

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

In re:	)	
	)	Chapter 11
	)	
SOUTHCROSS ENERGY PARTNERS, L.P.,	)	Case No. 19-10702 (MFW)
<i>et al.</i> ,	)	
	)	Jointly Administered
Reorganized Debtors. <sup>1</sup>	)	

**FIRST AND FINAL FEE APPLICATION OF  
 PRICEWATERHOUSECOOPERS LLP FOR COMPENSATION  
 FOR SERVICES RENDERED TO PROVIDE TAX SERVICES AS TAX PROVIDER  
 TO THE DEBTORS, FOR THE PERIOD APRIL 1, 2019 THROUGH JANUARY 27,  
 2020**

Name of Applicant:	PricewaterhouseCoopers LLP ("PwC") <sup>2</sup>
Authorized to Provide Professional Services For:	Southcross Energy Partners, L.P., <i>et al.</i> , (" <u>Debtors</u> ")
Date of Retention:	May 3, 2019, <i>nunc pro tunc</i> to April 1, 2019
Period for which compensation and reimbursement is sought:	April 1, 2019 through January 27, 2020 (the " <u>Fee Period</u> ")
Amount of Compensation sought as actual, reasonable and necessary:	\$435,355.83
Amount of Expense Reimbursement sought as actual, reasonable and necessary:	\$0.00

This is a: \_\_\_ monthly \_\_\_ interim X final application

<sup>1</sup> 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.

<sup>2</sup> Capitalized terms not otherwise defined herein have the meanings given to them in the applicable Motion, Order or other filing (e.g. Application) defined.



SUMMARY BY PROJECT

<b>Project Category and Billing Category</b>	<b>Hours</b>	<b>Total Compensation</b>
<b>Fixed Fee Services</b>		
<i>Tax Advisor Services</i>		
Tax Base Services		\$120,000.00
Tax System Inputs and Compliance Services		\$76,000.00
Nominee Data Collection Services		\$16,565.33
Investor Tax Package Support Services		\$20,134.50
State Tax Compliance, Texas Margin Tax Return		\$55,000.00
<b>Subtotal - Hours and Compensation - Tax Advisor Services</b>		<b>\$287,699.83</b>
<b>Subtotal - Hours and Compensation - Fixed Fee Services</b>		<b>\$287,699.83</b>
<b>Hourly Services</b>		
<i>Tax Consulting Services</i>		
Recurring Tax Consulting Services	240.40	\$147,051.00
<b>Subtotal - Hours and Compensation - Tax Consulting Services</b>	<b>240.40</b>	<b>\$147,051.00</b>
<b>Subtotal - Hours and Compensation - Hourly Services</b>	<b>240.40</b>	<b>\$147,051.00</b>
<b>Case Administration</b>		
<i>Bankruptcy Requirements and Other Court Obligations</i>		
Employment Applications and Other Court Filings	1.10	\$605.00
<b>Subtotal - Hours and Compensation - Bankruptcy Requirements and Other Court Obligations</b>	<b>1.10</b>	<b>\$605.00</b>
<b>Subtotal - Hours and Compensation - Case Administration</b>	<b>1.10</b>	<b>\$605.00</b>
<b>Total - Hours and Compensation Sought for Reimbursement</b>	<b>241.50</b>	<b>\$435,355.83</b>

SUMMARY BY PROJECT AND PROFESSIONAL

<b>Project Category and Professional Position</b>	<b>Rate</b>	<b>Hours</b>	<b>Total Compensation</b>	
<b>Hourly Services</b>				
<i>Tax Consulting Services</i>				
Adam S Feuerstein	Partner	\$855	1.20	\$1,026.00
Craig A Gerson	Partner	\$855	1.50	\$1,282.50
Julanne Allen Wagy	Partner	\$855	1.00	\$855.00
Michael Joseph Hauswirth	Partner	\$855	2.00	\$1,710.00
Michael Patrick Roberson	Partner	\$855	8.00	\$6,840.00
Michael W Moreland	Partner	\$855	1.00	\$855.00
Todd Y McArthur	Partner	\$855	1.30	\$1,111.50

<b>Project Category and Professional Position</b>	<b>Rate</b>	<b>Hours</b>	<b>Total Compensation</b>
<b><i>Tax Consulting Services (continued)</i></b>			
Elizabeth Ann Kernodle Director	\$660	20.50	\$13,530.00
Jonathan Greer Dillow Director	\$660	128.50	\$84,810.00
Andrew Smith Manager	\$540	16.50	\$8,910.00
Elizabeth Ann Kernodle Manager	\$540	1.90	\$1,026.00
Emad Ali Tahir Senior Associate	\$445	31.00	\$13,795.00
Jessica Ann Lambert Senior Associate	\$445	6.50	\$2,892.50
Michael Alan Naselli Senior Associate	\$445	17.50	\$7,787.50
Michael Alan Naselli Associate	\$310	2.00	\$620.00
<b><i>Subtotal - Tax Consulting Services</i></b>		<b>240.40</b>	<b>\$147,051.00</b>
<b>Total - Hourly Services</b>		<b>240.40</b>	<b>\$147,051.00</b>
<b>Case Administration</b>			
<b><i>Bankruptcy Requirements and Other Court Obligations</i></b>			
Andrea Clark Smith Director	\$550	1.10	\$605.00
<b><i>Subtotal - Bankruptcy Requirements and Other Court Obligations</i></b>		<b>1.10</b>	<b>\$605.00</b>
<b>Total - Case Administration</b>		<b>1.10</b>	<b>\$605.00</b>
<b>Total - Hours and Compensation - Hourly Services and Case Administration</b>		<b>241.50</b>	<b>\$147,656.00</b>

SUMMARY OF EXPENSE BY TYPE

PwC professionals did not incur expenditures during the Fee Period.

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

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In re:	)	
	)	Chapter 11
	)	
SOUTHCROSS ENERGY PARTNERS, L.P.,	)	Case No. 19-10702 (MFW)
<i>et al.</i> ,	)	
	)	Jointly Administered
Reorganized Debtors. <sup>1</sup>	)	

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**FIRST AND FINAL FEE APPLICATION OF  
PRICEWATERHOUSECOOPERS LLP FOR COMPENSATION  
FOR SERVICES RENDERED TO PROVIDE TAX SERVICES AS TAX PROVIDER TO  
THE DEBTORS, FOR THE PERIOD APRIL 1, 2019 THROUGH JANUARY 27, 2020**

PricewaterhouseCoopers LLP ("PwC")<sup>2</sup> hereby submits this *First and Final Fee Application of PricewaterhouseCoopers LLP for Compensation for Services Rendered to Provide Tax Services Provider to the Debtors for the Period April 1, 2019 through January 27, 2020* (the "Application") for final allowance of compensation for tax advisory services performed during the period April 1, 2019 through January 27, 2020 (the "Fee Period"). PwC submits this Application for final approval and allowance of compensation of the \$435,355.83 for actual, reasonable and

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<sup>1</sup> 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.

2. Capitalized terms not otherwise defined herein have the meanings given to them in the applicable Motion, Order or other filing (e.g. Application) defined.

necessary professional services rendered incurred during the Fee Period for a total request of \$435,355.83 (the “Total Compensation Amount”).

In support of this Application, PwC respectfully represents as follows:

### **Jurisdiction and Venue**

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

2. Venue of the Chapter 11 Cases and related proceedings is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409.

3. The statutory bases for the relief requested herein are sections 327(a) and 328(a) of title 11 of the United States Code, 11 U.S.C. §§ 101–1532 (the “Bankruptcy Code”), Rules 2014(a) and 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Local Rules 2014-1 and 2016-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”).

### **Background**

4. On April 1, 2019 (the “**Petition Date**”), each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. The Debtors have continued in possession of their property and have continued to operate and manage their businesses as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

5. The Chapter 11 Cases are being jointly administered pursuant to Bankruptcy Rule 1015(b) and the *Order Directing Joint Administration of Chapter 11 Cases* [D.I. 48] entered by the Court on April 2, 2019 in each of the Chapter 11 Cases.

6. On April 16, 2019, the Debtors filed the *Debtors' Application of Debtors for Authority To (i) Employ and Retain PricewaterhouseCoopers LLP as Tax Services Provider for the Debtors Nunc Pro Tunc to the Petition Date and (ii) Waive Certain Information Disclosure Requirements* [D.I. 106] (the "Retention Application").

7. On May 3, 2019, the Court entered the *Order Approving Application of Debtors for Authority To (i) Employ and Retain PricewaterhouseCoopers LLP as Tax Services Provider for the Debtors Nunc Pro Tunc to the Petition Date and (ii) Waive Certain Information Disclosure Requirements* [D.I.185] (the "Retention Order").

8. On July 17, 2019, PwC filed the *Supplemental Declaration of Michael W. Moreland* [D.I. 379] (the "Supplemental Declaration") disclosing additional engagement letters for Court disclosure.

9. On January 27, 2020, the Court entered the *Order Confirming First Amended Chapter 11 Plan for Southcross Energy Partners, L.P. and Its Affiliated Debtors* [D.I. 873]. The effective date of the Debtors' chapter 11 plan of reorganization occurred on January 31, 2020.

### **Relief Requested**

10. This Application has been prepared in accordance with the Bankruptcy Code and the *United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330*, effective May 17, 1996 (the "UST Guidelines," collectively with the Local Rules, the "Compensation Guidelines").

11. PwC is filing the attached Application for compensation for professional services rendered in these chapter 11 cases during the Fee Period. The Application contains detailed time logs describing the actual and necessary services provided by PwC during the Fee

Period, as well as other detailed information required to be included in fee applications. The Application is comprised of several exhibits which are attached hereto as follows:

- Exhibit A, provides a summary of the hours and compensation by project;
- Exhibit B, provides the summary of the hourly fees, including the name and position of each professional, cumulative hours worked by project, hourly billing rates for the hourly compensation, and the corresponding compensation requested;
- Exhibit C, provides the daily activity descriptions for the hourly compensation, including the activity description, time and billing rates associated with each activity.

**Summary of Professional Services Rendered**

12. During the Fee Period, PwC provided tax advisory services pursuant to the Engagement Letter and Retention Order. A summary of the hours and compensation sought by type of service is shown below:

<b>Type of Services</b>	<b>Hours</b>	<b>Total Compensation</b>
Fixed Fee Services		\$287,699.83
Hourly Services	240.40	\$147,051.00
Case Administration Services	1.10	\$605.00
<b>Total - Hours and Compensation Sought for Reimbursement</b>	<b>241.50</b>	<b>\$435,355.83</b>

**Hourly Services**

13. **Tax Base Services, \$120,000 Fees** – During the Fee Period, PwC professionals will provide professional tax services related to the preparation of investor tax packages (“Tax Packages”) comprising the Tax Calculations, Tax Package Compilation and Nominee Data Analysis defined below (collectively, the “Base Services”) for tax year 2018, for review and approval by Debtor and for delivery by Debtor’s designated print vendor (“Printer”).

- (a) **Tax Calculation** - PwC will calculate each partner’s allocable share of partnership income, loss, and deductions. We will (i) calculate built-in gains and losses based on the remedial method described in Treas. Reg. 1.704-3(d); (ii) calculate tax basis adjustments based on IRC §743 (b); and (iii) calculate the gain or loss on sale of assets considering each partner’s attributes as provided by you. The partner allocations will be made on a monthly, quarterly or annual basis as requested by you.

- (b) **Tax Package Compilation** - PwC will work with you and your Printer to develop the Tax Packages. Debtor will review the content and overall presentation of the Tax Packages and provide partnership specific direction to the partners including any customized reporting instructions. PwC will evaluate the Tax Package for data mapping and integration into the PwC Technology. Due to the volume, complexity and security of the data required in the printing and mailing fulfillment process, PwC works with certain approved print vendors (“Approved Vendor”). In the event Debtor wishes to use a Printer who is not an Approved Vendor, additional costs may be incurred for PwC to set up the secure exchange of data and test the Printer’s processes to print the final deliverable.

14. As part of this service, PwC will produce sample Tax Packages for Debtor’s review (“Selected Investors”). Debtor and PwC will work together to determine a subset of reporting scenarios and specific partners to use as the basis for review prior to the Printer’s final delivery of Tax Packages to partners. Once approved by Debtor, PwC will transmit Tax Package data to the Printer for the subsequent printing and delivery of the Tax Packages to the partners.

- (a) **Nominee Data Analysis** - PwC will consolidate partner ownership history by a combination of tax identification number and entity type to report a single Tax Package to partners and analyze incoming data to reduce duplicate accounts and transactions reported from multiple sources. PwC will use industry standards to identify transactions reported that are not considered taxable transactions and exclude from investor ownership reported in the Tax Packages. Additional analysis required as a result of certain partnership events such as unit splits, mergers, etc. are not included as part of these services.

15. **Tax System Inputs and Compliance Services, \$76,000** - PwC will analyze certain transactions, prepare the necessary inputs for the Tax Calculation System, and review output data with Debtor before the issuing of the Schedule K-1s. PwC will prepare, review and sign as preparer the U.S. federal and state income tax returns as requested by the Debtor and certain entities. It is anticipated in the case of both inputs and tax review purposes, Debtor will provide a trial balance, which clearly reconciles to the audited Financial Statements. For any entities for which there is not an audit, a trial balance will be provided by Debtor. Unless otherwise agreed



with PwC, Debtor will be responsible for preparation and filing of all other tax or information returns required to be filed with the authorities including, for example, city and county income or gross receipts filings, payroll tax filings, sales and use tax filings, information reporting filings, etc. It is our understanding that you will file the returns as prepared by PwC unless you inform us otherwise. For those returns that PwC agrees to be the Electronic Return Originator (see Electronic Filing below), PwC will file those returns electronically after you have reviewed and approved the returns for filing.

- (a) Fee related to the preparation of necessary inputs for the Tax Calculation System, review of output data and preparation of the Debtor partnership tax return are \$60,000 USD.
- (b) Fees for the preparation and filing of state returns for Debtor are \$2,000 USD per return where the partnership has nexus and \$1,500 USD per return where the partnership's requirement to file is due to resident filing requirements by the state (2 Nexus states, \$4,000; 8 Resident States, \$12,000).

16. **Nominee Data Collection Services, \$16,565.33** - PwC will establish and maintain a secure data transfer solution to accept monthly nominee data reported directly in the PwC accepted electronic format from the nominee reporting service providers (currently provided by Wall Street Concepts and Broadridge) ("Bridge Data"). PwC will also collect registered unitholder data annually from the Debtor's Transfer Agent as well as information directly from nominees and other sources (collectively, "Other Sources").

17. **Investor Tax Package Support Services, \$20,134.50 (13,423 Tax Packages @ \$1.50 per Tax Package)** - PwC will provide access to partners and/or their representatives ("Investors") to the current year Tax Package plus two (2) prior years (if applicable). The services will allow Investors to provide corrections to nominee reported

information including ownership transactions and to acquire updated Tax Package information.

As part of these services, PwC will provide access to Investor information in the following ways:

- (a) Direct Investor Access - PwC will make the Tax Package available to Investors via a hosted website ("Tax Web").
- (b) Investor Support Access - If requested, PwC will make available to Debtor on-line access to the Tax Package and nominee reported information to assist Investors with corrections to account and transaction information reported by the nominee, to recalculate the Tax Package based on ownership changes and to provide updated Tax Package information based on Investor request.

18. **State Tax Compliance, Texas Margin Tax Return, \$55,000** – PwC

professionals provided the following services rendered related to 2018 state tax compliance & Texas Margin Tax Return, PwC completed the following actions on behalf of the Debtors: (a) Calculation of the 2018 (2019 Report Year) Texas Franchise Tax extension payment amount; (b) Preparation of the 2018 Texas Franchise Tax Extension Request; (c) Preparation of the 2018 Texas Franchise Tax Extension Affiliate List; (d) Preparation of the second 2018 Texas Franchise Tax Extension; (e) Calculation of the 2018 Texas Franchise Tax Final Calculation (f) Preparation of the 2018 Texas Franchise Tax Combined Report; (g) Preparation of the 2018 Texas Franchise Tax Affiliate Schedule; and (h) Preparation of all 2018 Public Information Reports required for the combined Texas Franchise Tax Reporting Group.

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**Hourly Services**

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19. **Recurring Tax Consulting Services, \$147,051.00** – During the Fee Period, PwC professionals expended time including, but not limited to, multiple planning and discussion phone calls with PwC professionals, client and on occasion client counsel. Services also included the creation, input, running, and maintenance of modeling databases. These databases covered multiple modeling scenarios directly related to potential resolutions for

bankruptcy issues. Output and schedules from these multiple scenario databases were discussed over multiple phone calls with the client and client provided updates regularly for changes in facts.

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**Case Administration**

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20. **Employment Applications and Other Court Filings, \$605.00** – During the Fee Period, PwC's bankruptcy retention and billing advisor undertook the tasks and analysis of providing consultation to the tax team associated Court filings.

21. The fees sought by this Application reflect an aggregate of 241.50 hours of hourly professional time spent and recorded in performing services for the Debtors and their estates during the Fee Period at a blended average hourly rate of \$611.41. PwC is only seeking compensation for services rendered to the Debtors and their estates in connection with these chapter 11 cases.

**Reasonable and Necessary Services Rendered by PwC**

22. This Application includes details of the services provided by PwC to the Debtors, including, in each instance, the identity of the professionals involved in the provision of such services, the dates of service, the time expended, and a brief description of the services sought. PwC charged and now requests those fees that are reasonable and necessary in order for PwC to perform its duties and obligations to the Debtors and customary in this marketplace for similar chapter 11 cases. The billing rates set forth in the various summaries of professionals and paraprofessionals rendering services during the Fee Period represent customary rates that are routinely billed to PwC's many Debtors for similar services. The compensation requested in this Application does not exceed the reasonable value of the services rendered.

**Requested Compensation Should be Allowed**

23. Section 331 of the Bankruptcy Code provides for interim compensation of

professionals and incorporates the substantive standards of Section 330 of the Bankruptcy Code to govern the Court's award of such compensation. 11 U.S.C. § 331. Section 330 provides that a Court may award a professional employed under Section 327 of the Bankruptcy Code "reasonable compensation for actual, necessary services rendered and reimbursement for actual, necessary expenses." 11 U.S.C. § 330(a)(1). Section 330 also sets forth the criteria for the award of such compensation and reimbursement:

In determining the amount of reasonable compensation to be awarded, the court should consider the nature, extent, and the value of such services, taking into account all relevant factors, including --

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

11 U.S.C. § 330.

24. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, it is respectfully submitted that the amount requested by PwC is fair and reasonable given (a) the complexity of the case, (b) the time expended, (c) the nature and extent 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.

25. In rendering these services, PwC made every effort to maximize the benefit to the Debtors and to work with other professionals employed in the case to avoid duplication of effort. PwC believes that the level of services rendered to achieve the results obtained for the benefit of the Debtors' estates was reasonable in light of the number and complexity of the issues involved in this case at the time the services were rendered. PwC judiciously allocated responsibilities to minimize possible duplication of effort.

26. Other than as provided in Section 504(b) of the Bankruptcy Code, PwC has not shared, or agreed to share, any compensation received with respect to the Fee Period as a result of this case with any person, firm or entity. No agreement or understanding concerning compensation prohibited by 18 U.S.C. § 155 has been made to PwC by any firm, person or entity. The sole and exclusive source of compensation shall be funds of the Debtors' estates.

**Certificate of Compliance and Waiver**

27. To the best of its knowledge, PwC believes that this Application and the description of services set forth herein of work performed are in compliance with the requirements as outlined within the Compensation Guidelines, as well as its Retention Application which requested a waiver of the information requirements relating to compensation requests set forth in Local Bankruptcy Rule 2016-2(d). To the extent that this Application does not comply in all respects with the requirements of the Compensation Guidelines, PwC believes that such deviations are not material and respectfully requests that such requirements be waived.

**Notice**

28. Notice of this Application has been provided to the Debtors and the Notice Parties and PwC believes that no other or further notice need be provided.

**Conclusion**

29. PwC respectfully submits that the Total Compensation Amount requested herein is reasonable compensation for the actual and necessary services rendered based upon the time, nature and value of such services. PwC further asserts that the costs of services rendered are comparable to the cost of similar services in matters other than under the Bankruptcy Code and consistent with its Retention Application.

30. In summary, by this Application, PwC requests final approval of and payment by the Debtors for compensation for professional services rendered to the Debtors in the sum of \$435,355.83 incurred during the Fee Period.

WHEREFORE, PwC requests that it be allowed reimbursement for its fees incurred during the Fee Period and that such fees be paid as administrative expenses of the Debtors' estates.

Dated: February 21, 2020



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Michael W. Moreland, Partner  
PricewaterhouseCoopers LLP  
*Tax Services Provider for the Debtors*





**SOUTHCROSS ENERGY PARTNERS, L.P., *et al.*, Case 19-10702 (MFW)  
PricewaterhouseCoopers LLP – Tax Services Provider**

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**Hours and Compensation Submission  
For the Period April 1, 2019 through January 27, 2020**

**Enclosure:**

PricewaterhouseCoopers LLP invoice for professional fees rendered and expenses incurred  
Fees, \$ 435,355.83  
Expenses, \$ 0.00

**Hours and Compensation:**

**Exhibits:**

Summary by Project Category	A
Hourly Fees - Summary of Hours and Fees by Project and Professional	B
Hourly Fees - Professional Services by Project, Professional and Date	C



**SOUTHCROSS ENERGY PARTNERS, L.P., et al., Case No. 19-10702 (MFW)****Exhibit C****PricewaterhouseCoopers LLP - Tax Services Provider to the Debtors****Hourly Services and Case Administration Services - Professional Services by Project, Professional and Date  
For the Period April 1, 2019 through January 27, 2020**

<b>Date</b>	<b>Name</b>	<b>Position</b>	<b>Description</b>	<b>Rate</b>	<b>Hours</b>	<b>Total Compensation</b>
9/20/2019	Andrew Smith	Manager	0120H0049: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$540	2.00	\$1,080.00
9/20/2019	Emad Ali Tahir	Senior Associate	0120H0050: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$445	8.00	\$3,560.00
9/20/2019	Jonathan Greer Dillow	Director	0120H0051: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$660	8.00	\$5,280.00
9/23/2019	Andrew Smith	Manager	0120H0052: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$540	1.00	\$540.00
9/23/2019	Emad Ali Tahir	Senior Associate	0120H0053: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$445	0.50	\$222.50
9/23/2019	Jonathan Greer Dillow	Director	0120H0054: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$660	10.00	\$6,600.00
9/23/2019	Michael Alan Naselli	Senior Associate	0120H0055: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$445	2.00	\$890.00
9/24/2019	Andrew Smith	Manager	0120H0056: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$540	1.00	\$540.00
9/24/2019	Emad Ali Tahir	Senior Associate	0120H0057: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$445	1.50	\$667.50
9/24/2019	Jonathan Greer Dillow	Director	0120H0058: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$660	8.00	\$5,280.00
9/25/2019	Emad Ali Tahir	Senior Associate	0120H0059: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$445	1.50	\$667.50
9/25/2019	Jonathan Greer Dillow	Director	0120H0060: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$660	6.00	\$3,960.00

**SOUTHCROSS ENERGY PARTNERS, L.P., et al., Case No. 19-10702 (MFW)****Exhibit C****PricewaterhouseCoopers LLP - Tax Services Provider to the Debtors****Hourly Services and Case Administration Services - Professional Services by Project, Professional and Date  
For the Period April 1, 2019 through January 27, 2020**

<b>Date</b>	<b>Name</b>	<b>Position</b>	<b>Description</b>	<b>Rate</b>	<b>Hours</b>	<b>Total Compensation</b>
9/25/2019	Michael Alan Naselli	Senior Associate	0120H0061: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$445	2.50	\$1,112.50
9/26/2019	Andrew Smith	Manager	0120H0062: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$540	1.50	\$810.00
9/26/2019	Jonathan Greer Dillow	Director	0120H0063: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$660	3.00	\$1,980.00
9/27/2019	Jonathan Greer Dillow	Director	0120H0064: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$660	8.00	\$5,280.00
9/30/2019	Andrew Smith	Manager	0120H0065: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$540	1.00	\$540.00
9/30/2019	Jonathan Greer Dillow	Director	0120H0066: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$660	2.00	\$1,320.00
10/1/2019	Andrew Smith	Manager	0120H0067: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$540	1.00	\$540.00
10/1/2019	Jonathan Greer Dillow	Director	0120H0068: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$660	3.00	\$1,980.00
10/2/2019	Jonathan Greer Dillow	Director	0120H0069: Call with Bankruptcy Attorneys for Client to discuss modeling scenarios.	\$660	2.00	\$1,320.00
10/8/2019	Jonathan Greer Dillow	Director	0120H0070: Bankruptcy related analysis for emergence - research and calls.	\$660	2.00	\$1,320.00
10/9/2019	Elizabeth Ann Kernodle	Director	0120H0071: Call with Client to discuss modeling scenarios.	\$660	0.50	\$330.00
10/9/2019	Jonathan Greer Dillow	Director	0120H0072: Call with Client to discuss modeling scenarios.	\$660	1.50	\$990.00

**SOUTHCROSS ENERGY PARTNERS, L.P., et al., Case No. 19-10702 (MFW)****Exhibit C****PricewaterhouseCoopers LLP - Tax Services Provider to the Debtors****Hourly Services and Case Administration Services - Professional Services by Project, Professional and Date  
For the Period April 1, 2019 through January 27, 2020**

<b>Date</b>	<b>Name</b>	<b>Position</b>	<b>Description</b>	<b>Rate</b>	<b>Hours</b>	<b>Total Compensation</b>
10/14/2019	Jonathan Greer Dillow	Director	0120H0073: Call with Client to discuss modeling scenarios.	\$660	7.00	\$4,620.00
10/31/2019	Elizabeth Ann Kernodle	Director	0120H0074: Call with Client to discuss modeling scenarios.	\$660	1.00	\$660.00
11/8/2019	Elizabeth Ann Kernodle	Director	0120H0075: Call with Bankruptcy Attorneys for Client to discuss modeling scenarios.	\$660	1.00	\$660.00
11/8/2019	Jonathan Greer Dillow	Director	0120H0076: Call with Bankruptcy Attorneys for Client to discuss modeling scenarios.	\$660	2.00	\$1,320.00
11/11/2019	Elizabeth Ann Kernodle	Director	0120H0077: Call with Bankruptcy Attorneys for Client to discuss modeling scenarios.	\$660	0.50	\$330.00
11/22/2019	Elizabeth Ann Kernodle	Director	0120H0078: Bankruptcy related analysis for emergence - research and calls.	\$660	0.50	\$330.00
11/25/2019	Elizabeth Ann Kernodle	Director	0120H0079: Bankruptcy related analysis for emergence - research and calls.	\$660	2.50	\$1,650.00
12/2/2019	Jessica Ann Lambert	Senior Associate	0120H0080: Bankruptcy related analysis for emergence - research and calls.	\$445	2.00	\$890.00
12/3/2019	Jessica Ann Lambert	Senior Associate	0120H0081: Bankruptcy related analysis for emergence - research and calls.	\$445	1.00	\$445.00
12/3/2019	Michael Patrick Roberson	Partner	0120H0082: Call with Client to discuss modeling scenarios.	\$855	2.00	\$1,710.00
12/4/2019	Michael Patrick Roberson	Partner	0120H0083: Bankruptcy related analysis for emergence - research and calls.	\$855	0.50	\$427.50
12/6/2019	Elizabeth Ann Kernodle	Director	0120H0084: Bankruptcy related analysis for emergence - research and calls.	\$660	0.50	\$330.00

**SOUTHCROSS ENERGY PARTNERS, L.P., et al., Case No. 19-10702 (MFW)****Exhibit C****PricewaterhouseCoopers LLP - Tax Services Provider to the Debtors****Hourly Services and Case Administration Services - Professional Services by Project, Professional and Date  
For the Period April 1, 2019 through January 27, 2020**

<b>Date</b>	<b>Name</b>	<b>Position</b>	<b>Description</b>	<b>Rate</b>	<b>Hours</b>	<b>Total Compensation</b>
12/10/2019	Elizabeth Ann Kernodle	Director	0120H0085: Bankruptcy related analysis for emergence - research and calls.	\$660	0.30	\$198.00
12/10/2019	Michael Patrick Roberson	Partner	0120H0086: Bankruptcy related analysis for emergence - research and calls.	\$855	1.50	\$1,282.50
12/11/2019	Elizabeth Ann Kernodle	Director	0120H0087: Bankruptcy related analysis for emergence - research and calls.	\$660	1.50	\$990.00
12/11/2019	Elizabeth Ann Kernodle	Director	0120H0088: Call with Client to discuss modeling scenarios.	\$660	0.50	\$330.00
12/11/2019	Michael Joseph Hauswirth	Partner	0120H0089: Call with Client to discuss modeling scenarios.	\$855	0.50	\$427.50
12/11/2019	Michael Patrick Roberson	Partner	0120H0090: Bankruptcy related analysis for emergence - research and calls.	\$855	1.50	\$1,282.50
12/12/2019	Elizabeth Ann Kernodle	Director	0120H0091: Bankruptcy related analysis for emergence - research and calls.	\$660	0.30	\$198.00
12/12/2019	Elizabeth Ann Kernodle	Director	0120H0092: Call with Client to discuss modeling scenarios.	\$660	1.00	\$660.00
12/12/2019	Michael Patrick Roberson	Partner	0120H0093: Call with Client to discuss modeling scenarios.	\$855	0.50	\$427.50
12/13/2019	Elizabeth Ann Kernodle	Director	0120H0094: Bankruptcy related analysis for emergence - research and calls.	\$660	0.50	\$330.00
12/13/2019	Jessica Ann Lambert	Senior Associate	0120H0095: Bankruptcy related analysis for emergence - research and calls.	\$445	0.50	\$222.50
12/16/2019	Jessica Ann Lambert	Senior Associate	0120H0096: Call with Bankruptcy Attorneys for Client to discuss modeling scenarios.	\$445	0.50	\$222.50

**SOUTHCROSS ENERGY PARTNERS, L.P., et al., Case No. 19-10702 (MFW)****Exhibit C****PricewaterhouseCoopers LLP - Tax Services Provider to the Debtors****Hourly Services and Case Administration Services - Professional Services by Project, Professional and Date  
For the Period April 1, 2019 through January 27, 2020**

<b>Date</b>	<b>Name</b>	<b>Position</b>	<b>Description</b>	<b>Rate</b>	<b>Hours</b>	<b>Total Compensation</b>
12/18/2019	Adam S Feuerstein	Partner	0120H0097: Bankruptcy related analysis for emergence - research and calls.	\$855	1.20	\$1,026.00
12/18/2019	Elizabeth Ann Kernodle	Director	0120H0098: Bankruptcy related analysis for emergence - research and calls.	\$660	1.50	\$990.00
12/18/2019	Jessica Ann Lambert	Senior Associate	0120H0099: Bankruptcy related analysis for emergence - research and calls.	\$445	2.50	\$1,112.50
12/18/2019	Julanne Allen Wagy	Partner	0120H0100: Call with Client to discuss modeling scenarios.	\$855	1.00	\$855.00
12/18/2019	Todd Y McArthur	Partner	0120H0101: Bankruptcy related analysis for emergence - research and calls.	\$855	1.30	\$1,111.50
1/13/2020	Elizabeth Ann Kernodle	Director	0120H0102: Bankruptcy related analysis for emergence - research and calls.	\$660	0.80	\$528.00
1/16/2020	Elizabeth Ann Kernodle	Director	0120H0103: Call with Client to discuss modeling scenarios.	\$660	1.00	\$660.00
1/17/2020	Elizabeth Ann Kernodle	Director	0120H0104: Call with Client to discuss modeling scenarios.	\$660	1.00	\$660.00
1/20/2020	Elizabeth Ann Kernodle	Director	0120H0105: Bankruptcy related analysis for emergence - research and calls.	\$660	0.30	\$198.00
1/23/2020	Elizabeth Ann Kernodle	Director	0120H0106: Bankruptcy related analysis for emergence - research and calls.	\$660	0.50	\$330.00
1/23/2020	Michael Patrick Roberson	Partner	0120H0107: Bankruptcy related analysis for emergence - research and calls.	\$855	1.50	\$1,282.50
1/28/2020	Elizabeth Ann Kernodle	Director	0120H0108: Bankruptcy related analysis for emergence - research and calls.	\$660	0.30	\$198.00

**SOUTHCROSS ENERGY PARTNERS, L.P., et al., Case No. 19-10702 (MFW)****Exhibit C****PricewaterhouseCoopers LLP - Tax Services Provider to the Debtors****Hourly Services and Case Administration Services - Professional Services by Project, Professional and Date  
For the Period April 1, 2019 through January 27, 2020**

<b>Date</b>	<b>Name</b>	<b>Position</b>	<b>Description</b>	<b>Rate</b>	<b>Hours</b>	<b>Total Compensation</b>
1/28/2020	Michael Patrick Roberson	Partner	0120H0109: Call with Bankruptcy Attorneys for Client to discuss modeling scenarios.	\$855	0.50	\$427.50
1/31/2020	Elizabeth Ann Kernodle	Director	0120H0110: Call with Bankruptcy Attorneys for Client to discuss modeling scenarios.	\$660	0.50	\$330.00
<b>Subtotal - Hours and Compensation - Recurring Tax Consulting Services</b>						<b>240.40 \$147,051.00</b>
<b><i>Subtotal - Hours and Compensation - Tax Consulting Services</i></b>						<b><i>240.40 \$147,051.00</i></b>
<b>Subtotal - Hours and Compensation - Hourly Services</b>						<b>240.40 \$147,051.00</b>
<b>Case Administration</b>						
<b><i>Bankruptcy Requirements and Other Court Obligations</i></b>						
<u>Employment Applications and Other Court Filings</u>						
6/4/2019	Andrea Clark Smith	Director	0120H0111: Provide consultation to the tax team regarding bankruptcy court filings requirements.	\$550	0.20	\$110.00
7/11/2019	Andrea Clark Smith	Director	0120H0112: Provide consultation to the tax team regarding bankruptcy court filings requirements.	\$550	0.70	\$385.00
7/24/2019	Andrea Clark Smith	Director	0120H0113: Provide consultation to the tax team regarding bankruptcy court filings requirements.	\$550	0.20	\$110.00
<b>Subtotal - Hours and Compensation - Employment Applications and Other Court Filings</b>						<b>1.10 \$605.00</b>
<b><i>Subtotal - Hours and Compensation - Bankruptcy Requirements and Other Court Obligations</i></b>						<b><i>1.10 \$605.00</i></b>
<b>Subtotal - Hours and Compensation - Case Administration</b>						<b>1.10 \$605.00</b>
<b>Total - Hours and Compensation - Hourly Services and Case Administration</b>						<b>241.50 \$147,656.00</b>

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

	)	
In re:	)	Chapter 11
	)	
SOUTHCROSS ENERGY PARTNERS, L.P.,	)	Case No. 19-10702 (MFW)
<i>et al.</i> ,	)	
	)	Jointly Administered
Reorganized Debtors. <sup>1</sup>	)	
	)	<b>Obj. Deadline: March 23, 2020 at 4:00 p.m. ET</b>

**NOTICE OF FIRST AND FINAL FEE APPLICATION OF  
PRICEWATERHOUSECOOPERS LLP FOR COMPENSATION FOR SERVICES  
RENDERED TO PROVIDE TAX SERVICES AS TAX PROVIDER TO THE DEBTORS,  
FOR THE PERIOD APRIL 1, 2019 THROUGH JANUARY 27, 2020**

PLEASE TAKE NOTICE that today, PricewaterhouseCoopers LLP as tax advisor to the Debtors in the above-captioned case (the “Debtors”), filed the attached **First and Final Fee Application of PricewaterhouseCoopers LLP for Compensation for Services Rendered to Provide Tax Services as Tax Provider to the Debtors, for the Period From April 1, 2019 Through January 27, 2020** (the “Application”).

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Application, must: (a) be filed with the Clerk of the Bankruptcy Court, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801, on or before **March 23, 2020 at 4:00 p.m. (Eastern Time)** (the “Objection Deadline”); and (b) be served so as to be received on or before the Objection Deadline by:

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<sup>1</sup> 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.

- (i) the Debtors, 1717 Main Street, Suite 5300, Dallas, TX 75201 (Attn: Michael B. Howe);
- (ii) 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 (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, aremring@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;
- (vi) the Fee Examiner, David M. Klauder, Esq., Bielli & Klauder, LLC, 1204 N. King Street, Wilmington, Delaware 19801, 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.

PLEASE TAKE FURTHER NOTICE THAT A HEARING ON THE APPLICATION WILL BE HELD ON **APRIL 6, 2020, AT 10:30 A.M. (ET)** BEFORE THE HONORABLE MARY F. WALRATH, AT THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE, 824 MARKET STREET, 5TH FLOOR, COURTROOM #4, WILMINGTON, DELAWARE 19801.

PLEASE TAKE FURTHER NOTICE THAT ONLY OBJECTIONS MADE IN WRITING AND TIMELY FILED AND RECEIVED, IN ACCORDANCE WITH THE PROCEDURES ABOVE, WILL BE CONSIDERED BY THE BANKRUPTCY COURT AT SUCH HEARING.



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

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  
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Tel.: (302) 658-9200  
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rdehney@mnat.com  
aremming@mnat.com  
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emoats@mnat.com

-and-

DAVIS POLK & WARDWELL LLP

Marshall S. Huebner (admitted *pro hac vice*)  
Darren S. Klein (admitted *pro hac vice*)  
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*Counsel to the Reorganized Debtors*

SOUTHCROSS ENERGY PARTNERS, L.P., et al., Case No. 19-10702 (MFW)

Exhibit A

PricewaterhouseCoopers LLP - Tax Services Provider to the Debtors

Summary by Project Category and Billing Category

For the Period April 1, 2019 through January 27, 2020

Project Category and Billing Category	Hours	Total Compensation
<b>Fixed Fee Services</b>		
<i>Tax Advisor Services</i>		
Tax Base Services		\$120,000.00
Tax System Inputs and Compliance Services		\$76,000.00
Nominee Data Collection Services		\$16,565.33
Investor Tax Package Support Services		\$20,134.50
State Tax Compliance, Texas Margin Tax Return		\$55,000.00
<b>Subtotal - Hours and Compensation - Tax Advisor Services</b>		<b>\$287,699.83</b>
<b>Subtotal - Hours and Compensation - Fixed Fee Services</b>		<b>\$287,699.83</b>
<b>Hourly Services</b>		
<i>Tax Consulting Services</i>		
Recurring Tax Consulting Services	240.40	\$147,051.00
<b>Subtotal - Hours and Compensation - Tax Consulting Services</b>	<b>240.40</b>	<b>\$147,051.00</b>
<b>Subtotal - Hours and Compensation - Hourly Services</b>	<b>240.40</b>	<b>\$147,051.00</b>
<b>Case Administration</b>		
<i>Bankruptcy Requirements and Other Court Obligations</i>		
Employment Applications and Other Court Filings	1.10	\$605.00
<b>Subtotal - Hours and Compensation - Bankruptcy Requirements and Other Court Obligations</b>	<b>1.10</b>	<b>\$605.00</b>
<b>Subtotal - Hours and Compensation - Case Administration</b>	<b>1.10</b>	<b>\$605.00</b>
<b>Total - Hours and Compensation Sought for Reimbursement</b>	<b>241.50</b>	<b>\$435,355.83</b>

**SOUTHCROSS ENERGY PARTNERS, L.P., et al., Case No. 19-10702 (MFW) Exhibit B**  
**PricewaterhouseCoopers LLP - Tax Services Provider to the Debtors**  
**Hourly Services and Case Administration - Summary of Hours / Fees by Project and Professional**  
**For the Period April 1, 2019 through January 27, 2020**

<b>Project Category and Professional</b>	<b>Position</b>	<b>Rate</b>	<b>Hours</b>	<b>Total Compensation</b>
<b>Hourly Services</b>				
<i>Tax Consulting Services</i>				
Adam S Feuerstein	Partner	\$855	1.20	\$1,026.00
Craig A Gerson	Partner	\$855	1.50	\$1,282.50
Julanne Allen Wagy	Partner	\$855	1.00	\$855.00
Michael Joseph Hauswirth	Partner	\$855	2.00	\$1,710.00
Michael Patrick Roberson	Partner	\$855	8.00	\$6,840.00
Michael W Moreland	Partner	\$855	1.00	\$855.00
Todd Y McArthur	Partner	\$855	1.30	\$1,111.50
Elizabeth Ann Kernodle	Director	\$660	20.50	\$13,530.00
Jonathan Greer Dillow	Director	\$660	128.50	\$84,810.00
Andrew Smith	Manager	\$540	16.50	\$8,910.00
Elizabeth Ann Kernodle	Manager	\$540	1.90	\$1,026.00
Emad Ali Tahir	Senior Associate	\$445	31.00	\$13,795.00
Jessica Ann Lambert	Senior Associate	\$445	6.50	\$2,892.50
Michael Alan Naselli	Senior Associate	\$445	17.50	\$7,787.50
Michael Alan Naselli	Associate	\$310	2.00	\$620.00
<i>Subtotal - Tax Consulting Services</i>			<b>240.40</b>	<b>\$147,051.00</b>
<b>Total - Hourly Services</b>			<b>240.40</b>	<b>\$147,051.00</b>
<b>Case Administration</b>				
<i>Bankruptcy Requirements and Other Court Obligations</i>				
Andrea Clark Smith	Director	\$550	1.10	\$605.00
<i>Subtotal - Bankruptcy Requirements and Other Court Obligations</i>			<b>1.10</b>	<b>\$605.00</b>
<b>Total - Case Administration</b>			<b>1.10</b>	<b>\$605.00</b>
<b>Total - Hours and Compensation - Hourly Services and Case Administration</b>			<b>241.50</b>	<b>\$147,656.00</b>

**SOUTHCROSS ENERGY PARTNERS, L.P., et al., Case No. 19-10702 (MFW)****Exhibit C****PricewaterhouseCoopers LLP - Tax Services Provider to the Debtors****Hourly Services and Case Administration Services - Professional Services by Project, Professional and Date  
For the Period April 1, 2019 through January 27, 2020**

<b>Date</b>	<b>Name</b>	<b>Position</b>	<b>Description</b>	<b>Rate</b>	<b>Hours</b>	<b>Total Compensation</b>
<b>Hourly Services</b>						
<i>Tax Consulting Services</i>						
<u>Recurring Tax Consulting Services</u>						
5/6/2019	Elizabeth Ann Kernodle	Manager	0120H0001: Bankruptcy related analysis for emergence - research and calls.	\$540	0.30	\$162.00
5/13/2019	Elizabeth Ann Kernodle	Manager	0120H0002: Call with Bankruptcy Attorneys for Client to discuss modeling scenarios.	\$540	0.30	\$162.00
6/24/2019	Emad Ali Tahir	Senior Associate	0120H0003: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$445	1.50	\$667.50
6/24/2019	Michael Alan Naselli	Associate	0120H0004: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$310	2.00	\$620.00
6/25/2019	Andrew Smith	Manager	0120H0005: Call with Client to discuss emergence from Bankruptcy Scenarios.	\$540	1.00	\$540.00
6/27/2019	Elizabeth Ann Kernodle	Manager	0120H0006: Call with Client to discuss modeling scenarios.	\$540	1.30	\$702.00
6/28/2019	Jonathan Greer Dillow	Director	0120H0007: Call with Client to discuss emergence from Bankruptcy Scenarios.	\$660	3.50	\$2,310.00
7/10/2019	Jonathan Greer Dillow	Director	0120H0008: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$660	3.50	\$2,310.00
7/11/2019	Emad Ali Tahir	Senior Associate	0120H0009: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$445	1.00	\$445.00
7/11/2019	Jonathan Greer Dillow	Director	0120H0010: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$660	2.00	\$1,320.00
7/11/2019	Michael Alan Naselli	Senior Associate	0120H0011: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$445	3.00	\$1,335.00

**SOUTHCROSS ENERGY PARTNERS, L.P., et al., Case No. 19-10702 (MFW)****Exhibit C****PricewaterhouseCoopers LLP - Tax Services Provider to the Debtors****Hourly Services and Case Administration Services - Professional Services by Project, Professional and Date  
For the Period April 1, 2019 through January 27, 2020**

<b>Date</b>	<b>Name</b>	<b>Position</b>	<b>Description</b>	<b>Rate</b>	<b>Hours</b>	<b>Total Compensation</b>
7/12/2019	Emad Ali Tahir	Senior Associate	0120H0012: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$445	6.00	\$2,670.00
7/12/2019	Michael Alan Naselli	Senior Associate	0120H0013: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$445	2.00	\$890.00
7/15/2019	Andrew Smith	Manager	0120H0014: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$540	2.00	\$1,080.00
7/15/2019	Emad Ali Tahir	Senior Associate	0120H0015: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$445	1.50	\$667.50
7/15/2019	Jonathan Greer Dillow	Director	0120H0016: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$660	8.00	\$5,280.00
7/16/2019	Andrew Smith	Manager	0120H0017: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$540	1.50	\$810.00
7/16/2019	Emad Ali Tahir	Senior Associate	0120H0018: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$445	2.00	\$890.00
7/16/2019	Jonathan Greer Dillow	Director	0120H0019: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$660	8.00	\$5,280.00
7/16/2019	Michael Alan Naselli	Senior Associate	0120H0020: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$445	2.00	\$890.00
7/17/2019	Emad Ali Tahir	Senior Associate	0120H0021: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$445	1.00	\$445.00
7/18/2019	Andrew Smith	Manager	0120H0022: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$540	3.00	\$1,620.00
7/18/2019	Jonathan Greer Dillow	Director	0120H0023: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$660	5.00	\$3,300.00

**SOUTHCROSS ENERGY PARTNERS, L.P., et al., Case No. 19-10702 (MFW)****Exhibit C****PricewaterhouseCoopers LLP - Tax Services Provider to the Debtors****Hourly Services and Case Administration Services - Professional Services by Project, Professional and Date  
For the Period April 1, 2019 through January 27, 2020**

<b>Date</b>	<b>Name</b>	<b>Position</b>	<b>Description</b>	<b>Rate</b>	<b>Hours</b>	<b>Total Compensation</b>
7/19/2019	Andrew Smith	Manager	0120H0024: Call with Client to discuss emergence from Bankruptcy Scenarios.	\$540	1.50	\$810.00
7/19/2019	Elizabeth Ann Kernodle	Director	0120H0025: Bankruptcy related analysis for emergence - research and calls.	\$660	0.30	\$198.00
7/19/2019	Jonathan Greer Dillow	Director	0120H0026: Call with Client to discuss emergence from Bankruptcy Scenarios.	\$660	0.50	\$330.00
7/22/2019	Elizabeth Ann Kernodle	Director	0120H0027: Call with Client to discuss emergence from Bankruptcy Scenarios.	\$660	1.00	\$660.00
7/22/2019	Jonathan Greer Dillow	Director	0120H0028: Call with Client to discuss emergence from Bankruptcy Scenarios.	\$660	3.00	\$1,980.00
7/22/2019	Michael W Moreland	Partner	0120H0029: Call with Client to discuss emergence from Bankruptcy Scenarios.	\$855	1.00	\$855.00
7/26/2019	Jonathan Greer Dillow	Director	0120H0030: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$660	6.00	\$3,960.00
7/29/2019	Jonathan Greer Dillow	Director	0120H0031: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$660	5.00	\$3,300.00
7/30/2019	Jonathan Greer Dillow	Director	0120H0032: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$660	1.00	\$660.00
8/13/2019	Elizabeth Ann Kernodle	Director	0120H0033: Call with Bankruptcy Attorneys for Client to discuss modeling scenarios.	\$660	0.50	\$330.00
8/13/2019	Jonathan Greer Dillow	Director	0120H0034: Call with Bankruptcy Attorneys for Client to discuss modeling scenarios.	\$660	2.50	\$1,650.00
8/19/2019	Elizabeth Ann Kernodle	Director	0120H0035: Call with Bankruptcy Attorneys for Client to discuss modeling scenarios.	\$660	0.50	\$330.00

**SOUTHCROSS ENERGY PARTNERS, L.P., et al., Case No. 19-10702 (MFW)****Exhibit C****PricewaterhouseCoopers LLP - Tax Services Provider to the Debtors****Hourly Services and Case Administration Services - Professional Services by Project, Professional and Date  
For the Period April 1, 2019 through January 27, 2020**

<b>Date</b>	<b>Name</b>	<b>Position</b>	<b>Description</b>	<b>Rate</b>	<b>Hours</b>	<b>Total Compensation</b>
8/19/2019	Elizabeth Ann Kernodle	Director	0120H0036: Call with Bankruptcy Attorneys for Client to discuss modeling scenarios.	\$660	0.50	\$330.00
8/20/2019	Elizabeth Ann Kernodle	Director	0120H0037: Call with Client to discuss modeling scenarios.	\$660	0.20	\$132.00
8/21/2019	Elizabeth Ann Kernodle	Director	0120H0038: Bankruptcy related analysis for emergence - research and calls.	\$660	0.50	\$330.00
8/23/2019	Elizabeth Ann Kernodle	Director	0120H0039: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$660	0.50	\$330.00
9/10/2019	Craig A Gerson	Partner	0120H0040: Call with Client to discuss modeling scenarios.	\$855	1.50	\$1,282.50
9/10/2019	Michael Joseph Hauswirth	Partner	0120H0041: Call with Client to discuss modeling scenarios.	\$855	1.50	\$1,282.50
9/16/2019	Jonathan Greer Dillow	Director	0120H0042: Call with Bankruptcy Attorneys for Client to discuss modeling scenarios.	\$660	2.00	\$1,320.00
9/18/2019	Emad Ali Tahir	Senior Associate	0120H0043: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$445	3.00	\$1,335.00
9/18/2019	Jonathan Greer Dillow	Director	0120H0044: Bankruptcy related analysis for emergence - research and calls.	\$660	8.00	\$5,280.00
9/18/2019	Michael Alan Naselli	Senior Associate	0120H0045: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$445	3.00	\$1,335.00
9/19/2019	Emad Ali Tahir	Senior Associate	0120H0046: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$445	3.50	\$1,557.50
9/19/2019	Jonathan Greer Dillow	Director	0120H0047: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$660	8.00	\$5,280.00
9/19/2019	Michael Alan Naselli	Senior Associate	0120H0048: Prepare, Run, Analyze, and Summarize modeling scenarios.	\$445	3.00	\$1,335.00