Discuss sale hearing issues with C. Miller.	0.2	165.00
01/14/25	Rauchberg, Jake	Review and revise CoC re catalyst sale order.	0.4	270.00
01/14/25	Miller, Curtis	Discuss sale hearing with C. Carlisle	0.2	259.00
01/14/25	Miller, Curtis	Call with J. Altman re sale hearing	0.1	129.50
01/14/25	Miller, Curtis	Emails with client re bidders	0.1	129.50
01/14/25	Miller, Curtis	Review revised sale order and revisions to COC for same	0.3	388.50
01/14/25	Meng, Avery	Draft CoC re catalyst sale	0.3	219.00
01/14/25	Weidman, Rebecca	Prepare R. Pearson declaration in support of private sale for filing (.1); Correspondence with C. Carlisle re: same (.1); File same (.1); Coordinate service of same (.1)	0.4	174.00
01/14/25	Carlisle, Clint	Correspondence with UST re: sale declarations.	0.1	82.50
01/14/25	Carlisle, Clint	Call with counsel for TRI re: status of sale hearing.	0.2	165.00
01/14/25	Carlisle, Clint	Call with counsel for Abengoa re: status of sale hearing.	0.2	165.00
01/14/25	Carlisle, Clint	Correspondence with Saul Ewing re: sale declaration.	0.2	165.00
01/14/25	Carlisle, Clint	Review JMD sale COC; correspondence with A. Meng re: same.	0.2	165.00
01/14/25	Carlisle, Clint	Calls with C. Miller re: Sale Hearing.	0.3	247.50
01/15/25	Russell, Jason	Review documents for closing transactions under APA (1.0); internal correspondence concerning closing checklist (.4)	1.4	1,813.00
01/15/25	Rauchberg, Jake	Correspondence with J. Russell re Catalyst sale closing (0.1); call with C. Carlisle re same (0.1); correspondences with A. Meng re same (0.1); discuss closing MNAT team and Debtors' directors (0.4); correspondence with L. Murley re same (0.1).	0.8	540.00
01/15/25	Rauchberg, Jake	Prepare documents for Catalyst sale closing.	0.7	472.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/15/25	Rauchberg, Jake	Revise CoC re PCL credit bid.	0.2	135.00
01/15/25	Miller, Curtis	Review materials for sale closing	0.4	518.00
01/15/25	Miller, Curtis	Internal emails re sale closing	0.2	259.00
01/15/25	Miller, Curtis	Emails with PCL counsel re sale hearing	0.2	259.00
01/15/25	Miller, Curtis	Call from J. Altman re sale hearing issues	0.2	259.00
01/15/25	Miller, Curtis	Call with client re sale closing	0.5	647.50
01/15/25	Miller, Curtis	Revisions to correspondence to JMD re sale closing	0.1	129.50
01/15/25	Meng, Avery	Draft CoC re PCL credit bid sale order	0.8	584.00
01/15/25	Meng, Avery	Review closing document	0.1	73.00
01/15/25	Meng, Avery	Call with client, C. Miller, J. Russel and J. Rauchberg re sale closing	0.4	292.00
01/15/25	Meng, Avery	Revise CoC re PCL sale order	0.2	146.00
01/15/25	Weidman, Rebecca	Download Court entered order re: JMD Catalyst sale motion and coordinate service	0.1	43.50
01/15/25	Carlisle, Clint	Calls/correspondence with C. Miller and Abengoa re: status of sale objection.	0.2	165.00
01/15/25	Dehney, Robert J.	Review email from C. Miller re: sale closing.	0.1	189.50
01/16/25	Rauchberg, Jake	Prepare client documents for closing Catalyst closing.	0.5	337.50
01/16/25	Miller, Curtis	Email with client re closing of catalyst sale	0.1	129.50
01/16/25	Miller, Curtis	Review and revise COC re PCL sale order (.2); discuss same with A. Meng (.1)	0.3	388.50
01/16/25	Miller, Curtis	Emails with PCL counsel re closing	0.1	129.50
01/16/25	Meng, Avery	Revise CoC re PCL sale order	0.3	219.00
01/16/25	Weidman, Rebecca	Prepare certification of counsel re: PCL credit bid for filing (.2); Correspondence with A. Meng re: same (.1); File same (.1); Upload order to Court site (.1)	0.5	217.50
01/17/25	Rauchberg, Jake	Prepare document for catalyst sale closing.	0.1	67.50
01/17/25	Rauchberg, Jake	Prepare documents re PCL sale closing.	0.3	202.50
01/17/25	Rauchberg, Jake	Call with C. Miller, A. Meng, and Debtors' directors re PCL closing.	0.6	405.00
01/17/25	Miller, Curtis	Review materials for sale closing	0.8	1,036.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/17/25	Miller, Curtis	Emails with A. Meng and R. Weidman re APA and sale order	0.2	259.00
01/17/25	Miller, Curtis	Email case parties re hearing and sale order	0.2	259.00
01/17/25	Miller, Curtis	Emails with M. Smith re closing issues	0.2	259.00
01/17/25	Miller, Curtis	Call with client re PCL sale closing	0.6	777.00
01/17/25	Miller, Curtis	Call and email to PCL counsel re closing	0.4	518.00
01/17/25	Russell, Jason	Review APA for PCL and prepare closing checklist and closing items (1.2); call with C. Miller and Fulcrum (.2); call with Josh at Katten concerning closing checklist (.2)	1.6	2,072.00
01/17/25	Meng, Avery	Draft lease rejection motion re JMD	1.0	730.00
01/17/25	Meng, Avery	Emails re closing calls	0.1	73.00
01/17/25	Meng, Avery	Review closing checklist	0.1	73.00
01/17/25	Meng, Avery	Call with clients, C. Miller and J. Rauchberg re closing sale	0.6	438.00
01/17/25	Weidman, Rebecca	Revise order re: PCL credit bid and re-upload to court site (.2); Correspondence with C. Miller, R. Dehney and A. Meng re: same (.1); Download Court entered order and coordinate service (.1)	0.4	174.00
01/21/25	Rauchberg, Jake	Discuss PCL closing with A. Meng.	0.1	67.50
01/21/25	Rauchberg, Jake	Review closing items to Catalyst sale and PCL credit bid.	0.4	270.00
01/21/25	Miller, Curtis	Review materials re sale issues	0.8	1,036.00
01/21/25	Miller, Curtis	Review revision to bill of sale and emails re closing with JMD counsel	0.1	129.50
01/21/25	Russell, Jason	Review APAs and checklist	0.3	388.50
01/21/25	Carlisle, Clint	Correspondence with Verita re: escrow agreement.	0.1	82.50
01/21/25	Carlisle, Clint	Review JMD comments to Bill of Sale; calls and correspondence with Saul Ewing re: same.	0.3	247.50
01/22/25	Russell, Jason	Review and revise closing documents (.9); internal correspondence concerning the same (.2)	1.1	1,424.50
01/22/25	Rauchberg, Jake	Review closing items re Catalyst sale and PCL credit bid.	0.7	472.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/22/25	Miller, Curtis	Review materials re sale closing (.5) and email client re same (.1)	0.6	777.00
01/22/25	Miller, Curtis	Additional emails with client re PCL sale closing	0.2	259.00
01/22/25	Miller, Curtis	Client call re sale closing	0.2	259.00
01/22/25	Miller, Curtis	Review revisions to transfer agreement and IP transfer agreement	0.2	259.00
01/22/25	Miller, Curtis	Review draft IP transfer agreement and comments to same	0.3	388.50
01/22/25	Miller, Curtis	Emails with J. Russell re closing	0.1	129.50
01/22/25	Meng, Avery	Review bill of sale and transfer statement	0.2	146.00
01/23/25	Rauchberg, Jake	Discuss PCL closing with C. Miller and A. Meng (0.1); correspondence with A. Meng re same (0.1).	0.2	135.00
01/23/25	Rauchberg, Jake	Review client documents re PCL closing.	0.4	270.00
01/23/25	Rauchberg, Jake	Review closing items re Catalyst sale and PCL credit bid.	0.2	135.00
01/23/25	Miller, Curtis	Emails with client re closing	0.2	259.00
01/23/25	Miller, Curtis	Review materials from company re closing	0.5	647.50
01/23/25	Miller, Curtis	Discuss closing with A. Meng and J. Rauchberg	0.1	129.50
01/23/25	Miller, Curtis	Review further revised IP transfer agreement and edits to same	0.2	259.00
01/23/25	Miller, Curtis	Call from PCL counsel re closing	0.2	259.00
01/23/25	Meng, Avery	Review TRI related closing items and correspondence	0.3	219.00
01/23/25	Meng, Avery	Emails with IT (.2); review documents (.3)	0.5	365.00
01/24/25	Rauchberg, Jake	Review client documents re PCL closing.	1.4	945.00
01/24/25	Rauchberg, Jake	Correspondence with C. Carlisle re Catalyst and PCL closings.	0.1	67.50
01/24/25	Rauchberg, Jake	Review closing items re Catalyst sale and PCL credit bid.	0.5	337.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/24/25	Rauchberg, Jake	Discuss Catalyst and PCL closings with C. Miller and A. Meng (0.1); correspondence with C. Miller and J. Russell re same (0.1); Correspondence with J. Russell re PCL closing (0.1); subsequent discussion re same with A. Meng (0.1).	0.4	270.00
01/24/25	Russell, Jason	Revise and finalize closing documents	0.3	388.50
01/24/25	Miller, Curtis	Discuss closing issues with A. Meng and J. Rauchberg	0.2	259.00
01/24/25	Miller, Curtis	Email client re closing issues	0.1	129.50
01/24/25	Meng, Avery	Review DLA documents	0.3	219.00
01/24/25	Carlisle, Clint	Correspondence with J. Rauchberg re: Catalyst and PCL closings.	0.1	82.50
01/24/25	Carlisle, Clint	Correspondence with J. Rauchberg re Catalyst and PCL closings.	0.1	82.50
01/27/25	Rauchberg, Jake	Review and analyze client documents re PCL closing.	0.5	337.50
01/27/25	Rauchberg, Jake	Review closing items re Catalyst sale and PCL credit bid.	1.1	742.50
01/27/25	Rauchberg, Jake	Correspondence with C. Miller and J. Russell re closings (0.1); correspondences with Debtors directors' re same (0.2); subsequent correspondence with J. Russell re same (0.1); correspondences with C. Carlisle re same (0.1).	0.5	337.50
01/27/25	Rauchberg, Jake	Prepare client documents for closings.	1.0	675.00
01/27/25	Russell, Jason	Review revised checklist and ancillary documents for closing	0.6	777.00
01/27/25	Miller, Curtis	Emails with J. Rauchberg re closing	0.1	129.50
01/27/25	Carlisle, Clint	Correspondence with MNAT team re: sale closing documents.	0.1	82.50
01/27/25	Carlisle, Clint	Review email from Saul Ewing re: Bill of Sale.	0.1	82.50
01/28/25	Rauchberg, Jake	Prepare client documents for closings.	0.2	135.00
01/28/25	Rauchberg, Jake	Review closing items re Catalyst sale and PCL credit bid.	0.4	270.00
01/28/25	Carlisle, Clint	Review revised closing checklists.	0.2	165.00
01/29/25	Rauchberg, Jake	Prepare client documents for closing (0.5); correspondence with debtors' directors re same (0.1).	0.6	405.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/30/25	Rauchberg, Jake	Call with C. Carlisle re closings (0.1); correspondences with C. Miller and J. Russell re same (0.3); correspondence with J. Altman re same (0.1); correspondence with L. Murley re same (0.1); correspondence with Debtors' directors re same (0.1).	0.7	472.50
01/30/25	Rauchberg, Jake	Review and prepare client documents and open items for closing.	2.6	1,755.00
01/30/25	Russell, Jason	Review revised closing items	0.3	388.50
01/30/25	Miller, Curtis	Emails with J. Rauchberg re closing of PCL sale	0.2	259.00
01/30/25	Miller, Curtis	Call with J. Rauchberg re closings	0.2	259.00
01/30/25	Meng, Avery	Review closing documents and checklist	0.2	146.00
01/30/25	Carlisle, Clint	Correspondence with Verita re: Catalyst sale closing.	0.2	165.00
01/30/25	Carlisle, Clint	Review PCL closing update from J. Rauchberg.	0.2	165.00
01/30/25	Carlisle, Clint	Calls with R. Barraza re: catalyst transport.	0.2	165.00
01/31/25	Rauchberg, Jake	Prepare client documents and review closing items for Catalyst and PCL sales.	0.6	405.00
01/31/25	Rauchberg, Jake	Correspondences with Debtors' directors re closings.	0.1	67.50
01/31/25	Rauchberg, Jake	Draft plan and disclosure statement.	2.2	1,485.00
01/31/25	Russell, Jason	Review final documents for closing	0.3	388.50
01/31/25	Miller, Curtis	Call with J. Altman re closing	0.1	129.50
01/31/25	Carlisle, Clint	Correspondence / calls with Saul Ewing and MNAT team re: Catalyst sale closing.	0.3	247.50
01/31/25	Carlisle, Clint	Correspondence with clients and Verita re: catalyst sale closing instructions.	0.2	165.00
Total			68.6	62,700.00

Task Code: BP150 Creditor Communications and Meetings

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/07/25	Carlisle, Clint	Correspondence with UCC and Katten re: UST sale order questions.	0.2	165.00
01/08/25	Miller, Curtis	Emails with UCC re sale objection	0.1	129.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/08/25	Miller, Curtis	Additional emails with UCC re review of PCL claims	0.1	129.50
Total			0.4	424.00

Task Code: BP185 Executory Contracts/Unexpired Leases

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/07/25	Carlisle, Clint	Call with R. Barraza and Katten re: Master Development Agreement	0.2	165.00
Total			0.2	165.00

Task Code: BP410 General Case Strategy

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/06/25	Meng, Avery	Call with clients and C. Miller re UK entities	0.5	365.00
01/06/25	Carlisle, Clint	Call with clients, DSI, and C. Miller re: UK issues.	0.5	412.50
01/08/25	Carlisle, Clint	Correspondence with clients re: DFT decision.	0.2	165.00
01/09/25	Russell, Jason	Call with C. Carlisle concerning UK entities	0.2	259.00
Total			1.4	1,201.50

EXHIBIT B
EXPENSE SUMMARY

FULCRUM BIOENERGY, INC., *et al.*
(Case No. 24-12008 (TMH))

January 1, 2025, through January 31, 2025

Expense Category	Total Expenses
Pacer	139.50
In-House Printing - black & white	663.60
In-House Printing - color	129.60
Messenger Service	15.00
Support Staff Overtime	17.14
Computer Research - Westlaw	634.80
E-Discovery	15.40
Courier/Delivery Service	82.63
Transcripts	350.00
Grand Total Expenses	\$2,047.67

Cost Detail

<u>Date</u>	<u>Description</u>	<u>Quantity</u>	<u>Amount</u>
11/10/24	Transcripts - CANCELLATION FEE FOR SHARI L. WHALEN REMOTE DEPOSITION - IN RE: FULCRUM BIOENERGY, INC. - 11/10/2024	1.0	350.00
12/31/24	E-Discovery - ECA/EDISCOVERY PROCESSING – 12/31/2024	1.0	15.40
01/02/25	Pacer	216.0	21.60
01/02/25	In-House Printing - black & white	227.0	22.70
01/02/25	In-House Printing - color	9.0	7.20
01/03/25	In-House Printing - black & white	2,674.0	267.40
01/03/25	Pacer	165.0	16.50
01/03/25	Messenger Service - BANKRUPTCY - 01/03/2025	1.0	5.00
01/03/25	In-House Printing - color	30.0	24.00
01/06/25	Pacer	18.0	1.80
01/07/25	In-House Printing - black & white	343.0	34.30
01/09/25	In-House Printing - black & white	391.0	39.10
01/09/25	Computer Research - Westlaw	1.0	303.60
01/10/25	Pacer	66.0	6.60
01/13/25	In-House Printing - black & white	18.0	1.80
01/13/25	Pacer	75.0	7.50
01/14/25	Pacer	200.0	20.00
01/14/25	In-House Printing - black & white	22.0	2.20
01/14/25	In-House Printing - color	17.0	13.60
01/15/25	In-House Printing - black & white	2,398.0	239.80
01/15/25	Pacer	46.0	4.60
01/15/25	Messenger Service - BK - 01/15/2025	1.0	5.00
01/15/25	In-House Printing - color	5.0	4.00
01/16/25	In-House Printing - black & white	15.0	1.50
01/16/25	In-House Printing - color	3.0	2.40
01/16/25	Pacer	137.0	13.70
01/17/25	Pacer	126.0	12.60
01/17/25	In-House Printing - black & white	13.0	1.30

<u>Date</u>	<u>Description</u>	<u>Quantity</u>	<u>Amount</u>
01/17/25	Messenger Service - USBC - 01/17/2025	1.0	5.00
01/21/25	Pacer	157.0	15.70
01/21/25	In-House Printing - black & white	110.0	11.00
01/22/25	In-House Printing - black & white	13.0	1.30
01/22/25	Computer Research - Westlaw	1.0	27.60
01/23/25	Support Staff Overtime (Byron Poland)	1.0	17.14
01/23/25	In-House Printing - black & white	139.0	13.90
01/24/25	In-House Printing - black & white	60.0	6.00
01/24/25	In-House Printing - color	54.0	43.20
01/28/25	In-House Printing - black & white	81.0	8.10
01/28/25	Pacer	29.0	2.90
01/29/25	In-House Printing - color	44.0	35.20
01/29/25	Courier/Delivery Service - DELIVERY SERVICES FOR PERIOD ENDING 02/01/2025	1.0	82.63
01/29/25	Computer Research - Westlaw	1.0	165.60
01/30/25	Pacer	64.0	6.40
01/30/25	Computer Research - Westlaw	1.0	82.80
01/31/25	In-House Printing - black & white	132.0	13.20
01/31/25	Pacer	96.0	9.60
01/31/25	Computer Research - Westlaw	1.0	55.20
	Total		\$2,047.67