

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

_____)
In re:) Chapter 11
)
SOUTHCROSS ENERGY) Case No. 19-10702 (MFW)
PARTNERS, L.P., et al.,)
)
Reorganized Debtors.¹) Jointly Administered
)
_____) **Objection Deadline: March 23, 2020 at 4:00 p.m.**

**SUMMARY OF TENTH MONTHLY FEE APPLICATION (FOR THE PERIOD FROM
JANUARY 1, 2020 THROUGH AND INCLUDING JANUARY 27, 2020) AND FINAL
FEE APPLICATION OF ALVAREZ & MARSAL NORTH AMERICA, LLC AS
FINANCIAL ADVISOR FOR DEBTOR AND DEBTORS IN POSSESSION FOR
ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED AND
REIMBURSEMENT OF EXPENSES FOR THE PERIOD FROM APRIL 1, 2019
THROUGH AND INCLUDING JANUARY 27, 2020**

Name of Applicant: Alvarez & Marsal North America LLC

Authorized to Provide Professional Services to: Debtor and Debtors in Possession

Date of Retention: May 6, 2019 *Nunc Pro Tunc* to April 1, 2019

Period for which compensation and reimbursement is sought: January 1, 2020 through January 27, 2020

Amount of Compensation Requested: \$267,692.50

Amount of Expense Reimbursement Requested: \$17,849.77

Final period for which compensation

¹ The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective Employer Identification Numbers, are as follows: Southcross Energy Partners, L.P. (5230); Southcross Energy Partners GP, LLC (5141); Southcross Energy Finance Corp. (2225); Southcross Energy Operating, LLC (9605); Southcross Energy GP LLC (4246); Southcross Energy LP LLC (4304); Southcross Gathering Ltd. (7233); Southcross CCNG Gathering Ltd. (9553); Southcross CCNG Transmission Ltd. (4531); Southcross Marketing Company Ltd. (3313); Southcross NGL Pipeline Ltd. (3214); Southcross Midstream Services, L.P. (5932); Southcross Mississippi Industrial Gas Sales, L.P. (7519); Southcross Mississippi Pipeline, L.P. (7499); Southcross Gulf Coast Transmission Ltd. (0546); Southcross Mississippi Gathering, L.P. (2994); Southcross Delta Pipeline LLC (6804); Southcross Alabama Pipeline LLC (7180); Southcross Nueces Pipelines LLC (7034); Southcross Processing LLC (0672); FL Rich Gas Services GP, LLC (5172); FL Rich Gas Services, LP (0219); FL Rich Gas Utility GP, LLC (3280); FL Rich Gas Utility, LP (3644); Southcross Transmission, LP (6432); T2 EF Cogeneration Holdings LLC (0613); and T2 EF Cogeneration LLC (4976). The debtors' mailing address is 1717 Main Street, Suite 5300, Dallas, TX 75201.



and reimbursement are sought: April 1, 2019 – January 27, 2020
Amount of final compensation sought as
actual, reasonable and necessary²: \$5,936,855.0

Amount of final expense reimbursement
sought as actual, reasonable and necessary: \$229,851.84

This is a(n): Monthly Interim Final Application

² These amounts reflect reduction of fees of \$6,525 on account of the UST Guidelines (as defined below) and voluntary reductions.

Requested Payment Amount (January 1, 2020 through and including January 27, 2020):

Fees at 100%	\$ 267,692.50
Expenses at 100%	\$ 17,849.77
Total:	\$ 285,542.27

Prior Applications

Fee Statement Period, Docket # & Filing Date	Total Fees Requested	Total Expenses Requested	CNO Date & Docket #	Amount of Fees Authorized to be Paid at 80%	Amount of Expenses Authorized to be Paid at 100%	Amount of Holdback Fees Requested
4/1/2019 - 4/30/2019 DI 244 filed 5/31/2019	\$ 862,425.00	\$ 47,630.47	DI 331 filed 6/17/2019	\$ 689,940.00	\$ 47,630.47	\$ 172,485.00
5/1/2019 - 5/31/2019 DI 347 filed 6/27/2019	\$ 748,487.50	\$ 31,168.89	DI 370 filed 7/12/2019	\$ 598,790.00	\$ 31,168.89	\$ 149,697.50
6/1/2019 - 6/30/2019 DI 393 filed 7/23/2019	\$ 634,442.50	\$ 18,220.87	DI 411 filed 8/7/2019	\$ 507,554.00	\$ 18,220.87	\$ 126,888.50
7/1/2019 - 7/30/2019 DI 456 filed 8/30/2019	\$ 533,800.00	\$ 15,939.19	DI 480 filed 9/16/2019	\$ 427,040.00	\$ 15,939.19	\$ 106,760.00
8/1/2019 - 8/31/2019 DI 527 filed 10/09/2019	\$ 472,400.00	\$ 18,705.40	DI 615 filed 10/24/2019	\$ 377,920.00	\$ 18,705.40	\$ 94,480.00
9/1/2019 - 9/30/2019 DI 541 filed 10/16/2019	\$ 592,377.50	\$ 24,620.85	DI 647 filed 10/30/2019	\$ 473,902.00	\$ 24,620.85	\$ 118,475.50
10/1/2019 - 10/31/2019 DI 760 filed 12/12/2019	\$ 814,707.50	\$ 15,769.06	DI 790 filed 12/27/2019	\$ 651,766.00	\$ 15,769.06	\$ 162,941.50
11/1/2019 - 11/30/2019 DI 823 filed 1/07/2020	\$ 510,982.50	\$ 17,027.19	DI 823 filed 1/7/2019	\$ 408,786.00	\$ 17,027.19	\$ 102,196.50
12/1/2019 - 12/31/2019 DI 891 filed 2/10/2020	\$ 506,065.00	\$ 22,920.15	DI 891 filed 2/10/2020	\$ 404,852.00	\$ 22,920.15	\$ 101,213.00

**MONTHLY COMPENSATION BY PROFESSIONAL
JANUARY 1, 2020 THROUGH AND INCLUDING JANUARY 27, 2020**

The professionals who rendered services in the chapter 11 cases from January 1, 2020 through and including January 27, 2020 (the “**Monthly Fee Period**”) are:

Professional	Position	Billing Rate	Sum of Hours	Sum of Fees
Ed Mosley	Managing Director	\$925.00	31.2	\$ 28,860.00
Matthew Frank	Senior Director	\$825.00	133.4	110,055.00
Erin McKeighan	Senior Director	\$800.00	2.6	2,080.00
Gaurav Walia	Associate	\$550.00	103.8	57,090.00
Gary Fragosso	Associate	\$525.00	26.7	14,017.50
Mattie Schirle	Analyst	\$450.00	119.0	53,550.00
Rushabh Shah	Analyst	\$425.00	4.8	2,040.00
Total Hours/Fees			421.5	\$ 267,692.50
Blended Rate				\$ 635.09

**FINAL COMPENSATION BY PROFESSIONAL
APRIL 1, 2019 THROUGH AND INCLUDING JANUARY 27, 2020**

The professionals who rendered services in the chapter 11 cases from April 1, 2019 through and including January 27, 2020 (the “**Final Fee Period**”) are:

Professional	Position	Billing Rate	Sum of Hours	Sum of Fees
Aaron Stai	Managing Director	\$975.00	3.0	2,925.00
J.D. Ivy	Managing Director	\$950.00	35.0	33,250.00
Ed Mosley	Managing Director	\$925.00	348.9	322,732.50
Lee Maginniss	Managing Director	\$900.00	14.6	13,140.00
Tom Behnke	Managing Director	\$875.00	61.2	53,550.00
Matthew Frank	Senior Director	\$825.00	1,717.2	1,416,690.00
Mat Hency	Senior Director	\$800.00	8.3	6,640.00
Megan Bennett	Senior Director	\$800.00	1.7	1,360.00
Erin McKeighan	Senior Director	\$800.00	29.1	23,280.00
Reilly Olson	Senior Director	\$775.00	845.3	655,107.50
Ryan Wells	Director	\$700.00	75.7	52,990.00
Jeff Liddle	Director	\$675.00	42.6	28,755.00
Richard Niemerg	Director	\$675.00	363.7	245,497.50
Gaurav Walia	Associate	\$550.00	1,676.4	922,020.00
Taylor Archer	Senior Associate	\$550.00	131.2	72,160.00
Gary Fragosso	Associate	\$525.00	1,359.5	713,737.50
Rob Country	Consultant	\$525.00	407.3	213,832.50
Emily Raab	Jr. Consultant	\$475.00	372.0	176,700.00
John Koncar	Jr. Consultant	\$475.00	61.3	29,117.50
Mattie Schirle	Analyst	\$450.00	1,825.1	821,295.00
Brently Roberson	Analyst	\$450.00	3.0	1,350.00
Rushabh Shah	Analyst	\$425.00	62.8	26,690.00
Andrew Gross	Analyst	\$400.00	264.3	105,720.00
Lawrence Barlow	Analyst	\$400.00	12.1	4,840.00
Total Hours/Fees			9,721.3	\$ 5,943,380.00
Reduction in Fees				\$ (6,525.00)
Total Adjusted Fees				\$ 5,936,855.00
Adjusted Blended Rate				\$ 610.71

MONTHLY COMPENSATION BY MATTER
JANUARY 1, 2020 THROUGH AND INCLUDING JANUARY 27, 2020

Task Description	Sum of Hours	Sum of Fees
Accounting/Cut-off	4.4	\$ 3,217.50
Bankruptcy Support	10.7	\$ 9,307.50
Business Plan	56.5	37,235.00
Cash Management	205.4	117,125.00
Claims	7.4	4,120.00
Contract	39.7	25,072.50
Coordination & Communication with Professionals & Creditor Constituents	2.8	2,310.00
Court	11.9	10,917.50
Fee application	1.7	1,072.50
Liquidation Analysis	0.6	495.00
Meetings	0.6	555.00
Monthly Operating Report and UST Reporting	21.3	9,697.50
POR / Disclosure Statement	33.3	28,082.50
Travel Time	25.2	18,485.00
Total Hours/Fees	421.5	\$ 267,692.50
Blended Rate		\$ 635.09

FINAL COMPENSATION BY MATTER
APRIL 1, 2019 THROUGH AND INCLUDING JANUARY 27, 2020

Task Description	Sum of Hours	Sum of Fees
Accounting/Cut-off	597.0	\$ 402,442.50
Bankruptcy Support	379.4	264,612.50
Business Plan	1,417.4	901,267.50
Cash Management	2,300.0	1,253,345.00
Claims	87.0	46,187.50
Communications	29.6	21,000.00
Contract	639.2	378,272.50
Coordination & Communication with Professionals & Creditor Constituents	367.1	230,432.50
Court	35.0	29,377.50
DIP Financing	65.7	47,427.50
Employee Issues; Benefits and Compensation	240.6	158,235.00
Fee application	127.9	85,237.50
Liquidation Analysis	432.5	242,827.50
Meetings	43.4	35,447.50
Monthly Operating Report and UST Reporting	618.1	379,367.50
Motions	109.9	62,447.50
POR / Disclosure Statement	357.0	244,780.00
Sale Process / 363 Process / Auction	261.0	173,195.00
Statements & Schedules	1,033.7	592,075.00
Travel Time	335.5	234,402.50
Vendor Management	75.2	47,797.50
Wind Down Planning	169.1	113,202.50
Total Hours/Fees	9,721.3	\$ 5,943,380.00
Reduction in Fees		\$ (6,525.00)
Total Adjusted Fees		\$ 5,936,855.00

EXPENSE SUMMARY
JANUARY 1, 2020 THROUGH AND INCLUDING JANUARY 27, 2020

Expense Category	Sum of Expenses
Airfare	\$ 7,070.82
Lodging	6,559.68
Meals	1,771.30
Miscellaneous	577.19
Transportation	1,870.78
Total	\$ 17,849.77

FINAL EXPENSE SUMMARY

APRIL 1, 2019 THROUGH AND INCLUDING JANUARY 27, 2020

<u>Expense Category</u>	<u>Sum of Expenses</u>
Airfare	\$ 93,160.62
Lodging	80,405.89
Meals	26,385.40
Miscellaneous	6,483.15
Transportation	23,416.78
Total	\$ 229,851.84

Annexed hereto are the following schedules for compensation and reimbursement of expenses sought by A&M for the period from January 1, 2020 through January 27, 2020:

- Exhibit A Summary of Time Detail by Task
- Exhibit B Summary of Time Detail by Professional
- Exhibit C Summary of Time Detail by Task by Professional
- Exhibit D Time Detail by Activity by Professional
- Exhibit E Summary of Expense Detail by Category
- Exhibit F Expense Detail by Category by Professional

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

In re:)	
)	Chapter 11
)	
SOUTHCROSS ENERGY)	Case No. 19-10702 (MFW)
PARTNERS, L.P., et al.,)	
)	
Reorganized Debtors. ³)	Jointly Administered
)	

TENTH MONTHLY FEE APPLICATION (FOR THE PERIOD FROM JANUARY 1, 2020 THROUGH AND INCLUDING JANUARY 27, 2020) AND FINAL FEE APPLICATION (FOR THE PERIOD FROM APRIL 1, THROUGH AND INCLUDING JANUARY 27, 2020) OF ALVAREZ & MARSAL NORTH AMERICA, LLC AS FINANCIAL ADVISOR FOR DEBTOR AND DEBTORS IN POSSESSION FOR ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES

Pursuant to sections 327, 330, and 331 of Title 11 of the United States Code (“**Bankruptcy Code**”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), and Rule 2016-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “**Local Bankruptcy Rules**”), Alvarez & Marsal North America, LLC (“**A&M**” or the “**Applicant**”), financial advisor to Southcross Energy Partners, L.P., et al., (collectively, the “**Debtors**”) in the above-captioned chapter 11 cases (the “**Chapter 11 Cases**”), hereby submits its Tenth Monthly Fee Application for Compensation and for Reimbursement of Expenses (the “**Tenth Monthly**”

³ The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective Employer Identification Numbers, are as follows: Southcross Energy Partners, L.P. (5230); Southcross Energy Partners GP, LLC (5141); Southcross Energy Finance Corp. (2225); Southcross Energy Operating, LLC (9605); Southcross Energy GP LLC (4246); Southcross Energy LP LLC (4304); Southcross Gathering Ltd. (7233); Southcross CCNG Gathering Ltd. (9553); Southcross CCNG Transmission Ltd. (4531); Southcross Marketing Company Ltd. (3313); Southcross NGL Pipeline Ltd. (3214); Southcross Midstream Services, L.P. (5932); Southcross Mississippi Industrial Gas Sales, L.P. (7519); Southcross Mississippi Pipeline, L.P. (7499); Southcross Gulf Coast Transmission Ltd. (0546); Southcross Mississippi Gathering, L.P. (2994); Southcross Delta Pipeline LLC (6804); Southcross Alabama Pipeline LLC (7180); Southcross Nueces Pipelines LLC (7034); Southcross Processing LLC (0672); FL Rich Gas Services GP, LLC (5172); FL Rich Gas Services, LP (0219); FL Rich Gas Utility GP, LLC (3280); FL Rich Gas Utility, LP (3644); Southcross Transmission, LP (6432); T2 EF Cogeneration Holdings

Fee Application”) for the period from January 1, 2020 through and including January 27, 2020 (the “**Monthly Compensation Period**”) and its Final Fee Application for Compensation and Reimbursement of Expenses (the “**Final Fee Application**”) for the period of April 1, 2019 through and including January 27, 2020 (the “**Final Compensation Period**”).

By this Tenth Monthly Fee Application and Final Fee Application, A&M respectfully requests that this Court: (a) allow A&M (i) monthly compensation in the amount of \$267,692.50 for actual, reasonable, and necessary professional services rendered on behalf of the Debtors and monthly reimbursement in the amount of \$17,849.77 for actual, reasonable, and necessary expenses, for a total of \$285,542.27 during the Monthly Fee Period and (ii) a final allowance of with respects to the sums of \$5,936,855.00 as compensation for necessary professional services rendered and \$229,851.84 for reimbursement of actual and necessary expenses, for a total of \$6,173,231.84, for the Final Fee Period; (b) authorize and direct the Debtors to pay A&M the amount of \$285,542.27, which is equal to A&M’s allowed monthly compensation of \$267,692.50 and A&M’s allowed expense reimbursement of \$17,849.77; and (c) grant such other and further relief as the Court deems just and proper. At this time A&M has not received any payment related to the January 1, 2020 through January 27, 2020 fee statement. In support of the Tenth Monthly Fee Application and Final Fee Application, A&M respectfully represents as follows:

Background

1. On April 1, 2019 (the “Petition Date”), the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code. The Debtors continue in possession of their properties and continue to operate and manage their businesses as debtors in possession pursuant

LLC (0613); and T2 EF Cogeneration LLC (4976). The debtors’ mailing address is 1717 Main Street, Suite 5300, Dallas, TX 75201.

to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in the Debtors' chapter 11 cases.

2. On May 6, 2019, this Court entered the *Order Approving Application of Debtors for Authority to (I) Employ and Retain Alvarez & Marsal North America, LLC as Financial Advisor for the Debtors Nunc Pro Tunc to the Petition Date and (II) Waive Certain Information Disclosure Requirements* [Docket No. 193] (the "**Retention Order**"). The Retention Order authorized A&M to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses.

3. A&M's debtor advisory services have included a wide range of activities targeted at the restructuring process and supporting and stabilizing the Debtor's financial position, including, but not limited to:

- a) assistance to the Debtors and its advisers in potential restructuring efforts;
- b) assistance in evaluation of the Debtors' current business plan and in preparation of a revised operating plan and cash flow forecast;
- c) assistance with all aspects of contingency planning in connection with the Chapter 11 Cases;
- d) review of the Debtors' cash flow forecast, provide input to convert to a debtor in-possession cash flow model and assist with any negotiations of use of cash collateral and debtor-in-possession financing, if necessary, and any ongoing reporting requirements related to same;
- e) support management together with the Company's other engaged professionals in developing restructuring plans and internal and external communication action plans regarding any restructuring process and the Chapter 11 Cases;
- f) assist accounting staff in preparing for a chapter 11 filing, including accounts payable cut off;
- g) assist management with responses and data gathering required as a result of due diligence conducted by various creditors' advisors;
- h) assist with bankruptcy preparation, case administration (including, but not limited to, preparing statements of financial affairs, schedules of assets and liabilities, creditor matrix, first-day motions, and monthly operating reports), and/or other restructuring efforts;
- i) assist management's efforts to develop and prepare, in cooperation with the Debtors' other engaged professionals, a chapter 11 plan of reorganization and accompanying disclosure statement, with exhibits and appendices thereto, including a liquidation analysis and financial projections, as applicable;
- j) assist with the Debtor's and its other engaged professionals' efforts to sell some or all of their assets pursuant to an out-of-court transaction or pursuant to section 363 of the

- Bankruptcy Code, including liaising with potential purchasers, providing due diligence and assisting in any matters related to closing a sale transaction;
- k) assistance in financing issues including assistance in preparation of reports and liaison with creditors;
 - l) report to the Debtors' board of directors as desired or directed by the debtor's responsible officers; and
 - m) other activities as are requested by the Debtors and approved by A&M.

4. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §157 and 1134.

This is a core proceeding pursuant to 28 U.S.C. §157(b)(2).

Compensation Paid and Its Source

5. All services for which A&M requests compensation were performed for or on behalf of the Debtors.

6. A&M has received no payment and no promises for payment from any source other than the Debtors for services rendered or to be rendered in any capacity whatsoever in connection with the matters covered by this Tenth Monthly Fee Application and Final Fee Application. There is no agreement of or understanding between A&M and any other person other than the partners of A&M for sharing of compensation to be received for services rendered in this case. A&M currently holds an unapplied residual retainer of approximately \$245,240.20⁴.

Fee Statements

7. To the best of A&M's knowledge, this Tenth Monthly Fee Application and Final Fee Application complies with sections 330 and 331 of the Bankruptcy Code, and the Bankruptcy Rules. A&M's charges for its professional services are based upon their time, nature, extent and value of such services and the cost of comparable services other than in a bankruptcy case.

8. A&M believes the foregoing rates are consistent with the range of market rates that the majority of professional firms charge clients for such services.

⁴ The retainer balance has changed since the retention application due to additional reconciliations.

9. Attached hereto as Exhibits A-D are summary reports outlining the hours and fees worked by task, hours and fees worked by professional, hours and fees worked by task by professional and hours and fees by activity by professional for the Monthly Compensation Period. Also attached as Exhibits E-F are the summary reports outlining the expense detail by category and by category and professional for the Monthly Compensation Period. The attached summaries include the detailed time records in 6-minute increments by project tasks, even though the Retention Order allows 30-minute increments. These are maintained in the ordinary course of A&M's practice along with the detailed expense items incurred with providing these services performed by each professional on behalf of the Debtors for the Monthly Compensation Period.

Actual and Necessary Expenses

10. A&M was required to travel to the Debtors' headquarters to provide restructuring services. A&M's travel and expense policy permits only the cost of Coach/Economy airfare to be billable to clients. A&M respectfully submits that all airfare expenses were charged to the Debtors as Coach/Economy fare tickets in compliance with A&M's travel and expense policy.

11. During the Monthly Compensation Period and Final Compensation Period, A&M professionals incurred expenses for breakfast and dinner while on-site and/or traveling to the Debtor's work sites. Under A&M's corporate travel policy, A&M professionals are reimbursed for breakfast and dinner expenses while traveling out of town on A&M or client business. A&M has not requested reimbursement for "overtime" or "compensatory meals." All meals incurred during this Monthly Compensation Period are related to out of town travel. A&M seeks only reimbursement for the actual cost of such expenses to A&M.

12. Throughout the Monthly Compensation Period and Final Compensation Period, A&M has been keenly aware of cost considerations and has tried to minimize the expenses charged to the Debtors' estates.

13. Attached hereto as Exhibit E-F are summary reports of expenses incurred by category and itemized expense records of all expenses by professional for the Monthly Compensation Period incurred in connection with the performance of professional services.

Summary of Professional Services Rendered

14. The services rendered by A&M during the Monthly Compensation Period and Final Compensation Period can be grouped into the categories set forth below. A&M attempted to place the services provided in the category that best related to such services. However, because certain services may relate to one or more categories, services pertaining to one category may in fact be included in another category. These services performed, by categories, are generally described below, with a more detailed description of day-to-day services provided by A&M and the time expended performing such services in each project billing category. The time records attached as Exhibits C-D present more completely the work performed by A&M in each billing category during the period covered by the Tenth Monthly Application.

- a. Accounting/Cut-Off. Assist the Debtors with accounting related items including, but not limited to, filing date cut-off process, pre-petition and post-petition claims payment processing and reporting requirements, internal controls for accounting / finance / treasury departments, bank related support, post-petition disbursement tracking against court ordered caps on spending levels, creation of weekly dashboards, historical intercompany accounting analysis, financial statement preparation, liabilities subject to compromise analysis and other accounting related items. The total fees sought under this category for the period from January 1, 2020 through and including January 27, 2020 are \$3,217.50 (4.4 hours). The total fees sought under this category for the period from April 1, 2019 through and including January 27, 2020 are \$402,442.50 (597.0 hours).
- b. Bankruptcy Support. This category includes time spent by the Applicant advising and assisting the company on matters concerning operating the business under Chapter 11 including motion preparation, filings, and reporting requirements;

perform any other analysis requested by counsel and management and related support for Chapter 11 related items; internal workstream planning and communication with management team and other advisors. The total fees sought under this category for the period from January 1, 2020 through and including January 27, 2020 are \$9,307.50 (10.7 hours). The total fees sought under this category for the period from April 1, 2019 through and including January 27, 2020 are \$264,612.50 (379.4 hours).

- c. Business Plan. Advise and assist company with revisions to and implementation of the business plan, review of operating metrics, measurements and other tools to monitor and quantify the financial impact of various initiatives and analyzing other risks and opportunities that may exist and its impact on liquidity and the cash flow projection model; assist management with the development of a 5 year business plan to aid in assessing the value of the business. The total fees sought under this category for the period from January 1, 2020 through and including January 27, 2020 are \$37,235.00 (56.5 hours). The total fees sought under this category for the period from April 1, 2019 through and including January 27, 2020 are \$901,267.50 (1,417.4 hours).
- d. Cash Management. This category includes time spent by the Applicant preparing information and analyses required pursuant to the Debtors' financing including ensuring compliance with financing requirements; identifying and implementing of short-term cash management procedures; working with Debtors personnel to refine and update the company liquidity model; and preparing of financial information for distribution to creditors and others, including, but not limited to, cash flow projections and budgets (including the 13-week cash flow forecast), cash receipts and disbursement analysis, variance reporting and analysis of proposed transactions for which Court approval is sought; develop cash forecast to assess liquidity runway under various sales scenarios. The total fees sought under this category for the period from January 1, 2020 through and including January 27, 2020 are \$117,125.00 (205.4 hours). The total fees sought under this category for the period from April 1, 2019 through and including January 27, 2020 are \$1,253,345.00 (2,300 hours).
- e. Claims. Advise and assist the Debtors in the claims reconciliation process, objections and distribution process: notably, claims planning process, potential claim analysis, review of claims filed against the Debtors and other claim related items. The total fees sought under this category for the period from January 1, 2020 through and including January 27, 2020 are \$4,120.00 (7.4 hours). The total fees sought under this category for the period from April 1, 2019 through and including January 27, 2020 are \$46,187.50 (87.0 hours).
- f. Communications. Assist the Debtors with development of communication documents, assisting the Debtors in responding to inquiries and communication with management on status of these items.). The total fees sought under this category for the period from April 1, 2019 through and including January 27, 2020 are \$21,000.000 (29.6 hours).

- g. Contract. This category includes time spent by the Applicant assisting the company with review of their contracts including analyses related to the potential assumption or rejection of their contracts and leases; analysis to estimate any contract cures that would be required if assumed or rejection damage claims if rejected; the bifurcation associated with the various sale scenarios to assist buyers; reconciliation and review of contracts listed in bidder APA agreement. The total fees sought under this category for the period from January 1, 2020 through and including January 27, 2020 are \$25,072.50 (39.7 hours). The total fees sought under this category for the period from April 1, 2019 through and including January 27, 2020 are \$378,272.50 (639.2 hours).
- h. Coordination & Communication with Professionals and other Creditor Constituents. This category includes time spent by the Applicant working with various creditor constituents, including senior lender and bondholder representatives, to discuss, consolidate and prepare analysis to fulfill various data request and motion noticing requirements; attending meetings and assistance in discussions; coordinate the diligence requests and data collection related to bidders associated with the sale process. The total fees sought under this category for the period from January 1, 2020 through and including January 27, 2020 are \$2,310.00 (2.8 hours). The total fees sought under this category for the period from April 1, 2019 through and including January 27, 2020 are \$230,432.50 (367.1 hours).
- i. Court. Prepare for and attend the Debtors' hearings. The total fees sought under this category for the period from January 1, 2020 through and including January 27, 2020 are \$10,917.50 (11.9 hours). The total fees sought under this category for the period from April 1, 2019 through and including January 27, 2020 are \$29,377.50 (35.0 hours).
- j. DIP Financing. Assist the Debtors with DIP reporting, DIP compliance, DIP funding requests, DIP extension negotiations and related meetings. The total fees sought under this category for the period from April 1, 2019 through and including January 27, 2020 are \$47,427.50 (65.7 hours).
- k. Employee Issues: Benefits and Compensation. Assist the Debtors with questions related to employee payments and benefits matters and/or the design, review and defense of employee incentive issues. The total fees sought under this category for the period from April 1, 2019 through and including January 27, 2020 are \$158,235.00 (240.6 hours).
- l. Fee Applications. This category includes time spent by the Applicant preparing of fee applications and related documentation in accordance with Court guidelines and responding to inquiries from the appointed Fee Examiner. The total fees sought under this category for the period from January 1, 2020 through and including January 27, 2020 are \$1,072.50 (1.7 hours). The total fees sought under this category for the period from April 1, 2019 through and including January 27, 2020 are \$85,237.50 (127.9 hours).

- m. Liquidation Analysis. This category includes time spent by the Applicant preparing of a draft liquidation analysis as required for a plan of reorganization and as otherwise requested by counsel. The total fees sought under this category for the period from January 1, 2020 through and including January 27, 2020 are \$495.00 (0.6 hours). The total fees sought under this category for the period from April 1, 2019 through and including January 27, 2020 are \$242,827.50 (432.5 hours).
- n. Meetings. Participate in meetings with Debtors' management, Board of Directors and/or advisors to present findings or discuss various matters related to the filing, reporting and/ or operating the business; excludes meetings with creditor constituents and their advisors. The total fees sought under this category for the period from January 1, 2020 through and including January 27, 2020 are \$555.00 (0.6 hours). The total fees sought under this category for the period from April 1, 2019 through and including January 27, 2020 are \$35,447.50 (43.4 hours).
- o. Monthly Operating Report and UST Reporting. This category includes time spent by the Applicant assisting the company with the preparation of Monthly Operating Reports and other Chapter 11 reporting requirements and responding to questions related to the filing and as requested by the US Trustee. The total fees sought under this category for the period from January 1, 2020 through and including January 27, 2020 are \$9,697.50 (21.3 hours). The total fees sought under this category for the period from April 1, 2019 through and including January 27, 2020 are \$379,367.50 (618.1 hours).
- p. Motions. Preparation of an analyses and assisting the Debtors on various motions filed, on entry of orders to implement required reporting, reviewing filed objections, and other activities contemplated by the various filed motions. The total fees sought under this category for the period from April 1, 2019 through and including January 27, 2020 are \$62,447.50 (109.9 hours).
- q. Plan of Reorganization / Disclosure Statement. Assist the Debtors in the consideration of various restructuring alternatives, complete analysis and assist with the Plan of Reorganization, Disclosure Statement and the related supporting exhibits. The total fees sought under this category for the period from January 1, 2020 through and including January 27, 2020 are \$28,082.50 (33.3 hours). The total fees sought under this category for the period from April 1, 2019 through and including January 27, 2020 are \$244,780.00 (357.0 hours).
- r. Sale Process / 363 Process / Auction. Advise and assist the Debtors with tasks associated with the sales process including development of working capital forecast associated with asset sale groupings, assist finance team in bifurcating contracts and financial data along the various potential asset sales groupings, review and reconcile bidder APA schedules and assist in gathering information to populate the APA Disclosure schedules. The total fees sought under this category for the period from April 1, 2019 through and including January 27, 2020 are \$173,195.00 (261.0 hours).

- s. Statements and Schedules. Assist the Debtors in the preparation of statements and schedules required in accordance with the Chapter 11 procedures including meeting with Debtor personnel, gathering of required data / information, summarizing in accordance with the Court's requirements and responding to inquiries related to filed documents. The total fees sought under this category for the period from April 1, 2019 through and including January 27, 2020 are \$592,075.00 (1,033.7 hours).
- t. Travel Time. This category includes time spent by the Applicant during non-working travel time (reflects 50% of time incurred). The total fees sought under this category for the period from January 1, 2020 through and including January 27, 2020 are \$18,485.00 (25.2 hours). The total fees sought under this category for the period from April 1, 2019 through and including January 27, 2020 are \$234,402.50 (335.5 hours).
- u. Vendor Management. Assist the Debtors with post-petition vendor management including analyzing financial impact of supplier agreements, responding to inquiries from creditors, tracking supplier contraction and pre-petition payment activity, and discussing supplier issues with management. The total fees sought under this category for the period from April 1, 2019 through and including January 27, 2020 are \$47,797.50 (75.2 hours).
- v. Wind Down Planning. Assist the Debtors with the analysis of the wind down costs for the remaining assets after the potential 363 sale of the business as required by the DIP financing agreement. The total fees sought under this category for the period from April 1, 2019 through and including January 27, 2020 are \$113,202.50 (169.1 hours).

15. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, it is respectfully submitted that the amount requested by A&M is fair and reasonable given (a) the complexity of the case, (b) the time expended, (c) the nature and extend of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under the Bankruptcy code. This Tenth Monthly Fee Application and Final Fee Application is made pursuant to sections 327, 330, and 331 of the Bankruptcy Code, Rule 2016 of the Bankruptcy Rules, Rule 2016-1 of the Local Bankruptcy Rules, and this Court's *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals*, dated May 6, 2019 [D.I. 191].

WHEREFORE, A&M respectfully requests that this Court: (a) allow A&M (i) monthly compensation in the amount of \$267,692.50 for actual, reasonable, and necessary professional services rendered on behalf of the Debtors during the Monthly Fee Period, and (ii) monthly reimbursement in the amount of \$17,849.77 for actual, reasonable, and necessary expenses incurred during the same period; (b) authorize and direct the Debtors to pay A&M the amount of \$285,542.27, which is equal to the sum of A&M's allowed monthly compensation (\$267,692.50), and of A&M's allowed expense reimbursement (\$17,849.77); and (c) grant such other and further relief as the Court deems just and proper.

Dated: February 21, 2020
Dallas, TX

Respectfully submitted,

**ALVAREZ & MARSAL NORTH
AMERICA, LLC**

/s/ Ed Mosley
Ed Mosley
Managing Director
2100 Ross Avenue
21st Floor
Dallas, TX 75201
Telephone: 214.438.8481
Facsimile: 214.438.1001
emosley@alvarezandmarsal.com

*Financial Advisor to the Debtors and
Debtors in Possession*

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

)	
In re:)	Chapter 11
)	
SOUTHCROSS ENERGY PARTNERS, L.P., et al.,)	Case No. 19-10702 (MFW)
)	
Debtors. ⁵)	Jointly Administered
)	Objection Deadline: March 23, 2020 at 4:00 p.m.

NOTICE OF FEE APPLICATION

PLEASE TAKE NOTICE that Alvarez & Marsal North America, LLC (the “**Applicant**”) has today filed the attached *Tenth Monthly Fee Application for the Period from January 1, 2020 through and including January 27, 2020 and Final Monthly Fee Application for the Period of April 1, 2019 through and including January 27, 2020 of Alvarez & Marsal North America, LLC for Payment of Compensation and Reimbursement of Expenses as Financial Advisor to the Debtors* (the “**Application**”) with the United States Bankruptcy Court for the District of Delaware (the “**Bankruptcy Court**”).

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Application must be made in accordance with the *Order Establishing Procedures for Interim Compensation and Reimbursement of Professionals*, dated May 6, 2019 [D.I. 191] (the “**Interim Compensation Order**”), and must be filed with the Clerk of the United States Bankruptcy Court for the District

⁵ The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective Employer Identification Numbers, are as follows: Southcross Energy Partners, L.P. (5230); Southcross Energy Partners GP, LLC (5141); Southcross Energy Finance Corp. (2225); Southcross Energy Operating, LLC (9605); Southcross Energy GP LLC (4246); Southcross Energy LP LLC (4304); Southcross Gathering Ltd. (7233); Southcross CCNG Gathering Ltd. (9553); Southcross CCNG Transmission Ltd. (4531); Southcross Marketing Company Ltd. (3313); Southcross NGL Pipeline Ltd. (3214); Southcross Midstream Services, L.P. (5932); Southcross Mississippi Industrial Gas Sales, L.P. (7519); Southcross Mississippi Pipeline, L.P. (7499); Southcross Gulf Coast Transmission Ltd. (0546); Southcross Mississippi Gathering, L.P. (2994); Southcross Delta Pipeline LLC (6804); Southcross Alabama Pipeline LLC (7180); Southcross Nueces Pipelines LLC (7034); Southcross Processing LLC (0672); FL Rich Gas Services GP, LLC (5172); FL Rich Gas Services, LP (0219); FL Rich Gas Utility GP, LLC (3280); FL Rich Gas Utility, LP (3644); Southcross Transmission, LP (6432); T2 EF Cogeneration Holdings LLC (0613); and T2 EF Cogeneration LLC (4976). The debtors’ mailing address is 1717 Main Street, Suite 5300, Dallas, TX 75201

of Delaware, 824 North Market Street, Wilmington, Delaware 19801, and be served upon: (i) the Debtors, 1717 Main Street, Suite 5300, Dallas, TX 75201 (Attn: Michael B. Howe); (ii) proposed counsel for the Debtors, (a) Davis Polk & Wardwell LLP, 450 Lexington Avenue, New York, NY 10017 (Attn: Darren S. Klein, darren.klein@davispolk.com; Steven Z. Szanzer, steven.szanzer@davispolk.com; and Benjamin M. Schak, benjamin.schak@davispolk.com) and (b) Morris, Nichols, Arsht & Tunnell LLP, 1201 North Market Street, 16th Floor, P.O. Box 1347, Wilmington, DE 19899 (Attn: Robert J. Dehney, rdehney@mnat.com; Andrew R. Remming, aremming@mnat.com; and Joseph C. Barsalona II, jbarsalona@mnat.com); (iii) counsel to any official committee appointed in the Chapter 11 Cases; (iv) counsel to the post-petition lenders and an ad hoc group of prepetition lenders, (a) Willkie Farr & Gallagher LLP, 787 Seventh Avenue, New York, NY 10019-6099 (Attn: Paul V. Shalhoub, pshalhoub@willkie.com; Joseph G. Minias, jminias@willkie.com; and James H. Burbage, jburbage@willkie.com) and (b) Young Conaway Stargatt & Taylor, LLP, Rodney Square, 1000 North King Street, Wilmington, DE 19801 (Attn: Matthew B. Lunn, mlunn@ycst.com); (v) counsel to Wells Fargo Bank, N.A. as administrative agent, Vinson & Elkins LLP, 2001 Ross Avenue, suite 3900, Dallas, TX 75201 (Attn: William Wallander, bwallander@velaw.com; Bradley Foxman, bfoxman@velaw.com; and Matthew Pyeatt, mpyeatt@velaw.com); and (vi) the fee examiner, Bielli & Klauder, LLC, 1204 N. King Street, Wilmington, Delaware 19801 (Attn: David M. Klauder, dklauder@bk-legal.com); and (vii) the Office of United States Trustee for the District of Delaware appointed in the Chapter 11 Cases, Caleb Boggs Federal Building, 844 King Street, Suite 2207, Lockbox 35, Wilmington, DE 19801 (Attn: Richard L. Schepacarter, Richard.Schepacarter@usdoj.gov) no later than 4:00 p.m. (Eastern Daylight Time) on March 23, 2020 (the “**Objection Deadline**”).

PLEASE TAKE FURTHER NOTICE that if any responses or objections to the Application are timely filed, served and received in accordance with this notice and the Interim

Compensation Order, a hearing on the Application will be held on **April 6, 2020, at 10:30 a.m.** **(ET)**. Only those objections made in writing and timely filed and received in accordance with the Interim Compensation Order and the procedures described herein will be considered by the Bankruptcy Court at such hearing.

PLEASE TAKE FURTHER NOTICE that, pursuant to the Interim Compensation Order, if no objection to the Application is timely filed, served and received by the Objection Deadline, the Applicant may be paid the amount requested in the Application without the need for further order of the Bankruptcy Court.

February 21, 2020
Wilmington, Delaware

Respectfully submitted,
MORRIS, NICHOLS ARSHT & TUNNELL LLP

/s/ Eric W. Moats

Robert J. Dehney (No. 3578)
Andrew R. Remming (No. 5120)
Joseph C. Barsalona II (No. 6102)
Eric W. Moats (No. 6441)
1201 North Market Street, 16th Floor
P.O. Box 1347
Wilmington, Delaware 19899-1347
Tel.: (302) 658-9200
Fax: (302) 658-3989
rdehney@mnat.com
aremming@mnat.com
jbarsalona@mnat.com
emoats@mnat.com

-and-

DAVIS POLK & WARDWELL LLP

Marshall S. Huebner (admitted *pro hac vice*)

Darren S. Klein (admitted *pro hac vice*)

Steven Z. Szanzer (admitted *pro hac vice*)

450 Lexington Avenue

New York, New York 10017

Tel.: (212) 450-4000

Fax: (212) 701-5800

marshall.huebner@davispolk.com

darren.klein@davispolk.com

steven.szanzer@davispolk.com

Counsel to the Debtors and Debtors in Possession

EXHIBIT A

Summary of Time Detail by Task

Southcross Energy Partners, L.P., et al.

Alvarez & Marsal North America, LLC

January 1, 2020 through January 27, 2020

Task Description	Sum of Hours	Sum of Fees
Accounting/Cut-off	4.4	\$ 3,217.50
Bankruptcy Support	10.7	\$ 9,307.50
Business Plan	56.5	37,235.00
Cash Management	205.4	117,125.00
Claims	7.4	4,120.00
Contract	39.7	25,072.50
Coordination & Communication with Professionals & Creditor Constituents	2.8	2,310.00
Court	11.9	10,917.50
Fee application	1.7	1,072.50
Liquidation Analysis	0.6	495.00
Meetings	0.6	555.00
Monthly Operating Report and UST Reporting	21.3	9,697.50
POR / Disclosure Statement	33.3	28,082.50
Travel Time	25.2	18,485.00
Total Hours/Fees	421.5	\$ 267,692.50
Blended Rate		\$ 635.09
<i>Memo: 80% of Total Fees</i>		\$ 214,154.00

EXHIBIT B

Summary of Time Detail by Professional

Southcross Energy Partners, L.P., et al.

Alvarez & Marsal North America, LLC

January 1, 2020 through January 27, 2020

Professional	Position	Billing Rate	Sum of Hours	Sum of Fees
Ed Mosley	Managing Director	\$925.00	31.2	\$ 28,860.00
Matthew Frank	Senior Director	\$825.00	133.4	110,055.00
Erin McKeighan	Senior Director	\$800.00	2.6	2,080.00
Gaurav Walia	Associate	\$550.00	103.8	57,090.00
Gary Fragosso	Associate	\$525.00	26.7	14,017.50
Mattie Schirle	Analyst	\$450.00	119.0	53,550.00
Rushabh Shah	Analyst	\$425.00	4.8	2,040.00
Total Hours/Fees			421.5	\$ 267,692.50
Blended Rate				\$ 635.09
<i>Memo: 80% of Total Fees</i>				\$ 214,154.00

EXHIBIT C

Summary of Time Detail by Task by Professional

Southcross Energy Partners, L.P., et al.
 Alvarez & Marsal North America, LLC
 January 1, 2020 through January 27, 2020

Accounting/Cut-off

Assist the Debtors with accounting related items including, but not limited to, filing date cut-off process, pre-petition and post-petition claims payment processing and reporting requirements, internal controls for accounting / finance / treasury departments, bank related support, post-petition disbursement tracking against court ordered caps on spending levels, creation of weekly dashboards, historical intercompany accounting analysis, financial statement preparation, liabilities subject to compromise analysis and other accounting related items.

Professional	Position	Billing Rate	Total Hours	Total Fees
Matthew Frank	Senior Director	\$825.00	2.9	\$ 2,392.50
Gaurav Walia	Associate	\$550.00	1.5	825.00
Subtotal			4.4	\$ 3,217.50
Average Hourly Rate				\$ 731.25

Bankruptcy Support

Advise and assist the company on matters concerning operating the business under Chapter 11 including motion preparation, filings, and reporting requirements; perform any other analysis requested by counsel and management and related support for Chapter 11 related items; internal workstream planning and communication with management team and other advisors.

Professional	Position	Billing Rate	Total Hours	Total Fees
Ed Mosley	Managing Director	\$925.00	5.9	\$ 5,457.50
Matthew Frank	Senior Director	\$825.00	4.4	3,630.00
Gaurav Walia	Associate	\$550.00	0.4	220.00
Subtotal			10.7	\$ 9,307.50
Average Hourly Rate				\$ 869.86

Business Plan

Advise and assist company with revisions to and implementation of the business plan, review of operating metrics, measurements and other tools to monitor and quantify the financial impact of various initiatives and analyzing other risks and opportunities that may exist and its impact on liquidity and the cash flow projection model; assist management with the development of a 5 year business plan to aid in assessing the value of the business.

Professional	Position	Billing Rate	Total Hours	Total Fees
Matthew Frank	Senior Director	\$825.00	22.4	\$ 18,480.00
Gaurav Walia	Associate	\$550.00	34.1	18,755.00
Subtotal			56.5	\$ 37,235.00
Average Hourly Rate				\$ 659.03

Cash Management

Preparation of information and analyses required pursuant to the Debtors' financing including ensuring compliance with financing requirements; identifying and implementing of short-term cash management procedures; working with Debtors personnel to refine and update the company liquidity model; and preparing of financial information for distribution to creditors and others, including, but not limited to, cash flow projections and budgets (including the 13-week cash flow forecast), cash receipts and disbursement analysis, variance reporting and analysis of proposed transactions for which Court approval is sought; develop cash forecast to assess liquidity runway under various sales scenarios.

Professional	Position	Billing Rate	Total Hours	Total Fees
Ed Mosley	Managing Director	\$925.00	2.6	\$ 2,405.00
Matthew Frank	Senior Director	\$825.00	47.2	38,940.00
Gaurav Walia	Associate	\$550.00	57.6	31,680.00
Mattie Schirle	Analyst	\$450.00	98.0	44,100.00
Subtotal			205.4	\$ 117,125.00
Average Hourly Rate				\$ 570.23

Claims

Advise and assist the Debtors in the claims reconciliation process, objections and distribution process: notably, claims planning process, potential claim analysis, review of claims filed against the Debtors and other claim related items.

Professional	Position	Billing Rate	Total Hours	Total Fees
Erin McKeighan	Senior Director	\$800.00	2.6	\$ 2,080.00
Rushabh Shah	Analyst	\$425.00	4.8	2,040.00
Subtotal			7.4	\$ 4,120.00
Average Hourly Rate				\$ 556.76

Southcross Energy Partners, L.P., et al.
 Alvarez & Marsal North America, LLC
 January 1, 2020 through January 27, 2020

Contract

Assist the company with review of their contracts including analyses related to the potential assumption or rejection of their contracts and leases; analysis to estimate any contract cures that would be required if assumed or rejection damage claims if rejected; the bifurcation associated with the various sale scenarios to assist buyers; reconciliation and review of contracts listed in bidder APA agreement.

Professional	Position	Billing Rate	Total Hours	Total Fees
Matthew Frank	Senior Director	\$825.00	14.1	\$ 11,632.50
Gary Fragosso	Associate	\$525.00	25.6	13,440.00
Subtotal			39.7	\$ 25,072.50
Average Hourly Rate				\$ 631.55

Coordination & Communication with Professionals & Creditor Constituents

Work with various creditor constituents, including senior lender and bondholder representatives, to discuss, consolidate and prepare analysis to fulfill various data request and motion noticing requirements; attending meetings and assistance in discussions; coordinate the diligence requests and data collection related to bidders associated with the sale process.

Professional	Position	Billing Rate	Total Hours	Total Fees
Matthew Frank	Senior Director	\$825.00	2.8	\$ 2,310.00
Subtotal			2.8	\$ 2,310.00
Average Hourly Rate				\$ 825.00

Court

Prepare for and attend the Debtors' hearings.

Professional	Position	Billing Rate	Total Hours	Total Fees
Ed Mosley	Managing Director	\$925.00	11.0	\$ 10,175.00
Matthew Frank	Senior Director	\$825.00	0.9	742.50
Subtotal			11.9	\$ 10,917.50
Average Hourly Rate				\$ 917.44

Fee application

Preparation of fee applications and related documentation in accordance with Court guidelines and responding to inquiries from the appointed Fee Examiner.

Professional	Position	Billing Rate	Total Hours	Total Fees
Matthew Frank	Senior Director	\$825.00	0.6	\$ 495.00
Gary Fragosso	Associate	\$525.00	1.1	577.50
Subtotal			1.7	\$ 1,072.50
Average Hourly Rate				\$ 630.88

Liquidation Analysis

Preparation of a draft liquidation analysis as required for a plan of reorganization and as otherwise requested by counsel.

Professional	Position	Billing Rate	Total Hours	Total Fees
Matthew Frank	Senior Director	\$825.00	0.6	\$ 495.00
Subtotal			0.6	\$ 495.00
Average Hourly Rate				\$ 825.00

Meetings

Participate in meetings with Debtors' management, Board of Directors and/or advisors to present findings or discuss various matters related to the filing, reporting and/or operating the business; excludes meetings with creditor constituents and their advisors.

Professional	Position	Billing Rate	Total Hours	Total Fees
Ed Mosley	Managing Director	\$925.00	0.6	\$ 555.00
Subtotal			0.6	\$ 555.00
Average Hourly Rate				\$ 925.00

Monthly Operating Report and UST Reporting

Assist the company with the preparation of Monthly Operating Reports and other Chapter 11 reporting requirements and responding to questions related to the filing and as requested by the US Trustee.

Professional	Position	Billing Rate	Total Hours	Total Fees
Matthew Frank	Senior Director	\$825.00	0.3	\$ 247.50
Mattie Schirle	Analyst	\$450.00	21.0	9,450.00
Subtotal			21.3	\$ 9,697.50
Average Hourly Rate				\$ 455.28

Fee Application

Page 2 of 3

Southcross Energy Partners, L.P., et al.
 Alvarez & Marsal North America, LLC
 January 1, 2020 through January 27, 2020

POR / Disclosure Statement

Assist the Debtors in the consideration of various restructuring alternatives, complete analysis and assist with the Plan of Reorganization, Disclosure Statement and the related supporting exhibits.

Professional	Position	Billing Rate	Total Hours	Total Fees
Ed Mosley	Managing Director	\$925.00	6.1	\$ 5,642.50
Matthew Frank	Senior Director	\$825.00	27.2	22,440.00
Subtotal			33.3	\$ 28,082.50
Average Hourly Rate				\$ 843.32

Travel Time

Non-working travel time (reflects 50% of time incurred).

Professional	Position	Billing Rate	Total Hours	Total Fees
Ed Mosley	Managing Director	\$925.00	5.0	\$ 4,625.00
Matthew Frank	Senior Director	\$825.00	10.0	8,250.00
Gaurav Walia	Associate	\$550.00	10.2	5,610.00
Subtotal			25.2	\$ 18,485.00
Average Hourly Rate				\$ 733.53

EXHIBIT D

Time Detail by Activity by Professional

Southcross Energy Partners, L.P., et al.

Alvarez & Marsal North America, LLC

January 1, 2020 through January 27, 2020

Professional	Activity	Date	Hours
Accounting/Cut-off			
Matt Frank	Discussion with P. Meyer (Southcross) on fresh start accounting requirements going forward.	1/8/2020	0.8
Gaurav Walia	Prepare a schedule reflecting all of Holdings liabilities.	1/16/2020	0.7
Matt Frank	Call with B. Woodford (Southcross) on fresh start accounting questions.	1/16/2020	0.3
Gaurav Walia	Meeting with P. Meyer (SXE) to review the claims and fresh start accounting related to the claims.	1/20/2020	0.8
Matt Frank	Correspondence with Southcross (B. Woodford, A. Howard) on fresh start accounting questions.	1/20/2020	0.8
Matt Frank	Coordination on timing of accounting close and impact on monthly operating report with the Southcross accounting team.	1/20/2020	0.5
Matt Frank	Provide response to Southcross (B. Woodford) on certain fresh start accounting questions.	1/24/2020	0.5
Accounting / Cut-off - Subtotal			4.4
Bankruptcy Support			
Ed Mosley	Meeting with management (K. Jameson), DPW, and EVR regarding exit financing documentation.	1/6/2020	0.6
Ed Mosley	Review of orders entered following the disclosure statement hearing.	1/7/2020	1.1
Gaurav Walia	Call with J. Finelli (DPW) to discuss emergence checklist.	1/13/2020	0.4
Matt Frank	Meeting with Southcross (B. Woodford) on transition planning for models and business plan files.	1/14/2020	0.4
Matt Frank	Call with E. Mosley (A&M) on case status, review of declaration and confirmation hearing.	1/15/2020	0.5
Matt Frank	Call with K. Jameson (Southcross) on request from TX AG and required data from compliance team.	1/15/2020	0.5
Matt Frank	Review of draft declaration for E. Mosley (A&M) in support of plan confirmation.	1/15/2020	0.5
Matt Frank	Review estimates in plan declaration draft and tie out estimates in schedule with Schirle (A&M).	1/15/2020	0.4
Matt Frank	Participate in weekly case update call with Southcross (J. Swent, K. Jameson), DPW (S. Szanzer, J. Finelli), Evercore (A. D'Souza).	1/16/2020	0.6
Matt Frank	Call with E. Mosley (A&M) on case status and declaration for confirmation hearing.	1/17/2020	0.3
Ed Mosley	Discussion with DPW (S. Szanzer) regarding Mosley declaration and potential testimony.	1/20/2020	0.4
Matt Frank	Review of tasks with team prior to confirmation hearing.	1/20/2020	0.5
Ed Mosley	Discussion with M. Frank (A&M) regarding case status and confirmation objections.	1/22/2020	0.4
Matt Frank	Call with E. Mosley (A&M) on declaration redline for confirmation hearing, confirmation objections and case status.	1/22/2020	0.4
Ed Mosley	Review documentation in connection with preparation to be declarant during the confirmation hearing.	1/24/2020	2.5
Matt Frank	Respond to questions from M. Schirle (A&M) for the treasury and contracts teams for operations after emergence.	1/24/2020	0.3
Ed Mosley	Review of updated exit financing documentation.	1/27/2020	0.9
Bankruptcy Support - Subtotal			10.7
Business Plan			
Gaurav Walia	Review of the recovery analysis prepared by Evercore.	1/2/2020	1.6
Gaurav Walia	Review the letter of credit and current DIP balances for confirmation with A. Li (EVR).	1/2/2020	0.3
Gaurav Walia	Adjust the outstanding DIP balances based on feedback from DPW.	1/2/2020	0.4
Gaurav Walia	Review the updated credit agreement redline provided by DPW.	1/2/2020	0.8
Gaurav Walia	Review the Willkie Farr implementation memo to verify the balances and recoveries.	1/2/2020	0.7
Gaurav Walia	Review the updated recoveries analysis prepared by A. Li (EVR).	1/2/2020	2.2
Gaurav Walia	Call with J. Finelli (DPW) to discuss the pre-petition debt balances.	1/3/2020	0.4
Gaurav Walia	Update the sources and uses to reflect latest cash forecast for Solus.	1/3/2020	1.1
Gaurav Walia	Review the financial projections disclosure for final review.	1/3/2020	0.8
Matt Frank	Review of edits to financial projections exhibit from D. Ariel (DPW) and confirm all changes are acceptable.	1/3/2020	0.4
Matt Frank	Confirm debt estimates for A. Li (Evercore).	1/3/2020	0.4
Gaurav Walia	Compare the A&M recoveries with the Evercore recovery model to the filed recovery estimates.	1/5/2020	1.7
Gaurav Walia	Update the business plan disclosure statement.	1/5/2020	0.4
Gaurav Walia	Prepare a monthly 2020 business plan for B. Woodford (SXE).	1/6/2020	0.7
Matt Frank	Prepare data and support to business plan team with respect to the Houston relocation budget and what is included and excluded from the 2020 budget.	1/6/2020	0.5
Matt Frank	Confirm with J. Eaves (Houlihan) on the substance and layout of the budget as required in the new credit agreement.	1/6/2020	0.4
Matt Frank	Discuss with J. Eaves (Houlihan) on changing the fiscal year for credit agreement purposes.	1/6/2020	0.5

Southcross Energy Partners, L.P., et al.

Alvarez & Marsal North America, LLC

January 1, 2020 through January 27, 2020

Professional	Activity	Date	Hours
Matt Frank	Correspondence with K. Bamshee (Southcross) on latest property tax estimates.	1/6/2020	0.3
Business Plan			
Gaurav Walia	Prepare the business plan and volumes analysis by month for G. Hood (SXE).	1/7/2020	1.7
Gaurav Walia	Prepare a reconciled balance sheet reflecting the second emissions credits paydown for HL.	1/7/2020	0.7
Gaurav Walia	Call with G. Hood (SXE) to discuss a data request from the business plan.	1/7/2020	0.3
Gaurav Walia	Update the business plan and volume analysis for G. Hood (SXE) with additional requested information.	1/7/2020	2.2
Matt Frank	Provide K. Jameson (Southcross) with latest estimates in business plan for insurance planning purposes.	1/7/2020	0.6
Matt Frank	Review of updated draft letter of credit schedule and forecast for new credit planning purposes.	1/7/2020	0.6
Matt Frank	Review of file from G. Walia (A&M) to respond to data request from business plan for G. Hood (Southcross).	1/7/2020	0.8
Matt Frank	Call with K. Jameson (Southcross) to discuss sources and uses and other exit planning mechanics.	1/7/2020	0.7
Matt Frank	Revisions to board level letter of credit slide for lenders.	1/7/2020	0.5
Matt Frank	Review of the sources and uses and provide internal feedback.	1/7/2020	0.7
Gaurav Walia	Review the credit agreement for updates to the proposed budgeting process.	1/8/2020	0.5
Matt Frank	Confirmation from J. Eaves (HL) on business plan format for annual budget going forward.	1/8/2020	0.3
Matt Frank	Correspondence with J. Swent (Southcross) on business plan format going forward.	1/8/2020	0.3
Matt Frank	Analysis of letter of credit balances and reply to J. Finelli (DPW) on credit limits and estimates going forward under the new business plan.	1/8/2020	1.2
Matt Frank	Call with J. Eaves (Houlihan) on case status and open lender due diligence questions.	1/9/2020	0.5
Matt Frank	Correspondence with M. Mayo (Southcross) on operating expense estimates for 2020 business plan and related revisions.	1/9/2020	0.6
Matt Frank	Discussion with R. Patel (Southcross) on latest business plan draft and files to support an analysis for management.	1/9/2020	0.6
Matt Frank	Provide support schedule to J. Finelli (DPW) for use in negotiating a change in certain credit agreement covenants.	1/10/2020	0.5
Gaurav Walia	Meeting with R. Patel (SXE) to review the latest business plan.	1/13/2020	1.7
Gaurav Walia	Meeting with A. Howard and R. Patel (SXE) to review the business plan.	1/14/2020	2.9
Gaurav Walia	Meeting with A. Howard and R. Patel (SXE) to review the by plant financial estimates.	1/14/2020	1.4
Gaurav Walia	Meeting with A. Howard and R. Patel (SXE) to review the by commodity sensitivity analysis.	1/14/2020	0.8
Gaurav Walia	Meeting with A. Howard and R. Patel (SXE) to review the plant utilization analysis	1/14/2020	1.3
Gaurav Walia	Meeting with A. Howard and R. Patel (SXE) to review the volume and rate analysis by producer.	1/14/2020	2.1
Matt Frank	Meeting with Southcross (R. Patel, A. Howard, B. Woodford) and A&M (G. Walia) on the operating model.	1/14/2020	2.2
Matt Frank	Meeting with Southcross (R. Patel, A. Howard, B. Woodford) and A&M (G. Walia) on the 3-statement projection model.	1/14/2020	1.8
Gaurav Walia	Prepare a summarized volumes and rate assumption schedule for T. Leonard (SXE).	1/15/2020	1.1
Gaurav Walia	Meeting with R. Patel (SXE) to review the estimated plan recoveries.	1/15/2020	1.3
Gaurav Walia	Prepare a response to B. Woodford (SXE) regarding a question round the CCPN sale in the business plan.	1/16/2020	0.2
Gaurav Walia	Meeting with A. Howard (SXE) to discuss any open questions regarding the Business Plan.	1/17/2020	0.4
Gaurav Walia	Meeting with J. Eaves (HL) to discuss the closing wires and EBITDA addbacks.	1/17/2020	0.7
Gaurav Walia	Prepare monthly and annually business plan projections for potential exit lender.	1/17/2020	1.4
Matt Frank	Review of operating expense assumptions to answer questions for Southcross (B. Woodford, A. Howard).	1/17/2020	1.3
Matt Frank	Correspondence with J. Dixon (Southcross) on mapping of entities to accounting records for purposes of adjusting the plan estimates.	1/17/2020	0.3
Matt Frank	Review of updated business plan files and prepare summary for A. Howard (Southcross) to aid in transition of models back to the Company.	1/20/2020	1.1
Gaurav Walia	Meeting with B. Woodford (SXE) to discuss the 2020 business plan operating expense budget.	1/21/2020	0.3
Matt Frank	Meeting with Southcross (B. Woodford, A. Howard, R. Patel) on business plan and supporting model files and related questions and due diligence.	1/21/2020	1.0
Matt Frank	Review of operating expense assumptions and correspondence with A. Gross (A&M) on details supporting the 2020 budget.	1/21/2020	0.9
Gaurav Walia	Follow up meeting with B. Woodford (SXE) to discuss the 2020 business plan operating expense budget.	1/22/2020	0.6
Matt Frank	Meeting to review operating expense assumptions with Southcross (B. Woodford, A. Howard, R. Patel) and A&M (G. Walia).	1/22/2020	1.4

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Professional	Activity	Date	Hours
Matt Frank	Discussion with R. Patel (Southcross) on operating expense assumptions in the latest business plan and follow up questions for A. Howard (Southcross).	1/22/2020	0.8
Business Plan			
Gaurav Walia	Review the volumes summary prepared to A. Howard (SXE) and prepare responses for questions.	1/23/2020	1.1
Gaurav Walia	Meeting with A. Howard (SXE) to discuss volume related questions in the business plan.	1/24/2020	0.3
Matt Frank	Review prepayment notice amounts in DIP payoff letter and provide support to DPW.	1/26/2020	1.2
Business Plan - Subtotal			56.5
Claims			
Erin McKeighan	Reconciled claims to identify any claims satisfied to date.	1/8/2020	0.4
Erin McKeighan	Correspond with M. Frank (A&M) in regards to accounting for filed claims.	1/8/2020	0.3
Erin McKeighan	Discuss updated claim report with R. Shah (A&M).	1/8/2020	0.3
Erin McKeighan	Review newly filed claims to prepare for discussion in regards to accounting for claims.	1/8/2020	0.4
Rushabh Shah	Review official claims register for updates to the existing claims.	1/8/2020	0.6
Erin McKeighan	Review revised claims register.	1/9/2020	0.4
Rushabh Shah	Triage newly filed claims against existing claims.	1/9/2020	1.2
Rushabh Shah	Reconcile newly filed claims based on the support provided by the claimant.	1/9/2020	1.7
Rushabh Shah	Create a claims summary report and a wind-down budget estimate based on the claims reconciliation.	1/9/2020	1.3
Erin McKeighan	Reconciled claims to identify any tax claims.	1/10/2020	0.4
Erin McKeighan	Internal discussion regarding revised claims register.	1/17/2020	0.4
Claims - Subtotal			7.4
Cash Management			
Gaurav Walia	Review the PGAS report to update the operating model sent by O. Jones (SXE).	1/2/2020	0.7
Gaurav Walia	Review the bank activity report provided by M. Biegler (SXE) to understand current cash receipts for the variance report.	1/2/2020	0.4
Matt Frank	Review of latest redline of limited liability company agreement for emergence planning.	1/2/2020	0.4
Matt Frank	Correspondence with Biegler (SXE) related to waiver allowing company to keep proceeds from recent asset sale as opposed to paying down debt and related updates in the cash forecast files.	1/2/2020	0.4
Gaurav Walia	Internal call to discuss revisions needed for the cash flow.	1/3/2020	1.3
Gaurav Walia	Prepare explanations for the bridge from the prior budget to the updated budget.	1/3/2020	2.9
Gaurav Walia	Review the Holdings' invoices received from O. Jones (SXE) in order to update the cash flow.	1/3/2020	0.8
Gaurav Walia	Review the receipts and disbursements analysis to understand variances from the budget vs. actuals.	1/3/2020	1.1
Mattie Schirle	Discussion with J. Holderread (SXE) regarding timing of receipts.	1/3/2020	0.4
Mattie Schirle	Review of Holdings accounts receivable for budget updates.	1/3/2020	1.7
Mattie Schirle	Internal discussion regarding January budget update.	1/3/2020	2.1
Mattie Schirle	Update January budget for expected receipts and related timing.	1/3/2020	1.8
Matt Frank	Confirm cash at emergence estimate for A. Li (Evercore).	1/3/2020	0.3
Mattie Schirle	Analysis of operating disbursements and timing for budget update.	1/4/2020	1.4
Mattie Schirle	Update January budget for expected operating disbursements and related timing.	1/4/2020	0.9
Mattie Schirle	Discussion with SXE accounting team regarding for January budget update.	1/4/2020	0.6
Mattie Schirle	Revise gas disbursements for budget update and correct timing of payments.	1/4/2020	2.2
Mattie Schirle	Discussion with S. Burlison (Southcross) regarding Accounts Receivable report for December production for January budget update.	1/4/2020	0.9
Mattie Schirle	Update operating model to reflect latest commodity prices.	1/4/2020	2.0
Gaurav Walia	Review the cash flow updates made by M. Schirle (SXE).	1/5/2020	1.1
Mattie Schirle	Update operating model to reflect latest volumes for December production.	1/5/2020	1.9
Gaurav Walia	Update the company business model for the updated cash budget.	1/6/2020	2.9
Gaurav Walia	Update the Holdings cash flow for the updated cash budget.	1/6/2020	2.7
Gaurav Walia	Meeting with Solus (Ryan) to discuss latest cash model and anticipated updates.	1/6/2020	0.8
Mattie Schirle	Update budget for December production projected per operating model.	1/6/2020	0.9
Mattie Schirle	Internal discussion regarding January budget update.	1/6/2020	1.6
Mattie Schirle	Internal discussion regarding expected insurance and tax payments for budget update.	1/6/2020	0.6
Mattie Schirle	Discussion with gas accounting team regarding expected payments for December production.	1/6/2020	1.3
Mattie Schirle	Update budget for operating model to include expected disbursements for December production.	1/6/2020	0.6
Mattie Schirle	Internal discussion regarding bridge of December budget to January budget.	1/6/2020	1.6
Mattie Schirle	Update January budget for internal comments.	1/6/2020	0.6
Mattie Schirle	Analyze actual receipts for prior week to determine gas sales and other receipts received.	1/6/2020	1.9

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Mattie Schirle	Analyze actual disbursements for prior week to determine actual operating disbursements.	1/6/2020	2.1
Mattie Schirle	Prepare summary of cash disbursements for variance report.	1/6/2020	1.4
Matt Frank	Review of updated cash flow forecasts from G. Walia (A&M) including use of cash in reserve accounts and related timing.	1/6/2020	1.2
Cash Management			
Matt Frank	Reply to Ryan (Solus) on cash and model questions.	1/6/2020	0.4
Matt Frank	Review of draft of cash flow forecast.	1/6/2020	0.6
Matt Frank	Review of joint venture financials and estimates supporting potential cash distribution to debtors.	1/6/2020	0.8
Matt Frank	Review of latest redline of the credit agreement.	1/6/2020	1.1
Gaurav Walia	Meeting with K. Jameson (SXE) to discuss second emission credit sale DIP paydown.	1/7/2020	0.8
Gaurav Walia	Prepare the Holdings accounts receivable analysis for the update to the updated cash budget.	1/7/2020	0.6
Gaurav Walia	Update the Holdings cash flow for the updated cash budget with updated accounts receivable estimates provided by O. Jones (SXE).	1/7/2020	0.9
Mattie Schirle	Discussion regarding outstanding checks with M. Biegler (SXE).	1/7/2020	0.7
Mattie Schirle	Reconcile cash disbursements and receipts for prior week with weekly bank summary report.	1/7/2020	1.2
Mattie Schirle	Analyze outstanding float for prior week to reconcile correct ending cash balance with cash movements for prior week.	1/7/2020	0.8
Mattie Schirle	Prepare summary of weekly cash receipts for variance report.	1/7/2020	1.3
Mattie Schirle	Meeting with S. Burlison (SXE) to confirm production period for gas receipts for the prior week.	1/7/2020	0.5
Mattie Schirle	Internal review of current week cash actuals and variance report.	1/7/2020	1.8
Mattie Schirle	Update variance package for internal review comments.	1/7/2020	1.2
Mattie Schirle	Discussion with M. Biegler (SXE) regarding check register for current week actuals update.	1/7/2020	0.6
Mattie Schirle	Analyze daily invoice update for open accounts payable to determine correct amount of payments that need to be made.	1/7/2020	0.4
Mattie Schirle	Correspondence with SXE team regarding capital expenditure budget update.	1/7/2020	0.5
Mattie Schirle	Update mid-January budget for new capital expenditure budget.	1/7/2020	0.8
Mattie Schirle	Discussion with M. Biegler (SXE) regarding mid-January budget update.	1/7/2020	0.2
Matt Frank	Review of latest draft of cash flow variance to actuals report.	1/7/2020	0.6
Matt Frank	Correspondence with J. Finelli (DPW) on the asset sale and related paydown requirements per the DIP.	1/7/2020	0.5
Matt Frank	Correspondence with K. Jameson (Southcross) related to needs for bond rating agencies.	1/7/2020	0.8
Matt Frank	Discussion with SXE treasury on use of purchasing cards going forward under new credit agreement.	1/7/2020	0.5
Matt Frank	Correspondence related to potential exit facility LC lenders.	1/7/2020	0.5
Ed Mosley	Review and provide comments to draft cash forecast.	1/8/2020	0.7
Ed Mosley	Review and provide comments to draft cash variance report for week ending 1/3.	1/8/2020	0.5
Gaurav Walia	Provide an updated accounts receivable for Holdings for the updated budget based on updated actuals.	1/8/2020	0.4
Gaurav Walia	Review the updated cash budget for necessary updates to the sources and uses.	1/8/2020	2.3
Gaurav Walia	Meeting with M. Campbell (SXE) to discuss fresh start adjustment assumptions included in the business plan.	1/8/2020	0.9
Gaurav Walia	Meeting with K. Bamshee (SXE) to discuss the upcoming property tax payments.	1/8/2020	0.4
Gaurav Walia	Provide feedback on updates to the cash budget.	1/8/2020	1.1
Gaurav Walia	Update the sources and uses to reflect the latest cash budget and provide to HL.	1/8/2020	1.8
Gaurav Walia	Review the variance report for the prior week variances.	1/8/2020	0.7
Mattie Schirle	Revise gas disbursements for budget update.	1/8/2020	2.9
Mattie Schirle	Assist company with current week check run and related payments.	1/8/2020	0.5
Mattie Schirle	Internal discussion regarding bridge of refreshed budget to old budget.	1/8/2020	1.7
Mattie Schirle	Update January budget for internal comments.	1/8/2020	1.3
Mattie Schirle	Update January budget for correct interest rates.	1/8/2020	0.6
Matt Frank	Develop summary package for J. Swent (Southcross) on DIP budget and cash flow variance file as new approver.	1/8/2020	1.0
Matt Frank	Review of new draft of credit agreement.	1/8/2020	1.1
Matt Frank	Correspondence with J. Swent (Southcross) on new requirements in credit agreement.	1/8/2020	0.6
Matt Frank	Review of latest draft of cash flow and supporting sources and uses.	1/8/2020	0.9
Matt Frank	Review of questions from DPW (D. Avnon) on new draft of credit agreement and proposed responses along with questions requiring additional support that cannot yet be finalized.	1/8/2020	1.0
Gaurav Walia	Prepare a schedule to reflect the projected professional fees schedule for January and February 2020.	1/9/2020	1.2
Gaurav Walia	Prepare a schedule reflecting all professional fee payments since filing.	1/9/2020	0.7

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Gaurav Walia	Prepare the 2020 post-emergence cash model for all receipts and debt payments.	1/9/2020	2.9
Gaurav Walia	Prepare the 2020 post-emergence cash model for all operating and general and administrative payments.	1/9/2020	2.6
Matt Frank	Correspondence with M. Campbell (Southcross) to obtain data needed to calculate the adjusted EBITDA per the credit agreement and analysis of same supporting data.	1/9/2020	1.3
Cash Management			
Matt Frank	Review and discuss latest cash flow forecast and sources and uses to B. Woodford (Southcross).	1/9/2020	0.6
Matt Frank	Correspondence with Finelli (DPW) on covenant comments to the credit agreement.	1/9/2020	0.3
Gaurav Walia	Review the fees proposed by Wilmington upon emergence.	1/10/2020	0.6
Matt Frank	Revision of estimates per S. Szanzer (DPW) for the post-emergence cash flows for certain legal costs.	1/10/2020	0.4
Matt Frank	Review of latest sources and uses draft and estimates for confirmation and emergence.	1/10/2020	0.9
Gaurav Walia	Review the latest sources and uses and provide feedback.	1/13/2020	0.6
Gaurav Walia	Review the property taxes estimate file received from the company and update the cash model.	1/13/2020	1.1
Gaurav Walia	Review the professional fees payment detail provided by the company to check against the credit agreement covenants for compliance.	1/13/2020	0.4
Mattie Schirle	Update cash model for actuals for prior week.	1/13/2020	0.9
Mattie Schirle	Reconcile cash disbursements and receipts for prior week with weekly bank summary report.	1/13/2020	1.3
Mattie Schirle	Calculate prior week outstanding checks and issued checks for the float outstanding.	1/13/2020	0.9
Mattie Schirle	Prepare gas receipts supporting schedule for variance report.	1/13/2020	1.4
Matt Frank	Review of draft exit facility credit agreement.	1/13/2020	1.4
Matt Frank	Meeting to review simplified cash flow for new FP&A manager with G. Walia (A&M).	1/13/2020	1.3
Matt Frank	Call with J. Finelli (DPW) and G. Walia (A&M) on the exit credit facility and plan mechanics.	1/13/2020	0.6
Matt Frank	Follow up with Southcross (M. Campbell, B. Woodford) on definitions in exit credit facility.	1/13/2020	0.7
Matt Frank	Call with B. Woodford (Southcross) on exit facility questions.	1/13/2020	0.3
Matt Frank	Review and comment on development of mechanics in the exit finance package.	1/13/2020	1.6
Matt Frank	Follow up call with J. Finelli (DPW) on exit facility.	1/13/2020	0.4
Matt Frank	Review and summarize the exit facility document for B. Woodford (Southcross).	1/13/2020	1.2
Mattie Schirle	Prepare gas disbursements supporting schedule for variance report.	1/14/2020	0.7
Mattie Schirle	Prepare disbursements supporting schedule to reflect breakout of operating expenditures, capital expenditures, gas disbursements and wage related disbursements.	1/14/2020	0.6
Mattie Schirle	Prepare summary of bank statement balances.	1/14/2020	0.3
Mattie Schirle	Discussion with M. Biegler (SXE) regarding SXE's daily cash actuals.	1/14/2020	0.4
Mattie Schirle	Internal review of current week cash actuals and variance report.	1/14/2020	1.4
Mattie Schirle	Update prior week actuals for check disbursed that was excluded from check register.	1/14/2020	0.6
Mattie Schirle	Update model for actuals update for check disbursed that was excluded from check register.	1/14/2020	0.4
Mattie Schirle	Update gas disbursements schedule for check disbursed that was excluded from check register.	1/14/2020	0.2
Mattie Schirle	Update disbursements breakdown schedule for check disbursed that was excluded from check register.	1/14/2020	0.5
Mattie Schirle	Invoice discussion with S. Bursleson regarding specific invoices for vendors.	1/14/2020	0.6
Mattie Schirle	Internal discussion and review of variance package.	1/14/2020	0.8
Matt Frank	Meeting with Southcross (R. Patel, A. Howard) and A&M (G. Walia) on the weekly cash flow model.	1/14/2020	1.2
Matt Frank	Call with DPW (J. Finelli), Southcross (B. Woodford) on the exit facility credit agreement mechanics.	1/14/2020	0.5
Matt Frank	Review support on the exit facility credit agreement mechanics with (B. Woodford).	1/14/2020	0.7
Ed Mosley	Review and provide comments to draft cash variance report for week ending 1/10.	1/15/2020	0.6
Gaurav Walia	Meeting with J. Finelli (DPW) and B. Woodford (SXE) to discuss T2 payments.	1/15/2020	0.6
Gaurav Walia	Review the variance report for the prior week variances.	1/15/2020	0.4
Gaurav Walia	Meeting with M. Campbell and K. Bamshee (SXE) to discuss the property tax changes.	1/15/2020	0.6
Gaurav Walia	Review the updated cash flow and updated sources and uses.	1/15/2020	0.6
Mattie Schirle	Finalize variance package for internal comments received.	1/15/2020	0.9
Mattie Schirle	Call with E. Moats (MNAT) to discuss treasury payment for professionals.	1/15/2020	0.2
Mattie Schirle	Revise daily dash data file for operating model for internal training.	1/15/2020	1.8
Mattie Schirle	Discussion with L. Scott (KCC) regarding noticing and professional fees.	1/15/2020	0.5
Mattie Schirle	Prepare interest calculation schedule for emission credit DIP paydown.	1/15/2020	1.1
Mattie Schirle	Discussion with M. Biegler (SXE) regarding emission credit DIP paydown.	1/15/2020	0.3
Mattie Schirle	Discussion with Wilmington regarding schedule for emission credit DIP paydown.	1/15/2020	0.4
Mattie Schirle	Revise interest calculation schedule for emission credit DIP paydown.	1/15/2020	0.5

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Mattie Schirle	Discussion about bank accounts for emergence with M. Biegler (SXE).	1/15/2020	0.7
Mattie Schirle	Discussion about bank accounts for emergence with J. Finelli (SXE).	1/15/2020	0.2
Mattie Schirle	Discussion with K. Jameson (SXE) regarding Alabama franchise tax payment.	1/15/2020	0.3
Mattie Schirle	Prepare list of issues to discuss with new SXE staff.	1/15/2020	1.1
Matt Frank	Update exit facility credit agreement mechanics for Southcross (B. Woodford) based on prior discussion.	1/15/2020	0.5
Cash Management			
Matt Frank	Follow up call with DPW (J. Finelli) and Southcross (B. Woodford) on the exit facility credit agreement mechanics.	1/15/2020	0.4
Matt Frank	Review of credit facility draft and revision to summary document for B. Woodford (Southcross).	1/15/2020	1.2
Matt Frank	Review of prior week variance report with M. Schirle.	1/15/2020	0.5
Matt Frank	Discussion around additional support needed from Schirle (A&M).	1/15/2020	0.2
Matt Frank	Review of refreshed cash flow forecast and updated sources and uses.	1/15/2020	0.9
Matt Frank	Discuss revisions on sources and uses and cash flow with Schirle (A&M).	1/15/2020	0.3
Gaurav Walia	Prepare an analysis of all receipts and disbursements by producer year to date for the material contract analysis.	1/16/2020	2.8
Gaurav Walia	Review of GLG fee letter for sources and uses and funds flow.	1/16/2020	0.3
Mattie Schirle	Prepare schedule of Alabama proceeds and related franchise taxes.	1/16/2020	1.4
Mattie Schirle	Revise capex forecast to reflect updates for actuals.	1/16/2020	1.6
Mattie Schirle	Revise sources and uses to reflect latest cash flow changes.	1/16/2020	1.1
Mattie Schirle	Prepare schedule to show outstanding receivables by producer for November production.	1/16/2020	2.9
Mattie Schirle	Discuss outstanding accounts receivable with S. Burleson (SXE).	1/16/2020	0.8
Mattie Schirle	Revise outstanding gas receivable schedule to include additional accounts receivable from Holdings entities.	1/16/2020	1.2
Matt Frank	Review of current draft of credit agreement for management.	1/16/2020	1.2
Matt Frank	Confirm for counsel that certain payments can be made on the effective date to comply with the Plan but not impact near term liquidity.	1/16/2020	0.5
Matt Frank	Call with B. Woodford (Southcross) on need for potential exit financing LC issuer and coordination with G. Walia (A&M) on the same.	1/17/2020	0.4
Matt Frank	Review of latest term sheets from potential letter of credit exit finance issuers.	1/17/2020	0.4
Gaurav Walia	Begin preparation of a summarized credit agreement document.	1/20/2020	2.4
Gaurav Walia	Internal meeting to discuss the funds flow.	1/20/2020	0.4
Gaurav Walia	Review the initial draft of the funds flow.	1/20/2020	0.6
Gaurav Walia	Meeting with A. Howard (SXE) to discuss the transition of the cash model and cash actuals.	1/20/2020	0.7
Matt Frank	Follow up on past due reimbursement from customer and partner with Southcross treasury and A&M (G. Walia).	1/20/2020	0.4
Matt Frank	Coordination with J. Eaves (Houlihan) on payments to lender advisors and updates to forecasts for remaining fees.	1/20/2020	0.6
Matt Frank	Coordination with L. Roberts (Southcross) on employee payments occurring upon emergence.	1/20/2020	0.8
Matt Frank	Review of latest draft of cash flow forecast from M. Schirle (A&M).	1/20/2020	0.6
Gaurav Walia	Meeting with G. Vincent (SXE) to discuss December production actuals.	1/21/2020	0.6
Gaurav Walia	Finalize the development of the summarized credit agreement definitions.	1/21/2020	1.9
Mattie Schirle	Revise outstanding gas receivable schedule for current week receipts.	1/21/2020	0.3
Mattie Schirle	Update cash flow model to reflect additional receipts coming in.	1/21/2020	0.4
Mattie Schirle	Update cash flow model to reflect timing of reimbursement for capex project.	1/21/2020	0.7
Mattie Schirle	Update cash flow model to reflect timing of distribution from utility account.	1/21/2020	0.4
Mattie Schirle	Update sources and uses based on latest cash flow changes.	1/21/2020	1.1
Mattie Schirle	Discussion with Houlihan (Eaves) regarding outstanding invoices.	1/21/2020	0.2
Mattie Schirle	Discussion with SXE accounting team regarding outstanding professional fee invoices.	1/21/2020	0.9
Mattie Schirle	Prepare initial draft of funds flow based on the latest sources and uses.	1/21/2020	2.9
Mattie Schirle	Revise funds flow to include wiring information for all professionals.	1/21/2020	1.1
Matt Frank	Coordination on opening and funding of the professional fee reserve escrow account with KCC (M. Salazar).	1/21/2020	0.6
Matt Frank	Confirm the process for Southcross (B. Woodford, K. Jameson) as to how invoices are paid and tracked through the professional fee escrow account.	1/21/2020	0.5
Matt Frank	Work with professionals on revised estimates for post-emergence fees and related timing of disbursements for cash flow forecast.	1/21/2020	0.8

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Cash Management			
Matt Frank	Call with M. Salazar (KCC) on the escrow account opening mechanics.	1/21/2020	0.5
Ed Mosley	Review and provide comments to draft cash variance report for the week ending 1/17/20.	1/22/2020	0.8
Gaurav Walia	Meeting with M. Salazar (KCC) to discuss the professional fees escrow account.	1/22/2020	0.2
Gaurav Walia	Review the funds flow with J. Finelli (DPW).	1/22/2020	0.7
Gaurav Walia	Prepare the credit agreement summary of the affirmative and negative covenants.	1/22/2020	2.6
Gaurav Walia	Review the prior week variance package and cash flow.	1/22/2020	0.6
Gaurav Walia	Review the updated property taxes estimate prepared by K. Bamshee (SXE).	1/22/2020	0.3
Gaurav Walia	Review the revised sources and uses from Schirle (A&M).	1/22/2020	0.4
Mattie Schirle	Review finalized credit agreement for interest payments.	1/22/2020	1.9
Mattie Schirle	Prepare schedule for professional fee escrow account for funds flow.	1/22/2020	1.3
Mattie Schirle	Discussion with KCC (Salazar) regarding professional fee escrow account.	1/22/2020	0.3
Mattie Schirle	Discussion with SXE regarding estimates for professional fee escrow account.	1/22/2020	0.5
Mattie Schirle	Revise professional fee escrow account estimates based on latest information received from professionals.	1/22/2020	0.6
Mattie Schirle	Prepare summary of property taxes payable at the end of January.	1/22/2020	1.8
Mattie Schirle	Review actuals summary with A. Howard (SXE).	1/22/2020	2.6
Mattie Schirle	Revise schedule for professional fee escrow account for funds flow.	1/22/2020	0.4
Matt Frank	Review of weekly cash flow variance file from Schirle (A&M) and ask questions on the same.	1/22/2020	0.7
Matt Frank	Review of credit facility calculation mechanics draft from G. Walia (A&M).	1/22/2020	0.8
Matt Frank	Review of updated professional fees estimates for the escrow budget.	1/22/2020	0.6
Matt Frank	Call with J. Finelli (DPW) and A&M (G. Walia and M. Schirle) on the draft funds flow and exit credit facility mechanics.	1/22/2020	0.7
Mattie Schirle	Review 2020 cash flow model with A. Howard (SXE).	1/23/2020	2.9
Mattie Schirle	Revise cash flow to reflect latest estimates of 2019 property taxes.	1/23/2020	0.9
Mattie Schirle	Review gas receipts support schedule with A. Howard (SXE).	1/23/2020	0.7
Mattie Schirle	Revise cash flow model to simplify for 2020 for transition purposes.	1/23/2020	1.1
Mattie Schirle	Discussion with J. Dixon (Southcross) regarding lease capacity payments.	1/23/2020	0.2
Mattie Schirle	Prepare schedule of accrued and unpaid interest at emergence.	1/23/2020	0.3
Matt Frank	Correspondence with M. Schirle (A&M) on tasks to open and fund the professional fee escrow account per revised Plan.	1/23/2020	0.4
Matt Frank	Provide capital stack allocation file to Southcross (K. Jameson and B. Woodford) to assist with new letter of credit bank request.	1/23/2020	0.5
Matt Frank	Work with K. Jameson (Southcross) on edits to the professional fee escrow agreement with KCC.	1/23/2020	0.6
Gaurav Walia	Provide comments on the latest sources and uses based on the revised cash flow forecast.	1/24/2020	2.4
Gaurav Walia	Provide feedback regarding the revised version to the sources and uses.	1/24/2020	0.7
Mattie Schirle	Revise funds flow to include latest sources and uses.	1/24/2020	1.0
Matt Frank	Update counsel on status of professional fee escrow account and funding required at emergence.	1/24/2020	0.3
Matt Frank	Correspondence with D. Klein (DPW) on items to reserve for in the professional fee escrow account and internal discussion on the escrow account.	1/24/2020	0.4
Matt Frank	Meeting with K. Jameson (Southcross) and M. Salazar (KCC) to finalize edits to the professional fee escrow agreement.	1/24/2020	0.5
Matt Frank	Coordinate payment of certain lender claims for closing for DPW (D. Klein).	1/24/2020	0.4
Matt Frank	Review of latest draft of sources and uses and funds flow for the emergence based on the latest cash flow forecast.	1/24/2020	0.8
Gaurav Walia	Align the Arnold Porter prepayment notice to the prepayment notice prepared by DPW.	1/25/2020	2.3
Gaurav Walia	Review and provide feedback on the updated sources and uses.	1/25/2020	0.8
Matt Frank	Develop funds flow estimate for DPW (J. Finelli) related to cash available at close to repay loans.	1/25/2020	1.0
Matt Frank	Develop revised funds flow scenario for DPW (J. Finelli) related to cash available at close.	1/26/2020	0.7
Matt Frank	Revisions to post-emergence credit agreement and cash flow mechanics analysis for B. Woodford (Southcross).	1/27/2020	0.8
Matt Frank	Correspondence with M. Salazar (KCC) on opening of professional fee escrow account per Plan prior to emergence.	1/27/2020	0.6
Cash Management - Subtotal			205.4
Contract			
Matt Frank	Review of latest draft of contract schedules from Fragosso (A&M) and related upcoming filing deadlines outline.	1/2/2020	0.7

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January 1, 2020 through January 27, 2020

Professional	Activity	Date	Hours
Matt Frank	Correspondence with Ariel (DPW) on contract filing deadline and correspondence with Company on the same.	1/2/2020	0.3
Contract			
Gary Fragosso	Review of joint use agreements and similar agreements to identify additional contract rejection.	1/6/2020	1.4
Matt Frank	Correspond with T. Leonard (SXE) and G. Fragosso (A&M) on contract assumption and rejection analysis and status of process.	1/6/2020	0.6
Matt Frank	Prepare contract schedules for D. McElligott (WFG) and J. Eaves (HL) review.	1/7/2020	1.1
Gary Fragosso	Review of joint use agreements and similar agreements to identify additional contract rejection.	1/9/2020	2.8
Matt Frank	Follow up with D. McElligott (WFG) and J. Eaves (HL) on contract related questions prior to filing.	1/9/2020	0.3
Matt Frank	Review research to objecting contract counterparty to confirm inclusion on contract exhibits.	1/9/2020	0.5
Matt Frank	Correspondence with K. Jameson (Southcross) regarding the inclusion of counterparties on contract exhibits.	1/9/2020	0.4
Gary Fragosso	Discuss customer contracts identified as critical contracts with DPW.	1/10/2020	1.3
Gary Fragosso	Discussion with SXE Management and DPW regarding joint use agreements and other similar contracts.	1/10/2020	1.8
Matt Frank	Research contract exhibit completeness for D. Klein (DPW).	1/10/2020	0.6
Matt Frank	Correspondence with K. Jameson (SXE) and S. Szanzer (DPW) on addition of contract to the plan exhibits that was previously excluded.	1/10/2020	0.6
Matt Frank	Discussion with SXE management to reconfirm listings of contracts is full and complete prior to filing.	1/10/2020	0.5
Matt Frank	Provide A. Li (Evercore) an update with respect to contract negotiations over the last 30 days.	1/10/2020	0.4
Matt Frank	Call with K. Jameson (Southcross) and DPW (S. Szanzer, T. Green) on contract schedules for confirmation.	1/10/2020	0.5
Matt Frank	Correspondence with G. Fragosso (A&M) to provide data to management on contract schedules and listings.	1/10/2020	0.4
Matt Frank	Review of draft notice supporting exhibit for potential rejection and correspondence with DPW regarding exhibit.	1/13/2020	0.7
Gary Fragosso	Discussion with S. Lim (DPW) regarding updating the credit bid schedules.	1/14/2020	1.3
Gary Fragosso	Review of credit bid schedules and development of updated supporting schedules.	1/14/2020	2.2
Matt Frank	Call with G. Fragosso (A&M) on contract requests from S. Lim (DPW) for potential credit bid outcome and review of updated schedule data.	1/14/2020	0.6
Matt Frank	Call with G. Fragosso (A&M) and S. Lim (DPW) on contract schedule data for potential credit bid outcome.	1/14/2020	0.5
Gary Fragosso	Discussion with J. Holderread (SXE) regarding historical volume detail to update of critical contracts.	1/15/2020	1.2
Gary Fragosso	Discussion with J. Mooring (SXE) regarding historical capital expenditure spend to identify critical contracts.	1/15/2020	1.3
Gary Fragosso	Discussion with T. Leonard (SXE) regarding updating critical contracts for the credit bid schedules.	1/15/2020	1.2
Gary Fragosso	Update of contract listing for credit bid schedules.	1/15/2020	1.6
Gary Fragosso	Develop analysis to identify additional critical contracts based on prior year actual spend.	1/16/2020	1.8
Matt Frank	Review and provide data to management to analyze material contracts pursuant to plan mechanics.	1/16/2020	1.2
Matt Frank	Call with A&M (G. Walia and G. Fragosso) on data required for material contracts.	1/16/2020	0.4
Gary Fragosso	Review of critical contracts for updating critical contracts for the credit bid schedules.	1/17/2020	1.7
Gary Fragosso	Update of critical contracts listing for capital expenditure contracts due to an increase in the threshold of spend.	1/17/2020	1.3
Matt Frank	Review and respond to T. Leonard (Southcross) on question on contracts work stream for credit bid scenario.	1/17/2020	0.3
Matt Frank	Review and respond to D. Ariel (DPW) on question related to contract assumption.	1/17/2020	0.3
Gary Fragosso	Revise critical contracts listing for capital expenditure contracts due to an increase in the threshold.	1/20/2020	1.7
Matt Frank	Coordination with DPW (D. Ariel) and Southcross (T. Leonard) on effective date of contract assumptions and rejections and related communications planning.	1/20/2020	1.1
Matt Frank	Meeting with T. Leonard (SXE) to discuss contract related objection to confirmation.	1/22/2020	0.6
Matt Frank	Discussion with G. Fragosso (A&M) on the material contract analysis.	1/23/2020	0.5
Gary Fragosso	Discussion with T. Leonard (SXE) regarding updating critical contracts for the credit bid schedules.	1/24/2020	1.6

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Professional	Activity	Date	Hours
Gary Fragosso	Review of emergence plan related to contracts to establish documentation for third party rejected contracts.	1/24/2020	1.4
Matt Frank	Correspondence with D. Ariel (DPW) on effective date for contract rejections for T. Leonard (Southcross).	1/24/2020	0.6
Contract			
Matt Frank	Develop draft of official contract rejection notice for Southcross contracts team for post emergence communications.	1/24/2020	0.4
Contracts - Subtotal			39.7
Coordination & Communication with Professionals & Creditor Constituents			
Matt Frank	Follow up with Schirle (A&M) and Jameson (SXE) on professional service providers descriptions for lenders.	1/2/2020	0.4
Matt Frank	Correspondence with Jameson (SXE) on due diligence for Willkie (McElligott) related to certain types of assets held by the GP entity.	1/2/2020	0.4
Matt Frank	Provide draft cash flow estimates to J. Eaves (Houlihan) as requested by lenders and related email correspondence.	1/3/2020	0.9
Matt Frank	Provide due diligence file and response to lender at Covekey (Coviello) related to DIP balances.	1/7/2020	0.8
Matt Frank	Respond to diligence question from A. Li (Evercore).	1/23/2020	0.3
Coordination & Communication with Professionals & Creditor Constituents - Subtotal			2.8
Court			
Ed Mosley	Participate in disclosure statement hearing telephonically.	1/7/2020	0.5
Ed Mosley	Review of confirmation objections as well as the corresponding changes incorporated by the debtors in connection with preparation as a declarant.	1/25/2020	2.9
Ed Mosley	Review of Mosley declaration and corresponding supporting documents in connection with preparation as a declarant.	1/26/2020	3.2
Ed Mosley	Review of all materials and declaration to preparation for being a declarant.	1/27/2020	3.1
Ed Mosley	Discussion with counsel regarding potential testimony for confirmation hearing.	1/27/2020	1.2
Ed Mosley	Participate in confirmation hearing.	1/27/2020	0.1
Matt Frank	Review of key materials prior to the confirmation hearing.	1/27/2020	0.8
Matt Frank	Attend the confirmation hearing.	1/27/2020	0.1
Court - Subtotal			11.9
Fee application			
Gary Fragosso	Review and update of A&M November fee application for court submission.	1/2/2020	1.1
Matt Frank	Review of updated fee statement draft from team and provide edits.	1/2/2020	0.6
Fee Applications - Subtotal			1.7
Liquidation Analysis			
Matt Frank	Review and provide confirmation of redline changes to Ariel (DPW) in latest redline of liquidation analysis exhibit for plan.	1/3/2020	0.6
Liquidation Analysis - Subtotal			0.6
Meetings			
Ed Mosley	Prepare for and participate in status call with management (J. Swent, K. Jameson), EVR (E. Levine, S. Hannan) and DPW (D. Klein).	1/23/2020	0.6
Meetings - Subtotal			0.6
POR / Disclosure Statement			
Matt Frank	Provide updated debt balances for recovery calculations to Evercore and DPW.	1/2/2020	0.6
Matt Frank	Review of Willkie's implementation memo and tie out of the debt balances in the same.	1/2/2020	0.5
Matt Frank	Review of plan recovery calculation template from A. Li (Evercore).	1/2/2020	0.5
Matt Frank	Review of latest redline of plan and disclosure statement from D. Ariel (DPW).	1/3/2020	1.1
Matt Frank	Correspondence with A. Li (Evercore) and A&M (Schirle, Walia) on debt and cash balance estimates.	1/3/2020	0.8
Matt Frank	Review of latest redline of the equity term sheet as marked up by Willkie.	1/4/2020	0.4
Matt Frank	Call with A&M (Walia and Schirle) to discuss changes to estimates in exhibits to the plan to conform.	1/5/2020	0.5
Matt Frank	Review of revised exhibit draft from Schirle (A&M) on liquidation analysis.	1/5/2020	0.6
Matt Frank	Review of revised exhibit draft from Walia (A&M) on financial projections.	1/5/2020	0.5
Matt Frank	Correspondence with A&M team for bridge to tie updated exhibits.	1/5/2020	0.6
Matt Frank	Discuss disclosure statement update and questions with Klein (DPW) and Walia (A&M).	1/6/2020	0.5
Matt Frank	Review of inquiry from D. McElligott (WFG) on plan and liquidation recoveries tie outs.	1/6/2020	1.1
Matt Frank	Review of schedule prepared by M. Schirle (A&M) to reply to D. McElligott (WFG) question on plan.	1/6/2020	0.5
Matt Frank	Review and tie out and provide updates to draft implementation memo as received from D. Ariel (DPW).	1/7/2020	1.2

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Professional	Activity	Date	Hours
Matt Frank	Review of new claims filed and discussion with A&M (E. McKeighan and R. Shah) to help understa	1/8/2020	1.2
Matt Frank	Correspondence with D. Ariel (DPW) on DIP balances and estimates for the plan.	1/8/2020	1.2
Ed Mosley	Review of draft Mosley declaration in support of confirmation hearing.	1/15/2020	1.8
Ed Mosley	Provide comments to draft Mosley declaration in support of confirmation hearing.	1/15/2020	0.3
Matt Frank	Call with S. Szanzer (DPW) on confirmation hearing declarations.	1/15/2020	0.3
POR / Disclosure Statement			
Ed Mosley	Review of employee wage motion, order and subsequent plan documents in connection with stat	1/16/2020	1.4
Matt Frank	Follow up call with S. Szanzer (DPW) on confirmation hearing declarations.	1/16/2020	0.3
Matt Frank	Prepare updated data to E. Mosley (A&M) related to confirmation hearing declarations.	1/16/2020	0.6
Matt Frank	Call with B. Woodford (Southcross) on tax follow up for counsel.	1/16/2020	0.4
Matt Frank	Analysis related to confirmation and declarations as support for A&M (E. Mosley) declaration in a	1/16/2020	1.1
Matt Frank	Analysis to reply to S. Szanzer (DPW) on question from D. McElligott (WFG) on payables dropped	1/16/2020	0.4
Ed Mosley	Review and prepare comments on revised draft Mosley declaration.	1/17/2020	0.9
Ed Mosley	Discussion with M. Frank (A&M) regarding Mosley declaration and confirmation hearing.	1/17/2020	0.3
Matt Frank	Correspondence with G. Fragosso (A&M) on the potential for the credit bid scenario and the impa	1/17/2020	0.5
Matt Frank	Review of and provide comments to S. Szanzer (DPW) on confirmation declarations.	1/17/2020	0.8
Matt Frank	Review of tax inquiry from counsel and correspondence with B. Woodford (Southcross) on review	1/17/2020	0.8
Matt Frank	Follow up for K. Jameson (Southcross) on final equity holder list.	1/21/2020	0.3
Matt Frank	Review of draft Southcross payoff letter from D. Ariel (DPW).	1/21/2020	0.6
Ed Mosley	Review and provide comments to updated draft of Mosley declaration.	1/22/2020	0.8
Matt Frank	Call on confirmation hearing objection with DPW (T. Green, D. Klein) and Southcross (T. Leonard,	1/22/2020	0.5
Matt Frank	Call with K. Jameson (Southcross) on confirmation hearing objection planning.	1/22/2020	0.3
Matt Frank	Call with M. Salazar (KCC) on the escrow account opening and funding.	1/22/2020	0.5
Matt Frank	Correspondence with Southcross (J. Swent, K. Jameson) on the professional fee escrow account o	1/22/2020	0.4
Matt Frank	Call with D. Ariel (DPW) on confirmation objections and planning for next week.	1/22/2020	0.5
Matt Frank	Correspondence with J. Eaves (Houlihan) on the latest holder/owner list for the Company.	1/23/2020	0.3
Matt Frank	Review of allocation of Plan detail file from Houlihan (J. Eaves).	1/23/2020	1.1
Matt Frank	Development of plan objections summary file prior to confirmation hearing.	1/23/2020	0.6
Matt Frank	Review of the confirmation hearing objections as filed.	1/23/2020	1.2
Matt Frank	Correspondence with D. Ariel (DPW) on the proposed responses to the confirmation objections.	1/23/2020	0.5
Matt Frank	Review of and provide comments to DIP prepayment notice to D. Beizer (DPW).	1/24/2020	0.8
Matt Frank	Revise Plan objections summary document from M. Schirle (A&M).	1/26/2020	0.9
Ed Mosley	Discussion with M. Frank (A&M) regarding remaining Plan of Reorganization and emergence work	1/27/2020	0.6
Matt Frank	Develop plan comparison document prior to hearing laying out various recoveries under plan and	1/27/2020	1.4
Matt Frank	Call with G. Walia (A&M) on plan comparison document laying out various recoveries under plan :	1/27/2020	0.3
Plan of Reorganization - Subtotal			33.3
Travel Time			
Gaurav Walia	Billable travel time (at 50%) from Philadelphia/Dallas.	1/6/2020	1.8
Gaurav Walia	Billable travel time (at 50%) from Dallas/Las Vegas.	1/9/2020	1.4
Matt Frank	Billable travel time at 50% from Dallas/Chicago.	1/9/2020	1.5
Gaurav Walia	Billable travel time (at 50%) from Las Vegas/Dallas.	1/12/2020	1.6
Matt Frank	Billable travel time at 50% from Chicago/Dallas.	1/13/2020	1.5
Gaurav Walia	Billable travel time (at 50%) from Dallas/Philadelphia.	1/15/2020	1.8
Matt Frank	Billable travel time at 50% from Dallas/Chicago.	1/15/2020	1.5
Gaurav Walia	Billable travel time (at 50%) from Philadelphia/Dallas.	1/20/2020	1.8
Matt Frank	Billable travel time at 50% from Chicago/Dallas.	1/21/2020	1.5
Gaurav Walia	Billable travel time (at 50%) from Dallas/Philadelphia.	1/23/2020	1.8
Matt Frank	Billable travel time at 50% from Dallas/Chicago.	1/23/2020	1.5
Ed Mosley	Billable travel time (at 50%) from Dallas/Delaware.	1/26/2020	2.5
Matt Frank	Billable travel (at 50%) from Chicago/Delaware.	1/26/2020	1.0
Ed Mosley	Billable travel time (at 50%) from Delaware/Dallas.	1/27/2020	2.5
Matt Frank	Billable travel (at 50%) from Delaware/Dallas.	1/27/2020	1.5
Travel Time - Subtotal			25.2
Monthly Operating Report and UST Reporting			
Matt Frank	Review of updated ordinary course professionals data and supporting information for the	1/2/2020	0.3
	lenders.		
Mattie Schirle	Prepare bank reconciliation for December Monthly Operating Report.	1/8/2020	1.2
Mattie Schirle	Update December bank reconciliation for current outstanding checks for December Monthly	1/8/2020	0.5
	Operating Report.		
Mattie Schirle	Discussion with J. Lee (SXE) regarding legal entity disbursements for purchasing card transactions	1/8/2020	0.3
	for Monthly Operating Report.		

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Professional	Activity	Date	Hours
Mattie Schirle	Review disbursements to prepare December bank reconciliation for December Monthly Operating Report.	1/24/2020	2.4
Mattie Schirle	Review receipts to prepare December bank reconciliation for December Monthly Operating Report.	1/24/2020	1.7
Mattie Schirle	Review receipts to prepare December bank reconciliation for December Monthly Operating Report.	1/24/2020	0.9
Monthly Operating Report and UST Reporting			
Mattie Schirle	Review disbursements to prepare December bank reconciliation for December Monthly Operating Report.	1/24/2020	1.9
Mattie Schirle	Prepare bank reconciliation for December Monthly Operating Report.	1/24/2020	1.5
Mattie Schirle	Update December bank reconciliation for current outstanding checks for December Monthly Operating Report.	1/24/2020	0.4
Mattie Schirle	Discussion with J. Lee (SXE) regarding intercompany payroll for December for Monthly Operating Report.	1/24/2020	0.6
Mattie Schirle	Preparation for meeting with SXE regarding the December Monthly Operating Report.	1/24/2020	0.5
Mattie Schirle	Meeting with SXE accounting team to discuss December Monthly Operating Report.	1/24/2020	0.7
Mattie Schirle	Prepare schedule of professional fees paid for December Monthly Operating Report.	1/24/2020	0.5
Mattie Schirle	Discussion with M. Biegler (SXE) regarding legal entities for certain disbursements for December Monthly Operating Report.	1/24/2020	0.9
Mattie Schirle	Prepare schedule of disbursements by legal entity for the December Monthly Operating Report.	1/27/2020	1.9
Mattie Schirle	Discussion with M. Biegler (SXE) regarding intercompany payroll for December Monthly Operating Report.	1/27/2020	0.6
Mattie Schirle	Update December Monthly Operating Report to reflect disbursements by corrected legal entities.	1/27/2020	0.9
Mattie Schirle	Internal review of December Monthly Operating Report.	1/27/2020	1.0
Mattie Schirle	Review analysis of disbursements by legal entity for December Monthly Operating Report.	1/27/2020	1.1
Mattie Schirle	Prepare supporting schedule for cash actuals for December Monthly Operating Report.	1/27/2020	1.5
Monthly Operating Report and UST Reporting - Subtotal			21.3
Grand Total			421.5

EXHIBIT E

Summary of Expense Detail by Category

Southcross Energy Partners, L.P., et al.
Alvarez & Marsal North America, LLC
January 1, 2020 through January 27, 2020

Expense Category	Sum of Expenses
Airfare	\$ 7,070.82
Lodging	6,559.68
Meals	1,771.30
Miscellaneous	577.19
Transportation	1,870.78
Total	\$ 17,849.77

EXHIBIT F

Expense Detail by Category by Professional

Southcross Energy Partners, L.P., et al.
 Alvarez & Marsal North America, LLC
 January 1, 2020 through January 27, 2020

Professional	Date	Expense	Expense Description
Airfare			
Frank, Matthew	1/6/2020	\$ 403.40	Airfare: One Way (Coach Class) - ORD to DFW
Walia, Gaurav	1/6/2020	430.40	Airfare: One Way (Coach Class) - PHL to DFW
Frank, Matthew	1/9/2020	403.40	Airfare: One Way (Coach Class) - DFW to ORD
Walia, Gaurav	1/9/2020	296.81	Airfare: One Way (Coach Class) - DFW to LAS
Frank, Matthew	1/13/2020	403.40	Airfare: One Way (Coach Class) - ORD to DFW
Frank, Matthew	1/15/2020	403.40	Airfare: One Way (Coach Class) - DFW to ORD
Walia, Gaurav	1/15/2020	430.40	Airfare: One Way (Coach Class) - LAS to DFW
Walia, Gaurav	1/20/2020	963.80	Airfare: Roundtrip (Coach Class) - PHL to DFW
Frank, Matthew	1/21/2020	403.40	Airfare: One Way (Coach Class) - ORD to DFW
Frank, Matthew	1/23/2020	403.40	Airfare: One Way (Coach Class) - DFW to ORD
Frank, Matthew	1/26/2020	381.41	Airfare: One Way (Coach Class) - ORD to PHL
Mosley, Edgar	1/27/2020	1,148.80	Airfare: Roundtrip Airfare (Business Class - Coach Class Sold Out) - PHL to DFW
Frank, Matthew	1/27/2020	430.40	Airfare: One Way (Coach Class) - PHL to DFW
Walia, Gaurav	1/27/2020	568.40	Airfare: One Way (Coach Class) - PHL to DFW
	Airfare - Subtotal	\$ 7,070.82	
Lodging			
Frank, Matthew	1/6/2020	\$ 344.63	Hotel: Hotel in Dallas (Marriott Hotel) - 3 nights
Walia, Gaurav	1/6/2020	1,033.89	Hotel: Hotel in Dallas (Marriott Hotel) - 2 nights
Frank, Matthew	1/7/2020	344.63	Hotel: Hotel in Dallas (Marriott Hotel) - 3 nights
Frank, Matthew	1/8/2020	344.63	Hotel: Hotel in Dallas (Marriott Hotel) - 3 nights
Walia, Gaurav	1/12/2020	1,083.44	Hotel: Hotel in Dallas (Marriott Hotel) - 4 nights
Frank, Matthew	1/13/2020	270.86	Hotel: Hotel in Dallas (Marriott Hotel) - 2 nights
Frank, Matthew	1/14/2020	270.86	Hotel: Hotel in Dallas (Marriott Hotel) - 2 nights
Walia, Gaurav	1/20/2020	812.58	Hotel: Hotel in Dallas (Marriott Hotel) - 3 nights
Frank, Matthew	1/21/2020	270.86	Hotel in Dallas (Marriott Hotel) - 2 nights
Frank, Matthew	1/22/2020	270.86	Hotel in Dallas (Marriott Hotel) - 2 nights
Frank, Matthew	1/26/2020	214.50	Hotel: Hotel in Wilmington (Marriott Hotel) - 1 night
Frank, Matthew	1/27/2020	270.86	Hotel: Hotel in Dallas (Marriott Hotel) - 3 nights
Walia, Gaurav	1/27/2020	812.58	Hotel: Hotel in Dallas (Marriott Hotel) - 3 nights
Mosley, Edgar	1/27/2020	214.50	Hotel: Hotel in Wilmington (Marriott Hotel) - 1 night
	Lodging - Subtotal	\$ 6,559.68	
Meals			
Walia, Gaurav	1/6/2020	\$ 233.77	Business Out of Town Meal: Dinner for 5 people
Frank, Matthew	1/7/2020	21.76	Business Out of Town Meal: Breakfast for 2 people
Walia, Gaurav	1/7/2020	6.47	Individual Out of Town Meal: Breakfast
Frank, Matthew	1/8/2020	18.01	Individual Out of Town Meal: Breakfast
Frank, Matthew	1/8/2020	50.00	Individual Out of Town Meal: Dinner
Walia, Gaurav	1/8/2020	16.02	Individual Out of Town Meal: Breakfast
Walia, Gaurav	1/8/2020	44.14	Business Out of Town Meal: Breakfast for 2 people
Frank, Matthew	1/9/2020	18.24	Individual Out of Town Meal: Breakfast
Frank, Matthew	1/9/2020	18.39	Individual Out of Town Meal: Dinner
Walia, Gaurav	1/12/2020	49.14	Individual Out of Town Meal: Dinner
Frank, Matthew	1/13/2020	15.25	Individual Out of Town Meal: Breakfast
Frank, Matthew	1/13/2020	40.81	Individual Out of Town Meal: Dinner
Walia, Gaurav	1/13/2020	50.00	Individual Out of Town Meal: Dinner
Walia, Gaurav	1/13/2020	17.43	Individual Out of Town Meal: Breakfast
Frank, Matthew	1/14/2020	15.79	Business Out of Town Meal: Breakfast for 2 people
Frank, Matthew	1/14/2020	150.00	Business Out of Town Meal: Dinner for 3 people
Frank, Matthew	1/15/2020	18.24	Individual Out of Town Meal: Breakfast
Frank, Matthew	1/15/2020	7.39	Individual Out of Town Meal: Dinner
Walia, Gaurav	1/20/2020	46.14	Individual Out of Town Meal: Dinner
Walia, Gaurav	1/21/2020	243.52	Business Out of Town Meal: Dinner for 5 people
Frank, Matthew	1/22/2020	20.00	Individual Out of Town Meal: Breakfast
Frank, Matthew	1/22/2020	250.00	Business Out of Town Meal: Dinner for 5 people
Walia, Gaurav	1/22/2020	24.95	Individual Out of Town Meal: Breakfast
Frank, Matthew	1/23/2020	41.24	Business Out of Town Meal: Breakfast for 2 people
Frank, Matthew	1/26/2020	40.09	Individual Out of Town Meal: Dinner
Mosley, Edgar	1/26/2020	44.76	Individual Out of Town Meal: Dinner
Walia, Gaurav	1/27/2020	50.00	Individual Out of Town Meal: Dinner
Mosley, Edgar	1/27/2020	19.75	Individual Out of Town Meal: Breakfast
Mosley, Edgar	1/27/2020	200.00	Business Out of Town Meal: Dinner for 4 people
	Meals - Subtotal	\$ 1,771.30	

Southcross Energy Partners, L.P., et al.
 Alvarez & Marsal North America, LLC
 January 1, 2020 through January 27, 2020

Professional	Date	Expense	Expense Description
Miscellaneous			
Frank, Matthew	1/1/2020	\$ 75.11	Miscellaneous: Wireless Usage Charges
Walia, Gaurav	1/1/2020	152.83	Miscellaneous: Wireless Usage Charges
Fragosso, Gary	1/1/2020	64.63	Miscellaneous: Wireless Usage Charges
Schirle, Mattie	1/1/2020	74.02	Miscellaneous: Wireless Usage Charges
Schirle, Mattie	1/1/2020	96.13	Miscellaneous: Data Storage Fees
Walia, Gaurav	1/6/2020	16.00	Miscellaneous: Inflight Wireless
Walia, Gaurav	1/9/2020	19.00	Miscellaneous: Inflight Wireless
Frank, Matthew	1/12/2020	29.52	Miscellaneous: Wireless Usage Charges
Frank, Matthew	1/24/2020	49.95	Miscellaneous: Inflight Wireless (Month of Jan & Feb)
Miscellaneous - Subtotal		\$ 577.19	
Transportation			
Frank, Matthew	1/6/2020	\$ 78.00	Transportation: Taxi from home to ORD
Frank, Matthew	1/6/2020	15.00	Transportation: Taxi from hotel to dinner
Frank, Matthew	1/6/2020	64.00	Transportation: Taxi from DFW to hotel
Frank, Matthew	1/6/2020	15.00	Transportation: Taxi from dinner to hotel
Walia, Gaurav	1/6/2020	6.05	Transportation: Taxi from DFW to hotel
Walia, Gaurav	1/6/2020	48.63	Transportation: Taxi from office to DFW
Frank, Matthew	1/7/2020	47.62	Transportation: Taxi from hotel to dinner
Walia, Gaurav	1/8/2020	6.05	Transportation: Taxi from office to dinner
Frank, Matthew	1/9/2020	62.00	Transportation: Taxi from office to DFW
Frank, Matthew	1/9/2020	76.00	Transportation: Taxi from ORD to home
Walia, Gaurav	1/9/2020	11.48	Transportation: Taxi from office to hotel
Walia, Gaurav	1/9/2020	35.62	Transportation: Taxi from office to airport
Walia, Gaurav	1/9/2020	47.00	Transportation: Taxi from airport to home
Walia, Gaurav	1/12/2020	36.21	Transportation: Taxi from airport to hotel
Walia, Gaurav	1/12/2020	39.67	Transportation: Taxi from office to airport
Frank, Matthew	1/13/2020	78.00	Transportation: Taxi from home to ORD
Frank, Matthew	1/13/2020	67.00	Transportation: Taxi from DFW to office
Walia, Gaurav	1/13/2020	12.16	Transportation: Taxi from office to dinner
Walia, Gaurav	1/13/2020	7.36	Transportation: Taxi from dinner to hotel
Frank, Matthew	1/15/2020	70.00	Transportation: Taxi from ORD to home
Frank, Matthew	1/15/2020	65.00	Transportation: Taxi from client to DFW
Walia, Gaurav	1/15/2020	34.92	Transportation: Taxi from PHL to home
Walia, Gaurav	1/20/2020	33.17	Transportation: Taxi from hotel to airport
Walia, Gaurav	1/20/2020	47.27	Transportation: Taxi from office to DFW
Frank, Matthew	1/21/2020	65.00	Transportation: Taxi from DFW to hotel
Frank, Matthew	1/21/2020	76.00	Transportation: Taxi from home to ORD
Walia, Gaurav	1/21/2020	11.08	Transportation: Taxi from office to dinner
Frank, Matthew	1/22/2020	13.44	Taxi from office to dinner
Frank, Matthew	1/23/2020	73.00	Transportation: Taxi from ORD to home
Frank, Matthew	1/23/2020	66.00	Transportation: Taxi from client to DFW
Walia, Gaurav	1/23/2020	12.17	Transportation: Taxi from dinner to hotel
Walia, Gaurav	1/23/2020	34.92	Transportation: Taxi from DFW to hotel
Frank, Matthew	1/26/2020	78.00	Transportation: Taxi from home to ORD
Frank, Matthew	1/26/2020	48.51	Transportation: Taxi from PHL to hotel
Frank, Matthew	1/27/2020	57.00	Transportation: Taxi from office to hotel
Frank, Matthew	1/27/2020	24.68	Transportation: Taxi from DFW to dinner
Frank, Matthew	1/27/2020	16.19	Transportation: Taxi from dinner to office
Walia, Gaurav	1/27/2020	37.18	Transportation: Taxi from office to DFW
Mosley, Edgar	1/27/2020	90.08	Transportation: Taxi from PHL to hotel
Mosley, Edgar	1/27/2020	53.64	Transportation: Taxi from MNAT offices to PHL airport
Mosley, Edgar	1/27/2020	12.55	Transportation: Taxi from hotel to MNAT offices
Walia, Gaurav	1/27/2020	28.59	Transportation: Taxi from DFW to office
Walia, Gaurav	1/27/2020	47.29	Transportation: Taxi from PHL to home
Walia, Gaurav	1/27/2020	10.00	Transportation: Taxi from hotel to dinner
Walia, Gaurav	1/27/2020	12.25	Transportation: Taxi from hotel from dinner
Transportation - Subtotal		\$ 1,870.78	
Grand Total		\$ 17,849.77	