Docket #0419 Date Filed: 04/17/2026

So Ordered.

Signed this 17 day of April, 2026.

Wendy A. Kinsella

Wendy A. Kinsella
United States Bankruptcy Judge

UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF NEW YORK

In re:	Chapter 11
Vanderbilt Minerals, LLC,	Case No. 26-60110 (WAK)
Debtor.[1]	

ORDER ESTABLISHING PROCEDURES FOR INTERIM COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR PROFESSIONALS AND MEMBERS OF OFFICIAL COMMITTEES

Upon consideration of the motion of the above-captioned debtor and debtor in possession (the "Debtor"), seeking entry of an order (this "Order") under sections 105 and 331 of the Bankruptcy Code, Rule 2016 of the Bankruptcy Rules, and Rule 2016-1 of the Local Rules establishing procedures for interim compensation and reimbursement of expenses for Professionals and members of official committees and granting other relief [Docket No. 235] (the "Motion");[2] the Court having reviewed and considered the support for the Motion provided in the

[1] The Debtor is Vanderbilt Minerals, LLC (EIN 13-1432885). The Debtor's noticing address in this Chapter 11 Case is 33 Winfield Street, Norwalk, Connecticut 06855.
[2] Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion.

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record and at the hearing on the Motion; and upon finding that the relief requested in the Motion is in the best interests of the Debtor's estate, creditors and parties in interest; that this Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; that this Motion is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); that venue of this proceeding and this Motion in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409; that due and proper notice of this Motion has been provided and that no other or further notice of the Motion need be provided; and after due deliberation and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT:

1. The Motion is granted as set forth herein.

2. All objections to the Motion or the relief requested in the Motion that have not been made, withdrawn, waived or settled, and all representation of rights included therein, are overruled and disallowed on the merits.

3. Except as may otherwise be provided in any order of the Court authorizing the retention of a specific Professional or with respect to the retention and compensation of ordinary course professionals not engaged primarily to provide service related to this chapter 11 case, all Professionals retained under sections 327(a), 327(e), 328(a) or 1103 of the Bankruptcy Code in this chapter 11 case may seek monthly compensation in accordance with the following procedures:

> a) On or before the 20th day of each month following the month for which compensation is sought (or as soon as reasonably practicable thereafter), each Professional seeking compensation or reimbursement may file a statement with the Court (a "Monthly Fee Statement") for such compensation or reimbursement and serve the Monthly Fee Statement, by electronic mail, U.S. mail, or overnight delivery, on: (i) the Debtor, 33 Winfield Street Norwalk, CT 06856-5150, Attn: Jeffrey C. Brohel, General Counsel; (ii) counsel for the Debtor, Bond, Schoeneck & King, PLLC, One Lincoln Center, Syracuse, New York 13202, Attn: Charles J. Sullivan, Esq.; (iii) proposed co-counsel for the Committee, (a) Brown Rudnick LLP, 7 Times Square, New York, NY 10036, Attn: David Molton, Esq., and (b) Caplin & Drysdale, Chartered, 1200 New Hampshire Avenue NW, 8th Floor, Washington, DC 20036, Attn: Kevin Maclay, Esq.; (iv) counsel for any additional

official committees that may be hereafter appointed; and (v) the Office of the United States Trustee, 100 State St., Suite 4230 Rochester, NY 14614, Attn: Erin Champion (collectively, the "Notice Parties").

b) Any Professional that fails to file a Monthly Fee Statement for a particular month or months may subsequently submit a consolidated Monthly Fee Statement for a subsequent month or months.

c) For those Professionals who bill based on increments of time, each Monthly Fee Statement must contain a list of the individuals and their respective titles (*e.g.*, attorney, accountant, or paralegal) who provided services during the statement period, their respective billing rates, the aggregate hours spent by each individual, a reasonably detailed breakdown of the disbursements incurred, and contemporaneously maintained time entries for each individual in increments of tenths (1/10) of an hour.

d) Any party in interest will have until 4:00 p.m. (prevailing Eastern time) on the 14th day following filing and service of a Monthly Fee Statement (the "Objection Deadline") to object to the requested fees and expenses in accordance with the procedures described in subparagraph (e) below. Upon the expiration of the Objection Deadline, a Professional may file a certificate of no objection ("CNO") with the Court with respect to the unopposed portion of the fees and expenses requested in its Monthly Fee Statement. After a CNO is filed, the Debtor is authorized and directed to pay the Professional an amount (the "Actual Monthly Payment") equal to the lesser of (i) 80 percent of the fees and 100 percent of the expenses requested in the applicable Monthly Fee Statement (the "Maximum Monthly Payment") and (ii) 80 percent of the fees and 100 percent of the expenses requested in the applicable Monthly Fee Statement that are not subject to an objection pursuant to subparagraph (e) below (the "Uncontested Monthly Payment"), from the Carve-Out Reserve Account (as defined in the DIP Order), or if the Carve-Out Reserve Account is not yet funded, available cash on hand, *provided, however*, such payments must be consistent with the Approved Budget (as defined in the DIP Order) and the terms of the DIP Order.

e) If any party in interest wishes to object to a Professional's Monthly Fee Statement, it must, on or before the Objection Deadline (or such later date as may be agreed to by the objecting party and the Professional whose Monthly Fee Statement is being contested): (i) file a written objection (an "Objection") with the Court and (ii) serve the Objection on the affected Professional and each of the other Notice Parties. Thereafter, the objecting party and the affected Professional may attempt to resolve the Objection on a consensual basis. If the parties are unable to reach a resolution of the Objection, the affected Professional may either (i) file a request with the Court for payment of the difference between the Maximum Monthly Payment and the Uncontested Monthly Payment (the "Incremental Amount") or (ii) forego payment of the Incremental Amount until the next interim or final fee application hearing, at which time the Court will consider and resolve any outstanding Objections.

f) Nothing herein shall require the Debtor to make any payments to Professionals, and all payments to Professionals otherwise authorized herein shall accrue but be suspended, during any period of time in which the Debtor believes in good faith that it does not have sufficient liquidity to make such payment.

g) Each Professional may submit its first Monthly Fee Statement no earlier than the 20th day of May 2026. This initial Monthly Fee Statement will cover the period from the Petition Date through April 30, 2026. Thereafter, the Professionals may file Monthly Fee Statements in the manner described above.

h) The decision by any party not to object to a Monthly Fee Statement shall not be a waiver of any kind or prejudice that party's right to object to any Application subsequently made to the Court in accordance with the Bankruptcy Code.

i) At approximately four-month intervals or such other intervals convenient to the Court (the "Interim Fee Period"), each of the Professionals may file with the Court and serve on the Notice Parties a request (an "Interim Fee Application") for interim Court approval and allowance of the compensation and reimbursement of expenses sought by such Professional in its Monthly Fee Statements, including any holdbacks, filed during the Interim Fee Period, pursuant to section 331 of the Bankruptcy Code. Only the Court has authority to determine whether to award compensation and reimbursement pursuant to any Application, however all such Applications should be prepared in substantial conformity with, and may be reviewed by the United States Trustee pursuant to, the United States Trustee's *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses filed under 11 U.S.C. § 330* dated May 17, 1996 (28 C.F.R. Part 58, Appendix A), as published in 61 Fed. Reg 24889. The Interim Fee Application must be accompanied by a cover sheet substantially in the form attached hereto as ***Schedule 1***, including a brief description identifying:

(1) the Monthly Fee Statements that are the subject of the request;

(2) the amount of fees and expenses requested;

(3) the amount of fees and expenses paid to date or subject to an Objection; and

(4) any other information requested by the Court or required by the Local Rules.

j) Any Professional who fails to file an Interim Fee Application seeking approval of compensation and reimbursement paid pursuant to Monthly Fee Statements at least once every six (6) months shall be ineligible to receive further

monthly payments until such an Interim Fee Application has been filed with the Court.

k) The Debtor will request that the Court schedule a hearing on the Interim Fee Applications at least once every six months or at such other intervals as the Court deems appropriate. If no Objections are timely filed, the Court may grant an Interim Fee Application without a hearing.

l) The pendency of an Objection to a Monthly Fee Statement or Interim Fee Application will not disqualify a Professional from future payment of compensation or reimbursement of expenses under the Compensation Procedures. Any Professional that fails to file a Monthly Fee Statement or an Interim Fee Application when due or permitted will be ineligible to receive further interim payments of fees or expenses under the Compensation Procedures until such time as a Monthly Fee Statement or Interim Fee Application is submitted by the Professional. There will be no other penalties for failing to file a Monthly Fee Statement or an Interim Fee Application in a timely manner.

m) Neither the payment of, nor the failure to pay, in whole or in part, monthly compensation and reimbursement as provided herein, shall have any effect on the Court's interim or final allowance of compensation and reimbursement of expenses for any Professional pursuant to a final fee application ("Final Fee Application"). All fees and expenses paid to Professionals under the Compensation Procedures are subject to disgorgement until final allowance by the Court after notice and a hearing.

4. All Committee Members appointed in this Chapter 11 Case must seek reimbursement of expenses incurred in accordance with the Compensation Procedures, provided, however, Counsel to any official committee may, in accordance with the foregoing procedures for monthly compensation and reimbursement of Professionals, collect and submit statements of expenses, with supporting receipts or other documentation, on behalf of such Committee Members.

5. Required service of Monthly Fee Statements, Interim Fee Applications and Final Fee Applications (the "Applications") shall be limited to the Notice Parties. Only those parties who have filed a notice of appearance with the Clerk of this Court and requested notice of pleadings in this Chapter 11 Case shall be entitled to receive Hearing Notices with respect to any hearing to be held on the Applications.

6. All time periods set forth in this Order shall be calculated in accordance with Bankruptcy Rule 9006(a).

7. Notwithstanding the possible applicability of Rules 6004, 7062, or 9014 of the Bankruptcy Rules, or otherwise, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

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

# # #

Schedule 1

Form Notice of Interim Fee Application

UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF NEW YORK

In re:	Chapter 11
Vanderbilt Minerals, LLC,	Case No. 26-60110 (WAK)
Debtor.[1]	

NOTICE OF INTERIM FEE APPLICATION

Name of Applicant: _____

Authorized to Provide
Professional Services to: _____

Date of Retention: _____

Period for which compensation and
reimbursement is sought: _____

Amount of Compensation sought as
actual, reasonable and necessary: $_____

Amount of Expense Reimbursement sought
as actual, reasonable and necessary: $_____

This is (a)n: ____ interim ____ final application

Summary of Monthly Fee Statements for Compensation Period:

		Requested		Approved	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses

Total:

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Summary of prior Interim Fee Applications:

		Requested		Approved	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses

Total: