

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

In re:  OREXIGEN THERAPEUTICS, INC.,  Debtor. <sup>1</sup>	Chapter 11  Case No. 18-10518 (JTD)  <b>Hearing Date: TBD</b> <b>Objections Due: July 31, 2019 at 4:00 p.m. (ET)</b>
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**TENTH MONTHLY AND FINAL APPLICATION OF LANDIS RATH & COBB LLP,  
CONFLICT COUNSEL TO THE DEBTOR AND DEBTOR-IN-POSSESSION, FOR  
COMPENSATION AND REIMBURSEMENT OF EXPENSES  
PURSUANT TO 11 U.S.C. §§ 330 AND 331**

Name of Applicant:	Landis Rath & Cobb LLP
Authorized to Provide Professional Services to:	Conflict Counsel for the Debtor and Debtor-In-Possession
Date of Retention:	<i>Nunc Pro Tunc</i> to June 14, 2018
Period for which monthly compensation and reimbursement sought:	March 1, 2019 through May 31, 2019
Amount of monthly fees to be approved as actual, reasonable and necessary from March 1, 2019 through May 31, 2019:	\$23,318.50 (80%= \$18,654.80)
Amount of monthly expenses sought as actual, reasonable and necessary from March 1, 2019 through May 31, 2019:	\$436.36
Period for which final compensation and reimbursement sought:	June 14, 2018 through May 31, 2019
Amount of final fees to be approved as actual, reasonable and necessary:	\$296,412.50
Amount of final expenses sought as actual, reasonable and necessary:	\$4,382.23

<sup>1</sup> The last four digits of the Debtor's federal tax identification number are 8822. The Debtor's mailing address for purposes of this Chapter 11 Case is 3344 North Torrey Pines Court, Suite 200, La Jolla, CA 92037.



This is a  monthly  interim  final application

This application includes 11.70 hours with a value of \$3,911.00 for time incurred in the preparation of the seven, eighth, ninth monthly and third interim fee applications.

Prior Applications:

<b>Dated Filed</b>	<b>Period Covered</b>	<b>Requested</b>		<b>Approved</b>	
		<b>Fees</b>	<b>Expenses</b>	<b>Fees</b>	<b>Expenses</b>
7/27/18	6/14/18 – 6/30/18	\$15,642.00	\$54.41	\$12,513.60	\$54.41
9/11/18	7/1/18 – 7/31/18	\$64,076.00	\$512.68	\$51,260.80	\$512.68
10/1/18	8/1/18 – 8/31/18	\$55,398.50	\$535.84	\$44,318.80	\$535.84
<b>10/1/18 (First Interim)</b>	<b>6/14/18 – 8/31/18</b>	<b>\$135,116.50</b>	<b>\$1,102.93</b>	<b>\$135,116.50</b>	<b>\$1,102.93</b>
10/17/18	9/1/18 – 9/30/18	\$13,991.50	\$71.95	\$11,193.20	\$71.95
11/21/18	10/1/18 – 10/31/18	\$40,701.00	\$1,009.04	\$32,560.80	\$1,009.04
12/17/18	11/1/18 – 11/30/18	\$4,145.50	\$7.40	\$3,316.40	\$7.40
<b>12/17/18 (Second Interim)</b>	<b>9/1/18 – 11/30/18</b>	<b>\$58,838.00</b>	<b>\$1,088.39</b>	<b>\$58,838.00</b>	<b>\$1,088.39</b>
3/5/19	12/1/18 - 12/31/18	\$10,823.00	\$35.25	\$8,658.40	\$35.25
3/5/19	1/1/19 – 1/31/19	\$13,921.50	\$132.91	\$11,137.20	\$132.91
4/1/19	2/1/19 – 2/28/19	\$54,395.00	\$1,586.39	\$43,516.00	\$1,586.39
<b>4/1/19 (Third Interim)</b>	<b>12/1/18 – 2/28/19</b>	<b>\$79,139.50</b>	<b>\$1,754.55</b>	<b>\$79,139.50</b>	<b>\$1,754.55</b>

**MONTHLY COMPENSATION BY INDIVIDUAL**

<b>Name of Professional</b>	<b>Position w/LRC and Year of Admission</b>	<b>Year of Law School Graduation</b>	<b>Hourly Billing Rate<sup>1</sup></b>	<b>Total Billed Hours</b>	<b>Total Compensation</b>
Richard S. Cobb	Partner; admitted DE 1993, PA 1994	May, 1992	\$815.00	8.00	\$6,520.00
Kerri K. Mumford	Partner; admitted DE 2001	May, 2001	\$650.00	7.20	\$4,680.00
Jennifer L. Cree	Associate; admitted DE 2013, PA 2014	May, 2013	\$365.00	17.20	\$6,278.00
Nicolas E. Jenner	Associate; admitted DE 2018	May, 2018	\$295.00	5.90	\$1,740.50
Anthony C. Dellose	Paralegal	N/A	\$250.00	6.30	\$1,575.00
Frances A. Panchak	Paralegal	N/A	\$250.00	7.30	\$1,825.00
Melissa Ramirez	Paralegal	N/A	\$250.00	2.80	\$700.00
<b>Total</b>				<b>54.70</b>	<b>\$23,318.50</b>

**Blended Hourly Rate: \$426.29**

<sup>1</sup> LRC's billing rates have not changed during this Application Period (defined below).

**MONTHLY COMPENSATION BY PROJECT CATEGORY**

<b>Project Category</b>	<b>Total Hours</b>	<b>Total Fees</b>
B134 – Hearings	0.20	\$50.00
B135 – Litigation	31.30	\$11,982.50
B136 – LRC Retention & Fee Matters	13.90	\$4,484.00
B146 – Plan and Disclosure Statement (including Business Plan)	9.30	\$6,802.00
<b>TOTAL</b>	<b>54.70</b>	<b>\$23,318.50</b>

**MONTHLY EXPENSE SUMMARY**

<b>Expenses Category</b>	<b>Total Expenses</b>
In-house Copying	\$7.70
Outside Printing	\$98.40
Online Research	\$252.88
Delivery Service/Messengers	\$20.00
Document Retrieval	\$57.38
<b>TOTAL</b>	<b>\$436.36</b>

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

In re:

OREXIGEN THERAPEUTICS, INC.,

Debtor.<sup>1</sup>

Chapter 11

Case No. 18-10518 (JTD)

Hearing Date: TBD

Objections Due: July 31, 2019 at 4:00 p.m. (ET)

**TENTH MONTHLY AND FINAL APPLICATION OF LANDIS RATH & COBB LLP,  
CONFLICT COUNSEL TO THE DEBTOR AND DEBTOR-IN-POSSESSION, FOR  
COMPENSATION AND REIMBURSEMENT OF EXPENSES  
PURSUANT TO 11 U.S.C. §§ 330 AND 331**

Landis Rath & Cobb LLP (“LRC”), Conflict Counsel to the above-captioned debtor and debtor-in-possession (the “Debtor”), submits this *Tenth Monthly and Final Application of Landis Rath & Cobb LLP, Conflict Counsel to the Debtor and Debtor-In-Possession, for Compensation and Reimbursement of Expenses Pursuant to 11 U.S.C. §§ 330 and 331* (the “Application”) for legal services performed during the period commencing March 1, 2019 through and including May 31, 2019 (the “Monthly Application Period”); and for final approval of compensation for legal services performed during the period commencing June 14, 2018 through and including May 31, 2019 (the “Final Application Period”), together with the Monthly Application Period, (the “Application Periods”). In support of the Application, LRC respectfully states as follows:

**JURISDICTION AND VENUE**

1. The United States Bankruptcy Court for the District of Delaware (the “Court”) has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware dated February 29, 2012. Venue in this district is proper pursuant to 28 U.S.C. §§ 1408 and

<sup>1</sup> The last four digits of the Debtor’s federal tax identification number are 8822. The Debtor’s mailing address for purposes of this Chapter 11 Case is 3344 North Torrey Pines Court, Suite 200, La Jolla, CA 92037.

1409. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2)(A) and (M), and the Court may enter a final order consistent with Article III of the United States Constitution.

2. The statutory predicates for the relief sought herein are sections 105(a), 330 and 331 of chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (as amended or modified, the “Bankruptcy Code”).

### **BACKGROUND**

1. On March 12, 2018 (the “Petition Date”), the Debtor commenced the above-captioned chapter 11 case (the “Chapter 11 Case”) by filing a voluntary petition for relief under chapter 11 of title 11 of the Bankruptcy Code.

2. The Debtor continues to operate its business and manage its properties as a debtor-in-possession pursuant to Bankruptcy Code sections 1107(a) and 1108.

3. No trustee or examiner has been appointed in this case.

4. The factual background relating to the Debtor’s commencement of the Chapter 11 Case is set forth in detail in the *Declaration of Michael A. Narachi in Support of First Day Relief* [D.I. 3] filed on the Petition Date.

5. On March 27, 2018, the United States Trustee for the District of Delaware (the “U.S. Trustee”) appointed an official committee of unsecured creditors (the “Committee”) [D.I. 91].

6. On April 11, 2018, the Court entered the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals* (the “Interim Compensation Order”) [D.I. 171]. The Interim Compensation Order sets forth the procedures for interim compensation and reimbursement of expenses for all professionals in this case.

7. On April 11, 2018, the Court also entered orders authorizing: (i) the Debtor’s retention of Morris, Nichols, Arsht & Tunnell LLP (“MNAT”) as its Delaware bankruptcy co-

counsel *nunc pro tunc* to the Petition Date and (ii) the Debtor's retention of Hogan Lovells US LLP ("Hogan Lovells" and, together with MNAT, "Bankruptcy Counsel") as its general bankruptcy counsel *nunc pro tunc* to the Petition Date.

8. The Debtor has identified McKesson Corporation and McKesson Patient Relationship Solutions, a business unit of McKesson Specialty Arizona, Inc. (together, the "McKesson Parties") as counterparties to several contracts with the Debtor, and entities that may have claims against the Debtor and against which the Debtor may have claims; however, MNAT and Hogan Lovells have each determined they may not be directly adverse to the McKesson Parties due to potential or actual conflicts of interest (the "Conflict Matters"). On June 14, 2018, the Debtor retained LRC as counsel on the Conflict Matters ("Conflict Counsel") to properly prosecute and defend the Conflict Matters as necessary to enhance and protect the Debtor's estate.

9. On July 13, 2018, the Court entered the *Order Authorizing the Employment and Retention of Landis Rath & Cobb LLP as Conflict Counsel Nunc Pro Tunc to the Retention Date* [D.I. 522].

10. On May 17, 2019, the Court entered the *Findings of Fact, Conclusions of Law, and Order Confirming Debtor's Modified Amended Plan of Liquidation* [D.I. 1113] (the "Confirmation Order") confirming the Debtor's plan of liquidation (the "Plan"). The Plan went effective on May 31, 2019. *See* [D.I. 1127].

#### **TERMS AND CONDITIONS OF COMPENSATION OF LRC**

11. Subject to Court approval, LRC seeks payment for compensation on an hourly basis, plus reimbursement of actual, necessary expenses incurred by LRC during the Monthly Application Period. With the exception of copy charges (which are charged at a lower rate), the rates charged by LRC in this case do not differ from the rates charged to LRC's non-bankruptcy

clients.

12. A summary of the hours spent, the names of each professional and paraprofessional rendering services to the Debtor during the Monthly Application Period, the regular customary billing rates and the total value of time incurred by each of the LRC professionals rendering services to the Debtor is attached hereto as **Exhibit A**. A copy of the computer-generated time entries reflecting the time recorded for these services, organized in project billing categories in accordance with the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases* (the “U.S. Trustee Guidelines”), is attached hereto as **Exhibit B**. A statement of expenses incurred by LRC during the Monthly Application Period is attached hereto as **Exhibit C**. All time entries and requested expenses are in compliance with rule 2016-2 of the Local Rules.<sup>2</sup>

13. Pursuant to the Interim Compensation Order, LRC and other professionals retained in this case are authorized to file and to serve upon the parties identified in the Interim Compensation Order monthly fee applications, including consolidated monthly fee applications, (a “Monthly Fee Application”) of their fees and expenses. After the expiration of a fourteen (14) day objection period, the Debtor is authorized to promptly pay eighty percent (80%) of the fees and one hundred percent (100%) of the expenses requested in the Monthly Fee Application, unless an objection has been lodged against specific fees and/or expenses, or the Court orders otherwise.

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<sup>2</sup> LRC has also made reasonable efforts to submit this Application in a manner consistent with the U.S. Trustee Guidelines. To the extent that the U.S. Trustee Guidelines conflict with the Local Rules, in particular, Local Rule 2016-2, LRC has chosen to comply with such Local Rule. LRC will supplement this Application with additional detail or information upon request.



14. In accordance with the Interim Compensation Order, LRC has filed and served upon the parties identified in the Interim Compensation Order this Application with respect to fees and expenses incurred during the Monthly Application Period; to wit, (i) fees in the amount of \$23,318.50 and expenses in the amount of \$436.36.

15. All services and costs for which compensation is requested by LRC in this Application were reasonable and necessary and were performed for and on behalf of the Debtor in connection with the Conflict Matters during the Application Period.

#### **CASE STATUS**

16. The Debtor's monthly operating reports contain up-to-date information regarding the amount of cash on hand or on deposit in the Debtor's estate, the amount and nature of accrued unpaid administrative expenses, the Debtor's operating profits or losses, and the amount of unencumbered funds in the Debtor's estate.

17. To the best of LRC's knowledge, the Debtor has paid or will pay to the U.S. Trustee its initial quarterly fees and has filed or will file its initial monthly operating report.

#### **NARRATIVE SUMMARY OF SERVICES RENDERED ON A PROJECT SUMMARY BASIS**

18. All of the professional services that LRC rendered to the Debtor during the Monthly Application Period are set forth in detail in **Exhibit B**, segregated according to project billing categories in accordance with the U.S. Trustee Guidelines. A brief description of certain services deserving specific mention are highlighted below, by project category:

**(A) LRC Retention & Fee Matters: (Total Hours: 13.90; Total Fees: \$4,484.00)**

19. Among other services provided in this category during the Application Period, LRC prepared and filed the following fee applications in accordance with the Interim Compensation Order, the Local Rules and the U.S. Trustee Guidelines:

- *Seventh Monthly Application of Landis Rath & Cobb LLP, Conflict Counsel to the Debtor and Debtor-In-Possession, for Compensation and Reimbursement of Expenses Pursuant to 11 U.S.C. §§ 330 and 331 for the Period from December 1, 2018 Through December 31, 2018* [D.I. 963];
- *Eighth Monthly Application of Landis Rath & Cobb LLP, Conflict Counsel to the Debtor and Debtor-In-Possession, for Compensation and Reimbursement of Expenses Pursuant to 11 U.S.C. §§ 330 and 331 for the Period from January 1, 2019 Through January 31, 2019* [D.I. 964];
- *Ninth Monthly Application of Landis Rath & Cobb LLP, Conflict Counsel to the Debtor and Debtor-In-Possession, for Compensation and Reimbursement of Expenses Pursuant to 11 U.S.C. §§ 330 and 331 for the Period from December 1, 2019 Through December 31, 2018* [D.I. 1012]; and
- *Third Interim Fee Application of Landis Rath & Cobb LLP* [D.I. 1015].

In connection therewith, LRC also drafted and filed the corresponding Certificates of No Objection. [D.I. 982, 983, 1050, and 1051].

**(B) Litigation: (Total Hours: 31.30; Total Fees: \$11,982.50)**

20. Among other services provided under this category during the Application Period, LRC reviewed and analyzed *Appellants' Opening Brief* [D.I. 15] filed in the United States District Court for the District of Delaware (the "Appellants' Brief"). LRC finalized and filed the *Answering Brief of Appellee Orexigen Therapeutics, Inc.* [D.I. 19] (the "Appellee's Brief"). In connection therewith, LRC analyzed various legal authorities to finalize the Debtor's arguments asserted in Appellee's Brief and conferred with the Debtor regarding the same.

21. LRC also conferred with the Debtor and its other professionals regarding the record and compiled an appendix to the Appellee's Brief pursuant to the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"). In addition, LRC finalized and filed *Appellee's Motion to Accept Documents Under Seal Into Appellate Record* [D.I. 21] to transfer sealed documents from the Court to the United States District Court for the District of Delaware. LRC analyzed *Noteholder Appellee's Opening Brief* [D.I. 17].

**COMPENSATION REQUESTED**

22. LRC expended 54.70 hours during the Monthly Application Period in furtherance of its efforts on behalf of the Debtor. LRC requests allowance of compensation in the amount of \$23,318.50 for legal services rendered during the Monthly Application Period at a blended hourly rate of \$426.29. Pursuant to the Interim Compensation Order, LRC requests interim payment of 80% of the total fees requested, or \$18,654.80. None of the requested fees detailed herein have been paid previously.

**REIMBURSEMENT OF EXPENSES**

23. During the Monthly Application Period, LRC incurred certain necessary expenses in rendering legal services to the Debtor as set forth in **Exhibit C**.<sup>3</sup> LRC represents that its rate for non-color duplication is \$0.10 per page and color duplication is \$0.80 per page, consistent with the Local Rules and U.S. Trustee Guidelines.

24. LRC seeks reimbursement for its reasonable, necessary and actual expenses incurred during the Application Period for the total amount of \$436.36.

**FINAL FEE PERIOD**

25. In accordance with the Confirmation Order, LRC has filed and served upon the parties identified in the Confirmation Order this Application with respect to fees and expenses incurred during the Final Application Period; to wit, fees in the amount of \$296,412.50 and expenses in the amount of \$4,382.23.

26. Pursuant to and consistent with the relevant requirements of the U.S. Trustee's Guidelines, as applicable, the following additional exhibits pertaining to the Final Application Period are annexed hereto:

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<sup>3</sup> **Exhibit C** sets forth in summary detail the expenses incurred during the Application Period. Actual copies of invoices from LRC's vendors are not attached, but are available for inspection upon request.

**Exhibit D** – Summary of fees by individual for the Final Application Period;

**Exhibit E** – Summary of compensation by project category for the Final Application Period;

**Exhibit F** – Summary of expenses for the Final Application Period;

**Exhibit G** – Customary and comparable compensation disclosure;

**Exhibit H** – Estimated budget for Final Application Period; and

**Exhibit I** – Certification by Kerri K. Mumford

### **LEGAL STANDARD**

27. Bankruptcy Code section 330(a)(1) allows the payment of:

(A) reasonable compensation for actual, necessary services rendered by the trustee, examiner, ombudsman, professional person, or attorney and by any paraprofessional person employed by any such person; and

(B) reimbursement for actual, necessary expenses.

11 U.S.C. § 330(a)(1). Reasonableness of compensation is informed by the “market-driven approach,” which considers the nature, extent and value of services provided by the professional and the cost of comparable services in non-bankruptcy contexts. *See Zolfo Cooper & Co. v. Sunbeam-Oster Co.*, 50 F.3d 253, 258 (3d Cir. 1995); *In re Busy Beaver Building Ctr., Inc.*, 19 F.3d 833, 849 (3d Cir. 1994). Thus, the “baseline rule is for firms to receive their customary rates.” *Zolfo Cooper*, 50 F.3d at 259.

28. In accordance with its practices in non-bankruptcy matters, LRC has calculated its compensation requested in this Application by applying its standard hourly rates. LRC’s calculation is based upon hourly rates that are well within the range of rates that are charged by comparable firms in similar bankruptcy cases. Accordingly, LRC’s rates should be determined to be reasonable under Bankruptcy Code section 330.

29. LRC's fees during the Application Periods are also reasonable under the prevailing legal standard and should be allowed. The amount of these fees is not unusual given the complexity and size of the Conflict Matters and the amount of work required to represent the Debtor as Conflict Counsel. LRC's fees are commensurate with fees that other attorneys of comparable experience and expertise have charged and been awarded in similar chapter 11 cases. Accordingly, LRC's fees are reasonable pursuant to Bankruptcy Code section 330.

30. Bankruptcy Code section 330(a)(1)(B) permits reimbursement for actual and necessary expenses. LRC's legal services and expenses incurred during the Application Period are set forth in this Application and constitute only those necessary expenses that were incurred for the benefit of the Debtor's estate. LRC has properly requested reimbursement of only actual, necessary and appropriate legal expenses.

31. Except as permitted by Bankruptcy Rule 2016, no agreement or understanding exists between LRC and/or any third person for the sharing or division of compensation. All of the services for which compensation is requested in this Application were rendered at the request of and solely on behalf of the Debtor.

32. Pursuant to the standards set forth in Bankruptcy Code sections 330 and 331, LRC submits that the compensation requested is for actual and necessary services and expenses, and is reasonable, based upon the nature, extent and value of such services, the time spent thereon, and the costs of comparable services in a case under the Bankruptcy Code.

33. The time records annexed to this Application constitute only a general statement of the services rendered and time expended without description of the pressure and constraints under which LRC actually rendered these services. The considerable challenges of this case have been attended to and managed by LRC at all levels, promptly, expertly, and often to the

exclusion of other matters in LRC's office. LRC submits, therefore, that its fees and expenses were actually necessary, reasonable and justified, and should be allowed in full.

**NOTICE AND NO PRIOR REQUEST**

34. Notice of this Application has been given to the following parties or, in lieu of, to their counsel, if known: (a) the U.S. Trustee; (b) the Committee; (c) counsel to the Debtor; and (d) any party requesting notice pursuant to Bankruptcy Rule 2002. LRC submits that no other or further notice is necessary.

35. No prior request for the relief sought in this Application has been made to this or any other Court.

WHEREFORE, LRC respectfully requests that the Court enter an order approving the following:

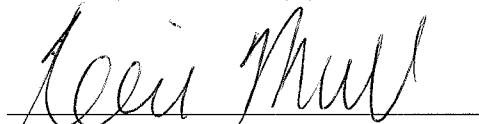
(i) Interim allowance in the sum of \$23,318.50 as compensation for necessary professional services rendered to the Debtor, and in the sum of \$436.36 for reimbursement of actual necessary costs and expenses incurred during the Monthly Application Period; and

*[Remainder of Page Intentionally Left Blank]*

(ii) Final allowance in the sum of \$296,412.50 as compensation for necessary professional services rendered to the Debtor, and in the sum of \$4,382.23 for reimbursement of actual necessary costs and expenses incurred during the Final Application Period; and such other and further relief as this Court may deem just and proper.

Dated: July 17, 2019  
Wilmington, Delaware

**LANDIS RATH & COBB LLP**



Richard S. Cobb (No. 3157)  
Kerri K. Mumford (No. 4186)  
Jennifer L. Cree (No. 5919)  
919 Market Street, Suite 1800  
Wilmington, Delaware 19801  
Telephone: (302) 467-4400  
Facsimile: (302) 467-4450  
Email: cobb@lrclaw.com  
mumford@lrclaw.com  
cree@lrclaw.com

*Conflict Counsel to the Debtor and Debtor-In-Possession*

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

In re:  OREXIGEN THERAPEUTICS, INC.,  Debtor. <sup>1</sup>		Chapter 11  Case No. 18-10518 (JTD)  <b>Hearing Date: TBD</b> <b>Objections Due: July 31, 2019 at 4:00 p.m. (ET)</b>
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**NOTICE OF APPLICATION**

TO: (a) the U.S. Trustee; (b) the Committee; (c) counsel to the Debtor; and (d) any party requesting notice pursuant to Bankruptcy Rule 2002.

Landis Rath & Cobb LLP, conflict counsel to the above-captioned debtor and debtor-in-possession (the “Debtor”), has filed the *Tenth Monthly and Final Application of Landis Rath & Cobb LLP, Conflict Counsel to the Debtor and Debtor-In-Possession, for Compensation and Reimbursement of Expenses Pursuant to 11 U.S.C. §§ 330 and 331* (the “Application”). The Application seeks fees in the amount of \$23,318.50 (80% = \$18,654.80) and expenses in the amount of \$436.36 for the period March 1, 2019 through May 31, 2019 and approval of final fees in the amount of \$296,412.50 and final expenses in the amount of \$4,382.23 for the period June 14, 2018 through May 31, 2019.

Objections, if any, to the relief requested in the Application must be filed with the United States Bankruptcy Court, 824 N. Market Street, 3<sup>rd</sup> Floor, Wilmington, Delaware 19801, on or before **July 31, 2019 at 4:00 p.m. (ET)**.

At the same time, you must also serve a copy of the objection upon the following parties so as to be **received no later than 4:00 p.m. (ET) on August July 31, 2019:**

(i) co-counsel to the Debtor: Hogan Lovells US LLP, 875 Third Avenue, New York, NY 10022, (Attn: Christopher R. Donoho, III, Esq.); and Morris, Nichols, Arsht & Tunnell LLP, 1201 N. Market Street, 16th Floor, Wilmington, DE 19801, (Attn: Robert J. Dehney, Esq.); (ii) co-counsel to the Official Committee of Unsecured Creditors: Irell & Manella LLP, 840 Newport Center Drive, Suite 400, Newport Beach, CA 92660 (Attn: Jeffrey M. Reisner, Esq.); and Elliot Greenleaf, P.C., 1105 North Market Street, Suite 1700, Wilmington DE, 19801 (Attn: Rafael X. Zahralddin-Aravena, Esq. and Eric M. Suttly, Esq.) (iii) the Office of the United States Trustee: J. Caleb Boggs Federal Building, Room 2207, 844 N. King Street, Wilmington, DE 19801, (Attn: Timothy J. Fox, Esq.); and (iv) Conflict Counsel to the Debtor and Debtor-In-Possession: Landis Rath & Cobb LLP, 919 Market Street, Suite 1800, Wilmington, DE 19899 (Attn: Kerri K. Mumford, Esq. and Jennifer L. Cree, Esq.).

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<sup>1</sup> The last four digits of the Debtor’s federal tax identification number are 8822. The Debtor’s mailing address for purposes of this Chapter 11 Case is 3344 North Torrey Pines Court, Suite 200, La Jolla, CA 92037.



A HEARING ON THE MOTION WILL BE HELD ON **A DATE TO BE DETERMINED** BEFORE THE HONORABLE JOHN T. DORSEY, UNITED STATES BANKRUPTCY COURT JUDGE, IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE, 824 NORTH MARKET STREET, 5<sup>th</sup> FLOOR, COURTROOM 4, WILMINGTON, DELAWARE 19801.

IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF REQUESTED IN THE APPLICATION WITHOUT FURTHER NOTICE OR HEARING.

Dated: July 17, 2019  
Wilmington, Delaware

**LANDIS RATH & COBB LLP**



Richard S. Cobb (No. 3157)  
Kerri K. Mumford (No. 4186)  
Jennifer L. Cree (No. 5919)  
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mumford@lrclaw.com  
cree@lrclaw.com

*Conflict Counsel to the Debtor and Debtor-In-Possession*

# **EXHIBIT A**

**MONTHLY COMPENSATION BY INDIVIDUAL**  
**(March 1, 2019 through May 31, 2019)**

<b>Name of Professional</b>	<b>Position w/LRC and Year of Admission</b>	<b>Year of Law School Graduation</b>	<b>Hourly Billing Rate<sup>1</sup></b>	<b>Total Billed Hours</b>	<b>Total Compensation</b>
Richard S. Cobb	Partner; admitted DE 1993, PA 1994	May, 1992	\$815.00	8.00	\$6,520.00
Kerri K. Mumford	Partner; admitted DE 2001	May, 2001	\$650.00	7.20	\$4,680.00
Jennifer L. Cree	Associate; admitted DE 2013, PA 2014	May, 2013	\$365.00	17.20	\$6,278.00
Nicolas E. Jenner	Associate; admitted DE 2018	May, 2018	\$295.00	5.90	\$1,740.50
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Frances A. Panchak	Paralegal	N/A	\$250.00	7.30	\$1,825.00
Melissa Ramirez	Paralegal	N/A	\$250.00	2.80	\$700.00
<b>Total</b>				<b>54.70</b>	<b>\$23,318.50</b>

<sup>1</sup> LRC's billing rates have not changed during this Application Period (defined below).

# **EXHIBIT B**

**MONTHLY COMPENSATION BY PROJECT CATEGORY**  
**(March 1, 2019 through May 31, 2019)**

<b>Project Category</b>	<b>Total Hours</b>	<b>Total Fees</b>
B134 – Hearings	0.20	\$50.00
B135 – Litigation	31.30	\$11,982.50
B136 – LRC Retention & Fee Matters	13.90	\$4,484.00
B146 – Plan and Disclosure Statement (including Business Plan)	9.30	\$6,802.00
<b>TOTAL</b>	<b>54.70</b>	<b>\$23,318.50</b>

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<b>Phase ID B134 Hearings</b>						
1210.001	03/27/2019	ACD	0.20	50.00	Review omnibus order and calendar hearing dates.	669
<b>Total for Phase ID B134</b>						
		Billable	0.20	50.00	Hearings	
<b>Phase ID B135 Litigation</b>						
1210.001	03/01/2019	JLC	7.20	2,628.00	continue to revise and finalize appellate brief; oversee filing of same	592
1210.001	03/01/2019	MR	2.80	700.00	assist with editing brief and preparing TOA and TOC; confer with J. Cree re: same	593
1210.001	03/01/2019	RSC	1.10	896.50	review and consider answering brief of lenders (.7); approve filing and confirm approvals from client of answering brief (.4)	594
1210.001	03/01/2019	NEJ	2.10	619.50	Assist w/finalizing Appellee Brief confirming authorities	595
1210.001	03/01/2019	ACD	3.00	750.00	Confer with J. Cree regarding brief and appendix (0.4); draft certification of compliance (0.5) and Certificate of Service for same (0.5); revise appendix (1.0); prepare and e-file brief and appendix (0.6)	596
1210.001	03/01/2019	KKM	0.50	325.00	Final review of answering brief	600
1210.001	03/01/2019	KKM	1.00	650.00	Review Lender's answer brief	601
1210.001	03/01/2019	JLC	0.40	146.00	Confer with ACD regarding brief and appendix and review same	722
1210.001	03/01/2019	JLC	0.10	36.50	confer with MR re: editing brief and preparing TOA and TOC	730
1210.001	03/04/2019	JLC	1.10	401.50	review, and analyze lenders' brief.	603
1210.001	03/04/2019	JLC	0.80	292.00	review and revise 8009(f) motion (.6); confer with NEJ re: same (.2)	604
1210.001	03/04/2019	NEJ	0.90	265.50	draft 8009(f) motion	605
1210.001	03/05/2019	NEJ	2.20	649.00	continue to draft motion to transfer documents under seal and draft certificate of compliance and PFO for same	613
1210.001	03/06/2019	JLC	0.30	109.50	further review and revise 8009(f) motion and order.	639
1210.001	03/06/2019	JLC	0.10	36.50	confer with NEJ re: 8009(f) motion and order	640
1210.001	03/06/2019	NEJ	0.60	177.00	continue to draft Motion to accept documents under seal; related PFO; and certificate of compliance	641
1210.001	03/06/2019	NEJ	0.10	29.50	confer with JLC re: 8009(f) motion and order	723
1210.001	03/07/2019	JLC	0.70	255.50	finalize and prepare for filing 8009 motion and order	643
1210.001	03/07/2019	JLC	0.30	109.50	review as-filed 8009 motion (.1); confer with ACD re: service of same and procedures related to bankruptcy court transfer of sealed materials (.2)	644
1210.001	03/07/2019	ACD	1.00	250.00	Prepare and e-file motion to transfer sealed documents for appeals case (0.6); telephone call with Court regarding same (0.2); confer with J. Cree regarding same (0.2)	647
1210.001	03/07/2019	KKM	0.40	260.00	Review and revise motion to transfer seal documents (.3) and conference w/Cree re: same (.1)	659
1210.001	03/07/2019	JLC	0.10	36.50	conference w/ KKM re: motion to transfer seal documents	724
1210.001	04/01/2019	FAP	0.20	50.00	Briefly review appellants' reply brief (.1); emails with J. Cree re: same (.1)	700
1210.001	04/01/2019	JLC	0.80	292.00	initial review of McKesson's reply brief.	702
1210.001	04/01/2019	KKM	1.10	715.00	Review and analyze reply brief	703
1210.001	04/01/2019	RSC	1.10	896.50	Review/analyze reply brief on appeal filed by mckesson	717
1210.001	04/02/2019	JLC	0.10	36.50	email to FAP re: seal order	706
1210.001	04/02/2019	FAP	0.10	25.00	Emails with J. Cree re: order granting Appellee's Motion to Accept Documents Under Seal into Appellate Record	707
1210.001	04/02/2019	FAP	0.30	75.00	Briefly review order to accept sealed documents (.1); emails and confer with J. Cree re: exhibit A to order not docketed (.1); call with District Court docketing clerk re:	708

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<b>Phase ID B135 Litigation</b>						
				same (.1)		
1210.001	04/02/2019	JLC	0.30	109.50	review order transmitting sealed docs (.1); confer with FAP re: missing exhibit (.1); review revised order entered (.1)	709
1210.001	04/02/2019	FAP	0.20	50.00	Review corrected order Granting Appellee's Motion to Accept Documents Under Seal into Appellate Record (.1); emails with J. Cree re: same (.1)	710
1210.001	04/03/2019	JLC	0.10	36.50	review procedure to transmit order re: sealed docs to bkc court.	711
1210.001	04/03/2019	JLC	0.10	36.50	confer with ACD re: transmitting sealed record on appeal	715
1210.001	04/03/2019	JLC	0.10	36.50	review letter re: receipt of sealed docs to D. Del. court	716
<b>Total for Phase ID B135</b>						
		Billable	31.30	11,982.50	Litigation	
<b>Phase ID B136 LRC Retention &amp; Fee Matters</b>						
1210.001	03/05/2019	FAP	0.80	200.00	draft LRC seventh monthly fee application	608
1210.001	03/05/2019	FAP	0.60	150.00	draft LRC eighth monthly fee application	609
1210.001	03/05/2019	FAP	0.50	125.00	Finalize and e-file LRC seventh monthly fee application	610
1210.001	03/05/2019	FAP	0.50	125.00	Finalize and file LRC eighth monthly fee application	611
1210.001	03/05/2019	FAP	0.10	25.00	Email to A. Dellose re: service of LRC seventh and eighth monthly fee applications	612
1210.001	03/05/2019	KKM	0.40	260.00	Review and execute LRC 7th fee app	648
1210.001	03/05/2019	KKM	0.40	260.00	Review and execute LRC 8th fee app	656
1210.001	03/06/2019	FAP	0.30	75.00	Review/revise February pre-bills	614
1210.001	03/08/2019	FAP	0.50	125.00	Begin drafting LRC ninth monthly fee application	645
1210.001	03/20/2019	JLC	0.10	36.50	review and execute Certificate of No Objection re: LRC 7th monthly fee app	663
1210.001	03/20/2019	JLC	0.10	36.50	review and execute Certificate of No Objection re: LRC 8th monthly fee app	664
1210.001	03/20/2019	ACD	1.00	250.00	Draft Certificate of No Objection re: LRC's 7th and 8th fee apps (0.5); finalize and e-file same (0.5)	666
1210.001	03/27/2019	JLC	0.10	36.50	email with M. Maddox re: interim fee hearing (.1); confer with FAP re: critical dates (.1)	668
1210.001	03/27/2019	JLC	0.70	255.50	review and revise LRC's February bills for compliance with UST guidelines and local rules.	680
1210.001	03/29/2019	JLC	0.60	219.00	draft LRC's ninth monthly fee application.	681
1210.001	03/29/2019	JLC	0.70	255.50	draft LRC's third interim fee app	682
1210.001	03/29/2019	JLC	0.10	36.50	email with D. Demko re: LRC budget for interim fee app.	683
1210.001	03/29/2019	FAP	0.10	25.00	Confer with J. Cree re: status of LRC 9th monthly fee app and third interim app	687
1210.001	03/29/2019	JLC	0.10	36.50	Confer with FAP re: status of LRC 9th monthly fee app and third interim app	725
1210.001	04/01/2019	KKM	0.20	130.00	Review LRC interim and monthly fee app	688
1210.001	04/01/2019	JLC	0.10	36.50	confer with FAP re: monthly and interim fee apps	690
1210.001	04/01/2019	FAP	0.60	150.00	Finalize LRC ninth monthly fee application and notice	691
1210.001	04/01/2019	JLC	0.40	146.00	review and revise LRC 9th monthly fee app	692
1210.001	04/01/2019	FAP	0.70	175.00	Update LRC third interim fee application	693
1210.001	04/01/2019	FAP	0.20	50.00	Revise LRC draft ninth monthly fee application	694
1210.001	04/01/2019	FAP	0.20	50.00	Confer with J. Cree re: interim fee application notice parties (.1); review interim compensation order re: same (.1)	695
1210.001	04/01/2019	FAP	0.30	75.00	File and coordinate service re: LRC 9th monthly fee application	696
1210.001	04/01/2019	FAP	0.40	100.00	Finalize LRC third interim fee application	697
1210.001	04/01/2019	JLC	0.30	109.50	review and revise LRC 3rd interim fee app	698
1210.001	04/01/2019	JLC	0.10	36.50	confer with FAP re: LRC 3rd interim fee app	699
1210.001	04/01/2019	FAP	0.30	75.00	File and coordinate service re: LRC third interim fee	701

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<b>Phase ID B136 LRC Retention &amp; Fee Matters</b>						
					application	
1210.001	04/01/2019	KKM	0.10	65.00	Execute monthly fee app	704
1210.001	04/01/2019	KKM	0.10	65.00	Execute interim fee app	705
1210.001	04/16/2019	ACD	1.00	250.00	Draft Certificate of No Objection Re: LRC's 9th and 3rd interim fee apps (0.5); finalize and e-file same (0.5)	719
1210.001	04/22/2019	JLC	0.20	73.00	review pfo for interim fees (.1); email to M. Maddox re: same (.1)	720
1210.001	05/03/2019	JLC	0.40	146.00	review and revise March pre-bills for compliance with UST guidelines and local rules.	721
1210.001	05/13/2019	JLC	0.60	219.00	continue to review and revise LRC March pre-bills	732
<b>Total for Phase ID B136</b>						
		<b>Billable</b>	<b>13.90</b>	<b>4,484.00</b>	<b>LRC Retention &amp; Fee Matters</b>	
<b>Phase ID B146 Plan and Disclosure Statement (including Business Plan)</b>						
1210.001	03/06/2019	KKM	0.10	65.00	Call with Pickering re: plan	642
1210.001	03/06/2019	KKM	0.10	65.00	Call w/Pickering re: plan/McKesson issues	661
1210.001	03/07/2019	KKM	0.80	520.00	Briefly review draft plan and DS for McKesson issues	660
1210.001	03/08/2019	RSC	0.50	407.50	conf call wi debtor counsel re: mckesson stip issue in plan and disclosure statement, and call with mckesson counsel to discuss resolution; email confirmation with same	646
1210.001	03/08/2019	KKM	0.50	325.00	Calls and emails w/Debtors re: plan/Mckesson issues	658
1210.001	03/13/2019	KKM	0.30	195.00	Review changes to plan and emails w/ Ernst & Young re: same	655
1210.001	03/13/2019	RSC	0.90	733.50	emails wi hl re: revisions to plan and ds to address mckesson objection incl review revised language(.5); email wi mckesson counsel re: revised plan and ds(.4)	712
1210.001	03/15/2019	KKM	0.10	65.00	Review RSC email re: plan	649
1210.001	03/15/2019	RSC	0.30	244.50	email wi mckesson re: plan approval/comments	650
1210.001	03/15/2019	RSC	0.50	407.50	emails wi mckesson counsel and hl re: wrong version of plan and ds filed and correciton needed	713
1210.001	03/16/2019	RSC	1.20	978.00	follow up emails wi hl and mckesson re: corrected version of ds/plan to be filed reflecting settlement of objection, and confirm correct filing occurred	714
1210.001	03/18/2019	KKM	0.10	65.00	Email w/ McKesson re: Plan	651
1210.001	03/18/2019	KKM	0.10	65.00	Email w/RSC re: plan	652
1210.001	03/18/2019	KKM	0.10	65.00	Email to Dellose re: Plan	653
1210.001	03/18/2019	KKM	0.10	65.00	Emails w/ McKession, HL re: plan	654
1210.001	03/18/2019	RSC	0.40	326.00	Communicate with primary counsel and mckesson re: resolution of informal objection over ds and plan language re: stip and reserve	671
1210.001	03/18/2019	ACD	0.10	25.00	Email to KKM re: Plan	731
1210.001	03/20/2019	KKM	0.10	65.00	Review email re: McKesson comments to plan	662
1210.001	03/20/2019	KKM	0.10	65.00	Review email McKesson re: plan changes	667
1210.001	03/20/2019	RSC	0.90	733.50	emails wi mckesson counsel confirming form of ds and plan as revised is acceptable to mckesson; emails wi primary counsel confirming issues resolved with mckesson	670
1210.001	03/29/2019	FAP	0.10	25.00	Briefly review amended plan of liquidation	684
1210.001	03/29/2019	FAP	0.10	25.00	Briefly review disclosure statement for amended plan of liquidation	685
1210.001	03/29/2019	FAP	0.10	25.00	Review notice of filing redlines re: amended plan of liquidation	686
1210.001	03/29/2019	FAP	0.10	25.00	Confer w/ KKM re: revised plan documents	741
1210.001	03/30/2019	KKM	0.10	65.00	Review McKesson emails re: plan changes	689
1210.001	05/08/2019	KKM	0.40	260.00	Emails re: Takeda setoff language	726
1210.001	05/08/2019	RSC	1.10	896.50	review takeda objection and advice to co-counsel re:	727



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<b>Phase ID B146 Plan and Disclosure Statement (including Business Plan)</b>					
					mckesson setoff conclusions/research and strategy
<b>Total for Phase ID B146</b>					
	Billable		9.30	6,802.00	Plan and Disclosure Statement (including Business Plan)
<b>GRAND TOTALS</b>					
	Billable		54.70	23,318.50	

# EXHIBIT C

**MONTHLY EXPENSE SUMMARY**  
**(March 1, 2019 through May 31, 2019)**

<b>Expenses Category</b>	<b>Total Expenses</b>
In-house Copying	\$7.70
Outside Printing	\$98.40
Online Research	\$252.88
Delivery Service/Messengers	\$20.00
Document Retrieval	\$57.38
<b>TOTAL</b>	<b>\$436.36</b>

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<u>Client</u>	<u>Trans Date</u>	<u>Rate</u>	<u>Units</u>	<u>Amount</u>	
<b>Activity ID E101 Inhouse Copying</b>					
1210.001	03/31/2019	0.100	43.00	4.30	March Copying Charges
1210.001	04/21/2019	0.100	34.00	3.40	April Copying Charges
<b>Total for Activity ID E101</b>			Billable	<u>7.70</u>	Inhouse Copying
<b>Activity ID E102 Outside printing</b>					
1210.001	03/01/2019			98.40	Outside printing Parcels, Inc.- Invoice 807072
<b>Total for Activity ID E102</b>			Billable	<u>98.40</u>	Outside printing
<b>Activity ID E106 Online research</b>					
1210.001	03/31/2019			250.26	Online research Relx Inc. DBA LexisNexis - Invoice 3091946182
1210.001	05/31/2019			2.62	Online research Relx Inc. DBA LexisNexis - Invoice 3092042213
<b>Total for Activity ID E106</b>			Billable	<u>252.88</u>	Online research
<b>Activity ID E107 Delivery services/messengers</b>					
1210.001	03/04/2019			10.00	Delivery services/messengers DLS Discovery - Invoice 130012
1210.001	03/08/2019			10.00	Delivery services/messengers DLS Discovery - Invoice 130012
<b>Total for Activity ID E107</b>			Billable	<u>20.00</u>	Delivery services/messengers
<b>Activity ID E208 Document Retrieval</b>					
1210.001	03/01/2019			0.50	Document Retrieval LexisNexis - Invoice EA-803327
1210.001	03/31/2019			15.30	Document Retrieval - PACER
1210.001	04/01/2019			41.58	Document Retrieval LexisNexis - Invoice EA-807663
<b>Total for Activity ID E208</b>			Billable	<u>57.38</u>	Document Retrieval
				<b>GRAND TOTALS</b>	
			Billable	<u>436.36</u>	

# **EXHIBIT D**

**FINAL COMPENSATION BY INDIVIDUAL**  
**(June 14, 2018 through May 31, 2019)**

<b>Name of Professional</b>	<b>Position w/LRC and Year of Admission</b>	<b>Year of Law School Graduation</b>	<b>Hourly Billing Rate<sup>1</sup></b>	<b>Total Billed Hours</b>	<b>Total Compensation</b>
Richard S. Cobb	Partner; admitted DE 1993, PA 1994	May, 1992	\$775.00 (2018) \$815.00 (2019)	76.00 18.70	\$58,900.00 \$15,240.50
Kerri K. Mumford	Partner; admitted DE 2001	May, 2001	\$620.00 (2018) \$650.00 (2019)	75.20 10.70	\$46,621.50 \$6,955.00
Matthew R. Pierce	Associate Admitted DE 2013	May, 2013	\$335.00 (2018)	6.40	\$2,144.00
Jennifer L. Cree	Associate; admitted DE 2013, PA 2014	May, 2013	\$315.00 (2018) \$365.00 (2019)	243.20 113.90	\$76,600.00 \$41,573.50
Nicolas E. Jenner	Associate; admitted DE 2018	May, 2018	\$295.00 (2019)	74.80	\$22,066.00
Matthew P. Milana	Law Clerk	May, 2018	\$295.00 (2018)	19.30	\$5,693.50
Frances A. Panchak	Paralegal	N/A	\$250.00 (2019)	9.70	\$2,425.00
Anthony C. Dellose	Paralegal	N/A	\$240.00 (2018) \$250.00 (2019)	1.10 10.70	\$264.00 \$2,675.00
Jared F. Schierbaum	Paralegal	N/A	\$240.00 (2018)	56.80	\$13,632.00
Melissa Ramirez	Paralegal	N/A	\$240.00 (2018) \$250.00 (2019)	3.90 2.80	\$922.50 \$700.00
<b>Total Requested</b>				<b>723.20</b>	<b>\$296,412.50</b>

**Blended Hourly Rate: \$409.86**

<sup>1</sup> Effective January 1, 2019, LRC implemented annual step increases in its hourly rates consistent with LRC's ordinary course practice due to advancing seniority and promotion. This is the first step increase implemented by LRC since the inception of the Chapter 11 Case.

**EXHIBIT E**

**FINAL COMPENSATION BY PROJECT CATEGORY**  
**(June 14, 2018 through May 31, 2019)**

<b>Project Category</b>	<b>Total Hours</b>	<b>Total Fees</b>
B112 – Asset Disposition	18.40	\$12,059.00
B114 – Assumption/Rejection of Leases and Contracts`	17.80	\$7,473.00
B120 – Business Operations	5.70	\$3,429.50
B122 – Case Administration	10.20	\$2,470.00
B124 – Claims Administration & Objections	0.50	\$372.00
B134 – Hearings	15.20	\$6,199.50
B135 – Litigation	228.40	\$86,244.00
B136 – LRC Retention & Fee Matters	103.40	\$32,801.50
B146 – Plan and Disclosure Statement (including Business Plan)	9.30	\$6,802.00
B150 – Relief from Stay/Adequate Protection Proceedings	314.30	\$138,562.00
<b>Total Requested</b>	<b>723.20</b>	<b>\$296,412.50</b>



# **EXHIBIT F**

**FINAL EXPENSE SUMMARY**  
**(June 14, 2018 through May 31, 2019)**

Expenses Category	Total Expenses
In-house Copying	\$594.70
Outside Printing	\$98.40
Online Research	\$2,896.67
Delivery Services/Messengers	\$93.50
Meals	\$187.00
Document Retrieval	\$295.09
Conference Call Service	\$6.87
Telephonic Court Appearance	\$210.00
<b>Total</b>	<b>\$4,382.23</b>

# **EXHIBIT G**

**CUSTOMARY AND COMPARABLE COMPENSATION DISCLOSURES**  
**(June 14, 2018 through May 31, 2019)**

<b>Category of Timekeeper</b>	<b>Blended Hourly Rate</b>	
	<b>Billed Firm-wide for Fiscal year (FY2018 and 2019)</b>	<b>Billed June 14, 2018 through May 31, 2019</b>
Partner	\$676	\$715.00
Associate	\$376	\$323.00
Paralegal	\$238	\$245.00
Aggregated	\$430	\$427.66

# **EXHIBIT H**

**ESTIMATED BUDGET FOR LANDIS RATH & COBB LLP  
AS CONFLICT COUNSEL TO THE DEBTOR AND DEBTOR-IN-POSSESSION  
 (June 14, 2018 through May 31, 2019)**

<b>Time Period</b>	<b>LRC Budget</b>	<b>LRC Actual Amount</b>
June 2018	\$40,000.00	\$15,696.41
July 2018	\$80,000.00	\$64,588.68
August 2018	\$93,750.00	\$55,933.84
September 2018	\$75,000.00	\$14,063.45
October 2018	\$75,000.00	\$41,710.04
November 2018	\$75,000.00	\$4,152.90
December 2018	\$75,000.00	\$10,858.25
January 2019	\$75,000.00	\$14,054.41
February 2019	\$75,000.00	\$55,981.39
March 2019 – May 2019	\$262,500.00	\$23,754.86
<b>Total</b>	<b>\$926,250.00</b>	<b>\$300,794.23</b>

# **EXHIBIT I**

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

In re:

OREXIGEN THERAPEUTICS, INC.,

Debtor.<sup>1</sup>

Chapter 11

Case No. 18-10518 (JTD)

**CERTIFICATION OF KERRI K. MUMFORD**

Kerri K. Mumford, an attorney-at-law, duly admitted in good standing to practice in the State of Delaware hereby certifies that:

1. I am a partner in the firm of Landis Rath & Cobb LLP (“LRC”), and I am duly authorized to make this certification on behalf of LRC. LRC was retained by the Debtor<sup>2</sup> as Conflict Counsel pursuant to an order of the Court. This certification is made in support of the *Tenth Monthly and Final Application of Landis Rath & Cobb LLP, Conflict Counsel to the Debtor and Debtor-In-Possession, for Compensation and Reimbursement of Expenses Pursuant to 11 U.S.C. §§ 330 and 331* (the “Application”) and in compliance with rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Rule 2016-2”) and with the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases* (the “U.S. Trustee Guidelines”).

2. To that end, the following is provided in response to the request for additional information set forth in ¶ C.5 of the U.S. Trustee Guidelines:

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<sup>1</sup> The last four digits of the Debtor’s federal tax identification number are 8822. The Debtor’s mailing address for purposes of this Chapter 11 Case is 3344 North Torrey Pines Court, Suite 200, La Jolla, CA 92037.

<sup>2</sup> Capitalized terms utilized but not otherwise defined herein shall have the meaning ascribed to them in the Application.



**Question:** 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?

**Response:** No.

**Question:** 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?

**Response:** The fees sought in this Application are less than the fees budgeted for the time period covered by this Application.

**Question:** Have any of the professionals included in this fee application varied their hourly rate based on the geographic location of the bankruptcy case?

**Response:** No.

**Question:** Does the fee application include time or fees related to reviewing or revising time records or preparing, reviewing, or revising invoices? (This is limited to work involved in preparing and editing billing records that would not be compensable outside of bankruptcy and does not include reasonable fees for preparing a fee application).

**Response:** This Application includes time and fees related to reviewing or revising time records or preparing, reviewing or revising invoices in connection with the preparation of the Monthly Fee Application.

**Question:** Does this fee application include time or fees for reviewing time records to redact any privileged or other confidential information?

**Response:** No.

**Question:** Does this fee application include any rate increases since retention?

**Response:** Effective January 1, 2019, LRC implemented annual step increases in its hourly rates consistent with LRC's ordinary course practice due to advancing seniority and promotion.


**Question:** Did the client agree when retaining LRC to accept all future rate increases? If not, did LRC inform the client that they need not agree to modified rates or terms in order to have you continue the representation, consistent with ABA Formal Ethics Opinion 11-458?

**Response:** The client was notified at the outset of the engagement that LRC's hourly rates are reviewed and revised from time to time.

3. I have read the Application, and I certify that the Application substantially complies with Rule 2016-2 and the U.S. Trustee Guidelines.

Dated: July 17, 2019  
Wilmington, Delaware

**LANDIS RATH & COBB LLP**



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