

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re

SC HEALTHCARE HOLDING, LLC *et al.*,

Debtors.<sup>1</sup>

Chapter 11

Case No. 24-10443 (TMH)

Jointly Administered

SUPPLEMENT TO  
FOURTH INTERIM FEE APPLICATION OF WINSTON & STRAWN LLP

Winston & Strawn LLP (“Winston” or the “Firm”), co-counsel to the above-captioned debtors and debtors in possession (collectively, the “Debtors”) hereby supplements the *Fourth Interim Fee Application of Winston and Strawn LLP* (the “Fourth Interim Application”) for the period, January 1, 2025 through and including March 31, 2025 (the “Application Period”) by attaching, as Exhibits A through E hereto, certain schedules requested by the *Appendix B Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under United States Code by Attorneys in Larger Chapter 11 Cases* (the “UST Guidelines”). In addition, Winston respectfully states as follows to address the questions set forth under section C.5 of the UST Guidelines:

- a. During the Application Period, Winston did not agree to any variations from, or alternatives to, its standard or customary billing rates, fees, or terms.
- b. The fees sought by Winston in the Fourth Interim Application are less than 10% higher than the fees budgeted in the budget provided by Winston to the Debtors for Application Period.

<sup>1</sup> The last four digits of SC Healthcare Holding, LLC’s tax identification number are 2584. The mailing address for SC Healthcare Holding, LLC is c/o Petersen Health Care Management, LLC P.O. Box 620 Delavan, IL 61734. Due to the large number of debtors in these Chapter 11 Cases, whose cases are being jointly administered, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information is available on a website of the Debtors’ claims and noticing agent at [www.kccllc.net/Petersen](http://www.kccllc.net/Petersen).



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- c. The professionals included in the Fourth Interim Application did not vary their hourly rate based on the geographic location of the bankruptcy cases.
- d. The Fourth Interim Application did not include any fees dedicated to revising time records or preparing and revising invoices that would not normally be compensable outside of bankruptcy.
- e. The time period covered by the Fourth Interim Application includes approximately 1.5 hours with a value of \$2,175 spent by Winston to ensure that time entries comply with the Local Rules of the United States Bankruptcy Court for the District of Delaware and do not disclose privileged or confidential information. Winston expects future applications to include such hours. This review and any revisions associated therewith are a necessary component of Winston's preparation of each monthly fee application.
- f. The Fourth Interim Application includes customary rate increases which took effect as of January 1, 2025 and are set forth herein.

Dated: May 15, 2025  
New York, New York

Respectfully submitted,

/s/ Carrie V. Hardman

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**EXHIBIT A****CUSTOMARY AND COMPARABLE  
COMPENSATION DISCLOSURES**

Winston's hourly rates for bankruptcy services are comparable or identical to hourly rates charged in complex chapter 11 cases by similarly skilled bankruptcy attorneys. In addition, Winston's hourly rates for bankruptcy services are comparable to the rates charged by the Firm for other complex corporate and litigation matters. The rates charged by the Firm for the services performed in the 12-month period from April 1, 2023 to March 31, 2024 in the Restructuring & Insolvency practice group is set forth below. Also included below is the blended hourly rate information for all sections of the Firm, excluding the Restructuring & Insolvency practice group, for the 12-month period from April 1, 2023 to March 31, 2024.

<b>Category of Timekeeper</b>	<b>Blended Hourly Rate</b>		
	<b>Billed</b> In the Restructuring & Insolvency practice group for the 12-month period from April 1, 2023 to March 31, 2024	<b>Billed</b> Firm-wide for the 12-month period from April 1, 2023 to March 31, 2024	<b>Billed</b> This Application
Partner	\$1,260	\$1,100	\$1,513.20
Counsel	\$1,097	\$949	N/A
Associate and Law Clerk	\$862	\$751	\$972.72
Paralegal and Support	N/A	\$309	\$405.00
<b>Aggregated:</b>	<b>\$1,149</b>	<b>\$877</b>	<b>\$1,182.47</b>

**EXHIBIT B****SUMMARY OF TIMEKEEPERS INCLUDED IN THE  
FOURTH INTERIM APPLICATION**

<b>Name</b>	<b>Title, Department</b>	<b>Admission</b>	<b>Hourly Billing Rate During Application Period (\$)</b>	<b>Total Hours Billed During the Application Period</b>	<b>Toal Compensation During the Application Period (\$)</b>
Ahmad, Scott	Partner, Litigation	Illinois (2009)	\$1,450.00	38.8	\$56,260.00
Cooper, Kara	Partner, Labor & Employment	Illinois (2016)	\$1,140.00	2.2	\$2,508.00
Gartland, Gregory	Partner, Restructuring	Illinois (2009); New York (2004)	\$1,535.00	14.5	\$22,257.50
Hardman, Carrie	Partner, Restructuring	New York (2010)	\$1,450.00	196.4	\$284,780.00
McGuire, Daniel	Partner, Restructuring	Illinois (1997)	\$1,630.00	131.6	\$214,508.00
McGuire, Daniel (Travel)			\$815.00	4.9	\$3,993.50
Fishman, Rachel	Associate, Litigation	Illinois (2024)	\$850.00	13.9	\$11,815.00
Fleming, Emma	Associate, Restructuring	New York (2020)	\$1,250.00	9.7	\$12,125.00
Golic, Amila	Associate, Restructuring	Illinois (2021)	\$1,070.00	89.2	\$95,444.00
Kreger, Sarah	Associate, Labor & Employment	Illinois (2021)	\$995.00	1.1	\$1,094.50
Mudd, Joel	Associate, Restructuring	Illinois (2021)	\$1,070.00	253.3	\$271,031.00
Reitan, Claire	Associate, Litigation	Illinois (2024)	\$850.00	25.2	\$21,420.00
Perkins, Kenneth	Staff Attorney, Restructuring	New York (2016)	\$700.00	99.5	\$69,650.00
Pilla, Alex	Law Clerk, Restructuring	N/A	\$850.00	33.4	\$28,390.00
LaBomascus, Zach	Paralegal	N/A	\$405.00	19.1	\$7,735.50
<b>Totals</b>				<b>932.8</b>	<b>\$1,103,012.00</b>
<b>Blended Rate All Timekeepers</b>				<b>\$1,182.47</b>	

**EXHIBIT C****BUDGET AND STAFFING PLAN**

<b>BUDGET</b> <b>January 1, 2025 – March 31, 2025</b> <b>JANUARY – approximately \$533,000</b> <b>FEBRUARY – approximately \$533,000</b> <b>MARCH – approximately \$533,000</b>		
<b>Project Category</b>	<b>Estimated Hours</b>	<b>Estimated Fees</b>
Case Administration (B110)	175	\$206,937.50
Asset Analysis and Recovery (B120)	75	\$88,687.50
Asset Disposition (B130)	250	\$295,625.00
Relief from Stay/Adequate Protection Proceedings (B140)	75	\$88,687.50
Meetings of and Communications with Creditors (B150)	35	\$41,387.50
Fee/Employment Applications (B160)	40	\$47,300.00
Avoidance Action Analysis (B180)	5	\$5,912.50
Bankruptcy Litigation Matters (B180L)	35	\$41,387.50
Assumption/Rejection of Leases and Contracts (B185)	50	\$59,125.00
Other Contested Matters (excluding assumption/rejection motions) (B190)	150	\$177,375.00
Non-Working Travel (B195)	20	\$23,650.00
Business Operations (B210)	150	\$177,375.00
Employee Benefits/Pensions (B220)	25	\$29,562.50
Financing/Cash Collections (B230)	25	\$29,562.50
Tax Issues (B240)	5	\$5,912.50
Board of Directors Matters (B260)	35	\$41,387.50
Budgeting (Case) (B270)	20	\$23,650.00
Claims Administration and Objections (B310)	8	\$9,460.00
Plan and Disclosure Statement (including Business Plan) (B320)	175	\$206,937.50
<b>TOTAL:</b>	<b>1,353</b>	<b>\$1,599,922.50</b>

<b>STAFFING PLAN</b>		
<b>Category of Timekeeper</b>	<b>Number of Timekeepers Expected to Work on the Matter During the Budgeted Period</b>	<b>Average Rate<sup>1</sup></b>
Partner	5	\$1,353.00
Associate (7 or more years since first admission)	3	\$1,183.34
Associate (4-6 years since first admission)	2	\$980.00
Associate (less than 4 years since first admission)	5	\$847.00
Paralegal and Support	2	\$377.50

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<sup>1</sup> The Average Rate is a weighted average based on the individual hourly rate of, and projected number of hours worked by, each timekeeper over the course of the Budgeted Period.

**EXHIBIT D****SUMMARY OF COMPENSATION AND EXPENSE REIMBURSEMENT**

<b>SUMMARY OF COMPENSATION BY PROJECT CATEGORY</b>		
<b>Project Category</b>	<b>Hours Billed</b>	<b>Fees Sought (\$)</b>
Case Administration (B110)	43.7	\$64,044.50
Asset Analysis and Recovery (B120)	3.3	\$5,109.00
Asset Disposition (B130)	120.9	\$142,730.00
Relief from Stay/Adequate Protection Proceedings (B140)	10.6	\$9,613.00
Meetings of and Communications with Creditors (B150)	8.9	\$10,347.00
Fee/Employment Applications (B160)	41.5	\$48,939.00
Fee/Employment Objections (B170)	0.9	\$1,305.00
Avoidance Action Analysis (B180)	29.8	\$34,363.50
Bankruptcy Litigation Matters (B180L)	130.4	\$133,003.00
Assumption/Rejection of Leases and Contracts (B185)	87.5	\$113,015.00
Other Contested Matters (excluding assumption/rejection motions) (B190)	149.3	\$199,110.00
Non-Working Travel (B195)	4.9	\$3,993.50
Business Operations (B210)	80.5	\$88,187.00
Employee Benefits/Pensions (B220)	11.9	\$14,088.50
Financing/Cash Collections (B230)	2.3	\$3,605.00
Real Estate (B250)	0.9	\$1,383.50
Board of Directors Matters (B260)	38.3	\$47,316.50
Budgeting (Case) (B270)	1.1	\$1,721.00
Plan and Disclosure Statement (including Business Plan) (B320)	166.1	\$181,138.00
<b>TOTAL</b>	<b>932.8</b>	<b>\$1,103,012.00</b>

<b>SUMMARY OF EXPENSE REIMBURSEMENT</b>	
<b>Expenses Category</b>	<b>Amount (\$)</b>
Air Courier	\$165.07
Business Meals	\$8.23
Color Copies	\$235.20
Document Imaging & OCR	\$10.08
Electronic Discovery Services	\$7,518.75
Travel – Airfare	\$1,706.33
Travel – Lodging	\$394.90
Travel – Transportation (local and long distance)	\$60.00
<b>Total Disbursements</b>	<b>10,098.56</b>



**EXHIBIT E**

<b>SUMMARY OF FOURTH INTERIM APPLICATION</b>	
Name of Applicant	Winston & Strawn LLP
Name of Client	Debtors and Debtors in Possession
Time period covered by Fourth Interim Application	January 1, 2025 – March 31, 2025
Total compensation sought during the Application Period	\$1,103,012.00
Total expenses sought during the Application Period	\$10,098.56
Petition Date	March 20, 2024
Retention Date	March 20, 2024
Date of order approving employment	April 23, 2024
Total compensation approved by interim order to date	\$5,394,769.25
Total expenses approved by interim order to date	\$98,853.52
Total allowed compensation paid to date	\$5,407,557.47
Total allowed expenses paid to date	\$102,292.89
Blended rate in the Fourth Interim Application for all attorneys	\$1,182.47
Blended rate in the Fourth Interim Application for all timekeepers	\$1,214.18
Compensation sought in the Fourth Interim Application already paid (or to be paid) pursuant to a monthly compensation order but not yet allowed (80%)	\$882,409.60
Expenses sought in the Fourth Interim Application already paid (or to be paid) pursuant to a monthly compensation order but not yet allowed (100%)	\$10,098.56
Number of professionals included in the Fourth Interim Application	14
If applicable, number of professionals in the Fourth Interim Application not included in staffing plan approved by client	N/A
If applicable, difference between fees budgeted and compensation sought during the Application Period	Budgeted: \$1,599,922.50 Compensation Sought: \$1,103,012.00
Number of professionals billing fewer than 15 hours to the case during the Application Period	6
Are any rates higher than those approved or disclosed at retention?	Yes – Winston increased its billing rates as customary on January 1, 2025.