

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

----- X  
 In re: : Chapter 11  
 :  
 HI-CRUSH INC., *et al.*,<sup>1</sup> : Case No. 20-33495 (DRJ)  
 :  
 Debtors. : (Jointly Administered)  
 :  
 ----- X

**THIRD MONTHLY FEE STATEMENT OF LATHAM & WATKINS LLP  
FOR COMPENSATION FOR SERVICES RENDERED AND FOR  
REIMBURSEMENT OF EXPENSES AS BANKRUPTCY CO-COUNSEL  
TO THE DEBTORS FOR THE PERIOD FROM  
SEPTEMBER 1, 2020 THROUGH SEPTEMBER 30, 2020**

|   |   |
|---|---|
| <b>Name of Applicant:</b>                         | Latham & Watkins LLP                                    |
| <b>Applicant’s Role in Case:</b>                  | Bankruptcy co-counsel to the Debtors (as defined below) |
| <b>Date of Retention:</b>                         | August 20, 2020, effective as of July 12, 2020          |
| <b>Period Covered by this Statement:</b>          | September 1, 2020 through September 30, 2020            |
| <b>Amount of Compensation Requested:</b>          | \$698,170.00 (80% = \$558,536.00)                       |
| <b>Amount of Expense Reimbursement Requested:</b> | \$6,686.57  |
| <b>Average Hourly Rate for Attorneys:</b>         | \$956.32  |
| <b>Average Hourly Rate for Paraprofessionals:</b> | \$416.90  |

This is the third monthly fee statement.

<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: Hi-Crush Inc. (0530), OnCore Processing LLC (9403), Hi-Crush Augusta LLC (0668), Hi-Crush Whitehall LLC (5562), PDQ Properties LLC (9169), Hi-Crush Wyeville Operating LLC (5797), D & I Silica, LLC (9957), Hi-Crush Blair LLC (7094), Hi-Crush LMS LLC, Hi-Crush Investments Inc. (6547), Hi-Crush Permian Sand LLC, Hi-Crush Proppants LLC (0770), Hi-Crush PODS LLC, Hi-Crush Canada Inc. (9195), Hi-Crush Holdings LLC, Hi-Crush Services LLC (6206), BulkTracer Holdings LLC (4085), Pronghorn Logistics Holdings, LLC (5223), FB Industries USA Inc. (8208), PropDispatch LLC, Pronghorn Logistics, LLC (4547), and FB Logistics, LLC (8641). The Debtors’ address is 1330 Post Oak Blvd, Suite 600, Houston, Texas 77056.



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 Bankruptcy Local Rules for the Southern District of Texas (the “**Bankruptcy Local Rules**”), and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Docket No. 305] (the “**Interim Compensation Order**”), Latham & Watkins LLP (“**L&W**”) hereby submits this third monthly fee statement (this “**Fee Statement**”) for compensation for services rendered and reimbursement of expenses as bankruptcy co-counsel to the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”). By this Fee Statement, L&W requests payment with respect to the sums of \$558,536.00 as compensation for reasonable and necessary legal services (80% of \$698,170.00) and \$6,686.57 for reimbursement of actual and necessary expenses, for a total of \$565,222.57 for the period from September 1, 2020 through and including September 30, 2020 (the “**Compensation Period**”).

**ITEMIZATION OF SERVICES RENDERED AND EXPENSES INCURRED**

1. In support of this Fee Statement, attached are the following exhibits:
  - Exhibit A is a schedule of the number of hours expended and fees incurred (on an aggregate basis) by L&W partners, counsel, associates, and paraprofessionals during the Compensation Period with respect to each of the project categories L&W established in accordance with its internal billing procedures.
  - Exhibit B is a schedule providing certain information regarding the L&W attorneys and paraprofessionals for whose work on these chapter 11 cases compensation is sought in this Fee Statement. L&W attorneys and paraprofessionals have expended a total of 735.8 hours in connection with these chapter 11 cases during the Compensation Period.
  - Exhibit C is a schedule setting forth the total amount of reimbursement sought for the Compensation Period with respect to each category of expenses for which L&W is seeking reimbursement in this Fee Statement.
  - Exhibit D consists of L&W’s detailed records of fees incurred during the Compensation Period.

- Exhibit E consists of L&W's detailed records of expenses incurred during the Compensation Period.

2. Although every effort has been made to include all fees and expenses incurred during the Compensation Period, some fees and expenses might not be included in this Fee Statement due to delays caused by accounting and processing during the Compensation Period. L&W reserves the right to seek allowance of such fees and expenses not included herein. Subsequent monthly fee statements will be submitted in accordance with the Bankruptcy Code, the Bankruptcy Rules, Bankruptcy Local Rules, and the Interim Compensation Order.

### **NOTICE**

3. Pursuant to the Interim Compensation Order, notice of this Fee Statement will be provided to the following parties: (a) the Debtors; (b) co-counsel to the Debtors, Hunton Andrews Kurth LLP; (c) the Office of the U.S. Trustee for the Southern District of Texas; (d) counsel to the DIP ABL Agent, Simpson Thacher & Bartlett LLP; (e) counsel to the Ad Hoc Group, Paul, Weiss, Rifkind, Wharton & Garrison, LLP; and (f) counsel to any statutory committees appointed in these chapter 11 cases.

*[Remainder of page intentionally left blank]*

WHEREFORE, L&W respectfully requests payment and reimbursement of its fees and expenses incurred during the Compensation Period in the total amount of \$565,222.57, consisting of (a) \$558,536.00, which is 80% of the fees incurred by the Debtors for reasonable and necessary professional services rendered by L&W, and (b) \$6,686.57, which is 100% of actual necessary costs and expenses incurred, in accordance with the procedures set forth in the Interim Compensation Order.

Signed: October 28, 2020  
Houston, Texas

Respectfully Submitted,

/s/ Keith A. Simon

George A. Davis (admitted pro hac vice)  
Keith A. Simon (admitted pro hac vice)  
David A. Hammerman (admitted pro hac vice)  
Annemarie V. Reilly (admitted pro hac vice)  
Hugh K. Murtagh (admitted pro hac vice)

**LATHAM & WATKINS LLP**

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New York, New York 10022

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Counsel for the Debtors and Debtors in Possession

**Exhibit A****Compensation by Project Category**

| <b>Project Category</b>                          | <b>Total Hours</b> | <b>Total Fees</b>   |
|--|--------------------|---------------------|
| Assumption and Rejection of Leases and Contracts | 29.4               | \$29,417.00         |
| Business Operations                              | 9.2                | \$7,762.50          |
| Case Administration                              | 29.3               | \$21,962.00         |
| Claims Administration and Objections             | 20.4               | \$21,925.00         |
| Corporate Governance and Board Matters           | 37.0               | \$34,886.00         |
| Employee Benefits and Pensions                   | 0.2                | \$217.00            |
| Employment and Fee Applications                  | 14.2               | \$12,188.50         |
| Financing and Cash Collateral                    | 103.2              | \$104,212.50        |
| Litigation                                       | 111.6              | \$115,349.50        |
| Meetings and Communications with Creditors       | 1.8                | \$1,575.00          |
| Plan and Disclosure Statement                    | 319.1              | \$295,088.00        |
| Real Estate                                      | 0.3                | \$286.50            |
| Relief from Stay and Adequate Protection         | 34.9               | \$30,662.50         |
| Reporting  | 1.9                | \$1,588.50          |
| Tax  | 23.3               | \$21,049.50         |
| <b>Total</b>                                     | <b>735.8</b>       | <b>\$698,170.00</b> |

**Exhibit B****Compensation by Professional**

| <b>Name of Professional</b> | <b>Position of the Applicant; Year of Obtaining License to Practice</b> | <b>Hourly Billing Rate</b> | <b>Total Hours Billed</b> | <b>Total Compensation</b> |
|-----------------------------|---|----------------------------|---------------------------|---------------------------|
| Fenn, Charles T             | Partner; 2010; New York 2008, Texas 1996                                | \$1,560                    | 0.5                       | \$780.00                  |
| Baker III, William R        | Partner; 2003; Texas 1983, District of Columbia 1984                    | \$1,515                    | 0.5                       | \$757.50                  |
| Simon, Keith                | Partner; 2004; Illinois 1999, New York 2008                             | \$1,365                    | 57.9                      | \$79,033.50               |
| Hammerman, David A          | Partner; 2006; New York 2007  | \$1,225                    | 0.2                       | \$245.00                  |
| Denton, Blake T             | Partner; 2009; New Jersey 2008, New York 2009                           | \$1,180                    | 36.5                      | \$43,070.00               |
| Wommack, Herman Hubert      | Partner; 2019; Texas 2006   | \$1,180                    | 1.0                       | \$1,180.00                |
| Ollivierre, Scott C         | Partner; 2013; New York 2010  | \$1,145                    | 49.5                      | \$56,677.50               |
| Lavelle, Trevor J           | Partner; 2012; Texas 2009   | \$1,120                    | 15.6                      | \$17,472.00               |
| Lee, Bryant Paul            | Partner; 2012; Texas 2010   | \$1,120                    | 8.1                       | \$9,072.00                |
| Grimley, Jared W            | Associate; 2013; Texas 2013   | \$1,085                    | 5.1                       | \$5,533.50                |
| Reilly, Annemarie V         | Counsel; 2009; New York 2010  | \$1,085                    | 51.0                      | \$55,335.00               |
| Richardson, Kevin M         | Associate; 2014; Texas 2009   | \$1,075                    | 16.2                      | \$17,415.00               |
| Pollack, Sonja R            | Associate; 2010; New York 2010  | \$1,055                    | 2.6                       | \$2,743.00                |
| Murtagh, Hugh K             | Associate; 2017; New York 2012  | \$1,055                    | 25.1                      | \$26,480.50               |
| Schoppe, Eric L             | Associate; 2014; Texas 2014   | \$995                      | 26.2                      | \$26,069.00               |
| DeLisi, Alexander Richard   | Associate; 2016; New York 2015  | \$995                      | 56.9                      | \$56,615.50               |
| Attarwala, Asif             | Associate; 2019; New York 2016, Illinois 2019                           | \$955                      | 61.8                      | \$59,019.00               |
| Jones, Christopher R        | Associate; 2016; New York 2017  | \$895                      | 28.1                      | \$25,149.50               |
| Lee, Dong Hyun              | Associate; 2018; Texas 2016   | \$895                      | 29.4                      | \$26,313.00               |
| Davis, Alicia C             | Staff; 2020; Illinois 2009, California 2019                             | \$850                      | 0.9                       | \$765.00                  |

| <b>Name of Professional</b> | <b>Position of the Applicant; Year of Obtaining License to Practice</b> | <b>Hourly Billing Rate</b> | <b>Total Hours Billed</b> | <b>Total Compensation</b> |
|-----------------------------|---|----------------------------|---------------------------|---------------------------|
| Lee, Shaun C                | Associate; 2017; New York 2017  | \$815                      | 0.1                       | \$81.50                   |
| Schoonveld, Kevin           | Associate; 2020; New York 2018  | \$815                      | 22.3                      | \$18,174.50               |
| Taousse, Nacif              | Associate; 2020; New York 2019  | \$815                      | 79.6                      | \$64,874.00               |
| Rosen, Brian Sandlow        | Associate; 2018; New York 2019  | \$695                      | 18.4                      | \$12,788.00               |
| Fatheazam, Alistair K.      | Associate; 2020; New York 2019  | \$695                      | 48.9                      | \$33,985.50               |
| Weber-Levine, Randall Carl  | Associate; 2020; New York 2019  | \$695                      | 49.2                      | \$34,194.00               |
| Standley, Yakun Xu          | Associate; 2019; Texas 2019   | \$590                      | 9.6                       | \$5,664.00                |
| Hall, Evann Pierce          | Associate; 2019; Texas 2019   | \$590                      | 9.7                       | \$5,723.00                |
| Sherman, Jessica Lynn       | Associate; 2019; Texas 2019   | \$590                      | 3.7                       | \$2,183.00                |
| Bernal-Ramirez, Carolina    | Associate; 2019; New York 2020  | \$590                      | 0.3                       | \$177.00                  |
| Steiger, Aubrey Leigh       | Associate; 2019; n/a  | \$590                      | 10.9                      | \$6,431.00                |
| Arnold, Elizabeth C         | n/a   | \$480                      | 0.9                       | \$432.00                  |
| Deleon, Rhonda              | n/a   | \$435                      | 1.9                       | \$826.50                  |
| Gaynair, Damon              | n/a   | \$415                      | 6.7                       | \$2,780.50                |
| Shcherbakova, Elizaveta     | n/a   | \$260                      | 0.5                       | \$130.00                  |

|                     |                     |
|---------------------|---------------------|
| <b>Grand Total</b>  | <b>\$698,170.00</b> |
| <b>Total Hours</b>  | <b>735.8</b>        |
| <b>Blended Rate</b> | <b>\$948.86</b>     |

**Exhibit C****Expense Summary**

| <b>Expense Category</b>            | <b>Total Expenses</b> |
|------------------------------------|-----------------------|
| Audio\ Video Conferencing Services | \$13.14               |
| Docket                             | \$19.88               |
| Document Copies                    | \$4,629.93            |
| Document Processing                | \$832.00              |
| Federal Express & Messenger        | \$23.03               |
| Laser Copy                         | \$806.25              |
| Legal Research                     | \$238.50              |
| Outside Services - Non-Attorney    | \$123.84              |
| <b>Total</b>                       | <b>\$6,686.57</b>     |



**Exhibit D**

**Fee Statement**

**LATHAM & WATKINS** LLP

53rd at Third  
 885 Third Avenue  
 New York, New York 10022-4834  
 Tel: +1.212.906.1200 Fax: +1.212.751.4864  
 www.lw.com

**INVOICE**

October 26, 2020

Hi-Crush Inc.  
 1330 Post Oak Blvd., Suite 600  
 Houston, TX 77056  
 Attn: Mark C. Skolos

Please identify your payment with the following:

Invoice No. 2000611500  
 Matter Number 066254-1001

Tax Identification No.: 95-2018373

**Remittance Instructions****REDACTED**

For professional services rendered through September 30, 2020

|  | Services   | Costs | Total         |
|--|------------|-------|---------------|
| Assumption and Rejection of Leases and Contracts | 29,417.00  |       | 29,417.00     |
| Business Operations                              | 7,762.50   |       | 7,762.50      |
| Case Administration                              | 21,962.00  |       | 21,962.00     |
| Claims Administration and Objections             | 21,925.00  |       | 21,925.00     |
| Corporate Governance and Board Matters           | 34,886.00  |       | 34,886.00     |
| Employee Benefits and Pensions                   | 217.00     |       | 217.00        |
| Employment and Fee Applications                  | 12,188.50  |       | 12,188.50     |
| Financing and Cash Collateral                    | 104,212.50 |       | 104,212.50    |
| Litigation                                       | 115,349.50 |       | 115,349.50    |
| Meetings and Communications with Creditors       | 1,575.00   |       | 1,575.00      |
| Plan and Disclosure Statement                    | 295,088.00 |       | 295,088.00    |
| Real Estate                                      | 286.50     |       | 286.50        |
| Relief from Stay and Adequate Protection         | 30,662.50  |       | 30,662.50     |
| Reporting  | 1,588.50   |       | 1,588.50      |
| Tax  | 21,049.50  |       | 21,049.50     |
| Total Services and Costs                         | 698,170.00 | 0.00  | \$ 698,170.00 |

**Total Due****\$ 698,170.00**

**LATHAM WATKINS**

Invoice No. 2000611500

October 26, 2020

Matter Name: Assumption and Rejection of Leases and Contracts

| <u>Date</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Description</u>  |
|-------------|-------------------|--------------|---|
| 09/01/20    | H K Murtagh       | 2.80         | Review CFCL lease documents (0.3); teleconference with company and A&M regarding railcars (0.3); teleconference with A&M regarding trailer leases (0.3); revise trailer lease amendment (1.3); teleconference with A&M regarding contract cure (0.4); correspond with M. Skolos regarding trailer lease amendment (0.2) |
| 09/02/20    | H K Murtagh       | .70          | Discuss trailer lease amendment with M. Skolos, K. Simon (0.4); review and revise cure schedule and notice (0.3)  |
| 09/03/20    | A Attarwala       | .90          | Review and analyze cure issues (0.9)  |
| 09/03/20    | H K Murtagh       | .50          | Correspond with rejected railcar counsel regarding railcar leases (0.5)   |
| 09/04/20    | H K Murtagh       | 2.50         | Teleconference with A&M regarding trailer lease amendment (0.2); teleconference with A&M and company regarding railcars (0.3); revise railcar agreements (1.7); teleconference with equipment financier counsel (0.3)   |
| 09/08/20    | A V Reilly        | .30          | Review cure objection (0.1); correspond with A. Attarwala regarding same (0.2)  |
| 09/08/20    | H K Murtagh       | 2.80         | Revise CFCL lease documents (2.6); teleconference with company and A&M regarding railcars (0.2)   |
| 09/09/20    | H K Murtagh       | .40          | Teleconference with Trinity counsel regarding lease (0.2); correspond with A&M regarding rejection list (0.2)   |
| 09/10/20    | H K Murtagh       | .80          | Review Propx amendment markup (0.3); teleconference with A&M regarding same (0.3); review contract rejection list (0.1); correspond with A&M regarding same (0.1)   |
| 09/10/20    | B S Rosen         | .60          | Draft motion to reject headquarters lease (0.6)   |
| 09/11/20    | A Attarwala       | .30          | Review and analyze contract issues (0.3)  |
| 09/11/20    | H K Murtagh       | 1.70         | Revise PropX amendment (1.7)  |
| 09/11/20    | B S Rosen         | 1.50         | Continue to draft motion to reject headquarters lease (1.5)   |
| 09/14/20    | A Attarwala       | .70          | Review and analyze cure objection issues (0.7)  |
| 09/14/20    | H K Murtagh       | .60          | Correspond with trailer lessors regarding lease matters (0.3); teleconference with A&M regarding railcar claims (0.3)   |

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.  
PLEASE REFERENCE INVOICE # 2000611500 ON YOUR PAYMENT OR RETURN A COPY OF THIS INVOICE WITH YOUR CHECK.

**LATHAM WATKINS**

Invoice No. 2000611500

October 26, 2020

Matter Name: Assumption and Rejection of Leases and Contracts

| <u>Date</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Description</u>   |
|-------------|-------------------|--------------|--|
| 09/14/20    | B S Rosen         | .20          | Participate in teleconference concerning lease rejection with K. Simon, A. Attarwala, N. Taousee, and A. Steiger (0.2)   |
| 09/15/20    | D A Hammerman     | .20          | Teleconference with A. Reilly regarding PropX issues (0.2)   |
| 09/15/20    | A V Reilly        | .30          | Attend to cure schedule issues (0.3)   |
| 09/15/20    | H K Murtagh       | .30          | Teleconference with team regarding railcars (0.3)  |
| 09/17/20    | H K Murtagh       | 1.30         | Teleconference regarding railcars (0.1); teleconference with A&M regarding trailer lease amendment (0.3); revise markup regarding same (0.7); correspond with rejected railcar lessor counsel regarding related matters (0.2)  |
| 09/18/20    | H K Murtagh       | 1.20         | Teleconference with A&M regarding container lease cure (0.8); teleconference with lessor counsel (0.3); provide update to A&M (0.1)  |
| 09/21/20    | H K Murtagh       | .30          | Teleconference with A&M regarding container lease (0.1); correspondence with rejected railcar lessor counsel (0.2)   |
| 09/23/20    | H K Murtagh       | 1.70         | Teleconference with rejected railcar lessor counsel (0.5); teleconference with company, and A&M regarding railcars (0.5); teleconference with T. Lambrecht regarding CFCL (0.3); correspond with company and opposing counsel regarding rejected railcar deals (0.4) |
| 09/24/20    | H K Murtagh       | 1.10         | Revise container lease amendment (1.0); discuss same with A&M (0.1)  |
| 09/25/20    | A Attarwala       | .70          | Review and analyze cure claim issues (0.7)   |
| 09/25/20    | H K Murtagh       | .40          | Correspond with rejected railcar lessor counsel (0.2); follow up with company regarding same (0.2)   |
| 09/25/20    | B S Rosen         | .50          | Revise lease rejection motion (0.5)  |
| 09/28/20    | H K Murtagh       | .80          | Revise CFCL documents (0.8)  |
| 09/28/20    | R C Weber-Levine  | .60          | Communications regarding cure objections (0.3); review cure claims objections (0.3)  |
| 09/29/20    | H K Murtagh       | .90          | Teleconference with A&M and company regarding railcar issues (0.2); teleconference with CIT (0.7)  |
| 09/30/20    | H K Murtagh       | 1.20         | Revise container lease amendment (1.2)   |

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**LATHAM & WATKINS LLP**

Invoice No. 2000611500  
 October 26, 2020  
 Matter Name: Assumption and Rejection of Leases and Contracts

| <u>Date</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Description</u>  |
|-------------|-------------------|--------------|---|
| 09/30/20    | B S Rosen         | .20          | Review and revise HQ lease rejection motion (0.2)                   |
| 09/30/20    | N Taousse         | .40          | Communications with LW team, client regarding lease rejection (0.4) |

|                  |              |        |                 |                     |
|------------------|--------------|--------|-----------------|---------------------|
| D A Hammerman    | .20          | Hrs. @ | \$ 1,225.00/hr. | \$ 245.00           |
| A V Reilly       | .60          | Hrs. @ | \$ 1,085.00/hr. | \$ 651.00           |
| H K Murtagh      | 22.00        | Hrs. @ | \$ 1,055.00/hr. | \$ 23,210.00        |
| A Attarwala      | 2.60         | Hrs. @ | \$ 955.00/hr.   | \$ 2,483.00         |
| N Taousse        | .40          | Hrs. @ | \$ 815.00/hr.   | \$ 326.00           |
| B S Rosen        | 3.00         | Hrs. @ | \$ 695.00/hr.   | \$ 2,085.00         |
| R C Weber-Levine | .60          | Hrs. @ | \$ 695.00/hr.   | \$ 417.00           |
|                  | <u>29.40</u> |        |                 | <u>\$ 29,417.00</u> |

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**LATHAM & WATKINS<sup>LLP</sup>**

Invoice No. 2000611500

October 26, 2020

Matter Name: Business Operations

| <u>Date</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Description</u>  |
|-------------|-------------------|--------------|---|
| 09/04/20    | A V Reilly        | .50          | Correspond with company regarding bankruptcy claim related to customer (0.5)  |
| 09/15/20    | B S Rosen         | .70          | Participate in teleconference with LW team concerning enterprise contracts and other open items (0.3); teleconference with A&M, LW team concerning Enterprise agreement (0.1); review Enterprise agreements (0.3)   |
| 09/16/20    | B S Rosen         | 1.20         | Review Enterprise contracts (0.3); participate in multiple teleconferences with Enterprise concerning lease agreement (0.5); teleconference with K. Larin and N. Taousse concerning Enterprise agreements (0.4)   |
| 09/22/20    | K Richardson      | 2.50         | Telephone conference with working group regarding bankruptcy matters and status update (0.5); telephone conference with noteholder counsel regarding rights offering (0.5); review and analyze indenture (1.0); correspond with working group regarding the foregoing (0.5) |
| 09/22/20    | E P Hall          | .90          | Review corporate documentation (0.3); prepare amendment to transload agreement (0.6)  |
| 09/23/20    | K Richardson      | .70          | Review and edit amendment to transload agreement (0.5); correspond with team regarding the same (0.2)   |
| 09/23/20    | E P Hall          | .80          | Review corporate documents (0.1); review and incorporate comments to amendment to transload agreement (0.7)   |
| 09/23/20    | D H Lee           | .20          | Review revised draft of amendment to Sand Transload Agreement (0.2)   |
| 09/24/20    | E P Hall          | .80          | Review corporate documents (0.1); update second amendment to transload agreement (0.7)  |
| 09/24/20    | D H Lee           | .90          | Revise draft of amendment to sand transload agreement (0.9)   |

|              |      |        |                 |             |
|--------------|------|--------|-----------------|-------------|
| A V Reilly   | .50  | Hrs. @ | \$ 1,085.00/hr. | \$ 542.50   |
| K Richardson | 3.20 | Hrs. @ | \$ 1,075.00/hr. | \$ 3,440.00 |
| D H Lee      | 1.10 | Hrs. @ | \$ 895.00/hr.   | \$ 984.50   |

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.  
PLEASE REFERENCE INVOICE # 2000611500 ON YOUR PAYMENT OR RETURN A COPY OF THIS INVOICE WITH YOUR CHECK.

**LATHAM & WATKINS LLP**

Invoice No. 2000611500  
October 26, 2020  
Matter Name: Business Operations

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|           |             |        |               |                    |
|-----------|-------------|--------|---------------|--------------------|
| B S Rosen | 1.90        | Hrs. @ | \$ 695.00/hr. | \$ 1,320.50        |
| E P Hall  | <u>2.50</u> | Hrs. @ | \$ 590.00/hr. | <u>\$ 1,475.00</u> |
|           | 9.20        |        |               | \$ 7,762.50        |

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.  
PLEASE REFERENCE INVOICE # 2000611500 ON YOUR PAYMENT OR RETURN A COPY OF THIS INVOICE WITH YOUR CHECK.

**LATHAM & WATKINS LLP**

Invoice No. 2000611500  
 October 26, 2020  
 Matter Name: Case Administration

| <u>Date</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Description</u>   |
|-------------|-------------------|--------------|--|
| 08/15/20    | W R Baker III     | .50          | Correspond with M. Skolos, K. Simon and C. Homer concerning response to Reuters article (0.5)  |
| 09/01/20    | K Simon           | .80          | Attend teleconference regarding documents to file and next steps (0.8)   |
| 09/01/20    | A V Reilly        | .90          | Attend weekly status teleconference with advisors (0.5); review and revise case calendar (0.4)   |
| 09/01/20    | H K Murtagh       | .50          | Teleconference with A&M and Lazard regarding case status (0.5)   |
| 09/01/20    | K Richardson      | .60          | Telephone conference with working group regarding restructuring matters and status update (0.6)  |
| 09/01/20    | E P Hall          | .10          | Attend to corporate documentation (0.1)  |
| 09/01/20    | B S Rosen         | .80          | Revise case calendar (0.8)   |
| 09/01/20    | N Taousse         | .50          | Teleconference with advisors regarding open items (0.5)  |
| 09/02/20    | K Richardson      | .20          | Correspond with working group regarding corporate documentation and indenture (0.2)  |
| 09/02/20    | E P Hall          | .10          | Attend to corporate documentation (0.1)  |
| 09/03/20    | E P Hall          | .10          | Attend to corporate documentation (0.1)  |
| 09/03/20    | A L Steiger       | 2.60         | Draft plan supplement notice and retained causes of action (2.6)   |
| 09/04/20    | E P Hall          | .10          | Attend to corporate documentation (0.1)  |
| 09/07/20    | E P Hall          | .10          | Attend to corporate documentation (0.1)  |
| 09/08/20    | A V Reilly        | .80          | Attend weekly status teleconference with A&M and LW teams (0.5); review case calendar (0.3)  |
| 09/08/20    | H K Murtagh       | .40          | Teleconference with A&M and Lazard regarding case status (0.4)   |
| 09/08/20    | E P Hall          | .70          | Review corporate documentation, including indenture (0.7)  |
| 09/08/20    | B S Rosen         | .30          | Review and revise case calendar (0.3)  |
| 09/08/20    | R C Weber-Levine  | 1.60         | Communications with A. Attarwala regarding objection tracker (0.3); review docket entries (0.3); update confirmation tracker regarding same (0.3); review cure claim objection (0.3); review and |

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**LATHAM & WATKINS**

Invoice No. 2000611500  
 October 26, 2020  
 Matter Name: Case Administration

| <u>Date</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Description</u>   |
|-------------|-------------------|--------------|--|
|             |                   |              | revise objection tracker per comments from A. Attarwala (0.4)  |
| 09/08/20    | A L Steiger       | 3.90         | Update case calendar (0.8); update plan supplement (3.1)   |
| 09/09/20    | H K Murtagh       | .30          | Attend advisors weekly teleconference (0.3)  |
| 09/09/20    | E P Hall          | 3.70         | Review corporate documentation, including revisions to indenture (3.7)   |
| 09/10/20    | E P Hall          | .20          | Review corporate documents (0.2)   |
| 09/11/20    | E P Hall          | .10          | Review corporate documents (0.1)   |
| 09/14/20    | A Attarwala       | .10          | Correspond with LW team regarding case status and next steps (0.1)   |
| 09/14/20    | B S Rosen         | .80          | Participate in update teleconference with A. Attarwala, N. Taousse, and R. Weber-Levine (0.8)  |
| 09/14/20    | A L Steiger       | .90          | Update case calendar (0.9)   |
| 09/15/20    | A V Reilly        | .90          | Review and revise case calendar (0.4); correspond with LW team regarding lender fees (0.2); attend status teleconference with company and advisors (0.3) |
| 09/15/20    | H K Murtagh       | .50          | Attend advisors update teleconference (0.5)  |
| 09/15/20    | B S Rosen         | .30          | Participate in advisors teleconference with A&M, HAK, LW, and Lazard (0.3)   |
| 09/15/20    | A L Steiger       | .40          | Update and distribute case calendar (0.4)  |
| 09/16/20    | B S Rosen         | .50          | Participate in status update teleconference with K. Simon, A. Reilly, N. Taousse, A. Fatheazam, and R. Weber-Levine (0.5)                                |
| 09/17/20    | B S Rosen         | .20          | Correspond with A. Harper concerning cancellation of determination hearing (0.2)   |
| 09/22/20    | A V Reilly        | .20          | Review case calendar (0.2)   |
| 09/22/20    | A L Steiger       | .50          | Update and distribute case calendar (0.5)  |
| 09/24/20    | A V Reilly        | .20          | Review case calendar (0.2)   |
| 09/27/20    | E P Hall          | .30          | Review and revise closing checklist (0.3)  |
| 09/28/20    | A V Reilly        | .20          | Correspond with LW team regarding closing of cases (0.2)   |

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**LATHAM & WATKINS LLP**

Invoice No. 2000611500  
 October 26, 2020  
 Matter Name: Case Administration

| <u>Date</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Description</u>   |
|-------------|-------------------|--------------|--|
| 09/28/20    | E P Hall          | .50          | Review corporate documentation (0.5)   |
| 09/29/20    | E P Hall          | .40          | Review corporate documentation (0.4)   |
| 09/29/20    | B S Rosen         | .70          | Attend to statutory deadline extension motions (0.7)   |
| 09/29/20    | N Taousse         | .20          | Correspond with LW team, HAK team regarding motion to close cases (0.2)                      |
| 09/29/20    | A L Steiger       | .40          | Update case calendar (0.4)   |
| 09/30/20    | E P Hall          | .80          | Draft opinion to trustee (0.8)   |
| 09/30/20    | N Taousse         | .40          | Correspond with HAK, LW team, A&M regarding cases to close and motion for final decree (0.4) |

|                  |       |        |                 |              |
|------------------|-------|--------|-----------------|--------------|
| W R Baker III    | .50   | Hrs. @ | \$ 1,515.00/hr. | \$ 757.50    |
| K Simon          | .80   | Hrs. @ | \$ 1,365.00/hr. | \$ 1,092.00  |
| A V Reilly       | 3.20  | Hrs. @ | \$ 1,085.00/hr. | \$ 3,472.00  |
| K Richardson     | .80   | Hrs. @ | \$ 1,075.00/hr. | \$ 860.00    |
| H K Murtagh      | 1.70  | Hrs. @ | \$ 1,055.00/hr. | \$ 1,793.50  |
| A Attarwala      | .10   | Hrs. @ | \$ 955.00/hr.   | \$ 95.50     |
| N Taousse        | 1.10  | Hrs. @ | \$ 815.00/hr.   | \$ 896.50    |
| B S Rosen        | 3.60  | Hrs. @ | \$ 695.00/hr.   | \$ 2,502.00  |
| R C Weber-Levine | 1.60  | Hrs. @ | \$ 695.00/hr.   | \$ 1,112.00  |
| E P Hall         | 7.20  | Hrs. @ | \$ 590.00/hr.   | \$ 4,248.00  |
| A L Steiger      | 8.70  | Hrs. @ | \$ 590.00/hr.   | \$ 5,133.00  |
|                  | 29.30 |        |                 | \$ 21,962.00 |

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**LATHAM & WATKINS LLP**

Invoice No. 2000611500

October 26, 2020

Matter Name: Claims Administration and Objections

| <u>Date</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Description</u>  |
|-------------|-------------------|--------------|---|
| 09/01/20    | A V Reilly        | 1.60         | Correspond with A&M regarding claims analysis (0.2); update claims summary chart (0.5); teleconference with PW regarding same (0.5); review updated claims register from KCC (0.2); teleconference with counsel to claimant regarding POC (0.2)   |
| 09/02/20    | A V Reilly        | 8.30         | Analyze proofs of claim filed by general unsecured claimants (2.5); correspond with KCC regarding same (0.5); teleconference with HAK regarding claims objection process (0.6); correspond with PW regarding claims objection process (0.3); teleconference with K. Simon regarding same (0.2); teleconference with A&M and company regarding claim objection (0.5); draft claims objections and related declarations (3.7) |
| 09/02/20    | A Attarwala       | .40          | Review and analyze claims objection issues regarding rights offering (0.4)  |
| 09/03/20    | A V Reilly        | 3.90         | Draft claims objections for rights offering purposes (2.6); incorporate comments to same from K. Simon (0.5); correspond with KCC, LW, and PW regarding claims and AI Questionnaires (0.4); teleconference with PW regarding claims objections (0.4)  |
| 09/03/20    | A Attarwala       | 1.00         | Review and analyze claims issues and revise claims objection (1.0)  |
| 09/04/20    | A V Reilly        | 3.00         | Draft claim objection for purposes of rights offering (1.8); emails with PW and LW team regarding same (0.2); correspondence with KCC, LW, and PW regarding AI Questionnaires (0.5); finalize claims objections for filing (0.5)  |
| 09/08/20    | A V Reilly        | 1.20         | Teleconference with counsel to CCA regarding claims objection (0.3); correspond with PW regarding same (0.2); review KCC AI questionnaire report (0.5); email company regarding claims resolution (0.2)   |
| 09/15/20    | A V Reilly        | .90          | Review and revise stipulation with creditor regarding claim allowance (0.5); correspond with HAK and PW regarding same (0.1); review 3018 stipulation (0.3)   |
| 09/25/20    | N Taousse         | .10          | Correspond with LW, HAK team regarding case closing and potential contested matter (0.1)  |

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Invoice No. 2000611500  
 October 26, 2020  
 Matter Name: Claims Administration and Objections

|             |            |        |                 |                 |
|-------------|------------|--------|-----------------|-----------------|
| A V Reilly  | 18.90      | Hrs. @ | \$ 1,085.00/hr. | \$ 20,506.50    |
| A Attarwala | 1.40       | Hrs. @ | \$ 955.00/hr.   | \$ 1,337.00     |
| N Taousse   | <u>.10</u> | Hrs. @ | \$ 815.00/hr.   | <u>\$ 81.50</u> |
|             | 20.40      |        |                 | \$ 21,925.00    |

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Invoice No. 2000611500

October 26, 2020

Matter Name: Corporate Governance and Board Matters

| <u>Date</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Description</u>   |
|-------------|-------------------|--------------|--|
| 09/01/20    | E L Schoppe       | .90          | Review and revise draft member consent and draft organizational documents in connection with corporate approval for the financing facilities (0.9)   |
| 09/01/20    | D H Lee           | 2.20         | Telephone conference with A. Reilly and K. Richardson to discuss next steps (0.3); draft amended and restated LLC agreement for Hi-Crush Holdings (1.2); draft member consent in connection with same (0.5); revise corporate closing checklist (0.2)  |
| 09/03/20    | E L Schoppe       | .70          | Review draft organizational documents and stockholders agreement for the reorganized parent and provide comment (0.7)  |
| 09/03/20    | D H Lee           | 2.90         | Research precedents of certificate of incorporations adopted following emergence from chapter 11 (0.5); review and comment on draft of certificate of incorporation (2.2); review draft of bylaws (0.2)  |
| 09/04/20    | D H Lee           | 4.20         | Research precedents of organizational documents entered into upon emergence (0.8); review and comment on draft of certificate of incorporation (2.8); review and comment on stockholders agreement (0.6)   |
| 09/04/20    | J L Sherman       | 1.70         | Review and revise draft of amended bylaws (1.6); attend to correspondence regarding same (.1)  |
| 09/05/20    | D H Lee           | 7.70         | Review and comment on draft of stockholders agreement (2.4); review and comment on draft of certificate of incorporation (1.5); review and comment on draft of bylaws (2.6); research and analyze precedents (0.8); review Delaware General Corporation Law (0.4)  |
| 09/06/20    | D H Lee           | 1.20         | Review and comment on draft of stockholders agreement (0.9); prepare email correspondence summarizing analysis of drafts (0.3)   |
| 09/08/20    | K Richardson      | .90          | Review and edit organizational documents (0.9)   |
| 09/08/20    | D H Lee           | 3.90         | Review draft of bylaws (0.3); revise draft of certificate of incorporation (0.4); revise draft of stockholders agreement (0.3); telephone discussion with K. Richardson in connection with organizational documents and stockholders agreement (0.5); review draft of indenture (1.5); research and review precedents of convertible notes issued in chapter 11 reorganization (0.9) |

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Invoice No. 2000611500

October 26, 2020

Matter Name: Corporate Governance and Board Matters

| <u>Date</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Description</u>   |
|-------------|-------------------|--------------|--|
| 09/09/20    | T J Lavelle       | 2.30         | Review indenture and analyze related issues (1.5); review charter and stockholders agreement (0.8)           |
| 09/09/20    | K Richardson      | .70          | Email correspondence with working group regarding corporate and organizational documents for issuer (0.7)    |
| 09/10/20    | T J Lavelle       | 2.00         | Review indenture (1.0); review stockholders agreement (1.0)  |
| 09/10/20    | K Richardson      | .50          | Email correspondence with working group regarding company organizational and corporate documents (0.5)       |
| 09/11/20    | T J Lavelle       | 1.00         | Review indenture (0.5); correspondence regarding same (0.5)  |
| 09/11/20    | K Richardson      | .20          | Review and analyze stockholders agreement and indenture (0.1); correspond with team regarding the same (0.1) |
| 09/17/20    | E L Schoppe       | 1.50         | Review draft stockholders agreement and new notes indenture and provide comment (1.5)                        |
| 09/25/20    | T J Lavelle       | 1.00         | Analyze issues related to DTC eligibility and trading restrictions (1.0)                                     |
| 09/29/20    | D H Lee           | .30          | Review Plan to confirm required corporate actions (0.3)  |
| 09/30/20    | T J Lavelle       | .80          | Analyze issues related to timing and documentation (0.8)   |
| 09/30/20    | N Taousse         | .40          | Correspond with LW, A&M, PW teams regarding D&O insurance (0.4)  |

|              |              |        |                 |                     |
|--------------|--------------|--------|-----------------|---------------------|
| T J Lavelle  | 7.10         | Hrs. @ | \$ 1,120.00/hr. | \$ 7,952.00         |
| K Richardson | 2.30         | Hrs. @ | \$ 1,075.00/hr. | \$ 2,472.50         |
| E L Schoppe  | 3.10         | Hrs. @ | \$ 995.00/hr.   | \$ 3,084.50         |
| D H Lee      | 22.40        | Hrs. @ | \$ 895.00/hr.   | \$ 20,048.00        |
| N Taousse    | .40          | Hrs. @ | \$ 815.00/hr.   | \$ 326.00           |
| J L Sherman  | 1.70         | Hrs. @ | \$ 590.00/hr.   | \$ 1,003.00         |
|              | <u>37.00</u> |        |                 | <u>\$ 34,886.00</u> |

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Invoice No. 2000611500  
 October 26, 2020  
 Matter Name: Employee Benefits and Pensions

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| <u>Date</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Description</u>   |
|-------------|-------------------|--------------|--|
| 09/10/20    | A V Reilly        | .20          | Correspond with company regarding wages order in connection with workers' compensation claim (0.2) |

|            |            |        |                 |                  |
|------------|------------|--------|-----------------|------------------|
| A V Reilly | <u>.20</u> | Hrs. @ | \$ 1,085.00/hr. | <u>\$ 217.00</u> |
|            | .20        |        |                 | \$ 217.00        |

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**LATHAM & WATKINS LLP**

Invoice No. 2000611500

October 26, 2020

Matter Name: Employment and Fee Applications

| <u>Date</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Description</u>  |
|-------------|-------------------|--------------|---|
| 09/02/20    | N Taousse         | .20          | Review declaration of disinterestedness (0.1); correspond with A. Harper regarding same (0.1)   |
| 09/09/20    | A Attarwala       | 1.70         | Review invoice for privilege and UST guidelines (1.7)   |
| 09/09/20    | A C Davis         | .20          | Teleconference with A. Attarwala regarding preparation of LW monthly fee application (0.2)  |
| 09/10/20    | A V Reilly        | .10          | Correspondence with LW team regarding fee applications (0.1)  |
| 09/10/20    | A Attarwala       | 1.50         | Review invoice for privilege and UST guidelines (1.5)   |
| 09/15/20    | A V Reilly        | .30          | Correspond with LW team regarding expenses and OCPs (0.3)   |
| 09/15/20    | A C Davis         | .20          | Correspond with LW team regarding fee application matters (0.2)   |
| 09/21/20    | N Taousse         | 4.10         | Review and revise invoices for privilege and UST guidelines (3.6); correspond with LW team regarding same (0.5)   |
| 09/24/20    | N Taousse         | 1.50         | Review invoice in preparation for fee statement filing (1.3); correspond with LW team regarding same (0.2)  |
| 09/25/20    | A Attarwala       | .20          | Correspond with LW team regarding fee statement (0.2)   |
| 09/25/20    | N Taousse         | 1.20         | Work on preparing monthly fee statement (0.9); correspond with LW team regarding same (0.3)   |
| 09/25/20    | A C Davis         | .30          | Correspond with LW team regarding preparation of monthly fee statement (0.2); teleconference with N. Taousse regarding same (0.1)                               |
| 09/28/20    | A C Davis         | .10          | Correspond with LW staff regarding preparation of fee statement (0.1)   |
| 09/29/20    | N Taousse         | 1.40         | Work on monthly fee statement (1.4)   |
| 09/29/20    | A C Davis         | .10          | Correspond with team regarding LW monthly fee application (0.1)   |
| 09/30/20    | N Taousse         | 1.10         | Finalize and coordinate filing of monthly fee statement (0.7); final review of monthly fee statement (0.3); correspond with LW, HAK regarding filing same (0.1) |

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Invoice No. 2000611500  
 October 26, 2020  
 Matter Name: Employment and Fee Applications

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|             |            |        |                 |                  |
|-------------|------------|--------|-----------------|------------------|
| A V Reilly  | .40        | Hrs. @ | \$ 1,085.00/hr. | \$ 434.00        |
| A Attarwala | 3.40       | Hrs. @ | \$ 955.00/hr.   | \$ 3,247.00      |
| N Taousse   | 9.50       | Hrs. @ | \$ 815.00/hr.   | \$ 7,742.50      |
| A C Davis   | <u>.90</u> | Hrs. @ | \$ 850.00/hr.   | <u>\$ 765.00</u> |
|             | 14.20      |        |                 | \$ 12,188.50     |

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Invoice No. 2000611500

October 26, 2020

Matter Name: Financing and Cash Collateral

| <u>Date</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Description</u>   |
|-------------|-------------------|--------------|--|
| 09/01/20    | K Schoonveld      | 2.10         | Coordinate with Company on ABL schedules (0.2); coordinate with local counsel on conflicts (0.7); coordinate with corporate team on A&R LLCA for Hi-Crush Holdings (0.5); attend to lien search results (0.7)                  |
| 09/01/20    | R Deleon          | 1.90         | Correspond with K. Schoonveld attaching lien search results (.10); prepare lien search and summary charts (1.6); correspond with K. Schoonveld regarding same (0.2)  |
| 09/02/20    | S C Ollivierre    | 1.90         | Correspond with team on credit agreement status (1.5); review draft schedules (0.4)  |
| 09/02/20    | S R Pollack       | .30          | Review updated lien search results (0.2); correspond with K. Schoonveld regarding the same (0.1)   |
| 09/02/20    | K Schoonveld      | 1.10         | Coordinate with Company on A&R LLCA for Hi-Crush Holdings (0.3); coordinate with local counsel on conflicts waivers (0.2); attend to draft ancillary documents (0.4); attend to Company request regarding sold equipment (0.2) |
| 09/03/20    | H H Wommack       | 1.00         | Review and provide comments to legal opinion (1.0)   |
| 09/03/20    | S R Pollack       | .50          | Attend closing checklist teleconference for exit financing (0.5)   |
| 09/03/20    | K Schoonveld      | 1.50         | Attend to lien search results (0.3); attend to closing checklist (0.3); participate in closing checklist teleconference (0.3); coordinate conflicts with local counsel (0.2); attend to draft ancillary documents (0.4)        |
| 09/04/20    | S C Ollivierre    | 2.00         | Review of draft ABL Exit Credit Agreement (2.0)  |
| 09/04/20    | S R Pollack       | .30          | Draft revisions to legal opinion (0.1); correspond with T. Reems and M. Cooper regarding scope of local counsel legal opinions (0.2)   |
| 09/05/20    | S C Ollivierre    | 2.90         | Review draft ABL Exit Credit Agreement (2.9)   |
| 09/07/20    | K Schoonveld      | .30          | Attend to Latham opinion (0.3)   |
| 09/08/20    | S C Ollivierre    | 1.90         | Review of draft indenture (1.9)  |
| 09/08/20    | E Shcherbakova    | .50          | Review organizational documents (0.2); correspond with team regarding same (0.3)   |
| 09/09/20    | S C Ollivierre    | 3.30         | Prepare updated draft ABL exit credit agreement  |

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Invoice No. 2000611500

October 26, 2020

Matter Name: Financing and Cash Collateral

| <u>Date</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Description</u>  |
|-------------|-------------------|--------------|---|
|             |                   |              | (3.3)   |
| 09/09/20    | S R Pollack       | 1.00         | Teleconference with company deal team regarding draft exit credit agreement and issues list relating thereto (0.9); correspond with local counsels regarding revision of local counsel opinions (0.1) |
| 09/09/20    | E L Schoppe       | 2.90         | Review and comment on draft indenture for the convertible notes (2.1); review precedent and proposed organizational documents in connection with same (0.8)   |
| 09/09/20    | K Schoonveld      | .30          | Attend to revised organizational documents from LW corporate team (0.3)   |
| 09/09/20    | J L Sherman       | 2.00         | Review and revise draft of Indenture (2.0)  |
| 09/10/20    | S C Ollivierre    | 3.00         | Review and comment on updated draft ABL credit agreement (2.5); prepare issues list regarding indenture (0.5)   |
| 09/10/20    | H K Murtagh       | .30          | Teleconference with Squire regarding exit opinion letters (0.3)   |
| 09/10/20    | S R Pollack       | .20          | Email correspondence with J. Weber regarding diligence requests per S. Daniel (0.2)   |
| 09/11/20    | S C Ollivierre    | 1.50         | Review and comment to draft opinion (1.5)   |
| 09/11/20    | S R Pollack       | .30          | Correspond with S. Daniel regarding financing diligence matters (0.2); correspond with T. Reems regarding revisions to local Colorado opinion (0.1)   |
| 09/11/20    | E L Schoppe       | .60          | Review and comment on draft indenture for the convertible notes (0.4); review precedent in connection with same (0.2)   |
| 09/14/20    | K Schoonveld      | 2.00         | Coordinate with Company on outstanding debt requests (0.6); attend to Squire opinion (0.4); attend to closing checklist (0.4); attend to debt schedules (0.6)   |
| 09/15/20    | E L Schoppe       | .60          | Review rights offering procedures and materials and backstop agreement in connection with the anticipated transaction closing (0.6)   |
| 09/15/20    | K Schoonveld      | .20          | Coordinate with Company regarding outstanding debt requests (0.2)   |
| 09/16/20    | S C Ollivierre    | 3.50         | Review of revised draft credit agreement (1.5); prepare issues list regarding same (1.5); correspond with client regarding related matters  |

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**LATHAM & WATKINS**

Invoice No. 2000611500

October 26, 2020

Matter Name: Financing and Cash Collateral

| <u>Date</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Description</u>   |
|-------------|-------------------|--------------|--|
|             |                   |              | (0.5)  |
| 09/16/20    | E L Schoppe       | 1.10         | Review rights offering procedures and materials and backstop agreement in connection with the anticipated transaction closing (0.5); correspond with J. Weber and P. Steel at Paul Weiss regarding same (0.6)  |
| 09/16/20    | K Schoonveld      | 3.50         | Coordinate with local counsel requests (0.3); attend to ABL Exit Credit Agreement issues list (2.2); attend to Intercreditor Agreement (0.5); coordinate with Company on debt schedule requests and organizational documents for Hi-Crush Holdings LLC (0.5)               |
| 09/17/20    | S C Ollivierre    | 3.50         | Prepare revised draft credit agreement (2.0); review and comment on schedules (1.5)  |
| 09/17/20    | K Schoonveld      | 1.70         | Participate in teleconference with the Company to discuss outstanding points on Credit Agreement (0.8); attend to issues list regarding same (0.2); coordinate with STB and broker on updated insurance certificates (0.5); coordinate with local counsel on opinion (0.2) |
| 09/18/20    | S C Ollivierre    | 3.20         | Review and comment on ABL credit agreement (2.0); review and revise bond indenture (1.2)   |
| 09/18/20    | E L Schoppe       | .40          | Review rights offering documents and related backstop agreement (0.4)  |
| 09/18/20    | K Schoonveld      | .50          | Attend to closing checklist (0.3); coordinate with Company on outstanding debt schedules (0.2)   |
| 09/21/20    | S C Ollivierre    | 2.10         | Correspond with HCR regarding covenant issues and related credit agreement points (2.1)  |
| 09/21/20    | E L Schoppe       | 1.80         | Review and comment on draft indenture (0.6); draft deliverables to Trustee pursuant to the indenture (1.2)   |
| 09/21/20    | K Schoonveld      | .20          | Coordinate with STB on comments to ancillary documentation for ABL Exit (0.2)  |
| 09/22/20    | S C Ollivierre    | 3.10         | Review and comment to updated draft ABL credit agreement (2.0), security agreement (1.1)   |
| 09/22/20    | E L Schoppe       | 1.80         | Review draft indenture and provide comments (1.1); review precedent in connection with same (0.4); review plan documents in connection with same (0.3)   |

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|-------------|-------------------|--------------|--|
| 09/22/20    | K Schoonveld      | .40          | Coordinate with STB on comments to ancillary documentation for ABL Exit and request on mortgages (0.4)   |
| 09/23/20    | S C Ollivierre    | 2.30         | Correspond with team regarding real estate collateral (1.3), review and comment on draft opinion (1.0)   |
| 09/23/20    | K Schoonveld      | .70          | Participating in Confirmation Hearing (0.7)  |
| 09/24/20    | S C Ollivierre    | 2.00         | Review and comment on revised draft ABL credit agreement (1.3); correspond with Simpson Thacher on outstanding opinion points (0.7).   |
| 09/24/20    | E L Schoppe       | 1.30         | Correspondence with S. Strasburg at Paul Weiss regarding subscription rights offering, the issuance of convertible notes and other related matters (0.5); review draft amendment to commercial agreement and provide comment (0.2); review commercial agreement in connection with same (0.6)  |
| 09/24/20    | K Schoonveld      | 3.20         | Participate in teleconference with the Company to discuss final issues list in ABL Exit Credit Agreement (0.7); attend to ABL Exit Credit Agreement (0.8); coordinate with local counsel on draft loan documents from STB (0.2); attend to draft ABL Exit security agreement and guaranty agreement (0.8); attend to closing checklist (0.2); coordinate with broker on insurance certificates (0.2); attend to credit agreement schedules (0.3) |
| 09/25/20    | S C Ollivierre    | 3.50         | Correspondence with company on real estate issues (2.0); review of updated opinion (0.5); review of comments to notes security agreement (1.0).  |
| 09/25/20    | E L Schoppe       | .60          | Evaluate DTC eligibility issues in connection with the issuance of securities (0.3); review plan documents in connection with same (0.2); correspond with P. Walsh at Kurtzman Carson Consultants LLC regarding same (0.1)   |
| 09/25/20    | K Schoonveld      | .80          | Attend to ABL Exit Credit Agreement (0.4); attend to Security Agreement (0.4)  |
| 09/27/20    | E L Schoppe       | 1.70         | Review draft indenture, related plan documents, and draft checklist (1.1); draft deliverables in connection with same (0.4); correspond with S. Strasburg at Paul Weiss in connection with same (0.2)  |
| 09/28/20    | S C Ollivierre    | 3.80         | Prepare updated draft ABL credit agreement (2.0),  |

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| <u>Date</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Description</u>   |
|-------------|-------------------|--------------|--|
|             |                   |              | correspond with company on outstanding issues and regarding same (1.8).  |
| 09/28/20    | E L Schoppe       | 2.70         | Correspond with S. Strasburg regarding the draft indenture, DTC eligibility and related deliverables (0.8); review and revise draft Form 8-K relating to the approval of the plan (1.9)  |
| 09/28/20    | K Schoonveld      | 1.60         | Coordinate with STB on Security Agreement and Fee Letter (0.4); coordinate with company on debt schedules (0.5); attend to closing checklist (0.2); attend to updated insurance certificates (0.3); attend to debt schedules (0.2)   |
| 09/29/20    | S C Ollivierre    | 3.30         | Review and comment on intercreditor agreement (1.3); review and comment on draft indenture (2.0)   |
| 09/29/20    | E L Schoppe       | 4.50         | Review draft Form 8-K relating to the confirmation of the plan (0.8); draft backstop certificate relating to the Backstop Agreement (0.3); correspond with S. Strasburg at Paul Weiss in connection with same (0.2); correspond with representatives at WSFS Institutional Services and US Bank regarding DTC eligibility matters (1.1); review draft services agreement in connection with same (2.1) |
| 09/29/20    | K Schoonveld      | .40          | Coordinate with local counsel on opinion (0.2); coordinate with real estate counsel on mortgages (0.2)   |
| 09/30/20    | S C Ollivierre    | 2.70         | Review of revised draft intercreditor agreement (1.0); review and revise ABL security agreement (1.7)  |
| 09/30/20    | E L Schoppe       | 3.10         | Review and revise draft certificate-deliverables under the indenture relating to the issuance of convertible notes (1.6); review and revise draft opinion to the trustee in connection with same (1.4); correspond with representatives at WSFS Institutional Services in connection with same (0.1)   |
| 09/30/20    | K Schoonveld      | 1.80         | Coordinate with real estate counsel on mortgages (0.2); provide Company counsel with update on ABL Exit process (0.3); respond to STB questions on rights offering (0.5); attend to Latham opinion (0.8);  |

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October 26, 2020

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|                |               |        |                 |                      |
|----------------|---------------|--------|-----------------|----------------------|
| H H Wommack    | 1.00          | Hrs. @ | \$ 1,180.00/hr. | \$ 1,180.00          |
| S C Ollivierre | 49.50         | Hrs. @ | \$ 1,145.00/hr. | \$ 56,677.50         |
| H K Murtagh    | .30           | Hrs. @ | \$ 1,055.00/hr. | \$ 316.50            |
| S R Pollack    | 2.60          | Hrs. @ | \$ 1,055.00/hr. | \$ 2,743.00          |
| E L Schoppe    | 23.10         | Hrs. @ | \$ 995.00/hr.   | \$ 22,984.50         |
| K Schoonveld   | 22.30         | Hrs. @ | \$ 815.00/hr.   | \$ 18,174.50         |
| J L Sherman    | 2.00          | Hrs. @ | \$ 590.00/hr.   | \$ 1,180.00          |
| R Deleon       | 1.90          | Hrs. @ | \$ 435.00/hr.   | \$ 826.50            |
| E Shcherbakova | .50           | Hrs. @ | \$ 260.00/hr.   | \$ 130.00            |
|                | <u>103.20</u> |        |                 | <u>\$ 104,212.50</u> |

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Invoice No. 2000611500

October 26, 2020

Matter Name: Litigation

| <u>Date</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Description</u>  |
|-------------|-------------------|--------------|---|
| 09/01/20    | B T Denton        | .40          | Attend to response to lift stay request (0.4)   |
| 09/01/20    | A R DeLisi        | 1.80         | Revise objection to lift-stay motion and confer with Wisconsin local counsel regarding same (1.3); review proposed confirmation language and document requests from counsel for Wisconsin Tort Claimants (0.5)  |
| 09/02/20    | B T Denton        | 1.70         | Attend to brief in opposition to motion to lift stay (1.2); prepare for and participate in strategy teleconference regarding same (0.5)   |
| 09/02/20    | A V Reilly        | 1.70         | Teleconference with LW team and local counsel regarding pending litigation with tort claimants (0.5); teleconference with K. Simon regarding same (0.2); review and revise proposed confirmation order language (1.0)   |
| 09/02/20    | A R DeLisi        | 2.00         | Prepare for and participate in telephone conference with K. Simon, B. Denton, N. Taousse, and Andrews Kurth regarding strategy of addressing tort claimants' demands (0.8); confer with R. Jones regarding same (0.2); revise draft objection to lift-stay motion to incorporate new discovery demands and edits from B. Denton (1.0)                   |
| 09/03/20    | B T Denton        | 2.30         | Prepare for and participate in lift-stay opposition preparation teleconference with client (0.8); revise, finalize, and file briefing for same (1.5)  |
| 09/03/20    | A R DeLisi        | 2.50         | Prepare for and participate in telephone conference with M. Skolos, Michael Best, and B. Denton regarding factual support for burden arguments in objection to motion to lift the stay (0.7); revise draft objection to lift-stay motion to incorporate additional information from M. Skolos and edits from B. Denton (1.8)                            |
| 09/07/20    | B T Denton        | .30          | Correspond with team regarding lift stay strategy and resolution (0.3)  |
| 09/08/20    | B T Denton        | 2.20         | Prepare for lift stay hearing (1.6); attend to witness and exhibit filings from plaintiffs (0.6)  |
| 09/08/20    | A R DeLisi        | 5.70         | Review Wisconsin Tort Claimants' exhibits and witness list and confer with team regarding same (1.2); confer with B. Denton and Michael Best regarding strategy for hearing on lift-stay motion (0.4); draft direct examination outline for lift-stay motion hearing (2.7); review reclamation plan and confer with Hi-Crush and Michael Best regarding |

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Matter Name: Litigation

| <u>Date</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Description</u>  |
|-------------|-------------------|--------------|---|
|             |                   |              | strategy for responding to Haynes & Boone environmental-based arguments (1.4)   |
| 09/09/20    | B T Denton        | 5.60         | Prepare for hearing regarding motion to lift stay (3.5); participate in meet-and-confer teleconference regarding same (0.5); participate in teleconference with Paul Weiss regarding same (0.5); coordinate with client and Wisconsin counsel regarding insurance policies for production (0.7); research expert witness issues (0.2); attend to document request responses (0.2)   |
| 09/09/20    | A V Reilly        | .70          | Review updated discovery requests (0.2); attend teleconference with counsel to tort claimants (0.5)   |
| 09/09/20    | A R DeLisi        | 6.40         | Review insurance documents and revise direct examination outline to prepare for hearing on lift-stay motion (4.2); prepare for and participate in telephone conference meet and confer with Haynes & Boone and Latham teams regarding confirmation order insert and conversion of hearing to status conference (0.9); telephone conference with Paul Weiss regarding confirmation order insert revisions (0.4); prepare for and participate in telephone conference with Hi-Crush, Michael Best, and B. Denton regarding insurance coverage and reclamation plans (0.9) |
| 09/10/20    | B T Denton        | 1.00         | Prepare for and participate in hearing (1.0)  |
| 09/10/20    | A R DeLisi        | 3.80         | Prepare for and participate in status conference regarding Wisconsin Tort Claimants' lift-stay motion (0.5); review and draft summary of insurance policies to assess coverage of Wisconsin sites in tort litigation; coordinate among Paul Weiss and local counsel regarding conference regarding same (3.3)   |
| 09/11/20    | A V Reilly        | .20          | Attend to emails regarding negotiations with tort claimants (0.2)   |
| 09/11/20    | A R DeLisi        | 1.10         | Confer with K. Larin team regarding insurance policies for Whitehall and Blair (0.6); review policies from A&M team (0.5)   |
| 09/12/20    | B T Denton        | .40          | Attend to insurance policies and issues for Wisconsin Tort Claimants (0.4)  |
| 09/12/20    | A R DeLisi        | .70          | Summarize analysis of Hi-Crush insurance policies and send same to B. Denton (0.7)  |

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|-------------|-------------------|--------------|--|
| 09/14/20    | B T Denton        | 2.20         | Attend to Wisconsin Tort Claimants' insurance policy requests (0.7); participate in teleconference with company and lenders regarding Wisconsin litigation (0.5); prepare for and participate in meet-and-confer with plaintiffs (0.5); revise responses and objections to plan discovery (0.5)  |
| 09/14/20    | A R DeLisi        | 4.00         | Prepare for and participate in telephone conference with M. Skolos, Michael Best team, Latham team, and J. Weber regarding insurance coverage and confirmation order insert (0.9); confer with R. Jones regarding responses and objections to Wisconsin Tort Claimants' discovery requests (0.3); review and summarize status of insurance policies and telephone conference with J. Scheller regarding same (2.2); confer with M. Mullervy regarding sequence of insurance coverage (0.6) |
| 09/15/20    | B T Denton        | .40          | Gather data in response to Wisconsin tort claimants' requests (0.4)  |
| 09/15/20    | A V Reilly        | .20          | Attention to emails regarding discovery requests from tort claimants (0.2)   |
| 09/15/20    | A R DeLisi        | 2.40         | Revise draft responses and objections to Wisconsin Tort Claimants' document requests (1.2); review additional Hi-Crush insurance policies and confer with M. Skolos and M. Mullervy regarding same (0.8); confer with Latham team regarding strategy for Wisconsin Tort Claimants (0.4)  |
| 09/15/20    | C R Jones         | .50          | Draft and revise declaration of R. Omohundro in support of confirmation (0.5)  |
| 09/16/20    | B T Denton        | 1.50         | Prepare for and participate in meet-and-confer with Wisconsin plaintiffs (0.5); attend to objections and extensions for Wisconsin filings (0.4); revise confirmation declarations (0.6)  |
| 09/16/20    | A R DeLisi        | 5.60         | Revise draft witness declarations for A. Lefkovits and R. Omohundro (3.4); review precedent direct examination outlines for same (0.7) telephone conference with M. Skolos regarding Wisconsin plaintiffs' request for contractors' names (0.2); prepare for and participate in telephone conference with counsel for Wisconsin Plaintiffs regarding discovery requests (0.9); coordinate responses for same (0.4)   |
| 09/16/20    | C R Jones         | 1.60         | Revise declaration of R. Omohundro to reflect comments from B. Denton (0.3); draft direct  |

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|-------------|-------------------|--------------|---|
|             |                   |              | testimony outline of R. Omohundro (1.3)   |
| 09/16/20    | B S Rosen         | 1.30         | Draft removal extension motion (1.3)  |
| 09/17/20    | B T Denton        | .50          | Attend to confirmation declarations and hearing preparation (0.5)   |
| 09/17/20    | A R DeLisi        | 2.40         | Correspond with Latham team and Haynes & Boone regarding contractors and satisfaction of outstanding issues on confirmation order insert (0.4); revise and circulate draft confirmation declarations (0.3); draft Lazard direct examination outline (1.7) |
| 09/17/20    | C R Jones         | .20          | Revise declaration of R. Omohundro (0.2)  |
| 09/17/20    | B S Rosen         | 1.00         | Continue to draft motion to extend removal deadline (1.0)   |
| 09/18/20    | B T Denton        | .30          | Attend to settlement with Wisconsin objectors (0.3)   |
| 09/18/20    | A R DeLisi        | 2.10         | Revise draft declaration of P. McCormick (0.8); revise and circulate draft direct examination outline for Lazard (1.0); confer with team regarding preparation for confirmation hearing (0.3)   |
| 09/18/20    | C R Jones         | 1.30         | Draft direct testimony outline of R. Omohundro in support of confirmation proceedings (1.3)   |
| 09/19/20    | A R DeLisi        | 2.30         | Draft and revise direct examination outlines and witness declarations for confirmation hearing; (1.8); telephone conference with B. Denton and R. Jones regarding same (0.5)  |
| 09/19/20    | C R Jones         | 2.50         | Confer with B. Denton and A. DeLisi regarding strategy for confirmation hearing testimony (0.5); draft direct testimony outline of R. Omohundro (1.5); revise declaration of R. Omohundro to reflect comments from B. Denton (0.5)                        |
| 09/20/20    | B T Denton        | 1.70         | Draft and revise confirmation hearing direct examination outlines (1.2); revise confirmation declaration (0.3); strategize with team on hearing preparation (0.2)   |
| 09/20/20    | A R DeLisi        | 1.70         | Draft direct examination outline for P. McCormick for confirmation hearing (.7); revise direct examination outline for A. Lefkovits (1.0)   |
| 09/20/20    | C R Jones         | 1.10         | Revise direct testimony outline and declaration of R. Omohundro to reflect comments from B. Denton (1.1)  |

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|-------------|-------------------|--------------|--|
| 09/21/20    | B T Denton        | 5.50         | Prepare for and participate in team confirmation preparation teleconference (0.8); prepare for and participate in direct testimony preparation teleconferences with A&M and Lazard (1.1); conduct legal research and analysis of releases (1.2); revise and finalize declarations (1.0); draft and revise direct examination outlines (1.4)  |
| 09/21/20    | A R DeLisi        | 5.50         | Prepare for and participate in teleconference with Debtors' advisors regarding preparation of confirmation hearing (0.6); revise draft direct testimony outline for A. Lefkovits (0.1); prepare for and participate in direct testimony preparation with Lazard (0.8); prepare for and participate in direct testimony preparation with A&M (0.6); revise and finalize confirmation declarations (2.0); research bankruptcy court standards for directors and officers release under Delaware law (1.1); telephone conference with counsel for former shareholder filing limited objection (0.3) |
| 09/21/20    | C R Jones         | 2.40         | Confer with team regarding confirmation hearing preparation (0.5); confer with witness from Lazard regarding confirmation hearing preparation (0.5); conduct research into standard for fiduciary duty of loyalty in 5th Circuit (0.5); revise and finalize declaration of R. Omohundro for filing (0.9)   |
| 09/22/20    | B T Denton        | 4.50         | Prepare for and participate in confirmation preparation teleconference (0.6); prepare for and conduct witness preparation session with CFO (1.2); revise witness direct examination outlines and cross-examination topics (2.1); attend to witness and exhibit lists (0.4); strategize with local counsel regarding evidentiary issues (0.2)   |
| 09/22/20    | A R DeLisi        | 2.20         | Prepare for and participate in telephone conference with Latham team and advisors to prepare for confirmation hearing (0.3); finalize direct examination outline for A. Lefkovits confirmation hearing testimony (1.1); prepare for and participate in telephone conference with P. McCormick to prepare for confirmation (0.8)  |
| 09/22/20    | C R Jones         | 1.00         | Teleconference with financial advisors regarding confirmation hearing preparation (0.5); hearing preparation with R. Omohundro (0.5)   |
| 09/23/20    | B T Denton        | 2.80         | Prepare for confirmation hearing (1.8); participate in confirmation hearing (1.0)  |

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|-------------|-------------------|--------------|---|
| 09/23/20    | A R DeLisi        | 2.90         | Revise draft direct examination for A. Lazard and review background materials to prepare for confirmation hearing (2.1); participate in confirmation hearing (0.8)  |
| 09/24/20    | A V Reilly        | .80          | Correspond with K. Simon regarding pending litigation with Cisco (0.6); correspond with LW team regarding same (0.2)  |
| 09/25/20    | A Attarwala       | .20          | Correspond with litigation team regarding post-confirmation issues (.2)   |
| 09/25/20    | B S Rosen         | .60          | Revise removal extension motion (0.6)   |
| 09/26/20    | B S Rosen         | .10          | Revise motion to extend removal deadline (0.1)  |
| 09/28/20    | N Taousse         | 1.80         | Correspond with LW team, client regarding potential adversary proceeding (0.9); attend teleconference with client regarding same (0.4); review materials regarding same (0.4); correspond with BakerBotts regarding effect of injunction/stay on pending litigation (0.1) |
| 09/29/20    | B T Denton        | .70          | Prepare for and participate in teleconference with team regarding potential adversary proceeding (0.7)  |
| 09/29/20    | A R DeLisi        | .30          | Participate in telephone conference with N. Taousse, B. Denton, A. Harper, and T. Davidson regarding potential adversary proceeding (0.3)   |
| 09/29/20    | N Taousse         | .80          | Communications with HAK, LW teams regarding potential contested matter (0.8)  |
| 09/30/20    | B T Denton        | .70          | Prepare for objection to claim (0.5); attend to research for same (0.2)   |
| 09/30/20    | A R DeLisi        | 1.50         | Review counterparty contract and termination notice correspondence (1.0); confer with B. Denton and bankruptcy team regarding same (0.5)  |

|             |       |        |                 |              |
|-------------|-------|--------|-----------------|--------------|
| B T Denton  | 34.70 | Hrs. @ | \$ 1,180.00/hr. | \$ 40,946.00 |
| A V Reilly  | 3.60  | Hrs. @ | \$ 1,085.00/hr. | \$ 3,906.00  |
| A R DeLisi  | 56.90 | Hrs. @ | \$ 995.00/hr.   | \$ 56,615.50 |
| A Attarwala | .20   | Hrs. @ | \$ 955.00/hr.   | \$ 191.00    |
| C R Jones   | 10.60 | Hrs. @ | \$ 895.00/hr.   | \$ 9,487.00  |

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Matter Name: Litigation

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|           |             |        |               |                    |
|-----------|-------------|--------|---------------|--------------------|
| N Taousse | 2.60        | Hrs. @ | \$ 815.00/hr. | \$ 2,119.00        |
| B S Rosen | <u>3.00</u> | Hrs. @ | \$ 695.00/hr. | <u>\$ 2,085.00</u> |
|           | 111.60      |        |               | \$ 115,349.50      |

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Invoice No. 2000611500  
 October 26, 2020  
 Matter Name: Meetings and Communications with Creditors

| <u>Date</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Description</u>  |
|-------------|-------------------|--------------|---|
| 09/01/20    | N Taousse         | 1.40         | Teleconference with K. Simon regarding communication from holder of other secured claim (0.1); teleconference with claim holder regarding treatment (0.3); correspond with claim holder, LW team regarding same (0.3); review plan for treatment of same (0.2); correspond with LW team, PW regarding lift stay objection (0.3); review correspondence from P. Hughes regarding litigation claims (0.2) |
| 09/14/20    | A V Reilly        | .40          | Attend teleconference with LW team and A&M regarding trailer leases (0.4)   |

|            |      |        |                 |             |
|------------|------|--------|-----------------|-------------|
| A V Reilly | .40  | Hrs. @ | \$ 1,085.00/hr. | \$ 434.00   |
| N Taousse  | 1.40 | Hrs. @ | \$ 815.00/hr.   | \$ 1,141.00 |
|            | 1.80 |        |                 | \$ 1,575.00 |

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Invoice No. 2000611500

October 26, 2020

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| <u>Date</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Description</u>   |
|-------------|-------------------|--------------|--|
| 09/01/20    | K Simon           | .90          | Work on plan supplement issues (0.9)   |
| 09/01/20    | A V Reilly        | .80          | Teleconference with corporate team regarding rights offering and backstop documents (0.4); teleconference with A. Attarwala regarding plan supplement documents (0.2); correspond with LW team regarding confirmation objections (0.2) |
| 09/01/20    | A Attarwala       | 1.70         | Telephone conference with LW team regarding plan supplement (0.3); review and analyze issues regarding same (1.4)  |
| 09/01/20    | K Richardson      | .40          | Telephone conference with working group regarding rights offering (0.4)  |
| 09/01/20    | A K Fatheazam     | 1.10         | Draft declaration in support of confirmation (0.5); review precedent and Lazard filings regarding same (0.6)   |
| 09/01/20    | N Taousse         | .50          | Correspond with LW team, A&M regarding assumption/rejection schedules (0.2); review documentation regarding same (0.3)   |
| 09/02/20    | K Simon           | .80          | Work on plan supplement issues (0.8)   |
| 09/02/20    | A Attarwala       | 1.70         | Review and revise confirmation order (1.0); review and analyze plan supplement issues (0.7)  |
| 09/02/20    | A K Fatheazam     | 3.00         | Revise declaration in support of confirmation (2.0); review precedent regarding same (0.3); review first day declaration regarding same (0.3); review disclosure statement regarding same (0.4)  |
| 09/02/20    | N Taousse         | .60          | Attend to cure and assumption schedule (0.6)   |
| 09/02/20    | R C Weber-Levine  | 2.50         | Create shell of confirmation declaration (1.5); review precedent confirmation declaration (0.5); revise confirmation brief (0.3); related communications (0.2)   |
| 09/03/20    | K Simon           | 1.10         | Work on plan supplement issues (0.7); teleconference with advisors regarding same (0.4)  |
| 09/03/20    | A Attarwala       | 4.30         | Review and comment on confirmation order and brief (3.8); review and analyze plan supplement issues (0.5)  |
| 09/03/20    | N Taousse         | 2.30         | Attend to cure and assumption matters (2.2); teleconference with LW team regarding same (0.1)  |
| 09/04/20    | K Simon           | 1.80         | Work on plan supplement issues (0.5); teleconference with advisors regarding same (0.4);   |

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|             |                   |              | review and comment on claims objections (0.9)   |
| 09/04/20    | A Attarwala       | 2.80         | Review and comment on confirmation brief (2.4); correspond with LW team regarding same (.4)   |
| 09/04/20    | A K Fatheazam     | 1.00         | Revise confirmation order (0.8); correspond with A. Attarwala regarding same (0.2)  |
| 09/04/20    | N Taousse         | 2.30         | Attend to cure and assumption matters (2.3)   |
| 09/04/20    | R C Weber-Levine  | 2.90         | Review objection and related docket entries (0.5); revise confirmation brief per comments from A. Attarwala (1.7); case law research regarding same (0.7)   |
| 09/05/20    | A Attarwala       | 1.50         | Review and comment on confirmation order (1.5)  |
| 09/05/20    | A K Fatheazam     | .80          | Revise confirmation order (0.6); correspond with A. Attarwala and K. Simon regarding same (0.2)   |
| 09/07/20    | A Attarwala       | .40          | Review and comment on confirmation brief (0.4)  |
| 09/08/20    | K Simon           | 3.40         | Work on plan supplement issues (0.7); teleconference with advisors regarding same (0.7); work on confirmation documents (2.0)   |
| 09/08/20    | A Attarwala       | 9.00         | Review and comment on confirmation brief (2.1); review and comment on confirmation declarations (2.2); review and analyze confirmation objection issues (3.4); analyze plan supplement issues (1.3)   |
| 09/08/20    | A K Fatheazam     | 3.90         | Revise Lazard declaration in support of confirmation (2.1); review prior filings on docket regarding same (0.6); revise confirmation order (0.4); review plan regarding same (0.5); review A&M declaration in support of confirmation (0.3) |
| 09/09/20    | K Simon           | 2.70         | Work on plan supplement issues (0.8); teleconference with advisors regarding same (0.5); work on confirmation documents (1.4)   |
| 09/09/20    | A V Reilly        | 1.40         | Correspondence with PW and KCC regarding rights offering (0.3); review rights offering service matrix (1.1)   |
| 09/09/20    | A Attarwala       | 3.70         | Review and analyze plan supplement issues (3.1); correspond with PW regarding same (.6)   |
| 09/09/20    | A K Fatheazam     | 3.30         | Revise confirmation order (1.0); review precedent regarding same (0.3); review RSA and Plan regarding same (0.4); correspond with LW team regarding same (0.4); further revise confirmation   |

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|             |                   |              | order (0.6); review proposed confirmation order language and related correspondence (0.6)  |
| 09/09/20    | R C Weber-Levine  | 2.60         | Revise confirmation brief per comments from A. Attarwala (1.2); review ballots, disclosure statement motion, and related docket entries (0.4); related communications (0.2); Review cure notice objection (0.3); review and revise objection tracker regarding same (0.3); conduct related communications with LW team regarding foregoing (0.2) |
| 09/10/20    | K Simon           | 3.20         | Work on confirmation documents (1.6); teleconference regarding same (0.6); review and comment on plan supplement documents (1.0)   |
| 09/10/20    | A V Reilly        | 2.00         | Teleconference with LW team regarding confirmation order and brief (0.5); review updated confirmation order (1.5)  |
| 09/10/20    | A Attarwala       | 7.50         | Review and analyze plan supplement issues (4.0); review and analyze confirmation objection issues (3.5)  |
| 09/10/20    | A K Fatheazam     | 3.10         | Telephone conference with LW team regarding confirmation workstreams (0.4); research regarding declarations in support of confirmation (0.5); draft shell of Company declaration in support of confirmation (1.5); review precedent regarding same (0.4); correspond with LW team regarding same (0.3)   |
| 09/10/20    | B S Rosen         | 2.00         | Teleconference with A. Attarwala concerning response to 3018 motion (0.2); draft response to 3018 motion (1.8)   |
| 09/10/20    | R C Weber-Levine  | 2.20         | Revise confirmation brief per comments from A. Attarwala (.5); related communications (.2); internal teleconference regarding confirmation brief and order (0.5); revise objection tracker per updated confirmation order language and resolved objections (0.5); review creditor request and revise objection tracker regarding same (0.5)      |
| 09/11/20    | K Simon           | 3.70         | Attend board teleconference (0.6); work on plan supplement and confirmation documents (2.4); correspond with team regarding same (0.4); teleconference with A&M regarding same (0.3)   |
| 09/11/20    | A V Reilly        | .40          | Review draft 3018 stipulation (0.4)  |

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| 09/11/20    | A Attarwala       | 2.40         | Review and analyze plan supplement issues (1.8); correspond with objecting parties regarding confirmation order revisions (0.6)  |
| 09/11/20    | A K Fatheazam     | .50          | Review declarations in support of confirmation (0.3); correspond with A. Attarwala and R. Weber-Levin regarding same (0.2)   |
| 09/11/20    | B S Rosen         | 1.00         | Draft agreed order concerning 3018 motion (1.0)  |
| 09/11/20    | R C Weber-Levine  | .50          | Review docket entries regarding confirmation brief (0.5)   |
| 09/12/20    | A Attarwala       | .30          | Correspond with LW team regarding confirmation order comments (0.3)  |
| 09/14/20    | K Simon           | 2.60         | Work on confirmation documents (1.3); teleconference with team regarding same (0.5); work on issues regarding plan objections (0.8)  |
| 09/14/20    | A V Reilly        | .60          | Attend teleconference with LW team regarding confirmation brief (0.4); review same (0.2)   |
| 09/14/20    | A Attarwala       | 3.50         | Review and analyze plan objection and confirmation order comments (2.7); communications with LW team regarding same (0.6)  |
| 09/14/20    | A K Fatheazam     | 1.90         | Telephone conference with LW team regarding confirmation brief (0.6); review materials on rights offering regarding same (0.2); revise confirmation order (0.7); review related correspondence and Plan regarding same (0.4)   |
| 09/14/20    | B S Rosen         | .40          | Participate in teleconference with LW and Wisconsin tort plaintiffs concerning confirmation objections (0.4)   |
| 09/14/20    | N Taousse         | 4.90         | Correspondence and multiple conferences with LW team, A&M team, various other parties regarding resolution of confirmation issues and related items (3.7); review material and filings regarding same (1.2)  |
| 09/14/20    | R C Weber-Levine  | 4.60         | Review communications regarding cure claims objections (0.5); revise objection tracker regarding same (0.5); related communications with LW team (0.4); teleconference with A. Attarwala and N. Taousse regarding status of confirmation objection (0.5); review notice of cure amounts (0.4); teleconference with LW team regarding revisions |

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|             |                   |              | to confirmation brief (0.5); review declarations for confirmation (0.3); revise confirmation brief per comments from K. Simon (1.0); review plan supplement and plan of reorganization regarding same (.5)   |
| 09/15/20    | T J Lavelle       | 1.60         | Analyze issues related to convertible bond mechanics (1.0); internal correspondence regarding same (0.6)   |
| 09/15/20    | K Simon           | 2.70         | Work on confirmation documents (1.1); teleconference with team regarding same (0.6); work on issues regarding plan objections (1.0)  |
| 09/15/20    | A V Reilly        | 2.00         | Teleconference with PW regarding backstop agreement and rights offering procedures (0.3); correspond with LW corporate team regarding same (0.2); teleconference with K. Simon regarding claims reserve (0.2); review updated confirmation order (0.8); correspond with LW team regarding status of confirmation objections (0.5)  |
| 09/15/20    | K Richardson      | 1.00         | Review and analyze backstop agreement (0.7); email correspondence regarding the foregoing and other bankruptcy matters (0.3)   |
| 09/15/20    | A K Fatheazam     | 4.50         | Telephone conference with N. Taousse regarding immediate workstreams (0.3); correspond with N. Taousse, A. Reilly and LW litigation team regarding filing dates (0.2); revise confirmation order (3.2); telephone conference with N. Taousse regarding same (0.1); review correspondence regarding confirmation order proposed changes (0.4); correspond with outside counsel regarding confirmation order (0.3) |
| 09/15/20    | B S Rosen         | 1.20         | Finalize stipulation and agreed order concerning 3018 motion (1.2)   |
| 09/15/20    | N Taousse         | 4.60         | Multiple communications and teleconferences with various parties regarding confirmation issues, related matters, and proposed resolutions thereto (4.2); teleconference with advisors regarding work in progress in advance of plan confirmation (0.4)   |
| 09/15/20    | R C Weber-Levine  | 6.30         | Review precedent confirmation briefs (1.0); review plan supplement (0.3); update confirmation brief regarding same (1.0); further revise confirmation brief and review same (0.9); Review communications regarding shareholder confirmation request (0.3); revise objection tracker  |

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|             |                   |              | regarding same (0.3); teleconference with N. Taousse, B. Rosen, and A. Fatheazam regarding case administration (0.4); teleconference with J. Mayer (on behalf of Caterpillar Financial) invoice mechanics (0.3); communications with K. Larin (A&M) regarding contract assumption and related matters (0.3); communications with local counsel regarding confirmation brief (0.3); review communications regarding cure claims objections (0.3); revise objection tracker regarding same (0.3); review and revise confirmation brief per comments from K. Simon (0.4); communications with LW team regarding related matters (0.2) |
| 09/16/20    | T J Lavelle       | 2.00         | Analyze issues related to indenture mechanics (1.5); review stockholders agreement (0.5)   |
| 09/16/20    | K Simon           | 2.50         | Work on confirmation documents (1.4); teleconference with team regarding same (0.6); work on issues regarding plan objections (0.5)  |
| 09/16/20    | A V Reilly        | 1.90         | Attend status teleconference with LW team regarding confirmation issues (0.5); attend teleconference with tort claimants regarding confirmation objection (0.4); finalize and file stipulation with claimant regarding rights offering (0.2); communications with LW team and creditors regarding objections to confirmation and cure amounts (0.8)  |
| 09/16/20    | K Richardson      | 2.90         | Review and analyze backstop agreement, procedures (1.3); correspond with team regarding the same (0.5); telephone conference with opposing counsel regarding the same (0.4); telephone conference with KCC regarding rights offering (0.4); telephone conference with A. Reilly regarding rights offering matters and notes indenture (0.3)  |
| 09/16/20    | A K Fatheazam     | 1.90         | Revise confirmation order (0.8); correspond with Paul Weiss and LW teams regarding same (0.5); correspond with LW litigation team regarding confirmation declarations (0.2); review disclosure statement regarding same (0.4)  |
| 09/16/20    | B S Rosen         | .30          | Participate in teleconference with Haynes and Boone concerning Wisconsin tort claimants confirmation issue (0.3)   |
| 09/16/20    | N Taousse         | 5.90         | Attend to various confirmation matters and related objections, including resolving confirmation order  |

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|             |                   |              | language and multiple communications with parties, LW, A&M teams regarding related matters (5.9)  |
| 09/16/20    | R C Weber-Levine  | 1.70         | Review confirmation brief edits (0.5); internal teleconference regarding confirmation items (0.5); review vanguard and related transcripts (0.4); communications with LW team regarding related matters (0.3)   |
| 09/16/20    | R C Weber-Levine  | 1.60         | Update objection tracker (0.5); related communications with LW team regarding same (0.3); communications with Caterpillar attorney regarding cure objection (0.5); review claim withdrawals (0.3)   |
| 09/16/20    | E C Arnold        | .90          | Attend to research regarding confirmation hearing transcript (0.7); correspond with R. Weber-Levine regarding same (0.2)  |
| 09/17/20    | T J Lavelle       | 1.70         | Review indenture (1.0); analyze issues related to deliverables (0.7)  |
| 09/17/20    | K Simon           | 2.30         | Work on confirmation documents (1.0); teleconference regarding same (0.6); work on issues regarding plan objections (0.7)   |
| 09/17/20    | A V Reilly        | 1.90         | Teleconference with K. Simon regarding confirmation (0.2); communications with parties in interest and LW team regarding confirmation and cure objections (0.7); review language for confirmation order to address objections (1.0)   |
| 09/17/20    | K Richardson      | 2.50         | Correspond with opposing counsel and working group regarding rights offering and other bankruptcy matters (1.1); review and analyze senior notes indenture and stockholders agreement (1.4)   |
| 09/17/20    | A K Fatheazam     | 5.20         | Draft company confirmation declaration (1.3); correspond with LW team regarding same (0.4); review precedent and docket regarding same (0.5); revise confirmation order (1.7); review related correspondence (0.6); correspond with N. Taousse, LW team, and Paul Weiss team regarding same (0.7) |
| 09/17/20    | N Taousse         | 6.90         | Work to resolve multiple confirmation and cure objections, including review and revision of resolution language and numerous communications with various parties regarding  |

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|             |                   |              | same (6.9)  |
| 09/17/20    | R C Weber-Levine  | 2.60         | Communications with creditor and A&M regarding cure claim objections (0.5); internal communications regarding same (0.3); review plan objections and update objection tracker regarding same (1.5); communications with LW team regarding related matters (0.3)   |
| 09/18/20    | T J Lavelle       | 1.00         | Analyze issues related to rights offering subscription mechanics (1.0)  |
| 09/18/20    | K Simon           | 2.80         | Work on confirmation documents (1.2); teleconference with team regarding same (0.6); work on issues regarding plan objections (1.0)   |
| 09/18/20    | A V Reilly        | 2.60         | Teleconference with Akin regarding plan objection (0.3); teleconference with KCC regarding confirmation issues (0.3); teleconference with counsel to Chicago Freight regarding claim objection with respect to rights offering (0.2); teleconference with PW regarding rights offering (0.4); review confirmation brief and order (1.4)   |
| 09/18/20    | K Richardson      | 1.50         | Correspond with opposing counsel and KCC regarding rights offering and related matters (1.0); telephone conference with opposing counsel regarding the same (0.5)   |
| 09/18/20    | C Bernal-Ramirez  | .30          | Review opt-out notice (0.3)   |
| 09/18/20    | A K Fatheazam     | 7.60         | Revise confirmation order (3.7); telephone conference with LW and Paul Weiss teams regarding confirmation order and objections (0.4); correspond with LW team regarding confirmation order, brief, and related objections (1.1); correspond with PW and other outside counsels regarding confirmation order and objections (0.8); telephone conference with N. Taousse regarding confirmation order revisions (0.4); review precedent proposed orders and exhibits and correspond with N. Taousse regarding same (0.5); compile filing version of confirmation order (0.4); correspond with HAK regarding same (0.1); correspond with LW litigation team and K. Simon regarding confirmation declarations (0.2) |
| 09/18/20    | B S Rosen         | .30          | Participate in teleconference concerning confirmation hearing with KCC team and LW team (0.3)   |

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| 09/18/20    | N Taousse         | 9.10         | Multiple communications with client, A&M, LW, opposing counsel regarding confirmation objections and related matters regarding resolution of same (7.2); review and revise confirmation order resolution inserts (1.9)   |
| 09/18/20    | R C Weber-Levine  | 3.00         | Review voting spreadsheet (0.3); review filed objections (0.5); update objection tracker (0.4); communications with counsel to creditors regarding confirmation brief (0.3); communications with financial consultants regarding cure objections (0.3); communications with creditors regarding cure objections (0.3); teleconference with KCC regarding confirmation items (0.5); teleconference with Paul Weiss regarding objections (0.4) |
| 09/19/20    | B T Denton        | 1.80         | Revise P. McCormick confirmation declaration (0.6); prepare for and participate in teleconference with team regarding confirmation preparation (0.7); emails with team regarding same (0.5)  |
| 09/19/20    | N Taousse         | 1.60         | Review confirmation objections (0.4); summarize same for client (0.6); correspond with client, LW team regarding same (0.4); correspond with objectors regarding objections (0.2)  |
| 09/20/20    | A V Reilly        | 1.10         | Teleconference with K. Simon regarding confirmation brief (0.2); teleconference with LW team regarding same (0.4); review updated confirmation brief (0.5)   |
| 09/20/20    | A K Fatheazam     | .50          | Telephone conference with LW team regarding upcoming confirmation workstreams (0.3); review related correspondence (0.2)   |
| 09/20/20    | N Taousse         | .90          | Review objection chart (0.4); correspond with LW regarding confirmation objections (0.2); teleconference with same regarding same (0.3)  |
| 09/20/20    | R C Weber-Levine  | 3.80         | Teleconference with LW team regarding plan confirmation and related objections (0.5); communications with K. Larin (A&M) regarding outstanding cure objections (0.3); communications with LW team regarding related matters(0.2); revise confirmation brief per comments from A. Attarwala and N. Taousse (1.0); construct exhibits to the confirmation brief (1.0); review and revise same (0.8)  |
| 09/21/20    | T J Lavelle       | 1.00         | Analyze issues related to indenture and related  |

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|             |                   |              | documents (1.0)   |
| 09/21/20    | K Simon           | 5.40         | Work on confirmation documents (2.0); teleconference with team regarding same (0.8); work on issues regarding plan objections (1.4); attend teleconferences regarding related matters (1.2)   |
| 09/21/20    | A V Reilly        | 3.50         | Correspondence with LW team and creditors regarding confirmation and cure objections (0.8); teleconference with LW team and advisors regarding confirmation hearing (0.5); review updated brief (1.2); teleconference with counsel to claimant regarding rights offering (0.2); review objections (0.4); review and revise voting declaration (0.4) |
| 09/21/20    | A Attarwala       | 7.70         | Review and analyze plan confirmation issues (4.0); assist LW team with confirmation hearing preparation (3.7)   |
| 09/21/20    | H K Murtagh       | .40          | Teleconference with bondholder counsel regarding exit documents (0.4)   |
| 09/21/20    | K Richardson      | 1.20         | Telephone conference with working group regarding confirmation hearing and status updates (0.5); telephone conference with noteholder counsel regarding rights offering and backstop agreement (0.5); email correspondence regarding the foregoing (0.2)  |
| 09/21/20    | A K Fatheazam     | 2.40         | Telephone conferences with LW team regarding confirmation workstreams (0.8); review confirmation brief regarding confirmation issues (0.5); review and revise confirmation order (1.1)  |
| 09/21/20    | D H Lee           | 1.40         | Telephone conference with Lazard and A&M regarding confirmation preparation (0.5); telephone conference with Paul Weiss and KCC regarding backstop agreement (0.4); review draft of indenture to confirm closing deliverables (0.4); discuss closing deliverables with E. Schoppe (0.1)   |
| 09/21/20    | B S Rosen         | .60          | Participate in confirmation hearing preparation teleconference with LW, Lazard, A&M, KCC, and HAK teams (0.6)   |
| 09/21/20    | N Taousse         | 5.90         | Attend to various confirmation objections, including multiple communications with LW team, A&M, various parties regarding same (5.9)  |

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| 09/21/20    | R C Weber-Levine  | 7.00         | Revise exhibit chart and brief per comments from N. Taousse (0.7); teleconference with advisors regarding hearing preparation (0.5); phone call with KCC regarding vote tabulation (0.5); review comments to brief from Paul Weiss and Simpson Thacher (0.4); revise confirmation brief and exhibits thereto per comments from K. Simon, A. Attarwala, and Paul Weiss (3.2); draft plan supplement notice and supporting material (0.8); review and revise same (0.4); communications with LW team regarding related matters (0.5) |
| 09/21/20    | A L Steiger       | 1.50         | Draft plan supplement covers (1.5)   |
| 09/22/20    | T J Lavelle       | 1.20         | Analyze issues related to backstop allocations (1.2)   |
| 09/22/20    | K Simon           | 6.60         | Work on confirmation documents for filing (2.3); teleconference regarding same (0.5); work on issues regarding plan objections (1.2); attend teleconferences (1.6); prepare for hearing (1.0)  |
| 09/22/20    | A V Reilly        | 3.10         | Teleconference with LW team regarding confirmation brief (0.3); teleconference with LW team and advisors regarding confirmation preparations (0.4); email K. Simon summary of rights offering process (0.2); attend to updated plan language from parties in interest (0.9); teleconferences with K. Simon regarding brief and confirmation order (0.3); review confirmation brief and attend to filing of same (0.7); teleconference with claimant regarding confirmation order language (0.3)                                    |
| 09/22/20    | A Attarwala       | 3.90         | Review and analyze confirmation issues (3.5); prepare for confirmation hearing (0.4)   |
| 09/22/20    | A K Fatheazam     | 4.10         | Telephone conferences with LW team regarding confirmation workstreams (0.5); telephone conference with LW and Paul Weiss teams regarding confirmation objections (0.3); correspond with PW and LW teams regarding confirmation objections (1.3); review, revise confirmation order (1.4); review related correspondence (0.6)  |
| 09/22/20    | D H Lee           | 2.30         | Telephone conference with Lazard and A&M to discuss confirmation preparation (0.2); review Plan and Rights Offering Procedures to confirm authority to amend or waive procedures (0.3); review email correspondence and existing Sand Transload Agreement (0.7); review and comment on draft of amendment to Sand Transload  |

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.

PLEASE REFERENCE INVOICE # 2000611500 ON YOUR PAYMENT OR RETURN A COPY OF THIS INVOICE WITH YOUR CHECK.

**LATHAM & WATKINS LLP**

Invoice No. 2000611500

October 26, 2020

Matter Name: Plan and Disclosure Statement

| <u>Date</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Description</u>  |
|-------------|-------------------|--------------|---|
|             |                   |              | Agreement (1.1)   |
| 09/22/20    | B S Rosen         | .30          | Participate in advisors teleconference concerning confirmation with Lazard, HAK, A&M, and LW (0.3)  |
| 09/22/20    | N Taousse         | 6.90         | Attend to various confirmation objections including multiple communications with LW team, parties regarding resolution of same (6.2); attend confirmation preparation teleconference with LW team, client (0.7)   |
| 09/22/20    | R C Weber-Levine  | 5.10         | Revise confirmation brief and exhibits thereto per comments from K. Simon and Simpson Thacher (1.7); confer with K. Simon regarding same (0.3); draft third plan supplement (0.5); teleconference with N. Taousse regarding brief revisions (0.3); related communications (0.3); internal conference regarding confirmation brief edits (0.4); teleconference with advisors regarding confirmation next steps (0.4); review docket entries (0.3); email correspondence with local counsel regarding filings (0.3); teleconference with Endeco attorney and counsel to ad hoc group regarding objection resolution (0.3); revise objection tracker (0.3) |
| 09/22/20    | A L Steiger       | .70          | Draft plan supplement covers (0.7)  |
| 09/23/20    | K Simon           | 3.50         | Prepare for hearing (2.2); attend hearing (0.7); work on post-hearing issues (0.6)  |
| 09/23/20    | A V Reilly        | 1.20         | Prepare for and attend confirmation hearing (1.2)   |
| 09/23/20    | A Attarwala       | .80          | Prepare for and telephonically attend confirmation hearing (0.8)  |
| 09/23/20    | H K Murtagh       | .70          | Attend confirmation hearing (0.7)   |
| 09/23/20    | A K Fatheazam     | 2.80         | Review and revise confirmation order (1.5); compile drafting version of same (0.4); correspond with LW team and HAK regarding same (0.4); telephonically attend confirmation hearing (0.5)  |
| 09/23/20    | C R Jones         | .70          | Attend confirmation hearing (0.7)   |
| 09/23/20    | D H Lee           | .60          | Attend confirmation hearing by telephone (0.6)  |
| 09/23/20    | B S Rosen         | .60          | Participate in telephonic confirmation hearing (0.6)  |
| 09/23/20    | N Taousse         | 5.00         | Attend to confirmation objections, including communications with parties regarding resolution   |

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.

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Invoice No. 2000611500

October 26, 2020

Matter Name: Plan and Disclosure Statement

| <u>Date</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Description</u>   |
|-------------|-------------------|--------------|--|
|             |                   |              | of same (2.3); review and prepare for filing confirmation pleadings (2.2); prepare for and attend confirmation hearing (0.5)   |
| 09/23/20    | R C Weber-Levine  | .60          | Attend confirmation hearing (0.6)  |
| 09/24/20    | K Simon           | .70          | Work on post-hearing issues (0.4); teleconference with client regarding same (0.3)   |
| 09/24/20    | A V Reilly        | .40          | Teleconference with noteholder regarding rights offering (0.2); correspond with K. Simon and PW regarding same (0.2)   |
| 09/24/20    | A K Fatheazam     | 1.30         | Draft notice of confirmed plan and correspond with HAK regarding same (0.5); review docket, correspondence, and Company documents regarding proof of admin claim form (0.8);                                     |
| 09/24/20    | D H Lee           | .30          | Telephone discussion with S. Strasburg at Paul Weiss to discuss convertible notes (0.3)  |
| 09/24/20    | N Taousse         | 1.40         | Correspond with H. Murtagh, K. Larin, counterparties regarding plan treatment of trailer leases (0.5); review and answer client question regarding impact of plan injunction on certain litigation matters (0.9) |
| 09/26/20    | N Taousse         | .10          | Correspond with client, LW team, HAK regarding potential adversary proceeding matter (0.1)   |
| 09/28/20    | K Simon           | 1.50         | Review documents regarding post-confirmation matters (0.8); teleconference with client regarding related matters (0.2); correspond with team regarding related matters (0.5)                                     |
| 09/28/20    | A V Reilly        | .30          | Correspond with team regarding plan and rights offering in connection with 8-K filing (0.3)  |
| 09/28/20    | A Attarwala       | .20          | Review and analyze effective date issues (0.2)   |
| 09/28/20    | D H Lee           | .80          | Telephone conference with K. Richardson and E. Schoppe to discuss deliverables (0.4); prepare for and attend telephone conference with S. Strasburg of Paul Weiss to discuss deliverables (0.4)                  |
| 09/28/20    | S C Lee           | .10          | Attend to backstop order (0.1)   |
| 09/28/20    | N Taousse         | .30          | Correspond with K. Larin, H. Murtagh, trailer lease counterparty regarding plan treatment of counterparty (0.3)  |
| 09/29/20    | K Simon           | 1.10         | Review documents regarding post-confirmation   |

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**LATHAM WATKINS**

Invoice No. 2000611500

October 26, 2020

Matter Name: Plan and Disclosure Statement

| <u>Date</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Description</u>  |
|-------------|-------------------|--------------|---|
|             |                   |              | matters (0.7); correspond with team regarding same (0.4)  |
| 09/29/20    | A Attarwala       | .20          | Correspond with LW team regarding plan issues (0.2)   |
| 09/30/20    | K Simon           | 1.70         | Review documents regarding post-confirmation matters (0.8); correspond with team regarding same (0.3); teleconference with client regarding related matters (0.6) |
| 09/30/20    | A Attarwala       | .60          | Review and analyze closing matters (0.6)  |
| 09/30/20    | K Richardson      | .40          | Correspond with team regarding closing matters (0.4)  |

|                  |               |        |                 |                      |
|------------------|---------------|--------|-----------------|----------------------|
| K Simon          | 51.00         | Hrs. @ | \$ 1,365.00/hr. | \$ 69,615.00         |
| B T Denton       | 1.80          | Hrs. @ | \$ 1,180.00/hr. | \$ 2,124.00          |
| T J Lavelle      | 8.50          | Hrs. @ | \$ 1,120.00/hr. | \$ 9,520.00          |
| A V Reilly       | 23.20         | Hrs. @ | \$ 1,085.00/hr. | \$ 25,172.00         |
| K Richardson     | 9.90          | Hrs. @ | \$ 1,075.00/hr. | \$ 10,642.50         |
| H K Murtagh      | 1.10          | Hrs. @ | \$ 1,055.00/hr. | \$ 1,160.50          |
| A Attarwala      | 52.20         | Hrs. @ | \$ 955.00/hr.   | \$ 49,851.00         |
| C R Jones        | .70           | Hrs. @ | \$ 895.00/hr.   | \$ 626.50            |
| D H Lee          | 5.40          | Hrs. @ | \$ 895.00/hr.   | \$ 4,833.00          |
| S C Lee          | .10           | Hrs. @ | \$ 815.00/hr.   | \$ 81.50             |
| N Taousse        | 59.20         | Hrs. @ | \$ 815.00/hr.   | \$ 48,248.00         |
| A K Fatheazam    | 48.90         | Hrs. @ | \$ 695.00/hr.   | \$ 33,985.50         |
| B S Rosen        | 6.70          | Hrs. @ | \$ 695.00/hr.   | \$ 4,656.50          |
| R C Weber-Levine | 47.00         | Hrs. @ | \$ 695.00/hr.   | \$ 32,665.00         |
| C Bernal-Ramirez | .30           | Hrs. @ | \$ 590.00/hr.   | \$ 177.00            |
| A L Steiger      | 2.20          | Hrs. @ | \$ 590.00/hr.   | \$ 1,298.00          |
| E C Arnold       | .90           | Hrs. @ | \$ 480.00/hr.   | \$ 432.00            |
|                  | <u>319.10</u> |        |                 | <u>\$ 295,088.00</u> |

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**LATHAM & WATKINS LLP**

Invoice No. 2000611500  
 October 26, 2020  
 Matter Name: Real Estate

| <u>Date</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Description</u>                                      |
|-------------|-------------------|--------------|---|
| 09/09/20    | A Attarwala       | .30          | Correspond with A&M regarding office lease issues (0.3) |

|             |            |        |               |                  |
|-------------|------------|--------|---------------|------------------|
| A Attarwala | <u>.30</u> | Hrs. @ | \$ 955.00/hr. | <u>\$ 286.50</u> |
|             | .30        |        |               | \$ 286.50        |

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**LATHAM WATKINS**

Invoice No. 2000611500

October 26, 2020

Matter Name: Relief from Stay and Adequate Protection

| <u>Date</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Description</u>  |
|-------------|-------------------|--------------|---|
| 09/02/20    | K Simon           | 1.50         | Attend teleconference regarding documents to file and next steps (0.7); review and comment on objection (0.8)   |
| 09/02/20    | C R Jones         | .60          | Confer with A. Delisi regarding objection to motion to lift stay (0.6)  |
| 09/02/20    | N Taousse         | 1.70         | Teleconference with LW, HAK teams regarding litigation tort claimants (0.5); correspond with PW regarding same (0.3); provide mark up to litigation claimants language insert (0.7); correspond with LW team regarding same (0.2) |
| 09/03/20    | K Simon           | 1.40         | Attend teleconference regarding documents to file and next steps (0.9); review and comment on objection (0.5)   |
| 09/03/20    | C R Jones         | 2.50         | Revise and finalize objection to motion to lift stay and provide to local counsel for filing (2.5)  |
| 09/03/20    | N Taousse         | .90          | Attend to tort litigation claimants' language insert and related matters (0.9)  |
| 09/03/20    | D Gaynair         | 2.80         | Review draft brief (2.8)  |
| 09/04/20    | K Simon           | .60          | Review final objection documents to be filed (0.6)  |
| 09/04/20    | N Taousse         | .10          | Correspond with PW regarding tort litigation claimants' insert (0.1)  |
| 09/05/20    | N Taousse         | .60          | Update language insert from litigation claimants (0.3); correspond with LW team, P. Hughes regarding same (0.3)   |
| 09/07/20    | N Taousse         | .20          | Correspond with LW team regarding tort claimants' 3018 and lift stay motion and related matter (0.2)  |
| 09/08/20    | K Simon           | .90          | Review documents for upcoming hearing (0.9)   |
| 09/08/20    | D Gaynair         | 3.90         | Confer with A. Delisi regarding lift stay mater (0.4); prepare hearing binder for B. Denton regarding same (3.5)  |
| 09/09/20    | K Simon           | .80          | Review documents for upcoming hearing (0.8)   |
| 09/09/20    | A Attarwala       | 1.60         | Review and analyze Wisconsin tort issues (0.6); telephone conference with LW team and tort claimants regarding lift stay issues (0.5); telephone conference with LW team regarding same (0.5)                                     |
| 09/09/20    | C R Jones         | 3.50         | Confer with counsel for Wisconsin Tort Claimants  |

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.

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**LATHAM & WATKINS LLP**

Invoice No. 2000611500

October 26, 2020

Matter Name: Relief from Stay and Adequate Protection

| <u>Date</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Description</u>   |
|-------------|-------------------|--------------|--|
|             |                   |              | regarding discovery issues and potential resolution of lift stay motion (0.6); confer with Paul Weiss regarding same (0.5); confer with M. Skolos regarding same (0.5); conduct research into expert witness disclosure requirements in contested matters (1.0); review Hi-Crush insurance policies (0.9)                  |
| 09/10/20    | K Simon           | .90          | Attend lift stay hearing (0.3); work on follow-up issues (0.6)   |
| 09/10/20    | C R Jones         | 4.70         | Confer with A. Delisi regarding case strategy and insurance policy review (0.6); review Hi-Crush insurance policies (1.9); summarize insurance policy coverage (1.2); attend hearing regarding motion to lift stay (1.0)   |
| 09/10/20    | B S Rosen         | .20          | Participate in telephonic status conference concerning lift stay motion (0.2)  |
| 09/11/20    | C R Jones         | .60          | Draft summary of Hi-Crush insurance coverage (0.6)   |
| 09/14/20    | C R Jones         | 4.90         | Review and summarize insurance policies received from client (1.0); confer with Haynes & Boone regarding objection from Wisconsin state court litigants (0.5); confer with client and local counsel regarding same (0.5); draft responses and objections to Wisconsin Tort Claimants' second requests for production (2.9) |

|             |              |        |                 |                     |
|-------------|--------------|--------|-----------------|---------------------|
| K Simon     | 6.10         | Hrs. @ | \$ 1,365.00/hr. | \$ 8,326.50         |
| A Attarwala | 1.60         | Hrs. @ | \$ 955.00/hr.   | \$ 1,528.00         |
| C R Jones   | 16.80        | Hrs. @ | \$ 895.00/hr.   | \$ 15,036.00        |
| N Taousse   | 3.50         | Hrs. @ | \$ 815.00/hr.   | \$ 2,852.50         |
| B S Rosen   | .20          | Hrs. @ | \$ 695.00/hr.   | \$ 139.00           |
| D Gaynair   | 6.70         | Hrs. @ | \$ 415.00/hr.   | \$ 2,780.50         |
|             | <u>34.90</u> |        |                 | <u>\$ 30,662.50</u> |

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**LATHAM WATKINS<sup>LLP</sup>**

Invoice No. 2000611500  
 October 26, 2020  
 Matter Name: Reporting

| <u>Date</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Description</u>  |
|-------------|-------------------|--------------|---|
| 09/28/20    | D H Lee           | .50          | Discuss draft of 8-K (0.3); review draft of 8-K (0.2)                     |
| 09/28/20    | N Taousse         | 1.40         | Review and revise 8-K (1.1); correspond with LW team regarding same (0.3) |

|           |             |        |               |                    |
|-----------|-------------|--------|---------------|--------------------|
| D H Lee   | .50         | Hrs. @ | \$ 895.00/hr. | \$ 447.50          |
| N Taousse | <u>1.40</u> | Hrs. @ | \$ 815.00/hr. | <u>\$ 1,141.00</u> |
|           | 1.90        |        |               | \$ 1,588.50        |

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**LATHAM WATKINS**

Invoice No. 2000611500

October 26, 2020

Matter Name: Tax

| <u>Date</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Description</u>  |
|-------------|-------------------|--------------|---|
| 09/09/20    | B P Lee           | 1.30         | Attention to transaction structure inquiry from A&M and related response (1.3)  |
| 09/09/20    | J W Grimley       | .40          | Attend to correspondence with Alvarez & Marsal regarding tax treatment of debt for equity exchange (0.4)  |
| 09/17/20    | B P Lee           | 2.20         | Review and analyze draft indenture and related credit documents (2.2)   |
| 09/17/20    | Y X Standley      | .30          | Review indenture (0.3)  |
| 09/21/20    | Y X Standley      | 2.70         | Review and revise indenture (2.7)   |
| 09/22/20    | J W Grimley       | 1.30         | Initial review of indenture (1.3)   |
| 09/22/20    | Y X Standley      | 4.80         | Review and revise indenture and stockholders agreement (4.8)  |
| 09/23/20    | J W Grimley       | .90          | Prepare for and attend confirmation hearing (0.9)   |
| 09/24/20    | B P Lee           | 1.80         | Review and analyze draft indenture and provide comments (1.8)   |
| 09/29/20    | J W Grimley       | 2.50         | Review and revise indenture (1.5); review and revise shareholders agreement (1.0)   |
| 09/29/20    | Y X Standley      | .70          | Revise tax comments on indenture and stockholder agreement (0.7)  |
| 09/30/20    | C T Fenn          | .50          | Review and revise Stockholder Agreement (0.5)   |
| 09/30/20    | B P Lee           | 2.80         | Review, analyze and comment on draft Indenture and Shareholder Agreement (1.5); analyze anticipated tax consequences of transaction structure (1.3) |
| 09/30/20    | Y X Standley      | 1.10         | Revise tax comments on indenture and stockholder agreement (1.1)  |

|              |       |        |                 |              |
|--------------|-------|--------|-----------------|--------------|
| C T Fenn     | .50   | Hrs. @ | \$ 1,560.00/hr. | \$ 780.00    |
| B P Lee      | 8.10  | Hrs. @ | \$ 1,120.00/hr. | \$ 9,072.00  |
| J W Grimley  | 5.10  | Hrs. @ | \$ 1,085.00/hr. | \$ 5,533.50  |
| Y X Standley | 9.60  | Hrs. @ | \$ 590.00/hr.   | \$ 5,664.00  |
|              | 23.30 |        |                 | \$ 21,049.50 |

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**Exhibit E**

**Expenses**

**LATHAM & WATKINS** LLP

53rd at Third  
885 Third Avenue  
New York, New York 10022-4834  
Tel: +1.212.906.1200 Fax: +1.212.751.4864  
www.lw.com

**INVOICE**

October 26, 2020

Hi-Crush Inc.  
1330 Post Oak Blvd., Suite 600  
Houston, TX 77056  
Attn: Mark C. Skolos

Please identify your payment with the following:

Invoice No. 2000611507  
Matter Number 066254-1023

Tax Identification No.: 95-2018373

**Remittance Instructions**

**REDACTED**

For professional services rendered through September 30, 2020

Re: **Expenses**

Costs and Disbursements 6,686.57

**Total Due** **\$ 6,686.57**

**LATHAM & WATKINS LLP**

Invoice No. 2000611507  
 October 26, 2020

**Costs and Disbursements:**

| <u>Date</u>                                     | <u>Description</u>   | <u>Timekeeper</u> | <u>Vendor</u>        | <u>Amount</u>   |
|---|--|-------------------|----------------------|-----------------|
| 09/02/20  | Audio\ Video Conferencing Services - AT&T Teleconference Services - P.O. Box 5002 - AT&T Teleconference Charges July 2020<br>SHAUN LEE ID 79194        | S C Lee           | AT&T Corp.           | 7.89            |
| 09/02/20  | Audio\ Video Conferencing Services - AT&T Teleconference Services - P.O. Box 5002 - AT&T Teleconference Charges July 2020<br>ANNEMARIE REILLY ID 71972 | A V Reilly        | AT&T Corp.           | 5.25            |
| <b>Total Audio\ Video Conferencing Services</b> |  |                   |                      | <b>13.14</b>    |
| 09/30/20  | Docket Research/NY Account: 2591476  | C R Jones         |                      | 19.88           |
| <b>Total Docket</b>                             |  |                   |                      | <b>19.88</b>    |
| 09/11/20  | Document Copies - Cogency Global, Inc. - Certified Copies  | E Shcherbakova    | Cogency Global, Inc. | 1,270.42        |
| 09/11/20  | Document Copies - Cogency Global, Inc. - Certified Copies  | E Shcherbakova    | Cogency Global, Inc. | 1,399.86        |
| 09/11/20  | Document Copies - Cogency Global, Inc. - Certified Copies  | E Shcherbakova    | Cogency Global, Inc. | 580.48          |
| 09/11/20  | Document Copies - Cogency Global, Inc. - Certified Copies  | E Shcherbakova    | Cogency Global, Inc. | 1,379.17        |
| <b>Total Document Copies</b>                    |  |                   |                      | <b>4,629.93</b> |
| 09/03/20  | Document support for N. Taousse; GD0309278; Revise   | J B Chaplin       |                      | 8.00            |
| 09/03/20  | Document support for N. Taousse; GD0309278; Set Up   | J B Chaplin       |                      | 8.00            |
| 09/04/20  | Document support for D. Lee; GD0309470; Revise   | B E Rowe          |                      | 40.00           |
| 09/05/20  | Document support for D. Lee; GD0309470; Set Up   | F Diaz            |                      | 8.00            |
| 09/08/20  | Document support for D. Lee; GD0309739; Blackline  | R Conner          |                      | 16.00           |
| 09/08/20  | Document support for D. Lee; GD0309748; Blackline  | M Flood           |                      | 96.00           |
| 09/09/20  | Document support for R. Weber-Levine; GD0309853; Set Up  | A Tangredi        |                      | 8.00            |
| 09/09/20  | Document support for R. Weber-Levine; GD0309853; Proofread - Full Read   | R Conner          |                      | 48.00           |

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**LATHAM & WATKINS LLP**

Invoice No. 2000611507  
 October 26, 2020

| <u>Date</u> | <u>Description</u>  | <u>Timekeeper</u>         | <u>Vendor</u> | <u>Amount</u> |
|-------------|---|---------------------------|---------------|---------------|
| 09/09/20    | Document support for R. Weber-Levine;<br>GD0309853; TOA and TOC   | J Baughman                |               | 144.00        |
| 09/09/20    | Document support for E. Schoppe;<br>GD0309847; Blackline  | N F Francisco             |               | 16.00         |
| 09/09/20    | Document support for D. Lee; GD0309739;<br>Set Up   | R Conner                  |               | 8.00          |
| 09/09/20    | Document support for D. Lee; GD0309748;<br>Set Up   | R Conner                  |               | 8.00          |
| 09/09/20    | Document support for E. Schoppe;<br>GD0309847; Set Up   | A Tangredi                |               | 8.00          |
| 09/10/20    | Document support for A. Fatheazam;<br>GD0309967; Revise   | A Tangredi                |               | 16.00         |
| 09/10/20    | Document support for A. Fatheazam;<br>GD0309967; Set Up   | A Tangredi                |               | 8.00          |
| 09/15/20    | Document support for R. Weber-Levine;<br>GD0310497; Revise  | R Conner                  |               | 48.00         |
| 09/15/20    | Document support for R. Weber-Levine;<br>GD0310497; Proofread - Check Revisions   | M H<br>Hendrickson        |               | 224.00        |
| 09/15/20    | Document support for R. Weber-Levine;<br>GD0310497; Set Up  | M Swanson                 |               | 8.00          |
| 09/16/20    | Document support for R. Weber-Levine;<br>GD0310497; Revise  | W L Chiu-Lei              |               | 32.00         |
| 09/16/20    | Document support for R. Weber-Levine;<br>GD0310497; Revise  | E Wilson                  |               | 16.00         |
| 09/21/20    | Document support for R. Weber-Levine;<br>GD0310497; Revise  | J L Reese                 |               | 40.00         |
| 09/22/20    | Document support for E. Hall; GD0311327;<br>Set Up  | Y D Powell                |               | 8.00          |
| 09/22/20    | Document support for E. Hall; GD0311327;<br>QJ Edit-Format  | Y D Powell                |               | 16.00         |
|             | <b>Total Document Processing</b>  |                           |               | <b>832.00</b> |
| 09/08/20    | Messenger/Courier - Recipient: Blake<br>Denton - 6 OAKWOOD CT HOLMDEL, NJ<br>07733 on 08-Sep-2020 - AB #: 396616285152<br>- Inv #: 712007017 - Sender: Damon Gaynair<br>- 885 Third Avenue NEW YORK, NY 10022 | D Gaynair                 |               | 23.03         |
|             | <b>Total Federal Express &amp; Messenger</b>  |                           |               | <b>23.03</b>  |
| 09/08/20    | Laser Copy 066254-0000  | B N Y William<br>Lea - Ny |               | 63.30         |

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.  
 PLEASE REFERENCE INVOICE # 2000611507 ON YOUR PAYMENT OR RETURN A COPY OF THIS INVOICE WITH YOUR CHECK.

**LATHAM & WATKINS<sup>LLP</sup>**

Invoice No. 2000611507  
 October 26, 2020

| <u>Date</u> | <u>Description</u>  | <u>Timekeeper</u>         | <u>Vendor</u> | <u>Amount</u> |
|-------------|---|---------------------------|---------------|---------------|
| 09/08/20    | Laser Copy 066254-0000  | B N Y William<br>Lea - Ny |               | 38.10         |
| 09/08/20    | Laser Copy 066254-0000  | B N Y William<br>Lea - Ny |               | 38.10         |
| 09/08/20    | Laser Copy 066254-0000  | B N Y William<br>Lea - Ny |               | 99.45         |
| 09/08/20    | Laser Copy 066254-0000  | B N Y William<br>Lea - Ny |               | 39.75         |
| 09/08/20    | Laser Copy 066254-0000  | B N Y William<br>Lea - Ny |               | 21.75         |
| 09/08/20    | Laser Copy 066254-0000  | B N Y William<br>Lea - Ny |               | 63.30         |
| 09/08/20    | Laser Copy 066254-0000  | B N Y William<br>Lea - Ny |               | 21.75         |
| 09/08/20    | Laser Copy 066254-0000  | B N Y William<br>Lea - Ny |               | 21.75         |
| 09/08/20    | Laser Copy 066254-0000  | B N Y William<br>Lea - Ny |               | 63.30         |
| 09/08/20    | Laser Copy 066254-0000  | B N Y William<br>Lea - Ny |               | 39.75         |
| 09/08/20    | Laser Copy 066254-0000  | B N Y William<br>Lea - Ny |               | 38.10         |
| 09/08/20    | Laser Copy 066254-0000  | B N Y William<br>Lea - Ny |               | 99.45         |
| 09/23/20    | Laser Copy 066254-1023  | B N Y William<br>Lea - Ny |               | 39.60         |
| 09/23/20    | Laser Copy 066254-1023  | B N Y William<br>Lea - Ny |               | 79.20         |
| 09/23/20    | Laser Copy 066254-1023  | B N Y William<br>Lea - Ny |               | 39.60         |
|             | <b>Total Laser Copy</b>   |                           |               | <b>806.25</b> |
| 09/10/20    | Westlaw - West Publishing - Search on: 10-Sep-2020 - Westlaw ID: 12323671 - Request by: Murtagh, Hugh K 78626 - Grp: 1000427646 | H K Murtagh               |               | 128.70        |
| 09/22/20    | Westlaw - West Publishing - Search on: 22-Sep-2020 - Westlaw ID: - Request by: Taousse, Nacif 82650 - Grp: 1000427646           | N Taousse                 |               | 109.80        |
|             | <b>Total Legal Research</b>   |                           |               | <b>238.50</b> |

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| <u>Date</u>                                  | <u>Description</u>   | <u>Timekeeper</u> | <u>Vendor</u>            | <u>Amount</u>      |
|--|--|-------------------|--------------------------|--------------------|
| 09/08/20                                     | Outside Services (Non-Attorney) -<br>Courtalert.Com - Monitor of state court<br>databases for tracking of filings and<br>deadlines | R L Kohn          | Courtalert.Co<br>m, Inc. | 43.82              |
| 09/29/20                                     | Outside Services (Non-Attorney) -<br>Courtalert.Com - Monitor of state court<br>databases for tracking filings and deadlines       | R L Kohn          | Courtalert.Co<br>m, Inc. | 80.02              |
| <b>Total Outside Services (Non-Attorney)</b> |  |                   |                          | <b>123.84</b>      |
| <b>Total Costs and Disbursements:</b>        |  |                   |                          | <b>\$ 6,686.57</b> |

**Costs and Disbursements:**

|                                       |                    |
|---------------------------------------|--------------------|
| Audio\ Video Conferencing Services    | 13.14              |
| Docket                                | 19.88              |
| Document Copies                       | 4,629.93           |
| Document Processing                   | 832.00             |
| Federal Express & Messenger           | 23.03              |
| Laser Copy                            | 806.25             |
| Legal Research                        | 238.50             |
| Outside Services (Non-Attorney)       | 123.84             |
| <b>Total Costs and Disbursements:</b> | <b>\$ 6,686.57</b> |

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