IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:	§	
	§	**Chapter 11**
	§	
SPEEDCAST INTERNATIONAL LIMITED, et al.,	§	**Case No. 20-32243 (MI)**
	§	
Debtors.[1]	§	**(Jointly Administered)**
	§	

SUMMARY SHEET FOR
MCKOOL SMITH, PC'S THIRD INTERIM AND FINAL APPLICATION FOR ALLOWANCE AND PAYMENT OF FEES AND EXPENSES FOR THE (I) THIRD INTERIM PERIOD FROM NOVEMBER 1, 2020 THROUGH MARCH 11, 2021 AND (II) FINAL FEE PERIOD FROM MAY 5, 2020 THROUGH MARCH 11, 2021

In accordance with the Bankruptcy Local Rules for the Southern District of Texas, McKool Smith, PC ("McKool Smith"), conflicts counsel to the Debtors, submit this summary of fees and expenses sought as actual, reasonable, and necessary in the fee application to which this Summary is attached (the "Application") for the (i) third interim period from November 1, 2020 through March 11, 2021, and (ii) final fee period from May 5, 2020 through March 11, 2021 (together, the "Fee Period").

McKool Smith submits the Application as a third interim and final fee application in accordance with the *Third Amended Joint Chapter 11 Plan of SpeedCast International Limited and its Debtor Affiliates* (Dkt. No. 1394) (the "Plan"), which requires McKool Smith to file a final fee application no later than 45 days after the Effective Date, and the *Findings of Fact, Conclusions of Law, and Order (I) Approving Disclosure Statement on a Final Basis, (II) Confirming Third Amended Joint Chapter 11 Plan of SpeedCast International Limited and its Debtor Affiliates, (III) Approving Plan Settlement Agreement, and (IV) Granting Related Relief* (Dkt. No. 1397) (the "Confirmation Order").

Name of Applicant:	**McKool Smith, PC**
Applicant's professional role in case	Conflicts Counsel to the Debtors
Effective date of order approving professional's retention:	June 30, 2020, effective as of May 5, 2020 [Dkt. No. 426]

[1] A complete list of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors' claims and noticing agent at http://www.kccllc.net/speedcast. The Debtors' service address for the purposes of these chapter 11 cases is 4400 S. Sam Houston Parkway East, Houston, Texas 77048.

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	Beginning of Period	**End of Period**
Time period covered in application:	May 5, 2020	March 11, 2021
Time periods covered by any prior applications:	May 5, 2020	October 31, 2020
Summary of Total Fees and Expenses Requested		
Total amounts awarded in all prior applications:		$715,433.37[2]
Total fees and expenses requested in this application		$736,111.77
Total professional fees requested in this application:		$729,011.50
Total actual professional hours covered by this Application:		889.6
Average hourly rate for professionals:		$843.57
Total paraprofessional fees requested in this Application:		$5,880.00
Total actual paraprofessional hours covered by this Application:		30.8
Average hourly rate for paraprofessionals:		$195.00
Reimbursable expenses sought in this Application:		$1,220.27
Total to be Paid to Priority Unsecured Creditors:		Holders of Allowed Other Priority Claims shall receive the treatment provided for in Section 4.1 of the Plan.
Anticipated % Dividend to Priority Unsecured Creditors:		100%
Total to be Paid to General Unsecured Creditors:		Holders of Allowed Unsecured Trade Claims and Other Unsecured Claims shall receive the treatment provided for in Sections 4.4 and 4.5 of the Plan.
Anticipated % Dividend to General Unsecured Creditors:		Holders of Allowed Unsecured Trade Claims and Other

[2] *See* Order Granting McKool Smith's First Interim Application, Dkt. No. 758; Order Granting McKool Smith's Second Interim Application, Dkt. No. 1240.

	Unsecured Claims shall receive the treatment provided for in Sections 4.4 and 4.5 of the Plan.
Date of Confirmation Hearing:	December 17, 2020; December 22, 2020; December 23, 2020; December 28, 2020; December 29, 2020; January 20, 2021; and January 21, 2021.
Indicate whether plan has been confirmed:	The Debtors' Plan was confirmed on January 22, 2021 (Dkt. No. 1397).

INDEX OF EXHIBITS TO THE APPLICATION

Exhibit	**Description**
A	Billing Summary By Professional
B	Billing Summary By Project Category
C	Summary of Expenses
D	Monthly Invoices

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:	§	
	§	**Chapter 11**
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SPEEDCAST INTERNATIONAL	§	
LIMITED, et al.,	§	**Case No. 20-32243 (MI)**
	§	
Debtors.	§	**(Jointly Administered)**
	§	

MCKOOL SMITH, PC'S THIRD INTERIM AND FINAL APPLICATION FOR ALLOWANCE AND PAYMENT OF FEES AND EXPENSES FOR (I) THE THIRD INTERIM PERIOD FROM NOVEMBER 1, 2020 THROUGH MARCH 11, 2021 AND (II) THE FINAL FEE PERIOD FROM MAY 5, 2020 THROUGH MARCH 11, 2021

THIS MOTION SEEKS AN ORDER THAT MAY ADVERSELY AFFECT YOU. IF YOU OPPOSE THE MOTION, YOU SHOULD IMMEDIATELY CONTACT THE MOVING PARTY TO RESOLVE THE DISPUTE. IF YOU AND THE MOVING PARTY CANNOT AGREE, YOU MUST FILE A RESPONSE AND SEND A COPY TO THE MOVING PARTY. YOU MUST FILE AND SERVE YOUR RESPONSE WITHIN 21 DAYS OF THE DATE THIS WAS SERVED ON YOU. YOUR RESPONSE MUST STATE WHY THE MOTION SHOULD NOT BE GRANTED. IF YOU DO NOT FILE A TIMELY RESPONSE, THE RELIEF MAY BE GRANTED WITHOUT FURTHER NOTICE TO YOU. IF YOU OPPOSE THE MOTION AND HAVE NOT REACHED AN AGREEMENT, YOU MUST ATTEND THE HEARING. UNLESS THE PARTIES AGREE OTHERWISE, THE COURT MAY CONSIDER EVIDENCE AT THE HEARING AND MAY DECIDE THE MOTION AT THE HEARING.

REPRESENTED PARTIES SHOULD ACT THROUGH THEIR ATTORNEY.

McKool Smith, PC ("McKool Smith"), conflicts counsel to the Debtors, files this Third Interim and Final Application (the "Application") seeking final allowance of compensation for professional services provided in the amount of $734,891.50 and reimbursement of actual and necessary expenses in the amount of $1,220.27 for the period May 5, 2020 through March 11, 2021 (the "Fee Period"). McKool Smith respectfully represents as follows:

JURISDICTION AND VENUE

1. Jurisdiction is proper pursuant to 28 U.S.C. § 1334. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409. This is a core proceeding pursuant to 28 U.S.C. § 157(b).

2. The statutory basis for the relief sought are sections 330 and 331 of title 11 of the United States Code (the "Bankruptcy Code"), Rule 2016(a) of the Federal Rules of Bankruptcy Procedure, and Rule 2016-1 of the Local Bankruptcy Rules for the Southern District of Texas.

BACKGROUND

3. On April 23, 2020 the Debtors,[3] filed voluntary petitions for relief under Chapter 11 of the Bankruptcy Code. The Court directed the joint administration of the Debtors' Chapter 11 cases under Case No. 20-302243. *See* Dkt. No. 18.

4. The Debtors continue to operate their businesses and manage their properties as a debtors-in-possession under 11 U.S.C. §§ 1107(a) and 1108. No trustee or examiner has been appointed in these Cases.

5. On May 26, 2020, the Debtors filed their *Motion to Establish Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* (Dkt. No. 262), which the Court granted on June 20, 2020 (the "Procedures Order," Dkt. No. 328). The Procedures Order, among other things, authorizes monthly interim compensation to professionals (absent

[3]SpeedCast International Limited ("SIL"); CapRock Communications (Australia) Pty Ltd; CapRock Communications Pte. Ltd.; CapRock Comunicações do Brasil Ltda.; CapRock Participações do Brasil Ltda.; CapRock UK Limited; CCI Services Corp.; Cosmos Holdings Acquisition Corp.; Evolution Communications Group Limited; Globecomm Europe B.V.; Globecomm Network Services Corporation; HCT Acquisition, LLC; Hermes Datacommunications International Limited; Maritime Communication Services, Inc.; NewCom International, Inc.; Oceanic Broadband Solutions Pty Ltd; Satellite Communications Australia Pty Ltd; SpaceLink Systems II, LLC; SpaceLink Systems, LLC; SpeedCast Americas, Inc.; SpeedCast Australia Pty Limited; Speedcast Canada Limited; SpeedCast Communications, Inc.; Speedcast Cyprus Ltd.; SpeedCast France SAS; SpeedCast Group Holdings Pty Ltd; SpeedCast Limited; SpeedCast Managed Services Pty Limited; SpeedCast Netherlands B.V.; SpeedCast Norway AS; SpeedCast Singapore Pte. Ltd.; SpeedCast UK Holdings Limited; Telaurus Communications LLC (collectively, the "Debtors").

objection). Monthly interim compensation is limited to eighty percent (80%) of fees and one hundred percent (100%) of expenses.

A. Debtors' Retention of McKool Smith as Conflicts Counsel

6. On June 5, 2020 the Debtors filed their *Application to Retain McKool Smith, P.C. as Conflicts Counsel for the Debtors, Nunc Pro Tunc to May 5, 2020* (Dkt. No. 282) seeking to employ McKool Smith as conflicts counsel. On June 30, 2020, the Court entered its *Order Authorizing Retention of McKool Smith P.C. as Conflicts Counsel for the Debtors* (the "Retention Order," Dkt. No. 426). The Retention Order authorizes McKool Smith to render the following professional services to the Debtors:

a. Provide services as assigned by the Debtors and agreed by the Firm as conflicts bankruptcy co-counsel;

b. Provide legal advice and services on any matter on which Debtors' lead counsel Weil Gotshal & Manges LLP may have a conflict or as needed based on specialization;

c. Assist the Debtors in respect to the SFA and related documents, including the Final DIP Order and the objection of Lender Credit Agricole thereto;

d. Assist the Debtors in respect to the appeal of the Final DIP Order filed by Lender Credit Agricole;

e. Prepare pleadings to be filed with the Court consistent with the above items; and Appear in Court on behalf of the Debtors as needed in connection with any of the above items.

7. On August 31, 2020, McKool Smith filed its *First Interim Application for Allowance and Payment of Fees and Expenses* (Dkt. No. 648) (the "First Application"). No

objections were received, and on September 25, 2020 the Court entered an order granting the First Application (Dkt. No. 758).

8. On November 30, 2020, McKool Smith filed its *Second Interim Application for Allowance and Payment of Fees and Expenses* (Dkt. No. 1001) (the "Second Application"). No objections were received, and on December 30, 2020 the Court entered an order granting the Second Application. (Dkt. No. 1240).

9. On January 21, 2021, the Debtors filed the *Third Amended Joint Chapter 11 Plan of SpeedCast International Limited and its Debtor Affiliates* (Dkt. No. 1394) (the "Plan"), and on January 22, 2021, the Court entered the *Findings of Fact, Conclusions of Law, and Order (I) Approving Disclosure Statement on a Final Basis, (II) Confirming Third Amended Joint Chapter 11 Plan of SpeedCast International Limited and its Debtor Affiliates, (III) Approving Plan Settlement Agreement, and (IV) Granting Related Relief* (Dkt. No. 1397) (the "Confirmation Order").

10. The Effective Date of the Plan occurred on March 11, 2021. *See Notice of (I) Entry of Order Approving Disclosure Statement on a Final Basis and Confirming Third Amended Joint Chapter 11 Plan of SpeedCast International Limited and its Debtor Affiliates and (II) Occurrence of Effective Date* (Dkt. No. 1498). Pursuant to section 2.2 of the Plan, the deadline for McKool Smith's application for final allowance of compensation for services rendered and reimbursement of expenses incurred is April 26, 2021, which is forty-five days after the Effective Date.

B. The DIP Finance Appeal

11. One of the areas in which McKool Smith rendered professional services to the Debtors was with regard to the Debtors' dispute with one of the Debtors' prepetition syndicate

lenders in mid-2020.

12. Specifically, one of the Debtors' prepetition syndicate lenders, Credit Agricole Corporate and Investment Bank ("Credit Agricole"), asserted various objections to the Debtors' request for postpetition financing pursuant to the Debtors' *Emergency Motion of Debtors for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Obtain Postpetition Financing and (B) Use Cash Collateral, (II) Granting Liens and Providing Claims With Superpriority Administrative Expense Status, (III) Granting Adequate Protection to the Prepetition Secured Parties, (IV) Modifying the Automatic Stay, (V) Scheduling a Final Hearing, and (VI) Granting Related Relief* (the "DIP Motion," Dkt. No. 27).

13. On May 20, 2020, the Bankruptcy Court overruled Credit Agricole's objections and entered the Final Order (I) Authorizing Debtors to (A) Obtain Postpetition Financing and (B) Use Cash Collateral, (II) Granting Liens and Providing Claims with Superpriority Administrative Expense Status, (III) Granting Adequate Protection to the Prepetition Secured Parties, (IV) Modifying the Automatic Stay, and (V) Granting Related Relief (the "Final DIP Order," Dkt. No. 239).

14. On June 4, 2020, Credit Agricole filed a notice of appeal of the Final DIP Order, commencing appellate proceedings in the United States District Court for the Southern District of Texas, case number 4:20-cv-01970 (the "Appeal"). There was substantial motion practice in the Appeal, and the Appeal issues were fully briefed by the parties.

15. On August 13, 2020, the Credit Agricole and the Debtors moved to abate the Appeal to allow for finalization of settlement negotiations (Appeal Dkt. No. 30). The district court entered an order dismissing the Appeal without prejudice the same day (Appeal Dkt. No. 31).

16. On October 6, 2020, the Bankruptcy Court entered an order approving of the Debtors' settlement of the Appeal with Credit Agricole (Dkt. No. 784). The order approving the settlement became final after the period for objections or appeals expired.

17. After the order approving settlement became final, the parties moved in the district court to dismiss the Appeal with prejudice (Appeal Dkt. No. 34). The district court granted the motion and dismissed the Appeal with prejudice on October 23, 2020 (Appeal Dkt. No. 35).

SUMMARY OF REQUEST

18. In accordance with the terms of the Procedures Order, McKool Smith submitted its monthly statements of fees and expenses to the required parties for the months of May 2020 through November 2020[4] (each, a "Monthly Fee Statement").

19. At the time of this filing, McKool Smith has received $717,679.37 in interim payments from the Debtors.

20. A summary of the total fees incurred, including the hourly rates and total hours expended during the Fee Period for each McKool Smith professional and paraprofessional is attached as Exhibit A. A summary of the total expenses incurred during the Period for each category of expense is attached as Exhibit C.

21. By this Fee Application, McKool Smith seeks an order (i) allowing on a final basis fees for services rendered during the Fee Period in the amount of $734,891.50 and reimbursement of expenses in the amount of $1,220.27, and (ii) directing payment to McKool Smith of such allowed amounts to the extent not previously paid to McKool Smith.

[4] McKool Smith did not submit monthly fee statements for the months December 2020 through March 2021 because its fees and expenses incurred during these periods were comparatively nominal.

DESCRIPTION OF SERVICES RENDERED BY BILLING CATEGORY

22. McKool Smith established the following categories for work performed by McKool Smith's professionals for these cases, consistent with the Procedures Order and the Revised the Revised UST Guidelines:

CODE	DESCRIPTION
B110	Case Administration
B120	Asset Analysis and Recovery
B130	Asset Disposition
B140	Relief from Stay/Adequate Protection Proceedings
B150	Meetings of and Communications with Creditors
B155	Meetings of and Communications with Client
B160	Fee/Employment Applications
B170	Fee/Employment Objections
B180	Avoidance Action Analysis
B185	Assumption/Rejection of Leases and Contracts
B190	Other Contested Matters (excluding assumption/rejection motions)
B195	Non-Working Travel
B210	Business Operations
B220	Employee Benefits/Pensions
B230	Financing/Cash Collateral
B240	Tax Issues
B250	Real Estate
B260	Board of Directors Matters
B310	Claims Administration and Objections
B320	Plan and Disclosure Statement (including Business Plan)
B410	General Bankruptcy Advice/Opinions
B420	Restructurings
B510	General Litigation

23. During the Fee Period, McKool Smith rendered services to the Debtors that were necessary and beneficial. McKool Smith's professionals performed work and billed time within certain categories as discussed generally below and as set forth in further detail in Exhibit D.

Category B110 – Case Administration:

24. This category includes time spent corresponding with the counsel to the prepetition lenders regarding the pending Appeal and general correspondence relating to

administrative matters such as ECF filings and corrections. In connection with these services, McKool Smith professionals expended 42.1 hours during the Fee Period, for which McKool Smith seeks compensation of $31,990.00.

Category B160 – Fee/Employment Applications

25. This category primarily includes services related to drafting McKool Smith's employment pleadings and the first interim application, second interim application, and this Application for the periods May 5, 2020 through March 11, 2021 in accordance with the Procedures Order. It also includes time spent preparing a supplement to the disclosure of additional potential parties in interest and supplementing the declaration of John Sparacino with regard to the same. This category further includes time spent preparing and circulating McKool Smith's Monthly Fee Statements for August through November 2020 in accordance with the Procedures Order.

26. These services were necessary and benefitted the Debtors in that the submission of interim and final fee applications, supplemental disclosures of potential parties in interest, and preparation of Monthly Fee Statements are requirements of McKool Smith's employment pursuant to the Procedures Order and are necessary for McKool Smith's representation of the Debtors. In connection with these services, McKool Smith professionals expended 72.0 hours during the Fee Period, for which McKool Smith seeks compensation of $53,525.50.

Categories B190 (Other Contested Matters), B230 (Financing) and B510 (General Litigation)

27. Categories B190, B230, and B510 primarily include services related to defending the Appeal. Due to the nature of the Appeal, and because there is no precise bankruptcy billing code applicable to appeals, McKool Smith's Appeal-related services were billed under each of these categories. For convenience and clarity, this Application combines all time billed to B190, B230, and B510 together.

28. These categories include services related to preparing and filing the Debtors' appellee brief; reviewing and discussing the appellee brief of the secured lenders' group; and reviewing, analyzing, and preparing a response to Credit Agricole's opposition to the Debtors' motion to dismiss the Appeal, which included subsequent research and review of pertinent case law. These categories also include time spent corresponding with all relevant parties regarding settlement resolution to the Appeal, including with counsel for the unsecured creditors' committee and counsel for the prepetition lenders. This included time spent reviewing drafts of the settlement agreement and related pleadings in both the district court and bankruptcy court related to approval of the settlement and dismissal of the Appeal.

29. These services were necessary and benefitted the Debtors in that Credit Agricole's appeal of the Final DIP Order threatened to undermine or unravel the Debtors' postpetition financing arrangement, which was necessary for the Debtors to continue proceeding through these Chapter 11 cases. McKool Smith identified strong legal arguments for dismissal of the Appeal as statutorily moot and further legal arguments in response to the merits of the Appeal. After briefing was submitted to the district court, the Debtors and Credit Agricole were successful in reaching an amicable settlement to resolve their dispute and avoid incurring further costs and expenses through continued litigation of the Appeal. In connection with these services, McKool Smith professionals expended a total of 791.2 hours during the Fee Period (comprised of 160.9 hours of B190, 267.7 hours of B230 and 362.6 hours of B510), for which McKool Smith seeks compensation of $635,471.00.

Category B410 (General Bankruptcy Advice/Opinions)

30. This category primarily includes services related to providing general bankruptcy advice and guidance relating to a contract that the Debtors maintained with their customer Showtime Networks. The specific issue related to Showtime's ability to terminate the agreement

and possible damages claims (including liquidated damages) that the Debtors would potentially possess. In particular, among other things, McKool Smith reviewed the pertinent contractual paperwork, corresponded with counsel and Debtors, analyzed potential strategic options for Debtors including negotiation and exercising contractual rights. In connection with these services, McKool Smith professionals expended 10.6 hours during the Period, for which McKool Smith seeks compensation of $10,070.00.

EXPENSES INCURRED BY MCKOOL SMITH

31. Section 330 of the Bankruptcy Code authorizes "reimbursement for actual, necessary expenses" incurred by professionals employed in a chapter 11 case. 11 U.S.C. § 330, McKool Smith seeks approval for expenses incurred in rendering services to the Debtors during the Fee Period in the amount of $1,220.27. McKool Smith submits that these expenses were actual, reasonable, and necessary in light of the services provided. Careful records of these expenditures have been maintained and are categorized on Exhibit C to this Application.

REQUEST FOR ALLOWANCE OF FEES AND EXPENSES

32. Section 330 of the Bankruptcy Code authorizes the Court to award professional persons employed pursuant to section 327 or 1103 reasonable compensation for actual and necessary services rendered and reimbursement for actual and necessary expenses incurred. *See* 11 U.S.C. §§ 327, 330, and 1103. Additionally, Section 331 authorizes professionals employed under sections 327 or 1103 to apply to the court not more than once every 120 days after an order for relief, or more often if the court permits, for compensation provided for under section 330. As more fully detailed below, McKool Smith submits that the elements governing awards of compensation pursuant to section 330 of the Bankruptcy Code justify the allowance of the fees and expenses incurred in its representation of the Debtors during this Fee Period.

33. In 1974, the Fifth Circuit established a set of guidelines for use by lower courts when ruling on attorneys' fee requests. *See Johnson v. Ga. Highways Express, Inc.*, 488 F.2d 714, 717-19 (5th Cir. 1974). The *Johnson* court found the following factors necessary to consider:

a. The time and labor required;
b. The novelty and difficulty of the questions presented;
c. The skill requisite to perform the legal services properly;
d. The preclusion of other employment due to the acceptance of the case;
e. The customary fee;
f. Whether the fee is fixed or contingent;
g. Time limitations imposed by the client with the circumstances of the case;
h. The amount involved and the results obtained;
i. The experience, reputation, and ability of the attorney;
j. The undesirability of the case;
k. The nature and length of the professional relationship with the client, and
l. Awards in similar cases.

Id. at 717-19. In *In re First Colonial Corp. of America,* 544 F.2d 1291, 1298-99 (5th Cir. 1977), *cert. denied*, 431 U.S. 904 (977), the Fifth Circuit applied the Johnson factors to the analysis of fee awards in bankruptcy cases.

34. Under an analysis utilizing the *Johnson* factors and the standards customarily applied to fee awards under section 330 of the Bankruptcy Code, McKool Smith submits that its request for compensation and reimbursement of expenses is reasonable and proper, and that such request should be allowed in the amount requested.

DETAILED APPLICATION OF THE *JOHNSON* FACTORS

35. The professional services rendered by McKool Smith during the Fee Period required a high degree of professional competence and expertise. McKool Smith submits that the services rendered to the Debtors were performed skillfully and efficiently, and that the results obtained have provided tangible, identifiable, and material benefits. These benefits include, but

are not limited to:

(i) Reviewing and thoroughly analyzing the Debtors' prepetition loan agreements and preparing a successful response to Credit Agricole's objection that resulted in the Bankruptcy Court overruling the objection and approving the requested financing on a final basis;

(ii) Preparing a Motion to Dismiss Credit Agricole's Appeal as statutorily moot;

(iii) Preparing the Debtors' responsive brief in the Appeal;

(iv) Preparing a reply to Credit Agricole's opposition to the Debtors' motion to dismiss;

(v) Advising the Debtors and participating in negotiations toward reaching an amicable settlement of the Appeal, which avoided incurring further litigation risks, costs and expenses;

(vi) Seeking and obtaining Bankruptcy Court approval for the settlement, and subsequent dismissal of the Appeal with prejudice from the District Court.

(vii) Advising Debtors with regard to the Showtime contract and the relative termination and damages rights of the contract parties.

Time and Labor Required

36. McKool Smith billed a total of 920.4 hours during the Fee Period in connection with the engagement as conflicts counsel to the Debtors. A summary of the hours worked and total fees incurred during the Fee Period is attached as Exhibit A, and a summary of the major tasks performed for each category is set forth above. A detailed itemization is attached as Exhibit D.

37. These jointly administered cases are complex, with many hundreds of creditors, equity owners, and other parties-in-interest. McKool Smith has attempted to administer the Debtors' bankruptcy cases in the most efficient manner possible. McKool Smith's time expended was proportional to the Cases' complexity and was reasonable and necessary.

Novelty and Difficulty of Questions Presented

38. These Cases are designated as complex cases and involved complicated (although

not necessarily novel) issues in the areas of restructuring, litigation, and finance. McKool Smith's time expended for each category set forth above was proportional to the novelty and difficulty of the issues and questions presented.

39. The complex and relatively novel issues McKool Smith confronted related to the objection of one of the members of the Debtors' prepetition lender syndicate to the proposed postpetition DIP financing arrangement. The Debtors were parties to a complex syndicated credit facility prepetition with a group of lenders. The Debtors negotiated with certain of the prepetition syndicate lenders to provide postpetition DIP financing that included a "roll-up" component whereby a portion of the DIP lenders' prepetition credit facility debt would be rolled up into the postpetition facility. One of the prepetition syndicate lenders was not a DIP financing participant, and instead opposed the DIP financing.

40. McKool Smith thus faced a complex and rather novel situation where a nonparticipating prepetition syndicate member opposed the postpetition DIP financing, particularly the "roll up" portion. McKool Smith was presented with the scenario of having one prepetition syndicate lender opposing the postpetition DIP financing being offered by the other prepetition syndicate lenders. To add further complication, the opposing syndicate member asserted two distinct prepetition capacities, that of lender and that of secured hedge counterparty. This situation involved complex and substantially unresolved issues under section 364 of the Bankruptcy Code as well as complex corporate finance and syndicated credit facility agreement concerns. McKool Smith navigated these issues in obtaining approval of the postpetition DIP financing, and continued to navigate these issues in prosecuting the objecting lenders appeal of the DIP finance approval order. Further complexity was introduced on appeal in the District Court, as the appellant's primary issue was to directly challenge the permissibility of roll-ups in

general, an issue for which there is little direct guidance in caselaw or otherwise.

Skill Requisite to Perform the Legal Services Properly

41. These cases have required professionals with expertise in complex chapter 11 bankruptcy cases, litigation, and other related matters. McKool Smith staffed the case with professionals at various levels of seniority and assigned tasks to junior attorneys as appropriate. McKool Smith has rendered services as efficiently as possible to avoid duplication of efforts.

Preclusion of Other Employment

42. McKool Smith's representations of the Debtors did not preclude McKool Smith from accepting other engagements.

Customary Fee

43. No party objected to the Debtors' application to employ McKool Smith. McKool Smith's hourly rates are comparable to the rates charged by similar firms in the community of comparable skill, experience, and reputation. A summary of the hours expended and fees incurred, per professional, is attached as Exhibit A.

Whether the Fee is Fixed or Contingent

44. McKool Smith's rates are fixed hourly rates.

Time Limitations

45. McKool Smith provided capable legal representation within the time limitations imposed by the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules, and counsel for various parties-in-interest. On many occasions, McKool Smith was presented with time-critical challenges and deadlines and was able to meet such deadlines.

Involvement and Results Obtained

46. McKool Smith has been instrumental in obtaining significant benefits for the Debtors, including but not limited to: (i) analyzing the Debtors' prepetition loan documents and related records and preparing responsive arguments to Credit Agricole's objection to the authorization of DIP financing on a final basis; (ii) presenting evidence and argument at the hearing for final approval of DIP financing, resulting in the Bankruptcy Court overruling Credit Agricole's objection and entering the Final DIP Order; (iii) analyzing the merits of Credit Agricole's appeal and identifying bases for dismissal without reaching merits; and (iv) analyzing and preparing a response to Credit Agricole's appellate brief, including identifying significant weaknesses in Credit Agricole's legal arguments. After the briefing was submitted, McKool Smith provided assistance in coordinating settlement negotiations, corresponding with the necessary parties, reviewing and contributing to the settlement agreement, obtaining Bankruptcy Court approval of the settlement, and obtaining dismissal of the Appeal with prejudice.

Experience, Reputation, and Ability of Counsel

47. McKool Smith attorneys have regularly appeared in significant representations over many years, including bankruptcy cases throughout Texas and the United States. McKool Smith attorneys have a substantial reputation in the legal community.

Undesirability of Case

48. There have not been any undesirable aspects pertaining to the representation of the Debtors in these Cases.

Nature and Length of the Professional Relationship

49. As conflicts counsel to the Debtors, McKool Smith did not have a formal legal relationship with the Debtors before these Cases were filed.

Awards in Similar Cases

50. McKool Smith submits that the amounts requested in its Application are consistent with fees charged by similarly skilled professionals for comparable service in other chapter 11 bankruptcy cases.

REQUEST FOR RELIEF

51. No agreement or understanding exists between McKool Smith and any third person for the sharing of compensation, except as allowed by Section 504(b) and Bankruptcy Rule 2016 with respect to sharing of compensation between and among the lawyers of McKool Smith. All services for which compensation is requested hereunder were rendered at the request of and solely on behalf of the Debtors and not on behalf of any other entity.

52. McKool Smith respectfully requests that the Court: (a) approve on a final basis McKool Smith's compensation in the amount of $734,891.50 incurred during the Fee Period and reimbursement of actual and necessary expenses in the amount of $1,220.27 incurred in connection with such services during the Fee Period; (b) direct payment of all approved and previously unpaid amounts; and (c) award such other and further relief to which McKool Smith may be entitled.

Dated: April 21, 2021

Respectfully submitted,

MCKOOL SMITH, PC

/s/ John J. Sparacino

John J. Sparacino (SBN 18873700)
Veronica F. Manning (SBN 24098033)
Thomas J. Eisweirth (SBN 24121614)
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Conflicts Counsel to the Debtors

CERTIFICATE OF SERVICE

The undersigned certifies that on April 21, 2021, a true and correct copy of this document has been served via the ECF system (with exhibits) to the parties on the ECF service list.

/s/ John J. Sparacino
John J. Sparacino

EXHIBIT A

EXHIBIT A

BILLING SUMMARY BY PROFESSIONAL
FOR SERVICES RENDERED BY MCKOOL SMITH, PC
FOR THE PERIOD MAY 5, 2020 THROUGH MARCH 11, 2021

NAME OF PROFESSIONAL	DEPARTMENT AND YEAR ADMITTED	HOURLY RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION
Gayle R. Klein	Bankruptcy & Commercial Litigation Bankruptcy (1996)	$1,070.00	175.1	$187,357.00
John J. Sparacino	Bankruptcy & Commercial Litigation Bankruptcy (1990)	$895.00	297.9	$266,620.50
John J. Sparacino	Bankruptcy & Commercial Litigation Bankruptcy (1990)	$950.00[1]	12.6	$11,970.00
Joel L. Thollander	Bankruptcy & Commercial Litigation Bankruptcy (2001)	$895.00	7.2	$6,444.00
Veronica Manning	Bankruptcy & Commercial Litigation Bankruptcy (2015)	$685.00	160.8	$110,148.00
Veronica Manning	Bankruptcy & Commercial Litigation Bankruptcy (2015)	$795.00[2]	7.4	$5,883.00
Thomas J. Eisweirth	Bankruptcy & Commercial Litigation Bankruptcy (2016)	$615.00	228.6	$140,589.00
Amanda Johns	Senior Paralegal	$300.00	14.8	$4,440.00
Ryan P. Bullard	Bankruptcy & Commercial Litigation Bankruptcy (N/A)	$90.00	16.0	$1,440.00
		TOTALS:	**920.4**	**$734,891.50**

[1] This reflects the 2021 hourly rate, which applies to time billed beginning January 1, 2021.
[2] This reflects the 2021 hourly rate, which applies to time billed beginning January 1, 2021.

EXHIBIT B

EXHIBIT B

BILLING SUMMARY BY PROJECT CATEGORY
FOR SERVICES RENDERED BY MCKOOL SMITH, PC
FOR THE PERIOD MAY 5, 2020 THROUGH MARCH 11, 2021

CODE	DESCRIPTION	HOURS	AMOUNT
B110	Case Administration	42.1	$31,990.00
B120	Asset Analysis and Recovery	3.5	$2,985.50
B130	Asset Disposition	0	$0
B140	Relief from Stay/Adequate Protection Proceedings	0	$0
B150	Meetings of and Communications with Creditors	0	$0
B155	Meetings of and Communications with Client	0	$0
B160	Fee/Employment Applications	72.0	$53,525.50
B170	Fee/Employment Objections	0	$0
B180	Avoidance Action Analysis	0	$0
B185	Assumption/Rejection of Leases and Contracts	0	$0
B190	Other Contested Matters (excluding assumption/rejection motions)	160.9	$160,781.00
B195	Non-Working Travel	0	$0
B210	Business Operations	0	$0
B220	Employee Benefits/Pensions	0	$0
B230	Financing/Cash Collateral	267.7	$214,206.00
B240	Tax Issues	0	$0
B250	Real Estate	0	$0
B260	Board of Directors Matters	0	$0
B310	Claims Administration and Objections	0	$0
B320	Plan and Disclosure Statement (including Business Plan)	1.0	$849.50
B410	General Bankruptcy Advice/Opinions	10.6	$10,070.00
B420	Restructurings	0	$0
B510	General Litigation	362.6	$260,484.00
	TOTAL FEES:	**920.4**	**$734,891.50**

EXHIBIT C

EXHIBIT C

SUMMARY OF EXPENSES INCURRED BY MCKOOL SMITH, PC FOR THE PERIOD MAY 5, 2020 THROUGH MARCH 11, 2021

EXPENSES	**AMOUNT**
E106 Online research	$1,174.22
E107 Delivery services/messengers	$46.05
TOTAL EXPENSES:	**$1,220.27**

EXHIBIT D

EXHIBIT D

MONTHLY INVOICES OF MCKOOL SMITH, PC
FOR THE PERIOD MAY 5, 2020 THROUGH MARCH 11, 2021

MCKOOL SMITH
A PROFESSIONAL CORPORATION - ATTORNEYS
300 Crescent Court, Suite 1500
Dallas, Texas 75201

Tax I.D. #75-2388013

SpeedCast Communications, Inc.
4400 Sam Houston Parkway East
dominic.gyngell@speedcast.com
Houston, TX 77048

June 30, 2020
Bill Number 104236
File Number 04038-00001

FOR PROFESSIONAL SERVICES

RE: Panasonic Avionics Chapter 11 Conflict Counsel

LEGAL SERVICES

Through May 31, 2020

Task	Date	Atty	Description	Hours	Amount
B110 Case Administration					
B110	05/06/20	GRK	Emails with T. Stevenson regarding Panasonic.	0.10	$107.00
B110	05/06/20	GRK	Conference with J. Sparacino regarding Panasonic.	0.40	$428.00
B110	05/06/20	GRK	Telephone conferences with P. Ganender regarding Speedcast conflict counsel.	0.30	$321.00
B110	05/08/20	GRK	Email conference with J. Sparacino regarding engagement.	0.20	$214.00
B110	05/09/20	GRK	Participate in call with Weil team to obtain background information.	1.00	$1,070.00
B110	05/09/20	JJS	Prepare for and participate in conference call with Weil team and McKool team regarding conflict counsel role and handling certain DIP objections.	1.10	$984.50
B110	05/09/20	JJS	Review transcript of first day hearing.	1.00	$895.00
B110	05/09/20	JJS	Review docket.	0.40	$358.00
B110	05/09/20	JJS	Review DIP declaration.	0.30	$268.50
B110	05/09/20	JJS	Review first day declaration.	0.90	$805.50
B110	05/09/20	JJS	Consider McKool engagement issues, including revising proposed letter.	0.50	$447.50
B110	05/09/20	JJS	Email V. Manning regarding employment application issues.	0.40	$358.00
B110	05/09/20	VM	Conference call with J. Sparacino to discuss case	1.70	$1,164.50

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300 Crescent Court, Suite 1500
Dallas, Texas 75201

Tax I.D. #75-2388013

SpeedCast Communications, Inc.

RE: Panasonic Avionics Chapter 11 Conflict Counsel

Task	Date	Atty	Description	Hours	Amount
			status, upcoming DIP hearing, and potential objections.		
B110	05/09/20	VM	Review first day DIP hearing transcript.	2.00	$1,370.00
B110	05/09/20	TJE	Review and analyze declaration of A. Waldman in support of debtor in possession financing.	0.50	$307.50
B110	05/09/20	TJE	Review and analyze declaration of M. Healy in support of first day motions.	0.60	$369.00
B110	05/10/20	JJS	Attention to email from K. DiBlasi regarding DIP hearing status and respond to email regarding evidence and witness issues.	0.60	$537.00
B110	05/10/20	JJS	Exchange several emails with Weil team regarding Monday call with Davis Polk team.	0.30	$268.50
B110	05/10/20	JJS	Exchange several emails among McKool team regarding meeting and division of responsibilities.	0.30	$268.50
B110	05/10/20	JJS	Further revise McKool engagement agreement.	0.40	$358.00
B110	05/10/20	JJS	Email Speedcast General Counsel regarding McKool engagement agreement.	0.30	$268.50
B110	05/10/20	JJS	Review docket regarding filed professional employment applications.	0.20	$179.00
B110	05/10/20	JJS	Analyze McKool retention issues.	0.30	$268.50
B110	05/11/20	JJS	Exchange emails with Credit Agricole counsel regarding meeting.	0.20	$179.00
B110	05/11/20	VM	Prepare notice of appearance.	0.50	$342.50
B110	05/12/20	GRK	Review information and discussions with firm counsel regarding gathering information and preparing 2014 disclosure.	0.50	$535.00
B110	05/12/20	JJS	Telephone conference with G. Klein regarding 2014 statement issues and strategy.	0.20	$179.00
B110	05/12/20	JJS	Review M. Healy witness materials.	0.60	$537.00
B110	05/12/20	JJS	Review A. Waldman witness materials.	0.50	$447.50
B110	05/12/20	JJS	Telephone conference with G. Klein regarding preparation for call with Credit Agricole counsel.	0.40	$358.00
B110	05/12/20	VM	Prepare notices of appearance.	0.20	$137.00
B110	05/12/20	AKJ	Confer with J. Charles regarding setting up the matter and calendaring hearing.	0.20	$60.00

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SpeedCast Communications, Inc.

RE: Panasonic Avionics Chapter 11 Conflict Counsel

Task	Date	Atty	Description	Hours	Amount
B110	05/12/20	AKJ	Set up temporary folder on the n drive and save pleadings to same.	0.60	$180.00
B110	05/12/20	AKJ	Update PacerPro to include the team on notices.	0.20	$60.00
B110	05/13/20	GRK	Email conference with lender counsel regarding discovery.	0.10	$107.00
B110	05/14/20	JJS	Telephone conference with G. Klein regarding call with HB.	0.30	$268.50
B110	05/14/20	JJS	Telephone conference with R. King of Speedcast regarding equipment issue.	0.40	$358.00
B110	05/14/20	JJS	Attention to emails regarding equipment issue.	0.20	$179.00
B110	05/14/20	JJS	Exchange emails with client regarding engagement.	0.10	$89.50
B110	05/16/20	JJS	Email Weil team regarding status.	0.20	$179.00
B110	05/21/20	JJS	Attention to various emails and letters regarding Panasonic and ITC equipment and employee issues and draft email to client team regarding advice.	0.50	$447.50
B110	05/23/20	GRK	Consider relationships for purposes of 2014 motion.	0.30	$321.00
B110	05/23/20	JJS	Consider employment application issues and needs and draft strategy email to McKool team regarding open items.	0.80	$716.00
B110	05/25/20	GRK	Consider issues relating to 2014 application.	0.60	$642.00
B110	05/25/20	GRK	Email conference with J. Sparacino regarding 2014 application.	0.20	$214.00
B110	05/27/20	JJS	Prepare for and participate in call with R. King regarding Panasonic and ITC issues.	0.60	$537.00
B110	05/27/20	JJS	Deliver several emails among McKool team regarding status issues and employment.	0.40	$358.00
			Task Total	22.60	$19,047.50

B120 Asset Analysis and Recovery

B120	05/09/20	JJS	Conference call with McKool team regarding strategy and handling of DIP opposition.	0.50	$447.50
B120	05/09/20	JJS	Review DIP motion.	0.40	$358.00
B120	05/09/20	JJS	Review interim order.	0.70	$626.50
B120	05/09/20	JJS	Begin to develop positions in reply to expected	1.20	$1,074.00

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RE: Panasonic Avionics Chapter 11 Conflict Counsel

Task	Date	Atty	Description	Hours	Amount
			Credit Agricole objection points.		
B120	05/10/20	VM	Review DIP motion.	0.70	$479.50
			Task Total	3.50	$2,985.50

B160 Fee/Employment Applications

B160	05/11/20	GRK	Draft and revise engagement agreement and consider 2014 statement.	1.20	$1,284.00
B160	05/20/20	JJS	Attention to internal issues regarding 2014 statement and preparation.	0.50	$447.50
B160	05/22/20	VM	Prepare application to retain McKool Smith as conflicts counsel.	2.40	$1,644.00
B160	05/23/20	JJS	Revise draft employment application and email team regarding same.	0.50	$447.50
B160	05/23/20	VM	Prepare application to retain McKool Smith as conflicts counsel.	1.20	$822.00
B160	05/25/20	JJS	Develop “to do” items for finalizing McKool employment pleadings.	0.40	$358.00
B160	05/25/20	JJS	Revise McKool employment application.	0.90	$805.50
B160	05/25/20	JJS	Revise J. Sparacino declaration.	0.70	$626.50
B160	05/25/20	JJS	Draft and deliver multiple emails to McKool team regarding “connections” system review and results for J. Sparacino declaration.	0.50	$447.50
B160	05/26/20	GRK	Review list of entities with which there is a relationship for 2014 motion.	0.60	$642.00
B160	05/26/20	JJS	Coordinate with conflicts review team regarding 2014 declaration examination and review issues.	0.90	$805.50
B160	05/26/20	JJS	Further review search and analysis results for 2014.	0.80	$716.00
B160	05/26/20	JJS	Deliver multiple emails among team regarding employment issues and drafting.	0.50	$447.50
B160	05/26/20	JJS	Review fee procedures motion and email team regarding same.	0.40	$358.00
B160	05/26/20	JJS	Review Weil application and email team regarding same.	0.50	$447.50
B160	05/26/20	TJE	Research, review, and analyze Southern District of	1.80	$1,107.00

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RE: Panasonic Avionics Chapter 11 Conflict Counsel

Task	Date	Atty	Description	Hours	Amount
			Texas standard for disinterestedness.		
B160	05/26/20	TJE	Compose and send email to McKool team regarding Southern District of Texas standard for disinterestedness.	0.40	$246.00
B160	05/27/20	JJS	Review and revise McKool employment pleadings.	0.70	$626.50
B160	05/27/20	VM	Correspond with J. Sparacino regarding application for retention.	0.30	$205.50
B160	05/27/20	VM	Prepare disclosure schedule of entities or affiliates of entities that are potential parties in interest.	1.40	$959.00
B160	05/27/20	TJE	Research issues related to employment applications for conflicts counsel.	1.40	$861.00
B160	05/28/20	JJS	Extensive work in drafting employment pleadings and review search results to include in 2014 statement.	1.40	$1,253.00
B160	05/28/20	JJS	Email Weil team regarding employment pleadings and telephone call with V. Manning regarding same.	0.70	$626.50
B160	05/28/20	JJS	Attention to Weil application and US Trustee Guidelines to prepare pleadings.	0.30	$268.50
B160	05/28/20	VM	Correspond with J. Sparacino regarding application to retain and review of firm connections.	0.60	$411.00
B160	05/28/20	VM	Prepare declaration of J. Sparacino in support of application to retain McKool Smith as conflicts counsel.	4.10	$2,808.50
B160	05/29/20	JJS	Draft and revise 2014 declaration and review connections results from firm system.	1.40	$1,253.00
B160	05/29/20	VM	Prepare proposed order on debtors' application to retain McKool Smith as conflicts counsel.	1.30	$890.50
			Task Total	27.80	$21,815.00

B230 Financing/Cash Collateral

B230	05/09/20	GRK	Consider strategy relating to ISDA and credit agreement.	1.20	$1,284.00
B230	05/09/20	GRK	Review and consider ISDA agreement.	0.90	$963.00
B230	05/09/20	JJS	Begin review of credit agreement.	0.80	$716.00

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RE: Panasonic Avionics Chapter 11 Conflict Counsel

Task	Date	Atty	Description	Hours	Amount
B230	05/09/20	TJE	Telephone conference with Weil, Gotshal & Manges regarding Credit Agricole objection to debtor in possession financing.	0.90	$553.50
B230	05/09/20	TJE	Telephone conference with J. Sparacino, G. Klein, and V. Manning to develop strategy and advice regarding Credit Agricole objection to debtor in possession financing.	0.30	$184.50
B230	05/09/20	TJE	Telephone conference with V. Manning regarding reply brief in opposition to Credit Agricole objection to debtor in possession financing.	0.40	$246.00
B230	05/09/20	TJE	Review and analyze transcript of April 23, 2020, hearing on motion to enter order approving interim debtor in possession financing.	1.00	$615.00
B230	05/09/20	TJE	Review and analyze motion to enter order approving interim debtor in possession financing.	2.60	$1,599.00
B230	05/09/20	TJE	Review and analyze syndicate financing agreement.	0.60	$369.00
B230	05/10/20	GRK	Review and consider facility agreement and other background documents.	3.80	$4,066.00
B230	05/10/20	JJS	Analyze ISDA and Credit Agricole termination letter to develop responsive position.	1.30	$1,163.50
B230	05/10/20	JJS	Analyze third amendment and attached documents and consider impact upon expected Credit Agricole objections.	1.40	$1,253.00
B230	05/10/20	JJS	Continue extensive analysis of prepetition Credit Agreement and begin to develop reply to expected Credit Agricole issues.	1.50	$1,342.50
B230	05/11/20	GRK	Prepare for and participate in call with lender and agent counsel to discuss SFA and Third Amendment thereto.	1.10	$1,177.00
B230	05/11/20	GRK	Review M. Healy declaration.	0.60	$642.00
B230	05/11/20	GRK	Consider facts and whether additional M. Healy declaration is advised.	0.70	$749.00
B230	05/11/20	GRK	Email conference with C. Beckham regarding call on Credit Agricole's objection to DIP.	0.20	$214.00
B230	05/11/20	JJS	Prepare for and participate in conference call with	1.10	$984.50

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SpeedCast Communications, Inc.

RE: Panasonic Avionics Chapter 11 Conflict Counsel

Task	Date	Atty	Description	Hours	Amount
			Weil team, Davis Polk team, and McKool team regarding DIP hearing and strategy.		
B230	05/11/20	JJS	Conference call with McKool team regarding preparation for DIP hearing and dealing with anticipated Credit Agricole objection.	0.60	$537.00
B230	05/11/20	JJS	Analyze credit agreement and third amendment in preparation of counter-argument to Credit Agricole.	0.80	$716.00
B230	05/11/20	JJS	Prepare for and participate in conference call with Weil team and McKool team regarding evidence and testimony at DIP hearing.	0.80	$716.00
B230	05/11/20	JJS	Analyze Credit Agricole objection to DIP and begin to develop counter-arguments.	1.40	$1,253.00
B230	05/11/20	JJS	Review cases cited in Credit Agricole objection.	1.30	$1,163.50
B230	05/11/20	JJS	Review pleadings and transcript relating to similar syndicate lender issue posed in another Chapter 11 case before Judge Isgur.	1.50	$1,342.50
B230	05/11/20	JJS	Consider evidence issues for DIP hearing.	0.40	$358.00
B230	05/11/20	JJS	Develop outline of argument for DIP hearing, including further assessment of various credit agreement provisions.	1.20	$1,074.00
B230	05/11/20	VM	Call with debtors' counsel regarding upcoming objection deadline and preparation for the final approval hearing.	1.10	$753.50
B230	05/11/20	VM	Strategy discussion with J. Sparacino, G. Klein, and T. Eisweirth regarding final approval hearing.	0.90	$616.50
B230	05/11/20	VM	Call with debtors' counsel to discuss preparation for second day hearing.	0.70	$479.50
B230	05/11/20	VM	Review Credit Agricole objection and prepare outline of debtors' response.	2.80	$1,918.00
B230	05/11/20	VM	Research relevant case law in preparation for reply to CACIB objection.	2.20	$1,507.00
B230	05/11/20	TJE	Review and analyze Credit Agricole DIP objection.	1.00	$615.00
B230	05/11/20	TJE	Research issues related to standing of objecting syndicate lender.	1.30	$799.50
B230	05/11/20	TJE	Research, review, and analyze prior case materials	3.10	$1,906.50

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SpeedCast Communications, Inc.

RE: Panasonic Avionics Chapter 11 Conflict Counsel

Task	Date	Atty	Description	Hours	Amount
			related to objecting syndicate lender.		
B230	05/11/20	TJE	Develop strategy for reply to Credit Agricole objection.	0.70	$430.50
B230	05/11/20	TJE	Telephone conference with Weil, Gotshal & Manges and Davis Polk regarding DIP objections.	1.00	$615.00
B230	05/11/20	TJE	Outline arguments in reply to Credit Agricole DIP objection.	0.60	$369.00
B230	05/11/20	TJE	Telephone conference with Weil, Gotshal & Manges regarding Credit Agricole DIP objections.	1.70	$1,045.50
B230	05/11/20	TJE	Review and analyze syndicate facility agreement and ISDA swap agreement.	1.70	$1,045.50
B230	05/12/20	GRK	Prepare for and participate in call with J. Sparacino and Credit Agricole counsel regarding objection to DIP financing.	0.70	$749.00
B230	05/12/20	GRK	Consider response to Credit Agricole objection.	1.40	$1,498.00
B230	05/12/20	GRK	Prepare for and participate in call to prepare for second day hearing with M. Healy.	0.60	$642.00
B230	05/12/20	GRK	Prepare for and participate in call to prepare for second day hearing with A. Waldman.	0.40	$428.00
B230	05/12/20	GRK	Continue reviewing credit agreement.	0.90	$963.00
B230	05/12/20	GRK	Continue reviewing ISDA agreement.	0.80	$856.00
B230	05/12/20	JJS	Exchange emails with Weil team regarding witness preparation and hearing setting.	0.40	$358.00
B230	05/12/20	JJS	Review DIP motion and declarations in connection with final hearing preparation.	0.60	$537.00
B230	05/12/20	JJS	Prepare for and participate in conference call with Credit Agricole attorneys regarding DIP objection.	0.90	$805.50
B230	05/12/20	JJS	Prepare for and participate in conference call with M. Healy and team regarding witness testimony preparation for DIP hearing.	0.60	$537.00
B230	05/12/20	JJS	Prepare for and participate in conference call with A. Waldman and Weil team regarding hearing testimony preparation.	0.50	$447.50
B230	05/12/20	JJS	Participate in conference call with Vorys team regarding draft reply and strategy for hearing.	1.20	$1,074.00

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Task	Date	Atty	Description	Hours	Amount
B230	05/12/20	JJS	Continue to prepare outline and initial draft of reply to Credit Agricole objection.	1.30	$1,163.50
B230	05/12/20	JJS	Further analyze SFA regarding various reply arguments.	0.80	$716.00
B230	05/12/20	JJS	Review exhibits and schedules to SFA.	0.90	$805.50
B230	05/12/20	VM	Draft response to CACIB objection to DIP agreement.	2.30	$1,575.50
B230	05/12/20	VM	Conduct legal research in preparation for reply to CACIB objection.	1.00	$685.00
B230	05/12/20	VM	Review prior transcript and pleadings in preparation for reply to CACIB objection.	1.00	$685.00
B230	05/12/20	VM	Strategize with debtors' counsel regarding preparation for second day hearings.	1.30	$890.50
B230	05/12/20	VM	Strategize with J. Sparacino, G. Klein, and T. Eisweirth regarding upcoming hearing.	1.20	$822.00
B230	05/12/20	TJE	Telephone conference with Weil and M. Healy regarding DIP hearing and Credit Agricole DIP objection.	0.80	$492.00
B230	05/12/20	TJE	Continue research on issues related to dissenting lender in syndicate lending agreements.	4.10	$2,521.50
B230	05/12/20	TJE	Telephone conference with Weil and A. Walman regarding DIP hearing and Credit Agricole DIP objection.	0.20	$123.00
B230	05/12/20	TJE	Develop strategy related to Credit Agricole DIP objection with V. Manning.	0.50	$307.50
B230	05/12/20	TJE	Review and analyze syndicate facility agreement and ISDA swap agreement.	1.10	$676.50
B230	05/12/20	TJE	Develop strategy related to Credit Agricole DIP objection with J. Sparacino, G. Klein, and V. Manning.	1.10	$676.50
B230	05/12/20	TJE	Research issues related to dissenting lender in syndicate lending agreements.	1.90	$1,168.50
B230	05/13/20	GRK	Review Secured Credit Facility and amendments and DIP credit agreement in consideration of arguments.	1.30	$1,391.00
B230	05/13/20	JJS	Review and analyze various prepetition loan	1.80	$1,611.00

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RE: Panasonic Avionics Chapter 11 Conflict Counsel

Task	Date	Atty	Description	Hours	Amount
			documents to develop argument and positions in support of the DIP and contra to CACIB position.		
B230	05/13/20	JJS	Analyze ISDA and termination issues.	0.80	$716.00
B230	05/13/20	JJS	Further review interim DIP order.	0.40	$358.00
B230	05/13/20	JJS	Develop arguments on SFA amendment and waterfall provisions.	0.70	$626.50
B230	05/13/20	JJS	Analyze third amendment and consider argument points.	0.70	$626.50
B230	05/13/20	VM	Draft debtors' reply to Credit Agricole objection to debtors' DIP motion.	8.20	$5,617.00
B230	05/13/20	TJE	Continue research of issues related to dissenting lender in syndicate lending agreements.	2.30	$1,414.50
B230	05/13/20	TJE	Research issues related to dissenting lender in syndicate lending agreements.	3.50	$2,152.50
B230	05/13/20	TJE	Work on opposition to Credit Agricole objection to DIP financing.	3.70	$2,275.50
B230	05/14/20	GRK	Telephone conference with J. Sparacino regarding hearing preparation and strategy.	0.20	$214.00
B230	05/14/20	GRK	Consider strategy for hearing and whether to take discovery in advance thereof.	0.70	$749.00
B230	05/14/20	GRK	Review draft response to Credit Agricole objection to DIP lending and consider arguments relating thereto.	2.10	$2,247.00
B230	05/14/20	GRK	Telephone conference with Credit Agricole counsel regarding its objection, the hearing and discovery.	0.40	$428.00
B230	05/14/20	GRK	Review Credit Agricole objection to DIP with respect to draft response.	0.80	$856.00
B230	05/14/20	JJS	Exchange emails with HB regarding conference call for DIP.	0.30	$268.50
B230	05/14/20	JJS	Prepare for and participate in conference call with Credit Agricole counsel.	0.70	$626.50
B230	05/14/20	JJS	Email Weil team regarding Credit Agricole call.	0.30	$268.50
B230	05/14/20	JJS	Draft and revise reply to Credit Agricole objection.	2.40	$2,148.00
B230	05/14/20	JJS	Telephone conference with McKool team regarding reply draft.	0.60	$537.00

MCKOOL SMITH
A PROFESSIONAL CORPORATION - ATTORNEYS
300 Crescent Court, Suite 1500
Dallas, Texas 75201

Tax I.D. #75-2388013

SpeedCast Communications, Inc.

RE: Panasonic Avionics Chapter 11 Conflict Counsel

Task	Date	Atty	Description	Hours	Amount
B230	05/14/20	JJS	Further draft and revise reply.	1.80	$1,611.00
B230	05/14/20	VM	Review T. Eisweirth edits to debtors' reply to CACIB objection and incorporate the same.	1.50	$1,027.50
B230	05/14/20	VM	Review edits to debtors' reply to CACIB objection from J. Sparacino and incorporate the same.	2.20	$1,507.00
B230	05/14/20	VM	Review prepetition agreement.	0.60	$411.00
B230	05/14/20	VM	Correspondence with co-counsel regarding final hearing.	0.30	$205.50
B230	05/14/20	VM	Discuss debtors' reply with J. Sparacino and T. Eisweirth.	1.10	$753.50
B230	05/14/20	TJE	Exchange emails with V. Manning regarding draft opposition to Credit Agricole objection to DIP financing.	0.30	$184.50
B230	05/14/20	TJE	Review edits to draft opposition to Credit Agricole objection to DIP financing.	0.90	$553.50
B230	05/14/20	TJE	Edit and revise draft opposition to Credit Agricole objection to DIP financing.	1.70	$1,045.50
B230	05/14/20	TJE	Prepare for and attend telephone conference regarding draft opposition to Credit Agricole objection to DIP financing.	0.70	$430.50
B230	05/15/20	GRK	Review and comment on draft reply to Credit Agricole objection.	1.30	$1,391.00
B230	05/15/20	GRK	Review and comment on revised (second) turn of draft reply to Credit Agricole objection to DIP.	1.00	$1,070.00
B230	05/15/20	GRK	Review exhibit list and consider evidence necessary for reply to Credit Agricole's objection to DIP.	1.60	$1,712.00
B230	05/15/20	GRK	Conference with Credit Agricole counsel regarding discovery and other hearing issues relating to second day hearing and Credit Agricole objection to DIP.	0.60	$642.00
B230	05/15/20	GRK	Review execution version of third amendment to SFA and consider DIP intercreditor agreement.	0.60	$642.00
B230	05/15/20	GRK	Email with Credit Agricole counsel regarding execution version of third amendment to SFA.	0.10	$107.00
B230	05/15/20	JJS	Draft and revise reply to CACIB objection.	2.80	$2,506.00
B230	05/15/20	JJS	Consider hearing strategy and evidence issues for	1.30	$1,163.50

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RE: Panasonic Avionics Chapter 11 Conflict Counsel

Task	Date	Atty	Description	Hours	Amount
			DIP and exchange several emails with G. Klein and Weil team regarding same.		
B230	05/15/20	JJS	Prepare for oral argument at DIP hearing on CACIB issues.	1.20	$1,074.00
B230	05/15/20	VM	Review and incorporate edits to debtors' reply to CACIB's objection.	3.20	$2,192.00
B230	05/15/20	VM	Review draft witness and exhibit list from J. Rutherford.	0.10	$68.50
B230	05/15/20	TJE	Research issues related to syndicated lending agreements as applied to dissenting lenders.	1.60	$984.00
B230	05/15/20	TJE	Exchange emails with G. Klein regarding missing exhibits and executed documents.	0.40	$246.00
B230	05/15/20	TJE	Exchange emails with P. Feeney (Weil) regarding missing exhibits and executed documents.	0.20	$123.00
B230	05/15/20	TJE	Review and analyze J. Sparacino edits to response to Credit Agricole objection to DIP financing.	0.60	$369.00
B230	05/15/20	TJE	Draft, edit, and revise response to Credit Agricole objection to DIP financing.	1.20	$738.00
B230	05/16/20	GRK	Conference with co-counsel to discuss upcoming hearing and Credit Agricole's request for discovery.	0.60	$642.00
B230	05/16/20	GRK	Review and revise reply to Credit Agricole's objection to DIP.	2.20	$2,354.00
B230	05/16/20	GRK	Conference with J. Sparacino to discuss reply to Credit Agricole's objection to DIP.	0.30	$321.00
B230	05/16/20	GRK	Consider exhibits (both debtor and Credit Agricole) and exhibit list for second day hearing.	0.50	$535.00
B230	05/16/20	JJS	Draft and revise reply to Credit Agricole DIP objection.	1.90	$1,700.50
B230	05/16/20	JJS	Exchange emails with team regarding draft reply.	0.30	$268.50
B230	05/16/20	JJS	Telephone conference with G. Klein regarding strategy for reply.	0.40	$358.00
B230	05/16/20	JJS	Further revise DIP reply.	0.50	$447.50
B230	05/16/20	JJS	Prepare for and participate in conference call with McKool team and Weil team regarding DIP hearing preparation.	0.80	$716.00

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RE: Panasonic Avionics Chapter 11 Conflict Counsel

Task	Date	Atty	Description	Hours	Amount
B230	05/16/20	VM	Review and incorporate edits to debtors' reply to CACIB's objection.	0.90	$616.50
B230	05/16/20	VM	Call with Weil regarding second day hearings.	0.70	$479.50
B230	05/16/20	TJE	Edit and revise response to Credit Agricole objection to DIP financing.	2.70	$1,660.50
B230	05/16/20	TJE	Attend strategy session regarding response to Credit Agricole objection to DIP financing.	0.50	$307.50
B230	05/17/20	GRK	Consider arguments and reply to objection to DIP by Credit Agricole.	0.60	$642.00
B230	05/17/20	GRK	Conference with counsel for the DIP lenders regarding Credit Agricole's objection, evidentiary issues, and replies thereto.	0.70	$749.00
B230	05/17/20	GRK	Review and revise draft reply to Credit Agricole's objection to DIP.	1.30	$1,391.00
B230	05/17/20	GRK	Consider discovery and exhibits relating to Credit Agricole's objection to DIP.	0.70	$749.00
B230	05/17/20	GRK	Participate in call with M. Healy to prepare for second day hearing.	0.70	$749.00
B230	05/17/20	GRK	Email conferences with Credit Agricole's counsel regarding exhibits and discovery.	0.60	$642.00
B230	05/17/20	GRK	Email conference with lender's counsel regarding discovery and second day hearing.	0.20	$214.00
B230	05/17/20	JJS	Prepare for and participate in telephone call with P. Genender and G. Klein regarding DIP hearing strategy.	0.60	$537.00
B230	05/17/20	JJS	Further revise DIP objection reply and email team regarding same.	1.10	$984.50
B230	05/17/20	JJS	Exchange emails with CACIB counsel regarding status issues and depositions.	0.30	$268.50
B230	05/17/20	JJS	Attention to proposed debtor exhibit list.	0.10	$89.50
B230	05/17/20	JJS	Prepare for and participate in conference call for M. Healy witness preparation.	0.80	$716.00
B230	05/17/20	JJS	Telephone call with G. Klein regarding further strategy and deposition issues.	0.30	$268.50
B230	05/17/20	JJS	Prepare for and participate in conference call with	0.60	$537.00

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RE: Panasonic Avionics Chapter 11 Conflict Counsel

Task	Date	Atty	Description	Hours	Amount
			Davis Polk team regarding DIP hearing strategy and reply.		
B230	05/17/20	VM	Review edits to debtors' reply to CACIB's objection.	0.30	$205.50
B230	05/17/20	VM	Call with Weil and M. Healy in preparation for second day hearings.	1.00	$685.00
B230	05/17/20	VM	Call with Davis Polk in preparation for second day hearings.	0.60	$411.00
B230	05/17/20	TJE	Prepare for and attend witness preparation session with M. Healy.	0.80	$492.00
B230	05/17/20	TJE	Prepare for and attend telephonic conference with Weil, Davis Polk, and Skadden regarding witness strategy and draft response to Credit Agricole objection to DIP financing.	0.60	$369.00
B230	05/18/20	GRK	Review and consider comments from the lenders and agent to the reply to Credit Agricole's objection to DIP.	0.80	$856.00
B230	05/18/20	GRK	Review and consider agent's draft reply to Credit Agricole's objection to DIP.	0.90	$963.00
B230	05/18/20	GRK	Review and revise reply to Credit Agricole DIP objection.	0.90	$963.00
B230	05/18/20	GRK	Telephone conference with J. Sparacino, V. Manning and T. Eisenwirth regarding reply and finalizing arguments.	0.50	$535.00
B230	05/18/20	GRK	Email conference with C. Jones regarding Credit Agricole and discovery/depositions.	0.10	$107.00
B230	05/18/20	GRK	Email conference with debtor's counsel regarding exhibits for DIP objection hearing.	0.30	$321.00
B230	05/18/20	GRK	Prepare for and participate in hearing preparation session with A. Waldman.	1.10	$1,177.00
B230	05/18/20	JJS	Exchange several emails with Davis Polk team regarding reply strategy and drafting issues.	0.50	$447.50
B230	05/18/20	JJS	Exchange several emails among McKool team regarding reply draft.	0.40	$358.00
B230	05/18/20	JJS	Participate in conference call with McKool team regarding reply draft issues.	0.80	$716.00

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Task	Date	Atty	Description	Hours	Amount
B230	05/18/20	JJS	Prepare draft of argument for DIP hearing.	1.20	$1,074.00
B230	05/18/20	JJS	Review and analyze comments of Davis Polk and Skadden to reply.	0.50	$447.50
B230	05/18/20	JJS	Email various parties and McKool team regarding draft reply status and next steps.	0.30	$268.50
B230	05/18/20	JJS	Draft and revise reply to DIP objection.	2.40	$2,148.00
B230	05/18/20	JJS	Prepare for and participate in conference call with full debtor team regarding M. Healy witness preparation.	0.60	$537.00
B230	05/18/20	VM	Correspondence regarding comments to reply.	0.80	$548.00
B230	05/18/20	VM	Conference call to discuss edits received for debtors' reply.	1.90	$1,301.50
B230	05/18/20	VM	Conference call to strategize and prepare for hearing.	0.50	$342.50
B230	05/18/20	TJE	Prepare for and attend telephone conference with McKool team regarding draft response to Credit Agricole objection to DIP financing.	2.10	$1,291.50
B230	05/18/20	TJE	Review, edit, and revise draft response to Credit Agricole objection to DIP financing.	2.20	$1,353.00
B230	05/18/20	TJE	Continue to review, edit, and revise draft response to Credit Agricole objection to DIP financing.	0.80	$492.00
B230	05/19/20	GRK	Prepare for and participate in M. Healy hearing preparation.	0.80	$856.00
B230	05/19/20	GRK	Consider issues for hearing, including cross examination and opposing arguments.	1.50	$1,605.00
B230	05/19/20	GRK	Conference call with J. Sparacino, V. Manning and T. Eisweirth regarding potential areas of evidence, cross examination topics, exhibits, and arguments.	1.20	$1,284.00
B230	05/19/20	GRK	Review and comment on final reply brief to Credit Agricole objection.	0.50	$535.00
B230	05/19/20	JJS	Revise draft reply prior to filing and exchange multiple emails in coordinating reply filing.	0.70	$626.50
B230	05/19/20	JJS	Prepare for and participate in conference call regarding M. Healy witness preparation for DIP hearing.	0.50	$447.50
B230	05/19/20	JJS	Attention to email from Credit Agricole counsel	0.30	$268.50

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Task	Date	Atty	Description	Hours	Amount
			regarding hearing and forward and respond same.		
B230	05/19/20	JJS	Continue to prepare argument for hearing on DIP.	1.30	$1,163.50
B230	05/19/20	JJS	Conference call among McKool team to discuss and develop hearing strategy and develop potential witness cross issues.	1.60	$1,432.00
B230	05/19/20	JJS	Review responses filed by agent and ad hocs.	0.60	$537.00
B230	05/19/20	JJS	Consider proceedings for DIP hearing and email Weil team with proposal.	0.50	$447.50
B230	05/19/20	JJS	Deliver multiple emails to Weil team regarding DIP hearing issues and strategy.	0.40	$358.00
B230	05/19/20	JJS	Review witness declarations and exhibits in preparation for hearing.	1.30	$1,163.50
B230	05/19/20	JJS	Consider Credit Agricole witness cross examination issues and strategy.	0.70	$626.50
B230	05/19/20	VM	Review edits to debtors' reply to Credit Agricole objection and finalize for filing.	2.00	$1,370.00
B230	05/19/20	VM	Prepare for and attend teleconference with CRO in preparation for second day hearings.	0.30	$205.50
B230	05/19/20	VM	Review Credit Agricole objection in preparation for second day hearings.	0.40	$274.00
B230	05/19/20	VM	Review exhibits listed on Credit Agricole exhibit list, including the security trust deed exhibit to the SFA.	1.00	$685.00
B230	05/19/20	VM	Teleconference with G. Klein, T. Eisweirth, and J. Sparacino to prepare for second day hearings and reply to Credit Agricole objection.	1.60	$1,096.00
B230	05/19/20	VM	Review statement of Credit Suisse in response to Credit Agricole objection.	1.00	$685.00
B230	05/19/20	VM	Review reply to CACIB objection filed by Davis Polk.	0.60	$411.00
B230	05/19/20	VM	Review draft of final DIP order received from M. Martir.	0.70	$479.50
B230	05/19/20	TJE	Review, edit, and revise draft response to Credit Agricole objection to DIP financing.	0.90	$553.50
B230	05/19/20	TJE	Finalize and file response to Credit Agricole objection to DIP financing.	0.40	$246.00

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SpeedCast Communications, Inc.

RE: Panasonic Avionics Chapter 11 Conflict Counsel

Task	Date	Atty	Description	Hours	Amount
B230	05/19/20	TJE	Prepare for and attend DIP hearing preparation telephone conference.	1.60	$984.00
B230	05/20/20	GRK	Prepare for hearing on Credit Agricole objection to DIP.	0.70	$749.00
B230	05/20/20	GRK	Participate in second day hearing, including Credit Agricole objection to DIP financing.	3.00	$3,210.00
B230	05/20/20	JJS	Extensively prepare for argument for DIP hearing.	2.30	$2,058.50
B230	05/20/20	JJS	Participate in conference call with ad hoc counsel and Weil team regarding DIP hearing strategy.	0.70	$626.50
B230	05/20/20	JJS	Telephone call with G. Klein regarding DIP hearing.	0.20	$179.00
B230	05/20/20	JJS	Prepare for hearing including review of declarations.	0.90	$805.50
B230	05/20/20	JJS	Participate in court telephonic hearing on DIP motion.	3.40	$3,043.00
B230	05/20/20	VM	Attend second day hearings via teleconference.	3.20	$2,192.00
B230	05/20/20	TJE	Prepare for and attend hearing on final approval of DIP financing.	3.10	$1,906.50
			Task Total	220.20	$177,937.50
			TOTAL LEGAL SERVICES		$221,785.50

LEGAL SERVICES SUMMARY

GRK	GAYLE R. KLEIN	50.20 Hrs	1,070.00/hr	$53,714.00
JJS	JOHN J. SPARACINO	93.20 Hrs	895.00/hr	$83,414.00
VM	VERONICA MANNING	65.60 Hrs	685.00/hr	$44,936.00
TJE	THOMAS J. EISWEIRTH	64.10 Hrs	615.00/hr	$39,421.50
AKJ	AMANDA K. JOHNS	1.00 Hrs	300.00/hr	$300.00
		274.10 Hrs		**$221,785.50**

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SpeedCast Communications, Inc.

RE: Panasonic Avionics Chapter 11 Conflict Counsel

SUMMARY OF PROJECT CATEGORY

Task	Hours	Amount
B110 Case Administration	22.60	19,047.50
B120 Asset Analysis and Recovery	3.50	2,985.50
B160 Fee/Employment Applications	27.80	21,815.00
B230 Financing/Cash Collateral	220.20	177,937.50
	274.10	**$221,785.50**

TOTAL - THIS BILL	$221,785.50
Minus 20% Holdback	**-$44,357.10**
TOTAL DUE UPON RECEIPT	$177,428.40

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Tax I.D. #75-2388013

SpeedCast Communications, Inc.
4400 Sam Houston Parkway East
dominic.gyngell@speedcast.com
Houston, TX 77048

July 20, 2020
Bill Number 104794
File Number 04038-00001

FOR PROFESSIONAL SERVICES

RE: Panasonic Avionics Chapter 11 Conflict Counsel

LEGAL SERVICES

Through June 30, 2020

Task	Date	Atty	Description	Hours	Amount
B110 Case Administration					
B110	06/01/20	JJS	Revise D. Gyngell draft declaration.	0.40	$358.00
B110	06/01/20	JJS	Exchange emails with team regarding draft pleadings.	0.30	$268.50
B110	06/02/20	JJS	Email R. King regarding Panasonic issues and response.	0.20	$179.00
B110	06/03/20	JJS	Finalize McKool employment pleadings and draft email to client representatives regarding approval and filing.	1.10	$984.50
B110	06/03/20	JJS	Draft letter to Panasonic counsel regarding business person issues.	0.30	$268.50
B110	06/03/20	JJS	Exchange emails with R. King regarding Panasonic issues.	0.30	$268.50
B110	06/04/20	JJS	Review local rules regarding nunc pro tunc.	0.10	$89.50
B110	06/04/20	JJS	Revise letter to Panasonic counsel and email R. King regarding same.	0.30	$268.50
B110	06/04/20	TJE	Review and analyze Federal Rules of Bankruptcy Procedure regarding appeals.	0.60	$369.00
B110	06/05/20	JJS	Draft and revise letter to Panasonic counsel.	0.40	$358.00
B110	06/09/20	JJS	Attention to GlobeCom letter and email Weil team regarding same.	0.20	$179.00

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Task	Date	Atty	Description	Hours	Amount
B110	06/10/20	JJS	Exchange emails with Davis Polk team regarding strategy call.	0.30	$268.50
B110	06/11/20	JJS	Follow-up conference call with McKool team regarding status.	0.30	$268.50
B110	06/14/20	JJS	Draft email to Weil team regarding appeal status.	0.30	$268.50
B110	06/16/20	JJS	Email Weil team regarding draft letter to CACIB.	0.10	$89.50
B110	06/17/20	JJS	Draft email to client team regarding Credit Agricole status and issues.	0.30	$268.50
B110	06/17/20	JJS	Attention to P. Feeney email and further "connection" parties and deliver related emails.	0.30	$268.50
B110	06/19/20	JJS	Attention to multiple newly filed ecf pleadings.	0.20	$179.00
B110	06/22/20	JJS	Attention to supplemental connections list and email V. Manning regarding same.	0.20	$179.00
B110	06/22/20	VM	Review supplemental potential parties in interest.	0.60	$411.00
B110	06/24/20	JJS	Attention to issues regarding supplemental disclosure and email V. Manning regarding same.	0.30	$268.50
B110	06/30/20	JJS	Attention to docketing of appeal and deliver email to debtor team regarding same.	0.40	$358.00
B110	06/30/20	AKJ	Confer with T. Eisweirth regarding setting up PacerPro for the appeal matter.	0.20	$60.00
B110	06/30/20	AKJ	Set up notices for the appeal matter in PacerPro and download all pleadings.	0.50	$150.00
B110	06/30/20	AKJ	Docket appeal deadlines in CompuLaw.	0.40	$120.00
			Task Total	8.60	$6,748.50

B160 Fee/Employment Applications

B160	06/01/20	JJS	Further revise declaration for employment.	0.50	$447.50
B160	06/01/20	VM	Prepare final drafts of debtors' application to retain McKool Smith as conflicts counsel, declarations of SpeedCast general counsel and J. Sparacino, accompanying exhibits, and proposed order.	0.60	$411.00
B160	06/03/20	JJS	Emails among McKool team regarding employment pleadings and compliance with fee procedures.	0.40	$358.00
B160	06/04/20	JJS	Email client representative regarding McKool	0.10	$89.50

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RE: Panasonic Avionics Chapter 11 Conflict Counsel

Task	Date	Atty	Description	Hours	Amount
			employment pleadings.		
B160	06/04/20	JJS	Exchange emails with McKool team regarding employment pleadings and status.	0.30	$268.50
B160	06/04/20	JJS	Review fee procedures.	0.20	$179.00
B160	06/04/20	VM	Attention to May billing in preparation for monthly fee statement.	0.40	$274.00
B160	06/05/20	JJS	Review and respond to D. Gyngell email regarding employment pleadings and email D. Gyngell regarding filed pleadings.	0.30	$268.50
B160	06/05/20	JJS	Coordinate revision and filing of employment pleadings and emails to team regarding filing status.	0.60	$537.00
B160	06/05/20	VM	Finalize and file debtors' application to employ McKool Smith as conflicts counsel, along with the accompanying declarations, exhibit, and proposed order.	1.10	$753.50
B160	06/05/20	TJE	Review, finalize, and file debtor's application to retain McKool Smith as conflicts counsel.	0.80	$492.00
B160	06/08/20	VM	Review and edit May billing entries in preparation for initial monthly fee statement.	0.70	$479.50
B160	06/08/20	VM	Review draft of monthly fee statement for May 2020.	0.10	$68.50
B160	06/15/20	JJS	Exchange emails with S. Statham regarding employment order.	0.20	$179.00
B160	06/15/20	JJS	Email T. Eisweirth regarding employment order and needed revisions.	0.20	$179.00
B160	06/23/20	VM	Review and comment on final May invoice.	0.30	$205.50
B160	06/23/20	VM	Review monthly fee application for May 2020.	0.10	$68.50
B160	06/24/20	VM	Prepare supplemental declaration of J. Sparacino in support of application to retain McKool Smith and correspond with S. Bassinger regarding the same.	1.00	$685.00
B160	06/24/20	VM	Review certificate of no objection to McKool's employment application.	0.40	$274.00
B160	06/25/20	VM	Review and finalize supplemental declaration of J. Sparacino.	0.50	$342.50
B160	06/29/20	JJS	Attention to McKool Smith employment order and certificate of no objection issues.	0.20	$179.00

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RE: Panasonic Avionics Chapter 11 Conflict Counsel

Task	Date	Atty	Description	Hours	Amount
B160	06/29/20	VM	Finalize and file certificate of no objection to debtors' application to retain McKool Smith as conflicts counsel.	0.50	$342.50
B160	06/30/20	JJS	Attention to McKool Smith employment order and email team regarding same.	0.20	$179.00
			Task Total	9.70	$7,260.50

B230 Financing/Cash Collateral

B230	06/04/20	JJS	Review DIP order regarding 364(e) issue.	0.20	$179.00
B230	06/04/20	JJS	Initial review of DIP hearing transcript.	0.40	$358.00
B230	06/05/20	JJS	Review and respond to D. Gyngell email regarding DIP appeal and further consider strategy.	0.30	$268.50
B230	06/08/20	JJS	Attention to Credit Agricole statement of issues and designation and consider any response or additions.	0.50	$447.50
B230	06/08/20	JJS	Email D. Gyngell regarding Credit Agricole designation and status.	0.20	$179.00
B230	06/09/20	VM	Research 11 U.S.C. 364 in preparation for drafting briefing in CACIB appeal.	2.90	$1,986.50
B230	06/09/20	VM	Call with T. Eisweirth and J. Sparacino regarding CACIB appeal.	0.50	$342.50
B230	06/09/20	TJE	Telephone conference with J. Sparacino and V. Manning regarding Credit Agricole appeal of DIP order.	0.30	$184.50
B230	06/09/20	TJE	Telephone conference with C. Xue (Skadden) regarding Credit Agricole appeal of DIP order.	0.20	$123.00
B230	06/11/20	JJS	Analyze DIP transcript and consider designation of record issues.	0.60	$537.00
B230	06/11/20	JJS	Prepare for and participate in conference call with Davis Polk team regarding DIP appeal issues and strategy.	1.10	$984.50
B230	06/11/20	VM	Research and review case law pertaining to section 364.	4.20	$2,877.00
B230	06/12/20	VM	Continue to research applicable rules governing bankruptcy appeals and relevant case law.	2.50	$1,712.50

MCKOOL SMITH
A PROFESSIONAL CORPORATION - ATTORNEYS
300 Crescent Court, Suite 1500
Dallas, Texas 75201

Tax I.D. #75-2388013

SpeedCast Communications, Inc.

RE: Panasonic Avionics Chapter 11 Conflict Counsel

Task	Date	Atty	Description	Hours	Amount
B230	06/15/20	JJS	Analyze CACIB letter and draft and revise letter to CACIB regarding hedge issues.	1.60	$1,432.00
B230	06/15/20	JJS	Email client team regarding call with CACIB and present status.	0.40	$358.00
B230	06/15/20	JJS	Exchange emails with Weil, Gotshal regarding hedge termination status and issues.	0.30	$268.50
B230	06/15/20	TJE	Edit and revise proposed retention order implementing United States Trustee's comments.	0.30	$184.50
B230	06/16/20	VM	Research briefing related to section 364(e).	0.30	$205.50
B230	06/19/20	JJS	Exchange emails with V. Manning regarding revised form of order and filing advice.	0.20	$179.00
B230	06/19/20	JJS	Exchange emails with V. Manning regarding DIP appeal issues.	0.20	$179.00
B230	06/22/20	JJS	Attention to McKool May billing statement regarding compliance with fee procedures order.	0.20	$179.00
B230	06/22/20	JJS	Review and respond to emails from V. Manning regarding McKool billing statement.	0.20	$179.00
B230	06/22/20	JJS	Attention to KTsat correspondence and email Weil Gotshal team regarding same.	0.20	$179.00
B230	06/23/20	JJS	Email D. Gyngell and M. Healy regarding CACIB issue.	0.20	$179.00
B230	06/24/20	JJS	Revise letter to CACIB and coordinate delivery.	0.40	$358.00
B230	06/24/20	JJS	Exchange emails with D. Gyngell regarding CACIB.	0.10	$89.50
B230	06/25/20	JJS	Deliver emails to Weil Gotshal and CACIB counsel regarding ISDA reply letter to CACIB.	0.20	$179.00
B230	06/25/20	JJS	Review draft McKool Smith supplemental disclosure and email V. Manning regarding same and filing.	0.30	$268.50
B230	06/28/20	JJS	Review and respond to emails among Weil team and Davis Polk team regarding hedge issues and strategy.	0.40	$358.00
B230	06/28/20	JJS	Brief research regarding section 560 issues and strategy.	0.60	$537.00
B230	06/28/20	JJS	Exchange emails among McKool team regarding hedge strategy and CACIB issues.	0.30	$268.50
B230	06/28/20	VM	Correspondence regarding CACIB termination.	0.80	$548.00
B230	06/28/20	TJE	Research and analyze materials regarding automatic	2.00	$1,230.00

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SpeedCast Communications, Inc.

RE: Panasonic Avionics Chapter 11 Conflict Counsel

Task	Date	Atty	Description	Hours	Amount
			stay as applied to swap agreements.		
B230	06/28/20	TJE	Draft and send email regarding automatic stay as applied to swap agreements.	0.40	$246.00
B230	06/29/20	JJS	Exchange several emails with Weil Gotshal regarding hedge issues.	0.20	$179.00
B230	06/29/20	JJS	Telephone call with T. Eisweirth regarding hedge issues.	0.40	$358.00
B230	06/29/20	VM	Attention to correspondence related to CACIB hedge claim.	0.40	$274.00
B230	06/30/20	JJS	Analyze hedge termination and amount due issues and strategy.	1.30	$1,163.50
B230	06/30/20	JJS	Exchange several emails regarding hedge issues.	0.30	$268.50
B230	06/30/20	JJS	Telephone call with T. Eisweirth regarding hedge strategy.	0.40	$358.00
B230	06/30/20	JJS	Prepare for and participate in conference call with Weil team regarding hedge issues and strategy.	0.90	$805.50
B230	06/30/20	JJS	Conference call with McKool team regarding hedge issues.	0.50	$447.50
B230	06/30/20	JJS	Review and respond to emails with D. Schiff regarding hedge issues.	0.30	$268.50
B230	06/30/20	JJS	Email FTI and Moelis regarding CACIB hedge issues.	0.20	$179.00
B230	06/30/20	TJE	Telephone conference with J. Sparacino regarding bankruptcy automatic stay as applied to swap agreements.	0.50	$307.50
B230	06/30/20	TJE	Research issues related to swap agreement termination.	0.80	$492.00
B230	06/30/20	TJE	Telephone conference with Weil and McKool team regarding Credit Agricole swap termination.	0.60	$369.00
B230	06/30/20	TJE	Continue research of issues related to swap agreement termination.	4.40	$2,706.00
B230	06/30/20	TJE	Telephone conference with McKool team regarding Credit Agricole swap termination.	0.40	$246.00
B230	06/30/20	TJE	Draft and send email to McKool team regarding issues related to swap agreement termination.	0.90	$553.50

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RE: Panasonic Avionics Chapter 11 Conflict Counsel

Task	Date	Atty	Description	Hours	Amount
			Task Total	36.00	$26,760.00
B510 General Litigation					
B510	06/03/20	JJS	Attention to Credit Agricole appeal and consideration of initial issues.	0.40	$358.00
B510	06/03/20	JJS	Email McKool team regarding appeal status.	0.20	$179.00
B510	06/03/20	JJS	Email Weil team regarding appeal.	0.10	$89.50
B510	06/03/20	VM	Review notice of appeal from Credit Agricole.	0.20	$137.00
B510	06/04/20	JJS	Attention to further Credit Agricole appeal matters and court notice.	0.30	$268.50
B510	06/04/20	JJS	Email client representatives regarding appeal of DIP.	0.20	$179.00
B510	06/04/20	JJS	Exchange multiple emails among McKool team regarding appeal mootness and research.	0.40	$358.00
B510	06/04/20	JJS	Exchange several emails with Weil team regarding appeal.	0.20	$179.00
B510	06/04/20	TJE	Exchange several emails with McKool team regarding Credit Agricole appeal and next steps.	0.50	$307.50
B510	06/08/20	JJS	Exchange several emails with UCC counsel regarding Credit Agricole appeal.	0.20	$179.00
B510	06/08/20	JJS	Exchange emails among McKool team regarding appeal issues.	0.30	$268.50
B510	06/08/20	VM	Review appellant designation filed by Credit Agricole.	0.40	$274.00
B510	06/08/20	VM	Research section 364.	1.00	$685.00
B510	06/09/20	GRK	Review and consider appeal brief relating to DIP approval.	1.10	$1,177.00
B510	06/09/20	GRK	Conference with lender counsel regarding appeal of DIP decision.	0.50	$535.00
B510	06/09/20	GRK	Team strategy call relating to appeal of DIP order.	0.40	$428.00
B510	06/09/20	JJS	Telephone call with V. Manning and T. Eisweirth regarding CACIB appeal and mootness strategy.	0.40	$358.00
B510	06/09/20	JJS	Initial research regarding appeal mootness issues.	0.50	$447.50
B510	06/10/20	JJS	Initial research regarding appeal issues including potential mootness issue.	1.20	$1,074.00

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RE: Panasonic Avionics Chapter 11 Conflict Counsel

Task	Date	Atty	Description	Hours	Amount
B510	06/11/20	GRK	Consider motion to dismiss and strategy relating to DIP order appeal.	1.10	$1,177.00
B510	06/11/20	TJE	Telephone conference with Davis Polk team regarding Credit Agricole appeal of DIP order and next steps.	0.70	$430.50
B510	06/11/20	TJE	Telephone conference with McKool Smith team regarding Credit Agricole appeal of DIP order and next steps.	0.40	$246.00
B510	06/12/20	JJS	Review research regarding appeal mootness.	1.10	$984.50
B510	06/12/20	JJS	Email V. Manning regarding appeal issues.	0.20	$179.00
B510	06/12/20	JJS	Email A. Muhammad regarding DIP appeal.	0.10	$89.50
B510	06/13/20	VM	Correspondence with J. Sparacino regarding strategy for CACIB appeal.	0.20	$137.00
B510	06/14/20	JJS	Exchange several emails with CACIB counsel regarding appeal and conference call.	0.30	$268.50
B510	06/14/20	JJS	Consider mootness issues and motion timing in connection with CACIB appeal.	0.70	$626.50
B510	06/15/20	JJS	Call with McKool team to discuss appeal issues in advance of call with CACIB counsel.	0.60	$537.00
B510	06/15/20	JJS	Prepare for and participate in conference call with CACIB counsel regarding appeal issues.	1.20	$1,074.00
B510	06/15/20	VM	Call with CACIB regarding designation of record on appeal.	0.90	$616.50
B510	06/15/20	TJE	Edit and revise draft letter to Credit Agricole regarding April 27 and June 1 letters.	0.50	$307.50
B510	06/16/20	GRK	Consider issues relating to Credit Agricole's appeal and procedure relating thereto.	0.70	$749.00
B510	06/16/20	GRK	Team conference call regarding strategy relating to opposition to Credit Agricole appeal.	0.70	$749.00
B510	06/16/20	JJS	Review research regarding mootness issues in DIP appeal.	0.70	$626.50
B510	06/16/20	JJS	Prepare for and participate in conference call with McKool team regarding appeal strategy and needed efforts.	0.80	$716.00
B510	06/16/20	JJS	Research regarding 365(e) in connection with appeal.	1.20	$1,074.00

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RE: Panasonic Avionics Chapter 11 Conflict Counsel

Task	Date	Atty	Description	Hours	Amount
B510	06/16/20	VM	Call with J. Sparacino and G. Klein regarding appeal preparations.	1.00	$685.00
B510	06/16/20	TJE	Telephone conference with McKool Smith team regarding Credit Agricole appeal and next steps.	0.70	$430.50
B510	06/17/20	GRK	Consider procedural issues relating to Credit Agricole appeal and whether there are additional items to include in the record.	0.80	$856.00
B510	06/17/20	JJS	Attention to further research and review of research results regarding CACIB appeal issues.	1.30	$1,163.50
B510	06/17/20	JJS	Prepare for and participate in conference call with J. Thollander regarding CACIB appeal issues and assistance.	0.60	$537.00
B510	06/17/20	JJS	Attention to Credit Agricole amended designation and cross-check original.	0.30	$268.50
B510	06/17/20	JJS	Review and respond to emails from Credit Agricole appellate counsel.	0.20	$179.00
B510	06/17/20	JJS	Draft several emails to J. Thollander regarding appeal issues.	0.40	$358.00
B510	06/17/20	VM	Correspond with J. Sparacino regarding briefing related to equitable and statutory mootness.	0.70	$479.50
B510	06/17/20	VM	Call with G. Klein and J. Sparacino regarding appellate issues.	0.50	$342.50
B510	06/17/20	TJE	Telephone conference with J. Thollander regarding Credit Agricole appeal.	0.40	$246.00
B510	06/18/20	VM	Attention to correspondence from Haynes and Boone regarding designation of record on appeal.	0.90	$616.50
B510	06/19/20	VM	Correspond with P. Fohn regarding record on appeal and related stipulation of exhibits.	0.80	$548.00
B510	06/22/20	JJS	Review various precedent on appeal mootness.	0.50	$447.50
B510	06/22/20	VM	Correspond with J. Sparacino regarding appeal briefing outline.	0.50	$342.50
B510	06/22/20	TJE	Review and compare Credit Agricole's amended statement of issues and designation of record.	0.20	$123.00
B510	06/23/20	GRK	Consider CACIB swap termination issues.	1.60	$1,712.00
B510	06/23/20	JJS	Review and respond to K. DiBlasi email regarding	0.20	$179.00

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SpeedCast Communications, Inc.

RE: Panasonic Avionics Chapter 11 Conflict Counsel

Task	Date	Atty	Description	Hours	Amount
			appeal status and strategy.		
B510	06/23/20	JJS	Draft motion to dismiss appeal as moot.	1.10	$984.50
B510	06/23/20	VM	Research issues related to mootness on appeal from bankruptcy order.	3.60	$2,466.00
B510	06/24/20	JJS	Draft motion to dismiss appeal of Credit Agricole.	2.40	$2,148.00
B510	06/24/20	JJS	Extensive legal research regarding appeal mootness and analyze research results.	1.70	$1,521.50
B510	06/26/20	JJS	Draft and revise motion to dismiss appeal.	2.10	$1,879.50
B510	06/29/20	GRK	Consider strategy with respect to appeal of DIP order, motion to dismiss, and stay of discovery.	1.30	$1,391.00
B510	06/29/20	GRK	Review Judge Rosenthal rules in consideration of strategy regarding stay.	0.70	$749.00
B510	06/30/20	GRK	Review and consider ISDA and Master Agreement in consideration of hedging coupon payment and strategy relating thereto.	2.10	$2,247.00
B510	06/30/20	GRK	Prepare for and participate in conference with J. Sparacino, T. Eisweirth, and J. Thollander regarding appeal, hedging, and priority payment issues.	0.80	$856.00
B510	06/30/20	GRK	Review and consider case authority regarding priority of payments for terminated hedges.	0.60	$642.00
B510	06/30/20	GRK	Consider issues relating to motion to dismiss appeal and appellate strategy.	1.30	$1,391.00
B510	06/30/20	JJS	Telephone call with P. Fonn (CACIB counsel) regarding appeal issues.	0.30	$268.50
B510	06/30/20	JJS	Conference call with McKool Smith appeal team regarding appeal strategy and next steps.	0.60	$537.00
B510	06/30/20	JJS	Draft and revise motion to dismiss appeal.	1.40	$1,253.00
B510	06/30/20	JJS	Consider appeal strategy and Credit Agricole request be expedited.	0.50	$447.50
B510	06/30/20	JJS	Review and respond to emails with agent counsel regarding Credit Agricole request to expedite.	0.20	$179.00
B510	06/30/20	JJS	Further research regarding hedge termination questions.	0.70	$626.50
B510	06/30/20	JLT	Teleconference with team regarding appeal of bankruptcy order to district court and review rules	0.80	$716.00

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SpeedCast Communications, Inc.

RE: Panasonic Avionics Chapter 11 Conflict Counsel

Task	Date	Atty	Description	Hours	Amount
			relating to same.		
B510	06/30/20	VM	Correspondence regarding CACIB appeal.	0.20	$137.00
B510	06/30/20	VM	Call with T. Eisweirth regarding CACIB appeal and briefing.	0.70	$479.50
B510	06/30/20	TJE	Telephone conference with McKool team regarding Credit Agricole appeal of DIP order.	0.70	$430.50
B510	06/30/20	TJE	Telephone conference with V. Manning regarding Credit Agricole appeal of DIP order and swap termination.	0.30	$184.50
			Task Total	56.30	$49,118.00

TOTAL LEGAL SERVICES	$89,887.00
Minus 20% Holdback	**-$17, 977.40**
TOTAL	$71,909.60

LEGAL SERVICES SUMMARY

GRK	GAYLE R. KLEIN	13.70 Hrs	1,070.00/hr	$14,659.00
JLT	JOEL L. THOLLANDER	0.80 Hrs	895.00/hr	$716.00
JJS	JOHN J. SPARACINO	48.90 Hrs	895.00/hr	$43,765.50
VM	VERONICA MANNING	29.50 Hrs	685.00/hr	$20,207.50
TJE	THOMAS J. EISWEIRTH	16.60 Hrs	615.00/hr	$10,209.00
AKJ	AMANDA K. JOHNS	1.10 Hrs	300.00/hr	$330.00
		110.60 Hrs		**$89,887.00**

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SpeedCast Communications, Inc.

RE: Panasonic Avionics Chapter 11 Conflict Counsel

SUMMARY OF PROJECT CATEGORY

Task	Hours	Amount
B110 Case Administration	8.60	6,748.50
B160 Fee/Employment Applications	9.70	7,260.50
B230 Financing/Cash Collateral	36.00	26,760.00
B510 General Litigation	56.30	49,118.00
	110.60	**$89,887.00**

DISBURSEMENTS
Through June 30, 2020

E106 Online research

Other Research

E106	06/30/2020	Vendor 001673-01: Pacer Service Center; Pacer online services for period ending June 2020.	57.70
Other Research Total			$57.70
Task Total			$57.70
		TOTAL DISBURSEMENTS	$57.70

DISBURSEMENT TASK SUMMARY

Task	Amount
E106 Online research	57.70

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RE: Panasonic Avionics Chapter 11 Conflict Counsel

TOTAL DISBURSEMENTS	$57.70
TOTAL - THIS BILL	$89,944.70
Minus 20% Holdback of Fees	**-$17,977.40**
TOTAL DUE UPON RECEIPT	$71,967.30

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Dallas, Texas 75201

Tax I.D. #75-2388013

SpeedCast International Limited
Unit 4F, Level 1, 12 Lord Street
Botany NSW 2019
Australia

August 19, 2020
Bill Number 104918
File Number 04038-00001

FOR PROFESSIONAL SERVICES

RE: Panasonic Avionics Chapter 11 Conflict Counsel

LEGAL SERVICES

Through July 31, 2020

Task	Date	Atty	Description	Hours	Amount
B110 Case Administration					
B110	07/02/20	TJE	Research and analyze Bankruptcy, Local, and Judge's rules regarding appellate briefing.	0.40	$246.00
B110	07/02/20	AKJ	Confer with T. Eisweirth regarding obtaining copies of the appeal pleadings and updating PacerPro to add appeal matter.	0.20	$60.00
B110	07/02/20	AKJ	Obtain copies of the appeal pleadings and update PacerPro to add appeal matter.	0.50	$150.00
B110	07/03/20	JJS	Deliver emails to client and Weil team regarding appeal status and brief.	0.20	$179.00
B110	07/03/20	VM	Prepare request to toll briefing schedule.	0.90	$616.50
B110	07/03/20	VM	Draft letter to court requesting premotion conference.	0.80	$548.00
B110	07/06/20	JJS	Research regarding appellate court procedures and rules.	0.30	$268.50
B110	07/06/20	JJS	Email McKool Smith team regarding next steps and strategy.	0.20	$179.00
B110	07/07/20	VM	Prepare correspondence to court requesting pre-motion conference and attaching debtors' letter regarding the same.	0.80	$548.00
B110	07/07/20	VM	Correspondence relating to communications with	0.30	$205.50

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RE: Panasonic Avionics Chapter 11 Conflict Counsel

Task	Date	Atty	Description	Hours	Amount
			court and CACIB's motion to expedite.		
B110	07/08/20	JJS	Email to T. Sekula regarding needed roll up research.	0.40	$358.00
B110	07/09/20	JJS	Exchange emails among team regarding call.	0.20	$179.00
B110	07/09/20	JJS	Attention to filings and email client team regarding filings.	0.20	$179.00
B110	07/09/20	AKJ	Confer with V. Manning numerous times regarding how the motion to dismiss appeal as moot and the disclosure statement are joined together and the need to separate them for filing.	0.20	$60.00
B110	07/09/20	AKJ	Confer with T. Eisweirth regarding how the motion to dismiss appeal as moot and the disclosure statement need to be two separate filings and walk through the motions to separate and rename the exhibits.	0.30	$90.00
B110	07/09/20	AKJ	File the motion to dismiss appeal as moot and the disclosure statement.	0.30	$90.00
B110	07/13/20	TJE	Edit and revise pro hav vice application.	0.10	$61.50
B110	07/13/20	AKJ	Confer with V. Manning regarding linking the brief when filing the motion to dismiss appellant's brief, per instructions of T. Eisweirth.	0.30	$90.00
B110	07/14/20	JJS	Exchange emails with McKool Smith team and prepare for internal call.	0.30	$268.50
B110	07/14/20	AKJ	Confer with J. Charles regarding docketing deadlines for the appeal.	0.20	$60.00
B110	07/14/20	AKJ	Docket all deadlines and reminders in CompuLaw and send CompuLaw report to team.	0.50	$150.00
B110	07/16/20	AKJ	Docket appeal briefing deadlines contained in court's order (Dkt# 26) and circulate same to team.	0.80	$240.00
B110	07/23/20	JJS	Review standard research results.	0.20	$179.00
			Task Total	8.60	$5,005.50

B160 Fee/Employment Applications

B160	07/06/20	GRK	Email conference with V. Manning regarding fee statement.	0.20	$214.00

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Task	Date	Atty	Description	Hours	Amount
B160	07/06/20	VM	Review and finalize fee statement.	0.20	$137.00
B160	07/17/20	VM	Review June pro forma.	0.30	$205.50
B160	07/20/20	VM	Review June invoice pro forma and correspond with J. Charles regarding the same.	0.50	$342.50
B160	07/24/20	JJS	Consider fee payment procedures and email V. Manning regarding issue.	0.30	$268.50
B160	07/24/20	AKJ	Numerous communications with V. Manning and J. Charles regarding docketing deadlines to file monthly fee statements and interim fee applications.	0.50	$150.00
B160	07/24/20	AKJ	Review the court's order establishing procedures for interim compensation and reimbursement of expenses for professionals (Dkt # 328) in preparation for docketing the deadlines to file monthly fee statements and interim fee applications, along with objections dates for both.	0.40	$120.00
B160	07/24/20	AKJ	Docket in CompuLaw deadlines to file monthly fee statements and interim fee applications, along with objections dates through the end of 2021.	1.00	$300.00
B160	07/24/20	AKJ	Create email distribution group for the noticing parties to send copies of the monthly fee statements and interim fee applications.	0.50	$150.00
B160	07/28/20	VM	Review draft of June fee statement.	0.20	$137.00
B160	07/31/20	VM	Finalize and send monthly fee statement to notice parties.	0.50	$342.50
			Task Total	4.60	$2,367.00

B190 Other Contested Matters (excluding assumption/rejection motions)

B190	07/01/20	GRK	Prepare for and participate in call with lenders regarding CACIB hedge and termination issues relating thereto.	0.80	$856.00
B190	07/01/20	GRK	Consider potential termination damages relating to CACIB hedge, including review of ISDA, related agreement and case authority.	2.20	$2,354.00
B190	07/01/20	VM	Correspondence regarding CACIB appeal and	0.40	$274.00

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Task	Date	Atty	Description	Hours	Amount
			motion to expedite.		
B190	07/01/20	VM	Call to discuss hedge agreement termination.	0.40	$274.00
B190	07/01/20	VM	Review research pertaining to swap termination.	0.10	$68.50
B190	07/02/20	GRK	Review and comment on motion to dismiss appeal and consider issues relating thereto.	1.80	$1,926.00
B190	07/02/20	GRK	Review stipulation regarding lender participation in appeal as appellee.	0.30	$321.00
B190	07/02/20	GRK	Conference with A. Levy regarding proposed stipulation for lenders to participate as appellees in appeal.	0.10	$107.00
B190	07/02/20	GRK	Consider corporate disclosure statement for motion to dismiss appeal.	0.20	$214.00
B190	07/02/20	GRK	Review and consider Credit Agricole's opening brief on appeal and new arguments therein.	3.10	$3,317.00
B190	07/02/20	VM	Research section 364(e) in connection with review of proposed motion to dismiss.	1.20	$822.00
B190	07/02/20	VM	Review and revise draft of motion to dismiss to CACIB's appeal.	2.90	$1,986.50
B190	07/03/20	GRK	Email conferences with J. Sparacino, V. Manning and T. Eisweirth regarding appeal brief and strategy.	0.60	$642.00
B190	07/06/20	GRK	Review and comment on motion to dismiss appeal as moot.	1.30	$1,391.00
B190	07/06/20	GRK	Consider strategy and additional arguments for motion to dismiss appeal, including failure to raise argument below.	1.20	$1,284.00
B190	07/06/20	GRK	Review Judge Rosenthal rules in consideration of strategy for Speedcast's motion for extension of time on appeal briefing and appellant's motion to expedite same.	0.30	$321.00
B190	07/06/20	GRK	Prepare for and participate in team call regarding revisions to motion to dismiss appeal and discussion regarding strategy and additional research.	1.80	$1,926.00
B190	07/06/20	JJS	Analyze CACIB motion to expedite and develop response issues and concepts.	1.40	$1,253.00
B190	07/06/20	JJS	Email McKool Smith team regarding response to	0.50	$447.50

MCKOOL SMITH
A PROFESSIONAL CORPORATION - ATTORNEYS
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Dallas, Texas 75201

Tax I.D. #75-2388013

SpeedCast International Limited

RE: Panasonic Avionics Chapter 11 Conflict Counsel

Task	Date	Atty	Description	Hours	Amount
			motion to expedite.		
B190	07/06/20	JJS	Prepare for and participate in McKool Smith team call regarding drafting and strategy for brief and motion to dismiss.	1.30	$1,163.50
B190	07/06/20	JJS	Email client and Weil Gotshal team regarding appeal status and recommendation issues.	0.30	$268.50
B190	07/06/20	JJS	Further draft and revise motion to dismiss.	0.70	$626.50
B190	07/07/20	GRK	Review and consider revised motion to dismiss appeal as moot.	1.30	$1,391.00
B190	07/07/20	GRK	Prepare for and participate in call to discuss changes and strategy relating to motion to dismiss appeal as moot and motion to extend briefing of appeal.	1.00	$1,070.00
B190	07/07/20	GRK	Review and revise draft pre-conference letter motion relating to motion to extend briefing schedule and motion to expedite.	0.80	$856.00
B190	07/07/20	GRK	Draft email to opposing counsel regarding meet and confer for motion to extend briefing schedule.	0.30	$321.00
B190	07/08/20	GRK	Review Credit Agricole response letter to request for pre-motion conference on briefing schedule issues and consider strategy relating thereto.	1.90	$2,033.00
B190	07/08/20	GRK	Consider revisions to motion to dismiss appeal as moot.	0.70	$749.00
B190	07/08/20	GRK	Comment on revised motion to dismiss.	0.50	$535.00
B190	07/08/20	GRK	Consider pre-motion conference strategy and how to oppose Credit Agricole's response letter to court.	0.80	$856.00
B190	07/09/20	GRK	Review draft order on motion to dismiss.	0.20	$214.00
B190	07/09/20	GRK	Consider exhibits to motion to dismiss in light of bankruptcy rules.	0.30	$321.00
B190	07/09/20	GRK	Review revised motion to dismiss.	0.90	$963.00
B190	07/09/20	TJE	Research and analyze issues related to bankruptcy appeal and district court filing requirements.	0.30	$184.50
B190	07/12/20	GRK	Review and comment on opposition to motion to expedite appeal.	1.40	$1,498.00
B190	07/12/20	GRK	Consider strategy on opposition to motion to expedite appeal.	0.60	$642.00

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RE: Panasonic Avionics Chapter 11 Conflict Counsel

Task	Date	Atty	Description	Hours	Amount
B190	07/13/20	GRK	Team strategy call regarding opposition to motion to expedite and appeal of DIP order.	1.10	$1,177.00
B190	07/13/20	GRK	Review and comment on revised draft opposition to motion to expedite appeal.	1.40	$1,498.00
B190	07/13/20	GRK	Review Day One hearing transcript for issues relating to Credit Agricole and roll up relating to opposition to motion to expedite appeal.	0.60	$642.00
B190	07/14/20	GRK	Prepare for and participate in call with lenders to prepare for hearing on motion to expedite and to delay briefing.	0.80	$856.00
B190	07/14/20	GRK	Call with J. Sparacino, T. Eisweirth and V. Manning regarding preparation for hearing and strategy regarding appeal.	1.20	$1,284.00
B190	07/14/20	GRK	Review and consider Judge Rosenthal local rules relating to appeal, motion to dismiss appeal, and motion to expedite.	0.70	$749.00
B190	07/14/20	GRK	Review and consider Credit Agricole reply to motion to expedite, including consideration how it relates to the upcoming hearing.	1.00	$1,070.00
B190	07/14/20	GRK	Draft bullet points for J. Sparacino consideration for upcoming hearing on motion to expedite/stay briefing.	0.90	$963.00
B190	07/14/20	JJS	Review cases cited in CACIB reply.	0.90	$805.50
B190	07/14/20	JJS	Email Weil Gotshal and client regarding CACIB reply.	0.20	$179.00
B190	07/14/20	JJS	Participate in conference call with McKool Smith team regarding CACIB reply and strategy for July 15 hearing.	0.80	$716.00
B190	07/14/20	JJS	Prepare for argument and review research in preparation for July 15 hearing.	1.30	$1,163.50
B190	07/14/20	JJS	Prepare for and participate in conference call with Davis Polk team regarding July 15 hearing.	0.90	$805.50
B190	07/14/20	JJS	Attention to email from T. Eisweirth with additional research and review of the referenced cases.	1.40	$1,253.00
B190	07/15/20	GRK	Prepare for and participate in hearing on motion to	1.30	$1,391.00

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Task	Date	Atty	Description	Hours	Amount
			stay and motion to expedite.		
B190	07/15/20	GRK	Review appeal briefing and record and consider response to appeal.	3.80	$4,066.00
B190	07/16/20	GRK	McKool team call regarding strategy and assignments for appellate brief.	0.70	$749.00
B190	07/16/20	GRK	Research and review case authority regarding roll-ups and permissibility.	4.50	$4,815.00
B190	07/16/20	GRK	Consider standing issues and whether argument was waived, including review of appellate waiver cases.	1.30	$1,391.00
B190	07/20/20	GRK	Review Saybrook decision and progeny and consider cross-collateralization and roll-ups.	3.60	$3,852.00
B190	07/21/20	GRK	Continue to review case authority regarding Saybrook, cross-collateralization and roll-ups.	4.40	$4,708.00
B190	07/21/20	GRK	Review and comment on draft brief and consider statement of case.	2.10	$2,247.00
B190	07/22/20	GRK	Conference with J. Eisweirth and V. Manning regarding response to Credit Agricole's appellate brief.	0.80	$856.00
B190	07/22/20	GRK	Begin to draft roll-up portion of brief.	2.90	$3,103.00
B190	07/23/20	GRK	Continue to draft and revise brief, including review of case authority.	2.20	$2,354.00
B190	07/23/20	JJS	Email R. Bullard regarding further research needed as to adequate protection.	0.20	$179.00
B190	07/23/20	JJS	Research regarding issue abandonment.	0.80	$716.00
B190	07/24/20	GRK	Continue work on opposition to appeal, including review of case authority cited by Credit Agricole and review of Equalnet docket and background.	3.20	$3,424.00
B190	07/27/20	GRK	Continue to draft roll-up section regarding brief in opposition, including consideration of additional orders relating to roll-ups and review of transcripts and articles denoting objections to roll-ups.	4.60	$4,922.00
B190	07/28/20	GRK	Draft, review and revise brief, particularly including section on permissibility of roll-ups under the Bankruptcy Code.	6.30	$6,741.00
B190	07/29/20	GRK	Conference with J. Sparacino and T. Eisweirth	1.60	$1,712.00

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RE: Panasonic Avionics Chapter 11 Conflict Counsel

Task	Date	Atty	Description	Hours	Amount
			regarding revisions to brief and strategy relating thereto.		
B190	07/29/20	GRK	Further research regarding orders on roll-ups in the Southern District of Texas and prevalence thereof.	0.80	$856.00
B190	07/29/20	GRK	Research regarding Credit Agricole's participation in roll-ups in other bankruptcies.	0.60	$642.00
B190	07/29/20	GRK	Research regarding Haynes & Boone statements regarding roll-ups in the Southern District of Texas.	1.40	$1,498.00
B190	07/29/20	GRK	Review and revise brief, including re-draft statement of the case.	3.30	$3,531.00
B190	07/29/20	GRK	Email conference with ad-hoc lenders' counsel regarding briefing issues.	0.20	$214.00
B190	07/29/20	GRK	Consider issues relating to adequate protection.	0.80	$856.00
B190	07/30/20	GRK	Review and revise brief.	2.80	$2,996.00
			Task Total	101.30	$104,457.00

B230 Financing/Cash Collateral

B230	07/01/20	JJS	Further consider hedge termination issues, including ISDA review and review of research.	0.70	$626.50
B230	07/01/20	JJS	Exchange emails among McKool team regarding hedge issues and strategy.	0.30	$268.50
B230	07/01/20	TJE	Research issues related to swap agreement termination and rejection.	1.90	$1,168.50
B230	07/01/20	TJE	Continue research of issues related to swap agreement termination and rejection.	0.30	$184.50
B230	07/01/20	TJE	Draft and send email to McKool team regarding research of issues related to rejecting swap agreement.	0.40	$246.00
B230	07/02/20	JJS	Email FTI and Moelis regarding appeal and DIP issues.	0.20	$179.00
B230	07/02/20	JJS	Consider ISDA termination strategy issues.	0.40	$358.00
B230	07/02/20	JJS	Exchange emails among McKool team regarding hedge termination strategy.	0.30	$268.50
B230	07/03/20	JJS	Attention to CACIB counsel emails and respond to	0.20	$179.00

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Task	Date	Atty	Description	Hours	Amount
			same.		
B230	07/03/20	JJS	Email Weil team regarding DIP questions.	0.20	$179.00
B230	07/03/20	JJS	Attention to lender stipulation.	0.20	$179.00
B230	07/08/20	TJE	Exchange emails with T. Sekula and J. Sparacino regarding research assignment related to roll-up of prepetition debt in DIP financing orders.	0.20	$123.00
B230	07/09/20	JJS	Analyze DIP order regarding various findings and adequate protection issues in connection with brief preparation.	0.80	$716.00
B230	07/09/20	JJS	Attention to CACIB letter regarding hedge termination and email client group regarding same.	0.20	$179.00
B230	07/09/20	JJS	Exchange further emails with Davis Polk team regarding DIP status issues.	0.20	$179.00
B230	07/23/20	JJS	Analyze loan documents regarding various definitions in DIP order.	0.80	$716.00
B230	07/30/20	JJS	Attention to roll-up research.	0.40	$358.00
B230	07/30/20	JJS	Research regarding roll-up issue.	0.50	$447.50
			Task Total	8.20	$6,555.00
B320 Plan and Disclosure Statement (including Business Plan)					
B320	07/02/20	TJE	Draft and send email to Weil team regarding SpeedCast corporate disclosure statement.	0.20	$123.00
B320	07/02/20	TJE	Draft and send email to McKool team regarding SpeedCast corporate disclosure statement.	0.10	$61.50
			Task Total	0.30	$184.50
B510 General Litigation					
B510	07/02/20	JLT	Begin to review and consider notices from court regarding brief filed by appellant.	0.60	$537.00
B510	07/02/20	TJE	Edit and revise motion to dismiss Credit Agricole appeal of debtor in possession financing order.	6.40	$3,936.00
B510	07/03/20	JJS	Initial review of appellant's brief.	0.40	$358.00
B510	07/03/20	JJS	Review and respond to numerous emails among McKool Smith team regarding appeal strategy.	0.40	$358.00

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Task	Date	Atty	Description	Hours	Amount
B510	07/03/20	JJS	Review proposed letter to Court regarding appeal issue.	0.20	$179.00
B510	07/03/20	JLT	Review early draft of motion to dismiss appeal as moot.	0.50	$447.50
B510	07/04/20	VM	Review and revise draft of motion to dismiss.	0.90	$616.50
B510	07/05/20	TJE	Review and analyze Credit Agricole appellate brief.	0.60	$369.00
B510	07/06/20	JLT	Exchange e-mails with team regarding motion for suspension of briefing schedule and prospect of motion for an extension of time to file response brief.	0.50	$447.50
B510	07/06/20	VM	Correspond with G. Klein regarding pre-motion conference.	0.70	$479.50
B510	07/06/20	VM	Review motion to dismiss and provide comment.	0.40	$274.00
B510	07/06/20	VM	Call with J. Sparacino, G. Klein, and T. Eisweirth regarding motion to dismiss.	1.20	$822.00
B510	07/06/20	VM	Review CACIB's appellant brief.	1.70	$1,164.50
B510	07/06/20	VM	Review CACIB's motion to expedite appeal.	0.30	$205.50
B510	07/06/20	TJE	Review and analyze Credit Agricole appellate brief.	1.30	$799.50
B510	07/06/20	TJE	Prepare for and attend telephone conference with McKool team regarding motion to dismiss Credit Agricole appeal as moot.	1.30	$799.50
B510	07/06/20	TJE	Review and analyze case cited in Credit Agricole appellate brief.	0.90	$553.50
B510	07/06/20	TJE	Research and analyze cases regarding mootness of appeal of DIP financing order.	3.50	$2,152.50
B510	07/06/20	TJE	Draft, edit and revise motion to dismiss Credit Agricole appeal as moot.	3.90	$2,398.50
B510	07/06/20	TJE	Continue to review and analyze Credit Agricole appellate brief.	1.50	$922.50
B510	07/07/20	JJS	Review latest draft motion to dismiss as to appeal.	0.50	$447.50
B510	07/07/20	JJS	Draft and revise appeal motion to dismiss.	2.10	$1,879.50
B510	07/07/20	JJS	Review and respond to D. Gyngell email regarding status.	0.10	$89.50
B510	07/07/20	JJS	Exchange multiple emails among McKool Smith team regarding motion to dismiss and call.	0.40	$358.00
B510	07/07/20	JJS	Further review draft motion to dismiss.	0.70	$626.50

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Task	Date	Atty	Description	Hours	Amount
B510	07/07/20	JJS	Prepare for and participate in call with McKool Smith team regarding draft motion to dismiss.	1.20	$1,074.00
B510	07/07/20	JJS	Email P. Fohn regarding request to suspend brief.	0.10	$89.50
B510	07/07/20	JJS	Consider strategy regarding court letter and pre-conference request issues.	0.40	$358.00
B510	07/07/20	JJS	Review latest draft motion to dismiss.	0.30	$268.50
B510	07/07/20	JJS	Email McKool Smith team regarding draft motion to dismiss and corporate disclosure issues.	0.20	$179.00
B510	07/07/20	JJS	Email client and Weil Gotshal team regarding draft motion to dismiss.	0.20	$179.00
B510	07/07/20	JJS	Attention to correspondence to district court and email client and Weil team regarding same.	0.20	$179.00
B510	07/07/20	VM	Call with J. Sparacino, G. Klein, T. Eisweirth regarding motion to dismiss.	0.80	$548.00
B510	07/07/20	VM	Review updated draft of motion to dismiss appeal.	0.40	$274.00
B510	07/07/20	TJE	Draft, edit, and revise motion to dismiss Credit Agricole appeal as moot.	1.80	$1,107.00
B510	07/07/20	TJE	Continue to edit and revise motion to dismiss Credit Agricole appeal as moot.	1.20	$738.00
B510	07/07/20	TJE	Prepare for and attend telephone conference with McKool team regarding motion to dismiss Credit Agricole appeal as moot.	1.00	$615.00
B510	07/08/20	JJS	Analyze appellate brief and begin to outline response issues.	1.60	$1,432.00
B510	07/08/20	JJS	Attention to CACIB letter to Judge Rosenthal and consider issues, response strategy and initial hearing preparation.	1.20	$1,074.00
B510	07/08/20	JJS	Attention to District Court setting and notice issues.	0.20	$179.00
B510	07/08/20	JJS	Exchange multiple emails with McKool team regarding District Court strategy as to pleadings and hearing preparation.	0.30	$268.50
B510	07/08/20	JJS	Exchange emails with Weil team and McKool team regarding meeting and strategy.	0.30	$268.50
B510	07/08/20	VM	Correspondence regarding CACIB's motion to expedite.	0.40	$274.00

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Task	Date	Atty	Description	Hours	Amount
B510	07/08/20	VM	Review letter from CACIB to court relating to pre-motion conference.	0.10	$68.50
B510	07/08/20	TJE	Exchange several emails with McKool team regarding response strategy to Credit Agricole motion to expedite appeal and letter to court.	0.20	$123.00
B510	07/09/20	JJS	Participate in conference call with McKool team regarding motion strategy and preparation for Monday hearing.	0.70	$626.50
B510	07/09/20	JJS	Further revise motion to dismiss.	0.70	$626.50
B510	07/09/20	JJS	Email Davis Polk regarding motion to dismiss.	0.20	$179.00
B510	07/09/20	JJS	Attention to Davis Polk comments and exchange further emails.	0.30	$268.50
B510	07/09/20	JJS	Further revise motion to dismiss and coordinate finalizing and filing.	0.80	$716.00
B510	07/09/20	JJS	Exchange further emails in advance of filing motion to dismiss.	0.20	$179.00
B510	07/09/20	JJS	Email to Weil team regarding disclosure statement drafting issue.	0.30	$268.50
B510	07/09/20	VM	Call with G. Klein, J. Sparacino, and T. Eisweirth to discuss motion to dismiss briefing.	0.80	$548.00
B510	07/09/20	VM	Research caselaw applying bankruptcy appellate rules.	1.60	$1,096.00
B510	07/09/20	VM	Review and edit motion to dismiss to comply with applicable rules and procedures.	3.10	$2,123.50
B510	07/09/20	VM	Research caselaw relating to stay pending appeal.	1.40	$959.00
B510	07/09/20	VM	Review transcript from hearing approving interim postpetition financing.	0.50	$342.50
B510	07/09/20	TJE	Telephone conference with McKool team regarding response strategy to Credit Agricole motion to expedite appeal and letter to court.	0.70	$430.50
B510	07/09/20	TJE	Edit and revise motion to dismiss appeal as moot.	1.10	$676.50
B510	07/09/20	TJE	Finalize for filing all materials related to motion to dismiss appeal as moot.	0.60	$369.00
B510	07/09/20	AKJ	Revise the motion to dismiss appeal as moot and the disclosure statement exhibit numbers in preparation	0.40	$120.00

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Task	Date	Atty	Description	Hours	Amount
			for filing.		
B510	07/10/20	JJS	Draft and revise opposition to CACIB motion to expedite.	3.10	$2,774.50
B510	07/10/20	JJS	Exchange emails among McKool Smith team regarding opposition draft and strategy.	0.30	$268.50
B510	07/10/20	JLT	Review and consider materials filed and issued in district court appeal.	0.70	$626.50
B510	07/10/20	VM	Review draft of objection to motion to expedite.	1.10	$753.50
B510	07/11/20	VM	Review and edit opposition to motion to expedite.	1.30	$890.50
B510	07/12/20	VM	Review edits to debtors' opposition brief.	0.80	$548.00
B510	07/12/20	TJE	Edit and revise opposition to motion to expedite appeal.	1.50	$922.50
B510	07/13/20	JJS	Exchange emails among McKool Smith team regarding opposition pleading draft.	0.30	$268.50
B510	07/13/20	JJS	Further draft and revise opposition pleading in appeal.	0.80	$716.00
B510	07/13/20	JJS	Participate in conference call with McKool Smith team regarding finalizing opposition and initial brief issues.	0.60	$537.00
B510	07/13/20	JJS	Email Weil team regarding opposition pleading.	0.10	$89.50
B510	07/13/20	JJS	Email Davis Polk team regarding opposition.	0.10	$89.50
B510	07/13/20	JJS	Exchange further emails among McKool Smith team regarding finalized pleading and filing.	0.20	$179.00
B510	07/13/20	JLT	Continue to review and consider pleadings and materials relevant to district court appeal, including briefing related to the motion to expedite the appeal.	2.70	$2,416.50
B510	07/13/20	VM	Call with J. Sparacino, G. Klein, and T. Eisweirth to discuss opposition brief.	0.60	$411.00
B510	07/13/20	VM	Edit and finalize opposition to motion to expedite appeal.	0.90	$616.50
B510	07/13/20	TJE	Telephone conference with McKool team regarding final edits to opposition to Credit Agricole motion to expedite.	0.40	$246.00
B510	07/13/20	TJE	Edit and revise opposition to Credit Agricole motion to expedite.	0.50	$307.50

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Task	Date	Atty	Description	Hours	Amount
B510	07/14/20	JJS	Analyze CACIB reply and consideration of issues.	0.60	$537.00
B510	07/14/20	JJS	Prepare for July 15 hearing in appeal.	1.20	$1,074.00
B510	07/14/20	JLT	Review and consider newly filed briefing from appellant regarding motion to expedite.	0.30	$268.50
B510	07/14/20	TJE	Prepare for and attend telephone conference with McKool team regarding hearing on Credit Agricole's motion to expedite and SpeedCast's request to suspend briefing.	0.80	$492.00
B510	07/14/20	TJE	Research and analyze issues related to waiver on appeal and related exceptions.	3.60	$2,214.00
B510	07/14/20	TJE	Draft and send email related to waiver on appeal and related exceptions and other hearing related issues.	0.90	$553.50
B510	07/14/20	TJE	Prepare for and attend telephone conference with Davis Polk team.	0.60	$369.00
B510	07/15/20	JJS	Analyze extensive research as to waiver issue and exception.	2.30	$2,058.50
B510	07/15/20	JJS	Continue to prepare argument for District Court hearing in the appeal.	1.80	$1,611.00
B510	07/15/20	JJS	Telephone call with G. Klein regarding hearing issues and strategy.	0.30	$268.50
B510	07/15/20	JJS	Prepare for court hearing.	0.80	$716.00
B510	07/15/20	JJS	Participate in court hearing in appeal.	0.60	$537.00
B510	07/15/20	JJS	Exchange emails with McKool Smith team regarding hearing results and next steps.	0.40	$358.00
B510	07/15/20	JLT	Review filings from district court related to appeal, including minute entry and orders relating to motion to expedite.	0.30	$268.50
B510	07/15/20	VM	Call with T. Eisweirth regarding hearing on motion to expedite.	0.40	$274.00
B510	07/15/20	TJE	Exchange emails with McKool team regarding final preparation for hearing on Credit Agricole motion to expedite and SpeedCast's request to stay briefing.	0.20	$123.00
B510	07/15/20	TJE	Prepare for and attend hearing on Credit Agricole motion to expedite and SpeedCast's request to stay briefing.	0.50	$307.50

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Task	Date	Atty	Description	Hours	Amount
B510	07/15/20	TJE	Telephone conference with V. Manning regarding hearing on Credit Agricole motion to expedite and SpeedCast's request to stay briefing.	0.20	$123.00
B510	07/16/20	JJS	Prepare outline of argument for reply brief.	1.40	$1,253.00
B510	07/16/20	JJS	Email McKool Smith team regarding outline and strategy issues.	0.20	$179.00
B510	07/16/20	JJS	Prepare for and participate in conference call with McKool Smith team regarding brief outline, strategy, and needed research issues.	1.20	$1,074.00
B510	07/16/20	JJS	Initial draft of brief.	0.80	$716.00
B510	07/16/20	JLT	Review order from court regarding briefing schedule and e-mails from team regarding same.	0.20	$179.00
B510	07/16/20	VM	Call with J. Sparacino, G. Klein, and T. Eisweirth to discuss briefing.	1.00	$685.00
B510	07/16/20	TJE	Prepare for and attend telephone conference with McKool team regarding opposition brief to Credit Agricole appeal.	0.90	$553.50
B510	07/16/20	TJE	Exchange several emails with McKool team regarding opposition brief to Credit Agricole appeal.	0.30	$184.50
B510	07/17/20	JJS	Analyze order and transcript as to certain appellate issues.	0.70	$626.50
B510	07/17/20	TJE	Review several emails between McKool team regarding appellate brief.	0.20	$123.00
B510	07/20/20	JJS	Draft appeal brief, including analysis and inclusion of research results.	2.70	$2,416.50
B510	07/20/20	TJE	Draft, edit, and revise appellee brief in response to Credit Agricole's appeal of DIP finance order.	5.50	$3,382.50
B510	07/20/20	TJE	Continue to draft, edit, and revise appellee brief in response to Credit Agricole's appeal of DIP finance order.	1.70	$1,045.50
B510	07/20/20	TJE	Research and analyze issues under section 510 of the Bankruptcy Code.	0.80	$492.00
B510	07/20/20	TJE	Continue to research and analyze issues under section 510 of the Bankruptcy Code.	0.40	$246.00
B510	07/20/20	TJE	Draft and send email to R. Bullard regarding case	0.20	$123.00

MCKOOL SMITH
A PROFESSIONAL CORPORATION - ATTORNEYS
300 Crescent Court, Suite 1500
Dallas, Texas 75201

Tax I.D. #75-2388013

SpeedCast International Limited

RE: Panasonic Avionics Chapter 11 Conflict Counsel

Task	Date	Atty	Description	Hours	Amount
			and research assignment.		
B510	07/21/20	JJS	Research Fifth Circuit authority on waiver issues.	0.80	$716.00
B510	07/21/20	JJS	Draft and revise appeal brief.	1.30	$1,163.50
B510	07/21/20	JJS	Review and respond to emails from T. Eisweirth regarding brief drafting issues.	0.30	$268.50
B510	07/21/20	JJS	Further draft and revise appeal brief.	1.70	$1,521.50
B510	07/21/20	TJE	Draft, edit, and revise appellee brief in response to Credit Agricole's appeal of DIP finance order.	0.60	$369.00
B510	07/21/20	TJE	Continue to draft, edit, and revise appellee brief in response to Credit Agricole's appeal of DIP finance order.	6.70	$4,120.50
B510	07/21/20	TJE	Research and analyze case law regarding statutory mootness and waiver on appeal.	1.10	$676.50
B510	07/21/20	RPB	Meet with G. Klein, V. Manning and T. Eisweirth.	0.40	$36.00
B510	07/21/20	RPB	Research standards of review, appellee waiver standard, and validity of roll ups.	5.10	$459.00
B510	07/22/20	JJS	Draft and revise appellate brief.	1.20	$1,074.00
B510	07/22/20	JJS	Telephone call with T. Eisweirth regarding brief revisions and strategy.	1.20	$1,074.00
B510	07/22/20	VM	Telephone conference with G. Klein and T. Eisweirth regarding CACIB appellate brief.	0.40	$274.00
B510	07/22/20	VM	Review draft of appellee brief.	1.30	$890.50
B510	07/22/20	TJE	Draft, edit, and revise appellee brief in response to Credit Agricole's appeal of DIP finance order.	0.60	$369.00
B510	07/22/20	TJE	Telephone conference with J. Sparacino regarding revisions to appellee brief in response to Credit Agricole's appeal of DIP finance order.	1.10	$676.50
B510	07/22/20	TJE	Telephone conference with J. Sparacino regarding research and arguments related to appellee brief in response to Credit Agricole's appeal of DIP finance order.	0.30	$184.50
B510	07/22/20	TJE	Continue to draft, edit, and revise appellee brief in response to Credit Agricole's appeal of DIP finance order.	5.60	$3,444.00
B510	07/22/20	TJE	Review and analyze case law regarding statutory	0.70	$430.50

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RE: Panasonic Avionics Chapter 11 Conflict Counsel

Task	Date	Atty	Description	Hours	Amount
			mootness.		
B510	07/22/20	RPB	Research appellee waiver standard and appellant waiver standard.	5.00	$450.00
B510	07/23/20	JJS	Draft and revise appellate brief.	2.10	$1,879.50
B510	07/23/20	JJS	Telephone call with T. Eisweirth regarding brief strategy and drafting issues.	0.60	$537.00
B510	07/23/20	JJS	Exchange emails with P. Feeney regarding status issues.	0.20	$179.00
B510	07/23/20	JJS	Exchange several emails with McKool Smith team regarding brief drafting issues.	0.60	$537.00
B510	07/23/20	JJS	Further draft and revise brief.	1.80	$1,611.00
B510	07/23/20	VM	Review draft brief and correspond with J. Sparacino regarding the same.	0.90	$616.50
B510	07/23/20	TJE	Telephone conference with J. Sparacino regarding arguments related to appellee brief in response to Credit Agricole's appeal of DIP finance order.	0.30	$184.50
B510	07/23/20	TJE	Research and analyze issues related to argument waiver.	1.60	$984.00
B510	07/23/20	TJE	Compose and send email to J. Sparacino regarding issues related to argument waiver.	0.40	$246.00
B510	07/23/20	TJE	Draft, edit, and revise appellee brief in response to Credit Agricole's appeal of DIP finance order.	2.00	$1,230.00
B510	07/23/20	TJE	Continue to draft, edit, and revise appellee brief in response to Credit Agricole's appeal of DIP finance order.	3.10	$1,906.50
B510	07/23/20	RPB	Research “extraordinary circumstances” to appellant waiver standard.	5.50	$495.00
B510	07/24/20	JJS	Draft and revise brief.	0.80	$716.00
B510	07/24/20	JJS	Conference call with McKool Smith team regarding drafting strategy.	0.80	$716.00
B510	07/24/20	JJS	Further draft and revise brief.	1.10	$984.50
B510	07/24/20	VM	Call with T. Eisweirth regarding appellee briefing.	0.50	$342.50
B510	07/24/20	TJE	Draft, edit, and revise appellee brief in response to Credit Agricole's appeal of DIP finance order.	1.30	$799.50
B510	07/24/20	TJE	Telephone conference with J. Sparacino and G.	0.80	$492.00

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RE: Panasonic Avionics Chapter 11 Conflict Counsel

Task	Date	Atty	Description	Hours	Amount
			Klein regarding appellee brief in response to Credit Agricole's appeal of DIP finance order.		
B510	07/24/20	TJE	Telephone conference with V. Manning regarding appellee brief in response to Credit Agricole's appeal of DIP finance order.	0.50	$307.50
B510	07/24/20	TJE	Research and analyze issues related to Bankruptcy Code 510 and contract interpretation.	1.80	$1,107.00
B510	07/24/20	TJE	Continue to draft, edit, and revise appellee brief in response to Credit Agricole's appeal of DIP finance order.	4.20	$2,583.00
B510	07/25/20	JJS	Draft and revise appellate brief.	2.30	$2,058.50
B510	07/27/20	JJS	Draft and revise brief.	1.40	$1,253.00
B510	07/27/20	JJS	Research regarding Fifth Circuit authority on waiver and adequate protection issues.	1.20	$1,074.00
B510	07/27/20	TJE	Research issues related to Bankruptcy Code section 510 and per se mootness of appeals of financing orders under section 364.	0.90	$553.50
B510	07/28/20	JJS	Draft and revise brief.	1.60	$1,432.00
B510	07/28/20	JJS	Further research multiple issues for brief.	1.40	$1,253.00
B510	07/28/20	TJE	Research and review cases related to general permissibility of roll-ups under the Bankruptcy Code.	1.80	$1,107.00
B510	07/28/20	TJE	Compose and send email to G. Klein regarding research related to general permissibility of roll-ups under the Bankruptcy Code.	0.70	$430.50
B510	07/28/20	TJE	Research and review cases related to per se mootness of appeals of financing orders under section 364.	2.00	$1,230.00
B510	07/28/20	TJE	Draft, edit, and revise appellee brief.	2.40	$1,476.00
B510	07/28/20	TJE	Continue to draft, edit, and revise appellee brief.	1.40	$861.00
B510	07/29/20	JJS	Draft and revise brief.	1.20	$1,074.00
B510	07/29/20	JJS	Exchange emails with McKool Smith team regarding strategy call.	0.20	$179.00
B510	07/29/20	JJS	Prepare for and participate in call with McKool Smith team regarding brief “page turn."	1.70	$1,521.50
B510	07/29/20	JJS	Email T. Eisweirth regarding additional brief	0.20	$179.00

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Task	Date	Atty	Description	Hours	Amount
			comments.		
B510	07/29/20	JJS	Further revise brief.	0.50	$447.50
B510	07/29/20	VM	Review draft of appellee brief.	1.20	$822.00
B510	07/29/20	VM	Call with J. Sparacino, G. Klein, and T. Eisweirth regarding briefing and preparation of debtors' appellee brief.	1.80	$1,233.00
B510	07/29/20	TJE	Telephone conference with McKool team regarding outstanding items on appellee brief.	1.70	$1,045.50
B510	07/29/20	TJE	Draft, edit, and revise appellee brief.	5.20	$3,198.00
B510	07/29/20	TJE	Continue to draft, edit, and revise appellee brief.	4.60	$2,829.00
B510	07/30/20	JJS	Prepare for and participate in Board call regarding appeal status.	0.40	$358.00
B510	07/30/20	JJS	Draft and revise brief.	1.20	$1,074.00
B510	07/30/20	JJS	Exchange several emails with McKool Smith team regarding brief issues.	0.30	$268.50
B510	07/30/20	JJS	Telephone call with T. Eisweirth regarding brief page-turn review.	1.60	$1,432.00
B510	07/30/20	JJS	Further draft and revise brief.	0.70	$626.50
B510	07/30/20	TJE	Telephone conference with J. Sparacino regarding edits to appellee brief.	1.20	$738.00
B510	07/30/20	TJE	Draft, edit, and revise appellee brief.	4.00	$2,460.00
B510	07/31/20	JJS	Initial review and current form of brief.	0.40	$358.00
B510	07/31/20	JJS	Telephone call with T. Eisweirth regarding brief issues.	0.30	$268.50
B510	07/31/20	JJS	Exchange emails with G. Klein regarding brief status and circulation.	0.20	$179.00
B510	07/31/20	TJE	Review edits to appellee brief.	0.40	$246.00
B510	07/31/20	TJE	Research and analyze bankruptcy appellate rules.	0.90	$553.50
B510	07/31/20	TJE	Compose and send email to McKool team regarding bankruptcy appellate rules.	0.30	$184.50
B510	07/31/20	TJE	Telephone conference with J. Sparacino regarding edits to appellee brief and bankruptcy appellate rules.	0.20	$123.00
			Task Total	220.30	$148,917.50

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Dallas, Texas 75201

Tax I.D. #75-2388013

SpeedCast International Limited

RE: Panasonic Avionics Chapter 11 Conflict Counsel

TOTAL LEGAL SERVICES	$267,486.50
Minus 20% Holdback	**-$53,497.30**
TOTAL	$213,989.20

LEGAL SERVICES SUMMARY

GRK	GAYLE R. KLEIN	85.50 Hrs	1,070.00/hr	$91,485.00
JLT	JOEL L. THOLLANDER	5.80 Hrs	895.00/hr	$5,191.00
JJS	JOHN J. SPARACINO	84.40 Hrs	895.00/hr	$75,538.00
VM	VERONICA MANNING	36.00 Hrs	685.00/hr	$24,660.00
TJE	THOMAS J. EISWEIRTH	109.50 Hrs	615.00/hr	$67,342.50
AKJ	AMANDA K. JOHNS	6.10 Hrs	300.00/hr	$1,830.00
RPB	RYAN PATRICK BULLARD	16.00 Hrs	90.00/hr	$1,440.00
		343.30 Hrs		**$267,486.50**

SUMMARY OF PROJECT CATEGORY

Task	Hours	Amount
B110 Case Administration	8.60	5,005.50
B160 Fee/Employment Applications	4.60	2,367.00
B190 Other Contested Matters (excluding assumption/rejection motions)	101.30	104,457.00
B230 Financing/Cash Collateral	8.20	6,555.00
B320 Plan and Disclosure Statement (including Business Plan)	0.30	184.50
B510 General Litigation	220.30	148,917.50
	343.30	**$267,486.50**

DISBURSEMENTS
Through July 31, 2020

McKool Smith
A PROFESSIONAL CORPORATION - ATTORNEYS
300 Crescent Court, Suite 1500
Dallas, Texas 75201

Tax I.D. #75-2388013

SpeedCast International Limited

RE: Panasonic Avionics Chapter 11 Conflict Counsel

E106 Online research

Westlaw On-Line Research

Westlaw On-Line Research Total	$479.91

Lexis On-Line Research

Lexis On-Line Research Total	$463.86
Task Total	$943.77

E107 Delivery services/messengers

Courier Service

E107	06/25/2020	Vendor 000601-01: FedEx (Dallas); Recipient Name GENERAL COUNSEL-LEGAL DEP(URGE; Recipient Company CREDIT AGRICOLE CIB; Recipient Addr1 12,PLACEDES ETATS-UNIS CS70052; Recipient Addr2 ; Recipient City MONTROUGE CEDEX; Recipient State 92; Recipient ZipCode 92547; Check #: 907292020	46.05
Courier Service Total			$46.05
Task Total			$46.05
		TOTAL DISBURSEMENTS	$989.82

DISBURSEMENT TASK SUMMARY

Task	Amount
E106 Online research	943.77
E107 Delivery services/messengers	46.05
TOTAL DISBURSEMENTS	$989.82

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Dallas, Texas 75201

Tax I.D. #75-2388013

SpeedCast International Limited

RE: Panasonic Avionics Chapter 11 Conflict Counsel

TOTAL - THIS BILL	$268,476.32
Minus 20% Holdback of Fees	**-$53,497.30**
TOTAL DUE UPON RECEIPT	$214,979.02

MCKOOL SMITH
A PROFESSIONAL CORPORATION - ATTORNEYS
300 Crescent Court, Suite 1500
Dallas, Texas 75201

Tax I.D. #75-2388013

SpeedCast International Limited
Unit 4F, Level 1, 12 Lord Street
Botany NSW 2019
Australia

September 17, 2020
Bill Number 105440
File Number 04038-00001

FOR PROFESSIONAL SERVICES

RE: Panasonic Avionics Chapter 11 Conflict Counsel

LEGAL SERVICES

Through August 31, 2020

Task	Date	Atty	Description	Hours	Amount
B110 Case Administration					
B110	08/13/20	JJS	Email McKool Smith team regarding case status.	0.10	$89.50
B110	08/13/20	JJS	Exchange emails with B. Funk regarding lender status.	0.10	$89.50
B110	08/21/20	AKJ	Confer with ECF Help Desk Clerk numerous times via email and telephone regarding changing the name of the case back to the proper name.	0.60	$180.00
B110	08/21/20	AKJ	Draft email to the ECF help desk regarding changing the name of the case back to the proper name.	0.50	$150.00
B110	08/21/20	AKJ	Confer with J. Sparacino, V. Manning and J. Charles regarding changing the name of the case back to the proper name.	0.40	$120.00
			Task Total	1.70	$629.00
B160 Fee/Employment Applications					
B160	08/06/20	VM	Correspond with W. Kearns regarding fee statements.	0.20	$137.00
B160	08/11/20	VM	Review July pro forma and correspond with J. Charles regarding the same.	0.60	$411.00
B160	08/11/20	VM	Correspond with W. Kearns regarding estimated	0.10	$68.50

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RE: Panasonic Avionics Chapter 11 Conflict Counsel

Task	Date	Atty	Description	Hours	Amount
			fees.		
B160	08/12/20	JJS	Exchange emails regarding McKool fee statements.	0.20	$179.00
B160	08/12/20	AKJ	Confer with J. Charles regarding updated fee statement email distribution list.	0.20	$60.00
B160	08/17/20	VM	Prepare outline of first interim fee application.	0.90	$616.50
B160	08/19/20	VM	Review and finalize July fee statement.	0.40	$274.00
B160	08/23/20	VM	Correspond with FTI regarding payment information.	0.20	$137.00
B160	08/24/20	VM	Prepare first interim fee application.	2.90	$1,986.50
B160	08/25/20	GRK	Review draft interim fee application and exhibits.	0.50	$535.00
B160	08/25/20	VM	Review edits to fee application.	0.60	$411.00
B160	08/25/20	TJE	Review and revise draft fee application.	0.80	$492.00
B160	08/28/20	GRK	Review updated fee application.	0.30	$321.00
B160	08/28/20	JJS	Draft and revise McKool Smith fee application.	1.10	$984.50
B160	08/28/20	JJS	Telephone call with V. Manning regarding fee application issues and revisions.	0.30	$268.50
B160	08/28/20	VM	Review redline to settlement agreement from lenders.	0.10	$68.50
B160	08/31/20	JJS	Draft and revise McKool Smith fee application and exchange emails with V. Manning regarding same.	1.50	$1,342.50
B160	08/31/20	VM	Review and finalize McKool Smith's first interim fee application.	0.50	$342.50
B160	08/31/20	AKJ	Numerous emails with J. Charles and V. Manning regarding revisions and preparation of filing McKool Smith's first interim fee application.	1.00	$300.00
B160	08/31/20	AKJ	Finalize and file McKool Smith's first interim fee application.	0.40	$120.00
			Task Total	12.80	$9,055.00

B190 Other Contested Matters (excluding assumption/rejection motions)

B190	08/01/20	GRK	Email conference with N. Sage regarding page limits.	0.30	$321.00
B190	08/01/20	GRK	Review bankruptcy code and Judge Rosenthal local rules and consider applicable page limits.	0.60	$642.00
B190	08/02/20	GRK	Review and comment on memorandum of law in opposition to CACIB appeal and consider potential	3.90	$4,173.00

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Task	Date	Atty	Description	Hours	Amount
			other additional issues and review case authority relating thereto, such as revival of standing arguments.		
B190	08/02/20	GRK	Email with M. Matir regarding status of opposition to appeal.	0.20	$214.00
B190	08/02/20	GRK	Email conference with J. Sparacino, T. Eiswerith and V. Manning regarding brief in opposition to appeal by CACIB.	0.50	$535.00
B190	08/03/20	GRK	Review and comment on revised draft brief in opposition to CACIB appeal.	1.80	$1,926.00
B190	08/03/20	GRK	Prepare for and participate in team call regarding brief and open issues relating thereto.	1.20	$1,284.00
B190	08/03/20	GRK	Email to N. Sage regarding CACIB opportunity to participate in DIP.	0.20	$214.00
B190	08/03/20	GRK	Review first day and second day hearing transcripts for evidence in support of positions in brief in opposition to CACIB appeal.	0.90	$963.00
B190	08/03/20	GRK	Emails regarding final revisions to brief.	0.30	$321.00
B190	08/04/20	GRK	Review and consider CACIB opposition to motion to dismiss.	1.70	$1,819.00
B190	08/04/20	GRK	Review and consider case authority cited in opposition to motion to dismiss.	1.00	$1,070.00
B190	08/04/20	GRK	Call with J. Sparacino and T. Eisweirth to discuss strategy relating to reply on motion to dismiss.	0.70	$749.00
B190	08/05/20	GRK	Emails with N. Sage regarding reply on motion to dismiss appeal.	0.20	$214.00
B190	08/07/20	GRK	Email conference with T. Eisweirth regarding draft brief.	0.10	$107.00
B190	08/07/20	GRK	Initial review of draft reply on motion to dismiss appeal.	0.80	$856.00
B190	08/08/20	GRK	Prepare for and participate in call with lenders regarding proposed settlement with CACIB.	0.60	$642.00
B190	08/08/20	GRK	Consider merits of proposed settlement with lenders.	0.40	$428.00
B190	08/08/20	VM	Correspondence regarding potential settlement and conversations with Davis Polk regarding the same.	0.80	$548.00

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Task	Date	Atty	Description	Hours	Amount
B190	08/12/20	GRK	Review and consider motion to abate appeal pending settlement.	0.40	$428.00
B190	08/12/20	GRK	Consider status of appeal and settlement and strategy relating thereto.	0.30	$321.00
B190	08/12/20	JJS	Exchange emails regarding August 13 board meeting.	0.10	$89.50
B190	08/13/20	GRK	Prepare for and participate in call with J. Sparacino, V. Manning and T. Eisweirth regarding status and strategy.	0.40	$428.00
B190	08/13/20	JJS	Review Board materials in preparation for Board meeting.	0.50	$447.50
B190	08/13/20	JJS	Participate in Board meeting on restructuring issues.	1.20	$1,074.00
B190	08/13/20	TJE	Telephone conference with McKool team regarding case and settlement status.	0.30	$184.50
B190	08/14/20	JJS	Draft and revise 9019 motion.	1.60	$1,432.00
B190	08/14/20	JJS	Further draft 9019 motion.	0.60	$537.00
B190	08/14/20	JJS	Telephone call with M. Healy regarding CACIB status.	0.30	$268.50
B190	08/17/20	GRK	Review draft motion to approve settlement as to CACIB.	0.70	$749.00
B190	08/17/20	GRK	Emails with V. Manning and J. Sparacino regarding comments to draft motion to approve settlement as to CACIB.	0.30	$321.00
B190	08/19/20	GRK	Review draft settlement agreement for the Credit Agricole appeal.	0.90	$963.00
B190	08/19/20	VM	Review draft of settlement agreement.	0.60	$411.00
B190	08/20/20	JJS	Draft and revise settlement agreement for CACIB.	1.40	$1,253.00
B190	08/20/20	JJS	Further draft and revise 9019 motion for Credit Agricole settlement.	0.80	$716.00
B190	08/20/20	VM	Correspondence relating to 9019 and settlement draft.	0.20	$137.00
B190	08/21/20	GRK	Review J. Sparacino comments to settlement agreement for the Credit Agricole appeal.	1.00	$1,070.00
B190	08/21/20	GRK	Emails with J. Sparacino regarding revisions to settlement agreement.	0.20	$214.00

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Task	Date	Atty	Description	Hours	Amount
B190	08/21/20	GRK	Review and consider lender comments to settlement agreement.	1.10	$1,177.00
B190	08/21/20	JJS	Revise draft Credit Agricole settlement agreement.	1.40	$1,253.00
B190	08/21/20	JJS	Exchange several emails with J. Erickson regarding Credit Agricole Agreement and issues.	0.40	$358.00
B190	08/21/20	JJS	Exchange several emails among McKool Smith team regarding Credit Agricole agreement.	0.30	$268.50
B190	08/21/20	JJS	Email Weil team regarding Credit Agricole agreement issues.	0.20	$179.00
B190	08/21/20	VM	Review redline of settlement agreement and correspond with J. Sparacino regarding the same.	1.00	$685.00
B190	08/25/20	GRK	Review draft motion for entry of order authorizing and approving settlement.	0.60	$642.00
B190	08/25/20	GRK	Email correspondence with lenders and CACIB regarding motion for authorization and approval of settlement.	0.30	$321.00
B190	08/27/20	GRK	Review lender comments to draft settlement agreement.	0.60	$642.00
B190	08/27/20	GRK	Review CACIB comments to draft motion for approval of settlement.	0.40	$428.00
B190	08/27/20	GRK	Email conference with J. Sparacino and V. Manning regarding revisions to motion to approve settlement.	0.10	$107.00
B190	08/27/20	GRK	Review lender comments to draft motion to approve settlement and email regarding same.	0.30	$321.00
B190	08/28/20	GRK	Review and consider further revisions to settlement agreement.	0.70	$749.00
B190	08/28/20	GRK	Review and consider further revisions to 9019 motion and lender comments thereto.	0.50	$535.00
B190	08/28/20	GRK	Review further lender comments to settlement agreement.	0.20	$214.00
B190	08/28/20	JJS	Analyze Credit Agricole revisions to settlement agreement and further draft and revise agreement.	0.80	$716.00
B190	08/28/20	JJS	Telephone call with V. Manning regarding settlement agreement draft issues and strategy.	0.40	$358.00
B190	08/28/20	JJS	Exchange emails with Davis Polk regarding	0.40	$358.00

MCKOOL SMITH
A PROFESSIONAL CORPORATION - ATTORNEYS
300 Crescent Court, Suite 1500
Dallas, Texas 75201

Tax I.D. #75-2388013

SpeedCast International Limited

RE: Panasonic Avionics Chapter 11 Conflict Counsel

Task	Date	Atty	Description	Hours	Amount
			agreement and 9019 motion status and issues.		
B190	08/31/20	GRK	Email conference with J. Sparacino regarding status.	0.20	$214.00
B190	08/31/20	JJS	Emails among Weil team regarding status issues.	0.20	$179.00
			Task Total	38.10	$37,774.50

B510 General Litigation

B510	08/01/20	VM	Review draft of Davis Polk brief.	1.20	$822.00
B510	08/01/20	TJE	Telephone conference with J. Sparacino regarding appellate brief.	0.20	$123.00
B510	08/01/20	TJE	Review and revise appellate brief.	0.70	$430.50
B510	08/02/20	JJS	Draft and revise brief.	1.70	$1,521.50
B510	08/02/20	JJS	Exchange several emails with T. Eisweirth regarding brief revisions and next steps.	0.40	$358.00
B510	08/02/20	JJS	Further draft and revise brief.	1.30	$1,163.50
B510	08/02/20	JJS	Analyze ad hoc lenders draft brief.	0.70	$626.50
B510	08/02/20	JJS	Exchange further emails among McKool Smith team regarding brief status.	0.30	$268.50
B510	08/02/20	TJE	Edit and revise appellate brief.	2.90	$1,783.50
B510	08/02/20	TJE	Continue to edit and revise appellate brief.	0.70	$430.50
B510	08/03/20	JJS	Telephone call with T. Eisweirth regarding brief revision issues.	0.70	$626.50
B510	08/03/20	JJS	Conference call with M. Matir and G. Klein regarding brief strategy.	0.40	$358.00
B510	08/03/20	JJS	Attention to certain brief revisions and incorporate additional revisions.	0.70	$626.50
B510	08/03/20	JJS	Attention to additional revisions.	0.30	$268.50
B510	08/03/20	JJS	Draft summary portion of brief.	0.70	$626.50
B510	08/03/20	JJS	Final review of brief and coordinate filing.	0.60	$537.00
B510	08/03/20	JJS	Attention to ad hoc brief.	0.50	$447.50
B510	08/03/20	JJS	Email client team regarding brief filing.	0.10	$89.50
B510	08/03/20	JJS	Attention to CACIB response to motion to dismiss and email client team regarding same.	0.60	$537.00
B510	08/03/20	JLT	Review and consider pleadings filed in bankruptcy appeal.	0.60	$537.00

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Task	Date	Atty	Description	Hours	Amount
B510	08/03/20	VM	Call with T. Eisweirth regarding briefing.	0.70	$479.50
B510	08/03/20	VM	Review final draft of appellee brief.	1.70	$1,164.50
B510	08/03/20	TJE	Telephone conference with J. Sparacino regarding edits to appellee brief.	0.30	$184.50
B510	08/03/20	TJE	Telephone conference with McKool team regarding finalizing and filing appellee brief.	0.30	$184.50
B510	08/03/20	TJE	Telephone conference with V. Manning regarding finalizing and filing appellee brief.	0.20	$123.00
B510	08/03/20	TJE	Edit and revise appellee brief.	0.90	$553.50
B510	08/03/20	TJE	Continue to edit and revise appellee brief.	3.30	$2,029.50
B510	08/03/20	TJE	Finalize appellee brief.	0.80	$492.00
B510	08/03/20	TJE	Continue to edit and revise appellee brief.	2.50	$1,537.50
B510	08/03/20	AKJ	Confer with T. Eisweirth numerous times regarding the table of authorities to appellees brief.	0.30	$90.00
B510	08/03/20	AKJ	Draft table of authorities for appellees brief.	1.00	$300.00
B510	08/03/20	AKJ	Review and revise table of authorities for appellees brief.	0.50	$150.00
B510	08/03/20	AKJ	Finalize and file appellees brief with the court.	0.50	$150.00
B510	08/04/20	JJS	Analyze Credit Agricole reply to motion to dismiss.	0.90	$805.50
B510	08/04/20	JJS	Research regarding roll-up approvals.	1.20	$1,074.00
B510	08/04/20	JJS	Exchange emails with McKool Smith team regarding Credit Agricole reply and response issues.	0.20	$179.00
B510	08/04/20	JJS	Prepare for and participate in conference call with McKool Smith team regarding response strategy to Credit Agricole reply.	1.10	$984.50
B510	08/04/20	JJS	Draft response to Credit Agricole reply to motion to dismiss.	0.60	$537.00
B510	08/04/20	JJS	Draft and revise outline for response to Credit Agricole reply.	0.80	$716.00
B510	08/04/20	TJE	Review and analyze appellant's opposition to motion to dismiss as moot.	1.50	$922.50
B510	08/04/20	TJE	Draft, edit, and revise outline of arguments for reply brief in support of motion to dismiss appeal as moot.	2.80	$1,722.00
B510	08/04/20	TJE	Continue to draft, edit, and revise outline of arguments for reply brief in support of motion to	1.40	$861.00

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Task	Date	Atty	Description	Hours	Amount
			dismiss appeal as moot.		
B510	08/04/20	TJE	Telephone conference with McKool team regarding appellant's opposition to motion to dismiss as moot.	0.70	$430.50
B510	08/04/20	TJE	Review edits to outline of arguments for reply brief in support of motion to dismiss appeal as moot.	0.40	$246.00
B510	08/05/20	TJE	Draft, edit, and revise reply brief in support of motion to dismiss appeal as moot.	2.40	$1,476.00
B510	08/05/20	TJE	Continue to draft, edit, and revise reply brief in support of motion to dismiss appeal as moot.	4.80	$2,952.00
B510	08/06/20	TJE	Research and analyze issues related to argument waiver.	1.80	$1,107.00
B510	08/06/20	TJE	Edit and revise reply in support of motion to dismiss as moot.	0.60	$369.00
B510	08/07/20	JJS	Draft and revise debtor response to Credit Agricole reply on motion to dismiss.	1.20	$1,074.00
B510	08/07/20	TJE	Draft, edit, and revise reply brief in support of motion to dismiss appeal as moot.	4.50	$2,767.50
B510	08/07/20	TJE	Continue to draft, edit, and revise reply brief in support of motion to dismiss appeal as moot.	3.20	$1,968.00
B510	08/08/20	JJS	Review and respond to several emails regarding possible CACIB resolution, including review summary document.	0.40	$358.00
B510	08/08/20	JJS	Prepare for and participate in conference call with ad hocs and debtor team regarding CACIB.	0.60	$537.00
B510	08/08/20	JJS	Exchange several emails with McKool Smith team regarding Credit Agricole proposal and considerations.	0.40	$358.00
B510	08/08/20	TJE	Prepare for and attend telephone conference with Weil and Davis Polk teams regarding Credit Agricole appeal.	0.40	$246.00
B510	08/10/20	JJS	Draft and revise response to motion to dismiss reply.	1.10	$984.50
B510	08/10/20	VM	Review proposed edits to debtors' reply.	0.10	$68.50
B510	08/11/20	JJS	Review draft motion to abate.	0.30	$268.50
B510	08/11/20	JJS	Exchange multiple emails with Weil Gotshal and McKool team regarding appeal status and potential	0.50	$447.50

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RE: Panasonic Avionics Chapter 11 Conflict Counsel

Task	Date	Atty	Description	Hours	Amount
			resolution issues.		
B510	08/12/20	JJS	Review debtors' equity motion.	0.40	$358.00
B510	08/13/20	JJS	Analyze debtors' ECA motion and related filings.	0.50	$447.50
B510	08/13/20	JJS	Participate in call with McKool Smith team regarding appeal and resolution status and strategy.	0.50	$447.50
B510	08/13/20	JJS	Prepare 9019 motion as to CACIB.	0.70	$626.50
B510	08/13/20	VM	Call with J. Sparacino and G. Klein regarding potential settlement of appeal.	0.60	$411.00
B510	08/13/20	AKJ	Update CompuLaw per Dkt 30, which abates the August 17 and 24, 2020 deadlines and circulate CompuLaw updated to the team.	0.40	$120.00
B510	08/13/20	AKJ	Review Dkt 30, which abates the August 17 and 24, 2020 deadlines.	0.20	$60.00
B510	08/14/20	JJS	Attention to District Court Order dismissing appeal and deliver email to Weil Gotshal team regarding same.	0.20	$179.00
B510	08/17/20	JJS	Draft and revise 9019 motion for CACIB settlement.	2.30	$2,058.50
B510	08/17/20	JJS	Exchange several emails with McKool Smith team regarding settlement and approval pleadings.	0.30	$268.50
B510	08/17/20	VM	Review and edit debtors' 9019 motion pertaining to resolution of the CACIB appeal.	1.10	$753.50
B510	08/24/20	JJS	Draft and revise CACIB settlement approval motion and order.	2.10	$1,879.50
B510	08/25/20	JJS	Draft and revise CACIB settlement approval motion.	2.20	$1,969.00
B510	08/25/20	JJS	Exchange several emails with ad hoc counsel regarding settlement and motion status.	0.30	$268.50
B510	08/25/20	JJS	Email V. Manning regarding issues as to motion.	0.20	$179.00
B510	08/25/20	JJS	Email client team regarding draft settlement motion.	0.10	$89.50
B510	08/25/20	JJS	Email ad hoc counsel regarding draft settlement motion.	0.10	$89.50
B510	08/25/20	JJS	Exchange further emails with J. Erickson regarding settlement pleadings.	0.20	$179.00
B510	08/25/20	JJS	Email agent counsel regarding settlement pleadings.	0.10	$89.50
B510	08/25/20	JJS	Email CACIB counsel regarding settlement.	0.20	$179.00
B510	08/25/20	VM	Review redline of 9019 motion.	0.40	$274.00

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RE: Panasonic Avionics Chapter 11 Conflict Counsel

Task	Date	Atty	Description	Hours	Amount
B510	08/27/20	JJS	Exchange several emails with lender counsel regarding status of Credit Agricole settlement.	0.30	$268.50
B510	08/27/20	JJS	Exchange several emails with Credit Agricole counsel regarding settlement status.	0.30	$268.50
B510	08/27/20	VM	Review and implement changes to 9019 motion.	0.50	$342.50
B510	08/28/20	VM	Review and edit settlement agreement and 9019 motion and call with J. Sparacino regarding the same.	2.10	$1,438.50
B510	08/31/20	JJS	Attention to newly filed pleadings.	0.20	$179.00
B510	08/31/20	VM	Review additional edits to settlement agreement from J. Erickson.	0.20	$137.00
			Task Total	78.90	$56,640.00

TOTAL LEGAL SERVICES	$104,098.50
Minus 20% Holdback	**-$20,819.70**
TOTAL	$83,278.80

LEGAL SERVICES SUMMARY

GRK	GAYLE R. KLEIN	25.40 Hrs	1,070.00/hr	$27,178.00
JLT	JOEL L. THOLLANDER	0.60 Hrs	895.00/hr	$537.00
JJS	JOHN J. SPARACINO	43.40 Hrs	895.00/hr	$38,843.00
VM	VERONICA MANNING	17.70 Hrs	685.00/hr	$12,124.50
TJE	THOMAS J. EISWEIRTH	38.40 Hrs	615.00/hr	$23,616.00
AKJ	AMANDA K. JOHNS	6.00 Hrs	300.00/hr	$1,800.00
		131.50 Hrs		**$104,098.50**

McKool Smith
A PROFESSIONAL CORPORATION - ATTORNEYS
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Dallas, Texas 75201

Tax I.D. #75-2388013

SpeedCast International Limited

RE: Panasonic Avionics Chapter 11 Conflict Counsel

SUMMARY OF PROJECT CATEGORY

Task	Hours	Amount
B110 Case Administration	1.70	629.00
B160 Fee/Employment Applications	12.80	9,055.00
B190 Other Contested Matters (excluding assumption/rejection motions)	38.10	37,774.50
B510 General Litigation	78.90	56,640.00
	131.50	**$104,098.50**

DISBURSEMENTS
Through August 31, 2020

E106 Online research

Westlaw On-Line Research		
Westlaw On-Line Research Total		$130.85
Task Total		$130.85
	TOTAL DISBURSEMENTS	$130.85

DISBURSEMENT TASK SUMMARY

Task	Amount
E106 Online research	130.85
TOTAL DISBURSEMENTS	$130.85

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SpeedCast International Limited

RE: Panasonic Avionics Chapter 11 Conflict Counsel

TOTAL - THIS BILL	$104,229.35
Minus 20% Holdback of Fees	**-$20,819.70**
TOTAL DUE UPON RECEIPT	$83,409.65

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A PROFESSIONAL CORPORATION - ATTORNEYS
300 Crescent Court, Suite 1500
Dallas, Texas 75201

Tax I.D. #75-2388013

SpeedCast International Limited
Unit 4F, Level 1, 12 Lord Street
Botany NSW 2019
Australia

October 09, 2020
Bill Number 105775
File Number 04038-00001

FOR PROFESSIONAL SERVICES

RE: Panasonic Avionics Chapter 11 Conflict Counsel

LEGAL SERVICES

Through September 30, 2020

Task	Date	Atty	Description	Hours	Amount
B160 Fee/Employment Applications					
B160	09/01/20	AKJ	Draft and send email to the applicant recipients per dkt 328, McKool Smith's first interim application for allowance and payment of fees and expenses for the period May 5, 2020 through July 31, 2020.	0.40	$120.00
B160	09/01/20	AKJ	Confer with V. Manning regarding drafting and sending email to the applicant recipients per dkt 328, McKool Smith's first interim application for allowance and payment of fees and expenses for the period May 5, 2020 through July 31, 2020.	0.20	$60.00
B160	09/09/20	VM	Review August proforma.	0.20	$137.00
B160	09/17/20	JJS	Exchange emails with V. Manning regarding fee application issue.	0.20	$179.00
B160	09/17/20	VM	Review August 2020 proforma.	0.40	$274.00
B160	09/18/20	JJS	Attention to McKool fee statement status and exchange emails with V. Manning regarding same.	0.30	$268.50
B160	09/18/20	VM	Review August 2020 fee statement.	0.20	$137.00
B160	09/21/20	VM	Finalize and send fee statement to notice parties.	0.20	$137.00
B160	09/24/20	JJS	Attention to fee status issues and order status.	0.20	$179.00
B160	09/28/20	JJS	Attention to court order regarding fees and email parties regarding same.	0.20	$179.00

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RE: Panasonic Avionics Chapter 11 Conflict Counsel

Task	Date	Atty	Description	Hours	Amount
			Task Total	2.50	$1,670.50
B190 Other Contested Matters (excluding assumption/rejection motions)					
B190	09/01/20	JJS	Further review current form agreement.	0.40	$358.00
B190	09/01/20	JJS	Exchange emails with V. Manning regarding settlement status.	0.20	$179.00
B190	09/01/20	JJS	Exchange emails with Weil Gotshal team regarding settlement status.	0.20	$179.00
B190	09/01/20	VM	Revise settlement agreement to incorporate additional comments.	0.70	$479.50
B190	09/01/20	VM	Review edits received from CACIB.	0.20	$137.00
B190	09/02/20	JJS	Review latest revisions from CACIB to agreement.	0.20	$179.00
B190	09/02/20	JJS	Email client team regarding settlement status and draft agreement.	0.20	$179.00
B190	09/02/20	JJS	Email UCC counsel regarding Credit Agricole settlement.	0.30	$268.50
B190	09/02/20	JJS	Exchange further emails with UCC counsel.	0.20	$179.00
B190	09/02/20	JJS	Email Credit Agricole counsel regarding settlement status.	0.10	$89.50
B190	09/02/20	VM	Attention to correspondence related to edits to the settlement agreement.	0.40	$274.00
B190	09/03/20	JJS	Attention to latest revised form of agreement and deliver email to client team regarding issues and status.	0.50	$447.50
B190	09/03/20	JJS	Email Davis Polk regarding current status of agreement.	0.20	$179.00
B190	09/03/20	VM	Update proposed order granting 9019 motion.	0.20	$137.00
B190	09/04/20	JJS	Telephone call with V. Manning regarding Credit Agricole settlement agreement and approval pleadings comments and status.	0.40	$358.00
B190	09/04/20	JJS	Further revise agreement and attention to proposed revisions from other parties.	0.70	$626.50
B190	09/04/20	JJS	Exchange several emails with V. Manning regarding document status.	0.30	$268.50

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Task	Date	Atty	Description	Hours	Amount
B190	09/04/20	JJS	Further revise Credit Agricole approval pleadings.	0.50	$447.50
B190	09/04/20	JJS	Email team regarding settlement agreement status and additional needs.	0.20	$179.00
B190	09/04/20	JJS	Email creditors' committee's counsel regarding Credit Agricole agreement status and next steps.	0.20	$179.00
B190	09/04/20	VM	Incorporate edits into settlement agreement.	0.70	$479.50
B190	09/04/20	VM	Call with J. Sparacino regarding updating settlement agreement, motion, and order for correspondence with Committee.	0.80	$548.00
B190	09/08/20	JJS	Attention to status of CACIB settlement and path to consummation.	0.40	$358.00
B190	09/08/20	JJS	Email client team regarding finalizing agreement.	0.20	$179.00
B190	09/08/20	JJS	Exchange several emails with lender counsel regarding CACIB status and form of documents.	0.50	$447.50
B190	09/08/20	JJS	Review revisions delivered by lender counsel to settlement documents.	0.20	$179.00
B190	09/09/20	JJS	Attention to Credit Agricole settlement and documentation status and deliver several emails to team regarding finalizing.	0.50	$447.50
B190	09/09/20	JJS	Exchange emails with lenders' counsel regarding status.	0.20	$179.00
B190	09/10/20	JJS	Attention to several emails from lenders' counsel regarding settlement issues and status.	0.40	$358.00
B190	09/10/20	JJS	Attention to current version of settlement agreement.	0.20	$179.00
B190	09/10/20	JJS	Email creditors' committee's counsel regarding CACIB settlement issues and status.	0.20	$179.00
B190	09/10/20	JJS	Deliver several emails to Speedcast team regarding CACIB settlement status and issues.	0.40	$358.00
B190	09/10/20	JJS	Further revise draft pleadings on settlement.	0.30	$268.50
B190	09/10/20	JJS	Exchange additional emails regarding UCC status.	0.20	$179.00
B190	09/10/20	JJS	Exchange further emails with lenders counsel regarding settlement status.	0.30	$268.50
B190	09/10/20	JJS	Further edits to settlement pleadings.	0.20	$179.00
B190	09/11/20	JJS	Exchange multiple emails regarding finalizing CACIB settlement and pleadings.	0.40	$358.00

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Task	Date	Atty	Description	Hours	Amount
B190	09/15/20	JJS	Exchange emails with Credit Agricole counsel regarding call and status.	0.20	$179.00
B190	09/15/20	JJS	Email P. Genender regarding Credit Agricole status and issues.	0.10	$89.50
B190	09/17/20	JJS	Exchange emails with CACIB counsel regarding issues.	0.20	$179.00
B190	09/18/20	JJS	Analyze DIP re-finance pleadings in connection with CACIB waterfall treatment.	0.90	$805.50
B190	09/18/20	JJS	Review CACIB agreement and email K. DiBlasi regarding treatment issues.	0.30	$268.50
B190	09/18/20	JJS	Exchange several emails with CACIB counsel regarding settlement status and re-finance hearing.	0.40	$358.00
			Task Total	14.50	$12,347.50

B230 Financing/Cash Collateral

B230	09/15/20	JJS	Review recent filings regarding restructure and DIP status and issues as they may relate to CACIB settlement.	1.20	$1,074.00
B230	09/15/20	JJS	Conference call with CACIB counsel regarding DIP status and implications for Credit Agricole settlement.	0.70	$626.50
B230	09/16/20	JJS	Email to client and Weil Gotshal team regarding status of CACIB issues and issues as to DIP re-finance.	0.30	$268.50
B230	09/16/20	JJS	Email CACIB counsel regarding DIP issues and resolution of issues.	0.20	$179.00
B230	09/16/20	JJS	Exchange further emails with Weil Gotshal regarding DIP.	0.10	$89.50
B230	09/17/20	JJS	Exchange several further emails regarding CACIB agreement and overlay of DIP re-finance as to Credit Agricole treatment in waterfall.	0.40	$358.00
B230	09/17/20	JJS	Review Credit Agricole agreement and DIP re-finance motion regarding interplay of treatment.	0.40	$358.00
			Task Total	3.30	$2,953.50

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RE: Panasonic Avionics Chapter 11 Conflict Counsel

Task	Date	Atty	Description	Hours	Amount
B510 General Litigation					
B510	09/02/20	JJS	Email client team regarding draft pleadings.	0.20	$179.00
B510	09/03/20	JJS	Exchange emails with Credit Agricole counsel regarding additional revisions to pleadings and review of revisions.	0.30	$268.50
B510	09/08/20	JJS	Further draft and revise motion and order for Credit Agricole approval.	0.40	$358.00
B510	09/08/20	JJS	Attention to several recent case filings regarding case status.	0.40	$358.00
B510	09/10/20	JJS	Revise 9019 motion and order.	0.30	$268.50
B510	09/10/20	JJS	Email KCC regarding service of motion.	0.10	$89.50
B510	09/10/20	JJS	Exchange further emails with KCC regarding service logistics.	0.20	$179.00
B510	09/10/20	JJS	Assess settlement status and issues and determine next steps to finalizing and filing of pleadings.	0.40	$358.00
B510	09/10/20	VM	Correspondence regarding company approval of proposed settlement.	0.10	$68.50
B510	09/10/20	VM	Incorporate revisions to debtors' motion to approve settlement.	0.30	$205.50
B510	09/10/20	VM	Incorporate revisions into motion to approve settlement.	0.20	$137.00
B510	09/10/20	VM	Call with J. Sparacino regarding preparation of 9019 motion for filing.	0.10	$68.50
B510	09/11/20	JJS	Telephone call with V. Manning regarding motion filing issues.	0.20	$179.00
B510	09/11/20	JJS	Email client team regarding motion filing.	0.10	$89.50
B510	09/11/20	VM	Prepare 9019 motion and order for filing.	0.50	$342.50
B510	09/11/20	VM	File debtors' motion for approval of settlement agreement.	0.30	$205.50
B510	09/18/20	JJS	Exchange several emails with Speedcast team regarding DIP hearing and CACIB issues.	0.40	$358.00
B510	09/22/20	JJS	Review CACIB draft motion to extend and exchange emails with Credit Agricole counsel regarding same.	0.40	$358.00
B510	09/22/20	JJS	Email client team regarding appeal filing by CACIB.	0.20	$179.00

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RE: Panasonic Avionics Chapter 11 Conflict Counsel

Task	Date	Atty	Description	Hours	Amount
B510	09/24/20	VM	Review certificate of no objection.	0.70	$479.50
			Task Total	5.80	$4,729.00

TOTAL LEGAL SERVICES	$21,700.50
Minus 20% Holdback	**-$4,340.10**
TOTAL	$17,360.40

LEGAL SERVICES SUMMARY

JJS	JOHN J. SPARACINO	19.30 Hrs	895.00/hr	$17,273.50
VM	VERONICA MANNING	6.20 Hrs	685.00/hr	$4,247.00
AKJ	AMANDA K. JOHNS	0.60 Hrs	300.00/hr	$180.00
		26.10 Hrs		**$21,700.50**

SUMMARY OF PROJECT CATEGORY

Task	Hours	Amount
B160 Fee/Employment Applications	2.50	1,670.50
B190 Other Contested Matters (excluding assumption/rejection motions)	14.50	12,347.50
B230 Financing/Cash Collateral	3.30	2,953.50
B510 General Litigation	5.80	4,729.00
	26.10	**$21,700.50**

MCKOOL SMITH
A PROFESSIONAL CORPORATION - ATTORNEYS
300 Crescent Court, Suite 1500
Dallas, Texas 75201

Tax I.D. #75-2388013

SpeedCast International Limited

RE: Panasonic Avionics Chapter 11 Conflict Counsel

TOTAL - THIS BILL	$21,700.50
Minus 20% Holdback of Fees	**-$4,340.10**
TOTAL DUE UPON RECEIPT	$17,360.40

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SpeedCast International Limited
Unit 4F, Level 1, 12 Lord Street
Botany NSW 2019
Australia

November 11, 2020
Bill Number 106144
File Number 04038-00001

FOR PROFESSIONAL SERVICES

RE: Panasonic Avionics Chapter 11 Conflict Counsel

LEGAL SERVICES

Through October 31, 2020

Task	Date	Atty	Description	Hours	Amount
B110 Case Administration					
B110	10/06/20	GRK	Email conferences with J. Sparacino, V. Manning and R. Hargrove regarding additional list of potential entity disclosures and review list.	0.30	$321.00
			Task Total	0.30	$321.00
B160 Fee/Employment Applications					
B160	10/06/20	VM	Prepare supplemental declaration of J. Sparacino disclosing relationship to additional potential parties in interest.	1.60	$1,096.00
B160	10/08/20	VM	Finalize and file second supplemental declaration of J. Sparacino in support of debtors' application to retain McKool Smith as conflicts counsel.	0.50	$342.50
B160	10/09/20	VM	Review September 2020 proforma.	0.20	$137.00
B160	10/09/20	VM	Review September 2020 invoice.	0.10	$68.50
B160	10/12/20	VM	Review fee statement.	0.30	$205.50
			Task Total	2.70	$1,849.50
B190 Other Contested Matters (excluding assumption/rejection motions)					
B190	10/05/20	JJS	Exchange emails with CACIB counsel regarding 9019 status and next steps.	0.20	$179.00

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November 11, 2020
Bill Number 106144
File Number 04038-00001

Task	Date	Atty	Description	Hours	Amount
B190	10/05/20	JJS	Email V. Manning regarding 9019 and needed certificate of no objection.	0.20	$179.00
B190	10/06/20	JJS	Attention to new “connections” list and coordinate McKool review of same for supplemental disclosure.	0.80	$716.00
B190	10/06/20	VM	Review docket for responses or objections and prepare certificate of no objection to debtors' motion for approval of settlement with Credit Agricole.	0.30	$205.50
B190	10/07/20	JJS	Attention to approval order and email client team regarding same.	0.20	$179.00
B190	10/07/20	JJS	Draft and revise supplemental declaration regarding additional connection party review.	0.40	$358.00
B190	10/07/20	JJS	Exchange emails with V. Manning regarding supplemental declaration.	0.20	$179.00
B190	10/15/20	JJS	Attention to email from CACIB counsel regarding plan and disclosure statement issues and begin analysis of plan and disclosure statement as to issues.	0.80	$716.00
B190	10/15/20	JJS	Review CACIB settlement agreement and consider responses regarding issues raised by CACIB.	0.60	$537.00
B190	10/15/20	JJS	Email Weil team regarding CACIB revision and drafting requests.	0.40	$358.00
B190	10/15/20	JJS	Exchange further emails with Weil team regarding CACIB revisions to plan.	0.20	$179.00
B190	10/15/20	JJS	Email CACIB counsel regarding disclosure statement and plan revisions.	0.20	$179.00
B190	10/16/20	JJS	Attention to and consider proposed draft language for disclosure statement and plan from CACIB counsel.	0.50	$447.50
B190	10/16/20	JJS	Email Weil Gotshal team regarding proposed language and suggestions.	0.20	$179.00
B190	10/16/20	JJS	Exchange further emails with Weil Gotshal team regarding CACIB issues and resolution.	0.30	$268.50
B190	10/16/20	JJS	Email CACIB counsel regarding language status.	0.20	$179.00
B190	10/19/20	JJS	Exchange emails with CACIB counsel regarding settlement status and issues and plan drafting.	0.30	$268.50
B190	10/19/20	JJS	Exchange emails with Weil Gotshal team regarding plan drafting.	0.10	$89.50

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November 11, 2020
Bill Number 106144
File Number 04038-00001

Task	Date	Atty	Description	Hours	Amount
B190	10/22/20	JJS	Exchange further emails with CACIB counsel regarding resolution and plan language.	0.20	$179.00
B190	10/27/20	JJS	Attention to Haynes & Boone invoice and settlement provisions regarding payment of same, and exchange several emails as to same.	0.50	$447.50
			Task Total	6.80	$6,023.00

B510 General Litigation

B510	10/05/20	VM	Prepare certificate of no objection.	0.40	$274.00
B510	10/08/20	JJS	Finalize and coordinate filing second declaration as to McKool Smith.	0.30	$268.50
B510	10/22/20	JJS	Attention to draft motion to dismiss appeal and exchange emails with counsel regarding same.	0.30	$268.50
B510	10/26/20	JJS	Attention to District Court order on appeal and email client team regarding same	0.30	$268.50
			Task Total	1.30	$1,079.50

TOTAL LEGAL SERVICES	$9,273.00
Minus 20% Holdback	**-$1,854.60**
TOTAL	$7,418.40

LEGAL SERVICES SUMMARY

GRK	GAYLE R. KLEIN	0.30 Hrs	1,070.00/hr	$321.00
JJS	JOHN J. SPARACINO	7.40 Hrs	895.00/hr	$6,623.00
VM	VERONICA MANNING	3.40 Hrs	685.00/hr	$2,329.00
		11.10 Hrs		$9,273.00

McKool Smith
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Tax I.D. #75-2388013

SpeedCast International Limited

RE: Panasonic Avionics Chapter 11 Conflict Counsel

November 11, 2020
Bill Number 106144
File Number 04038-00001

SUMMARY OF PROJECT CATEGORY

Task	Hours	Amount
B110 Case Administration	0.30	321.00
B160 Fee/Employment Applications	2.70	1,849.50
B190 Other Contested Matters (excluding assumption/rejection motions)	6.80	6,023.00
B510 General Litigation	1.30	1,079.50
	11.10	**$9,273.00**

DISBURSEMENTS
Through October 31, 2020

E106 Online research

Other Research

E106	09/30/2020	Vendor 001673-01: Pacer Service Center; Invoice # 2602244-Q32020; Pacer online services for period ending September 2020.	24.00
	Check #: 64924		
Other Research Total			$24.00
Task Total			$24.00
		TOTAL DISBURSEMENTS	$24.00

DISBURSEMENT TASK SUMMARY

Task	Amount
E106 Online research	24.00

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Tax I.D. #75-2388013

SpeedCast International Limited

RE: Panasonic Avionics Chapter 11 Conflict Counsel

November 11, 2020
Bill Number 106144
File Number 04038-00001

TOTAL DISBURSEMENTS	$24.00
TOTAL - THIS BILL	$9,297.00
Minus 20% Holdback of Fees	**-$1,854.60**
TOTAL DUE UPON RECEIPT	$7,442.40

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Tax I.D. #75-2388013

SpeedCast International Limited
Unit 4F, Level 1, 12 Lord Street
Botany NSW 2019
Australia

December 08, 2020
Bill Number 106563
File Number 04038-00001

FOR PROFESSIONAL SERVICES

RE: Panasonic Avionics Chapter 11 Conflict Counsel

LEGAL SERVICES

Through November 30, 2020

Task	Date	Atty	Description	Hours	Amount
B160 Fee/Employment Applications					
B160	11/02/20	JJS	Exchange several emails regarding Haynes & Boone fee issues and payment in compliance with agreement.	0.30	$268.50
B160	11/17/20	VM	Review October 2020 invoice and fee statement.	0.10	$68.50
B160	11/23/20	VM	Prepare second interim fee application and correspond with J. Charles regarding the same.	1.10	$753.50
B160	11/24/20	VM	Prepare second interim fee application.	0.40	$274.00
B160	11/30/20	JJS	Review and revise McKool interim fee application.	0.50	$447.50
B160	11/30/20	JJS	Exchange emails with V. Manning regarding fee application.	0.30	$268.50
B160	11/30/20	VM	Finalize and file second interim fee application.	0.80	$548.00
			Task Total	3.50	$2,628.50
B190 Other Contested Matters (excluding assumption/rejection motions)					
B190	11/20/20	JJS	Exchange further emails regarding CACIB ballot issue.	0.20	$179.00
			Task Total	0.20	$179.00

TOTAL LEGAL SERVICES	$2,807.50
Minus 20% Holdback	**-$ 561.50**
TOTAL	$2,246.00

McKool Smith
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300 Crescent Court, Suite 1500
Dallas, Texas 75201

Tax I.D. #75-2388013

SpeedCast International Limited

RE: Panasonic Avionics Chapter 11 Conflict Counsel

December 08, 2020
Bill Number 106563
File Number 04038-00001

LEGAL SERVICES SUMMARY

JJS	JOHN J. SPARACINO	1.30 Hrs	895.00/hr	$1,163.50
VM	VERONICA MANNING	2.40 Hrs	685.00/hr	$1,644.00
		3.70 Hrs		$2,807.50

SUMMARY OF PROJECT CATEGORY

Task	Hours	Amount
B160 Fee/Employment Applications	3.50	2,628.50
B190 Other Contested Matters (excluding assumption/rejection motions)	0.20	179.00
	3.70	**$2,807.50**

TOTAL - THIS BILL	**$2,807.50**
Minus 20% Holdback of Fees	**$-561.50**
TOTAL DUE UPON RECEIPT	$2,246.00

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Dallas, Texas 75201

Tax I.D. #75-2388013

SpeedCast International Limited
Unit 4F, Level 1, 12 Lord Street
Botany NSW 2019
Australia

March 22, 2021
Bill Number 107675
File Number 04038-00001

FOR PROFESSIONAL SERVICES

RE: Panasonic Avionics Chapter 11 Conflict Counsel

LEGAL SERVICES

Through March 14, 2021

Task	Date	Atty	Description	Hours	Amount
B110 Case Administration					
B110	03/10/21	VM	Correspondence with J. Charles and J. Sparacino regarding status of ongoing case matters.	0.30	$238.50
			Task Total	0.30	$238.50
B160 Fee/Employment Applications					
B160	01/21/21	JJS	Attention to plan status issues and initial preparation of McKool fee application.	0.40	$380.00
B160	01/29/21	VM	Review and edit third interim and final fee application summary sheet.	1.20	$954.00
B160	02/01/21	VM	Prepare third interim and final fee application.	0.30	$238.50
B160	02/02/21	JJS	Exchange emails with V. Manning regarding fee application and plan effective date issues.	0.40	$380.00
B160	02/02/21	VM	Prepare third interim and final fee application.	1.10	$874.50
B160	03/10/21	JJS	Telephone call with M. Healy regarding CACIB funds issue.	0.20	$190.00
B160	03/10/21	JJS	Attention to effective date issues and email McKool team regarding same, including final fee application.	0.30	$285.00
B160	03/10/21	VM	Continue work on interim fee application.	1.00	$795.00
B160	03/11/21	VM	Prepare third interim and final fee application.	3.50	$2,782.50
			Task Total	8.40	$6,879.50

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SpeedCast International Limited

RE: Panasonic Avionics Chapter 11 Conflict Counsel

March 22, 2021
Bill Number 107675
File Number 04038-00001

Task	Date	Atty	Description	Hours	Amount
B320 Plan and Disclosure Statement (including Business Plan)					
B320	03/10/21	JJS	Review and respond to multiple emails (including review of plan and CACIB settlement terms to answer email questions) regarding CACIB payment flow treatment.	0.70	$665.00
			Task Total	0.70	$665.00
B410 General Bankruptcy Advice/Opinions					
B410	02/02/21	JJS	Exchange several emails with J. Chao and Weil Gotshal counsel regarding Showtime issues and scheduling a meeting.	0.30	$285.00
B410	02/02/21	JJS	Review Showtime contract.	0.70	$665.00
B410	02/03/21	JJS	Prepare for and participate in Zoom meeting with J. Chao and M. Healy regarding Showtime contract issues and initial strategy.	0.80	$760.00
B410	02/03/21	JJS	Review Showtime contract and consider issues.	0.50	$475.00
B410	02/08/21	JJS	Exchange several emails with J. Chao regarding Showtime contract issues.	0.30	$285.00
B410	02/08/21	JJS	Review Showtime agreements and amendments and consider termination issues and possible counters.	1.20	$1,140.00
B410	02/09/21	JJS	Prepare for and participate in Zoom with client team regarding strategy in connection with Showtime contract.	1.00	$950.00
B410	02/09/21	JJS	Consider strategy options regarding Showtime and draft proposed correspondence to be delivered to Showtime.	1.10	$1,045.00
B410	02/09/21	JJS	Attention to status of Hauppague lease as it relates to Showtime situation.	0.30	$285.00
B410	02/19/21	JJS	Exchange several emails with J. Chao regarding contract issues and strategy and consider strategy issues regarding Showtime termination.	0.80	$760.00
B410	02/19/21	JJS	Review Showtime contract and amendments regarding contractual rights.	0.70	$665.00
B410	02/22/21	JJS	Consider contractual issues and strategy as to	0.40	$380.00

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SpeedCast International Limited

RE: Panasonic Avionics Chapter 11 Conflict Counsel

March 22, 2021
Bill Number 107675
File Number 04038-00001

Task	Date	Atty	Description	Hours	Amount
			Showtime and premises.		
B410	02/22/21	JJS	Exchange emails with J. Chao regarding open issue and concepts.	0.30	$285.00
B410	02/24/21	JJS	Review and revise proposed draft amendment to Showtime agreement.	0.60	$570.00
B410	02/24/21	JJS	Exchange several emails with J. Chao and team regarding draft amendment and strategy regarding Showtime.	0.50	$475.00
B410	02/24/21	JJS	Consider agreement and possible litigation issues as to Showtime agreement.	0.70	$665.00
B410	02/26/21	JJS	Telephone call with J. Chao regarding amendment draft and comments for Showtime agreement.	0.40	$380.00
			Task Total	10.60	$10,070.00
			TOTAL LEGAL SERVICES		$17,853.00

LEGAL SERVICES SUMMARY

JJS	JOHN J. SPARACINO	12.60 Hrs	950.00/hr	$11,970.00
VM	VERONICA MANNING	7.40 Hrs	795.00/hr	$5,883.00
		20.00 Hrs		$17,853.00

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SpeedCast International Limited

RE: Panasonic Avionics Chapter 11 Conflict Counsel

March 22, 2021
Bill Number 107675
File Number 04038-00001

SUMMARY OF PROJECT CATEGORY

Task	Hours	Amount
B110 Case Administration	0.30	238.50
B160 Fee/Employment Applications	8.40	6,879.50
B320 Plan and Disclosure Statement (including Business Plan)	0.70	665.00
B410 General Bankruptcy Advice/Opinions	10.60	10,070.00
	20.00	**$17,853.00**

DISBURSEMENTS
Through March 14, 2021

E106 Online research

Other Research

E106	12/31/2020	Vendor 001673-01: Pacer Service Center; Invoice # 2602244-Q42020; Pacer online services provided for period ending December 2020.	17.90
	Check #: 65285		
Other Research Total			$17.90
Task Total			$17.90
		TOTAL DISBURSEMENTS	$17.90

DISBURSEMENT TASK SUMMARY

Task	Amount
E106 Online research	17.90

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RE: Panasonic Avionics Chapter 11 Conflict Counsel

March 22, 2021
Bill Number 107675
File Number 04038-00001

TOTAL DISBURSEMENTS	$17.90
TOTAL - THIS BILL DUE UPON RECEIPT	**$17,870.90**

PREVIOUS BILLS OUTSTANDING AS OF BILL DATE

106563	12/08/2020	561.50
		$561.50

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:	§	
	§	**Chapter 11**
	§	
SPEEDCAST INTERNATIONAL	§	
LIMITED, et al.,	§	**Case No. 20-32243 (MI)**
	§	
Debtors.[1]	§	**(Jointly Administered)**
	§	

ORDER GRANTING MCKOOL SMITH, PC'S THIRD INTERIM AND FINAL APPLICATION FOR ALLOWANCE AND PAYMENT OF FEES AND EXPENSES FOR THE (I) THIRD INTERIM PERIOD FROM NOVEMBER 1, 2020 THROUGH MARCH 11, 2021 AND (II) FINAL FEE PERIOD FROM MAY 5, 2020 THROUGH MARCH 11, 2021
(Refers to Docket No. _____)

Upon consideration of *McKool Smith, PC's Third Interim and Final Application for Allowance and Payment of Fees and Expenses for the (I) Third Interim Period from November 1, 2020 through March 11, 2021, and (II) Final Fee Period from May 5, 2020 through March 11, 2021* (the "Application"), and this Court having reviewed the Application and the entire record in these cases and noting that any objections hereto are overruled and being otherwise duly advised, and good and sufficient notice of the Application and of the relief requested therein has been provided under the circumstances and that no other further notice is required and that good cause exists for granting the Application. It is therefore:

ORDERED that the Application is granted; and it is further

ORDERED that McKool Smith, PC is awarded on a final basis fees and costs as an administrative expense for the period May 5, 2020 through March 11, 2021 as follows:

[1] A complete list of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors' proposed claims and noticing agent at http://www.kccllc.net/speedcast. The Debtors' service address for the purposes of these chapter 11 cases is 4400 S. Sam Houston Parkway East, Houston, Texas 77048.

Total Fees Approved by this Order:	$ 734,891.50
Total Expenses Approved by this Order:	$ 1,220.27
Total Amount Approved by this Order:	**$ 736,111.77**
Prior Amounts Paid to McKool Smith:	($717,679.37)
Net Total Fees and Expenses Due to McKool Smith:	**$ 18,432.40**

It is further ORDERED that the Debtors are authorized and directed to pay the unpaid portion of such allowed fees and expenses to McKool Smith, PC.

The Court shall retain jurisdiction to enforce and interpret this Order.

SIGNED THIS ____ day of _____, 2021.

MARVIN ISGUR
UNITED STATES BANKRUPTCY JUDGE