Docket #0006 Date Filed: 04/17/2026

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY

ATTORNEY FEE APPLICATION COVER SHEET FOR THE PERIOD DECEMBER 29, 2025 THROUGH MARCH 3, 2026

In re PECF USS Intermediate Holding II Corporation[1]	Applicant: Milbank LLP
Case No. 25-23631 (MBK)	Client: Reorganized Debtors (formerly the Debtors and Debtors in Possession)
Chapter 11	Case Filed: December 29, 2025

COMPLETION AND SIGNING OF THIS FORM CONSTITUTES A CERTIFICATION UNDER PENALTY OF PERJURY PURSUANT TO 28 U.S.C. § 1746.

RETENTION ORDER ATTACHED.

/s/ Lauren C. Doyle April 17, 2026
LAUREN C. DOYLE Date

[1] On April 16, 2026, the Court entered the Final Decree Closing Certain of the Chapter 11 Cases, closing all cases listed therein except for PECF USS Intermediate Holding II Corporation (the "**Remaining Debtor**"), Case No. 25-23631 (MBK) (the "**Remaining Case**") [Dkt. No. 454] (the "**Case Closing Order**"). The Court has entered a text order on the affiliated dockets listed in the Order requiring that all remaining matters be filed in the Remaining Case.

The last four digits of the tax identification number of PECF USS Intermediate Holding II Corporation are 5368. A complete list of the Reorganized Debtors in these chapter 11 cases (the "**Chapter 11 Cases**"), with each one's tax identification number, principal office address and former names and trade names, is available on the website of the Reorganized Debtors' noticing agent at www.veritaglobal.net/USS. The location of the principal place of business of United Site Services, Inc., and the Reorganized Debtors' service address for these Chapter 11 Cases is 2487 W Navigator Drive, Suite 300, Meridian, ID 83642.

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SECTION I
FEE SUMMARY

Summary of Amounts Requested for the Period
March 1, 2026 Through March 3, 2026:[2]

FEE TOTAL:	$468,189.50
DISBURSEMENT TOTAL:	$9,797.11
TOTAL FEES PLUS DISBURSEMENTS:	$477,986.61

First Interim and Final Fee Application Covering the
Period December 29, 2025 Through March 3, 2026:

TOTAL FEES	$8,252,895.00
TOTAL DISBURSEMENTS	$54,445.07
TOTAL APPLICATION	$8,307,340.07
TOTAL RETAINER REMAINING	$508,232.78

	FEES	EXPENSES
TOTAL PREVIOUS FEES REQUESTED:	$7,784,705.50	$44,647.96
TOTAL FEES ALLOWED TO DATE:	$0.00	$0.00
TOTAL HOLDBACK (IF APPLICABLE):	$1,556,941.10	N/A
TOTAL RECEIVED BY APPLICANT:	$6,227,764.40	$44,647.96

[2] This Final Fee Application's **Exhibit F** contains detailed descriptions of the services rendered and expenses incurred by Milbank LLP during the period beginning March 1, 2026 and ending March 3, 2026 (the Effective Date of the Plan (each as defined herein)). Descriptions of the services rendered and expenses incurred by Milbank LLP during prior periods in the Chapter 11 Cases can be found in *Milbank LLP's Monthly Fee Statement for the Period December 29, 2025 Through January 31, 2026* [Dkt. No. 342] and *Milbank LLP's Monthly Fee Statement for the Period February 1, 2026 Through February 28, 2026* [Dkt. No. 414].

SECTION II
CASE HISTORY

(1) Date cases filed: December 29, 2025

(2) Chapter under which cases commenced: Chapter 11

(3) Date of retention: January 23, 2026, *nunc pro tunc* to December 29, 2025. *See* Exhibit A.

If limit on number of hours or other limitations to retention, set forth: N/A

(4) Summarize in brief the benefits to the estate and attach supplements as needed: *See* Paragraphs 2–8 of the attached application.

(5) Anticipated distribution to creditors:

(a) Administration expense: Unimpaired. To be paid in accordance with the *Second Amended Joint Prepackaged Plan of Reorganization of United Site Services, Inc. and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* [Dkt. No. 344, Ex. A] (as further amended, supplemented, or modified from time to time, the "**Plan**").

(b) Secured creditors: To be paid in accordance with the Plan.

(c) Priority creditors: To be paid in accordance with the Plan.

(d) Funded debt claims: Impaired. Distributions to be made in accordance with the Plan.

(e) Other general unsecured creditors: Unimpaired. To be paid in accordance with the Plan.

(6) Final disposition of case and percentage of dividends paid to creditors (if applicable): This is the first interim and final compensation application. Final distributions have been made in accordance with the *Order (I) Approving the Adequacy of the Disclosure Statement and (II) Confirming the Second Amended Joint Prepackaged Plan of Reorganization of United Site Services, Inc. and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* [Dkt. No. 344] (the "**Confirmation Order**") and the Plan.

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UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF NEW JERSEY

In re **PECF USS INTERMEDIATE HOLDING II CORPORATION**, Remaining Debtor.[1]	Case No. 25-23631 (MBK) Chapter 11 (Formerly Jointly Administered Under Case No. 25-23630 (MBK))

FIRST INTERIM AND FINAL APPLICATION OF MILBANK LLP FOR COMPENSATION OF PROFESSIONAL SERVICES RENDERED AND REIMBURSEMENT OF ACTUAL AND NECESSARY EXPENSES PURSUANT TO 11 U.S.C. §§ 327, 328, 330 AND 331

Milbank LLP ("**Milbank**"), as co-counsel for United Site Services, Inc. and its affiliated debtors and debtors in possession (formerly jointly administered under Case No. 25-23630 (MBK)) (the "**Reorganized Debtors**"), hereby submits this first interim and final application for compensation of professional services rendered and reimbursement of actual and necessary ex-

[1] The last four digits of the tax identification number of PECF USS Intermediate Holding II Corporation are 5368. A complete list of the Reorganized Debtors in the Chapter 11 Cases, with each one's tax identification number, principal office address and former names and trade names, is available on the website of the Reorganized Debtors' noticing agent at www.veritaglobal.net/USS. The location of the principal place of business of United Site Services, Inc., and the Reorganized Debtors' service address for these Chapter 11 Cases is 2487 W Navigator Drive, Suite 300, Meridian, ID 83642.

penses (the "**Application**") pursuant to (a) sections 327, 328, 330, and 331 of title 11 of the United States Code (the "**Bankruptcy Code**"), (b) Rule 2016 of the Federal Rules of Bankruptcy Procedure (the "**Bankruptcy Rules**"), (c) Rule 2016-1 of the Local Bankruptcy Rules for the United States Bankruptcy Court for the District of New Jersey, (d) the Appendix B Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases (the "**Guidelines**"), and (e) this Court's Administrative Fee Order Establishing Procedures for the Allowance and Payment of Interim Compensation and Reimbursement of Expenses of Professionals Retained by Order of This Court, dated January 29, 2026 [Dkt. No. 237] (the "**Administrative Fee Order**"), for professional services rendered by Milbank for the period commencing December 29, 2025 through and including March 3, 2026 (the "**First Interim Compensation Period**" and the "**Final Compensation Period**"), and for reimbursement of its actual and necessary expenses incurred during the First Interim Compensation Period and Final Compensation Period. In support of this Application, Milbank respectfully represents as follows:

JURISDICTION AND VENUE

1. This Court has jurisdiction over this Application pursuant to 28 U.S.C. § 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue properly lies in this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

PRELIMINARY STATEMENT

2. Milbank served as lead restructuring counsel to the Debtors and Reorganized Debtors, advising and assisting the Debtors and Reorganized Debtors in: (a) eliminating approximately $2.4 billion of funded indebtedness from the Debtors' balance sheet through a prepackaged restructuring; (b) raising approximately $1.075 billion in new capital to position the Debtors for long-term operational and financial success; and (c) preserving the going-concern value of the enterprise by ensuring that customers and employees were unaffected by the Chapter 11 Cases. Milbank led the Debtors to confirmation of a chapter 11 plan widely accepted by all classes of claims entitled to vote on the Plan and consummation thereof within just 64 days after the Petition Date.

3. These Chapter 11 Cases were commenced after several months of arm's-length, good faith negotiations with USS's key stakeholders across its capital structure, including an ad hoc group of creditors holding in excess of 92% of the Second-Out Term Loans (the "**Ad Hoc Group**"), the lenders under the Debtors' asset-backed and revolving credit facilities, and affiliates of Platinum Equity, the Debtors' equity sponsor, all of whom executed a Restructuring Support Agreement (the "**RSA**") with the Debtors on December 28, 2025. The RSA provided a comprehensive restructuring framework backed by approximately $1.2 billion of committed DIP and exit financing, including a $120 million DIP Facility fully backstopped by the Ad Hoc Group, a fully backstopped Equity Rights Offering of up to $480 million, a $300 million Exit Term Loan Facility, a $195 million Exit ABL Facility, and a $100 million Exit Revolving Credit Facility, ensuring the feasibility of the Plan and positioning the Reorganized Debtors for long-term financial success. Milbank, together with the Debtors' other advisors, assisted the Debtors in formulating and documenting this value-maximizing Plan and then guided the Debtors into chapter 11 with a prepackaged plan of reorganization that was broadly supported by all parties to the RSA.

4. The Debtors' entry into chapter 11 proceeded smoothly. Milbank resolved most issues raised by the Office of the United States Trustee in advance of and at the first day hearing on December 30, 2025, achieving consensual resolutions of most first day motions and obtaining all relief necessary for the Debtors to stabilize operations and commence an orderly administration of these Chapter 11 Cases.

5. Only one economic stakeholder opposed the Debtors' restructuring strategy. After that party's preliminary objections to the DIP Facility were overruled at the first day hearing, the Court directed mediation and appointed the Honorable Robert D. Drain (Ret.) as mediator. Milbank led the Debtors' preparation for and participation in mediation, including a full-day session before the mediator on January 13, 2026. Following further negotiations, the parties reached a consensual settlement on January 26, 2026, which resulted in the objecting party's support for an amended Plan and withdrawal of its objections to both the Plan and the DIP Facility. Creditors in each voting class thereafter unanimously voted to accept the Plan.

6. Following that settlement, Milbank assisted the Debtors in proceeding expeditiously to confirmation. Milbank documented these highly complex and interrelated restructuring transactions with numerous parties in interest on a highly compressed timeline, negotiating and closing three separate exit credit facilities aggregating approximately $609 million in committed capital, and documenting and coordinating the $480 million fully backstopped Equity Rights Offering. During this time, Milbank also successfully resolved numerous potential objections and all filed objections to confirmation of the Plan other than the objection of the United States Trustee, which challenged the Plan's consensual third-party releases, exculpation provision, and plan injunction. Following a contested hearing at which Milbank defended the Plan's release, exculpation, and injunction provisions, the Court overruled the UST objection and entered the order confirming the Plan.

7. Milbank then assisted the Debtors in an immediate closing of the restructuring transactions and the Debtors emerged from chapter 11 on March 3, 2026 (the "**Effective Date**"), barely two months after the start of the case, with an estimated Enterprise Value of $900 million to $1.35 billion, estimated emergence liquidity of approximately $140 million, all holders of General Unsecured Claims unimpaired under the Plan, and the Debtors' approximately 3,209 employees unaffected by the Chapter 11 Cases.

8. Given the complexity of the Debtors' capital structure, the compressed timeline within which the restructuring was executed, and the resounding approval of the Debtors' Plan by all of its economic stakeholders, Milbank submits that the compensation and expense reimbursement sought through this Application are reasonable and appropriate and should be approved.

BACKGROUND

A. The Chapter 11 Cases

9. On December 29, 2025 (the "**Petition Date**"), each Debtor filed a voluntary petition for relief under Chapter 11 of the Bankruptcy Code. The Debtors are a leading provider of portable sanitation, temporary fencing, and related services across the United States, employing approximately 3,209 individuals as of the Petition Date. A detailed description of the Debtors, their busi-

nesses, and the facts and circumstances supporting the Debtors' Chapter 11 Cases are set forth in greater detail in the *Declaration of Chris Kelly in Support of Chapter 11 Petitions and First Day Motions of United Site Services, Inc. et al.* [Dkt. No. 15] and are incorporated by reference in this Application.

10. During the Chapter 11 Cases, the Debtors operated their businesses and managed their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. On December 30, 2025, the Court entered an order directing joint administration of these Chapter 11 Cases [Dkt. No. 81] pursuant to Bankruptcy Rule 1015(b). No committee or trustee was appointed during the Chapter 11 Cases.

11. The Debtors commenced solicitation of the Plan on December 28, 2025, one day before the Petition Date. Following amendment of the Plan, voting concluded on January 30, 2026 with overwhelming acceptance by all voting classes. On February 27, 2026, the Court entered an order confirming the Plan. *See* Dkt. No. 344. The Effective Date of the Plan occurred on March 3, 2026. *See* Dkt. No. 384. The Court entered a final decree on April 16, 2026 closing each of the Chapter 11 Cases other than the Remaining Case. The Final Decree requires that all remaining matters, including this Application, be filed, administered, and adjudicated in the Remaining Case.

B. Milbank's Retention

12. Milbank was engaged prepetition to serve as counsel to the Debtors in connection with the Debtors' restructuring and the commencement of these Chapter 11 Cases. On January 6, 2026, the Debtors filed an application [Dkt. No. 134] (the "**Retention Application**") seeking to retain Milbank as co-counsel pursuant to sections 105(a), 327(a), 329, and 330 of the Bankruptcy Code, effective *nunc pro tunc* to the Petition Date. On January 23, 2026, the Court entered the Retention Order [Dkt. No. 214] authorizing Milbank's retention as co-counsel to the Debtors and Debtors in Possession effective as of December 29, 2025, the Petition Date. A copy of the Retention Order is attached to the Application as **Exhibit A**. On January 29, 2026, the Court also entered the *Administrative Fee Order Establishing Procedures for the Allowance and Payment of Interim Compensation and Reimbursement of Expenses of Professionals Retained by Order of This Court*

[Dkt. No. 237] (the "**Administrative Fee Order**"), which governs the interim compensation procedures applicable to Milbank and other retained professionals in these Chapter 11 Cases.

INFORMATION REQUIRED BY THE GUIDELINES

A. The Scope of the Application

13. Consistent with the Guidelines, Milbank discloses the following concerning the scope of the Application:

Name of Applicant	Milbank LLP
Name of Client	Reorganized Debtors (formerly the Debtors and Debtors in Possession)
Petition Date	December 29, 2025
Retention Date	Order signed January 23, 2026 [Dkt. No. 214] ("**Retention Order**"), effective as of December 29, 2025.
Date of Order Approving Employment	January 23, 2026. A copy of the Retention Order is attached as **Exhibit A**.
Time Period Covered by Application	December 29, 2025–March 3, 2026
Terms and Conditions of Employment	Hourly
Interim / Final	Interim and Final application under 11 U.S.C. §§ 330 and 331
Date and Terms of Administrative Fee Order	On January 29, 2026, this Court entered the Administrative Fee Order. Pursuant to the Administrative Fee Order, Professionals (as defined in the Administrative Fee Order) can file monthly fee statements with the Court. If there are no objections to a monthly fee statement, Professionals are entitled to payment of 80% of the fees and 100% of the expenses not subject to an objection, as requested in their monthly fee statement. The Administrative Fee Order further provides that Professionals must file interim fee applications for allowance of compensation and reimbursement of expenses of the amount sought in their monthly fee statements, including the 20% holdback pursuant to section 331 of the Bankruptcy Code at four-month intervals or as directed by the Court.

Applicability of 11 U.S.C. § 330	Milbank seeks compensation under 11 U.S.C. § 330.
Total Compensation (Fees) Sought in the First Interim Compensation Period	$8,252,895.00
Total Expenses Sought in the First Interim Compensation Period	$54,445.07
Total Compensation (Fees) Sought in the Final Compensation Period	$8,252,895.00
Total Expenses Sought in the Final Compensation Period	$54,445.07
Total compensation approved by interim order to date	$0.00
Total expenses approved by interim order to date	$0.00
Blended rate in this application for all attorneys[2]	$1,553.62
Blended rate in this application for all timekeepers	$1,526.87
Compensation sought in this application already paid pursuant to a monthly compensation order but not yet allowed	$6,227,764.40, representing 80% of fees for services rendered from December 2025 through February 2026.
Expenses sought in this application already paid pursuant to a monthly compensation order but not yet allowed	$44,647.96, representing expenses incurred in December 2025 through February 2026.
If applicable, number of professionals in this application not included in staffing plan approved by client	1
If applicable, difference between fees budgeted and compensation sought for this period	Milbank budgeted $7,706,463.65 in fees during the Final Compensation Period and incurred $8,252,895.00 in fees during the Final Compensation Period.
Number of professionals billing fewer than 15 hours to the case during this period	42
Are any rates higher than those approved or disclosed at retention? If yes, calculate and disclose the total compensation sought in this	[] Yes [X] No

[2] All figures reflect the Final Compensation Period unless otherwise indicated.

application using the rates originally disclosed in the retention application	

B. Summary of Timekeepers and Rate Increases

14. With respect to each professional and paraprofessional who billed on the matter during the Final Compensation Period, Milbank discloses the following information on **Exhibit B** attached: (a) name; (b) title or position; (c) primary department, group, or section; (d) date of first admission to the bar, if applicable; (e) total fees billed included in application; (f) total hours billed included in application; and (g) current hourly rate. During the Final Compensation Period, Milbank implemented firm-wide rate increases that took effect on January 1, 2026.

C. Customary and Comparable Compensation

15. Milbank submits its compensation is customary as evidenced by the blended hourly rate data set forth on **Exhibit C** attached for the 2025 calendar year as compared to the Final Compensation Period. As set forth in Exhibit C, Milbank's blended hourly rate for all timekeepers during the Final Compensation Period was $1,526.87.

D. Statements from the Applicant

16. Consistent with the Guidelines, Milbank answers the following questions:

Question	Answer
Question 1: Did Milbank agree to any variations from, or alternatives to, Milbank's standard or customary billing rates, fees or terms for services pertaining to this engagement that were provided during the application period? If so, please explain.	No.
Question 2: If the fees sought in this fee application as compared to the fees budgeted for the time period covered by this fee application are higher by 10% or more, did Milbank discuss the reasons for the variation with the client?	N/A. The total fees requested in this application are not higher by 10% or more than the total budgeted amount for the Final Compensation Period.
Question 3: Have any of the professionals included in this fee application varied their hourly rate based on the geographic location of the bankruptcy case?	No.

Question 4: Does the fee application include time or fees related to reviewing or revising time records or preparing, reviewing, or revising invoices? (This is limited to work involved in preparing and editing billing records that would not be compensable outside of bankruptcy and does not include reasonable fees for preparing a fee application.) If so, please quantify by hours and fees.	The Application includes approximately 149.0 hours and $229,797.00 in the billing category "Milbank Retention and Fees" which reflects fees incurred for time spent reviewing time records for, among other things, privileged or confidential information and compliance with the United States Trustee Guidelines and is inclusive of time spent preparing, reviewing, and revising monthly fee statements, interim fee applications, and other materials required to be filed in connection therewith and preparation of Milbank's retention application.
Question 5: Does this fee application include time for fees for reviewing time records to redact any privileged or other confidential information? If so, please quantify by hours and fees.	See response above.
Question 6: Does this fee application include any rate increases since retention in these cases?	Milbank effectuated a firm-wide rate increase that took effect on January 1, 2026. The Retention Application, filed on January 6, 2026, disclosed Milbank's then-current rate ranges, which reflected the post-increase rates. Individual billing rates for each timekeeper were subsequently disclosed in the *Supplemental Declaration of Matthew L. Brod* filed on January 23, 2026 [Dkt. No. 212].
Question 7: Did the client agree when retaining Milbank to accept all future rate increases? If not, did Milbank inform the client that they need not agree to modified rates or terms in order to have you continue the representation, consistent with ABA Formal Ethics Opinion 11-458?	Yes. In addition, pursuant to the Retention Order, Milbank is required to provide ten (10) business days' notice prior to any increase in Milbank's hourly rates following entry of the Retention Order to the Debtors, the United States Trustee, and any statutory committee appointed in these cases and file such notice with the Court. All parties in interest retain rights to object to any rate increase on all grounds, including the reasonableness standard set forth in section 330 of the Bankruptcy Code, and the Court retains the right to review any rate increase pursuant to section 330 of the Bankruptcy Code.

E. Budget and Staffing Plan

17. Consistent with the Guidelines, Milbank provided the Debtors with, and the Debtors approved, a budget and staffing plan for the Final Compensation Period. Copies of the approved budget and staffing plan for the Final Compensation Period are attached hereto as **Exhibits D-1**

and **D-2.** As set forth below, the total hours and fees actually incurred did not exceed the budget by more than 10% in the aggregate during the Final Compensation Period:

Period	Hours Budgeted	Hours Incurred	Fees Budgeted	Fees Incurred
First Interim Compensation Period	5,195.00	5,405.10	$7,706,463.65	$8,252,895.00

SUMMARY OF PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED

18. Milbank seeks allowance of compensation for professional services rendered to the Debtors during the Final Compensation Period in the amount of $8,252,895.00. In addition, Milbank seeks approval for reimbursement of expenses incurred in connection with the rendition of its services in the aggregate amount of $54,445.07. During the Final Compensation Period, Milbank attorneys and paraprofessionals expended a total of 5,405.10 hours for which compensation is requested. The fees charged by Milbank in these Chapter 11 Cases are billed in accordance with its existing billing rates and procedures in effect during the Final Compensation Period. During the Final Compensation Period, Milbank voluntarily wrote off $212,165.00 in fees and $3,515.44 in expenses, and Milbank does not seek reimbursement of such amounts in this Application.

19. The following summary highlights the major areas in which Milbank rendered services during the First Interim Compensation Period. As required by the Guidelines, the summary is organized by project category. A summary chart setting forth the number of hours spent and the amount of compensation requested for each projected category is attached as **Exhibit E-1** and a summary chart setting forth the amount of expenses requested by Milbank in this Application is attached as **Exhibit E-2**. Detailed descriptions of services rendered are contained in Milbank's monthly fee statements for the Final Compensation Period, which appear at Docket Nos. 342 and 414.

A. Case Administration

Hours: 206.40

Fees: $278,765.50

20. This category includes time expended by Milbank on a variety of activities relating to the day-to-day management and prosecution of these Chapter 11 Cases. Milbank facilitated the commencement of the Chapter 11 Cases through the coordination of the filing of 22 voluntary petitions and related first day pleadings, and obtained the procedural relief necessary to administer the cases on both interim and final bases.[3] Milbank also coordinated the applications of the Debtors' other retained professionals, and addressed comments and inquiries from the Office of the United States Trustee regarding those applications.[4] In addition, Milbank maintained case calendars, task lists, and timelines, monitored the docket, and coordinated with Kurtzman Carson Consultants, LLC d/b/a Verita Global regarding the service of pleadings and other case administration tasks throughout the Final Compensation Period.

21. The services described above were necessary to efficiently administer these Chapter 11 Cases, including by retaining qualified professionals, and maintaining orderly case management throughout the Final Compensation Period. The coordinated filing of 22 voluntary petitions and the Debtors' first day pleadings enabled the Debtors to obtain the relief needed to stabilize operations at the outset of the Chapter 11 process. Milbank's work in assisting the Debtors' other retained professionals in the preparation of their respective applications, and in addressing comments from the Office of the United States Trustee, ensured that the Debtors had the team necessary to prosecute the Chapter 11 Cases efficiently. Milbank's work supported orderly administration throughout

[3] The first day filings included, among others, the *Voluntary Petition for United Site Services, Inc.* [Dkt. No. 1], the *Debtors' Motion for Entry of an Order Directing Joint Administration of Chapter 11 Cases* [Dkt. No. 3], the *Debtors' Application for Designation as Chapter 11 Complex Case* [Dkt. No. 4], the other first day motions filed at Dkt. Nos. 5 through 13, the *Declaration of Chris Kelly in Support of Chapter 11 Petitions and First Day Motions of United Site Services, Inc. et al.* [Dkt. No. 15], and the Debtors' *Application for Expedited Consideration of First Day Matters* [Dkt. No. 19]. The resulting procedural orders included the *Order Regarding Debtors' Application for Expedited Consideration of First Day Matters* [Dkt. No. 20], the *Order Directing Joint Administration of Chapter 11 Cases* [Dkt. No. 81], and the *Chapter 11 Complex Case Management Orde*r [Dkt. No. 117].

[4] *See* Dkt. Nos. 134–140.

a compressed case timeline that culminated in emergence approximately two months after the Petition Date.

B. DIP Financing and Cash Collateral

Hours: 89.80

Fees: $123,094.50

22. This category includes time expended by Milbank with respect to the Debtors' post-petition financing and use of cash collateral pursuant to the *Debtors' Motion 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 Superpriority Administrative Expense Claims, (III) Granting Adequate Protection to Prepetition Secured Parties, and (IV) Modifying the Automatic Stay* [Dkt. No. 13], the resulting Interim DIP Order [Dkt. No. 70] and the Final DIP Order [Dkt. No. 266]. Milbank finalized the debtor-in-possession financing facility, drafting and revising the DIP credit agreement and related documentation and coordinating with the Debtors' financial advisors and counsel to the lenders and agents under the DIP Facility—including Akin Gump Strauss Hauer & Feld LLP ("**Akin Gump**"), as counsel to the DIP Lenders, ArentFox Schiff LLP, as counsel to the DIP Agent, Wilmington Savings Fund Society, FSB, and Cahill Gordon & Reindel LLP ("**Cahill**"), as counsel to Bank of America, N.A., as Prepetition ABL Agent and Prepetition First-Out/Second-Out Agent—in connection with the closing of the DIP Facility. Milbank also prepared for and successfully prosecuted approval of the DIP Facility at a contested first day hearing and obtained approval of the DIP Facility on an interim basis over the objections of a holdout creditor. Following the first day hearing, Milbank subsequently prepared and finalized the Final DIP Order and obtained approval thereof following a successful mediation.

23. The foregoing services were essential to securing postpetition financing for the Debtors, which provided the liquidity necessary to fund operations and the restructuring process during the pendency of these Chapter 11 Cases. The DIP and cash collateral relief provided access to up to $120 million of postpetition financing, including $62.5 million on an interim basis and $57.5 million on a final basis, which funded working capital, administrative costs, and the costs of these Chapter 11 Cases. Milbank's work in finalizing the DIP documents and securing entry of the

Final DIP Order enabled the Debtors to continue operating without interruption while pursuing confirmation and emergence.

C. Financing and Factoring

Hours: 1,423.70

Fees: $2,055,621.50

24. This category includes significant time expended by Milbank in connection with the Debtors' exit financing. Milbank advised the Debtors with respect to incurring exit financing, including negotiating with the Ad Hoc Group and the Consenting ABL and Revolving Creditors, and revising the exit financing commitment letters, term sheets, fee letters, and related documentation. During the Final Compensation Period, Milbank negotiated and revised the exit revolving credit facility, exit ABL facility, and exit term loan credit agreement.

25. As the Chapter 11 Cases progressed toward emergence, Milbank expended substantial time negotiating and finalizing the exit credit agreements and related closing deliverables, including security agreements, intellectual property security agreements, intercreditor agreements, and an intercompany credit agreement amendment. Milbank also prepared customary closing and perfection deliverables, including payoff letters for a prepetition amended term loan credit agreement (i.e., the "Amended Term Loan Facility"), a prepetition first-out/second-out term loan credit agreement (i.e., the "First-Out/Second-Out Credit Agreement"), and the debtor-in-possession facility, and reviewed closing legal opinions, including Investment Company Act opinions. Milbank participated in recurring open issues calls with lenders' counsel, agents' counsel, and the Debtors' financial advisors to track outstanding deliverables, resolve open issues, and coordinate the closing of the exit financing workstreams.

26. These services directly benefited the Debtors' estates by enabling the Debtors to obtain exit financing on favorable terms, which was critical to the Debtors' successful emergence from Chapter 11. The Debtors' emergence required the negotiation and closing of three separate exit financing facilities: a $300 million Exit Term Loan Facility (subsequently increased to approximately $314 million pursuant to the mediation settlement described below), a $195 million Exit ABL Facility, and a $100 million Exit Revolving Credit Facility, together with the related security

documents, perfection deliverables, payoff letters, notices of borrowing, resolutions, and legal opinions necessary to consummate those transactions. In addition, the fully backstopped Equity Rights Offering raised up to $480 million in new equity capital to support the Reorganized Debtors' go-forward capital structure. Milbank's work on these exit financing workstreams positioned the Debtors to retire the debtor-in-possession facility, eliminate approximately $2.4 billion of funded indebtedness, and emerge with a sustainable capital structure.

D. Hearings and Court Communications

Hours: 402.80

Fees: $648,145.50

27. This category includes time expended by Milbank preparing for, attending, and participating in hearings and other communications with the Court. Milbank prepared hearing presentations, coordinated witness preparation, and prosecuted numerous contested first day motions, including the DIP Motion[5] and the motion to schedule the Combined Hearing and approve solicitation and rights offering procedures (the "**Scheduling Motion**") [Dkt. No. 18]. Milbank also prepared for the confirmation hearing, including by preparing witness outlines and demonstrative presentations, and preparing to address the *Objection to the Amended Joint Prepackaged Plan of Reorganization of United Site Services Inc. and its Debtor Affiliates* filed by OMJ LLC (the "**OMJ Objection**") [Dkt. No. 240].

28. The work described above was necessary to obtain the relief essential to the progress of these Chapter 11 Cases and ultimately achieve confirmation of the Plan. Milbank's preparation for the first day hearing helped the Debtors secure critical first day relief and begin administering these cases on an orderly basis. Its negotiations with the Office of the United States Trustee contributed to consensual resolutions of most first day issues, reducing litigation costs and facilitating prompt entry of the requested orders. Milbank's later work on the confirmation hearing and

[5] The "**DIP Motion**" refers to the *Debtors' Motion 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 Superpriority Administrative Expense Claims, (III) Granting Adequate Protection to Prepetition Secured Parties, and (IV) Modifying the Automatic Stay (Filed by Michael D. Sirota on Behalf of United Site Services, Inc.)* [Dkt. No. 13].

its response to the objections of the Office of the United States Trustee to the Plan's consensual third-party releases, exculpation provision, and plan injunction, and the OMJ Objection was essential to obtaining entry of the Confirmation Order and moving the Debtors from case commencement to confirmation within a highly compressed timeline.

E. Litigation

Hours: 1,117.40

Fees: $1,434,053.50

29. This category includes significant time expended by Milbank with respect to litigation matters arising in these Chapter 11 Cases. A substantial portion of this time related to a court-directed mediation before Judge Robert D. Drain (Ret.), as reflected in the *Mediation Report* [Dkt. No. 191]. Milbank conducted research and prepared relevant documents with respect to the mediation, including drafting and revising a comprehensive mediation statement, preparing mediation presentations, and participating in the mediation itself.

30. In parallel with the mediation, it was necessary for Milbank to prepare for litigation in connection with a possible contested confirmation hearing on timelines agreed to in the RSA, should mediation have failed. Milbank prepared discovery requests, including requests for production of documents, a Rule 30(b)(6) deposition notice, and individual deposition notices for that creditor's key principals and reviewed the Debtors' documents in connection with possible production requests. Milbank also conducted legal research and developed legal arguments in support of confirmation and prepared to address potential confirmation objections.

31. These services were necessary to protect and preserve the value of the Debtors' estates, resolve contested matters, and facilitate the successful mediation that paved the way for a consensual plan of reorganization. At the outset of these cases, a holder of a reported approximately $377 million of the Debtors' funded indebtedness, including substantially all of the Amended Term Loans, as well as Second-Out Term Loans, Third-Out Notes, and Amended Unsecured Notes, filed objections and indicated its intention to challenge the 2024 Recapitalization and the Plan. At the first day hearing, the Court directed the parties to participate in mediation and subsequently appointed the Honorable Robert D. Drain (Ret.) to serve as mediator. Following a full-day mediation

session on January 13, 2026, and further negotiations over the ensuing days, the parties reached a consensual resolution of the outstanding objections on January 26, 2026 (the "**Settlement**"). Under the Settlement, the objecting party received separate treatment for its claims, including take-back exit term loans and participation as a backstop commitment party in the equity rights offering (the "**ERO**"), among other things, and in exchange withdrew its objections to the Plan and the DIP Facility. Milbank also addressed Plan objections filed by OMJ LLC and the United States Trustee, the latter of which challenged the Plan's consensual third-party releases, exculpation provision, and plan injunction. The OMJ objection was likewise resolved consensually, while the UST objection was overruled by the Court at confirmation. Following resolution of all objections, creditors in each voting class unanimously voted to accept the Plan. The resolution of these disputes eliminated the primary sources of litigation risk in these Chapter 11 Cases and dramatically reduced the professional fees that would have been incurred had these matters proceeded to contested litigation.

32. In addition, Milbank addressed other "behind the scenes" litigation matters, personal injury and workers' compensation claims analysis, and research and analysis regarding numerous issues arising in the Chapter 11 Cases. This work was essential in minimizing the disruption to the Debtors' business during the Chapter 11 Cases, and resulted in the expeditious consummation of the Plan.

F. Plan and Disclosure Statement

Hours: 694.20

Fees: $1,103,139.50

33. This category includes time expended by Milbank in connection with the Plan and the Disclosure Statement with respect to the Plan [Dkt. No. 17] (the "**Disclosure Statement**"). Milbank filed the Plan and Disclosure Statement on the first day of the Chapter 11 Cases and later prepared and filed amended versions of the Plan in response to the successful mediation and con-

tinuing negotiations with stakeholders and parties in interest.[6] Milbank also prepared and filed the Scheduling Motion, which resulted in entry of the *Order (I) Scheduling a Combined Hearing to Approve the Disclosure Statement and Confirm the Plan; (II) Establishing Objection Deadlines; (III) Approving Solicitation Procedures; (IV) Approving the Form and Manner of Ballots and Notices; (V) Directing that a Meeting of Creditors Not be Convened; (VI) Conditionally Waiving the Requirement to File Schedules of Assets and Liabilities and Statements of Financial Affairs; (VII) Approving Procedures for Assumption and Rejection of Executory Contracts and Unexpired Leases; (VIII) Granting Approval of Rights Offering Procedures; and (IX) Granting Related Relief* [Dkt. No. 79]. Milbank drafted the confirmation brief [Dkt. No. 321], coordinated and filed its supporting declarations [Dkt. Nos. 290, 322, and 323], addressed confirmation-related legal issues and objections, including the United States Trustee's objection to the Plan's third-party releases, Debtor Releases, exculpation provision, and plan injunction, and the OMJ Objection [Dkt. No. 240], and drafted and revised the proposed form of order that resulted in the *Order (I) Approving the Adequacy of the Disclosure Statement and (II) Confirming the Second Amended Joint Prepackaged Plan of Reorganization of United Site Services, Inc. and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* [Dkt. No. 344]. Milbank also prepared and filed multiple amended Plan Supplements in connection with the Plan, which included documents comprising the LLC Agreement of PECF USS Holding Corporation, the credit agreements for the Exit Term Loan Facility, Exit RCF Facility, and Exit ABL Facility, the Restructuring Transactions Memorandum, the list of members of the new boards, the Schedule of Retained Causes of Action, and the Schedule of Rejected Executory Contracts and Unexpired Leases.[7]

34. These services were integral to the formulation, negotiation, and confirmation of the Debtors' Plan and the approval of the Disclosure Statement, which were the central objectives

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[6] Milbank prepared and filed the *Joint Prepackaged Plan of Reorganization of United Site Services, Inc. and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* [Dkt. No. 16] and the *Disclosure Statement for the Joint Prepackaged Plan of Reorganization of United Site Services, Inc. and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* [Dkt. No. 17] on the first day of the Chapter 11 Cases, and subsequently amended the Plan twice. *See* Dkt. Nos. 234, 291.

[7] *See* Dkt. Nos. 217, 250, 269, 289, 327, 389.

of these Chapter 11 Cases. These Chapter 11 Cases were administered on a prepackaged basis, and Milbank's work on the Plan, as amended, the brief in support of confirmation of the Plan, the supporting declarations, and the proposed Confirmation Order drove the Debtors' progress toward confirmation. Milbank's preparation of six separate Plan Supplements containing new organizational documents, the management incentive plan, exit financing term sheets, governance agreements, and other related governance and transaction documents ensured that the record supporting confirmation remained current and reflected the final terms of the restructuring as they were negotiated and finalized with stakeholders. This work culminated in confirmation of the Plan on February 27, 2026, 60 days after the Petition Date, and the implementation of a restructuring that eliminated approximately $2.4 billion of funded indebtedness, raised approximately $1.075 billion in new capital, and positioned the Reorganized Debtors with an estimated Enterprise Value of $900 million to $1.35 billion and estimated liquidity of approximately $140 million at emergence. No trustee or creditors' committee was appointed in these cases, and the Plan was confirmed with the unanimous support of all voting classes.

G. Securities Issues

Hours: 328.20

Fees: $595,028.00

35. This category includes significant time expended by Milbank in connection with securities-related matters arising in these Chapter 11 Cases. Milbank coordinated the ERO process, including negotiating and finalizing the Backstop Commitment Agreement with Akin Gump through numerous rounds of drafting, finalizing the ERO procedures, subscription forms, and related documentation in connection with the Debtors' up to $480 million ERO and related backstop arrangements, and coordinating with PJT Partners and the Debtors' financial advisors on subscription allocation calculations involving multiple classes of eligible holders. Thereafter, the ERO documentation was further revised to reflect the terms of the Settlement, including revisions to add additional backstop commitment parties, revising the commitment schedule, and recalculating subscription allocations among the backstop parties.

36. As the ERO progressed through closing, Milbank coordinated the closing of the ERO period, assisted in preparing individualized funding notices for each backstop party incorporating offset mechanics for DIP Claims and First-Out Debt Claims, coordinated cancellation of three series of prepetition notes with the relevant trustees and collateral agents, established separate escrow accounts with WSFS Bank for backstop party funding, and coordinated extensively with the subscription agent for the ERO regarding offering status, subscription deadlines, and funding mechanics.

37. Milbank also addressed related equity issuance matters, including reviewing securities exemptions under section 1145 of the Bankruptcy Code and negotiating an amendment to the Backstop Commitment Agreement (the "**BCA**") with the Ad Hoc Group. Critically, Milbank drafted and filed the *Debtors' Motion for Entry of an Order (I) Approving the Backstop Commitment Agreement, (II) Allowing Certain Obligations Thereunder as Administrative Expenses, and (III) Granting Related Relief* [Dkt. No. 199], which resulted in entry of the *Order (I) Approving the Backstop Commitment Agreement, (II) Allowing Certain Obligations Thereunder as Administrative Expenses, and (III) Granting Related Relief* [Dkt. No. 345].

38. Fees incurred in this matter category also reflect Milbank's work liaising with the Securities and Exchange Commission ("**SEC**") after receiving a comment letter relating to the Disclosure Statement and Joint Prepackaged Plan of Reorganization from the SEC and, to address the SEC's comment letter, the filing of a disclosure supplement with the Court.

39. These services were necessary to effectuate the ERO and BCA, which together provided up to $480 million in committed equity capital. The ERO and BCA were central components of the Debtors' restructuring and emergence from chapter 11. The ERO gave eligible stakeholders the opportunity to participate in the Debtors' post-emergence equity structure, while the related backstop arrangements provided certainty that the contemplated equity capital would be raised in connection with emergence. The complexity of the ERO was compounded by the Settlement, which required revisions to the BCA, the commitment schedule, and the subscription allocations. That combination of committed capital and backstop protection reduced execution risk and sup-

ported confirmation and consummation of the Plan. Milbank's work on the ERO procedures, the BCA and its amendment, the offering and funding mechanics, including coordination among the subscription agent, the escrow agent, the backstop parties, and the Debtors' financial advisors, was essential to converting the negotiated capital structure into funded equity on the Effective Date.

H. General Case Strategy

Hours: 309.00

Fees: $528,011.50

40. This category includes time expended by Milbank strategizing and coordinating internally and with the Debtors' other advisors, including Alvarez & Marsal and PJT Partners, regarding the Chapter 11 Cases and overall case strategy. During the Final Compensation Period, Milbank conducted regular case team meetings and periodic coordination calls with PJT Partners and Alvarez & Marsal regarding open case workstreams, strategic considerations, and coordination of key case milestones. These calls and meetings addressed, among other things, the status of exit financing negotiations, confirmation preparation, mediation strategy, plan supplement filings, emergence planning, and the coordination of deliverables across the Debtors' advisors.

41. The coordination and strategic planning described above were necessary to ensure the efficient prosecution of these Chapter 11 Cases and the alignment of the Debtors' advisors around key case milestones and deliverables. These cases involved 22 Debtor entities and multiple concurrent workstreams that required close coordination among the Debtors and their advisors. Milbank's regular team meetings and coordination calls with Alvarez & Marsal and PJT Partners helped track open issues and keep the cases on the aggressive timetable required by the restructuring milestones set forth in the RSA and the DIP credit agreement.

42. In addition to coordination with external advisors, Milbank attorneys participated in numerous internal meetings and regular calls to align on overall case strategy and manage multiple ongoing workstreams. These coordination efforts were critical to ensuring that all legal teams operated in a unified and efficient manner, minimizing duplication and maintaining consistency across all aspects of the cases. Given the number of issues involved and the parallel workstreams across various practice areas, Milbank's internal coordination was vital to delivering cohesive and

effective legal counsel. The firm's attorneys continuously monitored case developments and adjusted strategies as needed, ensuring that the Debtors received well-informed, timely advice throughout the restructuring process. This high level of coordination helped maintain momentum in the Chapter 11 Cases and supported the Debtors' restructuring objectives.

I. Automatic Stay

Hours: 11.60

Fees: $19,145.00

43. This category includes time expended by Milbank advising the Debtors on matters related to the automatic stay. The Debtors maintain a portfolio of personal injury litigation matters across the country, making enforcement of the automatic stay a critical priority from the outset of these Chapter 11 Cases. During the Final Compensation Period, Milbank worked proactively with the Debtors' in-house legal team and litigation counsel to ensure that the automatic stay was given full effect, to stave off lift-stay motions before they were filed, and to address any such motions promptly when filed. This work included corresponding with claimants' counsel to notify them of the stay and its implications, coordinating with local counsel on responses and scheduling, and monitoring pending personal injury and other litigation matters to ensure compliance with the stay.

44. These services were necessary to protect estate assets and prevent disruptions to the Debtors' operations and the restructuring process. The automatic stay is one of the most fundamental protections available to debtors in chapter 11, and its enforcement was particularly important in these cases given the Debtors' nationwide operations and the volume of pending personal injury litigation. Milbank's approach in working closely with the Debtors' in-house legal team and litigation counsel to enforce the stay and address lift-stay requests before they could disrupt the cases ensured that the stay protections remained effective throughout the critical period leading up to confirmation and emergence.

J. Tax

Hours: 317.10

Fees: $626,154.50

45. This category includes time expended by Milbank advising the Debtors with respect to tax-related matters arising in these Chapter 11 Cases. During the Final Compensation Period, Milbank drafted and revised the Restructuring Transactions Memorandum, coordinated with the Debtors' tax service provider regarding the tax-basis balance sheet, and participated in calls with other parties in interest regarding the Debtors' tax model and Plan structure to ensure implementation of the Plan in a tax efficient manner. Milbank also advised the Debtors on matters related to the mitigation of cancellation of debt income, LLC conversion issues, and tax consequences of the restructuring transactions. Milbank further addressed the interaction between the Debtors' restructuring and a pending California sales tax audit, including by coordinating with the Debtors' other advisors regarding the audit and analyzing its potential impact on the restructuring. In addition, Milbank analyzed Plan related matters for their tax implications and to advise the Debtors in accordance therewith.

46. The tax-related services described above were necessary to minimize the tax consequences of the restructuring transactions and protect the value of the Debtors' estates for the benefit of all stakeholders. The restructuring transactions contemplated by the Plan, including the cancellation of approximately $2.4 billion in funded indebtedness, the conversion of certain Debtor entities to limited liability companies, and the issuance of new equity, raised important tax considerations that required careful analysis and structuring. Milbank's drafting and revision of the Restructuring Transactions Memorandum, its coordination with the Debtors' tax service provider on the tax-basis balance sheet, and its analysis of cancellation of debt income mitigation strategies and worthless stock deduction issues were critical to structuring the restructuring transactions in a tax-efficient manner.

K. Vendors and Suppliers

Hours: 63.30

Fees: $97,263.50

47. This category includes time expended by Milbank advising the Debtors on matters related to vendor and supplier relationships. During the Final Compensation Period, Milbank drafted and filed the motion and supporting papers that resulted in the *Order (I) Authorizing Employment and Payment of Professionals Utilized in the Ordinary Course of Business and (II) Granting Related Relief* [Dkt. No. 265], including drafting the schedule of ordinary course professionals and related OCP procedures, coordinating the filing of supporting declarations,[8] and negotiating the same with the Office of the United States Trustee. Milbank also coordinated with the Debtors' other advisors regarding vendor payment issues and addressed adequate assurance requests from utility providers. Milbank further secured the entry of the *Final Order (I) Prohibiting Utilities from Altering, Refusing or Discontinuing Service, (II) Approving Adequate Assurance of Payment to Utilities, (III) Establishing Procedures to Resolve Requests for Additional Assurance, and (IV) Granting Related Relief* [Dkt. No. 259] and the *Final Order (I) Authorizing Payment of Prepetition Trade Claims and (II) Authorizing the Payment of and Confirming Administrative Expense Status of Outstanding Order Claims* [Dkt. No. 263].

48. These services were essential to maintaining the Debtors' critical vendor and supplier relationships, ensuring continuity of operations and preserving the going-concern value of the Debtors' businesses. The Debtors' business depends on a broad network of vendors and suppliers to operate their portable sanitation, temporary fencing, and related services businesses across the country, and any disruption to these relationships could have impaired the Debtors' ability to serve their customers and generate revenue. Milbank's work ensured that the Debtors' vendor and supplier relationships remained intact throughout the Chapter 11 Cases and that critical goods and services continued to flow to the Debtors without interruption.

[8] Milbank coordinated the filing of 16 supporting declarations in connection with the ordinary course professionals order. *See* Dkt. Nos. 273, 285, 295, 297, 304, 310, 314, 315, 334, 339, 341, 378, 380, 381, 382, and 385.

L. Reporting

Hours: 42.80

Fees: $60,853.00

49. This category includes time expended by Milbank in connection with reporting obligations. During the Final Compensation Period, Milbank assisted with matters related to the Debtors' reporting obligations, including the preparation and filing of monthly operating reports.[9] The reporting-related services described above were necessary to fulfill the Debtors' statutory reporting obligations and satisfy the Debtors' reporting obligations with the Court, the United States Trustee, and parties in interest.

M. Milbank Retention and Fees

Hours: 149.00

Fees: $229,797.00

50. This category includes time expended by Milbank preparing and filing its own monthly fee statement and drafting the proposed procedures that would result in the *Administrative Fee Order Establishing Procedures for the Allowance and Payment of Interim Compensation and Reimbursement of Expenses of Professionals Retained by Order of This Court* [Dkt. No. 237]. These services were necessary to comply with the Court's interim compensation procedures and ensure the orderly administration of professional fee claims.

N. Governance

Hours: 38.00

Fees: $68,423.00

51. This category includes time expended by Milbank advising the Debtors on corporate governance matters. During the Final Compensation Period, Milbank drafted and revised the LLC Agreement of Reorganized Parent, and addressed governance-related workstreams reflected in the Plan Supplements. Milbank also coordinated the LLC conversions of parent and subsidiary entities, including researching applicable state conversion statutes, drafting certificates of conver-

[9] *See Monthly Operating Reports* for the period ending January 31, 2026 [Dkt. Nos. 351–372].

sion and related consents, preparing contribution agreements, and drafting consents for director appointments in connection with the reorganized entities' post-emergence governance structure.

52. The corporate governance work described above was necessary to establish the governance framework for the Reorganized Debtors and facilitate an orderly transition to post-emergence operations. The restructuring required the conversion of multiple parent and subsidiary entities to limited liability companies, the adoption of new organizational documents, and the appointment of boards of directors and managers for the reorganized entities. Milbank's drafting and revision of the LLC Agreement of Reorganized Parent, its coordination of omnibus board resolutions, its research on applicable state conversion statutes, and its preparation of certificates of conversion, contribution agreements, and stockholder consents for director appointments provided the legal foundation for the Reorganized Debtors' post-emergence governance structure. The governance documents were filed as part of the six Plan Supplements to reflect the terms of the restructuring.

O. Emergence

Hours: 107.00

Fees: $187,469.00

53. This category includes time expended by Milbank in connection with emergence planning. During the Final Compensation Period, Milbank prepared materials regarding emergence planning, prepared a corporate emergence checklist, and discussed emergence-planning workstreams with the Debtors' other advisors. As the Chapter 11 Cases progressed toward emergence following entry of the Confirmation Order, Milbank coordinated emergence open issues calls with the Debtors' advisors and finalized the legal and transactional deliverables required for consummation of the Plan, including coordination of matters related to the exit credit agreements and D&O resignation letters. Milbank also coordinated the Effective Date distributions, which involved distribution mechanics across numerous creditor classes receiving different forms of consideration, including cash, new equity, and exit debt, as well as coordination of the Equity Rights Offering distributions, including calculation of participation allocations among eligible holders and implementation of the backstop commitment.

54. The emergence-planning services described above were critical to ensuring an orderly and timely transition from chapter 11 to post-emergence operations, culminating in the occurrence of the Effective Date on March 3, 2026. The time reflected in this category excludes emergence-related work that is more specifically attributable to other project categories, including financing, governance, securities, and tax matters, which are reflected separately above. Emergence from chapter 11 required the simultaneous satisfaction of numerous conditions precedent under the Plan, the RSA, the BCA, and the exit credit agreements, including the closing of three exit credit facilities, the consummation of the ERO, the formation of reorganized entities, the execution of new organizational documents, and the cancellation of prepetition debt instruments. Milbank's preparation of the legal and transactional deliverables was all necessary to ensure that each of these conditions was satisfied and that the Effective Date occurred on March 3, 2026, within the 75-day milestone required by the RSA and the DIP facility documents.

P. Regulatory Issues

Hours: 20.90

Fees: $50,105.50

55. This category includes time expended by Milbank advising the Debtors on regulatory matters arising in these Chapter 11 Cases. During the Final Compensation Period, Milbank analyzed potential Hart-Scott-Rodino Act ("**HSR**") issues in connection with the restructuring and participated in calls with Akin Gump regarding reportability. Milbank also addressed FINRA notification requirements.

56. These services were necessary to ensure the Debtors' compliance with applicable regulatory requirements, including HSR Act and FINRA obligations, in connection with the restructuring transactions contemplated by the Plan. The restructuring transactions, including the ERO, the issuance of new equity, and potential changes in control of the Reorganized Debtors, raised issues regarding HSR Act reportability that required careful analysis and coordination with Akin Gump. Any failure to comply with applicable HSR requirements could have delayed the consummation of the Plan. Milbank's timely identification and satisfaction of these requirements

ensured that the Debtors' securities transactions were conducted in compliance with applicable regulatory frameworks.

Q. Additional Categories

57. In addition to the foregoing, Milbank expended time during the Final Compensation Period on a number of additional project categories, including communications with the Debtors, secured creditors, and unsecured creditors, and assumption and rejection of contracts and leases pursuant to Court-approved procedures.

BASIS FOR RELIEF

58. As described in detail above, the professional services performed by Milbank on the Debtors' behalf during the Final Compensation Period encompassed the full scope of a comprehensive chapter 11 restructuring, from the filing of 22 voluntary petitions and first day motions, through the negotiation and closing of a $120 million DIP facility, the court-directed mediation and resulting Settlement, the negotiation and documentation of three exit financing facilities and a $480 million fully backstopped Equity Rights Offering, to the confirmation of a prepackaged Plan and the Debtors' emergence on the Effective Date. This work required an aggregate expenditure of 5,405.10 recorded hours by Milbank's partners, associates, and paraprofessionals. Of the aggregate time expended, 642.90 recorded hours were expended by partners of Milbank, 4,620.10 recorded hours were expended by other attorneys, and 142.10 recorded hours were expended by paraprofessionals.

59. During the Final Compensation Period, Milbank's hourly billing rates for attorneys and paraprofessionals ranged from $365 to $2,725 per hour. These rates and the corresponding rate structure reflect the complexity and time pressures involved in these cases. Allowance of compensation in the amount requested would result in a blended hourly billing rate of $1,526.87, which represents a blended rate of $536.38 for paraprofessionals and $1,553.62 for attorneys, at Milbank's regular billing rates in effect at the time of the performance of services.

60. These hourly rates are equivalent to the hourly rates and corresponding rate structure used by Milbank not only for restructuring, workout, bankruptcy, insolvency, and comparable

matters, but also for other corporate, securities, and litigation matters, whether in-court or otherwise, regardless of whether a fee application is required. "Section 330(a) does not entitle debtors' attorneys to any higher compensation than that earned by non-bankruptcy attorneys" and the Court must ensure that the applicant "exercises the same 'billing judgment' as do non-bankruptcy attorneys." *In re Busy Beaver Bldg. Ctrs., Inc.*, 19 F.3d 833, 855–56 (3d Cir. 1994). Hourly rates vary with the experience and seniority of each individual performing a particular service and are subject to periodic adjustments to reflect economic and other conditions. These hourly rates are consistent with the rates charged by comparable firms for engagements of similar scope and complexity.

61. Milbank has incurred $54,445.07 in direct out-of-pocket expenses in providing professional services to the Reorganized Debtors during the Final Compensation Period. These charges are intended to cover Milbank's direct costs, which costs are not incorporated into Milbank's billing rates.

62. Section 330 of the Bankruptcy Code provides that a court may award a professional employed under section 327 of the Bankruptcy Code "reasonable compensation for actual, necessary services rendered . . . and reimbursement for actual, necessary expenses." 11 U.S.C. § 330(a)(1)(A)–(B). As demonstrated below, Milbank's services were both necessary and reasonable in light of the extraordinary results achieved, including the elimination of approximately $2.4 billion in funded indebtedness, the infusion of approximately $1.075 billion in new capital, the Debtors' approximately 3,209 employees remaining unaffected by the Chapter 11 Cases, and the Debtors' emergence from chapter 11 in 64 days with the unanimous support of all voting creditor classes, all at a total professional fee for debtors' co-counsel that is well below the fees approved in cases of comparable or lesser complexity.

63. Section 330 of the Bankruptcy Code contains two separate criteria, and before determining the reasonableness of the service, the Court must make a threshold inquiry into its necessity. *See In re Fleming Cos.*, 304 B.R. 85, 90 (Bankr. D. Del. 2003) ("Analytically, section 330(a) sets up a two-tiered test for determining whether and in what amount to compensate bankruptcy attorneys. First, the court must be satisfied that the attorney performed actual and necessary

services. Second, the court must assess a reasonable value for those services."); *see also In re APW Enclosure Sys., Inc.*, No. 06-11378 (MFW), 2007 WL 3112414, at *3 (Bankr. D. Del. Oct. 23, 2007) (same). Courts have consistently held that an element of whether such services are "necessary" is whether they benefited the bankruptcy estate. *See APW Enclosure Sys.*, 2007 WL 3112414, at *3 (citing *In re Spanjer Bros., Inc.*, 203 B.R. 85, 90 (Bankr. N.D. Ill. 1996)). The test for determining necessity is objective, focusing on what services "a reasonable lawyer or legal firm would have performed in the same circumstances." *APW Enclosure Sys.*, 2007 WL 3112414, at *3 (quoting *Fleming*, 304 B.R. at 89); *see also In re Ames Dep't Stores, Inc.*, 76 F.3d 66, 72 (2d Cir. 1996) (services are compensable if they were "reasonably likely to benefit the debtor's estate"). This test is evaluated as of the time the services were rendered, without the benefit of hindsight. *See APW Enclosure Sys.*, 2007 WL 3112414, at *3 (stating that the "majority view" "rejects the hindsight evaluation of services"); *see also Ames*, 76 F.3d at 72. The applicant bears the burden of proving that the fees and expenses sought are reasonable and necessary. *Fleming*, 304 B.R. at 89 (citing *Zolfo, Cooper & Co. v. Sunbeam–Oster Co.*, Inc., 50 F.3d 253, 261 (3d Cir. 1995)); *see also Spanjer Bros.*, 203 B.R. at 89–90.

64. Once the court determines that a service was necessary, it also assesses the reasonable value of the service. 11 U.S.C. § 330(a)(3). Courts must determine the reasonableness of compensation "based on (i) the nature of the services, (ii) the extent of the services, (iii) the value of the services, (iv) the time spent on the services, and (v) the cost of comparable services in non-bankruptcy cases." *In re Busy Beaver Bldg. Ctrs., Inc.*, 19 F.3d 833, 840 (3d Cir. 1994). In evaluating the quality of the services rendered, the court must assess "how effectively, how efficiently, and how professionally a case is prosecuted." *APW Enclosure Sys.*, 2007 WL 3112414, at *4 (quoting *In re Collida*, 270 B.R. 209, 214 (Bankr. S.D. Tex. 2001)). Section 330(a)(3) of the Bankruptcy Code sets forth the criteria for the award of such compensation and reimbursement, stating:

> In determining the amount of reasonable compensation to be awarded . . . the court shall consider the nature, extent, and the value of such services, taking into account all relevant factors, including—
>
> (A) the time spent on such services;
>
> (B) the rates charged for such services;

> (C) whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under this title;
>
> (D) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed;
>
> (E) with respect to a professional person, whether the person is board certified or otherwise has demonstrated skill and experience in the bankruptcy field; and
>
> (F) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

11 U.S.C. § 330(a)(3).

65. In determining the reasonableness of fees, courts routinely employ the following twelve factors: (a) the time and labor required; (b) the novelty and difficulty of the questions; (c) the skill requisite to perform the legal service properly; (d) the preclusion of employment by the attorney due to acceptance of the case; (e) the customary fee; (f) whether the fee is fixed or contingent; (g) time limitations imposed by client or the circumstances; (h) the amount involved and the results obtained; (i) the experience, reputation and ability of the attorneys; (j) the undesirability of the case; (k) the nature and length of the professional relationship with the client; and (*l*) awards in similar cases. *Staiano v. Cain* (*In re Lan Assocs. XI, L.P.*), 192 F.3d 109, 123 n.8 (3d Cir. 1999) (citing *Johnson v. Georgia Highway Express, Inc.*, 488 F.2d 714, 717–19 (5th Cir. 1974)). Importantly, the factors enumerated in section 330(a) are not all-inclusive, and bankruptcy courts have broad discretion to consider relevant factors beyond those listed in the statute. *Id.* at 123. *See also id.* at 124 n.9 (noting that while each factor enumerated by section 330(a) retains independent significance, the cost of comparable services plays a particularly significant role in guiding the court's assessment of the value of the services rendered given their nature and extent (citing *Busy Beaver*, 19 F.3d at 849)).

66. As set forth in the Preliminary Statement, the postpetition professional services for which Milbank seeks compensation encompassed every major workstream of a comprehensive chapter 11 restructuring: negotiating and closing the $120 million DIP facility, leading the court-

directed mediation and negotiating the resulting Settlement, negotiating and documenting three exit financing facilities and the $480 million Equity Rights Offering, addressing complex tax structuring, corporate governance, and securities issues, and satisfying the conditions precedent to emergence. Each of these services was "actual and necessary" within the meaning of Section 330, performed within the time and under the circumstances that a reasonable attorney would have considered necessary, and directly and materially beneficial to the Debtors' estates.

67. Milbank respectfully submits that the services for which it seeks compensation were, at the time rendered, necessary for and beneficial to the Debtors and their estates. Milbank performed the services for the Debtors efficiently and effectively, and the results obtained, including the elimination of approximately $2.4 billion in funded indebtedness, the infusion of approximately $1.075 billion in new capital, the preservation of the Debtors' relationships with customers and employees, and the Debtors' emergence from chapter 11 within 64 days, benefited not only the Debtors, but also the Debtors' estates, creditors, and other parties in interest. Milbank further submits that the compensation requested in this Application is reasonable in light of the nature, extent, and value of the services rendered, fees that are typically charged by debtors' co-counsel in matters of similar scope and complexity, and Milbank's customary fees in other bankruptcy and non-bankruptcy matters.

68. In sum, Milbank respectfully submits that the professional services provided by its attorneys and paraprofessionals on behalf of the Debtors during the Final Compensation Period were necessary and appropriate given the relevant factors set forth in Section 330 of the Bankruptcy Code. As demonstrated below, consideration of each of the twelve *Lan Associates* factors independently confirms the reasonableness of the compensation sought.

(a) The Time and Labor Required. Milbank's professionals expended 5,405.10 hours over the 64-day Final Compensation Period, reflecting the scope and intensity of a prepackaged chapter 11 restructuring involving 22 Debtor entities, approximately $2.8 billion in secured and unsecured funded indebtedness, and numerous simultaneous workstreams, including DIP and exit financing, the Equity Rights Offering, the mediation, Plan confirmation, tax structuring, governance, securities compliance, and emergence planning. The services were performed efficiently, effectively, and economically, and the hours expended were commensurate with the demands of these cases and the results achieved.

(b) The Novelty and Difficulty of Questions. As described above, the Debtors' capital structure, encompassing approximately $2.8 billion in secured and unsecured funded indebtedness, a contested dispute involving approximately $377 million in reported funded indebtedness, the absence of alternative DIP financing despite outreach to 12 third-party sources, the $480 million Equity Rights Offering, the simultaneous negotiation and closing of three exit financing facilities, and the tax consequences of cancelling approximately $2.4 billion in funded indebtedness all presented difficult questions demanding a high degree of legal expertise.

(c) The Skill Required to Perform the Legal Services Properly. Milbank's expertise in corporate restructuring, debtor-in-possession and exit financing, capital markets transactions, and tax planning was essential to resolving the challenges described above and achieving the results obtained.

(d) The Preclusion of Other Employment by Applicant Due to Acceptance of the Case. Milbank's representation of the Debtors did not preclude its acceptance of new clients. However, the issues that arose in these cases were often novel and required attention on a continuing, and oftentimes emergent basis, requiring Milbank's professionals to commit significant portions of their time to these Chapter 11 Cases. Beyond the core restructuring workstreams described in detail elsewhere in this Application, the Chapter 11 Cases also required Milbank to draw on the expertise of attorneys across the firm with experience in tax structuring, antitrust analysis and HSR Act compliance, corporate governance, securities law, and review for issues concerning international trade and sanctions.

(e) The Customary Fee. The fee sought in this Application is based on Milbank's normal hourly rates for services of this kind. Milbank respectfully submits that the hourly rates of its professionals are not unusual given the time expended in attending to the representation of the Debtors. Milbank's hourly rates and the fees requested in this Application are commensurate with fees Milbank has been awarded in other chapter 11 cases, as well as with fees charged by other attorneys of comparable experience.

(f) Whether the Fee is Fixed or Contingent. Not applicable.

(g) Time Limitations Imposed by Client or other Circumstances. The RSA required confirmation within 60 days and emergence within 75 days of the Petition Date. The DIP facility documents imposed identical milestones, and failure to meet them would have constituted an event of default. These deadlines required the entire restructuring, including the mediation, the Equity Rights Offering, three exit financing facilities, and Plan confirmation, to be executed within a compressed timeframe, and Milbank's ability to deliver the results described in this Application within these constraints reflects the efficiency with which its professionals executed the engagement.

(h) The Amount Involved and Results Obtained. As set forth above, the Debtors emerged in 64 days with $2.4 billion in debt eliminated, $1.075 billion in new cap-

ital raised, estimated Enterprise Value of $900 million to $1.35 billion, estimated emergence liquidity of approximately $140 million, all holders of General Unsecured Claims unimpaired under the Plan, the Debtors' approximately 3,209 employees unaffected by the Chapter 11 Cases, and the unanimous support of every voting class. Milbank respectfully submits that the fees sought are reasonable in light of these results.

(i) The Experience, Reputation and Ability of the Attorneys. Milbank is an international law firm with a preeminent restructuring and finance practice and offices in New York, Los Angeles, Washington, DC, London, Frankfurt, Munich, São Paulo, Hong Kong, Seoul, Singapore, and Tokyo. Milbank has represented debtors, creditors, creditors' committees, fiduciaries, and numerous other parties in hundreds of chapter 11 cases before Bankruptcy Courts throughout the country, including many of the largest and most complex corporate restructurings in recent years. The professionals who worked on this engagement brought extensive experience that directly contributed to the results described above.

(j) The Undesirability of the Case. Not applicable.

(k) Nature and Length of Professional Relationship. Not applicable.

(l) Awards in Similar Cases. As previously indicated, the fees sought in this Application are commensurate with fees Milbank has been awarded in other chapter 11 cases. As the Third Circuit has recognized, the cost of comparable services plays a particularly significant role in guiding the court's assessment of the value of the services rendered given their nature and extent. *See Busy Beaver*, 19 F.3d at 849; *see also Lan Assocs. XI*, 192 F.3d at 124 n.9 (same). Milbank's total fees and expenses of $8,307,340.07 are at the lower end of the range of fees and expenses approved in comparable cases in this District, largely due to Milbank's success in guiding the Debtors through an efficient prepackaged process in which no committee was appointed and the only significant potential litigation was resolved efficiently. The compensation sought in this Application is reasonable and reflects the substantial efficiencies achieved for the estates through the prepackaged structure and the consensual resolution of all disputes.

69. Besides authorizing payment of fees, Section 330 of the Bankruptcy Code permits a retained professional to be awarded "reimbursement for actual, necessary expenses." 11 U.S.C. § 330(a)(1)(B). During the Final Compensation Period, Milbank incurred $54,445.07 in actual, necessary out-of-pocket expenses in providing professional services to the Reorganized Debtors. These charges are intended to cover Milbank's direct operating costs. Milbank submits that its actual expenses have been limited to those that were necessary, reasonable, and justified under the circumstances, and should therefore be authorized for reimbursement.

CONCLUSION

Milbank respectfully requests a first interim and final fee allowance as bankruptcy counsel for the Reorganized Debtors during the Final Compensation Period in the amount of $8,252,895.00 for fees for services rendered, together with reimbursement of expenses in the amount of $54,445.07, for a total final fee award of $8,307,340.07.

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Dated: April 17, 2026

Respectfully submitted,

/s/ Lauren C. Doyle

MILBANK LLP

Dennis F. Dunne (admitted *pro hac vice*)
Samuel A. Khalil (admitted *pro hac vice*)
Matthew L. Brod (admitted *pro hac vice*)
Lauren C. Doyle (admitted pro *hac vice*)
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LDoyle@Milbank.com
BSchak@Milbank.com *Co-Counsel to the Reorganized Debtors*

Exhibit A

Retention Order

Docket #0214 Date Filed: 01/23/2026

Order Filed on January 23, 2026
by Clerk
U.S. Bankruptcy Court
District of New Jersey

UNITED STATES BANKRUPTCY COURT DISTRICT OF NEW JERSEY	
In re **UNITED SITE SERVICES, INC.** *et al.*,[1] Debtors.	Case No. 25-23630 (MBK) Chapter 11 (Jointly Administered)

ORDER AUTHORIZING THE EMPLOYMENT AND RETENTION OF MILBANK LLP AS COUNSEL FOR THE DEBTORS AND DEBTORS IN POSSESSION EFFECTIVE AS OF THE PETITION DATE

The relief set forth on the following pages, numbered three (3) through five (5), is **ORDERED**.

DATED: January 23, 2026

Honorable Michael B. Kaplan
United States Bankruptcy Judge

[1] The last four digits of the tax identification number of United Site Services, Inc. are 3387. A complete list of the Debtors in these chapter 11 cases (the "**Chapter 11 Cases**"), with each one's tax identification number, principal office address and former names and trade names, is available on the website of the Debtors' noticing agent at www.veritaglobal.net/USS. The location of the principal place of business of United Site Services, Inc., and the Debtors' service address for these Chapter 11 Cases is 118 Flanders Road, Suite 1000, Westborough, MA 01581.

25236302601230000000000007

Caption in compliance with D.N.J. LBR 9004-1(b)

MILBANK LLP
Dennis F. Dunne (*pro hac vice* pending)
Samuel A. Khalil (*pro hac vice* pending)
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- and -

COLE SCHOTZ P.C.
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Proposed Co-Counsel to the Debtors
and Debtors in Possession

(Page 3)
Debtors: United Site Services, Inc. *et al.*
Case No.: 25-23630 (MBK)
Caption of Order: Order Authorizing the Employment and Retention of Milbank LLP as Counsel for the Debtors and Debtors in Possession Effective as of the Petition Date

Upon the application (the "**Application**")[1] of the above-captioned debtors (collectively, the "**Debtors**") for entry of an order (this "**Order**") authorizing the employment and retention of Milbank, as attorneys for the Debtors, effective as of the Petition Date, to perform the legal services that may be required during the Chapter 11 Cases; and the Court having jurisdiction to decide the Application and to enter this Order pursuant to 28 U.S.C. § 1334; and these Chapter 11 Cases having been referred to this Court by standing order of the U.S. District Court for the District of New Jersey; and consideration of the Application being a core proceeding pursuant to 28 U.S.C. § 157(b) upon which this Court may enter a final order consistent with Article III of the U.S. Constitution; and venue being proper in the Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Application having been provided, such that no other or further notice is required or necessary under the circumstances; and the Court having determined that the legal and factual bases set forth in the Application and in the record establish just cause for entry of this Order; it is hereby **ORDERED** that:

1. The Application is **GRANTED** as set forth herein.

2. In accordance with sections 327(a) of the Bankruptcy Code, Bankruptcy Rules 2014(a) and 2016, and Local Rule 2016-1, the Debtors are hereby authorized to employ and retain Milbank as their attorneys in the Chapter 11 Cases, effective as of the Petition Date.

3. Milbank shall apply for compensation for professional services rendered and reimbursement of expenses incurred in connection with the Chapter 11 Cases in compliance with sections 330 and 331 of the Bankruptcy Code and applicable provisions of the Bankruptcy Rules, Local Rules as may then be applicable, any case-specific fee protocols established by the Court, and any order establishing procedures for interim compensation and reimbursement of expenses for professionals entered by this Court. Milbank shall make reasonable efforts to comply with the

[1] Capitalized terms used but not otherwise defined herein shall have the meanings set forth in the Application.

U.S. Trustee's requests for information and any additional disclosures as set forth in the UST Guidelines, both in connection with the Application and the interim and final fee applications to be filed by Milbank in the Chapter 11 Cases.

4. Milbank shall provide ten (10) business days' notice prior to any future increase in Milbank's hourly rates to the Debtors, the U.S. Trustee, and any statutory committee that may be appointed in these cases and shall file such notice with the Court. All parties in interest retain rights to object to any rate increase on all grounds, including the reasonableness standard set forth in section 330 of the Bankruptcy Code, and the Court retains the right to review any rate increase pursuant to section 330 of the Bankruptcy Code.

5. Milbank is authorized, but not obligated, to apply a portion of the Retainer against its fees and expenses as they become payable in accordance with the orders of this Court, prior to seeking payment of such fees and expenses from the Debtors.

6. In order to avoid any duplication of effort and provide services to the Debtors in the most efficient and cost-effective manner, Milbank shall coordinate with Cole Schotz P.C. and any additional firms the Debtors retain regarding their respective responsibilities in these Chapter 11 Cases. As such, Milbank shall use its best efforts to avoid duplication of services provided by any of the other Debtors' professionals retained in the Chapter 11 Cases.

7. Notwithstanding anything in the Application and the Brod Declaration to the contrary, Milbank shall (a) to the extent that Milbank uses the services of independent contractors or subcontractors (collectively, the "**Contractors**") in these cases, pass through the costs of such Contractors to the Debtors at the same rate that Milbank pays the Contractors; (b) seek reimbursement for actual out-of-pocket costs only; (c) ensure that the Contractors are subject to the same conflicts checks as required for Milbank; (d) file with this Court any disclosures with respect to the Contractors required by Bankruptcy Rule 2014, and (e) attach any invoices received

from the Contractors to its monthly fee statements, interim fee applications and/or final fee applications filed in these cases.

8. Milbank (i) shall only bill 50% for non-working travel; (ii) shall not seek the reimbursement of any fees or costs, including attorney fees and costs, arising from the defense of any objections to any of Milbank's fee applications in these cases; (iii) shall use the billing and expense categories set forth in the U.S. Trustee Guidelines (Exhibit D-1 "Summary of Compensation Requested by Project Category") or such other categories acceptable to the U.S. Trustee; and (iv) provide any and all monthly fee statements, interim fee applications, and final fee applications in "LEDES" format to the U.S. Trustee.

9. Notwithstanding anything in the Application or the Brod Declaration to the contrary, Milbank shall seek reimbursement from the Debtors' estates for its engagement-related expenses at the firm's actual cost paid.

10. To the extent the Application, the Brod Declaration, or any engagement agreement pertaining to this retention is inconsistent with this Order, the terms of this Order shall control.

11. Notice of the Application as described therein is deemed good and sufficient notice of the Application and the relief requested therein, and the requirements of the Bankruptcy Rules and the Local Rules are satisfied by such notice.

12. The Debtors and their agents are authorized to take all steps necessary or appropriate to carry out the provisions of this Order.

13. The Court retains jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation or enforcement of this Order.

Form order − ntcorder

UNITED STATES BANKRUPTCY COURT

District of New Jersey
402 East State Street
Trenton, NJ 08608

Case No.: 25−23630−MBK
Chapter: 11
Judge: Michael B. Kaplan

In Re: Debtor(s) (name(s) used by the debtor(s) in the last 8 years, including married, maiden, trade, and address):
United Site Services, Inc.
118 Flanders Road
Suite 1000
Westborough, MA 01581

Social Security No.:

Employer's Tax I.D. No.:
35−2373387

NOTICE OF JUDGMENT OR ORDER
Pursuant to Fed. R. Bankr. P. 9022

Please be advised that on January 23, 2026, the court entered the following judgment or order on the court's docket in the above−captioned case:

Document Number: 214 − 134
ORDER AUTHOR IZING THE EMPLOYMENT AND RETENTION O F MILBANK LLP AS COUNSEL FOR THE DEBTORS AND DEBTORS I N POS SE SSI ON EFFECTIV E AS OF THE PETITION DATE (Related Doc # 134). Service of notice of the entry of this order pursuant to Rule 9022 was made on the appropriate parties. See BNC Certificate of Notice. Signed on 1/23/2026. (dmi)

Parties may review the order by accessing it through PACER or the court's electronic case filing system (CM/ECF). Public terminals for viewing are also available at the courthouse in each vicinage.

Dated: January 23, 2026
JAN: dmi

Jeanne Naughton
Clerk

Exhibit B

Summary of Timekeepers Included in This Fee Application

Name	Position	Department	Bar Admission	Hourly Rate ($)[1]	Total Hours Billed	Total Fees Incurred
Adam Di Vincenzo	Partner	Litigation	2003	2,725.00	12.00	$32,700.00
Al Pisa	Partner	Alternative Investments	1997	2,475.00	1.00	$2,475.00
				2,725.00	7.80	$21,255.00
Andrew M. Leblanc	Partner	Litigation	1998	2,475.00	18.00	$44,550.00
				2,725.00	21.20	$57,770.00
Dennis F. Dunne	Partner	Financial Restructuring	1991	2,475.00	11.20	$27,720.00
				2,725.00	72.10	$196,472.50
Matt Brod	Partner	Financial Restructuring	2011	2,305.00	7.00	$16,135.00
				2,725.00	4.90	$13,352.50
Paul Denaro	Partner	Corporate Finance and Securities	2000	2,475.00	2.00	$4,950.00
				2,725.00	67.90	$185,027.50
Russell J. Kestenbaum	Partner	Tax	1999	2,475.00	0.40	$990.00
				2,725.00	64.30	$175,217.50
Samuel A. Khalil	Partner	Financial Restructuring	2004	2,475.00	15.10	$37,372.50
				2,725.00	107.10	$291,847.50
Tim Wendling	Partner	Global Project, Energy and Infrastructure Finance	2001	2,725.00	1.40	$3,815.00
Jason T. Anderson	Partner	Global Corporate	2009	2,140.00	0.40	$856.00
				2,460.00	16.70	$41,082.00
Lauren C. Doyle	Partner	Financial Restructuring	2006	2,140.00	17.80	$38,092.00
				2,460.00	180.00	$442,800.00

[1] These rates reflect a firm-wide rate increase that took effect on January 1, 2026.

Name	Position	Department	Bar Admission	Hourly Rate ($)[1]	Total Hours Billed	Total Fees Incurred
Maya Grant	Partner	Alternative Investments	2004	2,270.00	9.80	$22,246.00
Bijan Ganji	Partner	Transportation and Space Group	2011	2,145.00	3.20	$6,864.00
Kelly Bartley	Partner	Tax	2015	2,145.00	1.60	$3,432.00
Alexis Brown-Reilly	Special Counsel	Litigation	2009	1,995.00	7.00	$13,965.00
Benjamin Schak	Special Counsel	Financial Restructuring	2014	1,735.00	28.20	$48,927.00
				1,995.00	193.20	$385,434.00
Joel Cavanaugh	Special Counsel	Alternative Investments	2024	1,995.00	5.00	$9,975.00
Mary Santanello	Special Counsel	Alternative Investments	2007	1,735.00	4.00	$6,940.00
				1,995.00	136.20	$271,719.00
Melanie Yanez	Special Counsel	Litigation	2005	1,735.00	21.20	$36,782.00
				1,995.00	45.70	$91,171.50
Michael Rivkin	Special Counsel	Tax	2017	1,995.00	70.70	$141,046.50
Pinky P. Mehta	Special Counsel	Transportation and Space Group	2015	1,995.00	7.00	$13,965.00
Lena Mandel	Associate	Financial Restructuring	1991	1,735.00	9.50	$16,482.50
				1,945.00	51.50	$100,167.50
Nathaniel Bachelis	Associate	Alternative Investments	2010	1,820.00	5.10	$9,282.00
Carolyn Carpenter	Associate	Alternative Investments	2019	1,515.00	7.90	$11,968.50
				1,760.00	258.20	$454,432.00
Dani Lee Sauer	Associate	Litigation	2019	1,515.00	29.60	$44,844.00
				1,760.00	95.10	$167,376.00
Daniel Porat	Associate	Financial Restructuring	2019	1,515.00	37.80	$57,267.00
				1,760.00	344.40	$606,144.00
Maria C. Schweinberger	Associate	Corporate Finance and Securities	2016	1,515.00	0.50	$757.50
				1,760.00	161.20	$283,712.00

Name	Position	Department	Bar Admission	Hourly Rate ($)[1]	Total Hours Billed	Total Fees Incurred
				1,405.00	3.40	$4,777.00
Riah Kim	Associate	Litigation	2021	1,635.00	3.00	$4,905.00
				1,255.00	13.00	$16,315.00
Alex She	Associate	Litigation	2023	1,510.00	32.30	$48,773.00
Allison Mahoney	Associate	Corporate Finance and Securities	2023	1,510.00	10.00	$15,100.00
Bridget Golob	Associate	Transportation and Space Group	2022	1,510.00	6.30	$9,513.00
				1,255.00	13.60	$17,068.00
Daniel McCarthy	Associate	Financial Restructuring	2022	1,510.00	147.80	$223,178.00
				1,350.00	8.30	$11,205.00
Jimmy Santos	Associate	Financial Restructuring	2020	1,510.00	228.70	$345,337.00
				1,255.00	0.40	$502.00
Kristine Kazangyan	Associate	Global Corporate	2022	1,510.00	57.80	$87,278.00
				1,255.00	18.60	$23,343.00
Rupsha Basu	Associate	Financial Restructuring	2023	1,510.00	58.60	$88,486.00
Claudio Rezende	Associate	Alternative Investments	2024	1,445.00	91.60	$132,362.00
				1,155.00	12.60	$14,553.00
Deepak Gore	Associate	Litigation	2024	1,445.00	71.00	$102,595.00
				1,155.00	23.80	$27,489.00
Elizabeth Fly	Associate	Litigation	2023	1,445.00	55.20	$79,764.00
				1,155.00	4.70	$5,428.50
Elliott O'Brien	Associate	Litigation	2024	1,445.00	84.90	$122,680.50
Jane Edwards	Associate	Alternative Investments	2024	1,445.00	163.30	$235,968.50
				1,155.00	8.00	$9,240.00
Jordan Rosen	Associate	Financial Restructuring	2024	1,445.00	134.90	$194,930.50
				895.00	13.20	$11,814.00
Anna Huang	Associate	Alternative Investments	2025	1,295.00	263.00	$340,585.00

Name	Position	Department	Bar Admission	Hourly Rate ($)[1]	Total Hours Billed	Total Fees Incurred
Brandon Delijani	Associate	Financial Restructuring	2024	1,295.00	80.10	$103,729.50
Nick LaGinestra	Associate	Financial Restructuring	2023	895.00	18.30	$16,378.50
				1,295.00	291.40	$377,363.00
Xander Peng	Associate	Alternative Investments	2025	895.00	13.00	$11,635.00
				1,295.00	192.60	$249,417.00
Allie Chesky	Associate	Litigation	2025	670.00	15.20	$10,184.00
				995.00	57.50	$57,212.50
Hannah Aiello	Associate	Litigation	2025	670.00	16.30	$10,921.00
				995.00	88.50	$88,057.50
Ishani Pandya	Associate	Litigation	2025	670.00	10.50	$7,035.00
				995.00	20.60	$20,497.00
Charlene Sun	Associate	Alternative Investments	Not Yet Admitted	670.00	1.00	$670.00
				995.00	87.90	$87,460.50
Dylan Solomon	Associate	Financial Restructuring	Not Yet Admitted	670.00	11.90	$7,973.00
				995.00	123.70	$123,081.50
Eric Yang	Associate	Alternative Investments	Not Yet Admitted	995.00	16.20	$16,119.00
Kelsey Rodriguez	Associate	Corporate Finance and Securities	Not Yet Admitted	995.00	53.00	$52,735.00
Minerva Zang	Associate	Alternative Investments	Not Yet Admitted	995.00	103.00	$102,485.00
Rebecca Sadock	Associate	Alternative Investments	Not Yet Admitted	995.00	108.00	$107,460.00
Angel R. Anderson	Case Manager	Litigation	N/A	530.00	5.00	$2,650.00
				595.00	12.50	$7,437.50
Charmaine Thomas	Case Manager	Practice Support	N/A	530.00	0.50	$265.00
				595.00	10.70	$6,366.50
Jason Feuchtbaum	Specialist	Litigation	N/A	530.00	7.70	$4,081.00

Name	Position	Department	Bar Admission	Hourly Rate ($)[1]	Total Hours Billed	Total Fees Incurred
				595.00	28.90	$17,195.50
				475.00	1.70	$807.50
Ishmael Taylor-Kamara	Legal Assistant	Financial Restructuring	N/A	540.00	27.70	$14,958.00
				475.00	2.00	$950.00
Ricky Windom	Legal Assistant	Litigation	N/A	540.00	6.00	$3,240.00
				365.00	4.30	$1,569.50
Lily Kubany	Legal Assistant	Financial Restructuring	N/A	480.00	23.00	$11,040.00
				365.00	1.30	$474.50
Monique Elise Thomas	Legal Assistant	Practice Support	N/A	480.00	2.20	$1,056.00
Rayanna Shwom	Legal Assistant	Practice Support	N/A	480.00	8.60	$4,128.00
Roman Tchaikovsky	Staff Attorney	Litigation	2013	430.00	93.50	$40,205.00
Ryan Park	Staff Attorney	Litigation	2009	430.00	84.50	$36,335.00
Sammy Kye	Staff Attorney	Litigation	2007	430.00	86.40	$37,152.00
Grand Total				**1,526.87**	**5,405.10**	**$8,252,895.00**

Client Name:	United Site Services, Inc. *et al.*
Case Number:	25-23631 (MBK)
Applicant's Name:	Milbank LLP
Date of Application:	April 17, 2026
Interim or Final:	Interim and Final

Exhibit C

Customary and Comparable Compensation Disclosures

(*See* Guidelines ¶ C.3. for definitions of terms used in this Exhibit)

CATEGORY OF TIMEKEEPER (using categories already maintained by the firm)	**BLENDED HOURLY RATE**	
	Billed by New York Office Excluding Bankruptcy During 2025 ($)	**Billed in This Fee Application** ($)
Partner	2,147.75	2,592.97
Special Counsel	1,673.13	1,968.21
Associate	1,193.34	1,400.92
Case Manager	522.94	582.54
Specialist	438.65	581.33
Legal Assistant	442.35	497.70
Staff Attorney	377.80	430.00
All timekeepers aggregated	1,360.39	1,526.87

Client Name:	United Site Services, Inc. *et al.*
Case Number:	25-23631 (MBK)
Applicant's Name:	Milbank LLP
Date of Application:	April 17, 2026
Interim or Final:	Interim and Final

Exhibit D-1

Budget for the First Interim Compensation Period

Matter Number	Project Category/Matter Description	Estimated Hours	Estimated Fees
48450.00003	Non-Working Travel	50	$56,015.75[1]
48450.00004	Asset Disposition	5	$7,291.55
48450.00005	Assumption and Rejection of Contracts and Leases	20	$50,850.00
48450.00006	Automatic Stay	20	$34,694.59
48450.00007	Avoidance Actions	5	$7,291.55
48450.00008	Business Operations	40	$73,800.00
48450.00009	Case Administration	330	$476,967.86
48450.00010	Claims	60	$113,373.91
48450.00011	Comms: Debtors	20	$35,140.00
48450.00012	Comms: Secured Creditors	40	$60,122.81
48450.00013	Comms: Unsecured Creditors	15	$29,925.00
48450.00014	Comms: Equity Holders	10	$15,100.00
48450.00015	Customers	10	$15,950.00
48450.00016	DIP Financing and Cash Collateral	150	$196,715.46
48450.00017	Emergence	125	$161,316.67
48450.00018	Employee Issues	40	$82,100.00
48450.00019	Financing and Factoring	525	$834,050.41
48450.00021	General Case Strategy	345	$596,558.82
48450.00022	Governance	10	$23,526.32
48450.00023	Hearings and Court Communications	250	$350,603.51
48450.00024	Insurance	20	$38,138.46
48450.00025	Litigation	1,750	$2,151,406.67
48450.00026	Milbank Retention and Fees	140	$206,758.43
48450.00027	Plan and Disclosure Statement	750	$1,255,230.76
48450.00028	Real Estate	-	-
48450.00029	Regulatory Issues	20	$49,904.26
48450.00030	Reporting	20	$34,638.10
48450.00031	Securities Issues	225	$395,698.86
48450.00032	Tax	75	$171,599.52
48450.00033	Vendors and Suppliers	125	$181,694.39
	Total	**5,195**	**$7,706,463.65**

[1] USS Non-Working Travel is estimated and billed at 50% of the standard rates.

Exhibit D-2

Staffing Plan for the First Interim Compensation Period

Category of Timekeeper	Number of Timekeepers Expected to Work on the Matter During the Budget Period	Average Hourly Rate
Partners	13	$2,635
Counsel	7	$2,050
Sr. Associates (7+ years' experience)	9	$1,804
Associates (4-6 years' experience)	10	$1,541
Jr. Associates (1-3 years' experience)	23	$1,200
Legal Assistants	8	$510
Staff Attorneys, Case Managers, and Specialists	11	$502

Exhibit E-1

Summary of Compensation Requested by Project Category

Matter Number	Project Category/Matter Description	Total Hours	Total Fees
48450.00005	Assumption and Rejection of Contracts and Leases	4.20	$7,101.50
48450.00006	Automatic Stay	11.60	$19,145.00
48450.00008	Business Operations	17.30	$28,393.00
48450.00009	Case Administration	206.40	$278,765.50
48450.00010	Claims	12.40	$23,418.00
48450.00011	Comms: Debtors	5.20	$9,123.00
48450.00014	Comms: Equity Holders	1.20	$3,270.00
48450.00012	Comms: Secured Creditors	11.10	$19,056.50
48450.00013	Comms: Unsecured Creditors	1.90	$2,670.50
48450.00015	Customers	1.80	$2,830.50
48450.00016	DIP Financing and Cash Collateral	89.80	$123,094.50
48450.00017	Emergence	107.00	$187,469.00
48450.00018	Employee Issues	10.40	$20,070.00
48450.00019	Financing and Factoring	1,423.70	$2,055,621.50
48450.00021	General Case Strategy	309.00	$528,011.50
48450.00022	Governance	38.00	$68,423.00
48450.00023	Hearings and Court Communications	402.80	$648,145.50
48450.00024	Insurance	18.40	$31,892.00
48450.00025	Litigation	1,117.40	$1,434,053.50
48450.00026	Milbank Retention and Fees	149.00	$229,797.00
48450.00027	Plan and Disclosure Statement	694.20	$1,103,139.50
48450.00029	Regulatory Issues	20.90	$50,105.50
48450.00030	Reporting	42.80	$60,853.00
48450.00031	Securities Issues	328.20	$595,028.00
48450.00032	Tax	317.10	$626,154.50
48450.00033	Vendors and Suppliers	63.30	$97,263.50
	Grand Total	**5,405.10**	**$8,252,895.00**

Exhibit E-2

Summary of Expense Reimbursement Requested by Category

Expense Category	Amount
Court Search	$1,191.91
Document Retrieval/Reproduction	$7,242.57
Filing Fees	$1,619.50
Ground Transportation - Local	$479.37
Incorporation Costs	$7,505.78
Lexis	$1,285.88
Library Research	$312.50
Meal, Overtime	$616.60
Outside Messenger	$449.81
Outside Word Processing	$1,245.45
Overtime Transportation Reimbursement	$2,055.27
Westlaw	$30,440.43
Grand Total	**$54,445.07**

Client Name:	United Site Services, Inc. *et al.*
Case Number:	25-23631 (MBK)
Applicant's Name:	Milbank LLP
Date of Application:	April 17, 2026
Interim or Final:	Interim and Final

Exhibit F

Statements of Fees and Expenses
for the Period March 1, 2026 through March 3, 2026

Milbank LLP
Description of Legal Services

Ending March 03, 2026

48450.00006 USS Automatic Stay

Index Number	Date	Description	Hours	Name
39587804	3/2/2026	Correspond with J. Rosen re status of lift-stay motions.	0.1	Benjamin Schak
39459209	3/3/2026	Correspond with movants re automatic stay.	0.5	Jordan Rosen

Milbank LLP
Description of Legal Services

Ending March 03, 2026

48450.00009 USS Case Administration

Index Number	Date	Description	Hours	Name
39290455	3/2/2026	Review dates and deadlines re case calendar (.2); draft daily docket update (.3).	0.5	Dylan Solomon
39335637	3/2/2026	Review pleadings on docket (.1); update docket files (.1); update pleadings database re same (.1).	0.3	Charmaine Thomas
39348463	3/2/2026	Correspond with Milbank team re status of open items.	0.2	Daniel Porat
39335529	3/3/2026	Revise secretary certificates (1.4); review same (2.3); prepare FLSO payoff letter (.5); revise same (.2); prepare closing documents (2.6); correspond with A. Huang re UCC-3 interco amendment filing (.5).	7.5	Charlene Sun
39576240	3/3/2026	Revise USS case calendar (.2); draft daily docket update (.1).	0.3	Dylan Solomon
39589578	3/3/2026	Prepare list of post-emergence workstreams for advisors.	0.4	Benjamin Schak

Milbank LLP
Description of Legal Services

Ending March 03, 2026

48450.00011 USS Comms: Debtors

Index Number	Date	Description	Hours	Name
39348459	3/3/2026	Correspond with Company re open items.	0.4	Daniel Porat

Milbank LLP
Description of Legal Services

Ending March 03, 2026

48450.00017 USS Emergence

Index Number	Date	Description	Hours	Name
39273091	3/1/2026	Review emergence documents (.9); revise emergence closing checklist (.4); review executed emergence documents (including Newco LLCA, subscription agreement, Parentco A&R LLCA, transaction consents, and board member indemnification agreements) (.6); review final equity register (.2).	2.1	Kristine Kazangyan
39277107	3/1/2026	Review funds flow.	0.3	Benjamin Schak
39278420	3/1/2026	Correspond with K. Kazangyan re emergence items.	0.3	Daniel Porat
39577093	3/1/2026	Correspond with M. Schweinberger re funds flow.	0.6	Xander Peng
39290460	3/2/2026	Draft notice of confirmation and effective date (1.8); correspond with F. Yudkin and D. Harris (both Cole Schotz) re same (.1).	1.9	Dylan Solomon
39293628	3/2/2026	Participate in emergence checklist calls with all counsel.	0.7	Jason T. Anderson
39459021	3/2/2026	Review correspondence re emergence workstreams (.1); correspond with A. Mahoney re case information (.2); participate in all-hands emergence pre-closing call (partial) (.5); review Plan re emergence matter (.3); correspond with C. Carpenter re same (.2).	1.3	Jimmy Santos
39576241	3/2/2026	Attend emergence closing coordination calls with all advisors.	0.7	Jane Edwards
39576242	3/2/2026	Call with Bank of America re emergence closing coordination.	0.8	Rebecca Sadock
39577096	3/2/2026	Review funds flow.	0.5	Anna Huang
39578168	3/2/2026	Review open closing item workstreams for emergence (.8); correspond with B. Schak re status of emergence workstreams (.3); call with Bank of America and counsel re emergence closing (.8); attend emergence pre-closing call with all counsel and advisors (partial) (.4).	2.3	Daniel Porat
39578201	3/2/2026	Attend all hands emergence conference call re open items and status.	0.7	Mary Santanello
39578202	3/2/2026	Attend emergence closing coordination calls with all parties (Milbank, Akin and K&E).	0.7	Charlene Sun
39587669	3/2/2026	Participate in emergence closing call (partial).	0.5	Carolyn Carpenter
39588172	3/2/2026	Review professional fee matters re emergence (.1); review Akin revisions re press release (.1); correspond with D. Porat re status of emergence workstreams (.1); review funds flow (.1); correspond with C. Carpenter, M. Schweinberger and L. Doyle re status of emergence workstreams (.1); review notice of effective date (.2); prepare for all-hands emergence pre-closing call (.2); attend same (.7); attend emergence pre-closing call with A. Papai (A&M) and BoA (partial) (.1).	1.7	Benjamin Schak
39588182	3/2/2026	Attend USS emergence closing coordination call with Milbank, Akin, and Cahill team on closing strategy (partial).	0.5	Minerva Zang
39592411	3/2/2026	Review final emergence documents (.3); attend all hands emergence closing coordination call (.7); participate in daily emergence checklist call (.4); revise emergence closing checklist (.3); correspond with Akin re emergence matters (.3); correspond with M. Schweinberger re same (.1); prepare closing signature pages (.1); correspond with D. Porat re emergence documents (.1).	2.3	Kristine Kazangyan
39592413	3/2/2026	Draft emergence press release (.4); correspond with B. Schak and D. Porat re same (.2); revise press release re same (.2); attend emergence closing call (partial) (.5).	1.3	Nick LaGinestra

Milbank LLP
Description of Legal Services

Ending March 03, 2026

48450.00017 USS Emergence

Index Number	Date	Description	Hours	Name
39592553	3/2/2026	Review correspondence from FRG, AIP, and Capital Markets teams re status of emergence workstreams (.7); attend all hands emergence closing call (partial) (.5).	1.2	Lauren Doyle
39459535	3/3/2026	Revise notice of effective date (.2); attend emergence closing check-in call (partial) (.3).	0.5	Dylan Solomon
39576243	3/3/2026	Calls with Milbank team, Akin team, and various trustees and agents re emergence closing check-in.	0.4	Kelsey Rodriguez
39576244	3/3/2026	Attend multiple all-hands emergence closing calls (partial).	0.6	Rebecca Sadock
39578164	3/3/2026	Participate in closing calls (.9); call with advisors re same (.7); call with C. Carpenter and M. Santanello re emergence closing status (.6); calls with Akin, A&M, FTI and CVP re emergence closing (1.5); correspond with M. Paque (Verita) re professional fee escrow (.1); review status of emergence CPs (.4); organize post-emergence workstreams (.6).	4.8	Benjamin Schak
39578169	3/3/2026	Meet with Milbank AIP and Akin team re emergence deal strategy (.3); meet with Milbank, Akin, and Cahill re USS emergence closing (.4).	0.7	Minerva Zang
39578203	3/3/2026	Conferences with B. Schak, M. Santanello, Akin, A&M, FTI and CVP re emergence closing.	1.7	Carolyn Carpenter
39578204	3/3/2026	Participate in emergence closing coordination calls.	0.9	Jane Edwards
39578205	3/3/2026	Participate in all-hands emergence closing call.	0.9	Anna Huang
39587793	3/3/2026	Participate in emergence closing calls (.9); participate in emergence closing checklist calls (.4).	1.3	Jason T. Anderson
39587797	3/3/2026	Conference with C. Carpenter re emergence signature pages, exit credit agreement, opinion and status (1.1); call with Akin re emergence signature pages and exit credit agreements (.4); attend emergence conference calls with FRG and AIP re signature pages, exit credit agreement and opinion (.5); conference with B. Schak and C. Carpenter re emergence funding process (.6); prepare for all hands emergence closing call (.1); attend same (.9).	3.6	Mary Santanello
39589576	3/3/2026	Participate in emergence closing calls (partial).	0.7	Kristine Kazangyan
39592532	3/3/2026	Participate in emergence closing calls (.9); correspond with J. Kauffman (Cahill) re emergence closing (.1); correspond with B. Schak re emergence closing and press release (.2); revise press release re emergence (.5); correspond with B. Schak re same (.1).	1.8	Nick LaGinestra
39592534	3/3/2026	Participate in closing calls (.9); review funds flow issues (1.5); call with advisors re same (.7); analysis re related issues (.4); correspond with Milbank team re closing issues (.8); correspond with B. Schak re emergence issues (.3).	4.6	Daniel Porat

Milbank LLP
Description of Legal Services

Ending March 03, 2026

48450.00019 USS Financing and Factoring

Index Number	Date	Description	Hours	Name
39277105	3/1/2026	Conference with C. Carpenter, L. Doyle, A&M, Cahill, Akin, FTI, and CVP re closing of financings.	0.7	Benjamin Schak
39279453	3/1/2026	Prepare UCC-3 amendments.	0.4	Rayanna Shwom
39281649	3/1/2026	Review comments re international trade regulatory provisions of RCF Credit Agreement (.2); correspond with B. Golob re same (.3).	0.5	Bijan Ganji
39289499	3/1/2026	Revise comments re proposed changes re international trade regulatory provisions of exit RCF credit agreement (.2); correspond with B. Ganji and J. Edwards re same (.1).	0.3	Bridget Golob
39300721	3/1/2026	Review responses re lender comments to exit credit agreements.	0.4	Pinky P. Mehta
39305016	3/1/2026	Revise term loan credit agreement (3.3); revise perfection certificate re same (.7); revise schedules re same (2.0); review opinions re same (1.3); review certificates re same (1.7); update open issues list (1.2); correspond with J. Edwards re closing (.6).	10.8	Anna Huang
39458458	3/1/2026	Review exit ABL credit agreement (1.0); review exit RCF credit agreement (1.5); review exit TL credit agreement (1.1); revise exit ABL credit agreement (.3); revise exit RCF credit agreement (.4); revise exit TL credit agreement (.5); review exit security agreements (1.3); revise same (1.4); correspond with Cahill, Akin and financial advisors re closing (.7); correspond with Milbank finance team re closing (1.5); review ancillary exit documents (1.7).	11.4	Jane Edwards
39458488	3/1/2026	Review payoff letters (.3); correspond with FRG team re same (.2); correspond with X. Peng re same (.1).	0.6	Jimmy Santos
39577079	3/1/2026	Review exit ABL credit agreement (.6); review exit RCF credit agreement (.8); review exit TL credit agreement (.6); review exit security agreements (.5); revise exit ABL credit agreement (.7); revise exit RCF credit agreement (.8); revise exit TL credit agreement (.6); revise exit security agreements (.6); conference with B. Schak, L. Doyle, A&M, Cahill, Akin, FTI, and CVP re closing of financings (.7).	5.9	Carolyn Carpenter
39577081	3/1/2026	Revise ABL Credit Agreement (1.3); correspond with M. Santanello re same (.7); revise payoff letters (4.8); correspond with Benesch, Cahill and Akin re same (1.3); review promissory notes and ancillary exit documents (1.7).	9.8	Xander Peng
39577086	3/1/2026	Review exit ABL agreement (1.8); correspond with C. Carpenter, J. Edwards, C. Rezende, A. Huang and X. Peng re same (.3); correspond with C. Carpenter re exit ABL agreement, exit RCF agreement, exit term loan agreement, intercreditor agreements and status (.3); review intercreditor agreements (.6); review exit RCF agreement (.1); review exit term loan agreement (.2); correspond with AIP team re open items and status (.2).	3.5	Mary Santanello
39577088	3/1/2026	Revise corporate resolutions (.7); correspond with Cayman counsel re delivering good standing certificates (.2); revise solvency certificate (.5); revise updated draft intercompany subordination agreement (1.1); prepare solvency certificate (.7); prepare secretary certificate (2.0); prepare intercompany subordination agreement (.5); draft UCC-3 amendment (.1).	5.8	Charlene Sun

Milbank LLP
Description of Legal Services

Ending March 03, 2026

48450.00019 USS Financing and Factoring

Index Number	Date	Description	Hours	Name
39577090	3/1/2026	Update perfection certificate (.6); prepare final execution versions of exit financing documents (1.0); correspond with local counsel re exit opinions (.5); correspond with AIP deal team re exit planning and documents (.4); review RCF and ABL schedules to credit agreement (.6); review notice of borrowing (.5).	3.6	Minerva Zang
39587674	3/1/2026	Conference with B. Schak, C. Carpenter, A&M, Cahill, Akin, FTI, and CVP re closing of financings (partial).	0.6	Lauren Doyle
39587810	3/1/2026	Correspond with X. Peng re IPSA releases and BACA Termination Notice.	0.1	Kelsey Rodriguez
39589584	3/1/2026	Revise outstanding issues list re exit financing outstanding items (.6); correspond with A&M and PJT re same (.4); prepare Company execution documents for Cahill (1.1); revise UCC-3 terminations (.5); prepare RCF promissory notes (2.5); correspond with local counsel re release of opinions (.5); revise omnibus solvency certificate (.3); revise intercompany and subordination agreement (1.1); revise RCF exhibits (1.6).	8.6	Rebecca Sadock
39294817	3/2/2026	Review revised draft of RCF Credit Agreement (.2); prepare revised mark-up of RCF Credit Agreement (.2); correspond with B. Golob and J. Edwards re same (.1).	0.5	Bijan Ganji
39307619	3/2/2026	Review exit TL credit agreement against exit RCF credit agreement (1.8); review exit TL credit agreement against exit ABL credit agreement (1.6); review exit RCF credit agreement against exit ABL credit agreement (1.5); revise exit TL credit agreement (.9); revise exit RCF credit agreement (.9); revise exit ABL credit agreement (.8); review exit security agreements against respective credit agreements (.9); review IPSA releases against respective credit agreements (.5); review perfection certificates against respective credit agreements (.5); revise ancillary exit documents (.6); correspond with M. Santanello re exit financing documents (.7); correspond with X. Peng re exit ABL credit agreement and closing logistics (.5); correspond with B. Schak re status of emergence workstreams (.2); correspond with J. Santos re emergence closing documents (.1); review intercreditor agreements (.2).	11.7	Carolyn Carpenter
39310424	3/2/2026	Review exit ABL credit agreement (1.0); review RCF secretary's certificate re closing (.8); review ABL secretary's certificate re closing (.8); review TL secretary's certificate re closing (.9).	3.5	Claudio Rezende
39337035	3/2/2026	Correspond with D. Porat re ABL and RCF terms (.2); correspond with D. Porat and C. Carpenter re same (.3).	0.5	Benjamin Schak
39344901	3/2/2026	Correspond with B. Ganji, P. Mehta, J. Edwards re exit RCF credit agreement (.1); correspond with J. Edwards re exit RCF credit agreement (.1); review changes and draft revisions re exit RCF credit agreement (.6).	0.8	Bridget Golob
39345530	3/2/2026	Review latest exit RCF credit agreement markup (.4); correspond with B. Ganji re revisions to markup (.5).	0.9	Pinky P. Mehta
39458973	3/2/2026	Review legal opinions (1.6); correspond with AIP team re same (.4).	2.0	Al Pisa

Milbank LLP
Description of Legal Services

Ending March 03, 2026

48450.00019 USS Financing and Factoring

Index Number	Date	Description	Hours	Name
39465609	3/2/2026	Revise Payoff Letters (2.8); correspond with A&M and PJT re all payoff letters' schedules (1.5); revise IPSA Releases (1.0); revise ABL Credit Agreement (4.1); correspond with Cahill and C. Carpenter re same (.1); review closing logistics (.7); correspond with M. Santanello, C. Carpenter, J. Edwards, C. Rezende, A. Huang, C. Sun, M. Zang and R. Sadock re same (.4); review compiled exit closing documents (1.5); correspond with C. Carpenter, J. Edwards, C. Rezende, A. Huang, C. Sun, M. Zang and R. Sadock re same (.2).	12.3	Xander Peng
39576222	3/2/2026	Prepare execution versions of exit financing documents (3.6); review exit ABL credit agreement (1.6); review exit RCF credit agreement (1.8); review exit TL credit agreement (1.4); review ancillary exit documents (2.8); revise exit ABL credit agreement (.4); revise exit RCF credit agreement (.4); revise exit TL credit agreement (.3); revise exit security agreements (1.2); review exit security agreements (.6); review exit intercreditor agreements (.6); correspond with Milbank finance team re exit financing (.8).	15.5	Jane Edwards
39576228	3/2/2026	Prepare execution versions of exit closing deliverables (2.8); review same (2.5); review lender signature pages for exit ABL, RCF, and TL credit agreements (2.8); correspond with local counsel re opinions (3.0).	11.1	Rebecca Sadock
39577092	3/2/2026	Correspond with Akin, Cahill, and AIP team re closing logistics (.5); update exit ABL credit agreement (1.2); update exit RCF credit agreement (1.4); update exit TL credit agreement (1.2); revise opinions for Term Loan, RCF and ABL facilities (2.3); review perfection certificate and schedules (.7); revise perfection certificate (.5); review schedules to exit ABL credit agreement (.3); review schedules to exit RCF credit agreement (.3); review schedules to exit TL credit agreement (.4); revise schedules to exit credit agreements (1.0); review exhibits to exit ABL credit agreement (.5); review exhibits to exit RCF credit agreement (.5); review exhibits to exit TL credit agreement (.5); update open issues list (1.0); review exit credit agreements (.4); review exit security agreements (.4); review exit guaranty agreements (.4); review officer certificates (.6).	14.1	Anna Huang
39578189	3/2/2026	Review DIP credit agreement (.5); correspond with AIP and capital markets teams re same (.3); correspond with A&M and PJT re same (.3); correspond with finance team re exit financing issues (.8); correspond with lenders re same (.5); analyze issues re same (.7).	3.1	Daniel Porat
39578191	3/2/2026	Review intercreditor agreements (.5); correspond with C. Carpenter re exit financing documents (.8); review exit RCF agreement (1.0); correspond with Akin re status and funds flow (.4); correspond with AIP team re open items (.5); review exit ABL agreement (2.0).	5.2	Mary Santanello
39578193	3/2/2026	Correspond with local counsel re opinions (.7); prepare solvency certificate (2.5); prepare perfection certificate (3.6); prepare BACA termination (1.8); correspond with WSFS re signature pages (.8); prepare secretary certificate (3.3); correspond with Florida counsel re updated UCC-1s (.7).	13.4	Charlene Sun

Milbank LLP
Description of Legal Services

Ending March 03, 2026

48450.00019 USS Financing and Factoring

Index Number	Date	Description	Hours	Name
39588181	3/2/2026	Correspond with local counsel re opinion and deliverables (1.0); prepare exit signature packet (2.8), prepare TL/ABL/RCF secretary's certificates (2.4), prepare TL/ABL/RCF IPSA releases (2.8); review correspondence re credit agreements and schedules (1.0); correspond with AIP team re closing documents and plans (.8); review exit intercreditor agreement documents (.4).	11.2	Minerva Zang
39589574	3/2/2026	Draft UCC-3s.	1.7	Rayanna Shwom
39346432	3/3/2026	Review outstanding open items re closing (.4); review exit issues (.6); revise opinion (.8).	1.8	Maya Grant
39348458	3/3/2026	Analysis re exit financing issues (.3); correspond with Milbank team re same (.5).	0.8	Daniel Porat
39459070	3/3/2026	Review closing and compilation (4.2); revise ABL Credit Agreement and Payoff Letters (2.5); correspond with A&M re payoff letter schedules (.6); revise the payoff letter schedules (2.5).	9.8	Xander Peng
39459072	3/3/2026	Review exit opinions.	1.0	Al Pisa
39459531	3/3/2026	Revise and file UCCs.	0.5	Rayanna Shwom
39576232	3/3/2026	Prepare exit ABL credit agreement for closing (3.2); prepare exit RCF credit agreement for closing (1.5); prepare secretary certificates to be delivered re closing (1.7).	6.4	Claudio Rezende
39576238	3/3/2026	Review local counsel opinions (3.7); prepare payoff letters (1.2); call with Akin re lender signatures (.5); prepare notices of borrowing (.4); prepare closing deliverables for local counsel (2.3).	8.1	Rebecca Sadock
39578166	3/3/2026	Prepare exit TL credit agreement (2.5); prepare exit security agreement (2.0); correspond with local counsel teams re credit agreement review (1.0); review exit credit agreement, security agreement, and perfection certificates (.5); review post-filing IP releases (1.3).	7.3	Minerva Zang
39578196	3/3/2026	Review exit ABL credit agreement for closing (.8); review exit RCF credit agreement for closing (.9); review exit TL credit agreement for closing (.7); review exit security agreements for closing (.5); review closing deliverables (.6); correspond with M. Santanello re exit financing documents and closing status (.5); correspond with Akin re closing deliverables (.4); review exit intercreditor agreements (.4); correspond with AIP team re closing logistics (.3); review ancillary exit closing documents (.7).	5.8	Carolyn Carpenter
39578198	3/3/2026	Prepare closing documents (5.4); review executed documents (2.9); review schedules re credit agreement (.5).	8.8	Jane Edwards
39578200	3/3/2026	Prepare notices of funding with updated schedule (1.2); review secretary certificates (1.7); review term loan credit agreement (1.6); prepare updated Milbank opinion (2.2); correspond with Akin and Cahill teams re closing logistics (1.1).	7.8	Anna Huang
39587660	3/3/2026	Revise exit credit agreement (.2); correspond with Akin re same (.2).	0.4	Mary Santanello

Milbank LLP
Description of Legal Services

Ending March 03, 2026

48450.00021 USS General Case Strategy

Index Number	Date	Description	Hours	Name
39277101	3/1/2026	Conference with L. Doyle re active workstreams.	0.4	Benjamin Schak
39457787	3/1/2026	Attend call with M. Santanello and L. Doyle re open items.	0.6	Carolyn Carpenter
39587662	3/1/2026	Call with B. Schak re strategy (.4); call with finance team re closing out financing documents (1.0).	1.4	Lauren Doyle
39587664	3/1/2026	Attend conference call with AIP and L. Doyle re open items and status.	1.0	Mary Santanello
39279550	3/2/2026	Attend Milbank all hands call (.1); prepare for same (.1).	0.2	Jason T. Anderson
39289190	3/2/2026	Attend Milbank all hands call.	0.1	Paul Denaro
39301675	3/2/2026	Attend all hands Milbank call.	0.1	Kristine Kazangyan
39303742	3/2/2026	Attend all hands call.	0.1	Rebecca Sadock
39308935	3/2/2026	Attend Milbank all-hands call.	0.1	Mary Santanello
39348465	3/2/2026	Correspond with team re strategy issues (.2); call with all Milbank teams (.1).	0.3	Daniel Porat
39587673	3/2/2026	Correspond with D. Porat and B. Schak re all hands call (.3); correspond with all relevant firms for closing call (.3); attend all-hands Milbank call (.1).	0.7	Nick LaGinestra
39588183	3/2/2026	Attend all hands Milbank call.	0.1	Minerva Zang

Milbank LLP
Description of Legal Services

Ending March 03, 2026

48450.00022 USS Governance

Index Number	Date	Description	Hours	Name
39577095	3/1/2026	Review exit omnibus resolutions.	0.5	Minerva Zang
39589585	3/1/2026	Revise omnibus resolutions.	0.8	Rebecca Sadock
39338249	3/3/2026	Correspond with J. Hafferty (USS) re new board members.	0.2	Benjamin Schak

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Description of Legal Services

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48450.00025 USS Litigation

Index Number	Date	Description	Hours	Name
39338245	3/3/2026	Correspond with N. Buyukliev (Naqvi) re personal injury claim.	0.1	Benjamin Schak
39459064	3/3/2026	Analyze issues re 9019 settlement motion (.3); correspond with B. Schak re same (.1).	0.4	Nick LaGinestra

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Description of Legal Services

Ending March 03, 2026

48450.00026 USS Milbank Retention and Fees

Index Number	Date	Description	Hours	Name
39458971	3/2/2026	Review second monthly fee application for compliance with UST guidelines.	0.6	Daniel McCarthy
39587799	3/2/2026	Correspond with J. Skopec (Milbank Billing) re fee application (.1); review second monthly fee application for compliance with UST guidelines (4.5); review filed fee application (.3).	4.9	Nick LaGinestra
39459066	3/3/2026	Review second monthly fee application for compliance with UST guidelines (3.4); correspond with J. Skopec (Milbank Billing) re same (.2); correspond with D. McCarthy re same (.3).	3.9	Nick LaGinestra
39459068	3/3/2026	Review second monthly fee application for compliance with UST guidelines (3.6); correspond with Cole Schotz re final fee applications (.2).	3.8	Daniel McCarthy
39576245	3/3/2026	Correspond with B. Delijani re final fee applications.	0.4	Dylan Solomon

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Description of Legal Services

Ending March 03, 2026

48450.00027 USS Plan and Disclosure Statement

Index Number	Date	Description	Hours	Name
39290486	3/2/2026	Revise Fifth Amended Plan Supplement (1.2); correspond with B. Schak re same (.1).	1.3	Dylan Solomon
39458639	3/2/2026	Review confirmation order.	0.4	Brandon Delijani
39588173	3/2/2026	Correspond with D. Solomon re plan supplement.?	0.1	Benjamin Schak
39338251	3/3/2026	Review draft final plan supplement.	0.2	Benjamin Schak
39343216	3/3/2026	Participate in closing calls (.9); call with advisors re same (.7); review Plan provisions re emergence (1.8); review plan supplements (.8); correspond with B. Schak re effective date issues (.4); review correspondence from Capital Markets and AIP teams re effective date matters (.5); review issues re same (.3); correspond with D. Porat re same (.1).	5.5	Lauren Doyle
39459533	3/3/2026	Revise 5th Amended Plan Supplement (.8); correspond with B. Schak re same (.4); correspond with J. Edwards re same (.3); correspond with K. Kazangyan re same (.1).	1.6	Dylan Solomon

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Description of Legal Services

Ending March 03, 2026

48450.00030 USS Reporting

Index Number	Date	Description	Hours	Name
39346365	3/3/2026	Review Plan re reporting requirements (.3); correspond with B. Schak re same (.2); review precedent cases re same (.9); correspond with Cole Schotz re same (.2).	1.6	Jimmy Santos
39589628	3/3/2026	Review MOR filing deadlines (.1); conduct research re same (.4); correspond with A&M team re same (.5); correspond with J. Santos re same (.3).	1.3	Brandon Delijani

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Description of Legal Services

Ending March 03, 2026

48450.00031 USS Securities Issues

Index Number	Date	Description	Hours	Name
39274618	3/1/2026	Correspond with M. Schweinberger re update of closing deliverables.	0.5	Paul Denaro
39345475	3/1/2026	Review outstanding items re ERO closing.	0.5	Maria C. Schweinberger
39458465	3/1/2026	Review revised closing documents.	1.6	Samuel A. Khalil
39289185	3/2/2026	Correspond re closing documents (.5); correspond with M. Schweinberger re same (.3); correspond with Akin and others re escrow and flow of funds (.4).	1.2	Paul Denaro
39343337	3/2/2026	Draft FINRA Notice (2.0); revise same (1.1).	3.1	Allison Mahoney
39466498	3/2/2026	Prepare compiled closing documents (.2); correspond with M. Schweinberger about FLFO collateral agent requests (.1).	0.3	Kelsey Rodriguez
39459047	3/3/2026	Correspond with M. Schweinberger re closing status (.2); review updated flow of funds and escrow mechanics (.3).	0.5	Paul Denaro
39576234	3/3/2026	Update officer's certificate (.4); call with third out collateral agent re pay out amounts (.1); call with A&M re same (.1).	0.6	Kelsey Rodriguez

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Description of Legal Services

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48450.00032 USS Tax

Index Number	Date	Description	Hours	Name
39343253	3/2/2026	Respond to Company correspondence re tax issues (.6); call with Company and Pillsbury re same (.7).	1.3	Lauren Doyle
39459059	3/3/2026	Correspond with Kirkland tax re structure (.2); correspond with PwC re same (.2).	0.4	Russell J. Kestenbaum

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Description of Legal Services

Ending March 03, 2026

48450.00033 USS Vendors and Suppliers

Index Number	Date	Description	Hours	Name
39272812	3/1/2026	Correspond with B. Schak re OCPs.	0.3	Jordan Rosen
39576226	3/2/2026	Correspond with OCPs re declaration and questionnaire.	0.6	Jordan Rosen
39588476	3/2/2026	Correspond with J. Rosen re various OCP issues (.1); respond to inquiry re outstanding Arwood Site Services payments from A. Eghbali (Olympus Guardian) (.1).	0.2	Benjamin Schak
39576236	3/3/2026	Review Day Pitney declaration and questionnaire (.2); review EY declaration and questionnaire (.4); review Snell and Wilmer declaration and questionnaire (.2).	0.8	Jordan Rosen

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Overtime Transportation Reimbursement

Index Number	Date	Description	Amount	Name
40288827	3/2/2026	ZANG, MINERVA - Overtime Lyft home - Taxi / Uber / Car Service: Expense Date: 02-Mar-2026, Travel Type: Overtime, From / To: 55 Hudson Yards, New York, NY - As directed, Merchant: Lyft	13.94	Minerva Zang
40295275	3/2/2026	CAROLYN CARPENTER - Overtime Lyft - Taxi / Uber / Car Service: Expense Date: 02-Mar-2026, Travel Type: Overtime, From / To: 55 Hudson Yards, New York, NY - As directed, Merchant: Lyft	49.18	Carolyn Carpenter

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Incorporation Costs

Index Number	Date	Description	Amount	Name
40288695	3/2/2026	CT CORPORATION SYSTEM - PECF USS Intermediate Holding III Corporation (DE) Services - Pre-Clearance - Delaware	2,545.76	Samuel A. Khalil
40291090	3/3/2026	CT CORPORATION SYSTEM - PECF USS Intermediate Holding III Corporation (DE) Services - Conversion - Delaware	4,960.02	Samuel A. Khalil

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Meal, Overtime

Index Number	Date	Description	Amount	Name
40325861	3/2/2026	SUN, CHARLENE - - dinner overtime - Dinner: Expense Date: 02-Mar-2026, Merchant: UberEats, Type: Overtime, Guest(s): Sun, Charlene	20.00	Charlene Sun
40325863	3/2/2026	CAROLYN CARPENTER - - Overtime Dinner for Rebecca Sadock (Carolyn Carpenter paid for dinner). - Dinner: Expense Date: 02-Mar-2026, Merchant: Cho Dang Gol, Type: Overtime, Guest(s): Sadock, Rebecca	20.00	Carolyn Carpenter
40325865	3/2/2026	CAROLYN CARPENTER - - Overtime Dinner for Carolyn Carpenter - Dinner: Expense Date: 02-Mar-2026, Merchant: Cho Dang Gol, Type: Overtime, Guest(s): Carpenter, Carolyn	20.00	Carolyn Carpenter
40325867	3/2/2026	CAROLYN CARPENTER - - Overtime Dinner for Anna Huang - Dinner: Expense Date: 02-Mar-2026, Merchant: Cho Dang Gol, Type: Overtime, Guest(s): Huang, Anna	20.00	Carolyn Carpenter
40325869	3/2/2026	CAROLYN CARPENTER - - Overtime Dinner for Jane Edwards - Dinner: Expense Date: 02-Mar-2026, Merchant: Cho Dang Gol, Type: Overtime, Guest(s): Edwards, Jane	20.00	Carolyn Carpenter
40325871	3/2/2026	GRUBHUB HOLDINGS INC. D/B/A SEAMLESS - Meal, Overtime - Seamless - Overtime Meal	20.00	Minerva Zang
40325873	3/3/2026	GRUBHUB HOLDINGS INC. D/B/A SEAMLESS - Meal, Overtime - Seamless - Client Meal Billable - Overtime dinner.	20.00	Rebecca Sadock

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Lexis

Index Number	Date	Description	Amount	Name
40315187	3/2/2026	Lexis: CASE, TAMARA	584.08	Office General

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Document Retrieval/Reproduction

Index Number	Date	Description	Amount	Name
40328243	3/2/2026	Document Retrieval/Reproduction Cogency Global Inc. - JOHNNY ON THE SPOT, LLC New Jersey - Division of Revenue and Enterprise Services Bringdown Search	1,191.63	Samuel A. Khalil

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Ending: March 03, 2026

Library Research

Index Number	Date	Description	Amount	Name
40318727	3/2/2026	Library Research	312.50	Samuel A. Khalil