

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

In re:

WESCO AIRCRAFT HOLDINGS, INC., et al.,

Debtors.¹

Case No. 23-90611 (MI)

Chapter 11

(Jointly Administered)

**COVER SHEET FOR THIRD INTERIM FEE APPLICATION
OF MCDERMOTT WILL & EMERY LLP AS CO-COUNSEL TO
THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES
FOR THE PERIOD FROM DECEMBER 1, 2023 THROUGH FEBRUARY 29, 2024**

Name of Applicant:	McDermott Will & Emery LLP	
Applicant's Role in Case:	Co-Counsel to the Official Committee of Unsecured Creditors (the "Committee")	
Docket No. of Employment Order(s):	September 6, 2023, <i>effective as of</i> June 23, 2023 [Docket No. 723]	
Interim Application (X) No. <u>3rd</u> Final Application ()	Indicate whether this is an interim or final Application. If interim, indicate the number (1 st , 2 nd , 3 rd , etc.)	
	Beginning Date	End Date
Time period covered by this Application for which interim compensation has not previously been awarded:	12/01/2023	02/29/2024
Were the services provided necessary to the administration of or beneficial at the time rendered toward the completion of the case? (Y)		

¹ The Debtors operate under the trade name Incora and have previously used the trade names Wesco, Pattonair, Haas, and Adams Aviation. A complete list of the Debtors in these chapter 11 cases, with each one's federal tax identification number and the address of its principal office, is available on the website of the Debtors' noticing agent at <http://www.kccllc.net/incora/>. The service address for each of the Debtors in these cases is 2601 Meacham Blvd., Ste. 400, Fort Worth, TX 76137.



Were the services performed in a reasonable amount of time commensurate with the complexity, importance and nature of the issues addressed? (Y)	
Is the requested compensation reasonable based on the customary compensation charged by comparably skilled practitioners in other non-bankruptcy cases? (Y)	
Do expense reimbursements represent actual and necessary expenses incurred? (Y)	
Compensation Breakdown for Time Period Covered by this Application	
Total professional fees requested in this Application:	\$853,287.50
Total professional hours covered by this Application:	668.5
Average hourly rate for professionals:	\$1,276.42
Total paraprofessional fees requested in this Application:	\$46,710.50
Total paraprofessional hours covered by this Application:	136.1
Average hourly rate for paraprofessionals:	\$343.21
Total fees requested in this Application:	\$899,998.00
Total expense reimbursements requested in this Application:	\$63,125.27
Total fees and expenses requested in this Application:	\$963,123.27
Total fees and expenses awarded in all prior Applications:	\$1,621,372.81
Plan Status: The Debtors have filed their <i>Modified First Amended Joint Chapter 11 Plan of Wesco Aircraft Holdings, Inc.</i> [Docket No. 1223]. A hearing is scheduled for April 17, 2024, for confirmation of the Debtors' plan and disclosure statement.	
Primary Benefits: During the fee period covered by this Application, McDermott advised the Committee on various aspects of these chapter 11 cases, negotiated with the Debtors on various matters, and otherwise performed necessary services, including: (i) conducting and analyzing legal research in connection with the Debtors' adversary proceeding and preparing documents regarding the same; (ii) drafting, revising, and corresponding with other parties regarding requests for production, meeting and conferring regarding such requests, and analyzing and corresponding about productions made in response to such requests; (iii) reviewing and analyzing the plan, disclosure statement, and solicitation materials, including the revised forms thereof, and preparing an objection related thereto; (iv) investigating the validity and extent of the Debtors' liens, and drafting analysis related thereto; (v) analyzing the Debtors' omnibus rejections and Gulfstream rejection; (vi) meeting and communicating internally, with the Committee's other professionals, and with Committee members regarding developments in the chapter 11 cases; and (vii) drafting, revising, and commenting on the fee applications of McDermott and the Committee's other professionals.	

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FOR THE SOUTHERN DISTRICT OF TEXAS
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In re:

WESCO AIRCRAFT HOLDINGS, INC., et al.,

Debtors.¹

Case No. 23-90611 (MI)

Chapter 11

(Jointly Administered)

**THIRD INTERIM FEE APPLICATION OF MCDERMOTT WILL & EMERY LLP
AS CO-COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES
FOR THE PERIOD FROM DECEMBER 1, 2023 THROUGH FEBRUARY 29, 2024**

If you object to the relief requested, you must respond in writing. Unless otherwise directed by the Court, you must file your response electronically at <https://ecf.txsb.uscourts.gov> within twenty-one (21) days from the date this application was filed. If you do not have electronic filing privileges, you must file a written response that is actually received by the clerk within twenty-one (21) days from the date this application was filed. Otherwise, the Court may treat the pleading as unopposed and grant the relief requested.

McDermott Will & Emery LLP (“McDermott”), as Co-Counsel to the Official Committee of Unsecured Creditors (the “Committee”) appointed in the above-captioned cases (the “Chapter 11 Cases”) of Wesco Aircraft Holdings, Inc., et al., as debtors and debtors-in-possession (collectively, “Wesco” or the “Debtors”), hereby files its second application for allowance of compensation for services rendered and necessary expenses incurred for the Period from December 1, 2023 through February 29, 2024 (the “Third Interim Application Period” or “Application Period,” as applicable), pursuant to sections 330 and 331 of the United States

¹ The Debtors operate under the trade name Incora and have previously used the trade names Wesco, Pattonair, Haas, and Adams Aviation. A complete list of the Debtors in these chapter 11 cases, with each one’s federal tax identification number and the address of its principal office, is available on the website of the Debtors’ noticing agent at <http://www.kccllc.net/incora/>. The service address for each of the Debtors in these cases is 2601 Meacham Blvd., Ste. 400, Fort Worth, TX 76137.

Bankruptcy Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Federal Rules”), and Rules 2016-1 and 9013-1 of the Local Bankruptcy Rules of the United States Bankruptcy Court for the Southern District of Texas (the “Local Rules”), the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* [Docket No. 606] (the “Interim Compensation Order”), and the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases* effective as of November 1, 2013 (the “U.S. Trustee Guidelines” or “Guidelines,” as applicable). For the Third Interim Application Period, McDermott seeks interim allowance of \$899,998.00 as fees for services rendered and \$63,125.27 as reimbursement of expenses incurred. In support of this application (the “Application”), McDermott submits the Declaration of Charles R. Gibbs (the “Gibbs Declaration”) attached hereto as **Exhibit A** and a proposed order granting the Application attached hereto as **Exhibit B**. In further support of this Application, McDermott respectfully states as follows:

JURISDICTION AND VENUE

1. The United States Bankruptcy Court for the Southern District of Texas (the “Court”) has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2) and Article III of the United States Constitution.
2. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.
3. The statutory predicates for the relief sought herein are sections 330, 331 and 1103 of the Bankruptcy Code, Rule 2016 of the Federal Rules, Local Rule 2016-1 of the Local Rules, and the Interim Compensation Order.

BACKGROUND

A. Background

4. On June 1, 2023 (the “Petition Date”), each of the Debtors commenced a voluntary case under chapter 11 of the Bankruptcy Code in this Court. The Chapter 11 Cases are being jointly administered pursuant to rule 1015(b) of the Federal Rules of Bankruptcy Procedure. The Debtors are authorized to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

5. The factual background regarding the Debtors, including their business operations, their capital debt structure, and the events leading to the filing of the Chapter 11 Cases is set forth in the *Declaration of Raymond Carney in Support of Chapter 11 Petitions and First Day Motions* [Docket No. 13] (the “First Day Declaration”).

6. On June 16, 2023, the Office of the United States Trustee for the Southern District of Texas (the “U.S. Trustee”) appointed the Committee pursuant to Section 1102 of the Bankruptcy Code. The Committee consists of the following three (3) members: (i) BOKF, N.A.; (ii) Parker Hannifin Corporation; and (iii) Insight2Profit. No trustee or examiner has been appointed in these Chapter 11 Cases.

B. The Committee’s Retention of McDermott.

7. On June 23, 2023, the Committee held a meeting and, among other things, selected McDermott as Co-Counsel to the Committee, subject to Court approval. The Committee also selected Morrison & Foerster LLP as Co-Counsel to the Committee, subject to Court approval.

8. On July 24, 2023, the Committee filed the *Application of the Official Committee of Unsecured Creditors for Entry of an Order Authorizing the Employment and Retention of McDermott Will & Emery LLP as Co-Counsel, Effective as of June 23, 2023* [Docket No. 457]

(the “Retention Application”). On September 6, 2023, the Court entered an order approving the Retention Application [Docket No. 723] (the “Retention Order”).

9. The Retention Order authorizes the Debtors to compensate and reimburse McDermott in accordance with the Bankruptcy Code, the Federal Rules, the Local Rules, and any Orders entered in these cases. The Retention Order also authorizes the compensation of McDermott at standard hourly rates and the reimbursement of McDermott’s actual and necessary out-of-pocket expenses incurred, subject to application to this Court.

C. The Interim Compensation Order

10. On July 14, 2023, the Debtors filed the *Debtors’ Motion for Entry of an Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* [Docket No. 421] (the “Interim Compensation Motion”), and on August 8, 2023, the Court entered the Interim Compensation Order.

11. The Interim Compensation Order sets forth the procedures for interim compensation and reimbursement of expenses in the Chapter 11 Cases. Specifically, the Interim Compensation Order provides that a Retained Professional (as defined in the Interim Compensation Motion) may file and serve an Interim Fee Application (as defined in the Interim Compensation Order) on or before the 45th day following the end of the Interim Fee Period (as defined in the Interim Compensation Order), or as soon as reasonably practicable thereafter. Provided that no objections to the Interim Fee Application are filed on or before the twenty-first (21st) day after service of an Interim Fee Application, the Court may, in its discretion, approve an uncontested Interim Fee Application. If approved, the Debtors are authorized to pay such Retained Professional all allowed fees and expenses that have not previously been paid (including the 20% “holdback” under the Monthly Fee Statement process).

**SUMMARY OF PROFESSIONAL COMPENSATION AND REIMBURSEMENT
OF EXPENSES REQUESTED**

12. McDermott seeks interim allowance of \$899,998.00 in fees calculated at the hourly billing rates of McDermott's personnel who worked on this case, and \$63,125.27 in expenses actually and necessarily incurred by McDermott while providing services to the Committee during the Third Interim Application Period. During the Third Interim Application Period, McDermott attorneys and paraprofessionals expended a total of 804.6 hours for which compensation is requested.

13. Pursuant to the Interim Compensation Order, during these cases, McDermott has filed monthly fee statements for services rendered and expenses incurred from December 1, 2023 through February 29, 2024. As of the date of this Application, McDermott has not received any objections to its monthly fee statements. A summary of the amounts paid to McDermott in accordance with the Interim Compensation Order for monthly fee statements relating to the Third Interim Application Period is set forth as follows:

Period	Fees Requested	Fees Paid	Expenses Requested	Expenses Paid	Balance (Fees & Expenses)
December 1, 2023 – December 31, 2023 [Docket No. 1373]	\$295,319.50	\$236,255.60	\$9,312.31	\$9,312.31	\$59,063.90
January 1, 2024 – January 31, 2023 [Docket No. 1517]	\$332,126.50	\$265,701.20	\$36,469.62	\$36,469.62	\$66,425.30
February 1, 2024 – February 29, 2024 [Docket No. 1630]	\$272,552.00	\$218,041.60	\$17,343.34	\$17,343.34	\$54,510.40
Total:	\$899,998.00	\$719,998.40	\$63,125.27	\$63,125.27	\$179,999.60

14. Pursuant to this Application, McDermott now seeks payment of the remaining amounts it is owed, including the twenty percent (20%) “hold-back” amounts, in connection with its previously filed monthly fee statements.

15. The fees charged by McDermott in these cases are billed in accordance with McDermott’s existing billing rates and procedures in effect during the Third Interim Application Period. The rates McDermott charges for the services rendered by its professionals and paraprofessionals in these Chapter 11 Cases generally are the same rates McDermott charges for professional and paraprofessional services rendered in comparable bankruptcy and non-bankruptcy related matters. Such fees are reasonable based on the customary compensation charged by comparably skilled practitioners in comparable bankruptcy and similar complex non-bankruptcy cases.

16. McDermott prepared a budget (the “Budget”) and a staffing plan (the “Staffing Plan”) for McDermott’s engagement for the Period from December 1, 2023 through February 29, 2024. The Budget, which includes a comparison to the fees and hours actually billed for each task, is attached hereto as Exhibit C and the Staffing Plan is attached as Exhibit D. The fees sought in this Application do not exceed the Budget.

17. Attached hereto as Exhibit E is a summary breakdown of hours and amounts billed by timekeeper. The summary sheet lists those McDermott professionals, paraprofessionals, and other non-legal staff who have performed services for the Committee during the Third Interim Application Period, the capacities in which each individual is employed by McDermott the department in which each individual practices, the hourly billing rate charged by McDermott for services performed by such individual, the year in which each attorney was first licensed to practice

law, where applicable, and the aggregate number of hours expended in this matter and fees billed therefor.

18. Attached hereto as **Exhibit F** is a schedule of the total amount of fees incurred under each of the Applicant's internal task codes during the Application Period.

19. Attached hereto as **Exhibit G** is a summary and comparison of the aggregate blended hourly rates billed by McDermott's timekeepers to non-bankruptcy matters during the Application Period and the blended hourly rates billed to the Committee during the Application Period.

20. Attached here to as **Exhibit H** is a summary for the Third Interim Application Period, setting forth the total amount of reimbursement sought with respect to each category of expenses for which McDermott is seeking reimbursement.

21. Attached hereto as **Exhibit I** is a schedule of the blended hourly rates of timekeepers by category type during the Application Period.

22. McDermott maintains computerized records of the time spent by all McDermott attorneys and paraprofessionals in connection with these Chapter 11 Cases. Copies of these computerized records were filed and served with McDermott's monthly fee statements in the format and by the procedure specified by the Interim Compensation Order. Copies of the monthly fee statements together with the time records are attached hereto as **Exhibit I**.

23. McDermott reserves the right to request additional compensation for the Third Interim Application Period to the extent that it is later determined that time or disbursement charges for services rendered or disbursements incurred during such time period have not yet been submitted.

SUMMARY OF SERVICES RENDERED

24. The following narrative provides a brief summary of the services rendered by McDermott on behalf of the Committee organized by project billing codes which Applicant created to best reflect the categories of tasks that it was required to perform in connection with these Chapter 11 Cases. Nevertheless, under the circumstances, and given the interconnectedness of the issues in these Chapter 11 Cases, certain of these categories may overlap with one another and it is possible that fees attributed to a particular category could have been attributed to other categories. For the avoidance of doubt, however, no work performed by Applicant has been included in more than one task code category.

25. The summary that follows is not intended to be a detailed description of the work performed by McDermott during the Third Interim Application Period, as those day-to-day services and the time expended in performing such services are fully set forth in the contemporaneous time records that are attached as **Exhibit I**. Rather, the following summary attempts to highlight certain of those areas in which services were rendered to the Committee.

(a) **Case Administration – B110**

Fees: \$109,837.00 Total Hours: 96.0

26. During the Application Period, McDermott devoted time to monitoring the Court’s docket, case correspondence, and case deadlines; filing case pleadings and coordinating service of such pleadings; and performing various other case management tasks.

(b) **Meeting/Communications With Creditors – B150**

Fees: \$25,963.00 Total Hours: 23.2

27. During the Application Period, McDermott prepared for and conducted regular Committee meetings and communicated with Committee members and their counsel both as a group and on an individual basis. Among other things, McDermott provided recommendations to

the Committee regarding various requests of the Debtors and other parties-in-interest, counseled the Committee in connection with the Committee's responses to the Debtors' pleadings, and delivered email updates regarding the Debtors' business, case developments, adversary proceeding and various other outstanding matters. McDermott also coordinated with the Committee's financial advisor to prepare for weekly Committee calls by preparing, discussing, and reviewing Committee presentations on topics such as case status and strategy and the Debtors' operations and finances.

(c) **Court Hearings –B155**

Fees: \$224,642.00 Total Hours: 164.4

28. During the Application Period, McDermott prepared for and attended court hearings on December 6, 2023, December 18, 2023, January 4, 2024, January 11, 2024, January 18, 2024, January 23, 2024, January 25, 2024, January 30, 2024, January 31, 2024, February 1, 2024, February 2, 2024, February 8, 2024, February 9, 2024, February 12, 2024, February 13, 2024, February 21, 2024, February 27, 2024, February 28, 2024, and February 29, 2024, in connection with hearings on the Debtors' disclosure statement, hearings in the adversary proceeding, testimony hearings for K. Smith, J. Hou, M. Prager, and J. O'Connell, amongst others, standing motion hearings, hearings regarding Gulfstream, and the Debtors' claim objection procedures hearing.

(d) **Fee/Employment Applications – B160**

Fees: \$53,038.00 Total Hours: 62.5

29. During the Application Period, McDermott drafted and revised McDermott's fifth, sixth, and seventh monthly fee statements and revised the Committee's financial advisors corresponding fee statements. Additionally, McDermott also devoted time to drafting its second

interim fee application. In connection with the foregoing, McDermott Professionals participated in various conferences with the Debtors' professionals and other parties-in-interest.

(e) **Assumption/Rejection of Leases – B185**

Fees: \$12,698.50 Total Hours: 12.7

30. During the Application Period, McDermott coordinated with the Committee's financial advisor to review executory contracts and unexpired leases, review the Debtors' first and second omnibus rejections and the Debtors' rejection of the Gulfstream contract.

(f) **Other Contested Matters – B190**

Fees: \$38,151.00 Total Hours: 56.3

31. During the Application Period, McDermott devoted time researching issues related to the 2024/2026 Noteholders' standing motion, the adversary proceeding, and drafting, analyzing, and corresponding regarding issues related to the foregoing.

(g) **Non-Working Travel – B195**

Fees: \$35,442.50 Total Hours: 26.4

32. During the Application Period, McDermott traveled to court hearings in Houston, Texas and billed time in connection with this travel at 50% of the timekeeper's hourly rate.

(h) **Claims Administration and Objections – B310**

Fees: \$1,110.00 Total Hours: 1.0

33. During the Application Period, McDermott analyzed the Debtors' protocol for claim objections and performed research regarding the same.

(i) **Plan and Disclosure Statement – B320**

Fees: \$222,207.50 Total Hours: 192.9

34. During the Application Period, McDermott devoted time to reviewing, analyzing, and commenting on the Debtors' plan, disclosure statement, and solicitation procedures and

materials, including the Debtors' revised versions of the same. Related to the foregoing, McDermott performed research, drafted memorandums, and participated in various conferences with Committee professionals to evaluate the Debtors' plan and disclosure statement. McDermott also devoted substantial time to preparing and corresponding with interested parties regarding an objection to the Debtors' plan and disclosure statement.

(j) Claims Investigation – CHALLENG.²

Fees: \$36,393.00 Total Hours: 41.2

35. During the Application Period, McDermott participated in various conferences with Committee co-counsel, drafted and corresponded with Committee co-counsel regarding the Committee's standing motion, and reviewed and prepared exhibits regarding the same. McDermott also devoted time to reviewing and analyzing pleadings related to the adversary proceeding and preparing a motion to compel.

(k) Other Litigation – LIT

Fees: \$140,515.50 Total Hours: 128.0

36. During the Application Period, McDermott reviewed discovery in connection with Adversary Proceeding 23-03091, analyzed various pleadings in connection with the discovery and discovery requests, prepared exhibits and a motion to seal regarding the adversary proceeding, and participated in both internal and external conferences regarding the same. McDermott also devoted time to receiving, organizing, and analyzing discovery received by the Committee, drafting email correspondences and updates regarding the same, and coordinating with other Committee

² McDermott's monthly fee statement for January 2024 contained 17.6 hours for C. Gibbs coded under the task code for CHALLENG. Upon further review, this time should have been attributed to the LIT task code as the tasks performed were related to the adversary proceeding and unrelated to lien challenge tasks. Accordingly, this Application has changed the task code from CHALLENG to LIT for these 17.6 hours. For the avoidance of doubt, the total number of hours and fees requested in this Application is the same reflected in McDermott's monthly fee statements during the Third Interim Application Period.

professionals in connection with the foregoing. Additionally, McDermott prepared for and participated in the mediation and corresponded with interested parties regarding the same.

SUMMARY OF ACTUAL AND NECESSARY EXPENSES

37. During the Third Interim Application Period, McDermott incurred \$63,125.27 in expenses on behalf of the Committee. It is McDermott's policy to charge its clients in all areas of practice for out-of-pocket expenses incurred in connection with the client's case. Expenses charged to clients include, among other things, mail and express mail, special or hand delivery, outgoing facsimiles, photocopying, scanning and/or printing, computer assisted research, travel, "working meals," transcription, as well as non-ordinary overhead expenses such as secretarial and other overtime. McDermott charges for expenses in a manner and at rates consistent with charges made generally to its other clients. A summary of McDermott's expenses incurred during the Third Interim Application Period is provided in **Exhibit H**.

U.S. TRUSTEE GUIDELINES

38. The following is provided in response to the questions raised at ¶ C.5 of the U.S. Trustee Guidelines:

<u>Question</u>	<u>Answer</u>
Did you agree to any variations from, or alternatives to, your standard or customary billing rates, fees or terms for services pertaining to this engagement that were provided during the application period?	No.
If the fees sought in this fee application as compared to the fees budgeted for the time period covered by this fee application are higher by 10% or more, did you discuss the reasons for the variation with the client?	The total fees requested in this application are not higher than 10% of what was budgeted. A comparison of the amounts billed to budget is attached as <u>Exhibit C</u> .
Have any of the professionals included in this fee application varied their hourly rate based on the geographic location of the bankruptcy case?	No.
Does the fee application include time or fees related to reviewing or revising time records or preparing, reviewing, or revising invoices?	Yes.
Does this fee application include time or fees for reviewing time records to redact any privileged or other confidential information?	Yes.
Does the fee application include any rate increases?	Yes, pursuant to the <i>Notice of Annual Rate Increase of McDermott Will & Emery LLP</i> [Docket No. 1077].

BASIS FOR THE RELIEF REQUESTED

39. Section 331 of the Bankruptcy Code provides for interim compensation of professionals not more than once every 120 days after the commencement of the cases (or more often as the court may permit) and incorporates the substantive standards of section 330 to govern the Court's award of such compensation. *See* 11 U.S.C. § 331. Section 330 provides that a court may award a professional employed under section 327 of the Bankruptcy Code "reasonable compensation for actual, necessary services rendered [and] reimbursement for actual, necessary expenses." 11 U.S.C. § 330(a)(1).

40. Section 330 also sets forth the criteria for the award of such compensation and reimbursement:

In determining the amount of reasonable compensation to be awarded to . . . [a] professional person, the court shall consider the nature, the extent, and the value of such services, taking into account all relevant factors, including –

- A. the time spent on such services;
- B. the rates charged for such services;
- C. whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under this title;
- D. whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed;
- E. with respect to a professional person, whether the person is board certified or otherwise has demonstrated skill and experience in the bankruptcy field; and
- F. whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

11 U.S.C. § 330(a)(3).

41. In determining the reasonableness of fees, courts routinely employ the twelve factors set forth by the Fifth Circuit in *Johnson v. Ga. Highway Express, Inc.*, 488 F.2d 714 (5th Cir. 1974). These factors include: (1) the time and labor required; (2) the novelty and difficulty of the questions; (3) the skill requisite to perform the legal service properly; (4) the preclusion of employment by the attorney due to acceptance of the case; (5) the customary fee; (6) whether the fee is fixed or contingent; (7) time limitations imposed by client or the circumstances; (8) the amount involved and the results obtained; (9) the experience, reputation and ability of the attorneys; (10) the undesirability of the case; (11) the nature and length of the professional relationship with the client; and (12) awards in similar cases. *Johnson*, 488 F.2d at 717-19. In

In re First Colonial Corp. of America, 544 F.2d 1291, 1298-99 (5th Cir. 1977), *cert. denied*, 431 U.S. 904 (1977), the Fifth Circuit applied the *Johnson* factors to the analysis of fee awards in bankruptcy cases.

42. Under an analysis utilizing the *Johnson* factors and the standards customarily applied to fee awards under sections 330 and 331 of the Bankruptcy Code, McDermott submits that its request for compensation and reimbursement of expenses is reasonable and proper, and that such request should be allowed in the requested amount. McDermott devoted a substantial amount of time and effort addressing the numerous issues involved in these Chapter 11 Cases. Whenever possible, McDermott sought to minimize the costs of its services to the Committee by utilizing junior attorneys and paraprofessionals to handle the more routine aspects of case administration. McDermott did not duplicate or overlap services and billing with Morrison and Foerster, LLP.

43. McDermott respectfully submits that the services for which it seeks compensation in this Application were, at the time rendered, believed to be necessary to effectively represent the Committee and the interests of the Debtors' estates and creditors, were performed economically, effectively and efficiently.

44. Further, McDermott submits that consideration of the relevant *Johnson* factors establishes that the compensation requested is reasonable in light of the nature, extent, and value of such services to the Debtors, their estates, and all parties in interest:

- (a) *The Time and Labor Required.* The professional services rendered by McDermott on behalf of the Committee have required the expenditure of substantial time and effort, as well as a high degree of professional competence and expertise, in order to deal with the many issues encountered with skill and dispatch. McDermott respectfully represents that the services rendered by it were performed efficiently, effectively and economically.

- (b) *The Novelty and Difficulty of Questions.* These Chapter 11 Cases are designated as “complex” cases and necessarily involved a significant number of novel or difficult issues in areas such as restructuring, litigation, and corporate finance. During these cases, McDermott provided assistance to the Committee and worked closely with the Committee’s professionals and with the Debtors and their professionals on numerous complex issues involving, *inter alia*, the Committee’s investigation into the Debtors’ pre-petition transactions. McDermott’s efforts and effective assistance has and will continue to maximize value for the benefit of the estate and its stakeholders and facilitate resolutions of such challenges.
- (c) *The Skill Required to Perform the Legal Services Properly.* McDermott believes that its recognized expertise in the area of insolvency proceedings and reorganization, particularly before this Court, have contributed to the efficient and effective administration of these Chapter 11 Cases.
- (d) *The Preclusion of Other Employment by Applicant Due to Acceptance of the Case.* McDermott’s representation of the Committee has not precluded its acceptance of new clients. However, the issues that have arisen in these Chapter 11 Cases required attention on a continuing, and oftentimes emergent, basis, requiring McDermott’s professionals to commit significant portions of their time to these cases.
- (e) *The Customary Fee.* The fees sought herein are based upon McDermott’s normal hourly rates for services of this kind. McDermott respectfully submits that the hourly rates of its professionals are not unusual given the time expended in attending to the representation of the Committee. McDermott’s hourly rates and the fees requested herein are commensurate with fees McDermott has been awarded in other chapter 11 cases, as well as with fees charged by other attorneys of comparable experience.
- (f) *Whether the Fee is Fixed or Contingent.* The fees requested in this Application represent fees incurred based upon a fixed hourly rate basis, contingent upon the Court’s approval of this Application.
- (g) *Time Limitations Imposed by Client or other Circumstances.* McDermott provided capable legal representation within the time limitations imposed under the unique circumstances of these cases. During these Chapter 11 Cases, there were numerous instances in which it was necessary for McDermott to deliver services on very short notice and under significant time constraints.
- (h) *The Amount Involved and Results Obtained.* For the reasons described above, McDermott respectfully submits that the amount of fees for which compensation is sought is reasonable under the circumstances given the numerous matters that had to be addressed.
- (i) *The Experience, Reputation and Ability of the Attorneys.* McDermott’s attorneys practice extensively in the fields of bankruptcy and corporate restructuring;

litigation; real estate; tax, trusts and estates; corporate, finance and business transactions; employment; environmental; and other areas of the law. McDermott has represented debtor, creditors, creditors' committees, fiduciaries and numerous other parties in cases in bankruptcy courts throughout the country.

- (j) *The Undesirability of the Case*. Not applicable.
- (k) *Nature and Length of Professional Relationship*. Not applicable.
- (l) *Awards In Similar Cases*. As previously indicated, the fees sought herein are commensurate with fees McDermott has been awarded in other chapter 11 cases.

45. In sum, the services rendered by McDermott were necessary and beneficial to the Committee and were consistently performed in a timely manner commensurate with the complexity, importance, and nature of the issues involved. Accordingly, approval of the compensation for professional services and reimbursement of the expenses sought herein is warranted.

46. No previous application for the relief sought herein has been made to this or any other Court.

WHEREFORE, McDermott respectfully requests that the Court:

- (a) approve the allowance of \$899,998.00 for compensation for professional services rendered to the Committee by McDermott during the period from December 1, 2023 through and including February 29, 2024;
- (b) approve the reimbursement of \$63,125.27 for McDermott's out-of-pocket expenses incurred in connection with the rendering of such services during the period from December 1, 2023 through and including February 29, 2024;
- (c) authorize and direct the Debtors to immediately pay to McDermott the unpaid portion of such allowed fees and expenses of \$179,999.60.
- (d) award such other relief as the Court deems just and proper.

Dated: May 6, 2024
Dallas, Texas

MCDERMOTT WILL & EMERY LLP

/s/ Charles R. Gibbs

Charles R. Gibbs (Texas Bar No. 7846300)
Jack G. Haake (Texas Bar No. 24127704)
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Dallas, Texas 75201-1664
Telephone: (214) 295-8000
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-and-

Kristin K. Going (admitted *pro hac vice*)
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Email: kgoing@mwe.com

*Counsel to the Official Committee of
Unsecured Creditors*

CERTIFICATE OF SERVICE

I certify that, on May 6, 2024, a true and correct copy of the foregoing document was served through the Electronic Case Filing system of the United States Bankruptcy Court for the Southern District of Texas and will be served as set forth in the Certificate of Service to be filed by the Committee.

/s/ Charles R. Gibbs

Charles R. Gibbs

EXHIBIT A

Gibbs Declaration

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

In re:

WESCO AIRCRAFT HOLDINGS, INC., et al.,

Debtors.¹

Case No. 23-90611 (MI)

Chapter 11

(Jointly Administered)

**DECLARATION OF CHARLES R. GIBBS IN SUPPORT OF THE THIRD INTERIM
FEE APPLICATION OF MCDERMOTT WILL & EMERY LLP FOR ALLOWANCE
OF COMPENSATION FOR SERVICES RENDERED AS CO-COUNSEL TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD FROM
DECEMBER 1, 2023 THROUGH AND INCLUDING FEBRUARY 29, 2024**

I, Charles R. Gibbs declare under penalty of perjury:

1. I am a partner in the Corporate Advisory practice of McDermott Will & Emery LLP (“McDermott”) a law firm which maintains an office at 2501 North Harwood Street, Suite 1900, Dallas, Texas 75201. I am the partner from McDermott which is currently serving as co-counsel to the Official Committee of Unsecured Creditors (the “Committee”) of Wesco Aircraft Holdings, Inc., and the affiliated, jointly-administered debtors and debtors-in-possession (the “Debtors”).

2. I have read the *Third Interim Fee Application of McDermott Will & Emery LLP as Co-Counsel to the Official Committee of Unsecured Creditors for Compensation and Reimbursement of Expenses for the Period from December 1, 2023 through February 29, 2024*

¹ The Debtors operate under the trade name Incora and have previously used the trade names Wesco, Pattonair, Haas, and Adams Aviation. A complete list of the Debtors in these chapter 11 cases, with each one’s federal tax identification number and the address of its principal office, is available on the website of the Debtors’ noticing agent at <http://www.kccllc.net/incora/>. The service address for each of the Debtors in these cases is 2601 Meacham Blvd., Ste. 400, Fort Worth, TX 76137.

(the “Application”) filed contemporaneously herewith.² To the best of my knowledge, information, and belief, formed after reasonable inquiry, the statements contained in the Application are true and correct. In addition, I believe that the Application is in conformity with the applicable provisions of the Bankruptcy Code, Federal Rules, Local Rules, this Court’s orders and the U.S. Trustee Guidelines.

3. In connection therewith, I hereby certify that:

- a. The fees and disbursements sought in the Application are billed at rates customarily employed by McDermott and generally accepted by McDermott’s clients. In addition, none of the professionals seeking compensation varied their hourly rates based on the geographic location of the Debtors’ cases;
- b. In providing a reimbursable expense, McDermott does not make a profit on that expense, whether the service is performed by McDermott in-house or through a third party;
- c. In accordance with Federal Rule 2016(a) and Bankruptcy Code section 504, no agreement or understanding exists between McDermott and any other person for the sharing of compensation to be received in connection with these chapter 11 cases except as authorized pursuant to the Bankruptcy Code, the Federal Rules and the Local Rules; and
- d. All services for which compensation is sought were professional services on behalf of the Committee and not on behalf of any other person.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

Dated: May 6, 2024

By: /s/ Charles R. Gibbs
Charles R. Gibbs

² Capitalized terms used but not defined herein shall have the meanings assigned to them in the Application.

EXHIBIT B

Proposed Order

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

In re:

WESCO AIRCRAFT HOLDINGS, INC., et al.,

Debtors.¹

Case No. 23-90611 (MPI)

Chapter 11

(Jointly Administered)

**ORDER GRANTING THIRD INTERIM FEE APPLICATION
OF MCDERMOTT WILL & EMERY LLP FOR ALLOWANCE OF
COMPENSATION FOR SERVICES RENDERED AS CO-COUNSEL TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD FROM
DECEMBER 1, 2023 THROUGH AND INCLUDING FEBRUARY 29, 2024**

The Court has considered the *Third Interim Fee Application of McDermott Will & Emery LLP as Co-Counsel to the Official Committee of Unsecured Creditors for Compensation and Reimbursement of Expenses for the Period from December 1, 2023 through February 29, 2024* (the “Application”), filed by McDermott (the “Applicant”). The Court orders:

1. The Applicant is allowed interim compensation and reimbursement of expenses in the amount of \$963,123.27 for the period set forth in the Application.
2. The Debtors are authorized to disburse any unpaid amounts allowed by paragraph 1 of this Order.

Dated: May_, 2024

THE HONORABLE MARVIN P. ISGUR
UNITED STATES BANKRUPTCY JUDGE

¹ The Debtors operate under the trade name Incora and have previously used the trade names Wesco, Pattonair, Haas, and Adams Aviation. A complete list of the Debtors in these chapter 11 cases, with each one’s federal tax identification number and the address of its principal office, is available on the website of the Debtors’ noticing agent at <http://www.kccllc.net/incora/>. The service address for each of the Debtors in these cases is 2601 Meacham Blvd., Ste. 400, Fort Worth, TX 76137.

EXHIBIT C**BUDGET FOR THE THIRD INTERIM APPLICATION PERIOD¹**

Task Code	Description	Estimated Hour	Estimated Fees	Total Hours	Total Fees
B110	Case Administration	120	\$120,000	96.0	\$109,837.00
B150	Meetings/Communications with Creditors	40	\$44,000	23.2	\$25,963.00
B155	Court Hearings	150	\$155,000	164.4	\$224,642.00
B160	Fee/Employment Applications	75	\$78,000	62.5	\$53,038.00
B185	Assumption/Rejection of Leases	30	\$33,000	12.7	\$12,698.50
B190	Other Contested Matters	70	\$77,000	56.3	\$38,151.00
B195	Non-Working Travel	30	\$33,000	26.4	\$35,442.50
B310	Claims Administration and Objections	20	\$20,000	1.0	\$1,110.00
B320	Plan & Disclosure Statement	220	\$220,000	192.9	\$222,207.50
CHALLENG	Claims Investigation	100	\$110,00.00	41.2	\$36,393.00
LIT	Other Litigation	150	\$155,000	128.0	\$140,515.50
TOTAL		1,005	\$715,220.00	804.6	\$899,998.00

¹ McDermott's monthly fee statement for January 2024 contained 17.6 hours for C. Gibbs coded under the task code for CHALLENG. Upon further review, this time should have been attributed to the LIT task code as the tasks performed were related to the adversary proceeding and unrelated to lien challenge tasks. Accordingly, this Application has changed the task code from CHALLENG to LIT for these 17.6 hours. For the avoidance of doubt, the total number of hours and fees requested in this Application is the same reflected in McDermott's monthly fee statements during the Third Interim Application Period.

EXHIBIT D**STAFFING PLAN FOR THE THIRD INTERIM APPLICATION PERIOD**

CATEGORY OF TIMEKEEPER	NUMBER OF TIMEKEEPERS EXPECTED TO WORK ON MATTER DURING PERIOD	AVERAGE HOURLY RATE
Partner	5	\$1,215 - \$2,590
Counsel	2	\$945 - \$2,015
Associate	8	\$725 - \$1,215
Paralegal	4	\$245 - \$715

EXHIBIT E**SUMMARY OF PROFESSIONAL SERVICES RENDERED BY MCDERMOTT WILL & EMERY
LLP PROFESSIONALS ON BEHALF OF THE COMMITTEE DURING
THE THIRD INTERIM APPLICATION PERIOD**

Name of Professional Person	Title, Department & Earliest Licensure / Experience	Hourly Billing Rate¹	Total Billed Hours	Total Compensation
Charles R. Gibbs	Partner; Admitted in 1978; Corporate Advisory	\$1,735.00	139.6	\$235,661.00
Kristin K. Going	Partner; Admitted in 1998; Corporate Advisory	\$1,575.00	152.0	\$229,482.00
Joel C. Haims	Partner; Admitted in 1994; Trial	\$1,485.00	0.6	\$891.00
Deanna D. Boll	Counsel; Admitted in 1998; Corporate Advisory	\$1,130.00	34.0	\$38,420.00
Jack G. Haake	Associate; Admitted in 2011; Corporate Advisory	\$1,200.00	200.3	\$234,497.00
Landon W. Foody	Associate; Admitted in 2023; Corporate Advisory	\$935.00	102.0	\$86,804.50
Cristian P. Catanese	Associate; Admitted in 2023 Corporate Advisory	\$835.00	40.0	\$27,532.00
Daniel D. Northrop	Paralegal; Corporate Advisory	\$670.00	10.8	\$6,813.50
Raniel L. Dizon	Paralegal; Corporate Advisory	\$515.00	8.7	\$4,430.50
Nolley Rainey	Paralegal; Corporate Advisory	\$450.00	0.3	\$135.00
Jacque Bishop Jones	Paralegal; Corporate Advisory	\$325.00	95.7	\$30,196.50
Daniel Valentino	Paralegal; Corporate Advisory	\$250.00	9.7	\$2,425.00
Apurva J. Ingolikar	Paralegal; Corporate Advisory	\$250.00	4.9	\$1,210.00
Fिताlesh G. Belayneh	Paralegal; Corporate Advisory	\$250.00	6.0	\$1,500.00
Total Incurred:			804.6	\$899,998.00
Total Requested:			804.6	\$899,998.00

¹ The rates above reflect McDermott's current hourly rates being charged pursuant to the *Notice of Annual Rate Increase of McDermott Will & Emery LLP* [Docket No. 1077].

EXHIBIT F**SUMMARY OF PROFESSIONAL SERVICES RENDERED BY PROJECT CATEGORY BY MCDERMOTT WILL & EMERY LLP ON BEHALF OF THE COMMITTEE DURING THE THIRD INTERIM APPLICATION PERIOD¹**

Task Code	Description	Total Hours	Total Fees
B110	Case Administration	96.0	\$109,837.00
B150	Meetings/Communications with Creditors	23.2	\$25,963.00
B155	Court Hearings	164.4	\$224,642.00
B160	Fee/Employment Applications	62.5	\$53,038.00
B185	Assumption/Rejection of Leases	12.7	\$12,698.50
B190	Other Contested Matters	56.3	\$38,151.00
B195	Non-Working Travel	26.4	\$35,442.50
B310	Claims Administration and Objections	1.0	\$1,110.00
B320	Plan & Disclosure Statement	192.9	\$222,207.50
CHALLENG	Claims Investigation	41.2	\$36,393.00
LIT	Other Litigation	128.0	\$140,515.50
TOTAL		804.6	\$899,998.00

¹ Upon further review, time from C. Gibbs attributed to the CHALLENG task code for the month of January is more correctly attributed to the LIT task code. Accordingly, this Application has adjusted the total hours and fees to reflect this change. For the avoidance of doubt, the total number of hours and fees requested is the same, time has only been moved to place it under the correct task code for this Application.

EXHIBIT G**CUSTOMARY AND COMPARABLE COMPENSATION DISCLOSURES**

Category of Timekeeper	Blended Hourly Rate¹	
	Billed by the New York Office December 1, 2022 to February 29, 2024²	Billed to Committee During Application Period³
Partners	\$1,617.00	\$1,546.46
Associates	\$1,056.00	\$1,019.09
Paralegals	\$427.00	\$343.21
Total Attorney Rate	\$1,342.00	\$1,276.42
Total Blended Rate (Attorneys, Paraprofessionals)	\$1,287.00	\$1,118.57

¹ Consistent with ¶ C.3 of the U.S. Trustee Guidelines, the blended hourly rates set forth herein are calculated by dividing the dollar value of hours billed by the number of hours billed for the relevant timekeepers during the applicable time period.

² In accordance with the U.S. Trustee Guidelines, the “Non-Bankruptcy Blended Rate” was calculated using data for timekeepers in each of the Applicant’s domestic offices in which timekeepers collectively billed at least ten percent (10%) of the hours to the Debtors’ Chapter 11 Cases during the Application Period and excludes all bankruptcy timekeepers. The data for the “preceding year” is based on information from McDermott’s financial information for the period of September 1, 2022 through November 30, 2023.

³ The aggregate blended rates charged by McDermott during the Application Period take into account the client accommodations for non-working travel (50% of such fees incurred are written off).

EXHIBIT H**SUMMARY OF EXPENSES BY PROJECT CATEGORY BY MCDERMOTT WILL &
EMERY LLP ON BEHALF OF THE COMMITTEE DURING THE THIRD INTERIM
APPLICATION PERIOD**

Expense Category	Amount
Trial Binders and Printing	\$29,717.66
Computer Usage Charge	\$15,372.60
Transportation/Parking	\$6,601.33
Transcripts	\$5,127.35
Lodging	\$4,160.90
Computer Research	\$1,549.88
Business Meals	\$433.97
Messengers	\$87.50
Seach Fees	\$74.08
Total Requested:	\$63,125.27

Exhibit I

Monthly Invoices

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

In re

WESCO AIRCRAFT HOLDINGS, INC., et al.,
Debtors.¹

Case No. 23-90611 (MI)

Chapter 11

(Jointly Administered)

**SIXTH MONTHLY FEE STATEMENT OF
MCDERMOTT WILL & EMERY LLP FOR COMPENSATION
FOR SERVICES AND REIMBURSEMENT OF EXPENSES AS COUNSEL
TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
FOR THE PERIOD FROM DECEMBER 1, 2023 THROUGH DECEMBER 31, 2023**

In accordance with the Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals [Docket No. 606], each party receiving notice of the Monthly Fee Statement will have until 14 days after the filing of the Monthly Fee Statement to object to the requested fees and expenses. Upon the expiration of such 14-day period, the Debtors are authorized to pay the Professional an amount of 80% of the fees and 100% of the expenses requested in the applicable Monthly Fee Statement that are not subject to an objection.

¹ The Debtors operate under the trade name Incoira and have previously used the trade names Wesco, Pattonair, Haas, and Adams Aviation. A complete list of the Debtors in these chapter 11 cases, with each one's federal tax identification number and the address of its principal office, is available on the website of the Debtors' noticing agent at <http://www.kcellc.net/incora/>. The service address for each of the Debtors in these cases is 2601 Meacham Blvd., Ste. 400, Fort Worth, TX 76137.

Name of Applicant:	<u>McDermott Will & Emery LLP</u>
Authorized to Provide Professional Services to:	<u>Official Committee of Unsecured Creditors (the “Committee”) of Wesco Aircraft Holdings, Inc., et al. (the “Debtors”)</u>
Date of Retention:	<u>September 6, 2023, effective as of June 23, 2023 [Docket No.723]</u>
Period for Which Compensation and Reimbursement Will be Sought:	<u>December 1, 2023 to December 31, 2023 (the “Fee Period”)</u>
Total Amount of Compensation to Be Sought as Actual, Reasonable, and Necessary for the Applicable Period:	<u>\$295,319.50</u>
Total Amount of Expense Reimbursement to be Sought as Actual, Reasonable, and Necessary for the Applicable Period:	<u>\$9,312.31</u>

Pursuant to sections 327(a) and 328(a) of title 11 of the United States Code, Rules 2014(a) and 2016 of the Federal Rules of Bankruptcy Procedure, Rule 2016-1 of the Bankruptcy Local Rules for the United States Bankruptcy Court for the Southern District of Texas, the *Order Authorizing the Employment and Retention of McDermott Will & Emery LLP as Counsel to the Official Committee of Unsecured Creditors Effective as of June 23, 2023*, dated September 7, 2023 [Docket No. 723] (the “Retention Order”), and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals*, dated August 8, 2023 [Docket No. 606], (the “Interim Compensation Order”), McDermott Will & Emery LLP (“McDermott”), counsel for the Official Committee of Unsecured Creditors (the “Committee”) of Wesco Aircraft Holdings, Inc., *et al.*, and its affiliated debtors and debtors-in-possession (collectively, the “Debtors”) in these chapter 11 cases (these “Chapter 11 Cases”), hereby submits this *Sixth Monthly Fee Statement of McDermott Will & Emery LLP for Compensation for Services Rendered and Reimbursement of Expenses as Counsel to the Official Committee of Unsecured Creditors for the*

Period from December 1, 2023 through December 31, 2023 (this “Monthly Statement”).² Specifically, McDermott seeks (i) interim allowance of \$295,319.50 for the reasonable and necessary legal services that McDermott rendered to the Committee during the Fee Period; (ii) compensation in the amount of \$236,255.60, which is equal to the eighty percent (80%) of the total amount of compensation sought for actual and necessary legal services rendered during the Fee Period (*i.e.*, \$295,319.50) and (iii) allowance and payment of \$9,312.31 for the actual and necessary expenses that McDermott incurred in connection with such services during the Fee Period.

Itemization of Services Rendered and Disbursements Incurred

Attached hereto as **Exhibit A** is a schedule of McDermott attorneys and paraprofessionals, who rendered services to the Committee in connection with these Chapter 11 Cases during the Fee Period, and the title, hourly rate, aggregate hours worked, and the amount of fees earned by each professional.

Attached hereto as **Exhibit B** is a schedule for the Fee Period setting forth the total amount of reimbursement sought with respect to each category of expenses for which McDermott is seeking payment in this Monthly Statement. All of the disbursements comprise the requested sum for McDermott’s out-of-pocket expenses, which total \$9,312.31.

Attached hereto as **Exhibit C** are the time and expense records of McDermott, which provide a summary of the time spent by each McDermott professional during the Fee Period as well as an itemization of expenses.

Attached hereto as **Exhibit D** is a schedule of the number of hours expended and fees incurred (on an aggregate basis) by McDermott attorneys and paraprofessionals during the Fee

² The period from December 1, 2023, through and including December 31, 2023, is referred to herein as the (“Fee Period”)

Period with respect to each of the project categories McDermott established in accordance with its internal billing procedures. As reflected in Exhibit D, McDermott incurred \$295,319.50 in fees during the Fee Period. Pursuant to this Monthly Statement, McDermott seeks payment for \$236,255.60 of these fees, reflecting eighty percent (80%) of the total amount incurred during the Fee Period.

Reservation of Rights

This Monthly Statement includes all of the information and supporting detail regarding fees and expenses available to McDermott at the time of the filing of this Monthly Statement. If additional information and supporting detail in connection with this Fee Period should become available as a result of delays in accounting processing, an inadvertence with respect to time entered in the accounting system, or any other valid reason, McDermott reserves the right to make an application to the Court for an allowance of such fees and expenses not included in this Monthly Statement.

Notice

Pursuant to the Interim Compensation Order, this Monthly Statement has been served upon: (a) the Debtors c/o Wesco Aircraft Holdings, Inc., 2601 Meacham Blvd., Ste. 400, Fort Worth, TX 76137, Attn: Dawn Landry (dawn.landry@incora.com); proposed counsel to the Debtors, (A) Milbank, LLP, 55 Hudson Yards, 36th Floor, New York, NY 10001, Attn: Dennis F. Dunne (DDunne@Milbank.com), Samuel A. Khalil (SKhalil@Milbank.com), and Benjamin M. Schak (BSchak@Milbank.com) and (B) Haynes and Boone LLP, 1221 McKinney Street, Suite 4000, Houston, TX 77010, Attn: Charles A. Beckham, Jr. (Charles.Beckham@haynesboone.com), Patrick L. Hughes (Patrick.Hughes@haynesboone.com), and Kelli S. Norfleet (Kelli.Norfleet@haynesboone.com); counsel to the official committee of unsecured creditors, Morrison & Foerster LLP, Attn: Lorenzo Marinuzzi (LMarinuzzi@mof.com); counsel or

proposed counsel to any other statutory committee appointed in this Chapter 11 Cases the Office of the U.S. Trustee, 515 Rusk Street, Suite 3516, Houston, TX 77002, Attn: Jayson Ruff (jayson.b.ruff@usdoj.gov).

Dated: February 5, 2024
Dallas, Texas

MCDERMOTT WILL & EMERY LLP

/s/ Charles R. Gibbs

Charles R. Gibbs (Texas Bar No. 7846300)
Jack G. Haake (Texas Bar No. 24127704)
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-and-

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Telephone: (212) 547-5429
Facsimile: (646) 417-7313
Email: kgoing@mwe.com

*Counsel to the Official Committee of
Unsecured Creditors*

CERTIFICATE OF SERVICE

I certify that, on February 5, 2024, a true and correct copy of the foregoing document was served through the Electronic Case Filing system of the United States Bankruptcy Court for the Southern District of Texas and will be served as set forth in the Certificate of Service to be filed by the Committee.

/s/ Charles R. Gibbs _____
Charles R. Gibbs

Exhibit A**Summary of Timekeepers Included in this Fee Statement**

Name of Professional Person	Position, Year Admitted and Area of Expertise	Total Hours Billed	Hourly Billing Rate	Total Compensation
PARTNERS & COUNSEL				
Charles R. Gibbs	Partner; Admitted in 1978; Corporate Advisory	38.5	\$1,565.00	\$60,252.50
Joel C. Haims	Partner; Admitted in 1994; Trial	0.6	\$1,485.00	\$891.00
Kristin K. Going	Partner; Admitted in 1998; Corporate Advisory	55.1	\$1,395.00	\$76,864.50
Deanna D. Boll	Counsel; Admitted in 1998; Corporate Advisory	34.0	\$1,130.00	\$38,420.00
ASSOCIATES				
Jack G. Haake	Associate; Admitted in 2011; Corporate Advisory	45.1	\$1,070.00	\$48,257.00
Landon W. Foody	Associate; Admitted in 2023 ³ ; Corporate Advisory	46.3	\$750.00	\$34,725.00
Cristian P. Catanese	Associate; Admitted in 2023 Corporate Advisory	32.6	\$655.00	\$21,353.00
PARAPROFESSIONALS				
Daniel D. Northrop	Paralegal; Corporate Advisory	6.5	\$605.00	\$3,932.50
Jacque Bishop Jones	Paralegal; Corporate Advisory	30.2	\$295.00	\$8,909.00
Raniel L. Dizon	Paralegal; Corporate Advisory	2.0	\$490.00	\$980.00
Apurva J. Ingolikar	Paralegal; Corporate Advisory	3.0	\$245.00	\$735.00

³ In previous fee statements Mr. Foody was incorrectly listed as having been admitted in 2021. Mr. Foody was admitted in 2023.

Exhibit B

Expense Summary

Category	Amount
Computer Usage Charge	\$7,371.00
Computer Research	\$1,460.88
Search Fees	\$74.08
Transcript Services	\$406.35
TOTAL	\$9,312.31

Exhibit C

Time and Expense Records



Invoice: 3856134
Client: 121462

01/31/2024

Wesco Aircraft Holdings, Inc. Official Committee of Unsecured Creditors
BOKF, NA
2405 Grand Boulevard, Suite 840
Kansas City, MO 64108

For Services Rendered in Connection with:

Matter: 0011 Wesco UCC
Client/Reference Number: 2021-00112

Task	Date	Name	Hours	Description
B110	12/01/23	J. Haake	0.20	Conference with B. Schak re status of case (.2).
B110	12/01/23	C. Gibbs	1.00	Review of multiple emails re adversary proceeding discovery issues (1.0).
B110	12/01/23	L. Foody	0.20	Participate in conference with Debtors' counsel re case status (.2).
B110	12/04/23	J. Haake	0.70	Conference with K. Going and C. Catanese re status of case and proposed filings (.7).
B110	12/05/23	J. Haake	0.50	Correspondence with A. Severance and T. Laws re administrative issues (.5).
B110	12/05/23	J. Haake	2.10	Research filing issues and conferences with J. Jones re exhibit filings (2.1).
B110	12/05/23	C. Gibbs	1.00	Review of multiple emails re case administrative matters (1.0).
B110	12/06/23	L. Foody	1.20	Participate in conference with UCC advisors (.2); conference with MWE team re strategy (1.0).
B110	12/06/23	J. Haake	1.00	Prepare for and participate in conference with K. Going, C. Catanese and D. Boll re strategy (1.0).
B110	12/06/23	J. Haake	1.00	Distribute pleadings to parties (.6); correspondence with K. Going re strategy and status of case (.4).
B110	12/06/23	J. Haake	1.00	Revise proposed orders, and conferences and correspondence with A. Severance and J. Jones re filing same (1.0).
B110	12/08/23	J. Bishop Jones	0.50	Communications with J. Haake re COS for recent filing and provide same (.3); revise and file same (.2).
B110	12/08/23	C. Gibbs	1.10	Review of multiple emails re case administrative matters (1.1).
B110	12/08/23	J. Bishop Jones	0.50	Communications with J. Haake re hearing transcripts (.1); communications with transcriber re same (.2);



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured
Creditors

Client: 121462
Invoice: 3856134
Invoice Date: 01/31/2024

Task	Date	Name	Hours	Description
B110	12/09/23	J. Haake	0.30	communications with co-counsel re same (.2). Correspondence with D. Boll and J. Jones re administrative issues (.3).
B110	12/11/23	J. Haake	0.30	Correspondence with K. Going re case administration issues and draft notice of hearing (.3).
B110	12/12/23	C. Gibbs	1.60	Review of multiple emails and pleadings re case administrative matters (1.6).
B110	12/13/23	J. Haake	0.50	Conference with K. Going re strategy (.5).
B110	12/13/23	C. Catanese	0.30	Conference with J. Haake re status of case (.3).
B110	12/13/23	L. Foody	0.90	Participate in status conference with Debtors' counsel (.2); participate in conference with UCC counsel re the same (.4); participate in conference with MWE team (.3).
B110	12/13/23	K. Going	0.50	Conference with internal team on lease rejections, disclosure statement and fee applications (.5).
B110	12/13/23	J. Haake	0.40	Conference with M. Birnbaum re strategy (.2); correspondence with A. Severance re administrative issues (.2).
B110	12/15/23	L. Foody	0.30	Participate in conference with Debtors' counsel (.3).
B110	12/15/23	J. Haake	0.40	Prepare for and participate in conference with B. Schak re status of case (.3); correspondence with J. Kang re administrative issues (.1).
B110	12/15/23	J. Haake	0.30	Correspondence with A. Severance re administrative issues (.3).
B110	12/15/23	J. Haake	0.50	Correspondence with J. Ruff re notice of rate increases (.1); correspondence with R. Dizon re discovery issues (.2); calendar deadlines related to litigation (.2).
B110	12/15/23	K. Going	1.00	Participate in weekly meeting with Milbank (.5); participate in follow up conference with UCC team re the same (.5).
B110	12/17/23	J. Haake	0.30	Prepare to attend hearing and correspondence with C. Gibbs re same (.3).
B110	12/18/23	J. Bishop Jones	1.00	Communications with J. Haake and C. Gibbs re status conference and hearing (.2); enter appearances for both (.2); follow up communications re same (.1); prepare and file transcripts requests for both matter held (.3); communications with co-counsel re same (.2).



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured
Creditors

Client: 121462
Invoice: 3856134
Invoice Date: 01/31/2024

Task	Date	Name	Hours	Description
B110	12/18/23	J. Bishop Jones	1.00	Review notice of hearing on January 16, 2024 (.2); circulate to MWE team (.1); review communications re trial dates (.2); communications with J. Haake (.2); draft same (.2); review filings and deadlines (.1).
B110	12/18/23	J. Haake	0.90	Conferences with M. Birnbaum and J. Bishop re scheduling and administrative issues (.9).
B110	12/19/23	J. Bishop Jones	1.00	Communications with MoFo team re transcripts and provide same (.4); additional communications re process of requesting transcripts in SDTX (.2); communications with J. Haake re deposition transcripts (.2); review same (.2).
B110	12/19/23	C. Gibbs	0.50	Review of multiple emails re case administrative matters (.5).
B110	12/20/23	J. Haake	0.50	Correspondence with A. Severance and J. Jones re supplemental declaration and filing same (.5).
B110	12/20/23	J. Haake	1.00	Prepare for and attend conference re strategy (.6); correspondence with K. Going re strategy and administrative issues (.4).
B110	12/20/23	J. Haake	0.30	Prepare for and participate in conference with MWE team re strategy (.3).
B110	12/20/23	L. Foody	0.40	Participate in weekly UCC professionals meeting (.2); participate in conference with MWE team re case developments (.2).
B110	12/20/23	C. Catanese	0.30	Participate in conference with UCC on strategy of case (.2); conference with J. Haake re case strategy (.1).
B110	12/21/23	C. Gibbs	0.70	Review of multiple emails re case administrative matters (.7).
B110	12/21/23	J. Haake	1.60	Conference with S. Daly re procedural issues (.4); analysis of expert report issues (.8); analysis of objection to noteholders' standing motion (.4).
B110	12/22/23	J. Haake	0.60	Prepare for and participate in conference with B. Schak re status of case (.6).
B110	12/26/23	L. Foody	0.50	Participate in update conference with Debtors' counsel (.5).
B110	12/29/23	L. Foody	0.30	Participate in update conference with Debtors' counsel (.3).
B150	12/06/23	J. Haake	0.70	Participate in conference with UCC re strategy and status of case (.7).



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured
Creditors

Client: 121462
Invoice: 3856134
Invoice Date: 01/31/2024

Task	Date	Name	Hours	Description
B150	12/07/23	J. Haake	0.70	Prepare for and participate in conference with UCC re status of case and strategy (.7).
B150	12/07/23	C. Gibbs	0.70	Participate in UCC meeting and review advisors decks for same (.7).
B150	12/07/23	L. Foody	0.50	Participate in weekly UCC meeting (.5).
B150	12/07/23	K. Going	1.00	Prepare for (.5) and participate in UCC meeting (.5).
B150	12/13/23	K. Going	1.60	Participate in conference with UCC team (.6); review documents for UCC meeting (1.0).
B150	12/13/23	J. Haake	0.40	Prepare for and participate in conference with UCC professionals re strategy and status of case (.4).
B150	12/13/23	C. Catanese	0.30	Participate in UCC committee meeting re status of case (.3).
B150	12/14/23	L. Foody	0.50	Participate in weekly UCC meeting (.5).
B150	12/14/23	K. Going	1.00	Prepare for (.5) and participate in UCC meeting (.5).
B150	12/14/23	J. Haake	0.40	Prepare for and participate in conference with UCC re strategy and case status (.4).
B150	12/14/23	C. Gibbs	0.80	Prepare for and attendance on weekly UCC conference, including review of decks provided by advisors (.8).
B150	12/20/23	L. Foody	0.60	Participate in settlement discussion with UCC (.6).
B150	12/21/23	J. Haake	0.50	Prepare for and participate in conference with B. Schak re RSA (.5).
B150	12/22/23	J. Haake	0.50	Prepare for and participate in conference with UCC re strategy and status of settlement discussions (.5).
B150	12/22/23	J. Bishop Jones	2.10	Communications with J. Haake re the following (.2); review case docket and service correspondence (.3); revise COSs (.6); finalize and file same (.2); serve MWE's fifth monthly fee statement (.2); draft COS re same (.4); finalize and file (.2).
B150	12/29/23	J. Haake	0.40	Conference with B. Schak re status of case (.4).
B155	12/06/23	J. Haake	0.50	Conference with C. Gibbs re hearing (.3); conference with D. Smolarski re hearing (.2).
B155	12/06/23	J. Haake	0.50	Prepare for and attend hearing re claim objection procedures (.5).
B155	12/06/23	J. Bishop Jones	0.90	Communications with MWE team re the following (.2); enter appearances for attendance at December 6, 2023 hearing (.2); communications with J. Haake re the same (.2); prepare transcript request and file same (.3).



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured
Creditors

Client: 121462
Invoice: 3856134
Invoice Date: 01/31/2024

Task	Date	Name	Hours	Description
B155	12/06/23	C. Gibbs	1.00	Prepare for and attend hearing on claim objection procedures (1.0).
B155	12/06/23	K. Going	1.70	Prepare for (.5) and participate in status conference on omnibus claims objection procedures (1.2).
B155	12/18/23	K. Going	1.30	Participate in status conference regarding adversary trial (1.3).
B155	12/18/23	J. Haake	0.70	Prepare for and attend emergency hearing regarding discovery, and correspondence with K. Going re same (.7).
B155	12/18/23	L. Foody	0.90	Participate in 12.18.2023 status conference (.9).
B160	12/01/23	C. Gibbs	0.50	Review of emails re status of interim fee application preparation (.5).
B160	12/06/23	J. Bishop Jones	2.50	Review communications from J. Haake re fee application (.2); review order granting leave (.2); review first interim fee application (.2); prepare amended coversheet for same (.5); circulate for attorney review (.1); additional communications re same (.2) finalize and file same (.3); file order granting fee app (.2); circulate same (.1); review revised MoFo order and CNO for fee application (.2); further revisions to same (.2); file same (.1).
B160	12/06/23	C. Gibbs	0.60	Review draft of fourth interim fee application (.6).
B160	12/07/23	J. Haake	0.20	Correspondence with J. Kang re fee statements (.2).
B160	12/08/23	J. Haake	0.50	Review fourth monthly fee applications and correspondence with J. Jones re filing same (.5).
B160	12/08/23	J. Bishop Jones	2.00	Communications with J. Haake re the following (.2); prepare monthly fee statements of UCC professionals for filing (.8); circulate same (.2); revise same (.5); file same and circulate to MWE team (.3).
B160	12/11/23	C. Gibbs	0.40	Review draft interim fee applications (.4).
B160	12/13/23	J. Haake	0.10	Correspondence with C. Fendrych re fee applications (.1).
B160	12/13/23	C. Catanese	1.00	Draft notice of rate increase (1.0).
B160	12/13/23	L. Foody	3.80	Review and revise time entries for confidential/privileged information and for conformity with the local rules (3.8).
B160	12/13/23	D. Northrop	0.30	Finalize Morrison Foerster rate increase notice for filing (.1); file same (.2).
B160	12/13/23	D. Northrop	0.80	Finalize Morrison Foerster fourth monthly fee



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured
Creditors

Client: 121462
Invoice: 3856134
Invoice Date: 01/31/2024

Task	Date	Name	Hours	Description
				statement for filing (.3); file same (.3); serve Morrison Foerster fourth monthly fee statement via email (.2).
B160	12/14/23	J. Haake	0.40	Revise fifth fee statement and correspondence with K. Going re same (.4).
B160	12/14/23	J. Haake	1.30	Draft fifth monthly fee statement and revise notices of rate changes for filing (1.3).
B160	12/14/23	K. Going	0.60	Review notices of rate increase (.4); discuss same with team for filing (.2).
B160	12/20/23	J. Bishop Jones	1.00	Communications with J. Haake re the following (.2); review supplemental declaration ISO MoFo retention (.3); revise same (.2); circulate to MWE team (.1); finalize and file same (.2).
B160	12/21/23	J. Haake	0.60	Revise fifth fee statement for MWE and correspondence with K. Going re same (.6).
B160	12/21/23	J. Bishop Jones	1.70	Review monthly fee statements for Debtors professionals (.5); circulate same (.3); review notices of rate increases of Debtors professionals (.3); communications with J. Haake (.2); finalize and file MWE's fifth monthly fee statement (.4).
B160	12/27/23	J. Haake	0.50	Analysis of fee statements for settlement purposes, and correspondence with K. Going and A. Cruz re same (.5).
B160	12/27/23	C. Catanese	1.00	Review past fee statements (1.0).
B160	12/27/23	K. Going	2.50	Correspondence related to amounts in excess of holdback (.8); review charts and invoices (1.7).
B185	12/14/23	L. Foody	1.60	Review and analyze first omnibus rejection (1.6).
B185	12/19/23	L. Foody	4.20	Review and analyze Debtors' first and second omnibus rejections and gulf stream rejection (1.4); review and analyze related contracts/leases (1.8); draft summary re the same (1.0).
B185	12/20/23	L. Foody	2.20	Draft chart detailing Debtors' rejection and compile related proofs of claim (2.2).
B190	12/04/23	J. Bishop Jones	0.30	Revise MoFo order and CNO for attorney review (.3).
B190	12/05/23	D. Northrop	3.90	Continue to upload sealed version of Smolarski declaration in support of the Committee's corrected standing motion and 122 exhibits thereto for filing on the ECF case docket, including reformatting certain



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured
Creditors

Client: 121462
Invoice: 3856134
Invoice Date: 01/31/2024

Task	Date	Name	Hours	Description
				exhibits to comply with ECF system requirements (2.3); troubleshoot error messages generated by the CM/ECF filing system in attempting to file the sealed version of Smolarski declaration and exhibits thereto, including testing pdf files for compliance with filing system requirements and compatibility (.3); conference with J. Haake regarding error messages generated by the CM/ECF filing system and next steps (.1); conference with Houston Bankruptcy Court clerk regarding error messages generated by the CM/ECF filing system in attempting to file Smolarski declaration and exhibits (.1); multiple emails with J. Haake regarding CM/ECF filing errors, timing-out of transaction due to length of time needed to complete the upload of all documents, and the Bankruptcy clerk's suggested work-around or solution (.5); email correspondence with co-counsel at Morrison Forester regarding sealed version of corrected standing motion and complaint filed on 12/4/2023, redlines of documents to be provided to the court, etc. (.2); conference with J. Bishop Jones regarding re-attempting to file the sealed version of the Smolarski declaration in support of the Committee's corrected standing motion and 122 exhibits thereto and filing redacted versions of the Committee's corrected standing motion, corrected proposed complaint and Smolarski declaration and exhibits (.2); follow-up communications with J. Bishop Jones regarding second attempt to file sealed Smolarski declaration and all exhibits thereto and strategy with respect to third attempt to file same (.1); conference with K. Going regarding status of filings and nature of the CM/ECF errors (.1).
B190	12/22/23	J. Haake	0.50	Correspondence with T. Foudy and D. Smolarski re objection to 2024/2026 noteholder standing motion (.5).
B190	12/22/23	J. Bishop Jones	1.90	Review UCC's objection to 2024/2026 Standing Motion (.3); finalize and file same (.2); communications with MWE & MoFo's team re



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured
Creditors

Client: 121462
Invoice: 3856134
Invoice Date: 01/31/2024

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				expert report (.3); revise COS of service of same (.6); communications with J. Haake re same (.2); finalize and file same (.3).
B195	12/18/23	C. Gibbs	1.10	Travel to Houston for hearing (travel time reduced by 50%) (1.1).
B195	12/19/23	C. Gibbs	1.00	Return travel from Houston (travel time reduced by 50%) (1.0).
B310	12/04/23	C. Catanese	0.50	Research claim objections (.5).
B310	12/05/23	C. Gibbs	0.50	Review of motion to establish claim objection and settlement procedures (.5).
B320	12/01/23	C. Gibbs	0.70	Review of emails and conferences with co-counsel re disclosure statement objection preparation (.7).
B320	12/01/23	L. Foody	3.60	Research re disclosure statement objection and Judge Isgur transcripts (3.6).
B320	12/01/23	K. Going	5.70	Prepare for (.5) and conference with Debtors on disclosure statement hearing timing (.4); conference with Jones Day regarding same (.4); discuss disclosure statement objection with team (.8); review Jones Day motion to adjourn (.7); review plan and disclosure statement (2.2); prepare outline on disclosure statement objection (.7).
B320	12/03/23	C. Catanese	4.60	Research and review of precedent on disclosure statement objections (1.5); review motion in support of disclosure statement (.3); review of legal standard on adequate information (.2); draft shell pleading (1.2); locating transcripts on disclosure statement hearings in compute north (.2); reading transcripts and taking notes (1.2).
B320	12/04/23	C. Catanese	2.50	Review memo written by L. Foody re disclosure statement and plan (.5); review of plan and disclosure statement (2.0).
B320	12/04/23	L. Foody	1.40	Review disclosure statement and objection (1.4).
B320	12/04/23	K. Going	1.00	Discuss disclosure statement objection with MWE team (1.0).
B320	12/04/23	K. Going	0.40	Conference with Jones Day regarding disclosure statement objection (.4).
B320	12/05/23	K. Going	3.40	Revise disclosure statement objection (2.6); correspondence with team regarding same (.8).
B320	12/05/23	D. Boll	4.80	Conference with K. Going re objection to disclosure



**McDermott
Will & Emery**

Wesco Aircraft Holdings, Inc. Official Committee of Unsecured
Creditors

Client: 121462
Invoice: 3856134
Invoice Date: 01/31/2024

Task	Date	Name	Hours	Description
				statement (.2); analyze issues in Debtors' plan and disclosure statement (3.6); analyze issues in UCC standing motion as related to disclosure statement (1.0).
B320	12/05/23	C. Catanese	12.90	Analyze releases re plan and disclosure statement (2.0); research on release objections (1.0); draft provisions on releases (1.0); cross checking factual timeline re the same (1.0); draft factual timeline in the objection and pulling plan provisions (1.4); conference with K. Going on draft (.3); review JD/Langur Maize pleading draft (.2); research Rule 2002 standard (1.0); retrieve precedent on Rule 2002 standard (1.0); revise draft re new case developments (2.5); final revisions and turnover of draft (1.5).
B320	12/06/23	C. Gibbs	0.70	Review draft of disclosure statement objection (.7).
B320	12/06/23	K. Going	3.30	Participate in team call on disclosure statement objection (.6); review outline and comment on same (2.7).
B320	12/06/23	D. Boll	10.40	Conference with K. Going, J. Haake and C. Catanese re objection to disclosure statement (1.0); draft disclosure statement objection (9.4).
B320	12/06/23	L. Foody	2.90	Research re opt-out provisions in fifth circuit (2.9).
B320	12/06/23	J. Haake	3.60	Analysis of plan, disclosure statement and solicitation procedures (3.6).
B320	12/06/23	J. Haake	1.80	Review and revise disclosure statement objection, and conferences with D. Boll re same (1.8).
B320	12/07/23	C. Gibbs	0.60	Review revised draft of objection to disclosure statement (.6).
B320	12/07/23	L. Foody	2.00	Review and analyze Debtors' solicitation materials (.8); review and comment on disclosure statement objection (1.2).
B320	12/07/23	K. Going	3.00	Review and comment on disclosure statement objection (2.8); conference with Jones Day on disclosure statement objection (.2).
B320	12/07/23	D. Boll	13.80	Continue to draft disclosure statement objection (10.2); conference with J. Haake, C. Catanese and L. Foody re strategies for objection and legal analysis re same (1.7); analyze law for same (1.9).
B320	12/07/23	J. Haake	0.30	Correspondence with UCC re objection to disclosure



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured
Creditors

Client: 121462
Invoice: 3856134
Invoice Date: 01/31/2024

Task	Date	Name	Hours	Description
				statement (.3).
B320	12/07/23	J. Haake	3.00	Revise draft disclosure statement objection (1.3); conference with C. Catanese, L. Foody and D. Boll re strategies for objection and legal analysis re same (1.7).
B320	12/08/23	C. Gibbs	0.50	Conference with co-counsel re objection to disclosure statement and review revised draft of same (.5).
B320	12/08/23	L. Foody	4.50	Review and revise disclosure statement objection (3.2); research re the same (1.3).
B320	12/08/23	K. Going	2.00	Review and comment on disclosure statement objection (1.6); internal discussion regarding same (.4).
B320	12/08/23	D. Boll	4.50	Revise disclosure statement objection (1.3); multiple conferences with J. Haake, C. Catanese and L. Foody re edits to disclosure statement (.7); analyze law re disclosure statement objections both in and out of Fifth Circuit (2.5).
B320	12/08/23	C. Catanese	3.10	Revise disclosure statement objection (2.4); research SDTX precedent on third party releases (.7).
B320	12/11/23	D. Boll	0.50	Analyze issues re disclosure statement jurisdiction (.3); conference with J. Haake re same (.1); conference with K. Going re edits to objection (.1).
B320	12/12/23	J. Haake	0.80	Correspondence with K. Going re strategy (.3); correspondence with UCC re status of plan and disclosure statement (.5).
B320	12/15/23	K. Going	0.80	Correspondence regarding potential settlement (.8).
B320	12/18/23	C. Gibbs	0.60	Review of issues list re plan and review revised draft of objection to disclosure statement (.6).
B320	12/18/23	J. Bishop Jones	0.30	Review notice of rescheduled hearing on disclosure statement (.2); circulate to MWE team (.1).
B320	12/18/23	L. Foody	2.20	Research re proposed language for disclosure statement (2.2).
B320	12/19/23	K. Going	3.30	Review correspondence on proposed settlement (.8); begin review of disclosure statement revisions (1.2); begin review of RSA terms (1.3).
B320	12/19/23	J. Haake	1.00	Revise draft language re standing motion to propose being included in disclosure statement (1.0).
B320	12/19/23	J. Haake	0.60	Analysis of proposed plan revisions proposed by



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured
Creditors

Client: 121462
Invoice: 3856134
Invoice Date: 01/31/2024

Task	Date	Name	Hours	Description
				Debtors (.6).
B320	12/19/23	L. Foody	1.80	Draft proposed language for disclosure statement (1.8).
B320	12/19/23	C. Gibbs	0.70	Review of emails and materials re case settlement proposals (.7).
B320	12/20/23	C. Gibbs	0.80	Review of emails re case settlement proposal (.8).
B320	12/21/23	C. Gibbs	1.10	Review of multiple emails and decks re global settlement proposal (1.1).
B320	12/21/23	K. Going	1.60	Review and respond to correspondence regarding plan settlement terms (1.3); conference with LM regarding same (.3).
B320	12/21/23	L. Foody	3.80	Research re restructuring support agreements and UCCs (3.8).
B320	12/22/23	L. Foody	2.20	Research re RSAs and stipulations for committees (2.2).
B320	12/22/23	C. Gibbs	1.50	Review drafts of plan and disclosure statement documents and multiple emails re plan issues (1.5).
B320	12/22/23	K. Going	2.00	Correspondence related to plan settlement (1.3); review revised projections (.7).
B320	12/26/23	J. Haake	0.50	Conference with B. Schak re plan solicitation procedures (.5).
B320	12/26/23	C. Gibbs	2.20	Review drafts of plan and disclosure statement documents and multiple emails re plan issues (2.2).
B320	12/26/23	K. Going	1.10	Prepare for (.6) and conference re solicitation and plan issues with Milbank (.5).
B320	12/27/23	C. Gibbs	1.80	Review of multiple emails re plan, disclosure statement settlement and proposed stipulation (1.8).
B320	12/27/23	K. Going	3.00	Review revised disclosure statement and plan (1.7); internal discussions regarding open items (1.3).
B320	12/28/23	J. Haake	0.40	Review plan comments and correspondence with R. Ferraioli re same (.4).
B320	12/28/23	C. Gibbs	1.90	Review of multiple emails re plan, disclosure statement settlement and proposed stipulation (1.9).
B320	12/28/23	L. Foody	0.80	Participate in conference with Debtors' counsel re settlement (.8).
B320	12/28/23	K. Going	2.30	Correspondence regarding settlement terms (2.3).
B320	12/28/23	K. Going	1.70	Review and comment on stipulation for UCC settlement (1.7).
B320	12/29/23	C. Gibbs	1.50	Review of multiple emails re plan, disclosure



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured
Creditors

Client: 121462
Invoice: 3856134
Invoice Date: 01/31/2024

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B320	12/29/23	K. Going	6.10	statement settlement and proposed stipulation (1.5). Review further revisions to stipulation, plan and disclosure statement (4.3); correspondence with L. Foody regarding same (.4); propose revisions to stipulation (1.4).
B320	12/29/23	L. Foody	2.40	Review and analyze Committee's stipulation in lieu of RSA re prior research (2.4).
CHALLENGE	12/02/23	K. Going	0.70	Discuss corrected motion and exhibits with team (.7).
CHALLENGE	12/04/23	C. Catanese	3.60	Conference with J. Haake about redactions to standing motion (.1); conference with J. Haake and D. Azman from MoFo about information to redact (.1); conference with J. Haake where we redacted relevant portions of the standing motion and complaint (1.2); review documents for objectionable content (1.7); review factual timeline of pleadings (.5).
CHALLENGE	12/04/23	D. Northrop	1.50	Conference with J. Haake regarding filing sealed and redacted versions of the Committee's corrected standing motion, corrected proposed complaint and supporting Smolarski declaration, including all exhibits thereto (.1); revise and finalize corrected standing motion and exhibits thereto, including proposed order and corrected proposed complaint for filing under seal (.2); prepare same for filing (.1); file sealed version of corrected standing motion and exhibits thereto on the ECF case document (.4); prepare Smolarski declaration and exhibits thereto for filing (.3); file and upload sealed version of Smolarski declaration and exhibits thereto in CM/ECF (.4).
CHALLENGE	12/04/23	J. Haims	0.30	Correspondence about standing motion, draft complaint, potential plan objection and strategy (.3).
CHALLENGE	12/04/23	J. Haake	3.40	Redact and finalize documents for filing revised standing motion (3.4).
CHALLENGE	12/04/23	J. Haake	0.40	Correspondence with A. Severance re filing corrected standing motion (.4).
CHALLENGE	12/04/23	J. Haake	0.50	Conferences with M. Birnbaum re corrected standing motion (.5).



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured
Creditors

Client: 121462
Invoice: 3856134
Invoice Date: 01/31/2024

Task	Date	Name	Hours	Description
CHALLENGE	12/04/23	J. Haake	1.60	Revise redactions of proposed complaint, and conferences with J. Jones re filing corrected standing motion and related exhibits (1.6).
CHALLENGE	12/05/23	J. Haims	0.30	Correspondence about standing motion, draft complaint, potential plan objection and strategy (.3).
CHALLENGE	12/05/23	K. Going	0.70	Correspondence with team on redactions and filing of standing motion (.7).
CHALLENGE	12/05/23	J. Bishop Jones	12.50	Communications with J. Haake and D. Northrop re attempted filing of Sealed Declaration ISO UCC Standing Motion (.6); review document (.5); revise same for filing (.4); upload declaration iso of standing motion with 122 exhibits (1.5); communications with J. Haake re inability to file and error codes received re upload in comparison to previous ability to file as one document (.5); communications with Courts IT Help desk (.5); prepare declaration and exhibits for revised filing of declaration over separate docket entries (.8); finalize and file 3 sets for documents equaling the declaration and 122 exhibits under seal (2.7); review redacted standing motion (.2); finalize and file same (.3) review redacted declaration and exhibits for filing (1.0); prepare and file redacted declaration in support of standing motion (1.3); circulate same to MWE & MoFo teams (.2); manually retrieve sealed versions of filed documents which required individual downloading of each document due to file size and amount (1.5); prepare titan file and serve sealed declaration and exhibits on service list (.5).
CHALLENGE	12/06/23	C. Catanese	2.50	Revise adversary proceeding objection (1.3); conference with J. Haake over objection (.2); conference with K. Going, J. Haake and D. Boll re strategy (1.0).
CHALLENGE	12/06/23	C. Gibbs	0.80	Review of multiple emails re discovery issues and scheduling issues in adversary proceedings (.8).
CHALLENGE	12/06/23	J. Haake	0.50	Correspondence with parties re corrected standing motion (.5).
CHALLENGE	12/07/23	C. Gibbs	1.30	Review of multiple emails re discovery issues related to adversary proceeding and conferences with



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured
Creditors

Client: 121462
Invoice: 3856134
Invoice Date: 01/31/2024

Task	Date	Name	Hours	Description
CHALLE NG	12/11/23	C. Gibbs	1.10	co-counsel re same (1.3). Review of multiple emails re case administrative matters, including discovery and standing disputes regarding adversary proceedings (1.1).
CHALLE NG	12/13/23	C. Gibbs	1.80	Conference with all parties re scheduled status conference (.4); review of multiple emails re same, pending adversary proceedings and case administrative matters (1.4).
CHALLE NG	12/14/23	C. Gibbs	1.20	Review of multiple emails re status of discovery in adversary proceedings and motion to compel (1.2).
CHALLE NG	12/15/23	C. Gibbs	1.40	Review of multiple emails re adversary proceeding discovery issues and potential settlement (1.4).
CHALLE NG	12/18/23	C. Gibbs	1.10	Review of multiple emails re settlement proposals and adversary proceeding discovery issues (1.1).
CHALLE NG	12/19/23	C. Gibbs	1.00	Review of multiple emails re discovery and pre-trial issues on adversary proceedings (1.0).
CHALLE NG	12/20/23	C. Gibbs	1.00	Review of multiple emails re pretrial issues regarding adversary proceeding (1.0).
CHALLE NG	12/20/23	J. Bishop Jones	1.00	Communications with J. Haake (.1); draft CNO for UCC Motion to Seal Standing Motion (.4); retrieve proposed order re same (.1); circulate to MWE team (.1); additional communications re same (.1); communications re adversary proceeding trial dates (.1); review same (.1).
CHALLE NG	12/22/23	J. Haake	1.00	Conferences and correspondence with S. Daly re service of expert rebuttal and filing certificate of service re same (1.0).
LIT	12/01/23	R. Dizon	1.00	Prepare received productions for case development review in document discovery platform (1.0).
LIT	12/04/23	A. Ingolikar	2.50	Continue to upload metadata, images, natives and text to discovery platform, and continue to update search index and STR (2.5).
LIT	12/04/23	R. Dizon	0.50	Prepare received productions for case development review in document discovery platform (.5).
LIT	12/04/23	J. Haake	1.10	Prepare for and participate in conference re discovery disputes in adversary proceeding (1.1).
LIT	12/04/23	C. Gibbs	0.70	Review of emails re adversary proceeding discovery issues (.7).
LIT	12/07/23	R. Dizon	0.50	Prepare received productions for case development



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured
Creditors

Client: 121462
Invoice: 3856134
Invoice Date: 01/31/2024

Task	Date	Name	Hours	Description
LIT	12/08/23	A. Ingolikar	0.50	review in document discovery platform (.5). Continue to upload metadata, images, natives and text to discovery platform, and continue to update search index and STR (.5).
LIT	12/08/23	J. Haake	0.20	Conference with parties to litigation re privilege dispute (.2).
LIT	12/13/23	K. Going	1.30	Conference with M. Birnbaum and C. Gibbs regarding status conference (.8); participate in status conference with Milbank (.3); review correspondence regarding same (.2).
LIT	12/14/23	J. Haake	0.60	Participate in conference re litigation schedule and meet and confer (.6).
LIT	12/14/23	K. Going	0.50	Correspondence regarding meet and confer over status conference (.5).
LIT	12/14/23	L. Foody	0.60	Participate in meet and confer with interested parties (.6).
Total Hours			293.90	

Timekeeper Summary

Name	Hours	Rate	Amount
J. Bishop Jones	30.20	295.00	8,909.00
D. Boll	34.00	1,130.00	38,420.00
C. Catanese	32.60	655.00	21,353.00
R. Dizon	2.00	490.00	980.00
L. Foody	46.30	750.00	34,725.00
C. Gibbs	38.50	1,565.00	60,252.50
K. Going	55.10	1,395.00	76,864.50
J. Haake	45.10	1,070.00	48,257.00
J. Haims	0.60	1,485.00	891.00
A. Ingolikar	3.00	245.00	735.00
D. Northrop	6.50	605.00	3,932.50
Totals	293.90		\$295,319.50

Task Code Summary



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured Creditors

Client: 121462
 Invoice: 3856134
 Invoice Date: 01/31/2024

Task Code	Description	Hours	Amount
B110	Case Administration	30.20	31,157.00
B150	Mtgs/Communications w/Creditor	12.70	13,237.50
B155	Court Hearings	7.50	8,509.50
B160	Fee/Employment Applications	22.30	17,473.50
B185	Assumption/Rejection of Leases	8.00	6,000.00
B190	Other Contested Matters	6.60	3,543.50
B195	Non-Working Travel	2.10	3,286.50
B310	Claims Administration & Object	1.00	1,110.00
B320	Plan and Disclosure Statement	152.30	166,804.50
CHALLENGE	Claims Investigation	41.20	36,393.00
LIT	Other Litigation	10.00	7,804.50
		<u>293.90</u>	<u>295,319.50</u>

Costs and Other Charges

Description	Amount
Computer Research	182.79
Computer research (L. Foody)	
Computer Research	1,278.09
Computer research (D. Boll)	
Computer Usage Charge - Data Review & Production Software	4,000.00
December monthly fee for discovery platform use (RelativityOne, 325.83 GBs)	
Depositions	3,371.00
VENDOR: Veritext, INVOICE#: 6960916, DATE: 11/9/2023 - Wesco deposition	
Miscellaneous	20.10
Court records	
Miscellaneous	406.35
Hearing transcript invoice	
Search Fees	53.98
VENDOR: Chapter 11 Dockets, INVOICE#: 132096, DATE: 12/11/2023 - Chapter 11 Dockets, November 2023 Searches	
Total Costs and Other Charges	\$9,312.31
Total This Invoice	<u>\$304,631.81</u>



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured
Creditors

Client: 121462
Invoice: 3856134
Invoice Date: 01/31/2024



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured Creditors
Invoice: 3856134

01/31/2024

Invoice Totals

Matter Name	Hours	Fees	Costs and Other Charges	Retainer	Total
0011 Wesco UCC	293.90	295,319.50	9,312.31	0.00	304,631.81

Exhibit D**Statement of Fees by Project Category**

Task Code	Description	Total Hours	Total Fees
B110	Case Administration	30.2	\$31,157.00
B150	Meetings/Communications with Creditors	12.7	\$13,237.50
B155	Court Hearings	7.5	\$8,509.50
B160	Fee/Employment Applications	22.3	\$17,473.50
B185	Assumption/Rejection of Leases	8.0	\$6,000.00
B190	Other Contested Matters	6.6	\$3,543.50
B195	Non-Working Travel	2.1	\$3,286.50
B310	Claims Administration and Objections	1.0	\$1,110.00
B320	Plan and Disclosure Statement	152.3	\$166,804.50
CHALLENG	Claims Investigation	41.2	\$36,393.00
LIT	Other Litigation	10.0	\$7,804.50
TOTAL		239.9	\$295,319.50

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

In re

WESCO AIRCRAFT HOLDINGS, INC., et al.,
Debtors.¹

Case No. 23-90611 (MPI)

Chapter 11

(Jointly Administered)

**SEVENTH MONTHLY FEE STATEMENT OF
MCDERMOTT WILL & EMERY LLP FOR COMPENSATION
FOR SERVICES AND REIMBURSEMENT OF EXPENSES AS COUNSEL
TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
FOR THE PERIOD FROM JANUARY 1, 2024 THROUGH JANUARY 31, 2024**

In accordance with the Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals [Docket No. 606], each party receiving notice of the Monthly Fee Statement will have until 14 days after the filing of the Monthly Fee Statement to object to the requested fees and expenses. Upon the expiration of such 14-day period, the Debtors are authorized to pay the Professional an amount of 80% of the fees and 100% of the expenses requested in the applicable Monthly Fee Statement that are not subject to an objection.

¹ The Debtors operate under the trade name Incora and have previously used the trade names Wesco, Pattonair, Haas, and Adams Aviation. A complete list of the Debtors in these chapter 11 cases, with each one's federal tax identification number and the address of its principal office, is available on the website of the Debtors' noticing agent at <http://www.kccllc.net/incora/>. The service address for each of the Debtors in these cases is 2601 Meacham Blvd., Ste. 400, Fort Worth, TX 76137.

Name of Applicant:	<u>McDermott Will & Emery LLP</u>
Authorized to Provide Professional Services to:	<u>Official Committee of Unsecured Creditors (the “Committee”) of Wesco Aircraft Holdings, Inc., et al. (the “Debtors”)</u>
Date of Retention:	<u>September 6, 2023, effective as of June 23, 2023 [Docket No.723]</u>
Period for Which Compensation and Reimbursement Will be Sought:	<u>January 1, 2024 to January 31, 2024 (the “Fee Period”)</u>
Total Amount of Compensation to Be Sought as Actual, Reasonable, and Necessary for the Applicable Period:	<u>\$332,126.50</u>
Total Amount of Expense Reimbursement to be Sought as Actual, Reasonable, and Necessary for the Applicable Period:	<u>\$36,469.62</u>

Pursuant to sections 327(a) and 328(a) of title 11 of the United States Code, Rules 2014(a) and 2016 of the Federal Rules of Bankruptcy Procedure, Rule 2016-1 of the Bankruptcy Local Rules for the United States Bankruptcy Court for the Southern District of Texas, the *Order Authorizing the Employment and Retention of McDermott Will & Emery LLP as Counsel to the Official Committee of Unsecured Creditors Effective as of June 23, 2023*, dated September 7, 2023 [Docket No. 723] (the “Retention Order”), and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals*, dated August 8, 2023 [Docket No. 606], (the “Interim Compensation Order”), McDermott Will & Emery LLP (“McDermott”), counsel for the Official Committee of Unsecured Creditors (the “Committee”) of Wesco Aircraft Holdings, Inc., *et al.*, and its affiliated debtors and debtors-in-possession (collectively, the “Debtors”) in these chapter 11 cases (these “Chapter 11 Cases”), hereby submits this *Seventh Monthly Fee Statement of McDermott Will & Emery LLP for Compensation for Services Rendered and Reimbursement of Expenses as Counsel to the Official Committee of Unsecured Creditors for*

the Period from January 1, 2024 through January 31, 2024 (this “Monthly Statement”).² Specifically, McDermott seeks (i) interim allowance of \$332,126.50 for the reasonable and necessary legal services that McDermott rendered to the Committee during the Fee Period; (ii) compensation in the amount of \$265,701.20, which is equal to the eighty percent (80%) of the total amount of compensation sought for actual and necessary legal services rendered during the Fee Period (*i.e.*, \$332,126.50) and (iii) allowance and payment of \$36,469.62 for the actual and necessary expenses that McDermott incurred in connection with such services during the Fee Period.

Itemization of Services Rendered and Disbursements Incurred

Attached hereto as **Exhibit A** is a schedule of McDermott attorneys and paraprofessionals, who rendered services to the Committee in connection with these Chapter 11 Cases during the Fee Period, and the title, hourly rate, aggregate hours worked, and the amount of fees earned by each professional.

Attached hereto as **Exhibit B** is a schedule for the Fee Period setting forth the total amount of reimbursement sought with respect to each category of expenses for which McDermott is seeking payment in this Monthly Statement. All of the disbursements comprise the requested sum for McDermott’s out-of-pocket expenses, which total \$36,469.62.

Attached hereto as **Exhibit C** are the time and expense records of McDermott, which provide a summary of the time spent by each McDermott professional during the Fee Period as well as an itemization of expenses.

Attached hereto as **Exhibit D** is a schedule of the number of hours expended and fees incurred (on an aggregate basis) by McDermott attorneys and paraprofessionals during the Fee

² The period from January 1, 2024, through and including January 31, 2024, is referred to herein as the (“Fee Period”)

Period with respect to each of the project categories McDermott established in accordance with its internal billing procedures. As reflected in **Exhibit D**, McDermott incurred \$332,126.50 in fees during the Fee Period. Pursuant to this Monthly Statement, McDermott seeks payment for \$265,701.20 of these fees, reflecting eighty percent (80%) of the total amount incurred during the Fee Period.

Reservation of Rights

This Monthly Statement includes all of the information and supporting detail regarding fees and expenses available to McDermott at the time of the filing of this Monthly Statement. If additional information and supporting detail in connection with this Fee Period should become available as a result of delays in accounting processing, an inadvertence with respect to time entered in the accounting system, or any other valid reason, McDermott reserves the right to make an application to the Court for an allowance of such fees and expenses not included in this Monthly Statement.

Notice

Pursuant to the Interim Compensation Order, this Monthly Statement has been served upon: (a) the Debtors c/o Wesco Aircraft Holdings, Inc., 2601 Meacham Blvd., Ste. 400, Fort Worth, TX 76137, Attn: Dawn Landry (dawn.landry@incora.com); proposed counsel to the Debtors, (A) Milbank, LLP, 55 Hudson Yards, 36th Floor, New York, NY 10001, Attn: Dennis F. Dunne (DDunne@Milbank.com), Samuel A. Khalil (SKhalil@Milbank.com), and Benjamin M. Schak (BSchak@Milbank.com) and (B) Haynes and Boone LLP, 1221 McKinney Street, Suite 4000, Houston, TX 77010, Attn: Charles A. Beckham, Jr. (Charles.Beckham@haynesboone.com), Patrick L. Hughes (Patrick.Hughes@haynesboone.com), and Kelli S. Norfleet (Kelli.Norfleet@haynesboone.com); counsel to the official committee of unsecured creditors, Morrison & Foerster LLP, Attn: Lorenzo Marinuzzi (LMarinuzzi@mof.com); counsel or

proposed counsel to any other statutory committee appointed in this Chapter 11 Cases the Office of the U.S. Trustee, 515 Rusk Street, Suite 3516, Houston, TX 77002, Attn: Jayson Ruff (jayson.b.ruff@usdoj.gov).

Dated: March 7, 2024
Dallas, Texas

MCDERMOTT WILL & EMERY LLP

/s/ Charles R. Gibbs

Charles R. Gibbs (Texas Bar No. 7846300)
Jack G. Haake (Texas Bar No. 24127704)
2501 North Harwood Street, Suite 1900
Dallas, Texas 75201-1664
Telephone: (214) 295-8000
Facsimile: (972) 232-3098
Email: crgibbs@mwe.com
jhaake@mwe.com

-and-

Kristin K. Going (admitted *pro hac vice*)
One Vanderbilt Avenue
New York, NY 10017-3852
Telephone: (212) 547-5429
Facsimile: (646) 417-7313
Email: kgoing@mwe.com

*Counsel to the Official Committee of
Unsecured Creditors*

CERTIFICATE OF SERVICE

I certify that, on March 7, 2024, a true and correct copy of the foregoing document was served through the Electronic Case Filing system of the United States Bankruptcy Court for the Southern District of Texas and will be served as set forth in the Certificate of Service to be filed by the Committee.

/s/ Charles R. Gibbs
Charles R. Gibbs

Exhibit A**Summary of Timekeepers Included in this Fee Statement**

Name of Professional Person	Position, Year Admitted and Area of Expertise	Total Hours Billed	Hourly Billing Rate	Total Compensation
PARTNERS & COUNSEL				
Charles R. Gibbs	Partner; Admitted in 1978; Corporate Advisory	61.3	\$1,735.00	\$106,355.50
Kristin K. Going	Partner; Admitted in 1998; Corporate Advisory	60.2	\$1,575.00	\$94,815.00
ASSOCIATES				
Jack G. Haake	Associate; Admitted in 2011; Corporate Advisory	56.8	\$1,200.00	\$68,160.00
Landon W. Foody	Associate; Admitted in 2023 ³ ; Corporate Advisory	40.8	\$935.00	\$38,148.00
Cristian P. Catanese	Associate; Admitted in 2023 Corporate Advisory	3.5	\$835.00	\$2,922.50
PARAPROFESSIONALS				
Daniel D. Northrop	Paralegal; Corporate Advisory	2.6	\$670.00	\$1,742.00
Jacque Bishop Jones	Paralegal; Corporate Advisory	46.0	\$325.00	\$14,950.00
Raniel L. Dizon	Paralegal; Corporate Advisory	3.9	\$515.00	\$2,008.50
Apurva J. Ingolikar	Paralegal; Corporate Advisory	1.9	\$250.00	\$475.00
Fितालेश G. Belayneh	Paralegal; Corporate Advisory	4.0	\$250.00	\$1,000.00
Daniel Valentine	Paralegal; Corporate Advisory	6.2	\$250.00	\$1,550.00

³ In previous fee statements Mr. Foody was incorrectly listed as having been admitted in 2021. Mr. Foody was admitted in 2023.

Exhibit B**Expense Summary**

Category	Amount
Printing Costs for Trial and Hearing Binders	\$29,717.66
Computer Usage Charge	\$4,001.60
Transcript Services	\$1,476.85
Transportation	\$1,063.94
Computer Research	\$89.00
Messenger	\$87.50
Business Meals	\$33.07
TOTAL	\$36,469.62

Exhibit C

Time and Expense Records



Invoice: 3864467
Client: 121462

02/26/2024

Wesco Aircraft Holdings, Inc. Official Committee of Unsecured Creditors
BOKF, NA
2405 Grand Boulevard, Suite 840
Kansas City, MO 64108

For Services Rendered in Connection with:

Matter: 0011 Wesco UCC
Client/Reference Number: 2021-00112

Task	Date	Name	Hours	Description
B110	01/02/24	J. Haake	0.60	Correspondence with K. Going and J. Jones re administrative issues (.6).
B110	01/02/24	J. Haake	0.30	Correspondence with A. Severance re administrative issues (.3).
B110	01/02/24	J. Bishop Jones	2.00	Communications with J. Haake re January 4, 2024 hearing (.2); draft W&E list for same (.5); revise same (.2); prepare exhibit for same (.1); circulate to MWE team (.1); finalize and file same (.3); circulate to MWE team (.1); review debtors' W&E list and exhibits there to (.3); circulate same (.2).
B110	01/03/24	K. Going	1.00	Participate in weekly UCC professionals call (.7); internal discussion on plan issues (.3).
B110	01/03/24	J. Haake	0.60	Participate in call with B. Schak (.4); correspondence with B. Schak re solicitation procedures (.2).
B110	01/03/24	C. Catanese	0.20	Participate in meeting with J. Haake re case status (.2).
B110	01/03/24	L. Foody	0.50	Participate in UCC advisors conference (.3); participate in conference with MWE team re case strategy (.2).
B110	01/04/24	C. Gibbs	0.80	Review of multiple emails re pending case administrative matters (.8).
B110	01/05/24	K. Going	0.50	Attend weekly update meeting with Debtors (.5).
B110	01/05/24	L. Foody	0.20	Participate in conference with Debtors' counsel (.2).
B110	01/08/24	J. Haake	1.20	Correspondence with D. Cummiskey re administrative issues (.5); correspondence with J. Jones re hearing (.4); call with S. Daly re hearing (.3).
B110	01/09/24	J. Haake	0.20	Correspondence with A. Rosen re administrative issues and fees (.2).



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured
Creditors

Client: 121462
Invoice: 3864467
Invoice Date: 02/26/2024

Task	Date	Name	Hours	Description
B110	01/10/24	C. Catanese	1.00	Participate in status conference with MWE team (.9); prepare for weekly meeting (.1).
B110	01/10/24	C. Gibbs	1.20	Review of multiple emails re case administration matters (.7); participate in weekly conference with UCC professionals (.5).
B110	01/10/24	L. Foody	1.20	Participate in conference with UCC advisors (.3); participate in conference with MWE team (.9).
B110	01/10/24	K. Going	1.40	Participate in MWE group call on weekly update (.7); internal call on hearing prep and solicitation (.7).
B110	01/11/24	J. Bishop Jones	1.50	Review amended Chapter 11 plan and disclosure statement (.2); circulate to MWE team (.1); communications with MWE team re updating materials for hearing (.3); communications with N. Taylor and MoFo team (.1); compile materials (.4); coordinate assembly of attorney hearing materials with Houston office (.2); enter appearances for MWE and MoFo teams (.1); communications re same (.1).
B110	01/11/24	C. Gibbs	0.70	Review of multiple emails re case administration matters (.7).
B110	01/12/24	J. Haake	0.20	Correspondence with A. Severance and J. Jones re administrative issues (.2).
B110	01/12/24	K. Going	0.70	Participate in weekly meeting with Debtors (.7).
B110	01/12/24	C. Gibbs	0.90	Review of multiple emails re case administration matters (.9).
B110	01/12/24	L. Foody	0.20	Participate in conference with Debtors' counsel (.2).
B110	01/13/24	J. Haake	0.80	Research Southern District of Texas cases re case administration issues and correspondence with A. Severance re same (.8).
B110	01/13/24	C. Gibbs	1.50	Review of multiple emails and pleadings re trial issues and rev of order on SJ (1.5).
B110	01/16/24	J. Bishop Jones	2.00	Review W&E lists for January 18, 2024 hearing (.5); communications with J. Haake (.3); review UCC W&E List (.3); file same (.2); prepare and file motion to seal (.2); prepare and file sealed W&E list (.3); serve same (.2).
B110	01/16/24	J. Haake	2.00	Prepare for January 18 hearing and correspondence with C. Gibbs re same (.6); draft exhibit and witness list and correspondence and call with T. Foudy re same (.6); draft motion to seal and correspondence



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured
Creditors

Client: 121462
Invoice: 3864467
Invoice Date: 02/26/2024

Task	Date	Name	Hours	Description
B110	01/16/24	J. Haake	1.30	and calls with J. Jones re filing same (.8). Correspondence with C. Gibbs re status of hearing (.2); correspondence with K. Going re administrative issues (.2); calls with J. Jones re exhibits and revise exhibit list (.6); preparations for hearing and call with J. Jones re same (.3).
B110	01/17/24	J. Haake	0.40	Prepare for and participate in call with UCC team re status of case and strategy for hearing (.4).
B110	01/17/24	J. Haake	0.20	Correspondence with D. Smolarski re hearing preparations (.2).
B110	01/17/24	C. Gibbs	4.10	Review of multiple emails and pleadings re trial procedures and discovery (1.8); participate in weekly standing call with professionals (.4); prepare for hearing, including review of all exhibits and live pleadings on standing (1.9).
B110	01/17/24	K. Going	0.60	Participate in weekly call with UCC professionals (.6).
B110	01/17/24	L. Foody	0.10	Participate in conference with UCC advisors (.1).
B110	01/17/24	J. Bishop Jones	1.50	Communications with J. Haake (.3); prepare hearing materials for January 18 hearing (1.2).
B110	01/18/24	J. Bishop Jones	1.00	Communications with J. Haake (.3); prepare and file transcript requests for January hearings in main case and adversary proceeding (.5); follow up communications with co-counsel (.2).
B110	01/19/24	J. Haake	0.60	Prepare for and participate in call with B. Schak re status of case (.6).
B110	01/19/24	C. Gibbs	1.80	Participate in weekly UCC meeting (1.8).
B110	01/19/24	K. Going	0.60	Update call with debtors (.6).
B110	01/19/24	L. Foody	0.40	Participate in conference with Debtors' counsel re case developments (.4).
B110	01/19/24	K. Going	1.10	All professionals meeting (.5); participate in UCC meeting (.6).
B110	01/22/24	J. Haake	1.10	Draft motion to seal in anticipation of filing sealed exhibit list (1.1).
B110	01/22/24	J. Bishop Jones	2.50	Review opposing party briefs ISO of standing motions, declarations, and motions to seal same (.8); review filing re continuing hearing to January 23, 2024 (.3); circulate same (.2); communications with J. Haake (.2); revise COS (.3); file same (.2); review



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured
Creditors

Client: 121462
Invoice: 3864467
Invoice Date: 02/26/2024

Task	Date	Name	Hours	Description
				of committee trial exhibits (.3); communications with co-counsel re same (.2).
B110	01/23/24	J. Haake	2.70	Revise Committee exhibit list (1.3); calls with D. Baskerville and J. Jones re exhibit list (1.0); revise draft motion to seal (.4).
B110	01/23/24	C. Gibbs	1.90	Review of multiple emails re proposed stipulation on standing issues for trial and drafts of same (1.2); review of multiple emails re case admin matters (.7).
B110	01/24/24	C. Gibbs	2.20	Review of multiple emails re trial prep and scheduling issues (1.2); participate in weekly conference with MWE team and with UCC professionals (1.0).
B110	01/24/24	J. Haake	0.40	Participate in call with K. Going re status of case and strategy (.4).
B110	01/24/24	C. Catanese	0.30	Attend standing professionals call (.3).
B110	01/24/24	C. Catanese	0.30	Participate in weekly status call (.3).
B110	01/24/24	L. Foody	0.40	Participate in conference with UCC advisors (.3); participate in conference with MWE re case strategy (.1).
B110	01/26/24	L. Foody	0.60	Participate in conference with Debtors' counsel re case updates (.3); draft summary re the same (.3).
B110	01/31/24	K. Going	0.60	Participate in weekly UCC advisors call (.6).
B110	01/31/24	C. Gibbs	1.40	Review of multiple emails re trial prep and trial schedule and evidence issues (1.4).
B110	01/31/24	C. Catanese	0.30	Participate in standing professional meeting with MWE and MoFo team (.3).
B110	01/31/24	L. Foody	0.20	Participate in conference with UCC advisors re case updates (.2).
B150	01/03/24	C. Catanese	0.30	Participate in committee meeting with L. Foody (.3).
B150	01/04/24	C. Gibbs	0.50	Participate in Committee meeting (.5).
B150	01/04/24	K. Going	0.90	Prepare for (.3) and participate in Committee meeting (.6).
B150	01/04/24	L. Foody	0.50	Participate in UCC committee meeting (.5).
B150	01/10/24	J. Haake	0.30	Call with creditor re solicitation and voting, and call with M. Scian re same (.3).
B150	01/10/24	C. Catanese	0.40	Participate in weekly UCC conference re case status (.3); prepare for weekly meeting (.1).
B150	01/17/24	C. Catanese	0.10	Participate in weekly UCC meeting (.1).
B150	01/19/24	J. Haake	0.30	Prepare for and participate in UCC call re strategy



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured
Creditors

Client: 121462
Invoice: 3864467
Invoice Date: 02/26/2024

Task	Date	Name	Hours	Description
				(.3).
B150	01/19/24	K. Going	0.80	Prepare for meeting with UCC (.8).
B150	01/19/24	L. Foody	0.50	Participate in weekly UCC meeting (.5).
B150	01/21/24	J. Bishop Jones	0.50	Draft COS for fifth monthly fee statements for debtor's professionals (.4); circulate same (.1).
B150	01/26/24	J. Haake	1.50	Prepare for and participate in call with UCC to discuss strategy (1.5).
B150	01/26/24	L. Foody	0.40	Participate in January 26, 2024 UCC meeting (.4).
B150	01/30/24	J. Haake	0.20	Call with A. Kates re status of case (.2).
B155	01/04/24	C. Gibbs	1.00	Prepare for and attendance at hearing on Stipulation (1.0).
B155	01/04/24	L. Foody	0.60	Participate in January 4, 2024 hearing (.4); draft summary re the same (.2).
B155	01/11/24	J. Haake	0.70	Prepare for and attend hearing re disclosure statement (.7).
B155	01/11/24	C. Gibbs	3.50	Prepare for and attendance at disclosure statement hearing (3.5).
B155	01/11/24	K. Going	4.00	Review revised disclosure statement and solicitation materials in preparation for hearing on DS (1.3); attend DS hearing (2.7).
B155	01/18/24	J. Haake	2.00	Attend court hearing re adversary proceeding (2.0).
B155	01/18/24	K. Going	4.80	Attend initial hearing on standing and trial (4.8).
B155	01/18/24	C. Gibbs	1.50	Prepare for hearing on standing motion (1.5).
B155	01/18/24	C. Gibbs	6.50	Attendance at hearing (6.5).
B155	01/18/24	L. Foody	3.50	Participate in January 18, 2024 court hearing (3.5).
B155	01/19/24	C. Gibbs	1.40	Return from Houston (travel time reduced by 50%) (1.4).
B155	01/23/24	K. Going	0.40	Attend status conference (.4).
B155	01/23/24	J. Haake	1.00	Prepare for and attend hearing (1.0).
B155	01/23/24	C. Gibbs	0.50	Attendance on status conference with court (.5).
B155	01/25/24	J. Haake	9.90	Prepare for and attend initial day of trial (9.9).
B155	01/30/24	K. Going	7.80	Attend Wesco trial and hearing on Gulfstream (7.8).
B155	01/31/24	K. Going	4.80	Attend Wesco trial (4.8).
B160	01/09/24	L. Foody	2.30	Prepare excel workbook of previously filed monthly fee statements for second interim fee application (2.3).
B160	01/10/24	L. Foody	4.80	Draft second interim fee application (4.8).
B160	01/10/24	J. Bishop Jones	1.50	Review monthly fee statements of Debtors' professionals (.3); circulate same to MWE team (.2);



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured
Creditors

Client: 121462
Invoice: 3864467
Invoice Date: 02/26/2024

Task	Date	Name	Hours	Description
				draft supplemental declaration re MWE team (.8); circulate same to MWE team (.2).
B160	01/11/24	L. Foody	3.10	Continue drafting second interim fee application (3.1).
B160	01/12/24	L. Foody	3.40	Finalize second interim fee application (3.4).
B160	01/16/24	J. Haake	0.70	Review and revise Province fee statement, and correspondence with E. Mattson re same (.7).
B160	01/16/24	L. Foody	1.70	Revise second interim fee application (1.7).
B160	01/16/24	C. Gibbs	0.50	Review of second interim fee application (.5).
B160	01/16/24	J. Bishop Jones	1.00	Communications with J. Haake and C. Gibbs re the following (.2); revise supplemental declaration re MWE retention (.2); file same (.1); compile service list (.1); serve same (.1); prepare COS (.2); file same (.1).
B160	01/17/24	J. Haake	0.90	Revise second interim fee application and correspondence with J. Jones re same (.9).
B160	01/17/24	J. Haake	0.30	Correspondence with J. Kang re fee application (.3).
B160	01/17/24	J. Haake	0.30	Correspondence with A. Rosen and E. Mattson re fee application (.3).
B160	01/17/24	J. Haake	0.50	Correspondence with K. Going and L. Foody re fee applications, and review applications (.5).
B160	01/17/24	L. Foody	1.10	Conference with J. Haake re second interim fee application (.2); revise second interim fee application (.9).
B160	01/17/24	J. Bishop Jones	1.00	Communications with J. Haake (.2); prepare and file fifth monthly fee statement for Province and Piper Sandler (.5); serve same (.2); circulate to MWE team (.1).
B160	01/18/24	L. Foody	1.30	Revise second interim fee application exhibits (.9); prepare the same for filing (.4).
B160	01/25/24	L. Foody	0.40	Multiple correspondences with A. Cruz re fee application (.2); correspondences with J. Haake re the same (.2).
B160	01/26/24	L. Foody	4.10	Review and revise time entries for privileged and confidential information (4.1).
B160	01/29/24	L. Foody	3.80	Draft sixth monthly fee application (3.8).
B185	01/19/24	K. Going	2.30	Review Gulfstream rejection issues (2.3).
B185	01/31/24	L. Foody	1.10	Review and analyze Meacham lease assumption motion and proposed order re assumption deadline



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured
Creditors

Client: 121462
Invoice: 3864467
Invoice Date: 02/26/2024

Task	Date	Name	Hours	Description
				extension (1.1).
B190	01/04/24	J. Bishop Jones	1.00	Review communications from C. Gibbs (.1); prepare hearing materials for January 4, 2024 hearing (.2); review LM's Objection to Motion for Stipulation (.2) circulate same (.1); revise hearing materials with same (.1); provide hearing materials for attorney hearing preparation (.1); enter appearances for MoFo and MWE teams (.2).
B190	01/04/24	K. Going	1.40	Review recent pleadings on Gulfstream and 24/26 group objection to stip (1.0); internal discussions regarding next steps (.4).
B190	01/08/24	D. Northrop	1.60	Research for sample deposition designations (both those filed as stand-alone documents on the docket and those incorporated as part of witness and exhibit lists) in cases pending before Judge Isgur (1.6).
B190	01/09/24	J. Bishop Jones	1.50	Communications with J. Haake re the following (.3); prepare and file W&E list for January 11, 2024 hearing (.3); circulate to MWE team (.1); communications with N. Taylor and co-counsel re hearing materials (.4); assemble materials for same (.4).
B190	01/11/24	K. Going	1.20	Review and comment on reply to 24/26 standing motion (1.2).
B190	01/12/24	C. Gibbs	1.70	Review of multiple emails and pleadings re adversary proceeding trial (1.2); review of summary judgment order and opinion (.5).
B190	01/15/24	C. Gibbs	2.20	Review of multiple emails and pleadings discovery and trial issues (2.2).
B190	01/16/24	D. Northrop	0.30	Conference with J. Haake regarding filing unredacted version of Committee witness and exhibit list for 1/18/2024 hearing under seal, and preparing and filing a motion to seal witness and exhibit list (.1); follow up email correspondence with J. Haake regarding sample motion to file witness and exhibit list under seal (.2).
B190	01/17/24	K. Going	0.50	Coordination with MWE team regarding tomorrow's hearing (.5).
B190	01/22/24	J. Bishop Jones	0.50	Review briefs filed by LM & Platinum (.2); review Judge's order re revised Platinum brief (.1); review



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured
Creditors

Client: 121462
Invoice: 3864467
Invoice Date: 02/26/2024

Task	Date	Name	Hours	Description
				revised Platinum brief (.1); circulate to MWE team (.1).
B190	01/22/24	D. Northrop	0.70	Draft email to J. Haake regarding sample/precedent for deposition designations filed on the case docket in Southern District of Texas bankruptcy cases (.7).
B190	01/22/24	K. Going	1.20	Review and respond to extensive correspondence regarding trial, standing, matters to be heard, and exhibits (1.2).
B190	01/23/24	J. Bishop Jones	11.00	Review UCC Trial exhibits (.2) prepare designations of trial exhibits (.8); prepare slip-pages for exhibits to be filed under seal (.7); review initial W&E list (.3); file redacted W&E list with 72 exhibits (1.5); filed sealed version (1.5); receive and prepare trial materials filed by opposing parties and attorney materials for prep (5.0); multiple communications re same (.5); review deposition designations (.3); file same (.2).
B190	01/23/24	J. Haake	3.60	Analysis of exhibit lists circulated by parties to adversary proceeding (1.4); prepare for trial and prepare binders for same (2.2).
B190	01/23/24	K. Going	1.10	Review and respond to extensive correspondence regarding trial, standing, matters to be heard, and exhibits (1.1).
B190	01/24/24	J. Bishop Jones	5.00	Revise trial materials filed by opposing parties and attorney materials for prep (5.0).
B190	01/24/24	L. Foody	1.90	Review and analyze arrow electronics complaint (1.9).
B190	01/25/24	J. Bishop Jones	2.00	Communications with J. Haake (.4); retrieve and compile sealed exhibits for multiple parties (.8) submit to co-counsel (.2); communications with office services re same (.1); prepare trial notebook for J. Haake (.5).
B190	01/25/24	J. Bishop Jones	1.00	Communications with J. Haake re the following (.2); retrieve and provide documents for trial notebook (.3); follow up communications with Houston office services re delivery of material to courthouse (.3); follow up communications with J. Haake re same (.2).
B190	01/26/24	J. Bishop Jones	1.00	Communications with J. Haake (.2); prepare and



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured
Creditors

Client: 121462
Invoice: 3864467
Invoice Date: 02/26/2024

Task	Date	Name	Hours	Description
				W&E List for upcoming hearing (.3); file same (.2); circulate same (.1); communications re materials for hearing (.2).
B190	01/29/24	J. Bishop Jones	2.50	Communications with J. Haake (.2); prepare trial exhibits for team for various parties of litigation (1.5); multiple communications re materials for hearing (.8).
B190	01/29/24	J. Bishop Jones	1.50	Communications with J. Haake (.3); communications with vendor re additional hearing materials and exhibits for trial (.3); prepare and provide additional documents received for cross examinations for trial (.9).
B190	01/30/24	J. Bishop Jones	2.00	Communications with J. Haake (.2); review motion in limine and other related filing re day 2 of trial (.6); communications and preparation of UCC materials for same (.5); prepare cross-examination materials (.5); follow up communications re same (.2).
B190	01/31/24	K. Going	0.80	Correspondence with UCC advisors about Gulfstream negotiations and positions (.8).
B190	01/31/24	J. Bishop Jones	2.50	Communications with J. Haake and K. Going (.1) retrieve notice of same (.1); circulate to MWE team (.1); enter appearances for MWE team (.1); follow up communications re same (.1); receipt of sealed exhibits for multiple parties for February 1, 2024 trial (.5); assemble trial materials for MWE & MoFo teams (1.5).
B195	01/10/24	C. Gibbs	1.30	Travel to Houston for DS hearing (travel time reduced by 50%) (1.3).
B195	01/11/24	C. Gibbs	1.40	Return from Houston (travel time reduced by 50%) (1.4).
B195	01/17/24	C. Gibbs	1.40	Travel to Houston for hearings (travel time reduced by 50%) (1.4).
B195	01/24/24	J. Haake	1.50	Travel to Houston (travel time reduced by 50%) (1.5).
B195	01/25/24	J. Haake	1.50	Return travel from first day of trial in adversary proceeding (travel time reduced by 50%) (1.5).
B320	01/02/24	K. Going	2.30	Review and comment on revised solicitation procedures (1.9); internal discussion regarding precedent and response (.4).



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured
Creditors

Client: 121462
Invoice: 3864467
Invoice Date: 02/26/2024

Task	Date	Name	Hours	Description
B320	01/03/24	K. Going	1.40	Review and respond to bidding procedure issues (1.4).
B320	01/03/24	J. Haake	0.30	Call with B. Butterfield re plan issues (.3).
B320	01/03/24	J. Haake	0.20	Call with B. Schak re solicitation procedures (.2).
B320	01/03/24	L. Foody	2.50	Review and analyze revised plan/ds/solicitation procedures (2.5).
B320	01/04/24	J. Haake	0.30	Correspondence with B. Schak re solicitation materials (.3).
B320	01/04/24	C. Gibbs	0.70	Review of multiple emails re plan settlement issues (.7).
B320	01/04/24	K. Going	2.10	Review revised DS order and attachments (1.7); internal discussion regarding same (.4).
B320	01/05/24	K. Going	3.00	Review and comment on plan revisions (1.3); correspondence regarding 24/26 plan proposal (.8); participate in call regarding plan negotiations (.9).
B320	01/08/24	J. Haake	1.30	Correspondence with K. Going re disclosure statement (.3); prepare for and participate in call with B. Schak re plan (.5); analysis of amended disclosure statement (.5).
B320	01/08/24	K. Going	1.40	Review and comment on further revisions to plan (1.4).
B320	01/08/24	C. Catanese	0.50	Review of disclosure statement re UCC standing motion insert (.5).
B320	01/09/24	C. Gibbs	1.20	Review of drafts of POR and DS revisions (.8); review of draft of solicitation letter (.4).
B320	01/09/24	J. Haake	1.60	Correspondence with A. Severance re plan hearing preparations (.6); calls and correspondence with S. Daly re preparations for hearing and plan documents (.5); analysis of plan documents (.5).
B320	01/09/24	K. Going	3.20	Continued review and comment on revised plan and disclosure statement additions (3.2).
B320	01/10/24	C. Gibbs	1.90	Review of further revisions to the POR and DS, along with supporting documents (1.0); review of revised draft of solicitation letter (.4); conference with co-counsel re same (.5).
B320	01/10/24	J. Haake	1.20	Prepare for and participate in call with B. Schak re status of case and disclosure statement hearing (1.2).
B320	01/10/24	J. Haake	1.70	Call with K. Going re solicitation issues and Committee plan support letter (.7); call with S. Daly



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured
Creditors

Client: 121462
Invoice: 3864467
Invoice Date: 02/26/2024

Task	Date	Name	Hours	Description
				re plan support letter (.4); correspondence with M. Birnbaum re disclosure statement hearing and preparations for same (.6).
B320	01/10/24	K. Going	2.80	Review and comment on revisions to disclosure statement and solicitation procedures (2.8).
B320	01/11/24	J. Haake	0.40	Correspondence with K. Going re support letter (.4).
B320	01/11/24	J. Haake	0.40	Correspondence with A. Severance and K. Going re revisions to plan support letter to incorporate comments from court (.4).
B320	01/12/24	J. Haake	0.50	Revise Committee plan position letter, and correspondence with K. Going and S. Daly re same (.5).
B320	01/12/24	J. Haake	0.60	Prepare for and participate in call with B. Schak re status of case and plan solicitation (.6).
B320	01/12/24	K. Going	2.80	Review and comment on revisions to disclosure statement and ballot in light of hearing (2.8).
B320	01/12/24	K. Going	0.60	Internal discussion on ballot changes and DS (.6).
CHALLE NG	01/11/24	C. Gibbs	1.10	Review of multiple emails re adversary proceeding timeline and discovery (1.1).
CHALLE NG	01/16/24	C. Gibbs	2.10	Review of multiple emails re discovery issues and disputes over hearing procedures and timeline (2.1).
CHALLE NG	01/18/24	C. Gibbs	0.90	Review of multiple emails regarding discovery issues related to trial schedule (.9).
CHALLE NG	01/19/24	C. Gibbs	1.80	Review of multiple emails regarding trial scheduling and discovery issues (1.8).
CHALLE NG	01/20/24	C. Gibbs	1.20	Review of multiple emails re trial schedule and discovery issues (1.2).
CHALLE NG	01/21/24	C. Gibbs	1.20	Review of multiple emails re trial schedule and discovery issues (1.2).
CHALLE NG	01/22/24	C. Gibbs	2.40	Review of multiple emails re proposed Stipulation and re trial and discovery issues (1.7); review of draft stipulation (.4); conferences with co-counsel re trial coverage (.3).
CHALLE NG	01/26/24	C. Gibbs	1.30	Review of multiple emails re trial and discovery issues (1.3).
CHALLE NG	01/27/24	C. Gibbs	1.20	Review of multiple emails re trial scheduling and discovery issues (1.2).
CHALLE NG	01/28/24	C. Gibbs	1.10	Review of multiple emails re trial scheduling and discovery issues (1.1).



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured
Creditors

Client: 121462
Invoice: 3864467
Invoice Date: 02/26/2024

Task	Date	Name	Hours	Description
CHALLENGE	01/29/24	C. Gibbs	1.50	Review of multiple emails re case administrative matters and re trial scheduling and discovery issues (1.5).
CHALLENGE	01/30/24	C. Gibbs	1.80	Review of multiple emails re case admin matters and re trial scheduling and discovery issues (1.8).
LIT	01/09/24	R. Dizon	0.80	Prepare received productions for case development review in document discovery platform (.8).
LIT	01/10/24	F. Belayneh	1.00	Import production data and load into the review document platform (.7); conduct quality control on data (.3).
LIT	01/10/24	D. Valentino	1.00	Continue to upload incoming production set for attorney review, and continue to update dtSearch, search term reports and production fields (1.0).
LIT	01/10/24	R. Dizon	0.80	Prepare received productions for case development review in document discovery platform (.8).
LIT	01/10/24	J. Haake	0.30	Correspondence with K. Going re production of documents related to litigation (.3).
LIT	01/10/24	C. Catanese	0.10	Distribute supplemental document production (.1).
LIT	01/11/24	F. Belayneh	1.00	Import production data and load into the review document platform (.7); conduct quality control on data (.3).
LIT	01/11/24	D. Valentino	1.30	Continue to upload incoming production set for attorney review, and continue to update dtSearch, search term reports and production fields (1.3).
LIT	01/11/24	D. Valentino	0.80	Overlay incoming production set (volume: JPMC006) for attorney review. update dtSearch, production fields and search term reports.
LIT	01/11/24	D. Valentino	1.00	Upload incoming production set for attorney review, and update dtSearch, search term reports and production fields (1.0).
LIT	01/11/24	D. Valentino	0.50	Continue to upload incoming production set for attorney review, and continue to update dtSearch, search term reports and production fields (.5).
LIT	01/11/24	D. Valentino	0.80	Continue to upload incoming production set for attorney review, and continue to update dtSearch, search term reports and production fields (.8).
LIT	01/16/24	K. Going	0.80	Review and respond to correspondence regarding trial starting this week (.8).
LIT	01/18/24	K. Going	1.30	Correspondence related to next steps on trial (.9);



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured
Creditors

Client: 121462
Invoice: 3864467
Invoice Date: 02/26/2024

Task	Date	Name	Hours	Description
LIT	01/22/24	R. Dizon	1.00	internal team meeting regarding same (.4). Prepare received productions for case development review in document discovery platform (1.0).
LIT	01/22/24	J. Haake	1.30	Prepare for and participate in litigation meet and confer (1.3).
LIT	01/23/24	A. Ingolikar	0.50	Continue to upload data to discovery platform, and continue to update search index and STR (.5).
LIT	01/23/24	F. Belayneh	2.00	Import production data and load into the review document platform (1.5); conduct quality control on data (.5).
LIT	01/23/24	D. Valentino	0.80	Continue to upload incoming production set for attorney review, and continue to update dtSearch, search term reports and production fields (.8).
LIT	01/24/24	J. Haake	0.60	Revise exhibit Binders in anticipation of trial (.6).
LIT	01/24/24	J. Haake	3.60	Prepare for trial, and gather and review exhibits from parties to adversary proceeding (3.6).
LIT	01/29/24	J. Haake	1.30	Correspondence with D. Baskerville and D. Cumiskey re exhibits (.6); revise exhibits in anticipation of continued trial hearings (.7).
LIT	01/29/24	J. Haake	1.10	Review and circulate exhibits for trial, and correspondence with J. Jones re same (1.1).
LIT	01/29/24	J. Haake	2.00	Prepare for and participate in conference with T. Foudy re strategy and status of trial (.4); draft supplemental exhibit list and prepare for continued hearing for trial (1.6).
LIT	01/30/24	A. Ingolikar	0.80	Continue to upload data to R1, overlay images, OCR documents to discovery platform, and continue to update search index and STR (.8).
LIT	01/30/24	R. Dizon	0.50	Prepare received productions for case development review in document discovery platform (.5).
LIT	01/30/24	J. Haake	0.30	Correspondence with D. Cumiskey re trial preparations (.3).
LIT	01/31/24	A. Ingolikar	0.30	Continue to upload data to R1, and continue to update search index and STR (.3).
LIT	01/31/24	A. Ingolikar	0.30	Continue to upload data to R1, and continue to update search index and STR (.3).
LIT	01/31/24	R. Dizon	0.80	Prepare received productions for case development review in document discovery platform (.8).



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured Creditors

Client: 121462
 Invoice: 3864467
 Invoice Date: 02/26/2024

Task	Date	Name	Hours	Description
Total Hours			287.20	

Timekeeper Summary

Name	Hours	Rate	Amount
F. Belayneh	4.00	250.00	1,000.00
J. Bishop Jones	46.00	325.00	14,950.00
C. Catanese	3.50	835.00	2,922.50
R. Dizon	3.90	515.00	2,008.50
L. Foody	40.80	935.00	38,148.00
C. Gibbs	61.30	1,735.00	106,355.50
K. Going	60.20	1,575.00	94,815.00
J. Haake	56.80	1,200.00	68,160.00
A. Ingolikar	1.90	250.00	475.00
D. Northrop	2.60	670.00	1,742.00
D. Valentino	6.20	250.00	1,550.00
Totals	287.20		\$332,126.50

Task Code Summary

Task Code	Description	Hours	Amount
B110	Case Administration	52.00	62,704.00
B150	Mtgs/Communications w/Creditor	7.20	8,444.50
B155	Court Hearings	53.90	79,472.50
B160	Fee/Employment Applications	32.70	29,555.00
B185	Assumption/Rejection of Leases	3.40	4,651.00
B190	Other Contested Matters	49.70	34,607.50
B195	Non-Working Travel	7.10	10,713.50
B320	Plan and Disclosure Statement	34.90	50,418.00
CHALLENGE	Claims Investigation	17.60	30,536.00
LIT	Other Litigation	28.70	21,024.50
		287.20	332,126.50



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured Creditors

Client: 121462
 Invoice: 3864467
 Invoice Date: 02/26/2024

Costs and Other Charges

Description	Amount
Business Meal Dinner working late on Wesco matter on 1/25/2024 (J. Haake)	33.07
Computer Research VENDOR: Pacer, INVOICE #:4841559-Q42023, Date 1/4/2024 - Pacer Q4 2023 charges for Dallas	9.30
Computer Research VENDOR: Pacer, INVOICE #:4841559-Q42023, Date 1/4/2024 - Pacer Q4 2023 charges for Dallas	48.00
Computer Research VENDOR: Pacer, INVOICE #:2604251-Q42023, Date 1/4/2024 - Pacer Q4 2023 charges for New York	6.40
Computer Research VENDOR: Pacer, INVOICE #:2604251-Q42023, Date 1/4/2024 - Pacer Q4 2023 charges for New York	25.30
Computer Usage Charge - Data Review & Production Software January monthly fee for Discovery Platform Use (RelativityOne, 327.35 GBs)	4,000.00
Computer Usage Charge - Data Review & Production Software January monthly fee for Data Processing (RelativityOne, 0.04 GBs)	1.60
Document Services VENDOR: Array, INVOICE#: X88746, DATE: 1/31/2024 - Preparation of binders for hearing	10,394.17
Document Services VENDOR: Array, INVOICE#: X88745, DATE: 1/31/2024 - Preparation of binders for hearing	16,127.41
Document Services VENDOR: Array, INVOICE#: X89543, DATE: 1/31/2024 - Preparation of binders for hearing	3,196.08
Messenger/Courier VENDOR: Nationwide Legal LLC, INVOICE#: LA455992, DATE: 11/1/2023 - messenger to deliver box to Millbanks	43.75
Messenger/Courier VENDOR: Nationwide Legal LLC, INVOICE#: LA456430, DATE: 11/2/2023 -	43.75



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured Creditors

Client: 121462
 Invoice: 3864467
 Invoice Date: 02/26/2024

Description	Amount
messenger to deliver box to Millbanks	
Miscellaneous	1,146.10
Wesco UCC 1/18/2024 hearing transcript	
Miscellaneous	330.75
Wesco UCC 1/25/2024 hearing transcript	
Transportation/Parking	144.71
Uber after working late re Wesco matter on 1/18/2024 (K. Going)	
Travel Expenses	473.20
Airfare from Dallas, TX to Houston, TX on 1/24/2024 (economy - J. Haake)	
Travel Expenses	262.26
Hotel stay in Houston, TX on 1/24/2024 (J. Haake)	
Travel Expenses	34.97
Taxi from airport to office on 1/24/2024 (J. Haake)	
Travel Expenses	57.33
Taxi to airport from home on 1/24/2024 (J. Haake)	
Travel Expenses	51.52
Taxi to airport from office on 1/25/2024 (J. Haake)	
Travel Expenses	39.95
Taxi from airport to office on 1/25/2024 (J. Haake)	
Total Costs and Other Charges	\$36,469.62
Total This Invoice	<u>\$368,596.12</u>



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured Creditors
Invoice: 3864467

02/26/2024

Invoice Totals

Matter Name	Hours	Fees	Costs and Other Charges	Retainer	Total
0011 Wesco UCC	287.20	332,126.50	36,469.62	0.00	368,596.12

Exhibit D**Statement of Fees by Project Category**

Task Code	Description	Total Hours	Total Fees
B110	Case Administration	52.0	\$62,704.00
B150	Meetings/Communications with Creditors	7.2	\$8,444.50
B155	Court Hearings	53.9	\$79,472.50
B160	Fee/Employment Applications	32.7	\$29,555.00
B185	Assumption/Rejection of Leases	3.4	\$4,651.00
B190	Other Contested Matters	49.7	\$34,607.50
B195	Non-Working Travel	7.1	\$10,713.50
B320	Plan and Disclosure Statement	34.9	\$50,418.00
CHALLENG	Claims Investigation	17.6	\$30,536.00
LIT	Other Litigation	28.7	\$21,024.50
TOTAL		287.2	\$332,126.50

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

In re

WESCO AIRCRAFT HOLDINGS, INC., et al.,
Debtors.¹

Case No. 23-90611 (MPI)

Chapter 11

(Jointly Administered)

**EIGHTH MONTHLY FEE STATEMENT OF
MCDERMOTT WILL & EMERY LLP FOR COMPENSATION
FOR SERVICES AND REIMBURSEMENT OF EXPENSES AS COUNSEL
TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
FOR THE PERIOD FROM FEBRUARY 1, 2024 THROUGH FEBRUARY 29, 2024**

In accordance with the Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals [Docket No. 606], each party receiving notice of the Monthly Fee Statement will have until 14 days after the filing of the Monthly Fee Statement to object to the requested fees and expenses. Upon the expiration of such 14-day period, the Debtors are authorized to pay the Professional an amount of 80% of the fees and 100% of the expenses requested in the applicable Monthly Fee Statement that are not subject to an objection.

¹ The Debtors operate under the trade name Incora and have previously used the trade names Wesco, Pattonair, Haas, and Adams Aviation. A complete list of the Debtors in these chapter 11 cases, with each one's federal tax identification number and the address of its principal office, is available on the website of the Debtors' noticing agent at <http://www.kccllc.net/incora/>. The service address for each of the Debtors in these cases is 2601 Meacham Blvd., Ste. 400, Fort Worth, TX 76137.

Name of Applicant:	<u>McDermott Will & Emery LLP</u>
Authorized to Provide Professional Services to:	<u>Official Committee of Unsecured Creditors (the “Committee”) of Wesco Aircraft Holdings, Inc., et al. (the “Debtors”)</u>
Date of Retention:	<u>September 6, 2023, effective as of June 23, 2023 [Docket No.723]</u>
Period for Which Compensation and Reimbursement Will be Sought:	<u>February 1, 2024 to February 29, 2024 (the “Fee Period”)</u>
Total Amount of Compensation to Be Sought as Actual, Reasonable, and Necessary for the Applicable Period:	<u>\$272,552.00</u>
Total Amount of Expense Reimbursement to be Sought as Actual, Reasonable, and Necessary for the Applicable Period:	<u>\$17,343.34</u>

Pursuant to sections 327(a) and 328(a) of title 11 of the United States Code, Rules 2014(a) and 2016 of the Federal Rules of Bankruptcy Procedure, Rule 2016-1 of the Bankruptcy Local Rules for the United States Bankruptcy Court for the Southern District of Texas, the *Order Authorizing the Employment and Retention of McDermott Will & Emery LLP as Counsel to the Official Committee of Unsecured Creditors Effective as of June 23, 2023*, dated September 7, 2023 [Docket No. 723] (the “Retention Order”), and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals*, dated August 8, 2023 [Docket No. 606], (the “Interim Compensation Order”), McDermott Will & Emery LLP (“McDermott”), counsel for the Official Committee of Unsecured Creditors (the “Committee”) of Wesco Aircraft Holdings, Inc., *et al.*, and its affiliated debtors and debtors-in-possession (collectively, the “Debtors”) in these chapter 11 cases (these “Chapter 11 Cases”), hereby submits this *Eighth Monthly Fee Statement of McDermott Will & Emery LLP for Compensation for Services Rendered and Reimbursement of Expenses as Counsel to the Official Committee of Unsecured Creditors for*

the Period from February 1, 2024 through February 29, 2024 (this “Monthly Statement”).² Specifically, McDermott seeks (i) interim allowance of \$272,552.00 for the reasonable and necessary legal services that McDermott rendered to the Committee during the Fee Period; (ii) compensation in the amount of \$218,041.60, which is equal to the eighty percent (80%) of the total amount of compensation sought for actual and necessary legal services rendered during the Fee Period (*i.e.*, \$272,552.00) and (iii) allowance and payment of \$17,343.34 for the actual and necessary expenses that McDermott incurred in connection with such services during the Fee Period.

Itemization of Services Rendered and Disbursements Incurred

Attached hereto as **Exhibit A** is a schedule of McDermott attorneys and paraprofessionals, who rendered services to the Committee in connection with these Chapter 11 Cases during the Fee Period, and the title, hourly rate, aggregate hours worked, and the amount of fees earned by each professional.

Attached hereto as **Exhibit B** is a schedule for the Fee Period setting forth the total amount of reimbursement sought with respect to each category of expenses for which McDermott is seeking payment in this Monthly Statement. All of the disbursements comprise the requested sum for McDermott’s out-of-pocket expenses, which total \$17,343.34.

Attached hereto as **Exhibit C** are the time and expense records of McDermott, which provide a summary of the time spent by each McDermott professional during the Fee Period as well as an itemization of expenses.

Attached hereto as **Exhibit D** is a schedule of the number of hours expended and fees incurred (on an aggregate basis) by McDermott attorneys and paraprofessionals during the Fee

² The period from February 1, 2024, through and including February 29, 2024, is referred to herein as the (“Fee Period”).

Period with respect to each of the project categories McDermott established in accordance with its internal billing procedures. As reflected in Exhibit D, McDermott incurred \$272,552.00 in fees during the Fee Period. Pursuant to this Monthly Statement, McDermott seeks payment for \$218,041.60 of these fees, reflecting eighty percent (80%) of the total amount incurred during the Fee Period.

Reservation of Rights

This Monthly Statement includes all of the information and supporting detail regarding fees and expenses available to McDermott at the time of the filing of this Monthly Statement. If additional information and supporting detail in connection with this Fee Period should become available as a result of delays in accounting processing, an inadvertence with respect to time entered in the accounting system, or any other valid reason, McDermott reserves the right to make an application to the Court for an allowance of such fees and expenses not included in this Monthly Statement.

Notice

Pursuant to the Interim Compensation Order, this Monthly Statement has been served upon: (a) the Debtors c/o Wesco Aircraft Holdings, Inc., 2601 Meacham Blvd., Ste. 400, Fort Worth, TX 76137, Attn: Dawn Landry (dawn.landry@incora.com); proposed counsel to the Debtors, (A) Milbank, LLP, 55 Hudson Yards, 36th Floor, New York, NY 10001, Attn: Dennis F. Dunne (DDunne@Milbank.com), Samuel A. Khalil (SKhalil@Milbank.com), and Benjamin M. Schak (BSchak@Milbank.com) and (B) Haynes and Boone LLP, 1221 McKinney Street, Suite 4000, Houston, TX 77010, Attn: Charles A. Beckham, Jr. (Charles.Beckham@haynesboone.com), Patrick L. Hughes (Patrick.Hughes@haynesboone.com), and Kelli S. Norfleet (Kelli.Norfleet@haynesboone.com); counsel to the official committee of unsecured creditors, Morrison & Foerster LLP, Attn: Lorenzo Marinuzzi (LMarinuzzi@mof.com); counsel or

proposed counsel to any other statutory committee appointed in this Chapter 11 Cases the Office of the U.S. Trustee, 515 Rusk Street, Suite 3516, Houston, TX 77002, Attn: Jayson Ruff (jayson.b.ruff@usdoj.gov).

Dated: April 2, 2024
Dallas, Texas

MCDERMOTT WILL & EMERY LLP

/s/ Charles R. Gibbs

Charles R. Gibbs (Texas Bar No. 7846300)
Jack G. Haake (Texas Bar No. 24127704)
2501 North Harwood Street, Suite 1900
Dallas, Texas 75201-1664
Telephone: (214) 295-8000
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-and-

Kristin K. Going (admitted *pro hac vice*)
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New York, NY 10017-3852
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Email: kgoing@mwe.com

*Counsel to the Official Committee of
Unsecured Creditors*

CERTIFICATE OF SERVICE

I certify that, on April 2, 2024, a true and correct copy of the foregoing document was served through the Electronic Case Filing system of the United States Bankruptcy Court for the Southern District of Texas and will be served as set forth in the Certificate of Service to be filed by the Committee.

/s/ Charles R. Gibbs

Charles R. Gibbs

Exhibit A**Summary of Timekeepers Included in this Fee Statement**

Name of Professional Person	Position, Year Admitted and Area of Expertise	Total Hours Billed	Hourly Billing Rate	Total Compensation
PARTNERS & COUNSEL				
Charles R. Gibbs	Partner; Admitted in 1978; Corporate Advisory	39.8	\$1,735.00	\$69,053.00
Kristin K. Going	Partner; Admitted in 1998; Corporate Advisory	36.7	\$1,575.00	\$57,802.50
ASSOCIATES				
Jack G. Haake	Associate; Admitted in 2011; Corporate Advisory	98.4	\$1,200.00	\$118,080.00
Landon W. Foody	Associate; Admitted in 2023; Corporate Advisory	14.9	\$935.00	\$13,931.50
Cristian P. Catanese	Associate; Admitted in 2023 Corporate Advisory	3.9	\$835.00	\$3,256.50
PARAPROFESSIONALS				
Daniel D. Northrop	Paralegal; Corporate Advisory	1.7	\$670.00	\$1,139.00
Jacque Bishop Jones	Paralegal; Corporate Advisory	19.5	\$325.00	\$6,337.50
Raniel L. Dizon	Paralegal; Corporate Advisory	2.8	\$515.00	\$1,442.00
Nolley Rainey	Paralegal; Corporate Advisory	0.3	\$450.00	\$135.00
Fitalesh G. Belayneh	Paralegal; Corporate Advisory	2.0	\$250.00	\$500.00
Daniel Valentino	Paralegal; Corporate Advisory	3.5	\$250.00	\$875.00

Exhibit B

Expense Summary

Category	Amount
Transportation/Parking	\$5,537.39
Hotel	\$4,160.90
Computer Usage Charge	\$4,000.00
Transcripts	\$3,244.15
Meals	\$400.90
TOTAL	\$17,343.34

Exhibit C

Time and Expense Records



Invoice: 3874050
Client: 121462

03/26/2024

Wesco Aircraft Holdings, Inc. Official Committee of Unsecured Creditors
BOKF, NA
2405 Grand Boulevard, Suite 840
Kansas City, MO 64108

For Services Rendered in Connection with:

Matter: 0011 Wesco UCC
Client/Reference Number: 2021-00112

Task	Date	Name	Hours	Description
B110	02/01/24	C. Gibbs	1.90	Review of multiple emails re case administrative matters (.9); review of multiple emails re trial issues and discovery issues (1.0).
B110	02/02/24	C. Gibbs	1.00	Review of multiple emails re case administrative matters and trial scheduling issues (1.0).
B110	02/07/24	L. Foody	0.10	Participate in conference with MWE team re case updates (.1).
B110	02/14/24	J. Haake	0.50	Prepare for and participate in conference with K. Going re status of case and strategy (.5).
B110	02/14/24	C. Catanese	0.80	Participate in weekly strategy meeting with MWE team (.3); review pleadings re mediation (.5).
B110	02/14/24	L. Foody	0.70	Participate in conference with UCC advisors (.3); participate in conference with MWE team (.4).
B110	02/15/24	C. Catanese	2.80	Review pleadings in preparation re UCC conference (2.8).
B110	02/15/24	J. Bishop Jones	1.00	Review of MORs (1.0).
B110	02/16/24	J. Haake	0.30	Conference with B. Schak re status of case (.3).
B110	02/16/24	C. Gibbs	1.60	Review of multiple emails re pending work streams and case administrative matters (.8); multiple conferences with co-counsel re same (.8).
B110	02/16/24	L. Foody	0.30	Participate in conference with Debtors' counsel re case updates (.3).
B110	02/16/24	N. Rainey	0.30	Download pertinent pleadings filed on 2/16/24 (.2); circulate same to MWE team (.1).
B110	02/21/24	J. Bishop Jones	1.00	Review of order re Second Extension of Exclusivity Period (.2); continue to prepare materials for trial (.8).
B110	02/22/24	J. Haake	0.10	Correspondence with D. Cummiskey re continued



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured
Creditors

Client: 121462
Invoice: 3874050
Invoice Date: 03/26/2024

Task	Date	Name	Hours	Description
				trial hearing preparations (.1).
B110	02/23/24	C. Gibbs	1.20	Review of multiple emails re case administration matters and trial scheduling (1.2).
B110	02/23/24	L. Foody	0.20	Participate in conference with Debtors' counsel re case updates (.2).
B150	02/07/24	J. Haake	0.30	Prepare for and participate in conference with Committee re status of case, trial and strategy (.3).
B150	02/07/24	L. Foody	0.40	Participate in weekly UCC meeting (.4).
B150	02/07/24	K. Going	1.00	Prepare for and participate in weekly UCC meeting (1.0).
B150	02/07/24	C. Gibbs	0.50	Participate in weekly UCC meeting (.5).
B150	02/13/24	J. Haake	0.20	Conference with creditor re plan process (.2).
B150	02/14/24	C. Catanese	0.30	Participate in Committee meeting with MWE and MoFo teams (.3).
B150	02/15/24	L. Foody	0.40	Participate in weekly UCC meeting (.4).
B150	02/23/24	J. Haake	0.20	Prepare for and attend conference with B. Schak re status of case (.2).
B155	02/01/24	J. Haake	6.80	Attend trial hearing in adversary proceeding (6.8).
B155	02/01/24	K. Going	5.80	Attend Wesco trial hearing in adversary proceeding (5.8).
B155	02/01/24	C. Gibbs	2.80	Telephonic appearance for part of trial hearing in adversary proceeding (2.8).
B155	02/02/24	C. Gibbs	3.50	Telephonic appearance for part of trial hearing in adversary proceeding (3.5).
B155	02/02/24	K. Going	3.30	Attend trial in adversary proceeding (3.3).
B155	02/02/24	J. Haake	6.50	Attend trial in adversary proceeding (6.5).
B155	02/08/24	C. Gibbs	1.20	Review of emails re trial scheduling and evidence issues (1.2).
B155	02/08/24	J. Haake	7.50	Prepare for and attend trial hearing for the testimony of J. Hou (7.5).
B155	02/09/24	J. Haake	7.00	Prepare for and attend hearing re testimony of K. Smith (7.0).
B155	02/09/24	K. Going	5.60	Attend trial hearing in adversary proceeding (5.6).
B155	02/12/24	J. Haake	8.40	Prepare for and attend hearing for testimony of J. Prager (8.4).
B155	02/12/24	K. Going	5.60	Attend trial hearing in adversary proceeding (5.6).
B155	02/13/24	J. Haake	5.00	Attend trial hearing for testimony of M. Prager (5.0).
B155	02/13/24	K. Going	6.30	Attend trial hearing in adversary proceeding (6.3).
B155	02/21/24	J. Haake	7.70	Prepare for and attend trial hearing for testimony of J.



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured
Creditors

Client: 121462
Invoice: 3874050
Invoice Date: 03/26/2024

Task	Date	Name	Hours	Description
				O'Connell (7.7).
B155	02/21/24	L. Foody	3.50	Participate in February 21, 2024 hearing (3.5).
B155	02/27/24	J. Haake	5.30	Attend trial in adversary proceeding (5.3).
B155	02/28/24	J. Haake	6.40	Prepare for and attend trial hearing (6.4).
B155	02/29/24	J. Haake	4.80	Prepare for and attend trial hearing for testimony of S. Dostart (4.8).
B160	02/05/24	J. Haake	0.10	Correspondence with J. Jones re sixth fee statement (.1).
B160	02/05/24	C. Gibbs	0.50	Review of draft of sixth interim app (.5).
B160	02/05/24	J. Bishop Jones	1.50	Communications with J. Haake (.3); finalize and file MoFo Fifth Monthly Fee Statement (.5); finalize and file MWE Sixth Monthly Fee Statement (.5); serve same on notice parties (.2).
B160	02/12/24	D. Northrop	0.10	Review redacted version of Ex. C to Morrison Foerster October 2023 monthly fee statement and email correspondence with J. Haake re same (.1).
B160	02/20/24	L. Foody	2.90	Review and revise time entries for privileged and confidential information (2.9).
B160	02/23/24	L. Foody	1.60	Draft MWE seventh fee statement (1.2); review and revise Province's sixth monthly fee statement (.4).
B160	02/26/24	J. Bishop Jones	0.30	Review of Second Interim Fee Application of PJT Partners (.2); circulate same to MWE team (.1).
B160	02/27/24	J. Bishop Jones	0.50	Communications with J. Haake (.1); prepare COS for Sixth Monthly Fee Statement for co-counsel (.3); finalize and file same (.1).
B185	02/07/24	K. Going	1.30	Review recent filings related to Gulfstream and other lease rejections/assumptions (1.3).
B195	02/01/24	J. Haake	1.50	Travel to Houston for hearing (travel time reduced by 50%) (1.5).
B195	02/02/24	J. Haake	1.50	Return travel from trial hearing (travel time reduced by 50%) (1.5).
B195	02/07/24	J. Haake	1.50	Travel to Houston for trial hearing (travel time reduced by 50%) (1.5).
B195	02/09/24	J. Haake	1.50	Return travel from Houston hearing (travel time reduced by 50%) (1.5).
B195	02/11/24	J. Haake	2.00	Travel to Houston for continued trial (travel time reduced by 50%) (2.0).
B195	02/12/24	J. Haake	1.70	Return travel from trial hearing (travel time reduced by 50%) (1.7).



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured
Creditors

Client: 121462
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Task	Date	Name	Hours	Description
B195	02/19/24	J. Haake	1.50	Travel to Houston to attend mediation (travel time reduced by 50%) (1.5).
B195	02/20/24	C. Gibbs	1.50	Return to Dallas from mediation in Houston (travel time reduced by 50%) (1.5).
B195	02/21/24	J. Haake	1.50	Return travel from Houston after attending trial hearing (travel time reduced by 50%) (1.5).
B195	02/27/24	J. Haake	1.50	Travel to Houston for trial hearing (travel time reduced by 50%) (1.5).
B195	02/29/24	J. Haake	1.50	Return travel from trial hearing in Houston (travel time reduced by 50%) (1.5).
B320	02/23/24	D. Northrop	1.30	Research to identify all Chapter 11 cases pending before Judge Isgur in which hearings were held the week of February 12, 2024 and thereafter to determine the case hearing at which the judge heard arguments regarding plan exculation provisions (.8); email correspondence with J. Haake re same (.2); further research of the docket in the Instant Brands Acquisition Holdings Inc., et al. case, Case No. 23-90716, Southern District of Texas, to obtain audio files on hearings held on 2/15/24 and 2/22/24 (.3).
B320	02/25/24	L. Foody	2.80	Research re exculation provisions in recent Chapter 11 cases (2.8).
B320	02/26/24	L. Foody	1.60	Continue research re SDTX exculation provisions (1.6).
LIT	02/01/24	J. Bishop Jones	2.00	Communications with J. Haake (.5); assemble trial materials for MWE and MoFo teams (1.5).
LIT	02/02/24	R. Dizon	0.50	Prepare received productions for case development review in document discovery platform (.5).
LIT	02/02/24	K. Going	1.20	Internal correspondence re trial and research from issues raised by Judge Isgur (1.2).
LIT	02/02/24	J. Bishop Jones	2.00	Communications with J. Haake (.5); continue to assemble trial materials for MWE and MoFo teams (1.5).
LIT	02/05/24	J. Haake	0.40	Analysis of trial evidence issues and emails re same (.4).
LIT	02/05/24	C. Gibbs	1.40	Review of multiple emails re pending trial scheduling and exhibit issues (1.4).
LIT	02/06/24	R. Dizon	0.50	Prepare received productions for case development



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured
Creditors

Client: 121462
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Invoice Date: 03/26/2024

Task	Date	Name	Hours	Description
LIT	02/06/24	J. Bishop Jones	2.70	review in document discovery platform(.5). Review of trial transcript (.2); circulate to MWE and MoFo teams (.1); review of W&E lists, motions to seal and sealed exhibits for trial (.9); prepare UCC W&E list, seal exhibits and motion to seal same (1.3); serve same on required parties (.2).
LIT	02/06/24	C. Gibbs	1.60	Review of multiple emails re issues involving trial schedule and evidence issues (1.6).
LIT	02/06/24	J. Haake	0.70	Draft motion to seal and prepare for trial hearing (.7).
LIT	02/06/24	D. Northrop	0.30	Review draft motion to seal supplemental trial exhibit list (.1); revise same (.1); email correspondence with J. Haake and J. Bishop Jones re revisions to draft motion to seal supplemental trial exhibit list (.1).
LIT	02/07/24	C. Gibbs	1.40	Review of multiple emails and pleadings re trial schedule and evidentiary issues (1.4).
LIT	02/07/24	J. Haake	1.30	Research case law re trial issues raised by Judge Isgur (.8); conference with and correspondence to M. Birnbaum re same (.5).
LIT	02/07/24	J. Haake	0.90	Correspondence with J. Jones and C. Gibbs re preparations for continued trial hearings (.9).
LIT	02/07/24	J. Bishop Jones	2.50	Communications with J. Haake (.3); continue to assemble hearing materials (1.0); communications with office services re same (.2); circulate UCC trial exhibits to opposing counsel (.2); review sealed exhibits from opposing parties (.3); prepare COS for monthly fee applications (.3); finalize and file same (.2).
LIT	02/07/24	F. Belayneh	0.50	Import production data and load into the review document platform (.3); conduct quality control on data (.2).
LIT	02/07/24	R. Dizon	0.20	Prepare received productions for case development review in document discovery platform(.2).
LIT	02/07/24	K. Going	0.80	Internal discussion regarding trial schedule (.8).
LIT	02/07/24	K. Going	1.10	Review correspondence re trial issues (1.1).
LIT	02/08/24	D. Valentino	0.80	Upload incoming production set for attorney review, and update dtSearch, search term reports and production fields (.8).
LIT	02/09/24	F. Belayneh	0.50	Import production data and load into the review



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured
Creditors

Client: 121462
Invoice: 3874050
Invoice Date: 03/26/2024

Task	Date	Name	Hours	Description
				document platform (.3); conduct quality control on data (.2).
LIT	02/09/24	R. Dizon	0.30	Prepare received productions for case development review in document discovery platform(.3).
LIT	02/09/24	C. Gibbs	1.10	Review multiple emails re trial issues and conferences with co-counsel re same (1.1).
LIT	02/09/24	J. Bishop Jones	3.00	Communications with J. Haake (.3); continue to assemble hearing materials (1.2); prepare W&E list, sealed version of same and motion to seal same (.8); communications with J. Haake re same (.3); file and serve same (.4).
LIT	02/12/24	K. Going	0.40	Review mediation agreement (.4).
LIT	02/12/24	D. Valentino	1.00	Continue to upload incoming production set for attorney review, and continue to update dtSearch, search term reports and production fields (1.0).
LIT	02/12/24	R. Dizon	0.30	Prepare received productions for case development review in document discovery platform (.3).
LIT	02/12/24	C. Gibbs	1.90	Review of multiple emails and pleadings re trial issues (1.5); conferences with co-counsel re same (.4).
LIT	02/13/24	K. Going	0.80	Review revisions to mediation order and comment on same (.8).
LIT	02/13/24	J. Bishop Jones	0.50	Communications with MWE team re hearing materials (.5).
LIT	02/13/24	C. Gibbs	1.70	Review of multiple emails and pleadings re trial issues (1.5); conferences with co-counsel re same (.2).
LIT	02/14/24	J. Haake	1.00	Prepare for and participate in meet and confer re mediation (.7); analysis of pleadings for trial (.3).
LIT	02/14/24	C. Gibbs	1.80	Review of multiple emails and pleadings re trial issues and mediation schedule (1.4); conferences with UCC professionals (.4).
LIT	02/15/24	J. Haake	1.00	Analysis of trial hearing transcripts (.6); correspondence with K. Going and M. Birnbaum re same (.4).
LIT	02/15/24	C. Gibbs	1.60	Review of multiple emails re mediation and trial scheduling issues (1.1); review of multiple emails re case administrative matters (.5).
LIT	02/15/24	K. Going	1.40	Review correspondence on trial and mediation (1.4).



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured
Creditors

Client: 121462
Invoice: 3874050
Invoice Date: 03/26/2024

Task	Date	Name	Hours	Description
LIT	02/15/24	L. Foody	0.40	Prepare binder for mediation (.4).
LIT	02/16/24	J. Haake	0.50	Prepare for continued trial hearing (.4); correspondence with J. Silva re same (.1).
LIT	02/17/24	C. Gibbs	1.00	Review of multiple emails re trial and mediation schedules (1.0).
LIT	02/18/24	C. Gibbs	1.20	Prepare for mediation, including review of mediator statement and order (.7); review of multiple emails re trial scheduling issues (.5).
LIT	02/20/24	D. Valentino	1.00	Continue to upload incoming production set for attorney review, and continue to update dtSearch, search term reports and production fields (1.0).
LIT	02/20/24	J. Haake	9.60	Prepare for and attend mediation (9.6).
LIT	02/20/24	C. Gibbs	1.70	Review of multiple emails re mediation schedule, proposals and trial schedule/evidence issues (1.7).
LIT	02/20/24	R. Dizon	0.50	Prepare received productions for case development review in document discovery platform(.5).
LIT	02/20/24	J. Bishop Jones	1.00	Communications re hearing materials (.2); prepare indices for same (.7); circulate same (.1).
LIT	02/21/24	C. Gibbs	1.50	Review of multiple emails re trial scheduling issues and mediation (1.5).
LIT	02/22/24	C. Gibbs	2.10	Review of multiple emails re case administration matters (1.0); review of multiple emails re trial scheduling and evidence issues (1.1).
LIT	02/24/24	C. Gibbs	1.20	Review of multiple emails re case administration matters and trial scheduling issues (1.2).
LIT	02/26/24	C. Gibbs	1.20	Review of multiple emails re trial scheduling issues and case administration matters (1.2).
LIT	02/27/24	K. Going	2.10	Review update from trial (.8); review correspondence re experts and burden of proof (.5); internal discussions re trial (.8).
LIT	02/27/24	J. Bishop Jones	1.00	Communications with co-counsel (.3); prepare fifth supplemental W&E list and motion to seal same (.7).
LIT	02/27/24	J. Bishop Jones	0.50	Communications with co-counsel re hearing materials (.3); follow up with J. Garcia re same (.2).
LIT	02/28/24	D. Valentino	0.70	Continue to upload incoming production set for attorney review, and continue to update dtSearch, search term reports and production fields (.7).
LIT	02/28/24	C. Gibbs	0.80	Review of multiple emails re trial scheduling issues (.8).



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured
Creditors

Client: 121462
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Task	Date	Name	Hours	Description
LIT	02/29/24	F. Belayneh	1.00	Import production data and load into the review document platform (.6); conduct quality control on data (.4).
LIT	02/29/24	C. Gibbs	0.90	Review of multiple emails re case administration matters and trial scheduling issues (.9).
LIT	02/29/24	J. Haake	0.20	Correspondence with parties to adversary proceeding re expert report (.2).
LIT	02/29/24	R. Dizon	0.50	Prepare received productions for case development review in document discovery platform(.5).
Total Hours			223.50	

Timekeeper Summary

Name	Hours	Rate	Amount
F. Belayneh	2.00	250.00	500.00
J. Bishop Jones	19.50	325.00	6,337.50
C. Catanese	3.90	835.00	3,256.50
R. Dizon	2.80	515.00	1,442.00
L. Foody	14.90	935.00	13,931.50
C. Gibbs	39.80	1,735.00	69,053.00
K. Going	36.70	1,575.00	57,802.50
J. Haake	98.40	1,200.00	118,080.00
D. Northrop	1.70	670.00	1,139.00
N. Rainey	0.30	450.00	135.00
D. Valentino	3.50	250.00	875.00
Totals	223.50		\$272,552.00

Task Code Summary

Task Code	Description	Hours	Amount
B110	Case Administration	13.80	15,976.00
B150	Mtgs/Communications w/Creditor	3.30	4,281.00
B155	Court Hearings	103.00	136,660.00
B160	Fee/Employment Applications	7.50	6,009.50
B185	Assumption/Rejection of Leases	1.30	2,047.50
B195	Non-Working Travel	17.20	21,442.50



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured Creditors

Client: 121462
 Invoice: 3874050
 Invoice Date: 03/26/2024

Task Code	Description	Hours	Amount
B320	Plan and Disclosure Statement	5.70	4,985.00
LIT	Other Litigation	71.70	81,150.50
		223.50	272,552.00

Costs and Other Charges

Description	Amount
Business Meal	11.54
Lunch in Houston for Wesco trial on 1/18/2024 (C. Gibbs)	
Business Meal	21.54
Lunch meal in Houston on 2/2/2024 (J. Haake)	
Business Meal	8.98
Meal in Houston on 2/7/2024 (J. Haake)	
Business Meal	13.57
Meal in Houston on 2/9/2024 (J. Haake)	
Business Meal	6.21
Snacks at airport on 2/11/2024 (J. Haake)	
Business Meal	12.98
Snacks at airport on 2/11/2024 (J. Haake)	
Business Meal	50.22
Dinner on 2/12/2024 (J. Haake)	
Business Meal	21.44
Lunch on 2/12/2024 (J. Haake)	
Business Meal	15.40
Wesco trial on 2/19/2024 - 2/21/2024 (J. Haake)	
Business Meal	12.44
Wesco trial on 2/19/2024 - 2/21/2024 (J. Haake)	
Business Meal	26.88
Wesco trial on 2/19/2024 - 2/21/2024 (J. Haake)	
Business Meal	46.89
Dinner meal on 2/27/2024 (J. Haake)	
Business Meal	56.43
Dinner meal in Houston on 2/28/2024 (J. Haake)	
Business Meal	10.26
Dinner meal in Houston on 2/29/2024 (J. Haake)	



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured Creditors

Client: 121462
 Invoice: 3874050
 Invoice Date: 03/26/2024

Description	Amount
Business Meal	26.79
Lunch meal in Houston on 2/29/2024 (J. Haake)	
Business Meals	39.84
VENDOR: BMO Harris Bank NA; INVOICE#: 9494022624LS; DATE: 2/26/2024 - Trial meal from Sweetgreen in MWE Houston office on 2/2/2024	
Computer Usage Charge - Data Review & Production Software	4,000.00
"February monthly fee for Discovery Platform Use (RelativityOne, 327.81 GBs)"	
Court Fees	338.85
VENDOR: Judicial Transcribers of Texas LLC; INVOICE#: 68284; DATE: 2/29/2024 - Wesco Aircraft Holdings, Inc. v. SSD Investments, LTD, et al. (trial day 10 transcript)	
Obtain Copy of Transcripts	635.85
VENDOR: Judicial Transcribers of Texas LLC; INVOICE#: 68119-21; DATE: 2/5/2024 - transcribe pages	
Obtain Copy of Transcripts	1,321.30
VENDOR: Judicial Transcribers of Texas LLC; INVOICE#: 68121; DATE: 2/7/2024 - transcription	
Official Fees and Disbursements	948.15
VENDOR: Judicial Transcribers of Texas LLC; INVOICE#: 68091; DATE: 2/1/2024 - Wesco Aircraft Holdings, Inc., et al. v. SSD Investments, LTD., et al. invoice	
Transportation/Parking	40.00
Parking at Houston office on 1/17/2024 (C. Gibbs)	
Transportation/Parking	20.00
Parking at Houston Courthouse on 1/18/2024 (C. Gibbs)	
Transportation/Parking	143.75
Uber to office re Wesco trial on 2/6/2024 (K. Going)	
Travel Expenses	110.00
Roundtrip airfare to Houston for Wesco hearing on 1/17/2024 (C. Gibbs)	
Travel Expenses	621.88
Hotel stay in Houston on 1/19/2024 (C. Gibbs)	
Travel Expenses	218.84
Car rental in Houston for Wesco trial on 1/19/2024 (C. Gibbs)	
Travel Expenses	473.20
Roundtrip airfare from Dallas to Houston for Wesco trial on 1/24/2024 (J. Haake)	
Travel Expenses	208.09
Airfare for Wesco trial on 2/1/2024 (J. Haake)	



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured Creditors

Client: 121462
 Invoice: 3874050
 Invoice Date: 03/26/2024

Description	Amount
Travel Expenses	75.30
Taxi from Houston airport to Court on 2/1/2024 (J. Haake)	
Travel Expenses	58.89
Taxi to Dallas airport on 2/1/2024 (J. Haake)	
Travel Expenses	29.91
Taxi from Dallas airport to home on 2/2/2024 (J. Haake).	
Travel Expenses	37.18
Uber to Houston airport on 2/2/2024 (J. Haake)	
Travel Expenses	33.57
Taxi from home to airport for trial hearing on 2/7/2024 (J. Haake)	
Travel Expenses	608.20
Roundtrip airfare from Houston to Dallas on 2/7/2024 (J. Haake)	
Travel Expenses	69.90
Taxi from Houston airport to hotel on 2/7/2024 (J. Haake)	
Travel Expenses	695.90
Hotel stay in Houston for trial hearing on 2/7/2024 (J. Haake)	
Travel Expenses	19.49
Hotel food in Houston for trial hearing on 2/8/2024 (J. Haake)	
Travel Expenses	695.90
Hotel stay in Houston for trial hearing on 2/9/2024 (J. Haake)	
Travel Expenses	47.60
Taxi from hotel to airport for trial hearing on 2/9/2024 (J. Haake)	
Travel Expenses	35.90
Taxi from airport to home for trial hearing on 2/9/2024 (J. Haake)	
Travel Expenses	80.70
Uber ride from airport to hotel on 2/11/2024 (J. Haake)	
Travel Expenses	29.91
Uber to Dallas airport on 2/11/2024 (J. Haake)	
Travel Expenses	418.76
Roundtrip airfare on 2/11/2024 (J. Haake)	
Travel Expenses	361.52
Hotel stay in Houston on 2/11/2024 (J. Haake)	
Travel Expenses	48.76
Uber ride to airport on 2/12/2024 (J. Haake)	



Wesco Aircraft Holdings, Inc. Official Committee of Unsecured Creditors

Client: 121462
 Invoice: 3874050
 Invoice Date: 03/26/2024

Description	Amount
Travel Expenses	89.94
Uber ride from Dallas airport to home on 2/12/2024 (J. Haake)	
Travel Expenses	26.96
Wesco trial on 2/19/2024 - 2/21/2024 (J. Haake)	
Travel Expenses	68.40
Wesco trial on 2/19/2024 - 2/21/2024 (J. Haake)	
Travel Expenses	464.20
Wesco trial on 2/19/2024 - 2/21/2024 (J. Haake)	
Travel Expenses	50.02
Wesco trial on 2/19/2024 - 2/21/2024 (J. Haake)	
Travel Expenses	52.56
Wesco trial on 2/19/2024 - 2/21/2024 (J. Haake)	
Travel Expenses	240.76
Wesco trial on 2/19/2024 - 2/21/2024 (J. Haake)	
Travel Expenses	525.35
Wesco trial on 2/19/2024 - 2/21/2024 (J. Haake)	
Travel Expenses	1,769.20
Airfare for Wesco trial on 2/27/2024 - 2/29/2024 (J. Haake)	
Travel Expenses	29.88
Taxi to airport in Dallas on 2/27/2024 (J. Haake)	
Travel Expenses	867.17
Hotel stay in Houston on 2/27/2024 (J. Haake)	
Travel Expenses	152.09
Hotel stay in Houston on 2/28/2024 (J. Haake)	
Travel Expenses	48.71
Taxi from court to airport in Houston on 2/29/2024 (J. Haake)	
Travel Expenses	71.63
Taxi from airport to hotel in Houston on 2/27/2024 (J. Haake)	
Travel Expenses	77.76
Taxi from airport to home on 2/29/2024 (J. Haake)	
Total Costs and Other Charges	\$17,343.34
Total This Invoice	<u>\$289,895.34</u>

Exhibit D**Statement of Fees by Project Category**

Task Code	Description	Total Hours	Total Fees
B110	Case Administration	13.8	\$15,976.00
B150	Meetings/Communications with Creditors	3.3	\$4,281.00
B155	Court Hearings	103.0	\$136,660.00
B160	Fee/Employment Applications	7.5	\$6,009.50
B185	Assumption/Rejection of Leases	1.3	\$2,047.50
B195	Non-Working Travel	17.2	\$21,442.50
B320	Plan and Disclosure Statement	5.7	\$4,985.00
LIT	Other Litigation	71.7	\$81,150.50
TOTAL		223.5	\$272,552.00

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

In re:

WESCO AIRCRAFT HOLDINGS, INC., et al.,

Debtors.¹

Case No. 23-90611 (MPI)

Chapter 11

(Jointly Administered)

**ORDER GRANTING THIRD INTERIM FEE APPLICATION
OF MCDERMOTT WILL & EMERY LLP FOR ALLOWANCE OF
COMPENSATION FOR SERVICES RENDERED AS CO-COUNSEL TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD FROM
DECEMBER 1, 2023 THROUGH AND INCLUDING FEBRUARY 29, 2024**

The Court has considered the *Third Interim Fee Application of McDermott Will & Emery LLP as Co-Counsel to the Official Committee of Unsecured Creditors for Compensation and Reimbursement of Expenses for the Period from December 1, 2023 through February 29, 2024* (the “Application”), filed by McDermott (the “Applicant”). The Court orders:

1. The Applicant is allowed interim compensation and reimbursement of expenses in the amount of \$963,123.27 for the period set forth in the Application.
2. The Debtors are authorized to disburse any unpaid amounts allowed by paragraph 1 of this Order.

Dated: May_, 2024

THE HONORABLE MARVIN P. ISGUR
UNITED STATES BANKRUPTCY JUDGE

¹ The Debtors operate under the trade name Incora and have previously used the trade names Wesco, Pattonair, Haas, and Adams Aviation. A complete list of the Debtors in these chapter 11 cases, with each one’s federal tax identification number and the address of its principal office, is available on the website of the Debtors’ noticing agent at <http://www.kccllc.net/incora/>. The service address for each of the Debtors in these cases is 2601 Meacham Blvd., Ste. 400, Fort Worth, TX 76137.