

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

In re:

Medley LLC,¹

Debtor.

Chapter 11

Case No. 21-10526 (KBO)

Re: Docket Nos. 515, 521, 522, 523, 524, 525, 528, 529, 530
& 563

AMENDED OMNIBUS ORDER AWARDING FINAL FEE APPLICATIONS

Upon consideration of the final fee applications (the “Final Applications”) of the entities (collectively, the “Applicants”) referenced on **Exhibit 1** attached hereto, pursuant to sections 105(a) and 331 of title 11 of the United States Code, Fed. R. Bankr. P. 2016, and the Order of this Court establishing procedures for interim compensation and reimbursement of expenses for retained professionals (the “Administrative Order”) entered on March 25, 2021 [Docket No. 60], and it appearing that the Court has jurisdiction to consider the Final Applications and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334; and it appearing that this matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2); and it appearing that venue of this proceeding and these Final Applications is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Final Applications having been given; and after due deliberation and sufficient cause appearing therefor; and this Court having previously entered the *Omnibus Order Awarding Final Fee Applications* [Docket No. 563] (the “Final Fee Order”); and the Court now finding sufficient cause to amend the Final Fee Order based on the representations of counsel set forth in the *Certification of Counsel* under which this amended order was submitted;

¹ The Debtor’s current mailing address is c/o Medley LLC Liquidating Trust, c/o Saccullo Business Consulting, LLC, 27 Crimson King Drive, Bear, DE 19701.



IT IS HEREBY ORDERED THAT:

1. The Final Applications are hereby **APPROVED** in the amounts set forth on **Exhibit 1** and the Final Fee Order is amended as provided for herein.
2. The Applicants are granted final allowance of compensation and reimbursement of reasonable and necessary expenses in the amounts set forth on **Exhibit 1**.
3. In accordance with (i) the *Application of the Debtor for an Order Authorizing the Retention And Employment of Eversheds Sutherland (US) LLP as Special Counsel for the Debtor Effective as of the Petition Date* (the “Eversheds Retention Application”) [Docket No. 87]; (ii) the *Order Granting Debtor’s Application for an Order Authorizing the Retention and Employment of Eversheds Sutherland (US) LLP as Special Counsel for the Debtor Effective as of the Petition Date* [Docket No. 167]; and (iii) the *Order Confirming Authority for Insurers to Make Payment and Advancement Under Certain Director and Officer Insurance Policies* [Docket No. 542], Eversheds Sutherland (US) LLP (“Eversheds”) shall seek and, subject to the terms of the underlying insurance policies, be entitled to compensation and reimbursement of reasonable and necessary expenses in the amounts set forth in **Exhibit 1** from the applicable insurance carriers prior to seeking payment from the Liquidating Trust. The Liquidating Trust is authorized and directed to remit payment to Eversheds of all outstanding amounts, if any, due Eversheds under this Order to the extent (a) the applicable insurance carriers fail to pay any such amounts in a reasonable time period not to exceed December 1, 2022; and (b) the Liquidating Trust has sufficient funds to pay such outstanding amounts. Nothing in this Order shall relieve any insurance carrier of its contractual obligation to pay Eversheds under any insurance policy. To the extent the Liquidating Trust makes payment to Eversheds for any amounts authorized by this Order, the Liquidating Trust shall be subrogated to all rights of Eversheds against the applicable insurance carriers under the applicable insurance

policies. The Liquidating Trust is further authorized and directed to create and maintain sufficient reserves from trust assets, when available, with respect to Eversheds' unpaid fees and expenses approved by this Order. Eversheds shall provide the Liquidating Trust with periodic updates as to the status of payments from the applicable insurance carriers so the Liquidating Trust may properly adjust reserves.

4. Except as set forth in paragraph 3 above with respect to Eversheds, the Liquidating Trust is authorized and directed to remit payment to the other Applicants in the amounts set forth on Exhibit 1, less all amounts previously paid on account of such fees and expenses.

5. The Liquidating Trust is authorized and empowered to take such actions as may be necessary and appropriate to implement the terms of this Order.

6. The Court shall retain jurisdiction to hear and determine all matters arising from or relating to this Order.

7. This Order shall be effective immediately upon entry.

Dated: January 26th, 2022
Wilmington, Delaware

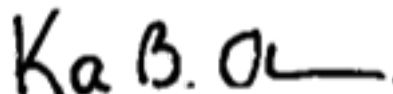

KAREN B. OWENS
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT 1

APPLICANTS

Applicant	Period	Final Fees Requested to be Paid	Final Expenses Requested to be Paid	Agreed Reduction	Final Fees and Expenses Authorized
Eversheds Sutherland (US) LLP <i>as Special Counsel to the Debtor</i> [Docket No. 515]	March 7, 2021 – October 18, 2021	\$1,511,484.69 ¹	\$568,570.50	\$0.00	\$2,080,055.19
Morris James LLP <i>as Counsel to the Debtor</i> [Docket No. 521]	March 7, 2021 – October 18, 2021	\$1,146,342.50 ²	\$14,984.66 ³	\$0.00	\$1,161,327.16
Andersen Tax LLC <i>as Tax Accountants for the Debtor</i> [Docket No. 522]	March 7, 2021 – October 18, 2021	\$159,285.00	\$0.00	\$0.00	\$159,285.00
B. Riley Securities, Inc. <i>as Investment Banker to the Debtor</i> [Docket No. 523]	March 7, 2021 – October 18, 2021	\$1,050,000.00	\$956.94	\$0.00	\$1,050,956.94
Kurtzman Carson Consultants LLC <i>as Administrative Advisor to the Debtor</i> [Docket No. 524]	March 7, 2021 – October 18, 2021	\$64,030.32	\$0.00	\$0.00	\$64,030.32
RSM US LLP <i>to Provide Audit Services to the Debtor</i> [Docket No. 576]	March 7, 2021 – May 31, 2021	\$118,719.00	\$525.00	\$0.00	\$119,244.00

¹ Includes \$25k estimate. This amount has been reduced from the amount requested in the Final Application to reflect an insurance payment that was received in the amount of \$1,228,564.31.

² Includes \$20k fee estimate.

³ Includes \$5k expense estimate.

Kelley Drye & Warren LLP <i>as Lead Counsel to the Official Committee of Unsecured Creditors</i> [Docket No. 528]	April 26, 2021 – October 18, 2021	\$1,274,816.50	\$6,482.85	\$0.00	\$1,281,299.35
FTI Consulting, Inc. <i>as Financial Advisor to the Official Committee of Unsecured Creditors</i> [Docket No. 529]	April 26, 2021 – October 18, 2021	\$529,690.50	\$0.00	\$0.00	\$529,690.50
Potter Anderson & Corroon LLP <i>as Delaware Counsel to the Official Committee of Unsecured Creditors</i> [Docket No. 530]	April 27, 2021 – October 18, 2021	\$364,367.50	\$3,244.02	\$0.00	\$367,611.52
TOTALS		\$6,218,736.01	\$594,763.97	\$0.00	\$6,813,499.98