

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

In re:

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

Debtors.¹

Chapter 11

Case No. 24-12008 (TMH)

(Jointly Administered)

Obj. Deadline: April 9, 2025 at 4:00 p.m. (ET)

**FOURTH MONTHLY FEE APPLICATION OF EVERSLED SUTHERLAND (US) LLP
FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF
EXPENSES AS CO-COUNSEL TO THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS FOR THE PERIOD FROM
FEBRUARY 1, 2025 THROUGH AND INCLUDING FEBRUARY 28, 2025**

Name of Applicant:	Eversheds Sutherland (US) LLP (“ <u>Eversheds</u> ”)
Authorized to Provide Professionals Services to:	Official Committee of Unsecured Creditors
Effective Date of Retention:	September 21, 2024 (Order entered October 22, 2024)
Period for Which Compensation and Reimbursement are Sought:	February 1, 2025 through February 28, 2025
Total Amount of Fees Requested:	\$56,915.50
Less 20% Holdback:	\$11,383.10
80% of Compensation Sought as Actual, Reasonable and Necessary:	\$45,532.40
Total Amount of Expenses Requested:	\$181.16
Fees Previously Paid Pursuant to Interim Compensation Order:	\$969,488.25 ²

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.

² In the *Third Monthly Fee Application of Eversheds Sutherland (US) LLP for Allowance of Compensation and Reimbursement of Expenses as Co-Counsel to the Official Committee of Unsecured Creditors for the Period from December 1, 2024 Through and Including January 31, 2025* [D.I. 442] (the “Third Monthly Fee Application”) Eversheds stated that \$738,229.47 in fees had been paid pursuant to the Interim Compensation Order (as defined herein). Due to a calculation error, this statement was erroneous. At the time Eversheds filed the Third Monthly Fee Application, it had only been paid a total of \$720,668.25 in fees. For the avoidance of doubt, Eversheds reserves all rights to seek allowance and payment of fees actually incurred and that remain unpaid through any subsequently filed interim compensation application.



Expenses Previously Pursuant to Interim Compensation Order:	\$20,967.96
Type of Application:	Monthly Fee Application

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

In re:

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

Debtors.¹

Chapter 11

Case No. 24-12008 (TMH)

(Jointly Administered)

Obj. Deadline: April 9, 2025 at 4:00 p.m. (ET)

**FOURTH MONTHLY FEE APPLICATION OF EVERSHEDS SUTHERLAND (US) LLP
FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF
EXPENSES AS CO-COUNSEL TO THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS FOR THE PERIOD FROM
FEBRUARY 1, 2025 THROUGH AND INCLUDING FEBRUARY 28, 2025**

Pursuant to sections 105(a), 330 and 331 of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Rule 2016-1 of the Local Rules of Bankruptcy Practice and Procedure for the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), Eversheds Sutherland (US) LLP (“Eversheds”), co-counsel for the Official Committee of Unsecured Creditors (the “Committee”), hereby submits its fourth monthly fee application (the “Application”) for compensation and reimbursement of expenses for the period from February 1, 2025 through and including February 28, 2025 (the “Application Period”). By this Application, Eversheds seeks a monthly interim allowance and payment of compensation in the amount of \$45,532.40 (80% of its total fees of \$56,915.50) and reimbursement of expenses of \$181.16 (100% of the expenses incurred) for the Application Period for an aggregate total of \$45,713.56, in accordance with the

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.

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

JURISDICTION AND VENUE

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

2. The statutory predicates for the relief requested herein are sections 105(a), 330 and 331 of the Bankruptcy Code, Rule 2016 of the Bankruptcy Rules, and Rule 2016-1 of the Local Rules.

BACKGROUND

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

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

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

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

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

PROFESSIONAL SERVICES RENDERED

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

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

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

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

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

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

CONCLUSION

13. Eversheds has necessarily and properly recorded 49.50 hours of services in the performance of its duties as counsel for the Committee during the Application Period. Eversheds respectfully requests an interim fee allowance for professional services rendered in the amount of \$45,532.40 (comprising 80% of \$56,915.50). Eversheds has also necessarily incurred reasonable and necessary disbursements in the amount of \$181.16 in the performance of its duties to the Committee during the Application Period and respectfully requests reimbursement of such amount.

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

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WHEREFORE, Eversheds respectfully requests an interim award of \$45,532.40 (80% of its total fees of \$56,915.50) and reimbursement of \$181.16 (100% of the allowed expenses) for an aggregate total payment of \$45,713.56 and for such other and further relief as the Court deems just and proper.

Dated: March 26, 2025

EVERSHEDS SUTHERLAND (US) LLP

/s/ Jennifer B. Kimble

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

-and-

Todd C. Meyers (admitted *pro hac vice*)
Jennifer B. Kimble (admitted *pro hac vice*)
Sameer M. Alifarag (admitted *pro hac vice*)
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*Counsel to the Official Committee of Unsecured
Creditors*

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

In re:

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

Debtors.¹

Chapter 11

Case No. 24-12008 (TMH)

(Jointly Administered)

Obj. Deadline: April 9, 2025 at 4:00 p.m. (ET)

**NOTICE OF FOURTH MONTHLY FEE APPLICATION OF EVERSHEDS
SUTHERLAND (US) LLP FOR ALLOWANCE OF COMPENSATION AND
REIMBURSEMENT OF EXPENSES AS CO-COUNSEL TO THE OFFICIAL
COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD FROM
FEBRUARY 1, 2025 THROUGH AND INCLUDING FEBRUARY 28, 2025**

PLEASE TAKE NOTICE that, on March 26, 2025, Eversheds Sutherland (US) LLP, co-counsel of the Official Committee of Unsecured Creditors (the “Committee”), filed the *Fourth Monthly Fee Application of Eversheds Sutherland (US) LLP for Allowance of Compensation and Reimbursement of Expenses as Co-Counsel for the Official Committee of Unsecured Creditors for the Period from February 1, 2025 Through and Including February 28, 2025* (the “Application”).

If you object to the relief sought by the Application, you are required to file a response to the Application on or before **April 9, 2025, at 4:00 p.m. (ET)**. At the same time, you must also serve a copy of the response upon the Committee’s counsel:

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

Todd C. Meyers
Jennifer B. Kimble
Sameer M. Alifarag
EVERSHEDS SUTHERLAND (US) LLP
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Telephone: (212) 389-5000
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sameeralifarag@eversheds-sutherland.com

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.

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

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

Dated: March 26, 2025
Wilmington, Delaware

MORRIS JAMES LLP

/s/ Jeffrey R. Waxman

Jeffrey R. Waxman (DE Bar No. 4159)
Eric J. Monzo (DE Bar No. 5214)
Christopher M. Donnelly (DE Bar No. 7149)
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Sameer M. Alifarag (admitted *pro hac vice*)
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Counsel to the Official Committee of Unsecured Creditors

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

Name of Attorney or Other Professional	Title	Year Admitted to Practice	Hourly Rate	Hours Billed	Total Individual Fees
Todd C. Meyers	Partner	1991	\$1,525.00	12.00	\$18,300.00
Eric Fenichel	Senior Counsel	1986	\$1,400.00	0.20	\$280.00
Jennifer B. Kimble	Senior Counsel	2005	\$1,075.00	21.70	\$23,327.50
Rebecca A. Gelfand	Counsel	2002	\$1,095.00	3.40	\$3,723.00
Sameer M. Alifarag	Associate	2019	\$925.00	12.20	\$11,285.00
TOTAL				49.50	\$56,915.50

Blended Hourly Rate: \$1,149.80

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

Project Category	Total Hours	Total Fees
BK 110 – Asset Disposition	5.80	\$7,075.00
BK 130 – Case Administration and Analysis	1.30	\$1,622.50
BK 141 – Lien Investigation	3.80	\$4,308.00
BK 160 – Fee/ Employment Applications	5.00	\$5,240.00
BK 170 – Fee/Employment Objections	0.30	\$277.50
BK 180 – Financing	1.10	\$1,302.50
BK 200 – Meetings of Creditors	3.70	\$4,577.50
BK 210 – Plan and Disclosure Statement	27.30	\$31,357.50
BK 220 – Relief from Stay Proceedings	1.20	\$1,155.00
TOTAL	49.50	\$56,915.50

EVERSHEDS
SUTHERLAND

Eversheds Sutherland (US) LLP

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

T: +1 404 853 8000

eversheds-sutherland.com

IRS Employer ID No: 58-0619407

Electronic Remittance Instructions:

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

Check Remittance Instructions:

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

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

Bill No. 1336253
Bill Date March 14, 2025

**Matter No: 98061.0001
RE: Fulcrum**

FOR LEGAL SERVICES RENDERED THROUGH February 28, 2025

Fees	\$56,915.50
Total Current Disbursements	\$181.16
Total Current Bill	\$57,096.66

FOR LEGAL SERVICES RENDERED THROUGH February 28, 2025**FEE DETAIL**

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Task</u>	<u>Hours</u>	<u>Amount</u>
BK110 - Asset Disposition					
02/01/25	Todd C. Meyers	Review rejection motion.	BK110	0.10	152.50
02/03/25	Todd C. Meyers	Emails regarding Catalyst closing.	BK110	0.10	152.50
02/05/25	Sameer M. Alifarag	Review of second supplemental cure notice.	BK110	0.10	92.50
02/06/25	Todd C. Meyers	Review supplement regarding executors contract assumption.	BK110	0.10	152.50
02/14/25	Jennifer B. Kimble	Review information about warehouse lease rejection (.1); emails with S. Alifarag and T. Meyers re: warehouse lease rejection and deposit (.1).	BK110	0.20	215.00
02/14/25	Todd C. Meyers	Exchange regarding return of lease deposit.	BK110	0.10	152.50
02/14/25	Sameer M. Alifarag	Review motion to reject warehouse lease (.1); email correspondences with T. Meyers, J. Kimble and debtors' counsel regarding same (.1).	BK110	0.20	185.00
02/18/25	Sameer M. Alifarag	Review of second supplemental cure notice.	BK110	0.10	92.50
02/18/25	Jennifer B. Kimble	Email with S. Alifarag re: Second Supplemental Cure Notice.	BK110	0.10	107.50
02/19/25	Jennifer B. Kimble	Review voice mail from C. Miller re: sale questions (.1); call with C. Miller re: insurance receivable and motion to abandon (.2); review and analyze PCL Sale Agreement re: acquired assets (.5); review motion to abandon equity interest (.2); follow up emails with T. Meyers re: insurance receivable (.2).	BK110	1.20	1,290.00
02/20/25	Jennifer B. Kimble	Emails with T. Meyers and C. Miller re: insurance refund.	BK110	0.20	215.00
02/20/25	Todd C. Meyers	Exchanges with Becky Gelfand and Jenn Kimble regarding insurance refund.	BK110	0.20	305.00
02/21/25	Jennifer B. Kimble	Emails with B. Gelfand and T. Meyers re: insurance receivable check and open issues re: effect of sale to PCL.	BK110	0.40	430.00

FEE DETAIL

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Task</u>	<u>Hours</u>	<u>Amount</u>
02/24/25	Jennifer B. Kimble	Review cover letter and offer to purchase equity forwarded by C. Miller (MNAT) (.2); call with T. Meyers re: equity purchase offer (.1).	BK110	0.30	322.50
02/24/25	Todd C. Meyers	Call with Curtis miller regarding possible equity sale (.3); conference with Jenn Kimble regarding same (.2); review proposal regarding same (.3).	BK110	0.80	1,220.00
02/25/25	Jennifer B. Kimble	Emails with T. Meyers and B. Gelfand re: insurance check and lien review (.2); follow up review re: equity purchase offer (.1).	BK110	0.30	322.50
02/25/25	Todd C. Meyers	Exchange with Becky Gelfand regarding insurance refund.	BK110	0.10	152.50
02/26/25	Jennifer B. Kimble	Email with T. Meyers re: PCL sale and insurance proceeds.	BK110	0.10	107.50
02/26/25	Todd C. Meyers	Exchanges regarding insurance refund.	BK110	0.20	305.00
02/27/25	Jennifer B. Kimble	Emails with T. Meyers and B. Gelfand re: insurance receivable (.2); review memo from B. Gelfand re: insurance receivable (.2); email with C. Miller (MNAT) re: Committee conclusion on Insurance Check (worker comp refund) (.1).	BK110	0.50	537.50
02/27/25	Todd C. Meyers	Review parent APA and exchange with Becky Gelfand regarding refund issue.	BK110	0.30	457.50
02/28/25	Jennifer B. Kimble	Email with C. Miller re: status of purchase offer Debtors received for equity interest .	BK110	0.10	107.50
Fees for BK110 - Asset Disposition				5.80	7,075.00

BK130 - Case Administration and Analysis

02/10/25	Sameer M. Alifarag	Call with J. Kimble regarding general case updates.	BK130	0.10	92.50
02/19/25	Todd C. Meyers	Review abandonment motion and email regarding same.	BK130	0.20	305.00
02/24/25	Sameer M. Alifarag	Review of January monthly operating reports.	BK130	0.20	185.00
02/28/25	Todd C. Meyers	Various exchanges regarding abandonment motion and calls regarding same.	BK130	0.50	762.50
02/28/25	Sameer M. Alifarag	Review of motion to abandon equity interests (.2); email correspondences with T. Meyers and J. Kimble regarding same (.1).	BK130	0.30	277.50

FEE DETAIL

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Task</u>	<u>Hours</u>	<u>Amount</u>
		Fees for BK130 - Case Administration and Analysis		1.30	1,622.50
BK141 - Lien Investigation					
02/17/25	Todd C. Meyers	Review email to Curtis Miller regarding CD.	BK141	0.10	152.50
02/20/25	Rebecca A. Gelfand	Analyze issues relating to insurance proceeds.	BK141	0.60	657.00
02/26/25	Eric Fenichel	Advise on security interest in insurance proceeds.	BK141	0.20	280.00
02/26/25	Rebecca A. Gelfand	Analyze issues relating to insurance proceeds.	BK141	2.50	2,737.50
02/27/25	Todd C. Meyers	Email regarding waste management bond.	BK141	0.10	152.50
02/27/25	Rebecca A. Gelfand	Analyze UCC issues relating to insurance receivables.	BK141	0.30	328.50
		Fees for BK141 - Lien Investigation		3.80	4,308.00
BK160 - Fee/Employment Applications					
02/02/25	Sameer M. Alifarag	Review of interim compensation order and email correspondences with T. Meyers regarding combined monthly fee application.	BK160	0.10	92.50
02/10/25	Jennifer B. Kimble	Call with S. Alifarag re: January bill and combined December/ January monthly fee statement.	BK160	0.10	107.50
02/12/25	Jennifer B. Kimble	Emails with T. Meyers and S. Alifarag re: December/ January monthly fee statement (.1); email with S. Alifarag re: MNAT Fee Application (.1).	BK160	0.20	215.00
02/18/25	Sameer M. Alifarag	Draft combined fee application (1.1); email correspondences with J. Kimble regarding same (.1).	BK160	1.20	1,110.00
02/19/25	Todd C. Meyers	Review fee application and exchanges regarding same.	BK160	0.30	457.50
02/19/25	Sameer M. Alifarag	Email correspondences with T. Meyers, J. Kimble, and committee professionals regarding combined fee application draft (.1); further revisions to same (.1).	BK160	0.20	185.00

FEE DETAIL

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Task</u>	<u>Hours</u>	<u>Amount</u>
02/19/25	Jennifer B. Kimble	Review and revise Combined Eversheds Monthly Fee statement for December and January (.2); emails with T. Meyers re: Third Combined Monthly Fee statement (.1); emails with T. Meyers and C. Rudloff re: information for Supplemental Meyers Disclosure (.2); draft Second Supplemental Meyers Disclosure (.3).	BK160	0.80	860.00
02/20/25	Sameer M. Alifarag	Email correspondences with T. Meyers and J. Kimble regarding updates to fee application.	BK160	0.10	92.50
02/20/25	Jennifer B. Kimble	Email with S. Alifarag re: circulating UCC professional fee apps to committee (.1); revise T. Meyers Declaration (.2); email with T. Meyers re: Declaration (.1); email with C. Donnelly re: filing Meyers Declaration (.1).	BK160	0.50	537.50
02/20/25	Todd C. Meyers	Review revised fee application (.1); review supplement to retention (.1).	BK160	0.20	305.00
02/21/25	Jennifer B. Kimble	Email with S. Alifarag re: Dundon Fee Application (.1); review revised Dundon Fee Application (.2).	BK160	0.30	322.50
02/21/25	Sameer M. Alifarag	Revisions to Eversheds fee application (.1); review of and revisions to draft Dundon fee application (.5); email correspondences with J. Kimble, Dundon team, and Committee regarding same (.2).	BK160	0.80	740.00
02/24/25	Jennifer B. Kimble	Emails with J. Waxman re: Committee fee applications.	BK160	0.10	107.50
02/25/25	Jennifer B. Kimble	Email with Morris James re: Eversheds LEDES files for December/ January Fee statement.	BK160	0.10	107.50
Fees for BK160 - Fee/Employment Applications				5.00	5,240.00

BK170 - Fee/Employment Objections

02/04/25	Sameer M. Alifarag	Review DSI fourth monthly fee application.	BK170	0.10	92.50
02/12/25	Sameer M. Alifarag	Review of MNAT fourth monthly fee application (.1); email correspondences with T. Meyers and J. Kimble regarding same (.1).	BK170	0.20	185.00
Fees for BK170 - Fee/Employment Objections				0.30	277.50

FEE DETAIL

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Task</u>	<u>Hours</u>	<u>Amount</u>
BK180 - Financing					
02/09/25	Todd C. Meyers	Exchange with Jenn Kimble regarding challenge period.	BK180	0.10	152.50
02/09/25	Jennifer B. Kimble	Email with T. Meyers re: expiration of challenge period.	BK180	0.10	107.50
02/14/25	Todd C. Meyers	Exchange regarding extension on challenge period.	BK180	0.10	152.50
02/17/25	Sameer M. Alifarag	Email correspondences with J. Kimble and UMB Counsel regarding extension of CD challenge period.	BK180	0.10	92.50
02/17/25	Jennifer B. Kimble	Emails with C. Miller re: release of Nevada Department of Conservation letter of credit and related CD (.2); emails with D. Buckley re: further extension of CD challenge deadline (.1).	BK180	0.30	322.50
02/18/25	Todd C. Meyers	Kramer email regarding challenge extension.	BK180	0.10	152.50
02/20/25	Jennifer B. Kimble	Email with C. Miller re: status of release of letter of credit with NV Dept. of Conservation and related CD.	BK180	0.10	107.50
02/25/25	Jennifer B. Kimble	Review lien challenge deadline and follow up with status of release of letter of credit.	BK180	0.10	107.50
02/27/25	Jennifer B. Kimble	Follow up email with C. Curtis re: release of Nevada Dept. of Conservation letter of credit and related CD.	BK180	0.10	107.50
Fees for BK180 - Financing				1.10	1,302.50
BK200 - Meetings of Creditors					
02/02/25	Todd C. Meyers	Committee email regarding status.	BK200	0.10	152.50
02/03/25	Todd C. Meyers	Various emails with committee regarding status of plan settlement.	BK200	0.30	457.50
02/04/25	Sameer M. Alifarag	Draft January 27, 2025 committee meeting minutes.	BK200	0.30	277.50
02/05/25	Jennifer B. Kimble	Weekly Committee call to discuss plan settlement (.3); prepare for same (.2).	BK200	0.50	537.50

FEE DETAIL

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Task</u>	<u>Hours</u>	<u>Amount</u>
02/05/25	Sameer M. Alifarag	Draft committee meeting agenda (.1); email correspondences with T. Meyers regarding same (.1); email correspondences with Committee regarding agenda and documents in connection with February 5 meeting (.1); dial in to committee update call (.3).	BK200	0.60	555.00
02/05/25	Todd C. Meyers	Exchanges with Dundon regarding chart for committee call and review same (.3); review and revise call agenda and with Sameer Alifarag regarding same (.2); prepare for committee call (.3); committee call (.3).	BK200	1.10	1,677.50
02/11/25	Sameer M. Alifarag	Draft February 5 committee meeting minutes.	BK200	0.20	185.00
02/11/25	Jennifer B. Kimble	Review and respond to committee member inquiry re: confirmation process.	BK200	0.20	215.00
02/17/25	Todd C. Meyers	Email to Jenn Kimble regarding committee call.	BK200	0.10	152.50
02/17/25	Jennifer B. Kimble	Email with T. Meyers and S. Alifarag re: weekly committee call.	BK200	0.10	107.50
02/21/25	Jennifer B. Kimble	Review draft email to committee and email with S. Alifarag re: the same.	BK200	0.10	107.50
02/21/25	Todd C. Meyers	Email to committee.	BK200	0.10	152.50
Fees for BK200 - Meetings of Creditors				3.70	4,577.50

BK210 - Plan and Disclosure Statement

02/01/25	Todd C. Meyers	Call with Curtis Miller regarding plan settlement (.2); review revised budget (.2); exchanges with Dundon regarding same (.2).	BK210	0.60	915.00
02/02/25	Sameer M. Alifarag	Review of committee proposal to wind down budget.	BK210	0.10	92.50
02/02/25	Todd C. Meyers	Analyze counter proposal and emails regarding same (.5); call with Curtis Miller regarding same (.2); work on revised plan and disclosure statement and email comments to same (1.8).	BK210	2.50	3,812.50
02/03/25	Todd C. Meyers	Exchange with Curtis Miller regarding plan settlement (.3); review revised plan and DS and exchanges regarding same (.8); email Clint Carlisle regarding plan filing (.1).	BK210	1.20	1,830.00

FEE DETAIL

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Task</u>	<u>Hours</u>	<u>Amount</u>
02/03/25	Jennifer B. Kimble	Review emails from C. Miller re: plan comments (.2); review revised plan language resolving issues raised by UCC (1.0).	BK210	1.20	1,290.00
02/04/25	Jennifer B. Kimble	Review emails from MNAT re: shortening notice of hearing and objection deadline (.2); review updated wind down budget information (.2); emails with T. Meyers and MNAT team re: resolution of Committee objections to plan (.5).	BK210	0.90	967.50
02/04/25	Todd C. Meyers	Curtis Miller email regarding motion to shorten (.1); review same (.1).	BK210	0.20	305.00
02/04/25	Sameer M. Alifarag	Research regarding viability of insider releases (2.0); review of order shortening notice and notice of hearing regarding disclosure statement (.1).	BK210	2.10	1,942.50
02/05/25	Sameer M. Alifarag	Review of redlines to chapter 11 plan and disclosure statement (.7); review of wind-down budget comparison (.1).	BK210	0.80	740.00
02/05/25	Jennifer B. Kimble	Emails with T. Meyers and S. Alifarag re: plan settlement and revised plan language (.5); review Dundon analysis of wind down budget (.3); review updated Plan language (.4).	BK210	1.20	1,290.00
02/06/25	Jennifer B. Kimble	Emails with T. Meyers and S. Alifarag re: convertible notes and insiders.	BK210	0.20	215.00
02/07/25	Jennifer B. Kimble	Review additional language for plan revisions (.3); email with T. Meyers re: revised language (.1).	BK210	0.40	430.00
02/10/25	Jennifer B. Kimble	Review filed version of revised combined plan and disclosure statement (.5); review emails re: committee settlement and next steps (.2).	BK210	0.70	752.50
02/13/25	Sameer M. Alifarag	Review draft solicitation procedures motion and comments to same (2.1); email correspondences with T. Meyers, J. Kimble, and debtors' counsel regarding same (.1).	BK210	2.20	2,035.00

FEE DETAIL

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Task</u>	<u>Hours</u>	<u>Amount</u>
02/13/25	Jennifer B. Kimble	Email with MNAT re: Solicitation Motion (.1); review and revise Solicitation Motion (1.2); review and revise draft ballots (.5); review redline plan and disclosure statement comments to determine whether Committee's release language comments were incorporated (.5); review and revise Notice of Non-Voting Status (.5); review and revise Confirmation Hearing Notice (.3); review and revise proposed Solicitation Order (.7); emails with T. Meyers re: comments and revisions to Solicitation Motion, Order and related documents (.2); emails with T. Meyers and S. Alifarag re: "released parties" definition (.2); email with MNAT re: proposed revisions to solicitation motion (.1).	BK210	4.30	4,622.50
02/13/25	Todd C. Meyers	Review solicitation materials and various exchanges regarding comments to same.	BK210	0.60	915.00
02/14/25	Todd C. Meyers	Exchange regarding solicitation procedure changes.	BK210	0.10	152.50
02/14/25	Sameer M. Alifarag	Email correspondences with J. Kimble and debtors' counsel regarding plan comments and release issues (.1); review of updates solicitation procedures motion (.5).	BK210	0.60	555.00
02/14/25	Jennifer B. Kimble	Review email from C. Miller (.1); review proposed language from S. Alifarag (.1); email with C. Miller re: revised language for definition of Released Parties (.1); call with C. Carlisle re: Released Parties comments (.1); review revised Solicitation Motion (.6); further revisions to Solicitation Motion and Order (1.4); emails with T. Meyers re: proposed solicitation document revisions (.2).	BK210	2.60	2,795.00
02/15/25	Jennifer B. Kimble	Review redline comments to Solicitation Motion (.2); additional revisions to solicitation documents (.5); email with MNAT team re: additional revisions to Solicitation documents (.1).	BK210	0.80	860.00
02/15/25	Todd C. Meyers	Review revised procedures and exchanges regarding same (.2); review further revised procedures and exchange with Jenn Kimble regarding same (.2); Kramer Levin email regarding same (.1).	BK210	0.50	762.50
02/16/25	Jennifer B. Kimble	Review Kramer comments to solicitation documents.	BK210	0.20	215.00

FEE DETAIL

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Task</u>	<u>Hours</u>	<u>Amount</u>
02/17/25	Jennifer B. Kimble	Email with C. Carlisle re: solicitation motion.	BK210	0.10	107.50
02/19/25	Todd C. Meyers	Voicemail from Curtis Miller regarding status and exchange with Jenn Kimble regarding same.	BK210	0.10	152.50
02/20/25	Todd C. Meyers	Exchange with Curtis Miller regarding status.	BK210	0.10	152.50
02/27/25	Jennifer B. Kimble	Review email from MNAT re: UST comments to plan (.2); review plan and work through Debtors' proposed responses to UST (.6); emails with T. Meyers and S. Alifarag re: MNAT plan responses (.2).	BK210	1.00	1,075.00
02/27/25	Todd C. Meyers	Review UST DS comments and debtor responses (.3); email regarding TRI motion (.1); review UST email (.1).	BK210	0.50	762.50
02/27/25	Sameer M. Alifarag	Email correspondences with debtors' counsel, UMB counsel, and Eversheds team regarding proposed responses to US Trustee plan comments (.2); review of plan in connection with same (.2).	BK210	0.40	370.00
02/28/25	Sameer M. Alifarag	Internal email correspondences with Eversheds team regarding disclosure statement hearing logistics (.1); email correspondences with debtors' counsel and UMB counsel regarding comments to proposed UST correspondence (.1).	BK210	0.20	185.00
02/28/25	Jennifer B. Kimble	Emails with T. Meyers re: plan comments and Solicitation Motion (.3); emails with MNAT re: plan comments and response to UST (.2); emails with T. Meyers and S. Alifarag re: disclosure statement hearing (.1); email with T. Meyers re: liquidating trust (.1).	BK210	0.70	752.50
02/28/25	Todd C. Meyers	Exchange with Curtis Miller regarding UST DS issues (.1); exchange with team regarding hearing coverage (.1).	BK210	0.20	305.00
Fees for BK210 - Plan and Disclosure Statement				27.30	31,357.50

BK220 - Relief from Stay Proceedings

02/27/25	Jennifer B. Kimble	Email with S. Alifarag re: TRI Motion for Relief from Stay.	BK220	0.10	107.50
02/28/25	Sameer M. Alifarag	Review of Thermochem stay relief motion and attached exhibits (.7); email correspondences with T. Meyers and J. Kimble regarding same (.2).	BK220	0.90	832.50

FEE DETAIL

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Task</u>	<u>Hours</u>	<u>Amount</u>
02/28/25	Jennifer B. Kimble	Review summary of TRI Stay Relief Motion and follow up correspondence with S. Alifarag re: the same.	BK220	0.20	215.00
Fees for BK220 - Relief from Stay Proceedings				1.20	1,155.00
Total Hours/Fees				49.50	\$56,915.50

SUMMARY OF LEGAL SERVICES

TIMEKEEPER	HOURS	RATE	AMOUNT
Todd C. Meyers	12.00	1,525.00	18,300.00
Eric Fenichel	0.20	1,400.00	280.00
Jennifer B. Kimble	21.70	1,075.00	23,327.50
Rebecca A. Gelfand	3.40	1,095.00	3,723.00
Sameer M. Alifarag	12.20	925.00	11,285.00
	49.50		56,915.50

DISBURSEMENTS

Relativity Hosting	11.16
Relativity User Fees	170.00

Total Current Disbursements **\$181.16**

TOTAL CURRENT BILLING **\$57,096.66**

EXHIBIT “C”

EXPENSE SUMMARY

Expense Category	Total Expenses
Relativity Hosting	\$11.16
Relativity User Fees	\$170.00
TOTAL	\$181.16

EXHIBIT “D”

DECLARATION OF TODD C. MEYERS

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

In re:

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

Debtors.¹

Chapter 11

Case No. 24-12008 (TMH)

(Jointly Administered)

**DECLARATION OF TODD C. MEYERS IN SUPPORT OF FOURTH MONTHLY FEE
APPLICATION OF EVERSLEDs SUTHERLAND (US) LLP FOR ALLOWANCE OF
COMPENSATION AND REIMBURSEMENT OF EXPENSES AS CO-COUNSEL TO
THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD
FROM FEBRUARY 1, 2025 THROUGH AND INCLUDING FEBRUARY 28, 2025**

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

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

2. I have read the *Fourth Monthly Fee Application of Eversheds Sutherland (US) LLP for Allowance of Compensation and Reimbursement of Expenses as Co-Counsel to the Official Committee of Unsecured Creditors for the Period from February 1, 2025 Through and Including February 28, 2025* and know the contents thereof. The same contents are true to the best of my knowledge, except as to matters therein alleged to be upon information and belief, and as to those matters, I believe them to be true. I have personally performed many of the legal services rendered by Eversheds and am thoroughly familiar with all other work performed on behalf of the Committee by the attorneys and paraprofessionals at Eversheds.

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

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

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

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

Dated: March 26, 2025

/s/ Todd C. Meyers
Todd C. Meyers

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

In re:

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

Debtors.¹

Chapter 11

Case No. 24-12008 (TMH)

(Jointly Administered)

CERTIFICATE OF SERVICE

I hereby certify that on this 26th day of March, 2025, I caused to be filed with the Court electronically, and I caused to be served a true and correct copy of the *Fourth Monthly Fee Application of Eversheds Sutherland (US) LLP for Allowance of Compensation and Reimbursement of Expenses as Co-Counsel to the Official Committee of Unsecured Creditors for the Period from February 1, 2025 Through and Including February 28, 2025* upon the parties that are registered to receive notice via the Court's CM/ECF notification system, and an additional service was competed via electronic mail on the parties listed on the attached service list.

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

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

Service List

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United States Trustee