

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

*In re*

**WESCO AIRCRAFT HOLDINGS, INC.,<sup>1</sup>**

Reorganized Debtor.

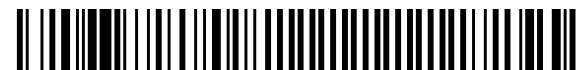
Case No. 23-90611 (MI)

Chapter 11

(Jointly Administered)

**SUMMARY COVER SHEET FOR  
FIFTH INTERIM AND FINAL FEE APPLICATION OF  
MILBANK LLP AS COUNSEL TO THE DEBTORS  
AND DEBTORS IN POSSESSION FOR THE PERIOD  
FROM JUNE 1, 2023 THROUGH DECEMBER 27, 2024**

<sup>1</sup> The captioned Reorganized Debtor is Incora Intermediate II LLC, the successor by merger to Wesco Aircraft Holdings, Inc. Its employer identification number is 33-2921953. Its principal office address and service address in this case is 2601 Meacham Blvd., Ste. 400, Fort Worth, TX 76137.



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<b>FIFTH INTERIM FEE APPLICATION SUMMARY</b>		
<b>Name of Applicant:</b>	Milbank LLP	
<b>Applicant's Role in Case:</b>	Counsel to Debtors and Debtors in Possession	
<b>Date Order of Appointment Signed:</b>	07/27/23 (Docket No. 484)	
<b>Interim Application (X) Final Application ( )</b>	No. 5	
	<b>Beginning of Period</b>	<b>End of Period</b>
<b>Time period covered by this Application:</b>	06/01/24	12/27/24
<b>Time period(s) covered by prior Applications:</b>	06/01/23	5/31/24
<b>Were the services provided necessary to the administration of or beneficial at the time rendered toward the completion of the case? (Y)</b>		
<b>Were the services performed in a reasonable amount of time commensurate with the complexity, importance and nature of the issues addressed? (Y)</b>		
<b>Is the requested compensation reasonable based on the customary compensation charged by comparably skilled practitioners in other non-bankruptcy cases? (Y)</b>		
<b>Do expense reimbursements represent actual and necessary expenses incurred? (Y)</b>		
<b>Compensation Breakdown for Time Period Covered by this Application</b>		
<b>Total professional fees requested in this Application:</b>	\$9,486,893.25	
<b>Total professional hours covered by this Application:</b>	6,399.10	
<b>Average hourly rate for professionals:</b>	\$1,482.54	
<b>Total paraprofessional fees requested in this Application:</b>	\$467,979.00	
<b>Total paraprofessional hours covered by this Application:</b>	1,206.20	
<b>Average hourly rate for paraprofessionals:</b>	\$387.98	
<b>Total fees requested in this Application:</b>	\$9,954,872.25	
<b>Total expense reimbursements requested in this Application:</b>	\$177,296.49	
<b>Total fees and expenses requested in this Application:</b>	\$10,132,168.74	
<b>Total fees and expenses awarded in all prior Applications:</b>	\$26,083,166.39	
<b>FINAL FEE APPLICATION SUMMARY</b>		
<b>Name of Applicant:</b>	Milbank LLP	
<b>Applicant's Role in Case:</b>	Counsel to Debtors and Debtors in Possession	
<b>Date Order of Appointment Signed:</b>	07/27/23 (Docket No. 484)	

Interim Application ( ) Final Application (X)		
	Beginning of Period	End of Period
Time period covered by this Application:	06/01/23	12/27/24
Were the services provided necessary to the administration of or beneficial at the time rendered toward the completion of the case? (Y)		
Were the services performed in a reasonable amount of time commensurate with the complexity, importance and nature of the issues addressed? (Y)		
Is the requested compensation reasonable based on the customary compensation charged by comparably skilled practitioners in other non-bankruptcy cases? (Y)		
Do expense reimbursements represent actual and necessary expenses incurred? (Y)		
Compensation Breakdown for Time Period Covered by this Application		
Total professional fees requested in this Application:	\$33,176,348.25	
Total professional hours covered by this Application:	24,865.80	
Average hourly rate for professionals:	\$1,334.22	
Total paraprofessional fees requested in this Application:	\$2,474,294.50	
Total paraprofessional hours covered by this Application:	6,673.50	
Average hourly rate for paraprofessionals:	\$370.76	
Total fees requested in this Application:	\$35,650,642.75	
Total expense reimbursements requested in this Application:	\$564,692.38	
Total fees and expenses requested in this Application:	\$36,215,335.13	
Total fees and expenses awarded in all prior Applications:	\$26,083,166.39	
<p><b>Plan Status:</b> On December 27, 2024, the Court entered the <i>Findings of Fact, Conclusions of Law, and Order (I) Confirming Further Modified Second Amended Joint Chapter 11 Plan of Wesco Aircraft Holdings, Inc. et al. and (II) Granting Related Relief</i> (later entered with corrections at Docket No. 2550) (the “<b>Confirmation Order</b>”), confirming the <i>Further Modified Second Amended Joint Chapter 11 Plan of Wesco Aircraft Holdings, Inc. et al.</i> [Docket No. 2550, Ex. A] (as supplemented from time to time, the “<b>Plan</b>”).<sup>2</sup> Each of the conditions precedent to the occurrence of the effective date, as set forth in Article IX of the Plan, were satisfied or waived in accordance therewith, and the Plan became effective and was substantially consummated on January 31, 2025.</p>		
<p><b>Primary Benefits:</b> During the fee period covered by this Application, Milbank advised the Debtors on a variety of complex matters in the administration of the Debtors’ chapter 11 cases</p>		

<sup>2</sup> Capitalized terms not otherwise defined in this Application bear the meanings ascribed to them in the Plan.

(the “**Chapter 11 Cases**”). The services were extensive and ongoing, including: (i) negotiating definitive documentation for effectuating the deleveraging transactions; (ii) governance negotiations; (iii) preparing and participating in Bankruptcy Court and adversary proceeding hearings; (iv) negotiating and documenting DIP and exit facility financing packages; (v) advice regarding client regulatory, benefits, and tax issues; (vi) responding to and negotiating various formal and informal objections; (vii) meeting and communicating internally and with the Debtors’ other professionals regarding developments in the Chapter 11 Cases regarding, among other things, the Disclosure Statement, solicitation process, Plan, and Plan Supplement documents; (viii) monitoring and supporting litigation concerning the Debtors’ capital structure and analyzing the Court’s rulings as they relate to the development of a chapter 11 plan, and (ix) coordinating closely in connection with the foregoing with co-counsel and financial advisors.



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

*In re*

**WESCO AIRCRAFT HOLDINGS, INC.,<sup>3</sup>**

Reorganized Debtor.

Case No. 23-90611 (MI)

Chapter 11

(Jointly Administered)

**FIFTH INTERIM AND FINAL FEE APPLICATION OF  
MILBANK LLP AS COUNSEL TO THE DEBTORS  
AND DEBTORS IN POSSESSION FOR THE PERIOD  
FROM JUNE 1, 2023 THROUGH DECEMBER 27, 2024**

**If you object to the relief requested, you must respond in writing. Unless otherwise directed by the Court, you must file your response electronically at <https://ecf.txsb.uscourts.gov/> within twenty-one days from the date this motion was filed. If you do not have electronic filing privileges, you must file a written objection that is actually received by the clerk within twenty-one days from the date this motion was filed. Otherwise, the Court may treat the pleading as unopposed and grant the relief requested.**

<sup>3</sup> The captioned Reorganized Debtor is Incora Intermediate II LLC, the successor by merger to Wesco Aircraft Holdings, Inc. Its employer identification number is 33-2921953. Its principal office address and service address in this case is 2601 Meacham Blvd., Ste. 400, Fort Worth, TX 76137.

Milbank LLP (“*Milbank*”), counsel for the above-captioned debtors and debtors in possession (the “*Debtors*” and, together with their non-Debtor subsidiaries, “*Incora*”), hereby submits this fifth interim and final fee application (the “*Application*”), for allowance of compensation for professional services and for reimbursement of actual and necessary expenses during the period commencing June 1, 2024 through and including December 27, 2024 (the “*Interim Period*”) and for the period commencing June 1, 2023 through and including December 27, 2024 (the “*Application Period*”). In support of this Application, Milbank respectfully states as follows and attaches the following exhibits:

- **Exhibit A-1:** Time billed by professionals with respect to each project code for the Interim Period.
- **Exhibit A-2:** Time billed by professionals with respect to each project code for the Application Period.
- **Exhibit B-1:** Certain information regarding Milbank attorneys and paraprofessionals for whose work compensation is sought in this Application, including position, level of experience, hourly rate, total hours spent working in these cases during the Interim Period.
- **Exhibit B-2:** Certain information regarding Milbank attorneys and paraprofessionals for whose work compensation is sought in this Application, including position, level of experience, hourly rate, total hours spent working in these cases during the Application Period.
- **Exhibit C:** Disclosure of “customary and comparable compensation” charged by Milbank’s professionals and paraprofessionals, including a summary of the blended hourly rates of the applicable timekeepers as compared to the blended hourly rates for similar non-bankruptcy timekeepers in Milbank’s U.S. offices.
- **Exhibit D:** Budget for the Interim Period.
- **Exhibit E-1:** Actual and necessary out-of-pocket expenses incurred by Milbank during the Interim Period.
- **Exhibit E-2:** Actual and necessary out-of-pocket expenses incurred by Milbank during the Application Period.
- **Exhibit F:** Certification confirming Milbank’s compliance with guidelines promulgated by the U.S. Trustee.

- **Exhibits G-1 through G-7:** Milbank’s monthly fee statements for June 2024 through December 2024. (Earlier fee statements were attached to interim fee applications listed in the chart below.)

### **RELIEF REQUESTED**

1. By this Application, Milbank seeks entry of an order, in substantially the form attached (the “**Proposed Order**”), (a) granting the interim allowance of (i) compensation for the actual, reasonable and necessary professional services rendered during the Interim Period, in the amount of \$9,954,872.25, and (ii) the actual, reasonable and necessary out-of-pocket expenses incurred during the Interim Period, in the amount of \$177,296.49, (b) granting the allowance, on a final basis, of (i) compensation for the actual, reasonable and necessary professional services rendered during the Application Period, in the amount of \$35,650,642.75, and (ii) the actual, reasonable and necessary out-of-pocket expenses incurred during the Application Period, in the amount of \$564,692.38, and (c) authorizing the Debtors to remit payment to Milbank for any of the foregoing fees and expenses that have not yet been paid (including 20% of gross fees previously held back from payments under monthly fee statements (the “**Holdback Amount**”)).

2. The principal bases for this Application are sections 330 and 331 of chapter 11 of title 11 of the United States Bankruptcy Code (the “**Bankruptcy Code**”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), Rule 2016-1 of the Local Bankruptcy Rules for the Southern District of Texas (the “**Local Rules**”), the *Court Procedures* for Judge Marvin Isgur, dated September 19, 2023 (the “**Court Procedures**”), the *U.S. Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases*, effective as of November 1, 2013 (the “**U.S. Trustee Guidelines**”), this Court’s *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* [Docket No. 606], entered on August 8, 2023 (the “**Interim Compensation Order**”), and Article II.C. of the Plan.

## JURISDICTION AND VENUE

3. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409. This matter is a core proceeding under 28 U.S.C. § 157(b)(2).

## PRELIMINARY STATEMENT

4. Throughout these Chapter 11 Cases, Incora focused on four principal goals: (a) stabilizing business operations; (b) improving the business by eliminating or renegotiating burdensome customer contracts; (c) resolving litigation concerning the March 2022 bond transactions; and (d) eliminating a significant amount of debt from Incora's balance sheet. Milbank is proud to have helped Incora navigate the Chapter 11 Cases, achieve each of these goals, and emerge from bankruptcy protection as a financially healthy business with a pipeline of fresh business prospects.

5. Incora was nearly out of money when it entered chapter 11 on June 1, 2023. The company had fallen behind on payments to vendors and bondholders, as it struggled to stanch losses from burdensome customer contracts whose long-term pricing had not kept up with post-COVID inflation. In the early stages of these Chapter 11 Cases, Milbank led Incora's efforts to secure approval of \$300 million in new-money debtor-in-possession financing, including by negotiating consensual resolutions of potential objections from the Official Committee of Unsecured Creditors (the "**Committee**") and defeating other objections at a contested DIP hearing on July 10, 2023. Once the new financing had been secured, Milbank supported Incora's efforts to restore a reliable supply of goods by entering into over 500 payment agreements with critical and foreign vendors. These efforts allowed Incora to generate tens of millions of dollars of additional liquidity from working capital, even while maintaining and improving performance for its own customers.

6. Over the following months, Incora underwent a comprehensive operational restructuring with Milbank's assistance—hiring or promoting senior employees into critical roles at the head of reorganized business units, and successfully eliminating legacy fixed-rate pricing

from over 130 customer contracts. Milbank played a key supporting role in this process, including by filing, litigating, and settling a contract rejection dispute with the one significant customer that was unwilling to renegotiate its contract to Incora's satisfaction.

7. In parallel with this operational restructuring, Incora achieved a global plan settlement among itself, the Committee, and five classes of bondholders that had battled with each other and with Incora in overlapping legal proceedings ever since Incora closed its recapitalization transactions in March 2022. Although the Debtors were represented by special litigation counsel in the 2022 Financing Adversary Proceeding, Milbank was intimately involved in the Debtors' efforts to settle that litigation and obtain confirmation of a chapter 11 plan. Those efforts first bore fruit with a settlement at the bottom of the capital structure, among the Committee, the principal holder of unsecured bonds due 2027, and the leading bondholders that had participated in the March 2022 transactions. Incora then filed a chapter 11 plan of reorganization and obtained authorization to solicit votes on the plan. After several months of trial and mediation, the Court entered rulings in the 2022 Financing Adversary Proceeding, which necessitated further amendments to the chapter 11 plan. Following those rulings, Milbank led the representation of the Debtors in a second round of mediation. That mediation resulted in global support for an innovative plan of reorganization under which Incora has emerged from judicial supervision even while bondholders continue to prosecute and defend appeals from the 2022 Financing Adversary Proceeding.

8. Given these accomplishments and the extraordinary complexity of the Debtors' restructuring, Milbank submits that the compensation and expense reimbursement sought through this Application are reasonable and appropriate and should be approved.

## BACKGROUND

9. On June 1, 2023 (the "***Petition Date***"), the Debtors commenced their respective bankruptcy cases (the "***Chapter 11 Cases***") by filing voluntary petitions for relief under chapter 11 of title 11 of the United States Code (as amended, the "***Bankruptcy Code***") in the U.S. Bankruptcy Court for the Southern District of Texas (the "***Court***").

10. Additional information regarding the Debtors' businesses, assets, capital structure, and the circumstances leading to the filing of these chapter 11 cases is set forth in the *Declaration of Raymond Carney in Support of Chapter 11 Petitions and First Day Motions* [Docket No. 13] (the "**First Day Declaration**").

11. On January 6, 2024, the Court entered the Confirmation Order pursuant to which the Court approved and confirmed the Plan. The effective date of the Plan occurred on January 31, 2025 (the "**Effective Date**").

#### **I. THE DEBTORS' RETENTION OF MILBANK**

12. On July 27, 2023, the Court issued the *Order Authorizing the Employment and Retention of Milbank LLP as Counsel to the Debtors and Debtors Effective as of the Petition Date* [Docket No. 484] (the "**Retention Order**"), authorizing the Debtors to employ and retain Milbank as their counsel effective as of the Petition Date. The Retention Order authorizes Milbank to provide the professional services as described in its retention application. Ret. Order ¶ 2; cf. *Debtors' Application for Entry of an Order Authorizing the Employment and Retention of Milbank LLP as Counsel to the Debtors and Debtors Effective as of the Petition Date* ¶ 12 (Docket No. 345). The Retention Order authorizes Milbank to "be compensated by the Debtors for its professional services and reimbursed for its reasonable and necessary expenses in accordance with the ordinary and customary rates in effect on the date the services are rendered or expenses incurred." Retention Order ¶ 6.

13. On August 8, 2023, the Court entered the Interim Compensation Order, which approved certain compensation procedures for these cases (the "**Compensation Procedures**"). Pursuant to the Compensation Procedures, retained professionals are authorized to serve monthly fee statements (each, a "**Monthly Statement**") within 31 days following the end of the month or months for which a retained professional seeks compensation or as soon as reasonably practicable thereafter. As long as no objection to a Monthly Statement was raised, the Debtors were authorized to pay retained professionals, including Milbank, an amount equal to eighty percent (80%) of the fees and one hundred percent (100%) of the expenses requested in such Monthly Statement.

14. In addition, the Compensation Procedures provide that, beginning with the period ending on August 31, 2023, and at three-month intervals thereafter (each such period, an “*Interim Fee Period*”), retained professionals were authorized to file interim applications with the Court for the allowance of compensation and reimbursement of expenses sought in the monthly fee statements submitted during the applicable Interim Fee Period. Upon allowance by the Court of a professional’s interim fee application, the Debtors were authorized to promptly pay such professional all unpaid fees and expenses (including the 20% holdback) for the applicable Interim Fee Period, to the extent not previously paid under a Monthly Statement.

## II. COMPENSATION PAID TO MILBANK

15. Pursuant to the terms of the Compensation Procedures, Milbank has previously served the following interim applications and monthly statements (as applicable) with respect to the Application Period as follows:

Docket No.	Period	Fees (Before Holdback)	Expenses	Outstanding Holdback Amount	Payment Received
868	June to August 2023	\$5,679,275.00	\$42,360.23	\$0.00	\$5,721,635.23
1576	September to November 2023	\$8,171,457.50	\$75,204.26	\$0.00	\$8,246,661.76
2012	December 2023 to February 2024	\$7,375,707.75	\$148,849.83	\$0.00	\$7,524,557.58
2326	March to May 2024	\$4,469,330.25	\$120,981.57	\$0.00	\$4,590,311.82
2327	June 2024	\$1,628,954.00	\$21,511.02	\$325,790.80	\$1,324,674.22
2328	July 2024	\$975,190.00	\$16,619.93	\$195,038.00	\$796,771.93
2329	August 2024	\$1,614,504.25	\$25,880.23	\$322,900.85	\$1,317,483.63
2705	September 2024	\$1,501,956.25	\$41,320.85	\$300,391.25	\$1,242,885.85
2706	October 2024	\$1,455,476.50	\$49,636.98	\$291,095.30	\$1,214,018.18
2749	November 2024	\$1,349,086.25	\$10,670.04	\$269,817.25	\$0.00
2754	December 1-27, 2024	\$1,429,705.00	\$11,657.44	\$285,941.00	\$0.00
<b>Total</b>		<b>\$35,650,642.75</b>	<b>\$564,692.38</b>	<b>\$1,990,974.45</b>	<b>\$31,979,000.20</b>

16. Milbank has not received any formal or informal objections to any of its Monthly Statements. The fees and expenses set forth in the Monthly Statements for the Application Period reflect voluntary reductions of \$941,580.76 in fees.

### **III. MILBANK'S FEES**

17. In the ordinary course of their practice, Milbank's professionals maintain detailed contemporaneous records of time expended to render services for the Debtors and their estates. For the convenience of the Court and parties in interest, the exhibits to this Application include summaries of time (a) in **Exhibits A-1 and A2**, organized by subject matter categories, and (b) in **Exhibits B-1 and B-2**, organized by position, seniority, and hourly rate.

18. Milbank's hourly rates in this matter are equivalent to those charged in similar matters. **Exhibit C** contains a disclosure of customary and comparable compensation charged by Milbank's professionals, including a summary of blended hourly rates of timekeepers in this matter as compared to the blended hourly rates for similar non-bankruptcy matters in Milbank's U.S. offices. Milbank prepared a budget for the Interim Period, which is attached as **Exhibit D**.

19. To provide a meaningful summary of Milbank's services rendered on behalf of the Debtors and their estates, Milbank has established, in accordance with its internal billing procedures, certain subject matter categories tailored to these cases. The following is a summary of professional services rendered for the subject matter categories in which Milbank incurred at least 1% of its fees during the Chapter 11 Cases.<sup>4</sup>

#### **A. Assumption and Rejection of Contracts and Leases (45721.00007)**

Total Fees: \$616,290.00

Total Hours: 572.40

20. Milbank attorneys assisted in analyzing, with the assistance of Incora and its other professionals, the potential assumption or rejection of many executory contracts and unexpired

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<sup>4</sup> The following summary includes solely descriptions of billing categories as to which Milbank billed a significant number of hours and, thus, does not include all of the services rendered by Milbank to the Debtors in connection with these cases.



leases. Milbank also prepared pleadings to assume or reject certain of those contracts and leases.<sup>5</sup> Milbank attorneys also prepared motion papers to request a necessary extension of time to assume or reject real property leases and assisted Incora in negotiating modifications to certain of those leases.

**B. Case Administration (45721.00011)**

Total Fees: \$1,497,613.50

Total Hours: 1,364.30

21. Milbank attorneys and legal assistants attended to several activities, including maintaining a case calendar, coordinating the filing and service of court papers and third-party invoices, reviewing pleadings filed by other parties, reviewing confidentiality issues, assisting with drafting, reviewing and revising NDAs, and assisting with retention of ordinary-course professionals. Specifically, Milbank attorneys and legal assistants maintained a calendar of critical dates and reviewed and distributed filings on the Court's docket with summaries of the same to the Debtors' advisors and internal teams, prepared and revised various, and drafted and filed numerous court papers related to case administration, including certificates of no objection, notices of hearing dates and adjournments, and hearing agendas.

**C. Claims (45721.00012)**

Total Fees: \$537,478.00

Total Hours: 448.10

22. During the early stages of the case, Milbank attorneys drafted a bar date motion (and related notices) and ensured that creditors received proper notice of the deadlines and process for filing proofs of claim. Once those proofs of claim had been filed, Milbank attorneys assisted Incora's financial advisors in analyzing and reconciling the filed claims, and advised Incora's management team on commercial negotiations that involved significant claims filed by key customers and vendors. During the Application Period, Milbank prepared five omnibus objections

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<sup>5</sup> Time incurred in connection with the contested Gulfstream rejection motion was, for the most part, entered in the "Customers" category, as those negotiations eventually pertained to the ongoing relationship between Incora and Gulfstream rather than to legal issues related to contract rejection.

and several stand-alone objections. These efforts successfully streamlined and reduced the claims pool to such an extent that the Debtors were able to issue thousands of cash distributions to unsecured, priority and administrative claimants soon after the Effective Date under the Plan.

**D. Customers (45721.00017)**

Total Fees: \$427,893.50  
Total Hours: 270.40

23. Milbank attorneys assisted Incora's management team in developing strategies to re-negotiate customer contracts and to negotiate inventory sales to specific customers as part of Incora's successful efforts to eliminate burdensome fixed-price contracts from its commercial portfolio. Throughout the Chapter 11 Cases, Milbank attorneys also advised Incora's management team regarding ordinary-course claims and disputes raised by customers.

24. In one instance, a significant customer (Gulfstream) declined to amend its contract with Incora. After Gulfstream also sought to oppose Incora's rejection of the existing contract, Incora and Gulfstream engaged in fast-paced and detailed negotiations regarding the terms of a bulk sale of inventory and purchase orders from Incora to Gulfstream. Milbank attorneys (including attorneys from Milbank's restructuring, litigation, and technology groups) worked closely with Incora's management team throughout that process, which resulted in a series of finely tuned transition agreements.

**E. DIP Financing and Collateral (45721.00018)**

Total Fees: \$1,023,247.50  
Total Hours: 775.40

25. Milbank attorneys reviewed and analyzed various issues related to the proposed DIP extension. Milbank attorneys assisted the Debtors in re-negotiating the DIP extension documents and revised the first amendment to the Note Purchase Agreement. Milbank attorneys, in collaboration with the Debtors' other professionals, analyzed maturity date extension issues, liquidity issues, and confirmation and litigation timelines in connection with the proposed DIP extension.

**G. Employee Issues (45721.00020)**

Total Fees: \$690,143.00

Total Hours: 447.40

26. Milbank attorneys led the drafting of several employee-related pleadings, including a first-day wages motion and multiple motions related to Incora's key employee performance programs. In the early stages of the Chapter 11 Cases, Milbank attorneys advised Incora's management team and board in connection with the key employee incentive and retention plans, which were approved by the Court on June 17, 2024 (Docket No. 1846). Throughout the Chapter 11 Cases, as Incora attracted and promoted new senior executives, Milbank also drafted additional pleadings (Docket Nos. 1716 and 1777) to modify the incentive plans to meet Incora's business needs. Milbank attorneys also routinely consulted with the senior management team regarding employee issues, including the termination of certain employment relationships and issues relating to former employees.

**H. Financing and Factoring (45721.00021)**

Total Fees: \$1,276,806.00

Total Hours: 969.40

27. Milbank attorneys assisted the Debtors in documenting debt facilities that were entered into upon the Debtors' emergence from chapter 11, including a new revolving credit facility and two series of notes (the "exit" notes and the "takeback" notes). This work included extensive coordination with the Debtors' financial advisors and other parties' counsel, analysis of various structures, analysis of available collateral, drafting and editing of a credit agreement for the revolving credit facility, and drafting and editing of indentures for both series of notes.

**I. Governance (45721.00024)**

Total Fees: \$375,154.50

Total Hours: 274.50

28. This category mainly consists of Milbank's efforts during the late stages of plan negotiations with bondholder groups, to formulate a framework for governance of the Reorganized Debtors, including by drafting and exchanging numerous term sheets and drafts of Reorganized

Incora's LLC agreement. By finely tuning the balance of board membership, minority protections, and appellate rights and remedies, the novel structure of the LLC agreement allowed Incora to complete its restructuring process while satisfying each of the key bondholder groups that their rights to prosecute and defend appeals from the 2022 Financing Adversary Proceeding would be effectively preserved.

**J. Hearings and Court Communications (45721.00025)**

Total Fees: \$2,851,443.50

Total Hours: 1,752.50

29. Milbank attorneys spent time preparing for and attending numerous hearings and other proceedings throughout the Chapter 11 Cases, including the first-day hearings, the hearing on the DIP financing, a summary judgment hearing in the 2022 Financing Adversary Proceeding, over six months of trial proceedings in the 2022 Financing Adversary Proceeding, hearings on solicitation and confirmation of the Plan, hearings on plan exclusivity, hearings on the Gulfstream contract rejection and various claim objections, and numerous status conferences. In connection with these hearings, Milbank attorneys frequently drafted argument outlines, prepared or reviewed agendas, and consulted with various parties (including the U.S. Trustee, the Committee, and various bondholder groups).

**K. Litigation (45721.00027)**

Total Fees: \$12,108,282.50

Total Hours: 13,434.10

30. Milbank attorneys provided support for Quinn Emanuel (the Debtors' special litigation counsel) in their representation of the Debtors in the 2022 Financing Adversary Proceeding, reviewed and analyzed responses and objections regarding document requests in that proceeding, drafted memoranda regarding specific substantive issues, and prepared for and attended witness depositions. Milbank attorneys also led the representation of Incora throughout the Committee's investigation of potential claims, including by reviewing and preparing materials for Rule 30(b)(6) witness depositions, conducting legal analysis and research regarding those claims, assisting in document review in response to Rule 2004 discovery requests, preparing

responses to interrogatories, and drafting memoranda regarding discovery. Those efforts culminated in an objection to the Committee's standing motion, which was resolved through a global settlement with the Committee and other parties.

31. This category also includes time spent on potential litigation with vendors over violations of the automatic stay (including Adversary Proceeding No. 24-03010) and with Gulfstream over rejection of its contract. In each case, Incora was able to settle these matters with Milbank's assistance.

**L. Milbank Retention and Fees (45721.00028)**

Total Fees: \$1,576,425.50

Total Hours: 2,272.60

32. Milbank attorneys drafted its own retention application during the first month of the Chapter 11 Case and responded to the U.S. Trustee's comments. Throughout the Chapter 11 Cases, Milbank drafted and prepared its own monthly fee statements and quarterly interim fee applications, reviewed time entries for privilege, confidentiality, and compliance with U.S. Trustee guidelines, and regularly verified its conflicts records to ensure disinterestedness.

**M. Plan and Disclosure Statement (45721.00029)**

Total Fees: \$6,701,953.00

Total Hours: 4,594.80

33. The plan of reorganization was the central focus of Milbank's efforts throughout these Chapter 11 Cases. During the initial stages of the Chapter 11 Cases, Milbank attorneys prepared early drafts of the Plan and Disclosure Statement, conducted research regarding the Plan, and coordinated and communicated with the Debtors, other professionals and other parties in interest regarding the structure and implementation of the Plan and the exhibits to the Disclosure Statement. As the Chapter 11 Cases continued, Milbank prepared pleadings relating to multiple rounds of solicitation and balloting, assisted in the preparation of various Plan Supplement documents, drafted Incora's proposed confirmation order and a comprehensive brief in support of confirmation, and addressed formal and informal objections to the Plan (including those filed by the Office of the U.S. Trustee).

34. Most significantly, Milbank assisted Incora in over a year of intensive negotiations with the Committee and various bondholders on the economic terms of the Plan. Although some of this time was recorded separately in the “Mediation” category, a significant portion of these efforts occurred outside the formal court-ordered mediation process and was recorded in the “Plan and Disclosure Statement” category.

35. The Court entered the Confirmation Order on December 27, 2024, and the Plan was consummated on January 31, 2025.

**N. Regulatory Issues (45721.00031)**

Total Fees: \$843,086.00

Total Hours: 647.40

36. As a leading provider of goods and services for civilian and military customers in the aerospace industry, Incora is frequently presented with regulatory issues. Milbank’s regulatory specialists assisted Incora’s in-house legal team in meeting regulatory obligations throughout the Chapter 11 Cases, and in obtaining regulatory, antitrust, and foreign-investment approvals that were necessary to consummate the Plan.

**O. Tax (45721.00034)**

Total Fees: \$805,594.00

Total Hours: 485.00

37. Milbank attorneys reviewed and provided comments to the Plan and Disclosure Statement in connection with tax issues, frequently conducted research and diligence in connection with those same issues, and engaged in further discussion and analysis with the independent tax professionals of various creditor groups. Milbank attorneys also researched and advised Incora regarding general U.S. tax issues as those issues arose from time to time.

**P. Vendors and Suppliers (45721.00035)**

Total Fees: \$575,914.50

Total Hours: 504.90

38. Milbank attorneys assisted Incora’s management team and financial advisors in stabilizing and maintaining relationships with their supplier base. Specifically, Milbank advised

Incora on numerous negotiations with critical vendors and foreign vendors and negotiated payment terms directly with several of Incora's most significant suppliers and vendors and their counsel. Through these efforts, Incora successfully obtained agreements from over 99% of their vendors to accept orders and deliver goods throughout the Chapter 11 Cases.

**Q. Mediation (45721.00036)**

Total Fees: \$1,261,582.00

Total Hours: 640.70

39. These Chapter 11 Cases featured two separate court-sponsored mediations for the purpose of obtaining consensus around the terms of a confirmable plan of reorganization. First, Bankruptcy Judge Christopher Lopez led a mediation from February to May 2024 that ultimately did not result in consensus between the major bondholder groups. Following the Court's oral rulings in the 2022 Financing Adversary Proceedings, Bankruptcy Judge Brendan Shannon led a mediation from September to December 2024 that culminated in the consensual confirmation of the Plan. Throughout both mediations, Milbank attorneys actively participated in formal mediation sessions with advisors and principals, drafting sessions with the mediators and counsel, and frequent informal discussions with the mediators and various other advisors and principals. Milbank attorneys also worked with the Debtors' financial advisors and the mediators to prepare term sheets and to strategize in preparation for these formal and informal mediation sessions.

**BASIS FOR RELIEF**

**I. FEES**

40. Section 331 of the Bankruptcy Code provides for interim compensation of professionals and incorporates the substantive standards of section 330 of the Bankruptcy Code to govern the Court's award of such compensation. 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). Section 330 also sets forth the criteria for the award of such compensation and reimbursement:

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

- A. the time spent on such services;
- B. the rates charged for such services;
- C. whether the services were necessary to the administration of, or beneficial at the time 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 expertise in the bankruptcy field; and
- F. whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

11 U.S.C. § 330(a)(3); *see also In re Crager*, 691 F.3d 671, 676 (5th Cir. 2012) (holding that the above criteria should be considered when awarding compensation to professionals).

41. This Application substantiates the total amount that Milbank seeks for fees and expenses in accordance with each element of the customary standards applied to fee applications. These standards are set forth in (i) Bankruptcy Rule 2016 and (ii) *In re First Colonial Corp. of America*, 544 F.2d 1291 (5th Cir. 1977), *cert. denied*, 431 U.S. 904 (1977).

42. In *First Colonial*, the Fifth Circuit recognized twelve factors that may be applied to the determination of awards of attorneys’ fees in bankruptcy cases: (i) time and labor required; (ii) the novelty and difficulty of the questions; (iii) the skill requisite to perform the legal service properly; (iv) the preclusion of other employment by the professional due to acceptance of the case; (v) the customary fee; (vi) whether the fee is contingent or fixed; (vii) time limitations imposed by the client or the circumstances; (viii) the amount involved and the results obtained; (ix) the experience, reputation and ability of the attorneys; (x) the “undesirability” of the case;



(xi) the nature and length of the professional relationship with the client; and (xii) awards in similar cases. *First Colonial*, 544 F.2d 1291, 1298-99. These factors were taken from *Johnson v. Georgia Highway Express, Inc.*, 488 F.2d 714, 717-19 (5th Cir. 1974), a non-bankruptcy case, and are commonly referred to as the “*Johnson factors*.” The original *Johnson factors*, as embraced by *First Colonial*, remain applicable to the determination of reasonableness of fees awarded under the Bankruptcy Code. 15 King, *Collier on Bankruptcy*, ¶ 330.04[3] at 330-35 to 330-41. Most of the *Johnson factors* are now codified under Bankruptcy Code Section 330(a). *Id.* We review those factors that are most relevant to the present case.

43. The first *Johnson factor* examines the degree of novelty and difficulty of the issues encountered by Milbank. These Chapter 11 Cases presented unusually difficult legal and practical challenges, including extensive litigation over the capital structure, a vigorous investigation of numerous matters by the Committee, and an urgent need in late 2024 to develop a novel plan structure that would allow the Debtors to emerge from bankruptcy while preserving all parties’ rights in the pending litigation.

44. The next relevant factor to be considered is the reasonable hourly rate by which the reasonable number of hours expended by Milbank are to be multiplied. Subsumed in this analysis are the following guidelines, as noted in *Johnson*: the customary fee charged by the applicant, awards in similar cases, the level of skill necessary, the amount involved, the results obtained, the reputation of the professional and the undesirability of the case. Milbank respectfully submits that the services for which it seeks compensation in this Application 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 benefited not only the Debtors, but also the Debtors’ estates, creditors, and other parties in interest. Milbank further submits that the compensation requested herein is reasonable in light of the nature, extent, and value of the services

rendered, fees that are typically charged by debtors' lead counsel in matters of similar scope and complexity, and Milbank's customary fees in other bankruptcy and non-bankruptcy matters.

45. During the Application Period, Milbank's hourly billing rates for attorneys ranged from \$595 to \$2,245. These rates and the corresponding rate structure reflect the great complexity, high stakes, and severe time pressures involved in these cases. These hourly rates and the rate structure 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 complex corporate, securities, and litigation matters, whether in-court or otherwise, regardless of whether a fee application is required. Milbank strives to be efficient in staffing its matters.

46. Moreover, Milbank's hourly rates are set at a level designed to compensate Milbank fairly for the work of its attorneys and paraprofessionals and to cover certain fixed overhead expenses. Hourly rates vary with the experience and seniority of each individual performing a particular service. These hourly rates are subject to yearly adjustments to reflect economic and other conditions and are consistent with the rates charged by comparable firms.

47. In sum, Milbank respectfully submits that the professional services provided by its attorneys and paraprofessionals on behalf of the Debtors during the Application Period were necessary and appropriate given the relevant factors set forth in section 330 of the Bankruptcy Code, *i.e.*, the complexity of these cases, the time expended, the nature and extent of the services provided, the value of such services, and the cost of comparable services outside of bankruptcy. Accordingly, Milbank respectfully submits that approval of the compensation and reimbursement of expenses sought herein is warranted.

## **II. RELEASE OF HOLDBACK**

48. During the Application Period, the Debtors were authorized to pay Milbank for professional services rendered in the amount of \$35,650,642.75, which reflected a 20% holdback of the amount of fees sought for those months in the corresponding monthly fee statements, in the amount of \$7,130,128.55. Pursuant to the Interim Compensation Order, Milbank now seeks (a) the release of the Holdback Amounts upon the Court's approval of this Application and (b) payment

to Milbank of all other amounts requested in the Monthly Statements to the extent that those other amounts remain unpaid by the Debtors and have not been reduced voluntarily. The release of the Holdback Amounts is justified because, among other things, Milbank's requested fees are reasonable, the Debtors have ample liquidity to complete their chapter 11 reorganization, and the Debtors are not administratively insolvent. The release of the Holdback is limited to the Application Period and does not affect any subsequent periods.

### **III. EXPENSES**

49. 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). 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.

### **NOTICE**

50. Notice of this Application will be provided in accordance with the procedures set forth in the Interim Compensation Order and the Plan. The Debtors respectfully submit that no further notice is required.

Dated: April 1, 2025  
New York, New York

Respectfully submitted,

/s/ Benjamin M. Schak

Dennis F. Dunne (admitted *pro hac vice*)  
Samuel A. Khalil (admitted *pro hac vice*)  
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*Counsel to the Debtors and  
Debtors in Possession*

### **CERTIFICATE OF SERVICE**

I certify that, on April 1, 2025, a true and correct copy of the foregoing document was served through the Electronic Case Filing system of the United States Bankruptcy Court for the Southern District of Texas, and will be served as set forth in the Affidavit of Service to be filed by the Reorganized Debtor's noticing agent.

/s/ Charles A. Beckham, Jr.  
Charles A. Beckham, Jr.

**EXHIBIT A-1**  
**TO FIFTH INTERIM AND FINAL FEE APPLICATION**

**COMPENSATION BY PROJECT CODE**  
**(FIFTH INTERIM PERIOD)**

<b>Matter Number</b>	<b>Matter Description</b>	<b>Hours</b>	<b>Fees</b>
5	Non-Working Travel <sup>1</sup>	101.90	\$92,706.25
6	Asset Disposition	2.30	\$4,485.50
7	Assumption and Rejection of Contracts and Leases	42.80	\$54,305.00
8	Automatic Stay	9.70	\$15,527.50
10	Business Operations	31.70	\$28,337.00
11	Case Administration	321.10	\$354,050.00
12	Claims	72.90	\$94,972.50
13	Communications: Debtors	30.00	\$51,405.00
14	Communications: Secured Creditors	11.80	\$18,083.00
15	Communications: Unsecured Creditors	11.80	\$18,060.00
17	Customers	32.50	\$40,090.50
18	DIP Financing and Cash Collateral	291.50	\$407,926.00
19	Emergence	68.50	\$115,332.00
20	Employee Issues	23.00	\$38,201.00
21	Financing and Factoring	556.30	\$714,445.00
22	Foreign Recognition	1.00	\$2,245.00
23	General Case Strategy	128.60	\$169,517.00
24	Governance	176.90	\$219,357.00
25	Hearings and Court Communications	518.30	\$870,803.50
26	Insurance	4.80	\$8,587.00
27	Litigation	1,234.80	\$1,252,369.00
28	Milbank Retention and Fees	929.80	\$675,431.00
29	Plan and Disclosure Statement	2,288.20	\$3,460,984.00
30	Real Estate	0.20	\$265.00
31	Regulatory Issues	48.90	\$62,236.50
32	Reporting	0.10	\$157.50

<sup>1</sup> “Non-Working Travel” is billed at 50% of Milbank’s standard rates.

**Exhibit A-1**

33	Securities Issues	31.90	\$43,077.00
34	Tax	201.40	\$331,924.00
35	Vendors and Suppliers	56.30	\$72,690.50
36	Mediation	376.30	\$737,302.00
	<b>Total</b>	<b>7,605.30</b>	<b>\$9,954,872.25</b>

**EXHIBIT A-2**  
**TO FIFTH INTERIM AND FINAL FEE APPLICATION**

**COMPENSATION BY PROJECT CODE**  
**(FULL APPLICATION PERIOD)**

<b>Matter Number</b>	<b>Matter Description</b>	<b>Hours</b>	<b>Fees</b>
5	Non-Working Travel <sup>1</sup>	493.70	\$413,823.25
6	Asset Disposition	51.10	\$60,015.00
7	Assumption and Rejection of Contracts and Leases	572.40	\$616,290.00
8	Automatic Stay	87.30	\$111,715.50
9	Avoidance Actions	9.60	\$16,628.50
10	Business Operations	105.30	\$120,770.00
11	Case Administration	1,364.30	\$1,497,613.50
12	Claims	448.10	\$537,478.00
13	Communications: Debtors	157.40	\$217,235.50
14	Communications: Secured Creditors	88.80	\$124,202.00
15	Communications: Unsecured Creditors	61.90	\$84,368.50
16	Communications: Equity Holders	0.60	\$717.50
17	Customers	270.40	\$427,893.50
18	DIP Financing and Cash Collateral	775.40	\$1,023,247.50
19	Emergence	161.60	\$251,654.50
20	Employee Issues	447.60	\$690,143.00
21	Financing and Factoring	969.40	\$1,276,806.00
22	Foreign Recognition	66.80	\$86,603.00
23	General Case Strategy	584.30	\$735,845.00
24	Governance	274.50	\$375,154.50
25	Hearings and Court Communications	1,752.50	\$2,851,443.50
26	Insurance	52.10	\$66,089.50
27	Litigation	13,434.10	\$12,108,282.50
28	Milbank Retention and Fees	2,272.60	\$1,576,425.50
29	Plan and Disclosure Statement	4,594.80	\$6,701,953.00

<sup>1</sup> “Non-Working Travel” is billed at 50% of Milbank’s standard rates.



**Exhibit A-2**

30	Real Estate	14.10	\$17,535.50
31	Regulatory Issues	647.40	\$843,086.00
32	Reporting	93.70	\$97,996.00
33	Securities Issues	56.90	\$76,536.50
34	Tax	485.00	\$805,594.00
35	Vendors and Suppliers	504.90	\$575,914.50
36	Mediation	640.70	\$1,261,582.00
	<b>Total</b>	<b>31,539.30</b>	<b>\$35,650,642.75</b>

**EXHIBIT B-1**  
**TO FIFTH INTERIM AND FINAL FEE APPLICATION**  
**COMPENSATION BY INDIVIDUAL**  
**(FIFTH INTERIM PERIOD)**

<b>Milbank Employee</b>	<b>Position</b>	<b>Bar Admission</b>	<b>Hourly Rate</b>	<b>Hours</b>	<b>Fees</b>
Samuel A. Khalil	Financial Restructuring Partner	2004	\$2,245	482.30	\$1,082,763.50
Tom Canning	Litigation Partner	2000	\$2,245	2.70	\$6,061.50
Andrew Walker	Tax Partner	1995	\$2,245	0.80	\$1,796.00
Al Pisa	Alternative Investments Partner	1997	\$2,245	11.00	\$24,695.00
Dennis F. Dunne	Financial Restructuring Partner	1991	\$2,245	300.60	\$674,847.00
Russell Kestenbaum	Tax Partner	1999	\$2,245	88.30	\$198,233.50
Andrew M Leblanc	Litigation Partner	1998	\$2,245	258.80	\$581,006.00
			\$1,122.5*	41.50	\$46,583.75
Paul Denaro	Corporate Finance and Securities Partner	2000	\$2,245	30.70	\$68,921.50
Mike Shah	Tax Partner	2002	\$2,245	5.10	\$11,449.50
Casey Fleck	Global Corporate Partner	1999	\$2,245	42.60	\$95,637.00
Matt Brod	Financial Restructuring Partner	2011	\$1,945	144.10	\$280,274.50
John Beahn	Transportation & Space Partner	1998	\$1,795	4.20	\$7,539.00
Jason Anderson	Global Corporate Partner	2009	\$1,795	56.40	\$101,238.00

**Exhibit B-1**

<b>Milbank Employee</b>	<b>Position</b>	<b>Bar Admission</b>	<b>Hourly Rate</b>	<b>Hours</b>	<b>Fees</b>
Samir Vora	Litigation Partner	2007	\$1,695 \$847.5*	298.00	\$505,110.00
Alan Rafferty	Tax Partner	2009	\$1,695	4.40	\$7,458.00
Ajal Notowicz	Partner Global Corporate	1999	\$1,695	1.50	\$2,542.50
Maya Grant	Alternative Investments Partner	2004	\$1,695	15.80	\$26,781.00
Kelly Bartley	Tax Special Counsel	2015	\$1,575	4.50	\$7,087.50
Benjamin Schak	Financial Restructuring Special Counsel	2014	\$1,575 \$787.5*	515.60 50.70	\$812,070.00 \$39,926.25
Stephen Charest	Corporate Finance and Securities Special Counsel	2002	\$1,575	21.70	\$34,177.50
Dana Zelman	Transportation & Space Special Counsel	2013	\$1,575	10.40	\$16,380.00
Mary Santanello	Alternative Investments Special Counsel	2007	\$1,575	1.50	\$2,362.50
Lena Mandel	Financial Restructuring Senior Attorney	1991	\$1,575	37.90	\$59,692.50
Julie Wolf	Litigation Associate	2016	\$1,475	234.60	\$346,035.00
Daniel Nicolich	Alternative Investments Associate	2010	\$1,475	5.40	\$7,965.00
Nathaniel Bachelis	Alternative Investments Associate	2010	\$1,475	136.20	\$200,895.00
Michael Rivkin	Tax Associate	2017	\$1,425	162.90	\$232,132.50

**Exhibit B-1**

<b>Milbank Employee</b>	<b>Position</b>	<b>Bar Admission</b>	<b>Hourly Rate</b>	<b>Hours</b>	<b>Fees</b>
Russell Spivak	Litigation Associate	2018	\$1,375	14.70	\$20,212.50
Dani Lee Sauer	Litigation Associate	2019	\$1,325	14.70	\$19,477.50
Daniel Porat	Financial Restructuring Associate	2019	\$1,325 \$662.5*	443.50 0.50	\$587,637.50 \$331.25
Hannah Blazek	Litigation Associate	2020	\$1,275	197.90	\$252,322.50
Mendy Fox	Tax Associate	2019	\$1,275	91.90	\$117,172.50
Liam Markham	Tax Associate	2022	\$1,275	3.80	\$4,845.00
James McIntyre	Financial Restructuring Associate	2019	\$1,275 \$637.5*	221.10 9.20	\$281,902.50 \$5,865.00
Jules Monteyne	Alternative Investments Associate	2022	\$1,275	108.10	\$137,827.50
Nicholas Kunz	Corporate Finance and Securities Associate	2020	\$1,225	145.80	\$178,605.00
Jordyn Paperny	Litigation Associate	2021	\$1,225	123.30	\$151,042.50
Riah Kim	Litigation Associate	2021	\$1,225	86.70	\$106,207.50
Charl Van der Merwe	Global Corporate Associate	2019	\$1,225	10.10	\$12,372.50
Michael Scian	Financial Restructuring Associate	2022	\$1,225	518.70	\$635,407.50
Meredith Brumfield	Litigation Associate	2021	\$1,225	93.50	\$114,537.50
Charlie Fendrych	Financial Restructuring Associate	2022	\$1,125	569.70	\$640,912.50

**Exhibit B-1**

<b>Milbank Employee</b>	<b>Position</b>	<b>Bar Admission</b>	<b>Hourly Rate</b>	<b>Hours</b>	<b>Fees</b>
Mark Polishuk	Financial Restructuring Associate	2022	\$1,125	17.50	\$19,687.50
Maxwell Unterhalter	Alternative Investments Associate	2022	\$1,125	77.40	\$87,075.00
Victoria L. Colbert	Litigation Associate	2022	\$1,050	10.00	\$10,500.00
John Lee	Litigation Associate	2022	\$1,050	15.20	\$15,960.00
Nabintou Doumbia	Litigation Associate	2023	\$1,050	14.80	\$15,540.00
Kristine Kazangyan	Global Corporate Associate	2022	\$1,050	6.30	\$6,615.00
Joseph Ledereich	Alternative Investments Associate	2023	\$1,050	50.80	\$53,340.00
Rupsha Basu	Financial Restructuring Associate	2023	\$1,050	132.40	\$139,020.00
Ryan Aymard	Global Corporate Associate	2022	\$1,050	109.50	\$114,975.00
Aidan Qiao	Alternative Investments Associate	2023	\$1,050	42.00	\$44,100.00
Elizabeth Fly	Litigation Associate	2023	\$825	95.40	\$78,705.00
Mason Hattam	Litigation Associate	2023	\$825	12.80	\$10,560.00
Clayton Melton	Transportation and Space Associate	2023	\$825	9.70	\$8,002.50
Jackman Wilson	Alternative Investments Associate	2024	\$825	13.00	\$10,725.00

**Exhibit B-1**

<b>Milbank Employee</b>	<b>Position</b>	<b>Bar Admission</b>	<b>Hourly Rate</b>	<b>Hours</b>	<b>Fees</b>
Alec Zatirka	Financial Restructuring Associate	2023	\$825	20.40	\$16,830.00
Alisha Gupta	Litigation Associate	2024	\$825	9.40	\$7,755.00
Nicholas Fallah	Litigation Associate	2023	\$825	6.10	\$5,032.50
Julia Bok	Litigation Associate	2023	\$825	39.00	\$32,175.00
Chase Hanson	Litigation Associate	2023	\$825	26.20	\$21,615.00
Micheline Deeik	Financial Restructuring Associate	2023	\$595	33.40	\$19,873.00
Devin Louis	Litigation Associate	2024	\$595	9.90	\$5,890.50
Christelle Lobo	Corporate Finance and Securities	2025	\$595	13.10	\$7,794.50
Jack Chen	Global Project, Energy and Infrastructure Finance Associate	Not Yet Admitted	\$595	8.10	\$4,819.50
George Widdicombe	Litigation Associate	2024	\$595	3.30	\$1,963.50
Charmaine Thomas	Case Manager	N/A	\$480	79.00	\$37,920.00
Ishmael Taylor-Kamara	Legal Assistant	N/A	\$430	385.50	\$165,765.00
Ricky Windom	Legal Assistant	N/A	\$430	3.80	\$1,634.00
Leon Thomas	Legal Assistant	N/A	\$430	26.60	\$11,438.00
Josh Finkelman-Mahoney	Legal Assistant	N/A	\$380	19.20	\$7,296.00
Rebecca Smith	Legal Assistant	N/A	\$330	91.70	\$30,261.00

**Exhibit B-1**

<b>Milbank Employee</b>	<b>Position</b>	<b>Bar Admission</b>	<b>Hourly Rate</b>	<b>Hours</b>	<b>Fees</b>
Ashanti Bruce	Legal Assistant	N/A	\$330	87.60	\$28,908.00
James McGuire	Specialist	N/A	\$480	37.90	\$18,192.00
Mahogany Daafine Williams	Staff Attorney	N/A	\$350	16.00	\$5,600.00
Liam C. Ewing	Staff Attorney	N/A	\$350	155.00	\$54,250.00
Peter Kim	Staff Attorney	N/A	\$350	53.10	\$18,585.00
Mengfei Tang	Staff Attorney	N/A	\$350	39.90	\$13,965.00
Sammy Kye	Staff Attorney	N/A	\$350	138.90	\$48,615.00
Ryan Park	Staff Attorney	N/A	\$350	44.50	\$15,575.00
Christopher Woodley	Staff Attorney	N/A	\$350	20.50	\$7,175.00
Alla Birenberg	Staff Attorney	N/A	\$350	5.00	\$1,750.00
Freddie Fisk	Trainee Solicitor	N/A	\$525	2.00	\$1,050.00
Total			\$1,308.94	7,605.30	\$9,954,872.25

**EXHIBIT B-2**  
**TO FIFTH INTERIM AND FINAL FEE APPLICATION**  
**COMPENSATION BY INDIVIDUAL**  
**(FULL APPLICATION PERIOD)**

<b>Milbank Employee</b>	<b>Position</b>	<b>Bar Admission</b>	<b>Hourly Rate</b>	<b>Hours</b>	<b>Fees</b>
Samuel A. Khalil	Financial Restructuring Partner	2004	\$2,245	861.00	\$1,932,945.00
			\$2,045	342.50	\$700,412.50
Alexander Rinne	Global Corporate Partner	1998	\$2,045	2.00	\$4,090.00
Nicholas A. Smith	Global Corporate Partner	2003	\$2,245	35.90	\$80,595.50
			\$2,045	26.50	\$54,192.50
Tom Canning	Litigation Partner	2000	\$2,245	2.70	\$6,061.50
			\$2,045	8.90	\$18,200.50
Andrew Walker	Tax Partner	1995	\$2,245	18.30	\$41,083.50
Al Pisa	Alternative Investments Partner	1997	\$2,245	20.70	\$46,471.50
			\$2,045	28.60	\$58,487.00
Dennis F. Dunne	Financial Restructuring Partner	1991	\$2,245	629.50	\$1,413,227.50
			\$2,045	433.90	\$887,325.50
			\$1,022.5*	2.40	2,454.00
Russell J. Kestenbaum	Tax Partner	1999	\$2,245	147.10	\$330,239.50
			\$2,045	51.30	\$104,908.50
Andrew M Leblanc	Litigation Partner	1998	\$2,245	474.10	\$1,064,354.50
			\$1,122.5*	85.40	\$95,861.50
			\$2,045	165.10	\$337,629.50
			\$1,022.5*	20.80	\$21,268.00
Paul Denaro	Corporate Finance and Securities Partner	2000	\$2,245	58.30	\$130,883.50



**Exhibit B-2**

<b>Milbank Employee</b>	<b>Position</b>	<b>Bar Admission</b>	<b>Hourly Rate</b>	<b>Hours</b>	<b>Fees</b>
Mike Shah	Tax Partner	2002	\$2,245	22.00	\$49,390.00
			\$2,045	54.90	\$112,270.50
Casey Fleck	Global Corporate Partner	1999	\$2,245	78.90	\$177,130.50
			\$2,045	30.70	\$62,781.50
Andrew D. Nuthall	Global Corporate Partner	2003	\$2,095	1.20	\$2,514.00
			\$1,905	5.80	\$11,049.00
Matt Brod	Financial Restructuring Partner	2011	\$1,945	175.70	\$341,736.50
			\$1,765	69.50	\$122,667.50
Karen McMaster	Financial Restructuring Partner	2013	\$1,625	12.50	\$20,312.50
Max Goodman	Tax Partner	2004	\$1,945	1.00	\$1,945.00
Alex Lees	Litigation Partner	2009	\$1,795	0.30	\$538.50
John Beahn	Transportation & Space Partner	1998	\$1,795	51.60	\$92,622.00
			\$1,625	36.90	\$59,962.50
Jason T. Anderson	Global Corporate Partner	2009	\$1,795	63.20	\$113,444.00
			\$1,625	2.70	\$4,387.50
Samir Vora	Litigation Partner	2007	\$1,695	778.30	\$1,319,218.50
			\$847.5*	81.50	\$69,071.25
			\$1,495	612.80	\$916,136.00
			\$747.5	30.60	\$22,873.50
Alan Francis Rafferty	Tax Partner	2009	\$1,695	4.40	\$7,458.00
Ajai Notowicz	Partner Global Corporate	1999	\$1,695	12.30	\$20,848.50
			\$1,495	31.00	\$46,345.00
Maya Grant	Alternative Investments Partner	2004	\$1,695	32.00	\$54,240.00
			\$1,495	7.90	\$11,810.00

**Exhibit B-2**

<b>Milbank Employee</b>	<b>Position</b>	<b>Bar Admission</b>	<b>Hourly Rate</b>	<b>Hours</b>	<b>Fees</b>
Jonathan M. Karl	Real Estate Partner	2013	\$1,695	0.40	\$678.00
Erin Dexter	Litigation Partner	2014	\$1,695	1.30	\$2,203.50
Andrea Hamilton	Global Corporate Partner	2004	\$1,495	7.60	\$11,362.00
Bijan Ganji	Transportation and Space Partner	2011	\$1,495	9.60	\$14,352.00
Kate Colman	Financial Restructuring Partner	2013	\$1,495	1.60	\$2,392.00
Jane L. Hanson	Litigation Of Counsel	1984	\$1,795 \$1,625	1.40 45.50	\$2,513.00 \$73,937.50
Brian Kinney	Financial Restructuring Special Counsel	2004	\$1,425	24.20	\$34,485.00
Kelly Bartley	Tax Special Counsel	2015	\$1,575 \$1,425	15.20 49.20	\$23,940.00 \$70,110.00
Janet Nadile	Global Leverage Finance Special Counsel	1988	\$1,425	2.70	\$3,847.50
Benjamin Schak	Financial Restructuring Special Counsel	2014	\$1,575	1,176.70	\$1,853,302.50
			\$787.5*	167.40	\$131,827.50
			\$1,425	1,042.60	\$1,485,705.00
			\$712.5*	38.60	\$27,502.50
Stephen Charest	Corporate Finance and Securities Special Counsel	2002	\$1,575	142.30	\$224,122.50
			\$1,425	8.90	\$12,682.50
Kieran Murphy	Real Estate Special Counsel	2015	\$1,425	6.40	\$9,120.00
Daniel Rosenthal	Litigation Special Counsel	2011	\$1,425	11.80	\$16,815.00

**Exhibit B-2**

<b>Milbank Employee</b>	<b>Position</b>	<b>Bar Admission</b>	<b>Hourly Rate</b>	<b>Hours</b>	<b>Fees</b>
Dana Zelman	Transportation & Space Special Counsel	2013	\$1,575	86.00	\$135,450.00
			\$1,425	63.70	\$90,772.50
Craig Price	Financial Restructuring Special Counsel	2000	\$1,425	52.30	\$74,527.50
Lafayette Greenfield	Transportation & Space Special Counsel	2014	\$1,425	52.80	\$75,240.00
Bryan Uelk	Financial Restructuring Special Counsel	2014	\$1,425	27.80	\$39,615.00
Andrew Callaghan	Tax Special Counsel	2009	\$1,425	3.80	\$5,415.00
Andres Osornio	Corporate Finance and Securities Special Counsel	2013	\$1,575	111.20	\$175,140.00
			\$787.5*	13.00	\$10,237.50
Mary Santanello	Alternative Investments Special Counsel	2007	\$1,575	1.50	\$2,362.50
Lena Mandel	Financial Restructuring Senior Attorney	1991	\$1,575	56.50	\$88,987.50
			\$1,425	23.90	\$34,057.50
Chirag Domadia	Alternative Investments Associate	2013	\$1,300	5.90	\$7,670.00
Julie Wolf	Litigation Associate	2016	\$1,475	558.60	\$823,935.00
			\$1,275	787.10	\$1,003,552.50
			\$637.5*	19.00	\$12,112.50
Daniel Nicolich	Alternative Investments Associate	2010	\$1,475	5.40	\$7,965.00
			\$1,300	9.80	\$12,740.00
Nathaniel Bachelis	Alternative Investments Associate	2010	\$1,475	366.20	\$540,145.00
			\$1,300	27.20	\$35,360.00

**Exhibit B-2**

<b>Milbank Employee</b>	<b>Position</b>	<b>Bar Admission</b>	<b>Hourly Rate</b>	<b>Hours</b>	<b>Fees</b>
Michael Rivkin	Tax Associate	2017	\$1,425	262.10	\$373,492.50
			\$1,250	63.90	\$79,875.00
Adeola Adeyosoye	Financial Restructuring Associate	2018	\$1,200	15.20	\$18,240.00
Anastasia Seliankina	Alternative Investments Associate	2014	\$1,200	26.30	\$31,560.00
Robert Marsters	Litigation Associate	2018	\$1,200	388.50	\$466,200.00
			\$600*	16.60	\$9,960.00
Susan Moskovits	Alternative Investments Associate	2018	\$1,200	69.90	\$83,880.00
Russell Spivak			\$1,375	82.10	\$112,887.50
Dani Lee Sauer	Litigation Associate	2019	\$1,325	21.70	\$28,752.50
Daniel Porat	Financial Restructuring Associate	2019	\$1,325	669.40	\$886,955.00
			\$662.5*	0.50	\$331.25
			\$1,150	561.60	\$645,840.00
Hannah A. Blazek	Litigation Associate	2020	\$1,275	532.00	\$678,300.00
			\$1,100	985.00	\$1,083,500.00
Mendy Fox	Tax Associate	2019	\$1,275	131.20	\$167,280.00
Henry Madell	Global Leveraged Finance Associate	2019	\$1,275	4.00	\$5,100.00
Liam Markham	Tax Associate	2022	\$1,275	3.80	\$4,845.00
James McIntyre	Financial Restructuring Associate	2019	\$1,275	395.70	\$504,517.50
			\$637.5*	9.20	\$5,865.00
			\$1,100	330.50	\$363,550.00
Emily Werkman	Litigation Associate	2020	\$1,100	29.50	\$32,450.00

**Exhibit B-2**

<b>Milbank Employee</b>	<b>Position</b>	<b>Bar Admission</b>	<b>Hourly Rate</b>	<b>Hours</b>	<b>Fees</b>
Jules Monteyne	Alternative Investments Associate	2022	\$1,275	108.10	\$137,827.50
Christina Welch	Global Corporate Associate	2021	\$1,225	4.70	\$5,757.50
			\$1,025	63.50	\$65,087.50
Nicholas Kunz	Corporate Finance and Securities Associate	2020	\$1,225	209.60	\$256,760.00
Jordyn Paperny	Litigation Associate	2021	\$1,225	169.20	\$207,270.00
			\$1,025	270.80	\$277,570.00
Pranahita Srinivas	Global Leveraged Finance Associate	2018	\$1,025	7.80	\$7,995.00
David N. Louison	Litigation Associate	2021	\$1,225	9.10	\$11,147.50
Sandhya Ramaswamy	Corporate Finance and Securities Associate	2021	\$1,225	12.50	\$15,312.50
Riah Kim	Litigation Associate	2021	\$1,225	210.90	\$258,352.50
			\$1,025	460.60	\$472,115.00
Charl Van der Merwe	Global Corporate Associate	2019	\$1,225	40.50	\$49,612.50
			\$1,025	35.60	\$36,490.00
Michael Scian	Financial Restructuring Associate	2022	\$1,225	809.20	\$991,270.00
			\$1,025	601.50	\$616,537.50
Katie Cavins	Financial Restructuring Associate	2021	\$1,025	7.00	\$7,175.00
Meredith Brumfield	Litigation Associate	2021	\$1,225	158.70	\$194,407.50
			\$1,025	696.30	\$713,707.50
			\$512.5*	8.70	\$4,458.75

**Exhibit B-2**

<b>Milbank Employee</b>	<b>Position</b>	<b>Bar Admission</b>	<b>Hourly Rate</b>	<b>Hours</b>	<b>Fees</b>
Kristen Kido	Litigation Associate	2021	\$1,025	6.10	\$6,252.50
Diana Felipe	Corporate Finance and Securities Associate	2021	\$1,225	1.50	\$1,837.50
Ethan Heben	Transportation and Space Associate	2021	\$1,025	18.10	\$18,552.50
Charlie Fendrych	Financial Restructuring Associate	2022	\$1,125 \$950	879.90 1,044.50	\$989,887.50 \$992,275.00
Ann-Sophie Tome	Tax Associate	2022	\$950	19.00	\$18,050.00
Truman Whitney	Financial Restructuring Associate	2022	\$950	39.50	\$37,525.00
Eric Seltzer	Financial Restructuring Associate	2022	\$950	12.40	\$11,780.00
David Templeton	Global Corporate Associate	2022	\$950	5.40	\$5,130.00
Mark Polishuk	Financial Restructuring Associate	2022	\$1,125	17.50	\$19,687.50
Simone Arthur	Corporate Finance and Securities Associate	2022	\$1,125	5.40	\$6,075.00
Wilson Carneiro	Corporate Finance and Securities Associate	2022	\$1,125	28.00	\$31,500.00
Maxwell Unterhalter	Alternative Investments Associate	2022	\$1,125 \$950	156.70 7.40	\$176,287.50 \$7,030.00

**Exhibit B-2**

<b>Milbank Employee</b>	<b>Position</b>	<b>Bar Admission</b>	<b>Hourly Rate</b>	<b>Hours</b>	<b>Fees</b>
Taylor Knowles	Tax Associate	2021	\$950	3.40	\$3,230.00
Victoria L. Colbert	Litigation Associate	2022	\$1,050 \$750	41.60 426.00	\$43,680.00 \$319,500.00
Tom St. Henry	Financial restructuring Associate	2023	\$750	23.80	\$17,850.00
John Lee	Litigation Associate	2022	\$1,050 \$750	41.70 428.60	\$43,785.00 \$321,450.00
Katie Uihlein	Alternative Investments Associate	2023	\$750	15.40	\$11,550.00
Brandon Fiscina	Litigation Associate	2023	\$750	24.20	\$18,150.00
Alexander Chan	Alternative Investments Associate	2023	\$1,050	7.10	\$7,455.00
Nabintou Doumbia	Litigation Associate	2023	\$1,050 \$750	14.80 34.00	\$15,540.00 \$25,500.00
Shannon Mis-Marzano	Real Estate Associate	2023	\$750	7.10	\$5,325.00
Kristine Kazangyan	Global Corporate Associate	2022	\$1,050	6.30	\$6,615.00
Joseph Ledereich	Alternative Investments Associate	2023	\$1,050	66.40	\$69,720.00
Rupsha Basu	Financial Restructuring Associate	2023	\$1,050 \$750	332.40 324.80	\$349,020.00 \$243,600.00
Alexandra Gray	Litigation Associate	2023	\$750	12.90	\$9,675.00
Djorn Patel	Litigation Associate	2023	\$750	81.10	\$60,825.00

**Exhibit B-2**

<b>Milbank Employee</b>	<b>Position</b>	<b>Bar Admission</b>	<b>Hourly Rate</b>	<b>Hours</b>	<b>Fees</b>
Lauren R. Trushin	Transportation and Space Associate	2022	\$1,050	46.60	\$48,930.00
			\$750	47.50	\$35,625.00
Reyna Benson	Litigation Associate	2024	\$750	82.00	\$61,500.00
Emma City	Litigation Associate	2023	\$750	25.60	\$19,200.00
Lisa McKeown	Global Corporate Associate	2022	\$1,050	13.50	\$14,175.00
Ryan Aymard	Global Corporate Associate	2022	\$1,050	128.60	\$135,030.00
			\$750	14.30	\$10,725.00
Jacob Wellner	Litigation Associate	2023	\$750	2.00	\$1,500.00
Silvia Radulescu	Litigation Associate	2023	\$750	10.40	\$7,800.00
Daniela Charris	Litigation Associate	2023	\$750	63.70	\$47,775.00
Cleopatra Gray	Global Corporate Associate	2022	\$750	33.70	\$25,275.00
Morgan Williams	Litigation Associate	2023	\$750	50.90	\$38,175.00
Adam Chang	Global Corporate Associate	2022	\$750	12.80	\$9,600.00
Aiden Qiao	Alternative Investments Associate	2023	\$1,050	53.50	\$56,175.00
Elizabeth Fly	Litigation Associate	2023	\$825	146.90	\$121,192.50
			\$575	223.20	\$128,340.00
Mark Manolescu	Financial Restructuring Associate	2024	\$575	26.70	\$15,352.50



**Exhibit B-2**

<b>Milbank Employee</b>	<b>Position</b>	<b>Bar Admission</b>	<b>Hourly Rate</b>	<b>Hours</b>	<b>Fees</b>
Mason Hattam	Litigation Associate	2023	\$825	70.50	\$58,162.50
Clayton Melton	Transportation and Space Associate	2023	\$825	67.30	\$55,522.50
Sibel Iskender	Financial Restructuring Associate	2024	\$825	10.50	\$8,662.50
			\$575	2.20	\$1,265.00
Jackman Wilson	Alternative Investments Associate	2024	\$825	13.00	\$10,725.00
Alec Zatirka	Financial Restructuring Associate	2023	\$825	20.40	\$16,830.00
Alisha Gupta	Litigation Associate	2024	\$825	9.40	\$7,755.00
Nicholas Fallah	Litigation Associate	2023	\$825	6.10	\$5,032.50
Julia Bok	Litigation Associate	2023	\$825	94.60	\$78,045.00
			\$575	171.50	\$98,612.50
Chase Hanson	Litigation Associate	2023	\$825	26.20	\$21,615.00
Claudio Rezende	Alternative Investments Associate	2024	\$825	13.00	\$10,725.00
Kyle Jaffe	Global Corporate Associate	2024	\$825	11.30	\$9,322.50
James Aurelius	Global Leveraged Finance Associate	2023	\$825	6.20	\$5,115.00
Micheline Deeik	Financial Restructuring Associate	2023	\$595	33.40	\$19,873.00
Devin Louis	Litigation Associate	2024	\$595	9.90	\$5,890.50

**Exhibit B-2**

<b>Milbank Employee</b>	<b>Position</b>	<b>Bar Admission</b>	<b>Hourly Rate</b>	<b>Hours</b>	<b>Fees</b>
Christelle Lobo	Corporate Finance and Securities	2025	\$595	13.10	\$7,794.50
Jack Chen	Global Project, Energy and Infrastructure Finance Associate	Not Yet Admitted	\$595	8.10	\$4,819.50
George Widdicombe	Litigation Associate	2024	\$595	3.30	\$1,963.50
Andreas Charidemou	Financial Restructuring Associate	2024	\$450	40.10	\$18,045.00
Yomi Ayandipo	Case Manager	N/A	\$450	10.50	\$4,725.00
Jacqueline Brewster	Case Manager	N/A	\$450	22.60	\$10,170.00
Angel R. Anderson	Case Manager	N/A	\$480 \$450	4.70 29.20	\$2,256.00 \$13,140.00
Charmaine Thomas	Case Manager	N/A	\$480 \$450	117.10 54.90	\$56,208.00 \$24,705.00
Ishmael Taylor-Kamara	Legal Assistant	N/A	\$430 \$390	720.20 455.10	\$309,686.00 \$177,489.00
Ricky Windom	Legal Assistant	N/A	\$430	3.80	\$1,634.00
Leon Thomas	Legal Assistant	N/A	\$430 \$390	26.60 3.00	\$11,438.00 \$1,170.00
Myrabel N'guessan-Gbe	Legal Assistant	N/A	\$340	7.30	\$2,482.00
Raisha Walker	Legal Assistant	N/A	\$320	3.10	\$992.00
Mia Baker	Legal Assistant	N/A	\$320	3.90	\$1,248.00
Mariana Vargas	Legal Assistant	N/A	\$380	3.20	\$1,216.00

**Exhibit B-2**

<b>Milbank Employee</b>	<b>Position</b>	<b>Bar Admission</b>	<b>Hourly Rate</b>	<b>Hours</b>	<b>Fees</b>
Josh Finkelman-Mahoney	Legal Assistant	N/A	\$380	31.00	\$11,780.00
			\$300	83.50	\$25,050.00
Rebecca Smith	Legal Assistant	N/A	\$330	91.70	\$30,261.00
Ashanti Bruce	Legal Assistant	N/A	\$330	87.60	\$28,908.00
Aleksandr Rykov	Specialist	N/A	\$450	2.00	\$900.00
James McGuire	Specialist	N/A	\$480	50.70	\$24,336.00
			\$450	315.80	\$142,110.00
Rhodely Vallon	Specialist	N/A	\$450	2.00	\$900.00
Sachin Chandani	Specialist	N/A	\$370	5.90	\$2,183.00
Betul Diskaya	Staff Attorney	N/A	\$350	229.10	\$80,185.00
Mahogany Daafine Williams	Staff Attorney	N/A	\$350	33.30	\$11,655.0000
Liam C. Ewing	Staff Attorney	N/A	\$350	467.90	\$163,765.00
Peter Kim	Staff Attorney	N/A	\$350	71.20	\$24,920.00
Mengfei Tang	Staff Attorney	N/A	\$350	71.50	\$25,025.00
Sammy Kye	Staff Attorney	N/A	\$350	965.90	\$338,065.00
Roman Tchaikovsky	Staff Attorney	N/A	\$350	433.10	\$151,585.00
Ryan Park	Staff Attorney	N/A	\$350	531.90	\$186,165.00
Misael Trujillo	Staff Attorney	N/A	\$350	390.20	\$136,570.00
Christopher Woodley	Staff Attorney	N/A	\$350	42.40	\$14,840.00
Lisa Norman	Staff Attorney	N/A	\$350	83.70	\$29,295.00
Alla Birenberg	Staff Attorney	N/A	\$350	418.10	\$146,335.00
Karim Seleem	Staff Attorney	N/A	\$350	311.20	\$108,920.00

**Exhibit B-2**

<b>Milbank Employee</b>	<b>Position</b>	<b>Bar Admission</b>	<b>Hourly Rate</b>	<b>Hours</b>	<b>Fees</b>
Jean-Claude Pierre Jr.	Staff Attorney	N/A	\$350	386.00	\$135,100.00
Jennifer Webster	Staff Attorney	N/A	\$350	95.20	\$33,320.00
Charlie Thomas	Trainee Solicitor	N/A	\$450	2.10	\$945.00
Freddie Fisk	Trainee Solicitor	N/A	\$525	2.00	\$1,050.00
			\$475	3.30	\$1,567.50
Total			\$1,130.36	31,539.30	\$35,650,642.25

**EXHIBIT C**  
**TO FIFTH INTERIM AND FINAL FEE APPLICATION**  
**COMPARISON OF COMPENSATION**

<b>Title</b>	<b>Blended Rate Firm-Wide (2023)</b>	<b>Blended Rate Firm-Wide (2024)</b>	<b>Blended Rate Fee Application</b>
Partner	\$1,580.43	\$1,850.81	\$1,945.36
Counsel / Senior Attorney	\$1,219.12	\$1,410.37	\$1,456.01
Associate / Law Clerk	\$911.37	\$1,053.04	\$1,093.71
Paraprofessionals / Other	\$356.54	\$387.42	\$370.76
<b>Aggregated</b>	<b>\$1,089.52</b>	<b>\$1,238.17</b>	<b>\$1,130.36</b>

**EXHIBIT D**  
**TO FIFTH INTERIM AND FINAL FEE APPLICATION**  
**BUDGET**  
**(FIFTH INTERIM PERIOD)**

<b>Matter Number</b>	<b>Matter Description</b>	<b>Estimated Hours</b>	<b>Estimated Amount</b>
5	Non-Working Travel	100	\$150,000
6	Asset Disposition	5	\$10,000
7	Assumption and Rejection of Contracts and Leases	60	\$65,000
8	Automatic Stay	10	\$20,000
9	Avoidance Actions	0	\$0
10	Business Operations	35	\$50,000
11	Case Administration	350	\$375,000
12	Claims	80	\$100,000
13	Comms: Debtors	40	\$65,000
14	Comms: Secured Creditors	15	\$20,000
15	Comms: Unsecured Creditors	15	\$20,000
16	Comms: Equity Holders	2	\$2,000
17	Customers	40	\$50,000
18	DIP Financing and Cash Collateral	300	\$415,000
19	Emergence	120	\$150,000
20	Employee Issues	30	\$50,000
21	Financing and Factoring	600	\$800,000
22	Foreign Recognition	5	\$5,000
23	General Case Strategy	250	\$250,000
24	Governance	225	\$250,000
25	Hearings and Court Communications	600	\$950,000
26	Insurance	5	\$10,000
27	Litigation	1350	\$2,000,000
28	Milbank Retention and Fees	950	\$750,000
29	Plan and Disclosure Statement	2,400	\$4,000,000
30	Real Estate	5	\$5,000
31	Regulatory Issues	50	\$75,000
32	Reporting	5	\$5,000
33	Securities Issues	50	\$50,000
34	Tax	225	\$385,000
35	Vendors and Suppliers	60	\$90,000

**Exhibit D**

36	Mediation	400	\$800,000
	<b>Total</b>	<b>8,340</b>	<b>\$11,967,000</b>

**EXHIBIT E-1**  
**TO FIFTH INTERIM AND FINAL FEE APPLICATION**

**SUMMARY OF EXPENSES**  
**(FIFTH INTERIM PERIOD)**

<b>Expense Category</b>	<b>Amount</b>
Air Travel	\$10,533.20
Local Transportation	\$7,431.14
Computerized Research	\$141,183.65
Meals/Overtime	\$9,160.58
Lodging	\$8,987.92
<b>Total</b>	<b>\$177,296.49</b>



**EXHIBIT E-2**  
**TO FIFTH INTERIM AND FINAL FEE APPLICATION**  
**SUMMARY OF EXPENSES**  
**(FULL APPLICATION PERIOD)**

<b>Expense Category</b>	<b>Amount</b>
Air Travel	\$53,192.81
Local Transportation	\$24,540.66
Computerized Research	\$373,596.55
Meals/Overtime	\$22,939.01
Lodging	\$56,431.97
Express Mail	\$363.09
Outside Messenger	\$271.65
Outside Word Processing	\$2,407.80
Rail	\$910.00
Telephone	\$370.35
Transcript/Deposition Fees	\$29,668.49
<b>Total</b>	<b>\$564,692.38</b>

**EXHIBIT F**  
**TO FIFTH INTERIM AND FINAL FEE APPLICATION**  
**CERTIFICATION OF MATTHEW BROD**

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

*In re*

**WESCO AIRCRAFT HOLDINGS, INC.,<sup>1</sup>**

Reorganized Debtors.

Case No. 23-90611 (MI)

Chapter 11

(Jointly Administered)

**CERTIFICATION OF MATTHEW BROD IN SUPPORT OF  
FIFTH INTERIM AND FINAL FEE APPLICATION OF  
MILBANK LLP AS COUNSEL TO THE DEBTORS  
AND DEBTORS IN POSSESSION FOR THE PERIOD  
FROM JUNE 1, 2023 THROUGH DECEMBER 27, 2024**

I, Matthew Brod, hereby certify that:

1. I am a partner in the Financial Restructuring Group of Milbank LLP (“*Milbank*”), counsel to the above-captioned debtors and debtors in possession (the “*Debtors*”) in these cases. I am admitted to the bar of the State of New York.

2. This certification is made in connection with Milbank’s application (the “*Application*”)<sup>2</sup> for interim allowance of its fees and expenses incurred during the period from June 1, 2024, through August 30, 2024 (the “*Application Period*”).

3. I have reviewed the Application and, to the best of my knowledge, information and belief, formed after reasonable inquiry, (a) the statements contained in the Application are true and

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<sup>1</sup> The captioned Reorganized Debtor is Incora Intermediate II LLC, the successor by merger to Wesco Aircraft Holdings, Inc. Its employer identification number is 33-2921953. Its principal office address and service address in this case is 2601 Meacham Blvd., Ste. 400, Fort Worth, TX 76137.

<sup>2</sup> Capitalized terms used but not defined in this certification have the meanings ascribed to them in the Application.

correct and (b) the Application complies with the applicable provisions of the Bankruptcy Code, Bankruptcy Rules, Local Rules, Court Procedures, U.S. Trustee Guidelines, and Interim Compensation Order.

4. The fees and disbursements sought are billed at rates in accordance with those generally charged by Milbank and accepted by its clients. I certify that all services for which compensation is sought in the Application were rendered for or on behalf of the Debtors solely connection with these cases. Additionally, Milbank has made a reasonable effort to comply with the U.S. Trustee's requests for disclosures set forth in the U.S. Trustee Guidelines. To that end, I specifically respond on Milbank's behalf to certain questions posed in the U.S. Trustee Guidelines, as follows:

Question	Response
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.
If the fees sought in the Application as compared to the fees budgeted for the time period covered by the Application are higher by 10% or more, did Milbank discuss the reasons for the variation with the client.	N/A
Have any of the professionals included in the Application varied their hourly rate based on the geographic location of the bankruptcy case?	No.
Does the Application include time or fees related to reviewing, revising, or redacting time records or preparing, reviewing, or revising invoices? If so, quantify by hours and fees.	Yes. The time expended performing such work during the Compensation Period is included within Task Code 00028.
Does the Application include time for fees for reviewing time records to redact any privileged or other confidential information?	Yes. See above.
Does the Application include any rate increases since retention in these cases?	Yes.

Question	Response
Are the rates in the Application higher than those approved or disclosed at retention?	Yes.

5. Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

Dated: April 1, 2025  
New York, NY

/s/ Matthew Brod

Matthew Brod

**EXHIBIT G-1**  
**TO FIFTH INTERIM AND FINAL FEE APPLICATION**  
**THIRTEENTH MONTHLY**  
**FEE STATEMENT (JUNE 2024)**

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

*In re*

**WESCO AIRCRAFT HOLDINGS, INC.,  
*et al.*,<sup>1</sup>**

Debtors.

Case No. 23-90611 (MI)

Chapter 11

(Jointly Administered)

**THIRTEENTH MONTHLY FEE STATEMENT OF  
MILBANK LLP AS COUNSEL TO THE DEBTORS  
AND DEBTORS IN POSSESSION (JUNE 2024)**

<b>Applicant</b>	<b>Milbank LLP,</b> as counsel for the debtors and debtors in possession
<b>Authorized to provide professional services to</b>	Wesco Aircraft Holdings, Inc., <i>et al.</i> (Debtors and Debtors in Possession)
<b>Date of retention order</b>	Order entered July 27, 2023; order effective as of June 1, 2023
<b>Period</b>	June 1 through June 30, 2024
<b>Interim fees incurred</b>	\$1,628,954.00
<b>Interim fees requested (80%)</b>	\$1,303,163.20
<b>Interim expenses incurred</b>	\$21,511.02
<b>Total fees (80%) and expenses (100%) requested</b>	\$1,324,674.22

<sup>1</sup> The Debtors operate under the trade name Incora and have previously used the trade names Wesco, Pattonair, Haas, and Adams Aviation. A complete list of the Debtors in these chapter 11 cases, with each one's federal tax identification number and the address of its principal office, is available on the website of the Debtors' noticing agent at <http://www.kccllc.net/incora/>. The service address for each of the Debtors in these cases is 2601 Meacham Blvd., Ste. 400, Fort Worth, TX 76137.



239061124111100000000003

1. Milbank LLP (“**Milbank**”), counsel to the above-captioned debtors and debtors in possession (the “**Debtors**”<sup>2</sup>), submits this *Thirteenth Monthly Fee Statement* (the “**Fee Statement**”) for the period from June 1 through June 30, 2024 (the “**Thirteenth Fee Statement Period**”), in accordance with the Court’s *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* [ECF No. 606] (the “**Interim Compensation Order**”).

2. Milbank has accrued compensation for professional services rendered in the amount of \$1,628,954.00 (the “**Fees**”) and has incurred out-of-pocket expenses in the amount of \$21,511.02 (the “**Expenses**”) during the Thirteenth Fee Statement Period. These amounts reflect write-offs or write-downs of \$72,896.00 in fees and \$173.52 in out-of-pocket expenses. Eighty percent (80%) of the Fees equals \$1,303,163.20, and one hundred percent (100%) of Expenses incurred equals \$21,511.02, for a total of \$1,324,674.22 in requested interim payments for the Thirteenth Fee Statement Period. Summaries of Milbank’s Fees are attached to this Fee Statement as **Exhibit A** and **Exhibit B**, arranged by project code and by timekeeper, respectively. A summary of Milbank’s Expenses is attached as **Exhibit C**, and a detailed list of time entries and Expenses is attached as **Exhibit D**.

3. Although every effort has been made to include all fees and expenses incurred during the Thirteenth Fee Statement Period, some fees and expenses may not be included in this Fee Statement due to delays caused by accounting and processing. Milbank reserves the right to make further application for allowance of such fees and expenses not included herein on a subsequent monthly fee statement or quarterly fee application.

4. The Debtors will provide notice of this Monthly Fee Statement in accordance with the Interim Compensation Order. Pursuant to the Interim Compensation Order, parties in interest

<sup>2</sup> A detailed description of the Debtors and their businesses is set forth in the *Declaration of Raymond Carney in Support of Chapter 11 Petitions and First Day Motions* (the “**First Day Declaration**”) [ECF No. 13], filed with the Debtors’ voluntary petitions for relief filed under title 11 of the United States Code (the “**Bankruptcy Code**”), on June 1, 2023 (the “**Petition Date**”). The Debtors are operating their businesses as debtors in possession pursuant to sections 1107 and 1108 of the Bankruptcy Code. An official committee of unsecured creditors was appointed on June 16, 2023; no trustee, examiner or other official committee has been appointed.



will have 14 days after filing of this Monthly Fee Statement to notify Milbank of any objection. Milbank submits that no other or further notice need be provided.

*[Remainder of page intentionally blank]*

Upon the foregoing Fee Statement, Milbank respectfully requests payment and reimbursement in accordance with the Interim Compensation Order.

Dated: November 11, 2024  
New York, New York

Respectfully submitted,

/s/ Dennis F. Dunne

Dennis F. Dunne (admitted *pro hac vice*)  
Samuel A. Khalil (admitted *pro hac vice*)  
Benjamin M. Schak (admitted *pro hac vice*)  
MILBANK LLP  
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New York, NY 10001  
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SKhalil@Milbank.com  
BSchak@Milbank.com

*Counsel to the Debtors and  
Debtors in Possession*

### CERTIFICATE OF SERVICE

I certify that, on November 11, 2024, a true and correct copy of the foregoing document was served through the Electronic Case Filing system of the United States Bankruptcy Court for the Southern District of Texas, and will be served as set forth in the Affidavit of Service to be filed by the Debtors' noticing agent.

/s/ Charles A. Beckham, Jr.  
Charles A. Beckham, Jr.

**EXHIBIT A TO THIRTEENTH MONTHLY FEE  
STATEMENT**

**SUMMARY OF TIME BY PROJECT CATEGORY**

<b>Project Category</b>	<b>Total Hours</b>	<b>Total Fees Requested</b>
Non-Working Travel	30.40	\$25,380.50
Assumption and Rejection of Contracts and Leases	4.20	\$5,757.00
Business Operations	4.80	\$6,295.00
Case Administration	47.30	\$54,910.50
Claims	12.30	\$15,562.50
Communications: Debtors	5.70	\$10,694.50
Communications: Secured Creditors	1.40	\$2,055.00
Communications: Unsecured Creditors	1.10	\$1,582.50
Customers	1.70	\$2,362.50
DIP Financing and Cash Collateral	4.30	\$6,093.50
Emergence	4.50	\$7,033.50
Employee Issues	1.90	\$2,818.50
Financing and Factoring	38.70	\$49,887.50
General Case Strategy	26.10	\$33,645.00
Hearings and Court Communications	202.20	\$359,724.50
Litigation	472.20	\$509,478.00
Milbank Retention and Fees	89.60	\$81,028.50
Plan and Disclosure Statement	301.10	\$414,664.50
Regulatory Issues	0.10	\$157.50
Tax	16.50	\$26,513.50
Vendors and Suppliers	7.90	\$10,166.50
Mediation	1.40	\$3,143.00

Project Category	Total Hours	Total Fees Requested
Total	1,275.40	\$1,628,954.00

**EXHIBIT B TO THIRTEENTH MONTHLY FEE  
STATEMENT**

**SUMMARY OF TIME BY TIMEKEEPER**

<b>Name</b>	<b>Position</b>	<b>Bar Admission</b>	<b>Hourly Rate</b>	<b>Hours</b>	<b>Fees</b>
Samuel A. Khalil	Financial Restructuring Partner	2004	\$2,245	88.30	\$198,233.50
Al Pisa	Alternative Investments Partner	1997	\$2,245	1.80	\$4,041.00
Dennis F. Dunne	Financial Restructuring Partner	1991	\$2,245	54.60	\$122,577.00
Russell Kestenbaum	Tax Partner	1999	\$2,245	4.10	\$9,204.50
Andrew M Leblanc	Litigation Partner	1998	\$2,245 \$1,122.5*	26.80 4.30	\$60,166.00 \$4,826.75
Paul Denaro	Corporate Finance and Securities Partner	2000	\$2,245	0.80	\$1,796.00
Casey Fleck	Global Corporate Partner	1999	\$2,245	2.50	\$5,612.50
Matt Brod	Financial Restructuring Partner	2011	\$1,945	4.90	\$9,530.50
Jason Anderson	Global Corporate Partner	2009	\$1,795	1.10	\$1,974.50
Samir Vora	Litigation Partner	2007	\$1,695	84.90	\$143,905.50
Benjamin Schak	Financial Restructuring Special Counsel	2014	\$1,575 \$787.5*	98.80 26.10	\$155,610.00 \$20,553.75

<b>Name</b>	<b>Position</b>	<b>Bar Admission</b>	<b>Hourly Rate</b>	<b>Hours</b>	<b>Fees</b>
Stephen Charest	Corporate Finance and Securities Special Counsel	2002	\$1,575	4.50	\$7,087.50
Lena Mandel	Financial Restructuring Senior Attorney	1991	\$1,575	9.40	\$14,805.00
Nathaniel Bachelis	Alternative Investments Associate	2010	\$1,475	9.90	\$14,602.50
Michael Rivkin	Tax Associate	2017	\$1,425	12.40	\$17,670.00
Russell Spivak	Litigation Associate	2018	\$1,375	7.30	\$10,037.50
Dani Lee Sauer	Litigation Associate	2019	\$1,325	14.70	\$19,477.50
Daniel Porat	Financial Restructuring Associate	2019	\$1,325	50.10	\$66,382.50
Hannah Blazek	Litigation Associate	2020	\$1,275	157.20	\$200,430.00
Mendy Fox	Tax Associate	2019	\$1,275	2.80	\$3,570.00
James McIntyre	Financial Restructuring Associate	2019	\$1,275	38.30	\$48,832.50
Nicholas Kunz	Corporate Finance and Securities Associate	2020	\$1,225	4.90	\$6,002.50
Jordan Paperny	Litigation Associate	2021	\$1,225	14.70	\$18,007.50
Riah Kim	Litigation Associate	2021	\$1,225	74.60	\$91,385.00
Michael Scian	Financial Restructuring Associate	2022	\$1,225	56.00	\$68,600.00

Name	Position	Bar Admission	Hourly Rate	Hours	Fees
Meredith Brumfield	Litigation Associate	2021	\$1,225	58.80	\$72,030.00
Charlie Fendrych	Financial Restructuring Associate	2022	\$1,125	49.10	\$55,237.50
Maxwell Unterhalter	Alternative Investments Associate	2022	\$1,125	11.80	\$13,275.00
Joseph Ledereich	Alternative Investments Associate	2023	\$1,050	3.80	\$3,990.00
Rupsha Basu	Financial Restructuring Associate	2023	\$1,050	9.10	\$9,555.00
Aiden Qiao	Alternative Investments Associate	2023	\$1,050	9.60	\$10,080.00
Elizabeth Fly	Litigation Associate	2023	\$825	26.90	\$22,192.50
Mason Hattam	Litigation Associate	2023	\$825	12.80	\$10,560.00
Julia Bok	Litigation Associate	2023	\$825	9.70	\$8,002.50
Chase Hanson	Litigation Associate	2023	\$825	26.20	\$21,615.00
Charmaine Thomas	Case Manager	N/A	\$480	6.80	\$3,264.00
Ishmael Taylor-Kamara	Legal Assistant	N/A	\$430	39.50	\$16,985.00
James McGuire	Specialist	N/A	\$480	21.70	\$10,416.00
Liam Ewing	Staff Attorney	N/A	\$350	40.10	\$14,035.00
Peter Kim	Staff Attorney	N/A	\$350	16.60	\$5,810.00
Ivy Tang	Staff Attorney	N/A	\$350	33.20	\$11,620.00
Sammy Kye	Staff Attorney	N/A	\$350	33.50	\$11,725.00
Ryan Park	Staff Attorney	N/A	\$350	10.40	\$3,640.00



Name	Position	Bar Admission	Hourly Rate	Hours	Fees
Total			\$1,277.21	1,275.40	\$1,628,954.00

**EXHIBIT C TO THIRTEENTH MONTHLY FEE  
STATEMENT**

**SUMMARY OF EXPENSES**

Airfare	\$1,619.92
Lodging	\$3,005.15
Ground Transportation	\$1,120.40
Computerized Research	\$15,171.36
Meals/Overtime	\$594.19
<b>Total</b>	<b>\$21,511.02</b>

**EXHIBIT D TO THIRTEENTH MONTHLY FEE  
STATEMENT**

**TIME ENTRIES AND EXPENSES**

**Milbank LLP**  
**Description of Legal Services**  
**Ending June 30, 2024**

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**45721.00005 Non-Working Travel**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36033689	6/2/2024	Travel from Brooklyn to Houston airport.	6.8	Benjamin Schak
36033687	6/3/2024	Travel to downtown Houston.	0.6	Benjamin Schak
36033685	6/6/2024	Travel from Houston to Brooklyn.	7.0	Benjamin Schak
36033683	6/23/2024	Travel from Dutchess County, NY to Downtown Houston.	5.7	Benjamin Schak
36033693	6/23/2024	Travel to Houston for hearing.	4.3	Andrew M Leblanc
36033695	6/27/2024	Travel from downtown Houston to airport.	0.8	Benjamin Schak
36033691	6/28/2024	Return travel from Houston to Brooklyn.	5.2	Benjamin Schak

**Milbank LLP**  
**Description of Legal Services**  
**Ending June 30, 2024**

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**45721.00007 Assumption and Rejection of Contracts and Leases**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35005356	6/4/2024	Discuss I2P contracts with J. Gentile (Benesch), M. Scian, D. Coleal and D. Landry (both Incora).	0.8	Benjamin Schak
35107439	6/17/2024	Correspond with cure counterparty.	0.2	Charlie Fendrych
35107509	6/18/2024	Review certain cure issue.	0.2	Charlie Fendrych
35106341	6/19/2024	Attend call with A&M team re contract cure status.	0.5	Charlie Fendrych
35158124	6/24/2024	Correspond with A&M team re certain cure language (.3); review call notes re status of cures (.3).	0.6	Charlie Fendrych
35158941	6/25/2024	Correspond with D. Landry re certain cure issue.	0.2	Charlie Fendrych
35123274	6/26/2024	Review management questions re vendors and counterparties.	0.3	Dennis F. Dunne
35315187	6/26/2024	Correspond with counsel to cure counterparty (.2); review cure objection (.1).	0.3	Charlie Fendrych
35158671	6/27/2024	Discuss language with counterparty to cure issue.	0.4	Charlie Fendrych
35158525	6/28/2024	Correspond with counterparty to cure objection (.2); correspond with A&M team re cure objection (.2).	0.4	Charlie Fendrych
35142325	6/30/2024	Review updates regarding vendor community and pipeline.	0.3	Dennis F. Dunne

**Milbank LLP**  
**Description of Legal Services**  
**Ending June 30, 2024**

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**45721.00010 Business Operations**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35003847	6/3/2024	Review motion re 345(b).	0.3	Benjamin Schak
35039023	6/3/2024	Draft 345(b) motion (2.5); revise same (1.3); correspond with Company re same (.1).	3.9	James McIntyre
35580242	6/5/2024	Correspond with M. McNamara (A&M) re omnibus claims objection.	0.1	Michael Scian
35003752	6/7/2024	Review support letter re Pattonair Italy.	0.3	Benjamin Schak
35651871	6/7/2024	Review liquidity update.	0.2	James McIntyre

**Milbank LLP**  
**Description of Legal Services**  
**Ending June 30, 2024**

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**45721.00011 Case Administration**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35008106	6/3/2024	Correspond with C. Sharp (A&M) re OCP issue (.2); coordinate payment of third-party invoices (.2); correspond with J. Roberts (KPMG) re OCP issue (.1); correspond with J. He (DPW) re open issues (.3); correspond with A. Prentice (A&M) re OCP issue (.1).	0.9	Charlie Fendrych
35198745	6/3/2024	Review Pacerpro alerts and update docket and pleadings.	0.2	Charmaine Thomas
35005423	6/4/2024	Discuss PwC reimbursement with D. Landry (Incora).	0.2	Benjamin Schak
35014256	6/4/2024	Review open items re matter.	0.1	Daniel Porat
35198751	6/4/2024	Review Pacerpro alerts and update docket and pleadings.	0.3	Charmaine Thomas
35004065	6/5/2024	Correspond with C. Fendrych re BDO Canada retention.	0.1	Benjamin Schak
35009286	6/5/2024	Compile PwC notice re coverage (.8); correspond with KPMG team re OCP issue (.4); coordinate payment of third party invoices (.1).	1.3	Charlie Fendrych
35014165	6/5/2024	Correspondence among co-advisors (.1); review filings (.2); correspondence with Milbank team re case administration (.2).	0.5	Daniel Porat
35198761	6/5/2024	Review docket re filings and circulate update to Milbank team.	0.3	Michael Scian
35198768	6/5/2024	Review PacerPro docket alerts (.1); update pleadings (.1).	0.2	Charmaine Thomas
35009183	6/6/2024	Correspond with KPMG team re OCP issue (.3); coordinate filing of PwC notice (.2); review A&M fees for confidentiality (1.8).	2.3	Charlie Fendrych
35198778	6/6/2024	Draft docket update.	0.3	James McIntyre
35198780	6/6/2024	Review updated filings.	0.1	Daniel Porat
35198784	6/6/2024	Review PacerPro alerts (.1); update pleadings (.1).	0.2	Charmaine Thomas
35003924	6/7/2024	Review status of workstreams.	0.3	Benjamin Schak
35005232	6/7/2024	Review Pacerpro alerts and Reorg. and update pleadings.	0.2	Charmaine Thomas
35007686	6/7/2024	Coordinate payment of third party invoices.	0.1	Charlie Fendrych
35014222	6/7/2024	Monitor docket (.2); coordinate re open workstreams (.1).	0.3	Daniel Porat
35038621	6/10/2024	Review filings (.5); review status of workstreams and case calendar (2.2).	2.7	Benjamin Schak
35066737	6/10/2024	Review updates to case status (.2); coordinate re open workstreams (.3).	0.5	Daniel Porat
35198800	6/10/2024	Conduct team meeting re matter update.	0.2	Rupsha Basu
35027478	6/11/2024	Coordinate payment of third party invoices (.2); correspond with B. Schak re 9019 motion (.1).	0.3	Charlie Fendrych
35066493	6/11/2024	Review open workstreams.	0.4	Daniel Porat
35034308	6/12/2024	Review A&M fees for confidentiality.	2.5	Charlie Fendrych
35038573	6/12/2024	Respond to various emails re open workstreams.	0.2	Benjamin Schak
35049562	6/12/2024	Review PacerPro alerts (.1); update pleadings (.1).	0.2	Charmaine Thomas
35065471	6/12/2024	Review open workstreams (.2); coordinate re same (.1).	0.3	Daniel Porat
35059439	6/13/2024	Compile docket update for internal team (.4); correspond with B. Schak re workstream status (.2).	0.6	Charlie Fendrych
35065458	6/13/2024	Meeting with B. Schak re workstreams (.8); team meeting (.2); review open workstreams (.9).	1.9	Daniel Porat

**Milbank LLP**  
**Description of Legal Services**  
**Ending June 30, 2024**

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**45721.00011 Case Administration**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35580250	6/13/2024	Manage calendar (.2); review correspondence re takeback analysis (.2).	0.4	Rupsha Basu
35651855	6/13/2024	Review workstreams with D. Porat (.8); review filings (.2).	1.0	Benjamin Schak
35066250	6/14/2024	Review open issues (.5); correspond with B. Schak re case administration issues (.2); monitor docket (.2); prepare docket update (.6).	1.5	Daniel Porat
35198852	6/14/2024	Review status of workstreams (.1); correspond re same with D. Porat (.1); review emails (.2); discuss public communications plan with R. Chesley and N. Narayan (both FTI) (.4); review draft of same (.2).	1.0	Benjamin Schak
35198859	6/14/2024	Review PacerPro alerts and update pleadings.	0.2	Charmaine Thomas
35066365	6/15/2024	Management of case workstreams.	0.4	Daniel Porat
35065983	6/16/2024	Review case workstreams (.2); coordinate with team re same (.3).	0.5	Daniel Porat
35105746	6/17/2024	Review workstreams (.3); coordinate same (.5).	0.8	Daniel Porat
35107275	6/17/2024	Review case dockets (.5); update main case (.5) and adversary (.4) pleadings databases.	1.4	Charmaine Thomas
35110132	6/18/2024	Review docket (.1); update internal pleadings folder with new filings (.1).	0.2	Charmaine Thomas
35582818	6/18/2024	Review current open workstreams (1.0); coordinate task assignments to Milbank team re same (.4).	1.4	Daniel Porat
35093783	6/19/2024	Discuss workstreams with D. Porat (.3); correspond with M. Brod re same (.2); discuss same with S. Khalil (.2).	0.7	Benjamin Schak
35104060	6/19/2024	Draft docket update.	0.4	Rupsha Basu
35106019	6/19/2024	Review open workstreams (.8); discuss same with B. Schak (.3).	1.1	Daniel Porat
35314719	6/19/2024	Discuss open workstreams with B. Schak.	0.2	Samuel A. Khalil
35651877	6/19/2024	Correspond with D. Porat, C. Fendrych, and R. Basu re docket entries (.2); review same (.2).	0.4	Michael Scian
35105040	6/20/2024	Finalize docket update.	0.6	Rupsha Basu
35105169	6/20/2024	Review (.3) and coordinate (.3) re open workstreams; coordinate with local counsel re hearing scheduling (.2); review issues re sharing of confidential information (.7).	1.5	Daniel Porat
35109827	6/20/2024	Review docket (.1) and Reorg. intel. (.1); update pleadings (.1).	0.3	Charmaine Thomas
35315019	6/20/2024	Compile docket update for internal team (.8); call with D. Porat re 1L NDA (.2); draft NDA amendment (1.6); research certain consent issue (1.2); correspond with lit team re diligence request (.2).	4.0	Charlie Fendrych
35105828	6/21/2024	Review (.3) and coordinate (.2) re open workstreams; monitor docket (.1); prepare docket update (.3).	0.9	Daniel Porat
35109656	6/21/2024	Review docket (.1); update pleadings folders (.2).	0.3	Charmaine Thomas
35093632	6/23/2024	Correspond with R. Jordan (Verita) re UST question re rebranding.	0.1	Benjamin Schak
35315145	6/23/2024	Correspond with B. Schak re case status.	0.1	Charlie Fendrych
35145883	6/24/2024	Review docket (.3); update pleadings folders (.3).	0.6	Charmaine Thomas
35153962	6/24/2024	Review (.7) and coordinate (.2) re open workstreams.	0.9	Daniel Porat



**Milbank LLP**  
**Description of Legal Services**  
**Ending June 30, 2024**

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**45721.00011 Case Administration**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35315152	6/24/2024	Correspond with R. Kay (PwC) re overage notice (.2); correspond with R. Stieglitz re invoices (.1); correspond with A&M team re coordination of invoice payments (.1); correspond with B. Schak re budget estimate (.2); correspond with Incora team re payment of certain KMPG invoices as OCP (.2); correspond with KPMG team re same (.2); review PwC fees re confidentiality (.3).	1.3	Charlie Fendrych
35145698	6/25/2024	Review docket re new filings (.3) update pleadings folder (.4).	0.7	Charmaine Thomas
35153729	6/25/2024	Compile docket update.	0.4	Rupsha Basu
35153780	6/25/2024	Review (.4) and coordinate (.3) re open workstreams; correspond with B. Schak re same (.2).	0.9	Daniel Porat
35145946	6/26/2024	Review docket re new filings (.4); internal pleadings folders re same (.5).	0.9	Charmaine Thomas
35159094	6/26/2024	Correspond with D. Porat re hearing outcome (.4); review news articles re same (.7); compile docket update for internal team (.2); correspond with M. Unterhalter re confirmation date (.1).	1.4	Charlie Fendrych
35315196	6/26/2024	Review open issues.	0.3	Daniel Porat
35145849	6/27/2024	Review docket (.2); update pleadings folders (.3).	0.5	Charmaine Thomas
35154574	6/27/2024	Review correspondence re matter updates (.2); discussion re workstreams (.1).	0.3	Daniel Porat
35158964	6/27/2024	Correspond with M. Rivkin re document background for case (.4); correspond with claimant re notice of satisfaction (.2).	0.6	Charlie Fendrych
35145775	6/28/2024	Review docket (.1); update pleadings folder (.3).	0.4	Charmaine Thomas
35154300	6/28/2024	Review docket update (.1); review correspondence re case updates (.1); review filings (.3); draft docket update (.2).	0.7	Daniel Porat
35158721	6/28/2024	Coordinate budget update report (.1); correspond with M. Scian re invoice issue (.2).	0.3	Charlie Fendrych

**Milbank LLP**  
**Description of Legal Services**  
**Ending June 30, 2024**

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**45721.00012 Claims**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35003845	6/7/2024	Discuss certain tax claims with D. Landry (Incora) (.1); email A&M and D. Landry re same (.1).	0.2	Benjamin Schak
35005348	6/7/2024	Revise omnibus objection (.4); correspond with M. McNamara (A&M) re same (.2); revise 8 individual claim objections (.5); review 4 draft notices of satisfaction (.3).	1.4	Michael Scian
35038631	6/10/2024	Review draft claim objections.	0.5	Benjamin Schak
35060617	6/10/2024	Revise omnibus objection (2.8); correspond with B. Schak re same (.1); revise 8 individual claims objections (1.9); correspond with B. Schak re same (.1); revise ninth through twelfth notices of satisfaction (.4); correspond with B. Schak re same (.1).	5.4	Michael Scian
35060104	6/11/2024	Revise omnibus objection (.4); prepare same for filing (.3); correspond with B. Schak, K. Somers (DPW); A. Libby (DPW), S. Massman (DPW), T. Jones (DPW), M. Chester (A&M), C. Kelly (A&M), E. McKeighan (A&M), M. McNamara (A&M), R. Sherald (H&B), P. Hughes (H&B), C. Beckham (H&B), and I. Patel (H&B) re same (.4); revise eight individual objections (.6); prepare same for filing (.4); correspond with B. Schak, K. Somers (DPW); A. Libby (DPW), S. Massman (DPW), T. Jones (DPW), M. Chester (A&M), C. Kelly (A&M), E. McKeighan (A&M), M. McNamara (A&M), R. Sherald (H&B), P. Hughes (H&B), C. Beckham (H&B), and I. Patel (H&B) re same (.2); prepare ninth through twelfth notices of satisfaction for filing (.4); correspond with B. Schak, K. Somers (DPW); A. Libby (DPW), S. Massman (DPW), T. Jones (DPW), M. Chester (A&M), C. Kelly (A&M), E. McKeighan (A&M), M. McNamara (A&M), R. Sherald (H&B), P. Hughes (H&B), C. Beckham (H&B), and I. Patel (H&B) re same (.1).	2.8	Michael Scian
35060676	6/12/2024	Correspond with R. Sherald (H&B) and D. Porat re omnibus objection, 8 individual objections, and notices of satisfaction filings.	0.3	Michael Scian
35059491	6/14/2024	Correspond with counsel to certain claim counterparty re notice of satisfaction (.2); correspond with A&M team re same (.1).	0.3	Charlie Fendrych
35060896	6/14/2024	Correspondence with M. Golman (Phillips Murrah) re St-Gobain claim.	0.1	Benjamin Schak
35151411	6/24/2024	Correspond with B. Schak and M. McNamara (A&M) re RR claims.	0.2	Michael Scian
35151335	6/25/2024	Correspond with B. Schak and M. McNamara re Citadel claims.	0.2	Michael Scian
35151548	6/26/2024	Discuss claims reconciliation process with D. Landry and R. Carney (Incora) and E. McKeighan and C. Kelly (both A&M).	0.7	Benjamin Schak
35151444	6/28/2024	Correspond with B. Schak, D. Landry (Incora), and D. Fawcett (Incora) re RR claims.	0.2	Michael Scian

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**45721.00013 Comms: Debtors**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35005665	6/4/2024	Conference call with D. Coleal, D. Landry (both Incora), P. Laurinaitis and E. Ross (both PJT), C. Kelly (A&M), others re various matters.	0.8	Benjamin Schak
35038585	6/11/2024	Conference with D. Coleal, D. Landry, R. Carney (all Incora), P. Laurinaitis and J. O'Connell and others from PJT, and other advisors.	0.3	Benjamin Schak
35060767	6/14/2024	Discuss various matters with D. Landry (Incora).	0.4	Benjamin Schak
35152178	6/25/2024	Multiple calls with D. Landry (Incora) re various matters.	0.5	Benjamin Schak
35154703	6/25/2024	Coordinate re call with management.	0.1	Daniel Porat
35151742	6/27/2024	Discuss various matters with D. Landry (Incora) (.3); conference with D. Coleal and D. Landry (both Incora), P. Laurinaitis and E. Ross (both PJT), B. Cejka and C. Kelly (both A&M), A. Deknatel (Quinn), A. Leblanc and S. Khalil re various matters (.7).	1.0	Benjamin Schak
35315215	6/27/2024	Call with D. Coleal and D. Landry (both Incora), P. Laurinaitis and E. Ross (both PJT), B. Cejka and C. Kelly (both A&M), A. Deknatel (Quinn), A. Leblanc and B. Schak re case status.	0.7	Samuel A. Khalil
35315222	6/27/2024	Call with D. Coleal and D. Landry (both Incora), P. Laurinaitis and E. Ross (both PJT), B. Cejka and C. Kelly (both A&M), A. Deknatel (Quinn), S. Khalil, and B. Schak re case matters.	0.7	Andrew M Leblanc
35315416	6/28/2024	Correspond with Company re hearing outcome.	1.2	Andrew M Leblanc

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**45721.00014 Comms: Secured Creditors**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35005332	6/4/2024	Discuss various matters with S. Massman (DPW).	0.4	Benjamin Schak
35038622	6/11/2024	Discuss various matters with S. Massman (DPW).	0.2	Benjamin Schak
35060779	6/14/2024	Conference with S. Massman (DPW) re various matters.	0.1	Benjamin Schak
35104827	6/20/2024	Calls with DPW re scheduled confirmation hearing, plan, and related issues.	0.4	Daniel Porat
35154448	6/24/2024	Correspond with DPW re ongoing negotiations.	0.2	Daniel Porat
35151825	6/27/2024	Call S. Massman (DPW) re communications with 1L advisors.	0.1	Benjamin Schak

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**45721.00015 Comms: Unsecured Creditors**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35004506	6/7/2024	Conference with L. Marinuzzi, T. Foudy, R. Ferraioli (each MoFo), others re various matters.	0.3	Benjamin Schak
35060166	6/14/2024	Conference with UCC advisors re various matters.	0.1	Benjamin Schak
35315015	6/20/2024	Call with UCC counsel and D. Porat re confirmation.	0.5	Hannah A. Blazek
35152004	6/28/2024	Attend weekly conference call with L. Marinuzzi, T. Foudy (both MoFo), others.	0.2	Benjamin Schak

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**45721.00017 Customers**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35005443	6/4/2024	Call D. Landry (Incora) re Northrop.	0.3	Benjamin Schak
35038592	6/10/2024	Discuss specific customer with C. Fendrych.	0.2	Benjamin Schak
35651873	6/10/2024	Discuss specific customer with B. Schak.	0.2	Charlie Fendrych
35152120	6/26/2024	Discuss specific customer contract and relationship with D. Landry (Incora) and C. Fendrych (.3); same, with C. Fendrych and B. Loveland (WCPHD) (.2).	0.5	Benjamin Schak
35315188	6/26/2024	Attend call with D. Landry (Incora) and B. Schak re certain customer contract and relationship (.3); call re same with B. Schak and B. Loveland (WCPHD) (.2).	0.5	Charlie Fendrych

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**45721.00018 DIP Financing and Cash Collateral**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
34989997	6/6/2024	Follow up re DIP extension and maturity.	0.1	Maxwell Unterhalter
35651861	6/10/2024	Review DIP amendment.	0.3	Maxwell Unterhalter
35038591	6/13/2024	Review maturity (.3); plan requirements and FSN alternative (.5).	0.8	Dennis F. Dunne
35060853	6/14/2024	Correspond with M. Brod re replacement DIP (.1); discuss same with S. Charest (.2).	0.3	Benjamin Schak
35198849	6/14/2024	Research in relation to DIP Notes indenture.	0.5	Nicholas Kunz
35131697	6/24/2024	Revise extension amendment.	0.5	Nathaniel Bachelis
35138579	6/26/2024	Review issues re DIP amendment.	0.1	Maxwell Unterhalter
35138725	6/27/2024	Review amendment to DIP NPA (.6); revise same (.7).	1.3	Maxwell Unterhalter
35138822	6/28/2024	Revise amendment documentation (.3); correspond with N. Bachelis re same (.1).	0.4	Maxwell Unterhalter

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**45721.00019 Emergence**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35651938	6/6/2024	Review markup of LLC Agreement.	0.1	Benjamin Schak
35065814	6/10/2024	Review materials re emergence workstreams (.5); correspond with W. Carneiro re status of same (.3).	0.8	Daniel Porat
35651936	6/10/2024	Review plan supplement re new directors.	0.2	Benjamin Schak
35038613	6/11/2024	Discuss emergence workstreams with B. Cejka, C. Kelly, A. Prentice (all A&M), D. Porat.	0.6	Benjamin Schak
35065499	6/11/2024	Correspond with D. Felipe re certain emergence workstream (.1); review follow up (.1).	0.2	Daniel Porat
35651934	6/11/2024	Review list of new directors for Plan Supplement.	0.2	Benjamin Schak
35065969	6/13/2024	Correspondence re emergence workstreams.	0.1	Daniel Porat
35651940	6/14/2024	Correspond with J. Anderson re LLC Agreement.	0.1	Benjamin Schak
35053695	6/17/2024	Correspond with DPW re registration process (.5); correspond with D. Felipe re same (.3).	0.8	Paul Denaro
35105464	6/17/2024	Correspond with tax team re certain emergence issues.	0.3	Daniel Porat
35191632	6/27/2024	Corres. with N. Kunz re DIP indentures	0.8	James McIntyre
35651942	6/27/2024	Correspond with J. Anderson, R. Aymard re issue related to post-emergence board (.1); correspond with D. Landry (Incora) re Board appointment (.1); discuss same with D. Landry (Incora) (.1).	0.3	Benjamin Schak



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**45721.00020 Employee Issues**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35003923	6/3/2024	Review Hernandez settlement motion.	0.2	Benjamin Schak
35652035	6/20/2024	Revise Hernandez 9019 motion.	0.3	Charlie Fendrych
35652037	6/24/2024	Correspond with I. Taylor-Kamara re 9019 cites.	0.3	Charlie Fendrych
35152040	6/28/2024	Review all-employee communication.	0.3	Benjamin Schak
35315422	6/28/2024	Revise Company communications to employees.	0.8	Samir Vora

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**45721.00021 Financing and Factoring**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
34962728	6/3/2024	Call with C. Fleck re mandatory converts (.3); call with M. Rivkin re takeback notes issue (.3).	0.6	Stephen Charest
35014192	6/3/2024	Review exit financing issues (.1); correspond with FRG team re same (.1).	0.2	Daniel Porat
35651868	6/3/2024	Coordinate objection deadline notice with Haynes & Boone	0.3	Nicholas Kunz
35667378	6/3/2024	Review convertible notes (.6); comment on same (.2).	0.8	Nathaniel Bachelis
35004672	6/4/2024	Review convertible indenture and comments (1.0); correspondence with Milbank team re same (.5).	1.5	Casey Fleck
34989990	6/5/2024	Follow up re status (.3); review KYC items (.2).	0.5	Maxwell Unterhalter
35005263	6/5/2024	Review indenture reports (.4); correspondence with various parties re same (.6).	1.0	Casey Fleck
35008820	6/5/2024	Review Milbank team correspondence re certain KYC matters (.3); respond to same (.2).	0.5	Aiden Qiao
35667380	6/5/2024	Review proposed ABL terms (.7); correspond with C. Fleck re same (.2).	0.9	Nathaniel Bachelis
34989918	6/6/2024	Follow up re ABL and exit indentures.	0.4	Maxwell Unterhalter
34995902	6/6/2024	Review emails re KYC matters (.3); correspond with Milbank team re same (.2).	0.5	Aiden Qiao
35014171	6/6/2024	Correspond with company and co-advisor re exit financing issues.	0.1	Daniel Porat
35667382	6/6/2024	Further review proposed ABL terms (.8); correspond with M. Unterhalter re same (.3).	1.1	Nathaniel Bachelis
34989994	6/7/2024	Further review emails re ABL and exit indentures.	0.5	Maxwell Unterhalter
35002908	6/7/2024	Revisions to Incora takeback indenture (1.0); discussion with B. Schak (.4); calls to tax (.5).	1.9	Stephen Charest
35014229	6/7/2024	Review correspondence re financing documents.	0.1	Daniel Porat
34996443	6/10/2024	Review correspondence re KYC.	0.8	Aiden Qiao
35002942	6/10/2024	Call M. Rivkin on Incora indenture.	0.2	Stephen Charest
35038574	6/10/2024	Correspond with finance team re KYC.	0.1	Benjamin Schak
35041448	6/10/2024	Discuss proposed ABL terms (1.2); discuss exit indenture (1.0).	2.2	Nathaniel Bachelis
35050000	6/10/2024	Review exit indenture status (.4); correspondence and calls covering same (.3).	0.7	Maxwell Unterhalter
35030519	6/11/2024	Review correspondence re KYC.	1.0	Aiden Qiao
35050178	6/11/2024	Review and revise exit indenture (.5); correspond with internal team re covering status and markup (.6).	1.1	Maxwell Unterhalter
35667384	6/11/2024	Provide comments to proposed ABL terms (.3); review exit indenture markup (.4); correspond with M. Unterhalter re same (.1).	0.8	Nathaniel Bachelis
35033872	6/12/2024	Review correspondence (1.0); discussion with team re workstream (.3); review precedents (.2).	1.5	Aiden Qiao
35050004	6/12/2024	Review exit indenture (.6); discuss schedules and ancillary documentation for indenture and other exit facilities with internal team (1.4).	2.0	Maxwell Unterhalter
35035848	6/13/2024	Review precedents (.8); discussion about workstreams (.7).	1.5	Aiden Qiao
35049957	6/13/2024	Review schedules and ancillary documentation.	1.0	Maxwell Unterhalter
35066046	6/13/2024	Review case updates.	0.1	Daniel Porat

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**45721.00021 Financing and Factoring**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35050071	6/14/2024	Discuss schedules and security documentation.	0.4	Maxwell Unterhalter
35085575	6/17/2024	Attend internal meeting re workstreams (.2); review correspondence re same (.6).	0.8	Aiden Qiao
35088436	6/17/2024	Review perfection certificate (.6) and materials (.2).	0.8	Maxwell Unterhalter
35094996	6/17/2024	Draft ancillary documents.	3.7	Joseph Ledereich
35086707	6/18/2024	Review proposed ABL terms (.3); call with M. Unterhalter re exit indenture (.2); correspond with M. Unterhalter re schedules (.3); call with same re same (.2).	1.0	Nathaniel Bachelis
35088447	6/18/2024	Correspond with N. Bachelis re draft certificate and schedules (.1); call with same re same (.2); call with same re exit indenture (.2).	0.5	Maxwell Unterhalter
35314701	6/18/2024	Revise perfection certificate.	0.4	Nicholas Kunz
35314705	6/18/2024	Review perfection certificate (.3); revise same (.2); correspond with N. Bachelis re same (.3).	0.8	Aiden Qiao
35315081	6/20/2024	Correspond with UCC re confirmation hearing.	0.2	Daniel Porat
35088358	6/21/2024	Revise perfection certificate (.3); review internal correspondence re status of certain deliverables (.1).	0.4	Maxwell Unterhalter
35315119	6/21/2024	Review precedent DIP extension agreements.	0.4	Nicholas Kunz
35138569	6/24/2024	Review exit indenture (.2); revise same (.4).	0.6	Maxwell Unterhalter
35582864	6/24/2024	Correspond with Milbank team and DPW team re DIP extension amendment.	0.1	Joseph Ledereich
35124553	6/25/2024	Draft perfection certificate (1.8); correspond with N. Kunz re same (.4).	2.2	Aiden Qiao
35138559	6/26/2024	Review status on exit matters.	0.1	Maxwell Unterhalter
35138667	6/27/2024	Revise exit documentation.	0.4	Maxwell Unterhalter
35181271	6/27/2024	Review DTC eligibility for convertible notes.	1.3	Stephen Charest
35315237	6/28/2024	Review precedent re DIP Notes documented as indentures.	0.6	Nicholas Kunz
35154533	6/30/2024	Review DIP issues.	0.1	Daniel Porat

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**45721.00023 General Case Strategy**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35004522	6/3/2024	Attend team meeting.	0.2	Benjamin Schak
35008701	6/3/2024	Attend Milbank FRG team meeting.	0.2	Charlie Fendrych
35038991	6/3/2024	Attend FRG team meeting.	0.2	James McIntyre
35198741	6/3/2024	Attend FRG team meeting re matter updates (.2); correspond with B. Schak re open items re same (.1).	0.3	Daniel Porat
35198743	6/3/2024	Attend FRG team meeting re matter updates.	0.2	Russell Spivak
35580234	6/3/2024	Incora team meeting.	0.2	Stephen Charest
35651867	6/3/2024	Attend team meeting (.2); follow-up matters re same (.5).	0.7	Nicholas Kunz
35006770	6/5/2024	Attend team meeting re matter update (.1); follow up correspondence with various members of Milbank team re same (.4).	0.5	Rupsha Basu
35007855	6/5/2024	Attend Milbank team meeting (.1); follow up correspondence re same (.4).	0.5	Nicholas Kunz
35014170	6/5/2024	Internal meeting re status of cases.	0.1	Daniel Porat
35580240	6/5/2024	Incora team meeting.	0.1	Stephen Charest
35014150	6/6/2024	Review correspondence with co-advisors re case strategy.	0.1	Daniel Porat
35004719	6/7/2024	Conduct team meeting.	0.3	Benjamin Schak
35005739	6/7/2024	Conference with Milbank team re work in progress.	0.3	Michael Scian
35198786	6/7/2024	Attend team meeting re matter update.	0.3	Rupsha Basu
35651870	6/7/2024	FRG team meeting.	0.3	James McIntyre
35038637	6/10/2024	Conduct Milbank team meeting.	0.2	Benjamin Schak
35060417	6/10/2024	Conference with Milbank team re work in progress.	0.1	Michael Scian
35066520	6/10/2024	Review correspondence with co-advisors re general strategy (.1); review materials re same (.2).	0.3	Daniel Porat
35198806	6/10/2024	Attend FRG team meeting.	0.2	James McIntyre
35198814	6/10/2024	Participate in weekly team meeting regarding status, next steps in matter	0.2	Russell Spivak
35580244	6/10/2024	Incora team meeting.	0.1	Stephen Charest
35038571	6/11/2024	Discuss various matters with D. Porat (.3); correspondence re same with S. Khalil (.3).	0.6	Benjamin Schak
35065384	6/11/2024	Review issues re general strategy and related correspondence (.2); correspond with B. Schak re same (.3); call with A&M re strategy and case issues (.5).	1.0	Daniel Porat
35060062	6/12/2024	Review docket and update Milbank team re relevant filings.	0.2	Michael Scian
35060318	6/14/2024	Team meeting re status and workstreams.	0.3	Benjamin Schak
35060430	6/14/2024	Conference with Milbank team re work in progress.	0.4	Michael Scian
35064144	6/14/2024	Draft docket update (.3); participate in FRG team meeting (.5).	0.8	James McIntyre
35064228	6/14/2024	Prepare for (.2) and participate in (.3) team meeting re matter update.	0.5	Rupsha Basu
35198848	6/14/2024	Attend team meeting.	0.5	Nicholas Kunz
35102767	6/17/2024	Prepare for (.3) and attend (.2) team meeting re matter update.	0.5	Rupsha Basu
35103490	6/17/2024	Conference with Milbank team re work in progress.	0.2	Michael Scian

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**45721.00023 General Case Strategy**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35105707	6/17/2024	Prepare for (.3) and attend (.2) team meeting; correspond with M. Brod re case strategy (.4); analyze approaches re same (.7).	1.6	Daniel Porat
35109561	6/17/2024	Attend team meeting (.2); prepare for same (.2).	0.4	Nicholas Kunz
35123881	6/17/2024	Attend FRG team meeting.	0.2	James McIntyre
35314615	6/17/2024	Participate in bi-weekly team meeting re status of matter.	0.2	Russell Spivak
35580268	6/17/2024	Attend FRG team meeting (partial).	0.1	Stephen Charest
35105248	6/18/2024	Correspond with team re open workstreams (.7); analyze related issues (.5).	1.2	Daniel Porat
35105501	6/19/2024	Analyze case strategy (.6); internal correspondence re same (.4); correspond with PJT re same (.4).	1.4	Daniel Porat
35105098	6/20/2024	Correspond with internal team re strategy (.6); review PJT analysis (.2); review related correspondence re case issues (.3).	1.1	Daniel Porat
35105026	6/21/2024	Attend team meeting re matter update (.1); review correspondence re same (.2); prepare for same (.2).	0.5	Rupsha Basu
35105806	6/21/2024	Prepare for (.1) and attend (.1) internal meeting re status of cases; prepare for same (.1).	0.3	Daniel Porat
35123994	6/21/2024	Attend FRG team meeting (.1); draft docket update (.2).	0.3	James McIntyre
35315118	6/21/2024	Attend team meeting re case updates.	0.1	Nicholas Kunz
35315125	6/21/2024	Attend team call re status of cases.	0.1	Russell Spivak
35150987	6/24/2024	Conference with Milbank team re work in progress.	0.3	Michael Scian
35153714	6/24/2024	Prepare for (.3) and attend (.3) internal meeting re status of cases; correspond with B. Schak re case strategy issues (.2).	0.8	Daniel Porat
35153826	6/24/2024	Prepare for (.2) and attend (.3) team meeting re matter update.	0.5	Rupsha Basu
35157043	6/24/2024	Attend team meeting (.3); prepare for same (.2).	0.5	Nicholas Kunz
35190930	6/24/2024	FRG team meeting	0.4	James McIntyre
35153975	6/25/2024	Correspond with team re case strategy issues (.6); correspond with B. Schak re same (.2); review RSA re case issues.	0.8	Daniel Porat
35151475	6/26/2024	Conference with Milbank team re work in progress (.5); review docket re material filings (.1); update Milbank team re same (.2).	0.8	Michael Scian
35151902	6/26/2024	Prepare for (.2) and attend (.5) meeting re workstreams and case status.	0.7	Benjamin Schak
35154571	6/26/2024	Attend team meeting re matter update.	0.5	Rupsha Basu
35193855	6/26/2024	Prepare for (.1) and attend (.5) FRG team meeting.	0.6	James McIntyre
35315198	6/26/2024	Internal meeting re status of cases (.5); correspond with FRG team re strategy issues (.5); correspond with B. Schak re same (.1).	1.1	Daniel Porat
35151161	6/28/2024	Conference with Milbank team re work in progress.	0.2	Michael Scian
35152060	6/28/2024	Attend team meeting re case updates.	0.2	Benjamin Schak
35193249	6/28/2024	FRG team meeting	0.2	James McIntyre
35315231	6/28/2024	Attend team meeting re matter update.	0.2	Rupsha Basu
35315233	6/28/2024	Attend internal team call led by B. Schak.	0.2	Charlie Fendrych

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**45721.00025 Hearings and Court Communications**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35004599	6/3/2024	Attend adversary proceeding.	8.6	Benjamin Schak
35012800	6/3/2024	Attend adversary proceeding (partial).	5.0	Hannah A. Blazek
35049317	6/3/2024	Attend P. Healy testimony (partial).	5.0	Samir Vora
35198735	6/3/2024	Attend hearing on bondholder litigation (1.9); draft correspondence re same (.4); review certain exhibits presented at trial (.7)	3.0	Samuel A. Khalil
35580236	6/3/2024	Review P. Healy (HHR) cross-examination and testimony (.7); review joint defense arguments and case law (.4); review next steps with trial (.3).	1.4	Dennis F. Dunne
35198749	6/4/2024	Review witness transcripts and testimony.	0.7	Dennis F. Dunne
35004454	6/5/2024	Attend trial.	7.2	Benjamin Schak
35013286	6/5/2024	Attend adversary proceeding (partial).	7.2	Hannah A. Blazek
35049266	6/5/2024	Attend hearing (partial) (6.7); draft summary re same for internal team (.5).	7.2	Samir Vora
35198757	6/5/2024	Attend hearing re bondholder litigation.	6.2	Samuel A. Khalil
35012167	6/6/2024	Attend adversary proceeding (partial).	4.5	Hannah A. Blazek
35049184	6/6/2024	Attend (partial) hearing (1.5); prepare for internal meeting re same (.5).	2.0	Samir Vora
35198776	6/6/2024	Prepare for (.6) and attend (5.3) hearing on bondholder litigation.	5.9	Samuel A. Khalil
35867270	6/6/2024	Attend trial.	5.3	Benjamin Schak
35004697	6/7/2024	Correspond with D. Landry (Incora) re recent hearings.	0.1	Benjamin Schak
35049051	6/14/2024	Participate in Incora hearing (1.3); post-trial briefing (.5); finalize Rs & Os (.4); review hearing notes with internal team (.3).	2.5	Samir Vora
35060810	6/14/2024	Dial in to conference re trial record (1.2); draft internal emails re same (.2).	1.4	Benjamin Schak
35867268	6/14/2024	Prepare for (.5) and attend (1.6) hearing re noteholder litigation; review prior hearing transcript re same (1.2).	3.3	Samuel A. Khalil
35103091	6/17/2024	Revise exclusivity motion CNO.	0.2	Rupsha Basu
35103970	6/18/2024	Correspond with Milbank and HB teams re pre-trial conference.	0.3	Rupsha Basu
35083321	6/20/2024	Review issues for Monday's hearing (.5); review factual allegations re same (.4); review potential status conference and case update (.3).	1.2	Dennis F. Dunne
35093542	6/21/2024	Review 1L request for status conference and report to court (.3); correspond with A. Leblanc re same (.3); review FSN report (.2).	0.8	Dennis F. Dunne
35104147	6/24/2024	Attend closing arguments (4.7); review record re Judge Isgur factual characterizations of closing sequencing and obligations (.6); review issues for tomorrow's argument (.6).	5.9	Dennis F. Dunne
35159688	6/24/2024	Attend closing arguments in adversary proceeding (partial).	7.0	Hannah A. Blazek
35315156	6/24/2024	Attend closing argument.	7.1	Samuel A. Khalil
35315158	6/24/2024	Attend hearing re closing arguments in Wesco trial (partial).	6.5	Andrew M Leblanc
35315162	6/24/2024	Attend closing arguments and related sidebars (10.0); summarize afternoon arguments for team (.5).	10.5	Benjamin Schak
35315164	6/24/2024	Attend closing argument and sidebars.	9.1	Samir Vora

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35697352	6/24/2024	Attend adversary proceeding closing arguments.	2.6	James McIntyre
35116474	6/25/2024	Review closing arguments (1.8); review Judge Isgur comments (.9); review remedies (1.1).	3.8	Dennis F. Dunne
35154144	6/25/2024	Virtually attend hearing (partial) (1.6); coordinate re hearing (.2).	1.8	Daniel Porat
35159664	6/25/2024	Attend closing arguments in adversary proceeding (partial).	6.1	Hannah A. Blazek
35315168	6/25/2024	Oral argument re hearing (6.1); review transcript re prior hearing re same (1.3).	7.4	Samuel A. Khalil
35315170	6/25/2024	Attend (partial) hearing re Wesco (7.4); correspond with Company re same (.4).	7.8	Andrew M Leblanc
35315172	6/25/2024	Attend hearing and sidebars (8.9); correspond with D. Dunne, S. Kirpalani (Quinn), others re same (.3).	9.2	Benjamin Schak
35315175	6/25/2024	Attend closing arguments (8.9); prepare for same (.5).	9.4	Samir Vora
35697354	6/25/2024	Attend adversary proceeding closing arguments.	0.5	James McIntyre
35123296	6/26/2024	Attend hearing (1.4); review next steps regarding additional briefing, oral rulings, and timeline (.3); correspond with S. Kirpalani (Quinn) re situation analysis (.4); review issue put to 1Ls (.2).	2.3	Dennis F. Dunne
35151957	6/26/2024	Attend (partial) trial and sidebars.	2.6	Benjamin Schak
35159637	6/26/2024	Attend adversary proceeding trial (partial).	4.1	Hannah A. Blazek
35315190	6/26/2024	Attend closing arguments (3.3); review caselaw re same (2.8).	6.1	Samuel A. Khalil
35315194	6/26/2024	Prepare for (.7) and attend (4.3) hearing on Incora trial.	5.0	Andrew M Leblanc
35315203	6/26/2024	Attend (partial) closing arguments.	3.5	Samir Vora
35582868	6/26/2024	Virtually attend (partial) hearing (2.0); review issues re litigation re same (.4); correspond with local counsel re hearing (.2); coordinate re preparation of notice re same (.2).	2.8	Daniel Porat
35651952	6/26/2024	Draft notice of rescheduled confirmation hearing (.2); coordinate with FRG team re same (.2).	0.4	Rupsha Basu
35697356	6/26/2024	Attend adversary proceeding closing arguments (partial).	1.7	James McIntyre



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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35003951	6/3/2024	Draft settlement motion re Arrow proceeding (2.3); discuss resolutions re 2022 transaction with K. Wright, various attorneys at QE (.5).	2.8	Benjamin Schak
35013749	6/3/2024	Review C. Hanson and E. Fly's legal drafting re plan confirmation 9019 settlement (2.0); provide comments re the same (.5); research case law and prior filings re 9019 settlements (2.2); correspond with C. Hanson re outline of brief (.3); review Arrow settlement documents (.8); draft release language for Arrow settlement filing (1.0); correspond with B. Schak re the same (.2); edit settlement documents with B. Schak's edits (.6); correspondence with R. Kim and C. Hanson re confirmation briefing (.5); correspondence with B. Schak re the same (.3); correspond with S. Vora and D. Landry (Incora) re Arrow settlement (.3); update calendaring of adversary proceeding (.2).	8.9	Hannah A. Blazek
35005294	6/4/2024	Revise Arrow settlement motion (.3); distribute same to various parties (.1); summarize yesterday's trial for internal team (.3); discuss re same with S. Vora (.2).	0.9	Benjamin Schak
35014137	6/4/2024	Review updates re trial.	0.1	Daniel Porat
34983955	6/5/2024	Review M. Rule testimony and rebuttal arguments (.6); review upcoming experts and reports (.3).	0.9	Dennis F. Dunne
35004627	6/5/2024	Review opinion re privilege.	0.2	Benjamin Schak
35014255	6/5/2024	Review update re motion to compel (.1); review pleading re Arrow adversary (.1).	0.2	Daniel Porat
35003793	6/6/2024	Attend M&C re discovery and briefing (partially).	0.3	Benjamin Schak
35005382	6/6/2024	Review expert witness reports and testimony (1.2); review Judge Isgur remarks at conclusion (.2); review timing and risks (.3).	1.7	Dennis F. Dunne
35004062	6/7/2024	Correspond re discovery re plan.	0.2	Benjamin Schak
35012068	6/7/2024	Review revised legal research and drafting from C. Hanson and E. Fly related to confirmation briefing (1.7); correspond with C. Hanson re the same (.6).	2.3	Hannah A. Blazek
35049120	6/10/2024	Review post-trial summary.	2.7	Samir Vora
35028669	6/11/2024	Research standard for responding to requests for admissions in the 5th circuit (1.5); correspond with H. Blazek re same (.1); research further re same (1.2); compile addresses of relevant parties for discovery purposes (1.1).	3.9	Elizabeth Fly
35038572	6/11/2024	Review QE draft of post-trial brief.	1.2	Benjamin Schak
35039189	6/11/2024	Review RFPs from FSN Group (.4); conference with B. Schak, S. Vora, and H. Blazek re same (1.2); correspond with H. Blazek re same (.6); draft responses and objections re same (4.9).	7.1	Riah Kim
35049259	6/11/2024	Review confirmation discovery (.5); revise post-trial briefing (3.6); calls (cumulative) with R. Kim, B. Schak, H. Blazek re same (1.5); provide comments thereon (.4).	6.0	Samir Vora
35062626	6/11/2024	Review 24/26 RFPs (2.2); draft initial first steps for discovery (.9); send to R. Kim (.2); call with B. Schak, R. Kim, and S. Vora re same (1.2); review E. Fly's research (.7); organize discovery workstreams after the call (2.4); draft discovery emails to PJT and A&M (1.1); correspond with R. Spivak, J. McGuire, M. Brumfield, C. Fendrych, and Haynes & Boone re same (1.6); review revised research from E. Fly (.4).	10.7	Hannah A. Blazek



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35066793	6/11/2024	Correspond with internal team re discovery issues (.2); review files re related (.2).	0.4	Daniel Porat
35039196	6/12/2024	Draft responses and objections to RFPs and RFAs from 2024/2026 Noteholder Group (7.1); conference with A&M re document requests (1.1); conference with PJT re document requests (.4); conference with R. Spivak and H. Blazek re responses and objections to RFAs (.5).	9.1	Riah Kim
35044875	6/12/2024	Correspond with H. Blazek re upcoming project and data collection.	0.3	James McGuire
35045599	6/12/2024	Review hearing transcripts re noteholder litigation (1.9); review caselaw research re equitable subordination (2.7).	4.6	Samuel A. Khalil
35049320	6/12/2024	Review confirmation discovery (1.6); review post-trial briefing (3.5).	5.1	Samir Vora
35054031	6/12/2024	Compile email addresses and domains of relevant parties for production purposes (1.5); retrieve pertinent documents for litigation team (.4); correspond with local counsel and litigation team re standard of responding to RFAs (.7); search documents for critical vendor list (1.4); attend call with A&M re RFAs (1.0); attend call with PJT re RFAs (.5).	5.5	Elizabeth Fly
35062648	6/12/2024	Correspond with C. Fendrych and R. Kim re FSN discovery (.7); partially attend call with A&M re same (.5); attend call with PJT re same (1.1); call with R. Spivak re RFA answers with R. Kim (.5); correspond with E. Fly and R. Kim re answers to RFAs (.9); draft search parameters for the 31 RFPs (4.8); draft responses and objections for FSNs RFPs with R. Kim (5.8); draft answers to RFAs with R. Kim (3.2); correspond with R. Kim and team re production next steps (.8).	18.3	Hannah A. Blazek
35068598	6/12/2024	Review responses and objections to plan confirmation requests for discovery (.8); correspond with H. Blazek, R. Kim re onboarding to plan confirmation discovery workstream (.1).	0.9	Meredith Brumfield
35697348	6/12/2024	Review updates re settlement conversations (.3); review prior constructs, offers and weighted probability outcomes (.5); review ways to bridge the gap (.3); review next steps with closing arguments, trial, and holdback plan (.4).	1.5	Dennis F. Dunne
35039213	6/13/2024	Draft responses and objections to requests for production from 2024/2026 Noteholder Group (3.3); conference with Z. Russell (Quinn Emanuel), K. Hershey (Quinn Emanuel), A. Roytenberg (Quinn Emanuel), M. Brumfield, E. Fly re same (.5); conference with R. Spivak, H. Blazek, M. Brumfield re same (.3); coordinate document production to 2024/2026 Noteholder group (1.8).	5.9	Riah Kim
35043852	6/13/2024	Request and coordinate the collection of emails and other data from Milbank attorneys with IT.	0.7	James McGuire
35048468	6/13/2024	Correspond with M. Grant, N. Bachelis, K. Wright re 2022 transaction (.1); correspond with S. Vora re FSN discovery requests and certain PJT documents (.2); review post-trial brief (2.0).	2.3	Benjamin Schak
35049121	6/13/2024	Review and comment on post-trial brief (.5); review hearing day summaries (1.9); review confirmation discovery (1.1).	3.5	Samir Vora
35049999	6/13/2024	Review Q.E. inquiries.	0.2	Maxwell Unterhalter
35054444	6/13/2024	Proof Rs & Os to RFPs and RFAs (1.6); attend call with Quinn Emanuel re RFP/RFAs (.8); attend internal Milbank call re same (.8); proof Rs & Os for a second time (1.0).	4.2	Elizabeth Fly

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35062491	6/13/2024	Prepare for (.2) and attend (.3) call with R. Spivak and R. Kim re RFA responses; correspond with S. Vora and R. Kim re Rs & Os (.6); draft correspondence to S. Khalil re FSN discovery (.7); further correspondence re same (.6); correspondence with Jim re email pull for FSN discovery (.8); update search parameters with updates from calls (1.0); correspond further with PJT re documents in response to FSN RFPs (.9); review B. Schak's comments to the Rs & Os (.6); correspond with R. Kim re the same (.2); continue drafting confirmation brief (5.3).	11.2	Hannah A. Blazek
35068725	6/13/2024	Call with Quinn Emanuel re plan confirmation discovery (.4); call with R. Spivak re plan confirmation discovery (.3).	0.7	Meredith Brumfield
35667386	6/13/2024	Correspond with M. Grant, B. Schak, and K. Wright re certain timing questions re original transaction (.4); review same (.6); draft response re same (.3).	1.3	Nathaniel Bachelis
35041476	6/14/2024	Review the original transaction re timing and status.	1.3	Nathaniel Bachelis
35043933	6/14/2024	Organize raw data for processing (3.0); process documents internally to extract metadata and enable text-based searching (1.5).	4.5	James McGuire
35048549	6/14/2024	Review Judge Isgur's status conference comments (.3); review specific confirmation issues and applicability and case law (.8); review next steps re trial, closing, and settlement (.3).	1.4	Dennis F. Dunne
35060602	6/14/2024	Find relevant document re QE question about collateral perfection.	0.2	Benjamin Schak
35063010	6/14/2024	Correspond with R. Kim re status of discovery workstream.	0.8	Hannah A. Blazek
35066011	6/14/2024	Correspond with staff attorney coordinator re document review staffing.	0.1	Meredith Brumfield
35198844	6/14/2024	Draft responses and objections to requests for production from 2024/2026 Noteholder Group (1.7); serve re same (.6); conference with A&M re document production (.5); conference with DPW re response to plan objections (.5); draft response to plan objection (4.1); conference with E. Fly re same (.4).	7.8	Riah Kim
35681745	6/14/2024	Review prior hearing transcript re same.	3.8	Samuel A. Khalil
35044403	6/15/2024	Process documents internally to extract metadata and enable text-based searching (.9); organize and move documents from processing workspace to attorney review workspace (.6).	1.5	James McGuire
35048842	6/15/2024	Review closing brief and 510 arguments (1.2); review testimony and case support (.6); correspondence with 1Ls, Quinn, and MLLP team (.3).	2.1	Dennis F. Dunne
35049276	6/15/2024	Review of post-trial brief (.5), correspondence with internal team re same (1.0).	1.5	Samir Vora
35048764	6/16/2024	Review specific confirmation arguments (.3) and evidence (.2); review related case law (.4); review revisions to brief (.6); review correspondence re same (.4).	1.9	Dennis F. Dunne
35049095	6/16/2024	Correspond with Litigation team re next steps in case/litigation.	0.5	Samir Vora
35314585	6/16/2024	Organize documents for attorney review (.9); create specialized searches in Relativity for same (.8).	1.7	James McGuire
35091599	6/17/2024	Create specialized searches in Relativity for attorney review (.4); correspond with M. Brumfield re same (.1).	0.5	James McGuire

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35110309	6/17/2024	Call with H. Blazek re plan confirmation discovery (.4); coordinate logistics for plan confirmation discovery review (.2); correspond with J. McGuire re specialized searches for plan confirmation discovery (.3); correspond with S. Khalil re document collection (.1); correspond with S. Vora re same (.1); draft document review protocol for plan confirmation discovery (2.7); coordinate setup of plan confirmation discovery searches/batches (1.6).	5.4	Meredith Brumfield
35314619	6/17/2024	Analyze plan discovery issues (.7); review privilege determinations (.6); review adversary proceeding briefs (1.1); correspond with M. Brumfield re same (.1); call with H. Blazek re call with DPW (.1).	2.6	Samir Vora
35314646	6/17/2024	Draft plan discovery tasks (.6); correspond with M. Brumfield re same (.1); call with same re same (.4); correspond with D. Porat call with Davis Polk (.2); call with S. Vora re same (.1).	1.4	Hannah A. Blazek
35078519	6/18/2024	First level review of documents responsive to 2024/2026 Noteholder requests related to Plan confirmation.	3.8	Peter Kim
35078630	6/18/2024	First level review of documents responsive to 2024/2026 Noteholder requests related to Plan confirmation.	2.0	Ryan Park
35078659	6/18/2024	First level review of documents responsive to 2024/2026 Noteholder requests related to Plan confirmation.	6.5	Ivy Tang
35079843	6/18/2024	First level review of documents responsive to 2024/2026 Noteholder requests related to Plan confirmation.	7.7	Sammy Kye
35089910	6/18/2024	Review first level review instructions in preparation for second level review (.4); review UCC objection (.4); review UCC document requests i/c/w same (.1); call with M. Brumfield re second level document review (.2); conduct second level document review (1.6).	2.7	Dani Lee Sauer
35090150	6/18/2024	Review exhibits to be used at trial for oral argument (2.6); draft internal correspondence re same (1.3).	3.9	Samuel A. Khalil
35091295	6/18/2024	Create specialized searches in Relativity for attorney review (1.2); organize documents into review batches for document review team (1.3); create additional document coding choices to assist with legal team review (.8); organize additional documents into review batches for document review team (1.1); process documents received from Alvarez & Marsal and Incora to enable text-based searching by attorney review team (1.0).	5.4	James McGuire
35100023	6/18/2024	Attend call with Quinn, PJT, and D. Dunne re closing arguments.	0.7	Andrew M Leblanc
35104773	6/18/2024	Review litigation issues.	0.4	Daniel Porat
35109470	6/18/2024	Call with D. Lee Sauer re second level review of documents for production re plan confirmation (.2); call with H. Blazek to discuss onboarding reviewers (.5); lead call with first-level reviewers concerning confirmation discovery (.6); call with J. McGuire re plan confirmation discovery (.1); revise document review protocol for plan confirmation discovery (.4); coordinate setup of plan confirmation discovery searches/batches (.2); corresponds with J. McGuire re same (.1); review plan confirmation documents for production (1.4); coordinate review of documents for production re plan confirmation (1.3); correspond with staff attorneys re questions re first level plan confirmation document review (.6).	5.4	Meredith Brumfield
35123910	6/18/2024	Review post-trial briefs.	0.8	James McIntyre

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35314624	6/18/2024	Call with M. Brumfield to discuss onboarding reviewers (.5); attend call with first-level reviewers re confirmation discovery (.6); correspond with advisors re status of document productions (.3); review document production batches (.5); call with A&M re discovery (.2); correspond with Quinn Emanuel re post-trial briefs (.2); correspond with D. Porat re the same (.1).	2.4	Hannah A. Blazek
35314630	6/18/2024	Call with S. Kirpalani (Quinn), PJT, A. Leblanc re closing arguments, factual record and 510 (.7); review transcripts and record (.4).	1.1	Dennis F. Dunne
35314632	6/18/2024	First level review of documents responsive to 2024/2026 Noteholder requests related to Plan confirmation.	7.8	Liam C. Ewing
35314709	6/18/2024	Call with JDG re litigation issues (1.0); review adversary proceeding submissions (1.3).	2.3	Samir Vora
35078690	6/19/2024	Review documents responsive to 2024/2026 Noteholder requests related to Plan confirmation.	6.8	Ivy Tang
35079693	6/19/2024	Review documents responsive to 2024/2026 Noteholder requests related to Plan confirmation.	7.5	Liam C. Ewing
35079825	6/19/2024	First level review of documents responsive to 2024/2026 Noteholder requests related to Plan confirmation.	6.7	Sammy Kye
35091513	6/19/2024	Conduct second level document review.	4.0	Dani Lee Sauer
35108603	6/19/2024	Second level review of documents for production related to plan confirmation (3.8); correspond with first level reviewers re questions re plan confirmation document review (.1).	3.9	Meredith Brumfield
35314856	6/19/2024	Review post-trial briefing in adversary proceeding.	0.9	Samir Vora
35082393	6/20/2024	Correspond re research in connection with adversary proceeding ruling (1.3); conduct research re same (2.2).	3.5	Jordyn Paperny
35083618	6/20/2024	First level review of documents responsive to 2024/2026 Noteholder requests related to Plan confirmation.	6.5	Peter Kim
35083632	6/20/2024	First level review of documents responsive to 2024/2026 Noteholder requests related to Plan confirmation.	8.8	Ivy Tang
35083748	6/20/2024	First level review of documents responsive to 2024/2026 Noteholder requests related to Plan confirmation.	7.5	Sammy Kye
35083773	6/20/2024	First level review of documents responsive to 2024/2026 Noteholder requests related to Plan confirmation.	4.0	Ryan Park
35091707	6/20/2024	Organize documents received from PJT Partners to enable text-based searching by attorney review team (.4); create specialized searches in Relativity for attorney review (.8).	1.2	James McGuire
35091719	6/20/2024	Second level document review (5.5); call with H. Blazek, R. Kim, and M. Brumfield re next steps on second level document review (.5).	6.0	Dani Lee Sauer
35102895	6/20/2024	Call with D. Lee Sauer, H. Blazek, and M. Brumfield re. next steps for second level review of outgoing production to 2024/2026 Noteholder Group (.5); review of outgoing production to 2024/2026 Noteholder Group (3.8); communicate with A&M re same (.3).	4.6	Riah Kim

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35108803	6/20/2024	Call with D. Lee, H. Blazek, R. Kim re next steps re second level plan confirmation discovery document review (.5); call with H. Blazek re plan confirmation discovery (.3); correspond with A. Prentice (A&M) re critical vendor list i/c/w plan discovery (.1); correspond with D. Porat re board minutes re same (.2); correspond with S. Vora re privileged document (.2); review documents for production re plan confirmation (2.5); coordinate document discovery re plan confirmation (1.3); correspond with staff attorneys re questions re plan confirmation discovery (.6).	5.7	Meredith Brumfield
35315017	6/20/2024	First level review of documents responsive to 2024/2026 Noteholder requests related to Plan confirmation.	7.8	Liam C. Ewing
35315026	6/20/2024	Review post-trial briefing in connection with oral argument (3.8); review slides for presentation at oral argument (2.6).	6.4	Samuel A. Khalil
35315082	6/20/2024	Correspond with H. Blazek re confirmation discovery.	0.4	Daniel Porat
35315084	6/20/2024	Review confirmation discovery privilege issues (.9); review confirmation pleadings re same (1.3); review Robertshaw decision (.8); correspond with team re same (.2).	3.2	Samir Vora
35315917	6/20/2024	Call with second-level reviewers re confirmation discovery (.7); call with M. Brumfield to discuss discovery issues (.3); call with H. Blazek, R. Kim, and D. Lee Sauer re next steps on second level document review (.5); correspond with C. Hanson re drafting declaration materials (.4); correspond with advisors and Milbank team regarding collection of discovery materials (.2); research confirmation disputes in S.D. Tex. (1.5); correspond with team re same (.2).	3.8	Hannah A. Blazek
35084643	6/21/2024	Conduct legal research re appeals and bond requirements	2.4	Julia Bok
35102996	6/21/2024	Review outgoing production to 2024/2026 Noteholder Group (7.2); correspond with A&M re same (.2).	7.4	Riah Kim
35109097	6/21/2024	Review documents for production re plan confirmation (4.4); correspond with staff attorneys re questions re plan confirmation discovery (.1); correspond with D. Porat re plan confirmation discovery (.1).	4.6	Meredith Brumfield
35315090	6/21/2024	First level review of documents responsive to 2024/2026 Noteholder requests related to Plan confirmation.	9.4	Liam C. Ewing
35315116	6/21/2024	First level review of documents responsive to 2024/2026 Noteholder requests related to Plan confirmation.	6.3	Peter Kim
35315121	6/21/2024	First level review of documents responsive to 2024/2026 Noteholder requests related to Plan confirmation.	6.7	Sammy Kye
35315123	6/21/2024	First level review of documents responsive to 2024/2026 Noteholder requests related to Plan confirmation.	3.4	Ryan Park
35315127	6/21/2024	First level review of documents responsive to 2024/2026 Noteholder requests related to Plan confirmation.	9.7	Ivy Tang
35091775	6/22/2024	Legal research re claims objection and appeal's effect on confirming chapter 11 plan.	1.4	Mason Hattam
35093592	6/22/2024	Correspond with S. Kirpalani (Quinn) re indenture language.	0.1	Benjamin Schak
35093679	6/22/2024	Review S. Kirpalani (Quinn) correspondence, closing prep, transcripts, testimony, case law and briefs from parties.	1.6	Dennis F. Dunne
35095204	6/22/2024	First level review documents responsive to 2024/2026 Noteholder requests related to Plan confirmation (1.2).	1.2	Sammy Kye
35095330	6/22/2024	First level review of documents responsive to 2024/2026 Noteholder requests related to Plan confirmation.	1.0	Ryan Park



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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35103131	6/22/2024	Correspond with J. Bok re collapsing doctrine (.2); review trial transcripts and orders re same (.8); review documents for outgoing production to 2024/2026 Noteholder Group (2.6).	3.6	Riah Kim
35315133	6/22/2024	First level review of documents responsive to 2024/2026 Noteholder requests related to Plan confirmation.	2.9	Liam C. Ewing
35315139	6/22/2024	First level review of documents responsive to 2024/2026 Noteholder requests related to Plan confirmation.	1.4	Ivy Tang
35093609	6/23/2024	Conference with S. Kirpalani (Quinn) re closing argument (.6); review factual questions, deal history, and inconsistencies in the record (.8); review briefs (.4); review prior demonstratives (.3).	2.1	Dennis F. Dunne
35093786	6/23/2024	Conference with S. Kirpalani and V. Noskov (both Quinn), D. Dunne, S. Khalil, others re preparation for closing arguments (.6); review post-trial briefing (1.2).	1.8	Benjamin Schak
35103109	6/23/2024	Conference with M. Brumfield re review of documents for production to 2024/2026 Noteholder Group.	0.2	Riah Kim
35107109	6/23/2024	Review Quinn question (.6) respond to same (.8); call with Quinn team re same (.4).	1.8	Al Pisa
35110072	6/23/2024	Second level review of documents for production related to plan confirmation (2.5); call with R. Kim re plan confirmation discovery (.2).	2.7	Meredith Brumfield
35156240	6/23/2024	Call with S. Kirpalani, V. Noskov (both Quinn), D. Dunne, B. Schak, and others re closing preparation (.6); review materials re same (.8).	1.4	Andrew M Leblanc
35315143	6/23/2024	First level review of documents responsive to 2024/2026 Noteholder requests related to Plan confirmation.	1.4	Liam C. Ewing
35315146	6/23/2024	Correspond with B. Schak re 9019 motion.	0.2	Charlie Fendrych
35134429	6/24/2024	Create specialized searches in Relativity for attorney review (.4); organize documents for attorney review (.5); process documents received from Alvarez and Marsal to enable text based (.6).	1.5	James McGuire
35152513	6/24/2024	Call with D. Lee Sauer, H. Blazek, R. Kim re plan confirmation discovery (.6); call with D. Lee Sauer re plan confirmation discovery (.1); call with H. Blazek re plan confirmation discovery (.1); call with J. McGuire re plan confirmation discovery (.2) correspond with S. Vora re plan confirmation discovery (.2); second level review of plan confirmation documents for production (2.6); coordinate plan confirmation discovery document collection and review (.6).	4.4	Meredith Brumfield
35154593	6/24/2024	Conference with M. Brumfield, D. Lee Sauer, and H. Blazek re discovery requests by 2024/2026 Noteholder Group (.6); review documents re same (7.9).	8.5	Riah Kim
35159759	6/24/2024	Correspond with B. Schak re confirmation discovery (.5); call with M. Brumfield, D. Lee Sauer, and R. Kim re same (.6); correspond with R. Kim and M. Brumfield re discovery and meet and confer (1.0); prepare for meet and confer (.8).	2.9	Hannah A. Blazek
35315150	6/24/2024	First level review of documents responsive to 2024/2026 Noteholder requests related to Plan confirmation.	3.3	Liam C. Ewing
35115720	6/25/2024	Review appeals research.	0.9	Julia Bok
35116456	6/25/2024	Review LM arguments and requests (.4); review Judge Isgur comments and possible ruling (.5).	0.9	Dennis F. Dunne

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35134454	6/25/2024	Create specialized searches in Relativity for attorney review (.3); organize documents into review batches for the legal document review team (.2).	0.5	James McGuire
35152567	6/25/2024	Meet and confer with Kobre Kim re plan confirmation discovery (.6); summarize notes from meet and confer (1.2); call with H. Blazek, R. Kim re plan confirmation discovery (.4); correspond with J. McGuire re plan confirmation discovery (.2); review correspondence with S. Vora re meet and confer (.1); second level review of documents re plan confirmation (2.8).	5.3	Meredith Brumfield
35154195	6/25/2024	Call with H. Blazek and M. Brumfield re meet and confer with 2024/2026 Noteholder Group (1.4); call with H. Blazek and M. Brumfield re same (.6); meet and confer with 2024/2026 Noteholder Group's counsel re discovery requests (.6); prepare for same (.9); review documents for outgoing production to 2024/2026 Noteholder Group (2.8).	6.3	Riah Kim
35159612	6/25/2024	Revise meet-and-confer talking points (1.5); prepare for meet-and-confer with R. Kim (1.4); attend meet-and-confer (.6); discuss next steps with R. Kim and M. Brumfield (.6); discuss the same with S. Vora (.1).	4.2	Hannah A. Blazek
35315174	6/25/2024	Prepare for UCC meet and confer re outstanding discovery (.4); revise email to UCC re discovery issues (.4).	0.8	Samir Vora
35144942	6/26/2024	Review debrief re closing arguments and Judge Isgur statements in uptier litigation in anticipation of additional research (.4); correspond with J. Bok and J. Paperny re same (.2).	0.6	Mason Hattam
35151895	6/26/2024	Discuss litigation status with D. Porat (.2); review settlement agreement re specific employee claims (.1); read Carlyle filing re waiver (.1).	0.4	Benjamin Schak
35152506	6/26/2024	Correspond with A&M re plan confirmation discovery (.1); correspond with PJT re plan confirmation discovery (.1); correspond with H. Blazek re plan confirmation discovery (.3); second level review of documents (3.7).	4.2	Meredith Brumfield
35154150	6/26/2024	Review documents for outgoing production to 2024/2026 Noteholder Group.	7.1	Riah Kim
35315199	6/26/2024	Review litigation status with B. Schak.	0.2	Daniel Porat
35134380	6/27/2024	Process documents received from Alvarez and Marsal to enable text-based searching by attorney review team (.4); create specialized searches in Relativity for attorney review (.5).	0.9	James McGuire
35151820	6/27/2024	Review correspondence re hearing (.2); debrief with P. Hughes, R. Sherald re same (.2); conference with B. Heidlage (HSG), E. Moskowitz (DPW), V. Noskov (Quinn), A. Leblanc, others re next steps in litigation (.9).	1.3	Benjamin Schak
35152832	6/27/2024	Correspond with A&M re plan confirmation discovery (.3); call with A&M re plan confirmation discovery (.3); correspond with J. McGuire re plan confirmation discovery (.2); correspond with H. Blazek re same (.2); coordinate first rolling production to Foley (.4); review first rolling production to Foley (1.3); summarize production status for litigation team (.6); second level review of documents re plan confirmation for production (3.9).	7.2	Meredith Brumfield
35154623	6/27/2024	Review documents for outgoing production to 2024/2026 Noteholder Group (.3); call with A&M re document collection (.2); review documents re same (1.6).	2.1	Riah Kim

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35315221	6/27/2024	Call with B. Heidlage (HSG), E. Moskowitz (DPW), V. Noskov (Quinn), B. Schak re litigation (.9); review correspondence re same (.5).	1.4	Andrew M Leblanc
35697358	6/27/2024	Conference with director re closing arguments and possible ruling (.4); review timing of additional briefing, ruling, confirmation (.2); review DPW and 1L position re exit post-ruling (.3); review management concerns and business updates (.4); conferences with S. Kirpalani (Quinn) re Judge Isgur questions regarding authority and various remedies (.3); review case law regarding same (.4); review settlement constructs and alternatives (.8); review PJT model and various assumptions (.7); correspond with JPM re same (.2); review losses to FSNs assuming participation in transaction (.3); review LM arguments and possible settlement solutions (.4).	4.4	Dennis F. Dunne
35134498	6/28/2024	Create specialized searches in Relativity for attorney review.	0.3	James McGuire
35152446	6/28/2024	Correspond with litigation team re first rolling production of documents to Foley (.2); second level review of documents for production re plan confirmation (1.9); conference with R. Kim re same (.2).	2.3	Meredith Brumfield
35153783	6/28/2024	Review documents for outgoing production to 2024/2026 Noteholder Group (4.5); conference with M. Brumfield re same (.2).	4.7	Riah Kim
35134494	6/29/2024	Create specialized searches in Relativity for attorney review (.8); organize documents for production to opposing party (.9); create FTP for the transfer of same (.5); upload encrypted files to secure FTP site (.5).	2.7	James McGuire
35152773	6/29/2024	Coordinate first rolling production of documents to Foley (.3); corresponds with Foley re same (.1).	0.4	Meredith Brumfield
35142593	6/30/2024	Review correspondence and concerns (.2); review methods to address with Court (.4); review S. Kirpalani (Quinn) suggestion (.3).	0.9	Dennis F. Dunne



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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
34992872	6/3/2024	Implement comments to April time entries re compliance with UST Guidelines (2.3); review time entries re same (3.4).	5.7	Ishmael Taylor-Kamara
35004971	6/3/2024	Compile final filing version of January fee statement (1.4); correspond with B. Schak, M. Brod, and R. Sherald (H&B) re filing on docket (.5); correspond with J. Finkelman-Mahoney and A. Heckman re February daynotes in accordance with UST guidelines (.1).	2.0	Michael Scian
34993137	6/4/2024	Review April time entries re compliance with UST Guidelines.	2.7	Ishmael Taylor-Kamara
34993017	6/5/2024	Review April time entries re compliance with UST Guidelines (2.2); implement comments to February comments (1.6).	3.8	Ishmael Taylor-Kamara
35005184	6/5/2024	Revise February daynotes in accordance with UST guidelines (.8); revise February fee statement (.2); correspond with M. Brod, B. Schak, M. Brumfield, H. Blazek, J. Finkelman-Mahoney, and I. Taylor-Kamara re same (.3); draft third interim fee application (3.2);	4.5	Michael Scian
35005257	6/6/2024	Conference with B. Schak re fee statements.	0.1	Michael Scian
35005494	6/6/2024	Revise narratives to third interim fee application.	2.4	Michael Scian
35651964	6/6/2024	Analyze and review Milbank timesheets for privileged information (4.2); send revised timesheets to M. Scian (.1).	4.3	Hannah A. Blazek
35005135	6/7/2024	Correspond with H. Blazek, M. Brumfield, A. Heckman, and J. Finkelman-Mahoney re February daynotes re UST guidelines (.3); revise same (.8).	1.1	Michael Scian
35048600	6/10/2024	Review certain April time entries re compliance with UST Guidelines.	2.8	Ishmael Taylor-Kamara
35060312	6/10/2024	Revise February daynotes re UST guidelines (1.6); correspond with B. Schak re same (.1); correspond with J. Finkelman-Mahoney re same (.1); correspond with B. Schak re outstanding fee statements (.1); correspond with H. Blazek and M. Brumfield re March daynotes review (.1).	2.0	Michael Scian
35061026	6/11/2024	Revise February daynotes in accordance with UST guidelines (1.2); correspond with M. Brod and B. Schak re same (.2).	1.4	Michael Scian
35048705	6/12/2024	Review certain April time entries re compliance with UST Guidelines.	2.6	Ishmael Taylor-Kamara
35048379	6/13/2024	Review conflicts question re specific bank.	0.1	Benjamin Schak
35048629	6/13/2024	Review certain May time entries re compliance with UST Guidelines.	2.8	Ishmael Taylor-Kamara
35060533	6/13/2024	Draft third interim fee application.	4.3	Michael Scian
35071594	6/13/2024	Revise fee statement.	1.3	Matt Brod
35048590	6/14/2024	Review additional May time entries re compliance with US Trustee guidelines.	3.1	Ishmael Taylor-Kamara
35060398	6/14/2024	Review Dec-Feb fee application.	0.3	Benjamin Schak
35060415	6/14/2024	Revise third interim fee application (1.6); correspond with B. Schak, D. Porat re same (.1).	1.7	Michael Scian
35071606	6/14/2024	Review Milbank fee statement.	1.5	Matt Brod
35089968	6/18/2024	Review certain May time entries re compliance with US Trustee guidelines.	2.6	Ishmael Taylor-Kamara
35104091	6/18/2024	Revise February fee statement in accordance with UST guidelines (1.2); revise third interim fee application re same (2.1); correspond with M. Brumfield and H. Blazek re privilege review re March time entries (.1).	3.4	Michael Scian

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35109753	6/18/2024	Review March fee statement re privilege.	0.8	Meredith Brumfield
35314626	6/18/2024	Review Milbank time entries for privileged information.	1.1	Hannah A. Blazek
35090018	6/20/2024	Review June time entries re compliance with US Trustee guidelines.	3.1	Ishmael Taylor-Kamara
35103795	6/20/2024	Revise February fee statement (.8); prepare filing version re same (.3); revise third interim fee application (1.6); correspond with B. Schak and D. Porat re same (.1); revise March time entries in accordance with UST guidelines (.9); correspond with M. Brod, B. Schak, and J. Finkelman-Mahoney re same (.2); revise April time entries in accordance with UST guidelines (2.1).	6.0	Michael Scian
35090186	6/21/2024	Review June time entries re compliance with US Trustee guidelines.	2.9	Ishmael Taylor-Kamara
35151483	6/24/2024	Revise Milbank April time entries in accordance with UST guidelines.	3.1	Michael Scian
35151114	6/25/2024	Revise Milbank April time entries in accordance with UST guidelines (3.6); revise Milbank third interim fee application (1.7); correspond with B. Schak re same (.1).	5.4	Michael Scian
35152169	6/26/2024	Review March time entries re compliance with UST guidelines.	0.4	Benjamin Schak
35135371	6/27/2024	Review certain May time entries re compliance with US Trustee guidelines (2.4); implement attorney comments to April time entries re same (1.7).	4.1	Ishmael Taylor-Kamara
35151633	6/27/2024	Review February fee statement (.2); review interim fee application (.1).	0.3	Benjamin Schak
35136089	6/28/2024	Review May time entries re compliance with US Trustee guidelines (1.4); implement attorney comments to April time entries re same (1.9).	3.3	Ishmael Taylor-Kamara
35151182	6/28/2024	Revise Milbank April time entries in accordance with UST guidelines (2.3); correspond with J. Finkelman-Mahoney re same (.1); correspond with same re third interim fee application (.1); correspond with C. Fendrych re March time entries in accordance with UST guidelines (.1).	2.6	Michael Scian

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35651954	6/2/2024	Review standing motion (.3); plan objection re settlements (.4); research re settlement as part of plan (2.1); draft reply re objection to settlement (2.4).	5.2	Chase Hanson
35014280	6/3/2024	Discuss plan objection with Milbank team.	0.1	Daniel Porat
35651960	6/3/2024	Conference with H. Blazek re confirmation brief (.5); research re 9019 settlements (1.9); draft section of confirmation brief re same (1.6).	4.0	Chase Hanson
35005697	6/4/2024	Correspond with H. Blazek re confirmation brief; correspond with J. McIntyre re TCEQ language (.1); discuss confirmation brief with H. Blazek, J. McIntyre, C. Fendrych, others (.5); analyze potential cram-up issue (.2); discuss plan structuring with E. Ross (PJT) (.5); draft background section of confirmation brief. (1.3).	2.6	Benjamin Schak
35008252	6/4/2024	Correspond with B. Schak re NG confirmation language (.1); correspond with B. Schak and J. McIntyre re TCEQ confirmation language (.2).	0.3	Charlie Fendrych
35039050	6/4/2024	Correspond with B. Schak and C. Fendrych re confirmation order (.8); confirmation brief call with FRG and Lit (.5); follow up matters re same (.2).	1.5	James McIntyre
35651956	6/4/2024	Research re releases of claims by the debtor (1.1); revise memo re Rule 9019 (.5).	1.6	Elizabeth Fly
35651958	6/4/2024	Research re 9019 settlements (1.5); draft settlement section of confirmation brief (1.5); call with H. Blazek re same (.6); revise the same with comments from H. Blazek (.4).	4.0	Chase Hanson
35651962	6/4/2024	Review precedent SDTX plans (.3); call with C. Hanson re confirmation briefing (.6); call with B. Schak and team re confirmation briefing (1.0); draft confirmation brief re 9019 settlement (5.2).	7.1	Hannah A. Blazek
34984006	6/5/2024	Review DPW mark-up to plan (.4); review timing for amendment and next steps (.2).	0.6	Dennis F. Dunne
35004698	6/5/2024	Discuss research assignment re plan structure (.3); emails re various plan supplement documents (.1); review DPW markup of plan (.2).	0.6	Benjamin Schak
35005696	6/6/2024	Review edits to reorganization plan and toggles depending on ruling.	0.8	Dennis F. Dunne
35007601	6/6/2024	Review DPW plan edits.	0.7	Charlie Fendrych
35014218	6/6/2024	Review DPW plan changes (.3); correspondence with internal team re same (.2).	0.5	Daniel Porat
35039047	6/6/2024	Review DPW plan markup.	0.2	James McIntyre
35651965	6/6/2024	Correspond with C. Hanson re briefing (.2); continue drafting confirmation brief (2.1).	2.3	Hannah A. Blazek
35651971	6/6/2024	Supplement research re 9019 settlements (1.7); draft and revise confirmation brief section re same (2.3).	4.0	Chase Hanson
35651975	6/6/2024	Review brief re 9019 settlements (.1); offered suggested edits re same (.2); researched for caselaw re entire fairness standard (3.0).	3.3	Elizabeth Fly
34991427	6/7/2024	Participate in internal team meeting re status, timing of matter.	0.3	Russell Spivak
35002232	6/7/2024	Review latest draft of Indenture as circulated with Milbank comments.	1.0	Michael Rivkin
35003936	6/7/2024	Discuss structuring precedent with C. Sun, S. Caire, S. Braden (.2); review research re same (1.2).	1.4	Benjamin Schak

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35006469	6/7/2024	Revise plan supplement.	0.7	Rupsha Basu
35014205	6/7/2024	Correspondence re plan updates.	0.1	Daniel Porat
35039011	6/7/2024	Conducted confirmation brief research.	2.0	James McIntyre
35651967	6/7/2024	Correspond with H. Blazek re confirmation brief (.2); conference with E. Fly re same (.2); revise confirmation brief after comments from H. Blazek (2.1).	2.5	Chase Hanson
35651969	6/7/2024	Conference with H. Blazek re response to plan objection.	0.2	Riah Kim
35651973	6/7/2024	Research re certain transactions in bankruptcy.	2.9	Elizabeth Fly
35006412	6/8/2024	Review possible paths in light of various rulings (.4); review 1L position re same (.2); review drafts (.3).	0.9	Dennis F. Dunne
35045250	6/10/2024	Review caselaw research re plan confirmation standards (1.8); review plan term sheet re same (1.1).	2.9	Samuel A. Khalil
35062678	6/10/2024	Revise subsidiary director list.	0.3	Rupsha Basu
35198804	6/10/2024	Create Chubb objection chart (4.1); correspond with DPW team re NG issue (.7).	4.8	Charlie Fendrych
35198808	6/10/2024	Review edits to confirmation brief.	0.6	James McIntyre
35198810	6/10/2024	Correspond with Milbank team re status of confirmation brief (.1); revise confirmation brief with rider from B. Schak (.1).	0.2	Russell Spivak
35651977	6/10/2024	Continue researching 9019 settlement caselaw and standards (3.5); continue drafting confirmation brief (5.8).	9.3	Hannah A. Blazek
35027567	6/11/2024	Correspond with DPW team re NG confirmation issue (.4); correspond with A&M team re same (.1).	0.5	Charlie Fendrych
35030393	6/11/2024	Review 1L requests re toggle plan (.3); review classification and potential holdbacks (.4); review drafts (.2); review UCC position (.2).	1.1	Dennis F. Dunne
35038583	6/11/2024	Discuss plan-related discovery with M. Hebbeln (Foley & Lardner) (.1); same, with S. Vora (.3); review discovery demands (.3); discuss same with S. Vora, H. Blazek, R. Kim (1.2); review status of responses to objections (.4); consider proposed responses to Chubb objection (.4).	2.7	Benjamin Schak
35064512	6/11/2024	Further revise subsidiary director list (.3); correspond re plan supplement documents (.2).	0.5	Rupsha Basu
35066421	6/11/2024	Review materials re certain plan objection (.3); review correspondence re voting (.1).	0.4	Daniel Porat
35064677	6/12/2024	Correspond with Milbank and DPW re confirmation brief.	0.2	James McIntyre
35066602	6/12/2024	Review issues re brief (.3).	0.3	Daniel Porat
35580248	6/12/2024	Review RFAs (.3); conference with H. Blazek, R. Kim re RFAs (.5); correspond with Davis Polk, Milbank personnel to schedule meeting re confirmation brief (.1).	0.9	Russell Spivak
35043896	6/13/2024	Call with D. Schaible and A. Libby (DPW) re plan term sheet (.6); review caselaw research re plan confirmation (3.3); draft correspondence re same (.4).	4.3	Samuel A. Khalil

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35048253	6/13/2024	Review PJT analysis of takeback economics (.1); discuss plan process and strategy with S. Khalil, D. Schaible and A. Libby (both DPW), V. Noskov (QE), B. Heidlage (HSG), J. O'Connell and P. Laurinaitis (both PJT) and others (.8); review Parts I and II of confirmation brief (2.5); draft part of factual section of confirmation brief (.3); draft preliminary statement for confirmation brief (2.0); review draft responses to Foley discovery requests re confirmation (.7); review confirmation order (1.0).	7.4	Benjamin Schak
35060922	6/13/2024	Conference with Milbank team, DPW team, Evercore re plan confirmation (.6); correspond re same with D. Porat (.1).	0.7	Michael Scian
35064105	6/13/2024	Further revise subsidiary director list (.2); send to D. Landry (.1).	0.3	Rupsha Basu
35580256	6/13/2024	Participate in call with R. Kim, H. Blazek re RFAs (.3); review draft re Rs & Os and RFAs (.6).	0.9	Russell Spivak
35048693	6/14/2024	Review FSN filing (.1); conferences with JPM re plan (.2); review 1L position and requests (.2); correspond with S. Khalil re same (.3).	0.8	Dennis F. Dunne
35059597	6/14/2024	Discuss briefing (.5); draft confirmation brief sections (3.4).	3.9	Charlie Fendrych
35060561	6/14/2024	Correspond with R. Stieglitz (CGR) re plan timing (.1); discuss plan-related discovery with R. Kim (A&M) (.5); discuss briefing with S. Massman and Y. Kornsgold (DPW), R. Spivak, C. Fendrych, others (.5); correspond with internal team re same (.3).	1.4	Benjamin Schak
35060765	6/14/2024	Conference with Milbank team, DPW team re confirmation.	0.5	Michael Scian
35063298	6/14/2024	Draft confirmation brief (1.1); correspond with FRG re same (.2); revise confirmation order (.5); correspond with various advisors re same (.2); confirmation brief call with Milbank and DPW (.5).	2.5	James McIntyre
35064607	6/14/2024	Correspond re steps memo.	0.1	Rupsha Basu
35066498	6/14/2024	Review draft confirmation brief.	0.5	Daniel Porat
35071612	6/14/2024	Call with B. Schak re confirmation brief and next steps (.3); review pleadings and related issues re same (1.8).	2.1	Matt Brod
35198853	6/14/2024	Discuss status of confirmation workstreams with M. Brod.	0.3	Benjamin Schak
35198855	6/14/2024	Prepare for (.1) and attend (.5) meeting with Milbank team, Davis Polk to discuss confirmation brief; review edits re same from B. Schak (.4).	1.0	Russell Spivak
35651979	6/14/2024	Conference with R. Kim re. Rule 9019 settlements brief.	0.4	Elizabeth Fly
35651857	6/15/2024	Review and revise confirmation brief.	4.5	Lena Mandel
35651981	6/15/2024	Revise confirmation brief after comments from R. Kim.	0.7	Chase Hanson
35314583	6/16/2024	Revise confirmation brief to incorporate R. Kim's comments.	1.3	Chase Hanson
35651983	6/16/2024	Revise brief re settlements under Rule 9019.	0.9	Elizabeth Fly
35090067	6/17/2024	Review plan proposal from DPW (.8); review caselaw re same (1.7); analyze same in connection with plan proposal (1.4); draft correspondence re same (.3).	4.2	Samuel A. Khalil
35106371	6/17/2024	Update plan (1.4); update confirmation brief (.8).	2.2	Charlie Fendrych
35110551	6/17/2024	Review plan re contingent obligations (.1); provide comments re same (.1).	0.2	Jason T. Anderson

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35124037	6/17/2024	Call with D. Porat re confirmation brief (.2); call with J. Paperny and M. Hattam re disputed claim plan structure (.2); conduct research re same (.9); draft portion of confirmation brief (.6).	1.9	James McIntyre
35314605	6/17/2024	Attend meeting with J. McIntyre and J. Paperny re legal research re disputed claims plan issue (.2); review material re same (.3).	0.5	Mason Hattam
35314607	6/17/2024	Call with J. McIntyre and M. Hattam re disputed claim plan structure.	0.2	Jordyn Paperny
35314611	6/17/2024	Correspond with R. Kestenbaum re transaction structure steps (.7); call with same re same (.2).	0.9	Michael Rivkin
35314613	6/17/2024	Discuss confirmation brief with D. Porat (.4); draft portion of confirmation brief (.4).	0.8	Russell Spivak
35314620	6/17/2024	Revise confirmation brief.	1.1	Samir Vora
35314647	6/17/2024	Draft brief in support of confirmation (6.7); revise same (4.2); further review (2.4) and finalize (.9) same.	14.2	Hannah A. Blazek
35337999	6/17/2024	Call with R. Spivak re confirmation brief (.4); call with J. McIntyre re plan brief (.2).	0.6	Daniel Porat
35078561	6/18/2024	Review PJT/Perella discussions and next steps regarding FSNs (.3); review confirmation challenges to 1L proposed plan (.4); review classification and bonding precedent (.3); review case law re same (.2).	1.2	Dennis F. Dunne
35105421	6/18/2024	Review revised confirmation brief (.4); correspond with Milbank team re same (.3); attend team meeting re plan structuring issues (.5); correspond with C. Fendrych re plan objections and potential objections (.3); analyze approach re same (.2); correspond with potential objection parties re same (.1); review voting issues (.3); call with C. Fendrych re same (.1); attend meeting with J. Anderson re confirmation brief drafting (.7).	2.9	Daniel Porat
35123998	6/18/2024	Draft portion of confirmation brief (2.6); correspond with DPW re plan calls (.2).	2.8	James McIntyre
35314622	6/18/2024	Call with relevant parties re closing/contingent obligations and plan revisions.	0.7	Jason T. Anderson
35314625	6/18/2024	Incorporate internal team comments into confirmation brief (3.3); discuss confirmation brief with S. Vora (.4); review C. Hanson revisions to confirmation brief (1.2); review research re same (.8).	5.7	Hannah A. Blazek
35314636	6/18/2024	Markup plan with Chubb language (.4); correspond with Reed Smith team re confirmation language (.3); compile update on beneficial ballot holder/voting issue (.9); call with D. Porat re same (.1).	1.7	Charlie Fendrych
35314710	6/18/2024	Revise confirmation brief.	1.7	Samir Vora
35651985	6/18/2024	Review protective order for PEO guidelines (.5); revise draft Rule 9019 section of confirmation brief (3.7).	4.2	Elizabeth Fly
35651987	6/18/2024	Revise draft confirmation brief section re comments from H. Blazek (2.6); conference with E. Fly re same (.4).	3.0	Chase Hanson
35076252	6/19/2024	Call with D. Porat re confirmation brief.	0.4	Russell Spivak
35076295	6/19/2024	Revise confirmation brief	0.4	Russell Spivak
35076331	6/19/2024	Participate in call with Davis Polk, PJT and Milbank team re confirmation brief.	0.7	Russell Spivak



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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35078678	6/19/2024	Review 1L proposal (.3); analyze classification and 1129b issues regarding same (.3); review precedent holdback plans post-allowance of claim (.4); review alternative structures (.4).	1.4	Dennis F. Dunne
35093651	6/19/2024	Conference with D. Schaible (DPW), S. Khalil, J. O'Connell (PJT), others re plan process (.6); respond to question from S. Khalil re RSA (.1).	0.7	Benjamin Schak
35105694	6/19/2024	Review confirmation brief (1.5); comment on same (.8) correspond with B. Schak re same (.1); call with R. Spivak re same (.4); call with J. McIntyre re same (.2); call with H. Blazek re same (.2); attend call with DPW, PJT, and Milbank re confirmation brief (.7); follow-up correspondence with brief team (.5).	4.4	Daniel Porat
35124017	6/19/2024	Call with D. Porat re confirmation brief (.2); call with Milbank, PJT, and DPW re same (.7).	0.9	James McIntyre
35314712	6/19/2024	Call with DPW re confirmation (.7); discuss same with S. Vora (.3) and D. Porat (.2); review confirmation brief (1.1).	2.3	Hannah A. Blazek
35314716	6/19/2024	Attend call with A&M team re best interests analysis (.5); correspond with D. Landry (Incora) re confirmation order inserts (.2); correspond with DPW team re updated confirmation order inserts (.2); revise confirmation order (1.6); correspond with KCC team re ballots (.2); compile budget estimate (.3); and correspond with external parties re same (.2); correspond with DPW team re tabulation (.2).	3.4	Charlie Fendrych
35314718	6/19/2024	Analyze DIP and plan construct per discussion with Kobre group (1.2); review caselaw research re same (3.4).	4.6	Samuel A. Khalil
35314857	6/19/2024	Attend call with DPW, PJT, and Milbank teams re confirmation issues (.7); prepare for same (.3); revise confirmation brief (1.1); call with S. Vora re same (.3); research regarding debtor bonding issues (.4).	2.8	Samir Vora
35083290	6/20/2024	Review classification, treatment, and holdback issues i/c/w analysis of potential plan constructs (.5); conference with S. Khalil re same (.3); review update from FSN (.2).	1.0	Dennis F. Dunne
35106014	6/20/2024	Review D&O list (.3); correspond with DPW re same (.1).	0.4	Rupsha Basu
35106859	6/20/2024	Revise confirmation brief.	2.1	Charlie Fendrych
35315014	6/20/2024	Call with S. Vora re confirmation brief (.3); review L. Mandel's comments re confirmation brief (3.2); incorporate same into brief (3.0).	6.5	Hannah A. Blazek
35315024	6/20/2024	Review precedent plan confirmation documents.	0.6	Chase Hanson
35315027	6/20/2024	Conference with S. Khalil re plan constructs.	0.3	Samuel A. Khalil
35315075	6/20/2024	Review confirmation brief (2.4); revise same (2.5).	4.9	Lena Mandel
35315077	6/20/2024	Correspond with FRG re confirmation brief (.1); revise confirmation brief (.3).	0.4	James McIntyre
35315080	6/20/2024	Correspond with H. Blazek re confirmation brief (.3); analyze plan objection issues (.2); correspond with team re same (.2).	0.7	Daniel Porat
35315085	6/20/2024	Call with H. Blazek re confirmation brief (.3); correspond with internal team regarding confirmation brief (.2).	0.5	Samir Vora
35651989	6/20/2024	Meeting with S. Vora, M. Hattam, J. Paperny re research memo re bonds (.5); conduct legal research re appeals and bond requirements (2.8).	3.3	Julia Bok
35651991	6/20/2024	Legal research re claims objection (.8); review issues re appeal re confirming chapter 11 plan (.8).	1.6	Mason Hattam

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35651993	6/20/2024	Review Robertshaw decision (.8); correspond with team re same (.1).	0.9	Andrew M Leblanc
35651995	6/20/2024	Read Robertshaw opinion.	0.5	Benjamin Schak
35652003	6/20/2024	Review Robertshaw decision (.4); correspond with internal team re same (.1).	0.5	Daniel Porat
35652005	6/20/2024	Review Robertshaw decision from Bankr. S.D. Tex.	0.5	James McIntyre
35089882	6/21/2024	Call with J. O'Connell (PJT), B. Schak re plan proposals from Kobre and DPW groups (.6); analyze various alternative plan structures re same (1.4); review precedent transactions re same (1.1); call with D. Dunne re 1L position (.3).	3.4	Samuel A. Khalil
35093570	6/21/2024	Conferences with G. Seketa (JPM) re plan (.2); conference with S. Khalil re 1L position and requests (.3); review next steps re confirmation and related timing issues (.4); review disparate treatment issues (.2).	1.1	Dennis F. Dunne
35093584	6/21/2024	Discuss confirmation scheduling with S. Massman (DPW), J O'Connell (PJT), S. Khalil.	0.6	Benjamin Schak
35105843	6/21/2024	Review confirmation brief revisions (.3); internal research re same (.5).	0.8	Daniel Porat
35106421	6/21/2024	Correspond with vendor counsel re confirmation order language (.4); research UST objection issue (1.4); revise plan (.5); correspond with D. Landry (Incora) re order language (.3).	2.6	Charlie Fendrych
35124043	6/21/2024	Revise confirmation brief (2.7); review UMB plan objection (.3); review precedent confirmation briefs (.3).	3.3	James McIntyre
35315092	6/21/2024	Correspond with Milbank corporate team re confirmation timing (.2); correspond with vendors re confirmation timing (.2); correspond with KCC team re tabulation (.2).	0.6	Charlie Fendrych
35315114	6/21/2024	Legal research re plan confirmation.	1.3	Mason Hattam
35651997	6/21/2024	Second-level review of documents re plan confirmation (2.2); review research concerning plan confirmation disputes (.9).	3.1	Hannah A. Blazek
35652001	6/21/2024	Correspond with M. Hattam re holdback plan research.	0.2	Jordyn Paperny
35089936	6/22/2024	Call with Z. Rosenbaum (Kobre) re plan and mediation (.4); call with D Schaible (DPW) re same (.4); call with A. Leblanc and D. Dunne re plan and mediation (.4); draft internal correspondence re same (.2).	1.4	Samuel A. Khalil
35315135	6/22/2024	Draft declaration for plan confirmation.	0.9	Chase Hanson
35315137	6/22/2024	Call with S. Dostart (JPM) and others re Incora issues (.5); conference with S. Khalil and D. Dunne re plan and mediation (.4).	0.9	Andrew M Leblanc
35582858	6/22/2024	Conference with Sam Dostart (PIMCO) re mediation (.3); review SP/DPW position re same (.3); review FSN position re mediation (.3) and Kobre correspondence (.1); conference with S. Khalil and A. Leblanc regarding plan and mediation (.4).	1.4	Dennis F. Dunne
35651999	6/22/2024	Conduct legal research re appeals and bond requirements (1.6); review Judge Isgur's discussions re collapsing (1.3).	2.9	Julia Bok
35652007	6/22/2024	Review Judge Isgur decision re collapsing issues (1.3); call with Quinn re closing (1.0); review closing slides (1.2).	3.5	Samir Vora
35089797	6/23/2024	Call with Kobre client group to discuss plan and mediation (.6); call with A. Lavine (Kobre) re same (.3); call with D. Dunne and A. Leblanc re same (.4); review materials prepared by PJT re plan valuation (1.2).	2.5	Samuel A. Khalil



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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35582860	6/23/2024	Attend call with FSNs re mediation and plan issues (.6); conference with A. Leblanc and S. Khalil re same (.4); review DPW update regarding 1L position re same (.2); review possible timing for ruling, mediation, revised plan (.2); review analysis re potential business degradation (.2).	1.6	Dennis F. Dunne
35652009	6/23/2024	Legal research re plan issues (2.7); draft research memo re same ( 2.1); correspond with J. Paperny re same (.1).	4.9	Mason Hattam
35192005	6/24/2024	Research re holdback chapter 11 plans	1.4	James McIntyre
35315154	6/24/2024	Review best interests materials for confirmation brief.	0.4	Charlie Fendrych
35652011	6/24/2024	Conference with J. Paperny re appeals research.	0.2	Julia Bok
35652013	6/24/2024	Review J. Paperny comments re holdback plans research memo (.5); conference with J. Paperny re same (.4); revise memo (.8).	1.7	Mason Hattam
35652015	6/24/2024	Second level plan document review. (1.3); attend team call with H. Blazek, R. Kim, and M. Brumfield re same. (.6); call with M. Brumfield re same (.1).	2.0	Dani Lee Sauer
35652017	6/24/2024	Research re appellate process (1.1); conference with J. Bok re same (.2); review J. Bok research re same (.2); summarize same (1.4); review holdback plan research (.6); revise same (.8); call with M. Hattam re same (.4).	4.7	Jordyn Paperny
35116440	6/25/2024	Review Judge Isgur comments on likely contour of ruling and effect on plan provisions and timing.	0.7	Dennis F. Dunne
35154436	6/25/2024	Correspond with C. Fendrych re confirmation preparation.	0.2	Daniel Porat
35157902	6/25/2024	Discuss best interests with D. Porat (.4); research precedent declarations on best interests (.2) and review confirmation language re same (.4); discuss plan with D. Porat (.1).	1.1	Charlie Fendrych
35193698	6/25/2024	Reviewed holdback plan research from Lit	0.5	James McIntyre
35652019	6/25/2024	Research re supersedeas bonds (4.7); summarize same (1.0); correspond with H. Blazek re same (.4).	6.1	Jordyn Paperny
35120195	6/26/2024	Prepare for (.1) and attend (.5) team case status meeting.	0.6	Russell Spivak
35123244	6/26/2024	Review various plan constructs in light possible ruling from Judge Isgur (.6); review classification and 1129 issues (.6).	1.2	Dennis F. Dunne
35152068	6/26/2024	Correspond with V. Noskov (Quinn) re terms of UCC settlement.	0.2	Benjamin Schak
35154210	6/26/2024	Review plan issues (.2); research re same (.5).	0.7	Daniel Porat
35192870	6/26/2024	Reviewed precedent S.D. Tex. confirmation declarations (2.1); reviewed holdback plan research from Lit (.3); and corres. re same (.5); revised summary of same (.3)	3.2	James McIntyre
35315183	6/26/2024	Coordinate re plan supplement (.3); correspond with S. Charest re exit documents for i/c/w plan (.1).	0.4	Rupsha Basu
35315204	6/26/2024	Revise confirmation brief.	1.3	Samir Vora
35652027	6/26/2024	First level review of documents responsive to 2024/2026 Noteholder requests related to Plan confirmation.	3.7	Sammy Kye
35124532	6/27/2024	Email with team regarding updates to confirmation brief, scheduling	0.1	Russell Spivak
35151907	6/27/2024	Consider implications of Purdue decision for plan releases (.4); correspond with FRG team re confirmation declarations (.1).	0.5	Benjamin Schak
35154202	6/27/2024	Preparation re confirmation (.2); review confirmation brief issues (.2); analyze confirmation issues (.2).	0.6	Daniel Porat

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35191660	6/27/2024	Research re holdback plans (.8); drafted email to B. Schak re confirmation declarations (1.0)	1.8	James McIntyre
35315226	6/27/2024	Review plan and disclosure (.9); revise same re delayed consideration (1.6).	2.5	Michael Rivkin
35315229	6/27/2024	Review confirmation brief (.9); revise same (1.7).	2.6	Samir Vora
35319147	6/27/2024	Analyze plan structures in light of expected ruling (1.6); review caselaw research re same (2.6).	4.2	Samuel A. Khalil
35652021	6/27/2024	Correspond with S. Vora, J. Paperny, and J. Bok re uptier litigation (.2); review J. McIntyre comments to research on disputed claims' reserves (.1); incorporate same into draft memo (.5).	0.8	Mason Hattam
35652025	6/27/2024	Review internal correspondence re litigation issues re plan.	0.1	Daniel Porat
35135810	6/28/2024	Review plan construct materials prepared by PJT (1.1); draft correspondence re same (.8)	1.9	Samuel A. Khalil
35141866	6/28/2024	Review cramdown and classification options (.4); analyze risks re same (.2).	0.6	Dennis F. Dunne
35152011	6/28/2024	Discuss confirmation declarations with A. Leblanc, S. Vora, C. Fendrych, and R. Spivak (.3); further discuss same with S. Vora (.1).	0.4	Benjamin Schak
35193428	6/28/2024	Call with FRG and Lit re confirmation declarations (.2); corres. with same re same (.4)	0.6	James McIntyre
35315235	6/28/2024	Attend call re confirmation declarations with internal team (B. Schak, S. Vora, A. Leblanc, and R. Spivak).	0.3	Charlie Fendrych
35315417	6/28/2024	Call with B. Schak, S. Vora, C. Fendrych, and R. Spivak re confirmation declarations.	0.3	Andrew M Leblanc
35315419	6/28/2024	Call with A. Leblanc, S. Vora, C. Fendrych, and B. Schak re confirmation declarations.	0.3	Russell Spivak
35315421	6/28/2024	Internal call with B. Schak re confirmation brief declarations (.3); follow-up call with same re same (.1); review confirmation briefing (1.7).	2.1	Samir Vora
35652023	6/28/2024	Correspond with A. Leblanc re interest payments on specific bond series (.4); read briefing re waiver issue (.1).	0.5	Benjamin Schak
35142519	6/30/2024	Conference with D. Landry (Incora) re JPM outreach, and plan issues (.4); review issues re same (.3); correspond with JPM re same (.1).	0.8	Dennis F. Dunne
35652029	6/30/2024	Second level review documents for production re plan confirmation.	4.8	Meredith Brumfield

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**45721.00031 Regulatory Issues**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35151656	6/27/2024	Discuss regulatory issue related to specific customer with D. Landry (Incora).	0.1	Benjamin Schak

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**45721.00034 Tax**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35001704	6/3/2024	Discuss Takeback Notes Indenture with S. Charset (.3); consider tax implications re same (.4); correspond with R. Kestenbaum re implications of same (.1).	0.8	Michael Rivkin
35045130	6/10/2024	Review mark-up of convertible notes (.2); correspond with M. Rivkin re same (.1); conference with M. Rivkin. (.2).	0.5	Russell J. Kestenbaum
35060227	6/10/2024	Discuss takeback debt with S. Charest.	0.5	Michael Rivkin
35065952	6/11/2024	Correspond with B. Schak re tax advisor questions.	0.1	Daniel Porat
35045113	6/12/2024	Correspond with D. Porat re timing (.1); correspond with PwC re same and open workstreams (.1).	0.2	Russell J. Kestenbaum
35045538	6/13/2024	Correspond with PwC tax team re plan process and structure.	0.3	Russell J. Kestenbaum
35065696	6/13/2024	Review issues re plan structuring (.2); correspond with R. Kestenbaum re same (.1).	0.3	Daniel Porat
35045199	6/14/2024	Review summary of structure (.2), call with M. Rivkin and M. Fox re structuring steps (.3).	0.5	Russell J. Kestenbaum
35060128	6/14/2024	Review emails re delayed distribution of consideration (.8); prepare for (.6) and attend (.6) calls (cumulative) re same with M. Fox and R. Kestenbaum.	2.0	Michael Rivkin
35060407	6/14/2024	Correspond with M. Fox, others re tax issues related to potential new structure.	0.1	Benjamin Schak
35198838	6/14/2024	Call with M. Rivkin to discuss updates to plan documents (.3); call with R. Kestenbaum and M. Rivkin to discuss contingent obligation plan (.3); correspond with Milbank team re contingent consideration structure (.7).	1.3	Mendy Fox
35091685	6/17/2024	Review correspondence re structuring options (.1); call with M. Rivkin re same (.2).	0.3	Russell J. Kestenbaum
35104779	6/17/2024	Correspond with Company re tax question (.3); follow -up correspondence with Company re same (.2).	0.5	Daniel Porat
35091389	6/18/2024	Prepare for Milbank team call re structuring (.2), call with Milbank team re structure/transaction steps for plan with respect to litigation (.7) follow up correspondence with M. Rivkin and M. Fox re same (.2); review built-out steps for deferred consideration (.3).	1.4	Russell J. Kestenbaum
35314638	6/18/2024	Review M. Rivkin's steps plan for contingent rights (.6); call with Milbank team re same (.7); call with M. Rivkin and R. Kestenbaum re same (.2).	1.5	Mendy Fox
35582852	6/18/2024	Discuss transaction steps with S. Braden (.5); discuss transaction steps with Milbank team (.7); draft transaction steps (1.5); review R. Kestenbaum comments to same (.2); revise draft (.3).	3.2	Michael Rivkin
35091783	6/19/2024	Correspond with PwC re cost allocation issues.	0.1	Russell J. Kestenbaum
35131706	6/25/2024	Correspond with Milbank team re steps for contingent consideration.	0.2	Russell J. Kestenbaum
35151608	6/25/2024	Review draft steps memo for alternative emergence structure.	0.2	Benjamin Schak
35152302	6/25/2024	Review comments on restructuring steps (.4); provide comments to same (.6).	1.0	Michael Rivkin
35315166	6/25/2024	Review steps plan re delayed consideration.	0.2	Jason T. Anderson
35131700	6/26/2024	Correspond with Milbank team re transaction steps.	0.2	Russell J. Kestenbaum
35131778	6/27/2024	Review emails re transaction structure (.1); call with M. Rivkin re tax disclosure and structuring alternatives (.3).	0.4	Russell J. Kestenbaum

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**45721.00034 Tax**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35152153	6/27/2024	Discuss tax implications of potential plan structure with M. Rivkin.	0.2	Benjamin Schak
35315227	6/27/2024	Call with R. Kestenbaum re tax disclosure and structuring alternatives (.3); call with B. Schak re tax implications of potential plan structure (.2).	0.5	Michael Rivkin

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**45721.00035 Vendors and Suppliers**

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35005669	6/4/2024	Conference call with B. Schak, J. Gentile (Benesch), and J. Hoover (Benesch) re I2P MSA (.5); conference with B. Schak re same (.3); review SOWs re same (.2).	1.0	Michael Scian
35014121	6/6/2024	Review issues re vendor settlement.	0.2	Daniel Porat
35008175	6/7/2024	Correspond with B. Schak re VPA.	0.2	Charlie Fendrych
35034337	6/12/2024	Correspond with litigation team re vendor-related diligence.	0.5	Charlie Fendrych
35107710	6/17/2024	Correspond with A&M team re vendor proof of payment.	0.2	Charlie Fendrych
35105299	6/18/2024	Review vendor issues.	0.2	Daniel Porat
35107070	6/18/2024	Correspond with A&M team re CV issue (.2); correspond with A&M team re vendor proof of payment (.1); provide vendor status update to DPW team (.2); review Arrow adversary proceeding for VPA draft (.2).	0.7	Charlie Fendrych
35093771	6/22/2024	Correspond with C. Fendrych re specific vendor payment agreement.	0.1	Benjamin Schak
35093751	6/23/2024	Review draft vendor payment agreement.	0.2	Benjamin Schak
35158717	6/24/2024	Draft certain VPA.	0.6	Charlie Fendrych
35154537	6/25/2024	Correspond with C. Fendrych re vendor issues.	0.1	Daniel Porat
35154140	6/26/2024	Review correspondence re certain vendor issues.	0.5	Daniel Porat
35151572	6/27/2024	Discuss specific vendor's request with D. Landry, R. Carney (both Incora) (.1); review same (.3); review letter re same (.2); correspond with C. Fendrych re specific vendor payment agreement (.2).	0.8	Benjamin Schak
35154389	6/27/2024	Review correspondence re vendor issues.	0.1	Daniel Porat
35158117	6/27/2024	Correspond with D. Landry (Incora) re VPA (.1); compile status of VPA issues (.9); correspond with A&M team re VPA (.3).	1.3	Charlie Fendrych
35151706	6/28/2024	Review correspondence re specific vendor.	0.1	Benjamin Schak
35154487	6/28/2024	Review certain vendor issues.	0.1	Daniel Porat
35158494	6/28/2024	Correspond with vendor counterparty.	0.3	Charlie Fendrych
35315423	6/28/2024	Revise Company communications to vendors.	0.7	Samir Vora

**Milbank LLP**  
**Description of Legal Services**  
**Ending June 30, 2024**

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**45721.00036 Mediation**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35651859	6/28/2024	Conference with G. Seketa and R. Cook (both JPM) (.5); correspond with D. Landry (Incora) re ongoing negotiations (.2); review next steps regarding mediation, rulings, remedies and plan (.7).	1.4	Dennis F. Dunne

Ending: June 30, 2024

## Air Travel

Index Number	Date	Description	Amount	Name
39927537	6/2/2024	Benjamin Schak - - Roundtrip Airfare on Delta. Business Purpose: Travel to Houston, TX, to attend days 28-30 of Incora trial. - Airfare: Expense Date: 02-Jun-2024, Itinerary: LGA-IAH-LGA, International Flight: false, > 5 hours: false, Airline: Delta, Class of Service: Economy/Coach, Other Traveler: , Travel Dates: 02-Jun-2024 - 06-Jun-2024	746.96	Benjamin Schak
39939512	6/12/2024	Benjamin Schak - - Airfare from LGA to IAH for Incora hearing in Houston, TX. - Airfare: Expense Date: 12-Jun-2024, Itinerary: LGA-IAH-LGA, International Flight: false, > 5 hours: false, Airline: Delta, Class of Service: Economy/Coach, Other Traveler: , Travel Dates: 23-Jun-2024 - 25-Jun-2024	568.96	Benjamin Schak
39939496	6/25/2024	Benjamin Schak - - Airfare from IAH to LGA, exchange original ticket due to trip extension. - Airfare: Expense Date: 25-Jun-2024, Itinerary: IAH-LGA, International Flight: false, > 5 hours: false, Airline: Delta, Class of Service: Economy/Coach, Other Traveler: , Travel Dates: 26-Jun-2024 -	181.99	Benjamin Schak
39939504	6/25/2024	Benjamin Schak - - Airfare from IAH to LGA, exchange original ticket due to trip extension. - Airfare: Expense Date: 25-Jun-2024, Itinerary: IAH-LGA, International Flight: false, > 5 hours: false, Airline: Delta, Class of Service: Economy/Coach, Other Traveler: , Travel Dates: 27-Jun-2024 -	122.01	Benjamin Schak



Ending: June 30, 2024

## Ground Transportation - Local

Index Number	Date	Description	Amount	Name
39927535	6/2/2024	Benjamin Schak - Lyft car from home to LaGuardia Airport. - Taxi / Uber / Car Service: Expense Date: 02-Jun-2024, Travel Type: Local, From / To: Brooklyn, NY - 10702 Grand Central Pkwy., East Elmhurst, NY, Merchant: Lyft	68.50	Benjamin Schak
39927536	6/6/2024	Benjamin Schak - Lyft Car from LGA Airport to Home. - Taxi / Uber / Car Service: Expense Date: 06-Jun-2024, Travel Type: Local, From / To: 10702 Grand Central Pkwy., East Elmhurst, NY - Brooklyn, NY, Merchant: Lyft	67.87	Benjamin Schak
39939509	6/28/2024	Benjamin Schak - Transportation from LGA to home. - Taxi / Uber / Car Service: Expense Date: 28-Jun-2024, Travel Type: Local, From / To: 10702 Grand Central Pkwy, East Elmhurst, NY - As directed, Merchant: Lyft	78.54	Benjamin Schak
39959413	6/30/2024	Sunny's Worldwide Chauffeured Transportation - VENDOR: Sunny's Worldwide Chauffeured Transportation Business Travel from Red Hook 12571 to La Guardia Airport - BENJAMIN SCHAK	536.20	Benjamin Schak

Ending: June 30, 2024

## Ground Transportation - Out of Town

Index Number	Date	Description	Amount	Name
39927543	6/3/2024	Benjamin Schak - Lyft car from airport hotel to Downtown Houston. - Taxi / Uber / Car Service: Expense Date: 03-Jun-2024, Travel Type: Out Of Town, From / To: 18700 John F. Kennedy Blvd., Houston, TX - 1200 Louisiana St., Houston, TX, Merchant: Lyft	40.50	Benjamin Schak
39927532	6/6/2024	Benjamin Schak - Lyft car from dinner to hotel. - Taxi / Uber / Car Service: Expense Date: 06-Jun-2024, Travel Type: Out Of Town, From / To: 80 Braeswood Sq., Houston, TX - 1318 Louisiana St., Houston, TX, Merchant: Lyft	22.03	Benjamin Schak
39927533	6/6/2024	Benjamin Schak - Lyft car from hotel to dinner. - Taxi / Uber / Car Service: Expense Date: 06-Jun-2024, Travel Type: Out Of Town, From / To: 604 Polk Street, Houston, TX - 80 Braeswood Sq., Houston, TX, Merchant: Lyft	20.99	Benjamin Schak
39927534	6/6/2024	Benjamin Schak - Lyft car from Houston Hotel to IAH Airport. - Taxi / Uber / Car Service: Expense Date: 06-Jun-2024, Travel Type: Out Of Town, From / To: 604 Polk Street, Houston, TX - 3714 Terminal Rd., N, Houston, TX, Merchant: Lyft	64.20	Benjamin Schak
39939497	6/23/2024	Benjamin Schak - Transportation from IAH to Downtown Houston. - Taxi / Uber / Car Service: Expense Date: 23-Jun-2024, Travel Type: Out Of Town, From / To: 2700 Terminal Rd S, Houston, TX - 1200 Louisiana St, Houston, TX, Merchant: Lyft	50.70	Benjamin Schak
39939499	6/24/2024	Benjamin Schak - Transportation from Downtown Houston to dinner. - Taxi / Uber / Car Service: Expense Date: 24-Jun-2024, Travel Type: Out Of Town, From / To: 511 Rusk St, Houston, TX - 80 Braeswood Sq, Houston, TX, Merchant: Lyft	23.04	Benjamin Schak
39939507	6/24/2024	Benjamin Schak - Transportation from dinner to Houston hotels. - Taxi / Uber / Car Service: Expense Date: 24-Jun-2024, Travel Type: Out Of Town, From / To: 80 Braeswood Sq, Houston, TX - 806 Main St, Houston, TX, Merchant: Lyft	40.87	Benjamin Schak
39939506	6/27/2024	Benjamin Schak - Downtown Houston to airport hotel. - Taxi / Uber / Car Service: Expense Date: 27-Jun-2024, Travel Type: Out Of Town, From / To: 1221 McKinney St, Houston, TX - 18700 John F Kennedy Blvd Houston, TX, Merchant: Lyft	57.46	Benjamin Schak

Ending: June 30, 2024

**Lodging**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Amount</b>	<b>Name</b>
39927547	6/3/2024	Benjamin Schak - - Taxes and Fees. - Hotel - Lodging: Expense Date: 03-Jun-2024, Hotel Name: Marriott, Check In - Check Out: 02-Jun-2024 - 03-Jun-2024	316.69	Benjamin Schak
39927548	6/6/2024	Benjamin Schak - - Hyatt Regency Houston taxes and fees. - Hotel - Lodging: Expense Date: 06-Jun-2024, Hotel Name: Hyatt, Check In - Check Out: 03-Jun-2024 - 06-Jun-2024	836.64	Benjamin Schak
39939513	6/27/2024	Benjamin Schak - - Room charges, taxes, and fees. - Hotel - Lodging: Expense Date: 27-Jun-2024, Hotel Name: Hyatt, Check In - Check Out: 23-Jun-2024 - 25-Jun-2024	1,423.92	Benjamin Schak
39939511	6/28/2024	Benjamin Schak - - Room charge, taxes, and fees. - Hotel - Lodging: Expense Date: 28-Jun-2024, Hotel Name: Marriott, Check In - Check Out: 27-Jun-2024 - 28-Jun-2024	427.90	Benjamin Schak

Ending: June 30, 2024

## Meals - Out Of Town

Index Number	Date	Description	Amount	Name
39927531	6/3/2024	Benjamin Schak - - Lunch in Houston. - Lunch: Expense Date: 03-Jun-2024, Merchant: Uncle SharkII Poke BAR-Pennzoil, Type: Out of Town, Guest(s): Schak, Benjamin	15.91	Benjamin Schak
39927539	6/3/2024	Benjamin Schak - - Dinner at Hyatt. - Dinner: Expense Date: 03-Jun-2024, Merchant: Lobbibar in Houston, Type: Out of Town, Guest(s): Schak, Benjamin	29.00	Benjamin Schak
39927549	6/3/2024	Benjamin Schak - - Breakfast in Houston. - Breakfast: Expense Date: 03-Jun-2024, Merchant: Enterprise Plaza, 1100 Louisiana St, Houston, TX, Type: Out of Town, Guest(s): Schak, Benjamin	9.85	Benjamin Schak
39927538	6/4/2024	Benjamin Schak - - Dinner on 6/4. - Dinner: Expense Date: 04-Jun-2024, Merchant: Shula's Lunch and Dinner at Hyatt Regency, Type: Out of Town, Guest(s): Schak, Benjamin	84.65	Benjamin Schak
39927542	6/4/2024	Benjamin Schak - - Breakfast on June 4. - Breakfast: Expense Date: 04-Jun-2024, Merchant: Enterprise Plaza in Houston, Type: Out of Town, Guest(s): Schak, Benjamin	9.85	Benjamin Schak
39927544	6/4/2024	Benjamin Schak - - Lunch at NY Russo's Pizzeria and Italian (receipt printer was broken, so this is a screenshot of the cashier's computer terminal). - Lunch: Expense Date: 04-Jun-2024, Merchant: NY Russo's Pizzeria and Italian, Type: Out of Town, Guest(s): Schak, Benjamin	19.97	Benjamin Schak
39927541	6/5/2024	Benjamin Schak - - Dinner on 6/5 in Houston. - Dinner: Expense Date: 05-Jun-2024, Merchant: Genesis Steak House Houston, Type: Out of Town, Guest(s): Schak, Benjamin	71.43	Benjamin Schak
39927545	6/5/2024	Benjamin Schak - - Lunch on 6/5. - Lunch: Expense Date: 05-Jun-2024, Merchant: Mona Fresh Italian Food, Type: Out of Town, Guest(s): Schak, Benjamin	13.42	Benjamin Schak
39927546	6/6/2024	Benjamin Schak - - Lunch in Houston. - Lunch: Expense Date: 06-Jun-2024, Merchant: Farro Healthy Power Bowl Texas, Type: Out of Town, Guest(s): Schak, Benjamin	18.29	Benjamin Schak
39939498	6/23/2024	Benjamin Schak - - Hotel in Houston, TX for Incora hearing. - Dinner: Expense Date: 23-Jun-2024, Merchant: Einstein Bros, Type: Out of Town, Guest(s): Schak, Benjamin	3.79	Benjamin Schak
39939493	6/24/2024	Benjamin Schak - - Lunch in Houston. - Lunch: Expense Date: 24-Jun-2024, Merchant: Mona Fresh Italian Food, Type: Out of Town, Guest(s): Schak, Benjamin	11.80	Benjamin Schak
39939495	6/24/2024	Benjamin Schak - - Dinner in Houston, TX. - Dinner: Expense Date: 24-Jun-2024, Merchant: Genesis Steak House, Type: Out of Town, Guest(s): Schak, Benjamin;Brown, William;Gunning, Jordan;Gunther, Winnie	42.87	Benjamin Schak
39939502	6/24/2024	Benjamin Schak - - Morning snack in Houston. - Breakfast: Expense Date: 24-Jun-2024, Merchant: The Phenix Cafe, Type: Out of Town, Guest(s): Schak, Benjamin	2.16	Benjamin Schak
39939510	6/24/2024	Benjamin Schak - - Breakfast in Houston. - Breakfast: Expense Date: 24-Jun-2024, Merchant: Starbucks, Type: Out of Town, Guest(s): Schak, Benjamin	9.85	Benjamin Schak

Ending: June 30, 2024

## Meals - Out Of Town

Index Number	Date	Description	Amount	Name
39939492	6/25/2024	Benjamin Schak - - Lunch in Houston, TX. - Lunch: Expense Date: 25-Jun-2024, Merchant: Michael's Cookie Jar, Type: Out of Town, Guest(s): Schak, Benjamin	2.95	Benjamin Schak
39939505	6/25/2024	Benjamin Schak - - Lunch in Houston, TX. - Lunch: Expense Date: 25-Jun-2024, Merchant: Uncle Sharkii Poke Bar-Pennzoil, Type: Out of Town, Guest(s): Schak, Benjamin	15.80	Benjamin Schak
39939501	6/26/2024	Benjamin Schak - - Lunch in Houston, TX. - Lunch: Expense Date: 26-Jun-2024, Merchant: Papalo Taqueria, Type: Out of Town, Guest(s): Schak, Benjamin	11.91	Benjamin Schak
39939503	6/26/2024	Benjamin Schak - - Lunch in Houston, TX. - Lunch: Expense Date: 26-Jun-2024, Merchant: Michael's Cookie Jar, Type: Out of Town, Guest(s): Schak, Benjamin	2.95	Benjamin Schak
39939508	6/26/2024	Benjamin Schak - - Breakfast in Houston, TX. - Breakfast: Expense Date: 26-Jun-2024, Merchant: Starbucks, Type: Out of Town, Guest(s): Schak, Benjamin	10.18	Benjamin Schak
39939491	6/27/2024	Benjamin Schak - - Lunch in Houston, TX. - Lunch: Expense Date: 27-Jun-2024, Merchant: Guadalaajara Del Centro, Type: Out of Town, Guest(s): Schak, Benjamin	35.44	Benjamin Schak
39939494	6/27/2024	Benjamin Schak - - Dinner at hotel in Houston, TX. - Hotel - Dinner: Expense Date: 27-Jun-2024, Hotel Name: , Check In - Check Out: - , Guest(s): Schak, Benjamin	73.47	Benjamin Schak
39939500	6/27/2024	Benjamin Schak - - Dinner in Houston. - Dinner: Expense Date: 27-Jun-2024, Merchant: George W. Bush Greatroom, Type: Out of Town, Guest(s): Schak, Benjamin	28.80	Benjamin Schak
39939490	6/28/2024	Benjamin Schak - - Breakfast in Houston. - Breakfast: Expense Date: 28-Jun-2024, Merchant: Starbucks, Type: Out of Town, Guest(s): Schak, Benjamin	13.53	Benjamin Schak

Ending: June 30, 2024

Meals - Local

Index Number	Date	Description	Amount	Name
39927530	6/6/2024	Benjamin Schak - - Dinner in LGA Airport. - Dinner: Expense Date: 06-Jun-2024, Merchant: Cibo Express Main at LGA Airport, Type: Local, Guest(s): Schak, Benjamin	16.32	Benjamin Schak

Ending: June 30, 2024

Overtime Transportation Reimbursement

Index Number	Date	Description	Amount	Name
39931012	6/14/2024	Benjamin Schak - Lyft car from office to home (early AM of June 14 - worked late evening on June 13). - Taxi / Uber / Car Service: Expense Date: 14-Jun-2024, Travel Type: Overtime, From / To: 539 W. 34th St., NY, NY - As directed, Merchant: Lyft	49.50	Benjamin Schak

Ending: June 30, 2024

## Westlaw

Index Number	Date	Description	Amount	Name
39924802	6/4/2024	Westlaw HANSON, CHASE	277.93	Samuel A. Khalil
39924803	6/6/2024	Westlaw HANSON, CHASE	277.93	Samuel A. Khalil
39924805	6/6/2024	Westlaw SIMPER, ELIZABETH	555.86	Samuel A. Khalil
39924804	6/7/2024	Westlaw HANSON, CHASE	277.93	Samuel A. Khalil
39924806	6/7/2024	Westlaw SIMPER, ELIZABETH	555.86	Samuel A. Khalil
39931391	6/11/2024	Westlaw SIMPER, ELIZABETH	277.93	Samuel A. Khalil
39931165	6/12/2024	Westlaw KIM, RIAH	943.92	Samuel A. Khalil
39933729	6/20/2024	Westlaw BOK, JULIA	1,160.90	Samuel A. Khalil
39933730	6/20/2024	Westlaw HATTAM, MASON	1,919.00	Samuel A. Khalil
39933898	6/20/2024	Westlaw FENDRYCH, CHARLES	285.48	Samuel A. Khalil
39933731	6/21/2024	Westlaw HATTAM, MASON	1,573.20	Samuel A. Khalil
39933732	6/22/2024	Westlaw HATTAM, MASON	524.40	Samuel A. Khalil
39938713	6/23/2024	Westlaw HATTAM, MASON	786.60	Samuel A. Khalil
39938714	6/24/2024	Westlaw HATTAM, MASON	250.80	Samuel A. Khalil
39938889	6/24/2024	Westlaw MCINTYRE, JAMES	856.42	Samuel A. Khalil
39938715	6/27/2024	Westlaw HATTAM, MASON	262.20	Samuel A. Khalil



Ending: June 30, 2024

## Lexis

Index Number	Date	Description	Amount	Name
39930781	6/12/2024	Lexis: BLAZEK, HANNAH	198.00	Hannah A. Blazek
39934094	6/17/2024	Lexis: BLAZEK, HANNAH	297.00	Hannah A. Blazek
39934143	6/21/2024	Lexis: HATTAM, MASON	396.00	Paula M. Prudenti
39934144	6/21/2024	Lexis: HATTAM, MASON	285.00	Paula M. Prudenti
39937925	6/24/2024	Lexis: PAPERNY, JORDYN	297.00	Jordyn Paperny
39937927	6/24/2024	Lexis: PAPERNY, JORDYN	475.00	Jordyn Paperny
39937929	6/24/2024	Lexis: BLAZEK, HANNAH	198.00	Hannah A. Blazek
39937926	6/25/2024	Lexis: PAPERNY, JORDYN	693.00	Jordyn Paperny
39937928	6/25/2024	Lexis: PAPERNY, JORDYN	665.00	Jordyn Paperny
39938023	6/25/2024	Lexis: BOK, JULIA	190.00	Paula M. Prudenti
39938651	6/25/2024	Lexis Courtlink: BOK, JULIA	7.00	Paula M. Prudenti
39938024	6/26/2024	Lexis: HATTAM, MASON	99.00	Paula M. Prudenti
39938652	6/26/2024	Lexis Courtlink: HATTAM, MASON	7.00	Paula M. Prudenti
39938653	6/26/2024	Lexis Courtlink: HATTAM, MASON	42.00	Paula M. Prudenti
39938656	6/26/2024	Lexis Courtlink: HATTAM, MASON	7.00	Paula M. Prudenti
39938658	6/26/2024	Lexis Courtlink: HATTAM, MASON	297.00	Paula M. Prudenti
39938654	6/28/2024	Lexis Courtlink: HATTAM, MASON	7.00	Paula M. Prudenti
39938655	6/28/2024	Lexis Courtlink: HATTAM, MASON	105.00	Paula M. Prudenti
39938657	6/28/2024	Lexis Courtlink: HATTAM, MASON	21.00	Paula M. Prudenti
39938659	6/28/2024	Lexis Courtlink: HATTAM, MASON	99.00	Paula M. Prudenti

Ending: June 30, 2024

Meal, Overtime

Index Number	Date	Description	Amount	Name
39994384	6/12/2024	GRUBHUB HOLDINGS INC. D/B/A SEAMLESS - Meal, Overtime - Seamless - Overtime Meal Billable - Overtime meal	20.00	Riah Kim
39971332	6/13/2024	GRUBHUB HOLDINGS INC. D/B/A SEAMLESS - Meal, Overtime - Seamless - Overtime Meal Billable - Evening work.	20.00	Benjamin Schak

**EXHIBIT G-2**  
**TO FIFTH INTERIM AND FINAL FEE APPLICATION**  
**FOURTEENTH MONTHLY**  
**FEE STATEMENT (JULY 2024)**

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

*In re*

**WESCO AIRCRAFT HOLDINGS, INC.,  
*et al.*,<sup>1</sup>**

Debtors.

Case No. 23-90611 (MI)

Chapter 11

(Jointly Administered)

**FOURTEENTH MONTHLY FEE STATEMENT OF  
MILBANK LLP AS COUNSEL TO THE DEBTORS  
AND DEBTORS IN POSSESSION (JULY 2024)**

<b>Applicant</b>	<b>Milbank LLP,</b> as counsel for the debtors and debtors in possession
<b>Authorized to provide professional services to</b>	Wesco Aircraft Holdings, Inc., <i>et al.</i> (Debtors and Debtors in Possession)
<b>Date of retention order</b>	Order entered July 27, 2023; order effective as of June 1, 2023
<b>Period</b>	July 1 through July 31, 2024
<b>Interim fees incurred</b>	\$975,190.00
<b>Interim fees requested (80%)</b>	\$780,152.00
<b>Interim expenses incurred</b>	\$16,619.93
<b>Total fees (80%) and expenses (100%) requested</b>	\$796,771.93

<sup>1</sup> The Debtors operate under the trade name Incora and have previously used the trade names Wesco, Pattonair, Haas, and Adams Aviation. A complete list of the Debtors in these chapter 11 cases, with each one's federal tax identification number and the address of its principal office, is available on the website of the Debtors' noticing agent at <http://www.kccllc.net/incora/>. The service address for each of the Debtors in these cases is 2601 Meacham Blvd., Ste. 400, Fort Worth, TX 76137.



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1. Milbank LLP (“**Milbank**”), counsel to the above-captioned debtors and debtors in possession (the “**Debtors**”<sup>2</sup>), submits this *Fourteenth Monthly Fee Statement* (the “**Fee Statement**”) for the period from July 1 through July 31, 2024 (the “**Fourteenth Fee Statement Period**”), in accordance with the Court’s *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* [ECF No. 606] (the “**Interim Compensation Order**”).

2. Milbank has accrued compensation for professional services rendered in the amount of \$975,190.00 (the “**Fees**”) and has incurred out-of-pocket expenses in the amount of \$16,619.93 (the “**Expenses**”) during the Fourteenth Fee Statement Period. These amounts reflect write-offs or write-downs of \$18,029.50 in fees and \$2,582.82 in out-of-pocket expenses. Eighty percent (80%) of the Fees equals \$780,152.00, and one hundred percent (100%) of Expenses incurred equals \$16,619.93, for a total of \$796,771.93 in requested interim payments for the Fourteenth Fee Statement Period. Summaries of Milbank’s Fees are attached to this Fee Statement as **Exhibit A** and **Exhibit B**, arranged by project code and by timekeeper, respectively. A summary of Milbank’s Expenses is attached as **Exhibit C**, and a detailed list of time entries and Expenses is attached as **Exhibit D**.

3. Although every effort has been made to include all fees and expenses incurred during the Fourteenth Fee Statement Period, some fees and expenses may not be included in this Fee Statement due to delays caused by accounting and processing. Milbank reserves the right to make further application for allowance of such fees and expenses not included herein on a subsequent monthly fee statement or quarterly fee application.

4. The Debtors will provide notice of this Monthly Fee Statement in accordance with the Interim Compensation Order. Pursuant to the Interim Compensation Order, parties in interest

<sup>2</sup> A detailed description of the Debtors and their businesses is set forth in the *Declaration of Raymond Carney in Support of Chapter 11 Petitions and First Day Motions* (the “**First Day Declaration**”) [ECF No. 13], filed with the Debtors’ voluntary petitions for relief filed under title 11 of the United States Code (the “**Bankruptcy Code**”), on June 1, 2023 (the “**Petition Date**”). The Debtors are operating their businesses as debtors in possession pursuant to sections 1107 and 1108 of the Bankruptcy Code. An official committee of unsecured creditors was appointed on June 16, 2023; no trustee, examiner or other official committee has been appointed.

will have 14 days after filing of this Monthly Fee Statement to notify Milbank of any objection. Milbank submits that no other or further notice need be provided.

*[Remainder of page intentionally blank]*

Upon the foregoing Fee Statement, Milbank respectfully requests payment and reimbursement in accordance with the Interim Compensation Order.

Dated: November 11, 2024  
New York, New York

Respectfully submitted,

/s/ Dennis F. Dunne

Dennis F. Dunne (admitted *pro hac vice*)  
Samuel A. Khalil (admitted *pro hac vice*)  
Benjamin M. Schak (admitted *pro hac vice*)  
MILBANK LLP  
55 Hudson Yards  
New York, NY 10001  
Telephone: 1 (212) 530-5000  
Email: DDunne@Milbank.com  
SKhalil@Milbank.com  
BSchak@Milbank.com

*Counsel to the Debtors and  
Debtors in Possession*

### **CERTIFICATE OF SERVICE**

I certify that, on November 11, 2024, a true and correct copy of the foregoing document was served through the Electronic Case Filing system of the United States Bankruptcy Court for the Southern District of Texas, and will be served as set forth in the Affidavit of Service to be filed by the Debtors' noticing agent.

/s/ Charles A. Beckham, Jr.  
Charles A. Beckham, Jr.



**EXHIBIT A TO FOURTEENTH MONTHLY FEE  
STATEMENT**

**SUMMARY OF TIME BY PROJECT CATEGORY**

<b>Project Category</b>	<b>Total Hours</b>	<b>Total Fees Requested</b>
Non-Working Travel	9.40	\$10,551.50
Asset Disposition	0.60	\$945.00
Assumption and Rejection of Contracts and Leases	3.80	\$5,076.00
Business Operations	21.90	\$14,923.00
Case Administration	44.20	\$55,423.50
Claims	10.40	\$13,975.00
Communications: Debtors	5.90	\$10,632.50
Communications: Secured Creditors	3.50	\$5,935.50
Communications: Unsecured Creditors	4.50	\$7,087.50
Customers	1.10	\$1,780.50
DIP Financing and Cash Collateral	56.00	\$78,371.00
Emergence	0.30	\$673.50
Employee Issues	1.90	\$2,782.50
Financing and Factoring	15.80	\$18,807.50
General Case Strategy	14.30	\$20,545.50
Governance	31.10	\$25,815.50
Hearings and Court Communications	14.30	\$28,425.50
Insurance	2.10	\$3,642.50
Litigation	317.00	\$233,300.50
Milbank Retention and Fees	163.30	\$118,094.50
Plan and Disclosure Statement	139.40	\$262,150.00
Regulatory Issues	5.50	\$5,948.50

Project Category	Total Hours	Total Fees Requested
Tax	8.90	\$15,602.50
Vendors and Suppliers	8.10	\$9,532.50
Mediation	12.40	\$25,168.00
<b>Total</b>	<b>895.70</b>	<b>\$975,190.00</b>

**EXHIBIT B TO FOURTEENTH MONTHLY FEE  
STATEMENT**

**SUMMARY OF TIME BY TIMEKEEPER**

<b>Name</b>	<b>Position</b>	<b>Bar Admission</b>	<b>Hourly Rate</b>	<b>Hours</b>	<b>Fees</b>
Samuel A. Khalil	Financial Restructuring Partner	2004	\$2,245	72.70	\$163,211.50
Al Pisa	Alternative Investments Partner	1997	\$2,245	5.90	\$13,245.50
Dennis F. Dunne	Financial Restructuring Partner	1991	\$2,245	48.00	\$107,760.00
Russell Kestenbaum	Tax Partner	1999	\$2,245	3.50	\$7,857.50
Andrew M Leblanc	Litigation Partner	1998	\$2,245 \$1,122.5*	14.50 9.40	\$32,552.50 \$10,551.50
Paul Denaro	Corporate Finance and Securities Partner	2000	\$2,245	0.30	\$673.50
Casey Fleck	Global Corporate Partner	1999	\$2,245	0.50	\$1,122.50
Matt Brod	Financial Restructuring Partner	2011	\$1,945	11.00	\$21,395.00
John Beahn	Transportation & Space Partner	1998	\$1,795	1.30	\$2,333.50
Samir Vora	Litigation Partner	2007	\$1,695	31.60	\$53,562.00
Maya Grant	Alternative Investments Partner	2004	\$1,695	2.60	\$4,407.00

<b>Name</b>	<b>Position</b>	<b>Bar Admission</b>	<b>Hourly Rate</b>	<b>Hours</b>	<b>Fees</b>
Benjamin Schak	Financial Restructuring Special Counsel	2014	\$1,575	86.30	\$135,922.50
Lena Mandel	Financial Restructuring Senior Attorney	1991	\$1,575	4.40	\$6,930.00
Michael Rivkin	Tax Associate	2017	\$1,425	5.40	\$7,695.00
Russell Spivak	Litigation Associate	2018	\$1,375	2.30	\$3,162.50
Daniel Porat	Financial Restructuring Associate	2019	\$1,325	13.40	\$17,755.00
Hannah Blazek	Litigation Associate	2020	\$1,275	9.40	\$11,985.00
James McIntyre	Financial Restructuring Associate	2019	\$1,275	5.40	\$6,885.00
Riah Kim	Litigation Associate	2021	\$1,225	5.30	\$6,492.50
Michael Scian	Financial Restructuring Associate	2022	\$1,225	63.10	\$77,297.50
Meredith Brumfield	Litigation Associate	2021	\$1,225	32.20	\$39,445.00
Charlie Fendrych	Financial Restructuring Associate	2022	\$1,125	46.10	\$51,862.50
Maxwell Unterhalter	Alternative Investments Associate	2022	\$1,125	27.80	\$31,275.00
Joseph Ledereich	Alternative Investments Associate	2023	\$1,050	2.20	\$2,310.00

Name	Position	Bar Admission	Hourly Rate	Hours	Fees
Rupsha Basu	Financial Restructuring Associate	2023	\$1,050	2.80	\$2,940.00
Aiden Qiao	Alternative Investments Associate	2023	\$1,050	4.90	\$5,145.00
Clayton Melton	Transportation & Space Associate	2023	\$825	4.00	\$3,300.00
Micheline Deeik	Financial Restructuring Associate	2023	\$825	27.10	\$16,124.50
Charmaine Thomas	Case Manager	N/A	\$480	17.30	\$8,304.00
Ishmael Taylor-Kamara	Legal Assistant	N/A	\$430	45.20	\$19,436.00
Leon Thomas	Legal Assistant	N/A	\$430	4.60	\$1,978.00
Josh Finkelman-Mahoney	Legal Assistant	N/A	\$380	19.20	\$7,296.00
Rebecca Smith	Legal Assistant	N/A	\$330	21.10	\$6,963.00
Ashanti Bruce	Legal Assistant	N/A	\$330	20.80	\$6,864.00
James McGuire	Specialist	N/A	\$480	5.50	\$2,640.00
Liam Ewing	Staff Attorney	N/A	\$350	92.90	\$32,515.00
Peter Kim	Staff Attorney	N/A	\$350	32.00	\$11,200.00
Ivy Tang	Staff Attorney	N/A	\$350	6.70	\$2,345.00
Sammy Kye	Staff Attorney	N/A	\$350	74.60	\$26,110.00
Ryan Park	Staff Attorney	N/A	\$350	12.40	\$4,340.00
<b>Total</b>			<b>\$1,088.75</b>	<b>895.70</b>	<b>\$975,190.00</b>

**EXHIBIT C TO FOURTEENTH MONTHLY FEE  
STATEMENT**

**SUMMARY OF EXPENSES**

Airfare	\$1,313.48
Lodging	\$953.00
Ground Transportation	\$949.57
Computerized Research	\$13,295.14
Meals/Overtime	\$108.74
<b>Total</b>	<b>\$16,619.93</b>

**EXHIBIT D TO FOURTEENTH MONTHLY FEE  
STATEMENT**

**TIME ENTRIES AND EXPENSES**

**Milbank LLP**  
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**45721.00005 Non-Working Travel**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36037899	7/9/2024	Non-working portion of travel from WAS-IAH.	4.2	Andrew M Leblanc
36037901	7/10/2024	Non-working return travel from hearing.	5.2	Andrew M Leblanc



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**45721.00006 Asset Disposition**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35273917	7/18/2024	Review question from D. Landry (Incora) re asset sale process.	0.2	Benjamin Schak
35274508	7/19/2024	Call with A. Prentice, others from A&M re potential non-core asset sale (.3); correspond with D. Landry (Incora) re same (.1).	0.4	Benjamin Schak

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**45721.00007 Assumption and Rejection of Contracts and Leases**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35234918	7/8/2024	Correspond with counterparty re potential cure.	0.4	Charlie Fendrych
35235376	7/9/2024	Call with counterparty re potential cure.	0.1	Charlie Fendrych
35235029	7/12/2024	Correspond with A&M team re certain cure effort (.2); correspond with counterparty to cure effort (.4).	0.6	Charlie Fendrych
35271441	7/15/2024	Respond to A&M inquiry re specific contract.	0.2	Benjamin Schak
35277896	7/16/2024	Correspond with K. Somers (DPW) re certain cure issue.	0.1	Charlie Fendrych
35274595	7/17/2024	Correspond with K. Gwynne and C. Capp (both Reed Smith) re resolution of PCC cure claims.	0.3	Benjamin Schak
35272309	7/22/2024	Review updates re business and vendor/customer relationships post-ruling.	0.3	Dennis F. Dunne
35324746	7/23/2024	Review certain side letter re contract.	0.4	Charlie Fendrych
35347667	7/30/2024	Respond to T. Thomas (Incora) question re rejection of post-petition contracts.	0.2	Benjamin Schak
35347745	7/31/2024	Review specific vendor's open A/P list in connection with cure dispute (.2); respond to C. Capp (Reed Smith) re same (.1); email with C. Fendrych re correspondence with WilmerHale (.1).	0.4	Benjamin Schak
35371663	7/31/2024	Review lease rejections.	0.4	Rupsha Basu
35374006	7/31/2024	Analyze certain cure issue for potential side letter.	0.4	Charlie Fendrych

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**45721.00010 Business Operations**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35639739	7/3/2024	Review next steps re case strategy (.2); review updates on business plan (.4)	0.6	Dennis F. Dunne
35640066	7/5/2024	Review company liquidity position.	0.2	Dennis F. Dunne
35640122	7/10/2024	Call with PwC and B. Schak re allocating professional fees.	0.5	Michael Rivkin
35640236	7/10/2024	Conference with S. Sidnam, K. Casey (both PwC), M. Rivkin re accounting allocation of pre-petition invoices (partial) (.2); review draft letter re same (.3); correspond with legal assistants re same (.3).	0.8	Benjamin Schak
35640238	7/10/2024	Review time entries re allocation of pre-petition invoices for accountant (.6); follow-up correspondence with B. Schak re same (.2); revise allocation of pre-petition invoices (.3).	1.1	Charmaine Thomas
35234550	7/11/2024	Review correspondence re plan post-hearing.	0.2	Benjamin Schak
35640240	7/11/2024	Further review time entries re accounting allocation of pre-petition invoices (.6); revise allocation of pre-petition invoices (1.1).	1.7	Charmaine Thomas
35640242	7/12/2024	Begin review of Milbank's pre-petition time for PwC re allocation (.2); correspond with I. Taylor-Kamara and C. Thomas re same (.5).	0.7	Rebecca Smith
35640244	7/12/2024	Review additional time entries for preparation of report for accountants re allocation.	1.2	Ishmael Taylor-Kamara
35640246	7/12/2024	Continue to review time entries re allocation of pre-petition invoices for accountant (1.7); follow-up correspondence with B. Schak re same (.4).	2.1	Charmaine Thomas
35595836	7/16/2024	Update summary chart re allocation of Milbank prepetition billing.	2.6	Charmaine Thomas
36037803	7/16/2024	Conference with certain parties re WTHC cash movements.	0.1	Benjamin Schak
35595847	7/17/2024	Review prepetition billing for preparation of report for accountants re allocation.	1.7	Ishmael Taylor-Kamara
35595849	7/17/2024	Review prepetition billing re allocation (.8); finalize summary chart re same (2.8).	3.6	Charmaine Thomas
35595851	7/17/2024	Review prepetition billing re allocation (.7); update summary chart re same (.9).	1.6	Leon Thomas
35274076	7/18/2024	Review analysis of historical billing for accounting purposes.	0.9	Benjamin Schak
35595859	7/18/2024	Update summary chart re pre-petition billing.	1.6	Charmaine Thomas
35328430	7/24/2024	Correspond with D. Landry (Incora) re requirements for new bank accounts.	0.3	Benjamin Schak
35640062	7/31/2024	Review questions from Company auditor.	0.4	Daniel Porat

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**45721.00011 Case Administration**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35179558	7/1/2024	Review new Pacerpro alerts (.2); update pleadings folder (.2).	0.4	Charmaine Thomas
35188415	7/1/2024	Correspond with B. Schak re open workstreams.	0.1	Daniel Porat
35179690	7/2/2024	Review new Pacerpro alerts (.3); update pleadings folder re same (.4).	0.7	Charmaine Thomas
35188374	7/2/2024	Review status of workstreams (.2); correspond with D. Porat re same (.1).	0.3	Benjamin Schak
35190159	7/2/2024	Review open issues (.1); correspond with B. Schak re same (.1).	0.2	Daniel Porat
35191805	7/2/2024	Review background re Judge Isgur decision (.6); review OCP report re OCP history (.7); review PJT fees for confidentiality (.2).	1.5	Charlie Fendrych
35188950	7/3/2024	Review status of workstreams (.1); call with D. Landry (Incora) re BDO retention (.1); call with C. Fendrych re same (.1).	0.3	Benjamin Schak
35189562	7/3/2024	Review open workstreams.	0.2	Daniel Porat
35191806	7/3/2024	Coordinate approach re OCP issue (.7); compile docket update (1.0); correspond with R. Basu re updates to plan supplement (.5); review fees for payment (.2); correspond with counsel re OCP issue (.3); correspond with B. Schak re OCP issue (.1).	2.8	Charlie Fendrych
35188252	7/5/2024	Prepare docket update.	0.1	Daniel Porat
35640065	7/5/2024	Review upcoming deadlines and alternatives.	0.3	Dennis F. Dunne
35234626	7/8/2024	Review correspondence re open workstreams.	0.4	Benjamin Schak
35235144	7/8/2024	Correspond with A&M team re third party invoices (.2); draft revised OCP declaration (1.7); correspond with B. Schak re certain NDA (.2); review OCP issue (.4).	2.5	Charlie Fendrych
35234452	7/9/2024	Correspond with V. Zaharoff (FTI), others re external communications following rulings in adversary proceeding (.1); correspondence and calls with D. Landry (Incora), D. Shaw and B. White (both BDO), others re BDO engagement (.1).	0.2	Benjamin Schak
35235711	7/9/2024	Correspond with A&M team re notice of satisfaction issue (.1); consider issue (.3); correspond with OCP (.2); correspond with DPW team re certain holders (.1); correspond with DPW re extension of notice of satisfaction issue (.4); correspond with counterparty to notice of satisfaction (.2); consider third party payment issue (.3).	1.6	Charlie Fendrych
35234988	7/10/2024	Coordinate payment of third-party invoices (.2); correspond with B. Schak re case (.1); review A&M fee statement for confidentiality (.2); consider notice of satisfaction issue (.2); correspond with M. David (Incora) re OCP issue (.2); discuss case background with internal team (.5).	1.4	Charlie Fendrych
35639929	7/10/2024	Review status of workstreams (.2).	0.2	Benjamin Schak
35205458	7/11/2024	Conferences with Blackrock re ruling and next steps (.3); review transcript re disagreement on scope of remedy (.3); conferences with S. Kirpalani regarding same (.2); review SP and PIMCO's position on ruling and next steps (.4).	1.2	Dennis F. Dunne
35212508	7/11/2024	Review time entries for preparation of report for accountants re allocation.	0.7	Ishmael Taylor-Kamara
35230730	7/11/2024	Review open workstreams.	0.2	Daniel Porat
35235337	7/11/2024	Provide updates to specialist groups following rulings.	0.1	Benjamin Schak

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**45721.00011 Case Administration**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35235391	7/11/2024	Prepare docket update for internal team (.5); review A&M fee statement (2.0).	2.5	Charlie Fendrych
35216370	7/12/2024	Review daily docket alerts (.1); update internal pleadings folder re same (.1).	0.2	Charmaine Thomas
35227294	7/12/2024	Review noteholders' reconsideration pleadings (.3); revise objection to same (.7).	1.0	Lena Mandel
35230411	7/12/2024	Prepare docket update.	0.2	Daniel Porat
35235832	7/12/2024	Review A&M fees re confidentiality.	4.3	Charlie Fendrych
35290473	7/15/2024	Review daily docket alerts (.2); update internal pleadings folder re same (.6).	0.8	Charmaine Thomas
35271237	7/16/2024	Review emails re case matters.	0.2	Benjamin Schak
35273852	7/16/2024	Review open items (.1); review NDA issues (.1); correspond with M. Fleischer re same (.5).	0.7	Daniel Porat
35278149	7/16/2024	Correspond with A&M team re missing third-party payment (.2); attend cure call with A&M team (.2).	0.4	Charlie Fendrych
35290397	7/16/2024	Review docket (.1); update internal pleadings folders (.1).	0.2	Charmaine Thomas
35274359	7/17/2024	Review status of workstreams (.3); correspond with C. Fendrych re filing re scope of PwC retention (.1).	0.4	Benjamin Schak
35274421	7/17/2024	Review constituency NDA.	0.4	Daniel Porat
35278002	7/17/2024	Correspond with K. Somers (DPW) re beneficial holder's issue (.2); review PwC fees for confidentiality (.4).	0.6	Charlie Fendrych
35290730	7/17/2024	Review docket re new filings (.2); update internal pleadings folders (.1).	0.3	Charmaine Thomas
35290750	7/18/2024	Review docket re new filings (.1); update internal pleadings database with same (.2).	0.3	Charmaine Thomas
35273957	7/19/2024	Draft docket update.	0.4	Daniel Porat
35271694	7/20/2024	Review B of A update (.3); review next steps re plan and secured creditors (.4); conference with D. Landry (Incora) re same (.4).	1.1	Dennis F. Dunne
35327459	7/22/2024	Review upcoming deadlines (.1); correspond with P. Anker (WCPHD) re his notice of appearance (.1).	0.2	Benjamin Schak
35330359	7/22/2024	Review open case issues.	0.1	Daniel Porat
35324723	7/23/2024	Compile third party invoices (.1); draft certain NDA (.9).	1.0	Charlie Fendrych
35327163	7/23/2024	Summarize key upcoming dates for team.	0.2	Benjamin Schak
35329221	7/23/2024	Coordinate with local counsel re hearing (.2); attention to related (.2); review open workstreams (.1).	0.5	Daniel Porat
35296711	7/24/2024	Conference with S. Dostart (.4); review next steps with settlement in light of 1L objectives and proposals (.3); conference with JPM regarding settlement terms and mediation (.3); review updates from Kobre (.3); review alternatives (.5); review request for status conference and timing for same (.2).	2.0	Dennis F. Dunne
35316332	7/24/2024	Review docket re new filings (.1); update pleadings database re same (.2).	0.3	Charmaine Thomas
35324724	7/24/2024	Compile certain NDA (.2); coordinate payment of third-party invoice (.2).	0.4	Charlie Fendrych
35596256	7/24/2024	Review J. Isgur's ruling (.9); correspond with B. Schak re same (.4).	1.3	Lena Mandel
35316341	7/25/2024	Review docket (.1); update pleadings folders (.3).	0.4	Charmaine Thomas

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**45721.00011 Case Administration**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35328316	7/25/2024	Review status of workstreams.	0.1	Benjamin Schak
35327814	7/26/2024	Review status of workstreams.	0.1	Benjamin Schak
35329072	7/26/2024	Review open workstreams.	0.1	Daniel Porat
35330043	7/27/2024	Review open workstreams.	0.6	Daniel Porat
35338708	7/29/2024	Review debt documents (.6); correspond with M. Brod and B. Schak re same (.2).	0.8	Lena Mandel
35371054	7/29/2024	Correspond with claims agent re case website.	0.2	Rupsha Basu
35596503	7/29/2024	Revise certain NDA.	0.2	Charlie Fendrych
35596517	7/29/2024	Review open issues.	0.1	Daniel Porat
35349867	7/30/2024	Review case dockets (.2); update internal pleadings folders re same (.4).	0.6	Charmaine Thomas
35369939	7/30/2024	Review certain open items.	0.2	Daniel Porat
35373860	7/30/2024	Review A&M fees for confidentiality (1.9); revise certain NDA (.2); coordinate third-party invoice issue (.7).	2.8	Charlie Fendrych
35596534	7/30/2024	Revise memo re privilege issue.	1.3	Lena Mandel
35349868	7/31/2024	Review docket re new filings (.1); update pleadings folder with same (.3).	0.4	Charmaine Thomas
35373848	7/31/2024	Coordinate payment of third-party invoice (.1); review PJT fees for confidentiality (.3); review interim fee application procedures for PJT (.5).	0.9	Charlie Fendrych

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**45721.00012 Claims**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35190241	7/1/2024	Correspond with M. McNamara (A&M), B. Schak re claims reconciliation and next round of objections.	0.3	Michael Scian
35188041	7/2/2024	Call with D. Landry (Incora) re claim #1819.	0.2	Benjamin Schak
35188835	7/3/2024	Call with D. Landry, D. Fawcett (Incora) re customer claims (.5); correspond with D. Fawcett (A&M) re GKN claim (.4).	0.9	Benjamin Schak
35235116	7/8/2024	Correspond with K. Collins (Barnes & Thornburg) re GKN claims resolution.	0.1	Benjamin Schak
35235193	7/9/2024	Correspond with K. Collins (Barnes & T) re discussion of GKN claims (.1); correspondence and call with D. Fawcett (Incora) re same (.3); call with K. Collins (Barnes & Thornburg) re same (.2); correspond with internal team re same (.1).	0.7	Benjamin Schak
35230491	7/10/2024	Review certain claims issues.	0.1	Daniel Porat
35235647	7/10/2024	Correspond with M. Scian re claim #1959 (.1); correspond with D. Landry (Incora) re same (.2).	0.3	Benjamin Schak
35595617	7/10/2024	Analyze potential challenges to component of 1L claims.	0.8	Benjamin Schak
35239724	7/12/2024	Correspond with R. Sherald, C. Beckham, P. Hughes (all H&B), B. Schak, C. Fendrych re response to omnibus claims objection (.4); draft email response to claimant re same (.8).	1.2	Michael Scian
35274995	7/19/2024	Review CNOs re omnibus and individual claim objections.	0.2	Benjamin Schak
35275521	7/19/2024	Review CNOs re omnibus objection and individual objections (1.9); correspond with B. Schak, R. Sherald (H&B) re same (.4).	2.3	Michael Scian
35326741	7/22/2024	Review court order re claim objections.	0.1	Benjamin Schak
35330744	7/22/2024	Review claim objections re court guidance requiring further specificity re individual claimants (.6); correspond with B. Schak and R. Sherald (H&B) re revised drafts (.3); review same (.9).	1.8	Michael Scian
35330818	7/23/2024	Review claim objections re court guidance requiring further specificity re individual claimants (.4); correspond with B. Schak and R. Sherald (H&B) re revised drafts (.2); review same (.6).	1.2	Michael Scian
35328311	7/25/2024	Correspond with D. Landry (Incora), M. McNamara (A&M) re F. Gonzalez claim #1819.	0.1	Benjamin Schak
35328359	7/26/2024	Email D. Landry (Incora), M. McNamara (A&M) re F. Gonzalez claim #1819.	0.1	Benjamin Schak

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45721.00013 Comms: Debtors

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35188899	7/1/2024	Review communication materials (.2); correspond with P. Bartels (Company) re litigation (.3).	0.5	Benjamin Schak
35188506	7/2/2024	Call with P. Bartels (Incora) re case strategy (.1); call with D. Landry (Incora) re same (.2).	0.3	Benjamin Schak
35188912	7/3/2024	Update call with P. Bartels (Incora), A. Leblanc, P. Laurinaitis and E. Ross (PJT), B. Cejka (A&M) (.5); call with D. Landry (Incora) re various matters (.1).	0.6	Benjamin Schak
35594131	7/3/2024	Attend call with P. Bartels (Incora), B. Schak, P. Laurinaitis and E. Ross (PJT), B. Cejka (A&M).	0.5	Andrew M Leblanc
35235311	7/8/2024	Correspond with M. Brod re Board meeting.	0.1	Benjamin Schak
35234845	7/9/2024	Discuss case status, other matters with D. Coleal, R. Carney, D. Landry (all Incora), J. O'Connell (PJT) and others.	0.5	Benjamin Schak
35595783	7/11/2024	Attend Board call (.6); prepare for same (.9).	1.5	Al Pisa
35271195	7/16/2024	Prepare for (.1) and attend (.4) update call with D. Coleal, D. Landry, R. Carney (each Incora), J. O'Connell (PJT), B. Cejka and C. Kelly (both A&M), A. Deknatel (QE), others.	0.5	Benjamin Schak
35273989	7/17/2024	Participate on update call with D. Coleal and D. Landry (both Incora) and various co-advisors.	0.3	Benjamin Schak
35273911	7/19/2024	Call with D. Landry (Incora) re various matters, including management meeting with 2026 holder, non-core asset sales, and pending settlement with specific claimant.	0.2	Benjamin Schak
35347766	7/30/2024	Attend weekly conference with D. Coleal, D. Landry, R. Carney (each Incora), J. O'Connell (PJT), B. Cejka (A&M), others.	0.5	Benjamin Schak
35347730	7/31/2024	Call with D. Coleal, D. Landry, R. Carney (all Incora), C. Kelly and C. Sharp (both A&M), others re various topics.	0.4	Benjamin Schak



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**45721.00014 Comms: Secured Creditors**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35234748	7/8/2024	Discuss case status and other matters with J. Weber (PW).	0.1	Benjamin Schak
35235465	7/12/2024	Conference with A. Libby (DPW), S. Kirpalani (QE), others re plan structure (.5); call with R. Stieglitz (CG) re same (.3); call with M. Stein (KBT) re same (.1).	0.9	Benjamin Schak
35270908	7/15/2024	Discuss status of matter with M. Stein (KBT).	0.1	Benjamin Schak
35270901	7/16/2024	Call with R. Stieglitz (CG) re status of matter.	0.1	Benjamin Schak
35327425	7/22/2024	Discuss various matters (including chapter 11 plan negotiations and role of Bank of America securities arm in case) with R. Stieglitz (CG).	0.3	Benjamin Schak
35640120	7/23/2024	Review NDA (.5); correspond with B. Schak re same (.1).	0.6	Matt Brod
35347757	7/29/2024	Conference with A. Libby (DPW) re RSA extension.	0.2	Benjamin Schak
35347645	7/31/2024	Correspond with M. Stein (KBT) re case status (.1); discuss various matters including DIP reconsideration briefing, RSA extension and plan structures with S. Massman (DPW) (.4); review draft email from Company to Silver Point re process (.3); discuss same with S. Khalil (.1).	0.9	Benjamin Schak
35596551	7/31/2024	Review proposed email from Company to Silver Point re process (.2); discuss same with B. Schak (.1).	0.3	Samuel A. Khalil

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**45721.00015 Comms: Unsecured Creditors**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35234664	7/9/2024	Call with A. Lavine (K&K) re NDA for Perella (.1); correspond with S. Khalil re discussions with FSN group (.1).	0.2	Benjamin Schak
35235660	7/11/2024	Call with A. Lavine (K&K) re NDA (.1); call with L. Marinuzzi (MoFo) re case status and next steps (.2).	0.3	Benjamin Schak
35234555	7/12/2024	Weekly conference with L. Marinuzzi (MoFo), others re certain open issues.	0.2	Benjamin Schak
35271164	7/16/2024	Review PWP markup of NDA.	0.3	Benjamin Schak
35275092	7/17/2024	Revise drafts of Kobre group NDAs (.5); correspond with D. Porat re same (.2).	0.7	Benjamin Schak
35274206	7/18/2024	Conference with A. Lavine regarding various matters (.1); review slides for discussion with 2026 holder (.2); conference with C. Kelly, A. Prentice others at A&M re same (.4); call with M. Hebbeln (F&L) re Kobre group NDA (.1); correspond with same re same (.1).	0.9	Benjamin Schak
35274777	7/19/2024	Call with T. Foudy (MoFo) and others re various topics.	0.3	Benjamin Schak
35327101	7/22/2024	Correspond with S. Khalil re Kobre group NDA.	0.2	Benjamin Schak
35326805	7/23/2024	Correspond with S. Khalil re Kobre group NDA.	0.2	Benjamin Schak
35328780	7/25/2024	Conference with T. Foudy (MoFo), other UCC advisors re plan process and other topics.	0.4	Benjamin Schak
35328223	7/26/2024	Conference with T. Foudy (MoFo), other UCC advisors re plan process and other topics.	0.4	Benjamin Schak
35347784	7/29/2024	Correspond with A. Lavine (K&K) re NDA language (.1); call with S. Khalil, Z. Rosenbaum (K&K) re various matters (.3).	0.4	Benjamin Schak

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**45721.00017 Customers**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35235568	7/11/2024	Conference with B. Loveland (WCPHD) re status of case.	0.1	Benjamin Schak
35347762	7/30/2024	Conference with D. Landry (Incora) re potential dispute with specific customer (.3); analyze documents re same (.1).	0.4	Benjamin Schak
35347814	7/31/2024	Review specific customer situation (.1); correspond with S. Vora re same (.1).	0.2	Benjamin Schak
35596557	7/31/2024	Review Gulfstream issue.	0.4	Samir Vora

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**45721.00018 DIP Financing and Cash Collateral**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35173416	7/1/2024	Correspond with M. Grant re maturity extension (.1); revise draft re same (.4).	0.5	Maxwell Unterhalter
35583006	7/1/2024	Review DIP extension documents.	0.8	Maya Grant
35173532	7/2/2024	Review maturity amendment (.8); correspond with Company re same (.2).	1.0	Maxwell Unterhalter
35583016	7/2/2024	Review DIP extension.	0.3	Maya Grant
35173511	7/3/2024	Review signature pages (.3); correspond re workstreams for amendment (.2).	0.5	Maxwell Unterhalter
35188926	7/3/2024	Review certain issues re DIP.	0.4	Benjamin Schak
35173449	7/4/2024	Review extension amendment.	0.2	Maxwell Unterhalter
35187296	7/8/2024	Review DIP issues, amendment and alternatives.	0.4	Dennis F. Dunne
35211039	7/8/2024	Revise second amendment (2.1); correspondence re same (.2).	2.3	Maxwell Unterhalter
35594137	7/8/2024	Correspond with N. Bachelis re DIP extension (.1); review DPW comments (.4).	0.5	Maya Grant
35211107	7/9/2024	Call with N. Bachelis re second amendment (.3); follow-up correspondence with same re same (.3).; revise second amendment documents (.6).	1.2	Maxwell Unterhalter
35211134	7/10/2024	Further revise second amendment (.8); correspond with internal team re same (.2).	1.0	Maxwell Unterhalter
35205472	7/11/2024	Review motion to reconsider DIP findings and relief.	0.4	Dennis F. Dunne
35211088	7/11/2024	Further revise second amendment (1.7); prepare for closing (.3).	2.0	Maxwell Unterhalter
35235418	7/11/2024	Correspond with M. Scian, others re research re DIP order reconsideration (.1); outline response to reconsideration motion (.7); discuss same with M. Scian, others (.9); draft response (4.7).	6.4	Benjamin Schak
35238096	7/11/2024	Meeting with B. Schak re response to reconsider draft (.9); research re same (1.6).	2.5	Michael Scian
35595781	7/11/2024	Correspond with FRG team re DIP reconsideration motion.	0.2	James McIntyre
35640070	7/11/2024	Attention to emails re DIP Second Extension Amendment and reviewed closing deliverables.	0.5	Aiden Qiao
35211058	7/12/2024	Correspond with N. Bachelis re second amendment (.8); revise same (3.0).	3.8	Maxwell Unterhalter
35235279	7/12/2024	Continue drafting response to reconsideration.	1.5	Benjamin Schak
35237832	7/12/2024	Revise response to motion to reconsider DIP order per B. Schak comments.	1.6	Michael Scian
35640072	7/12/2024	Review correspondence re open issues (.2); prepare closing deliverables (.8).	1.0	Aiden Qiao
35211204	7/13/2024	Review correspondence re closing second amendment.	0.4	Maxwell Unterhalter
35211170	7/14/2024	Review documentation re closing of second amendment (1.3); correspond with N. Bachelis re same (.2).	1.5	Maxwell Unterhalter
35640074	7/14/2024	Attention to emails re DIP Second Extension Amendment and reviewed closing deliverables.	0.3	Aiden Qiao
35257542	7/15/2024	Review DIP status (.2); discuss timing with internal team (.1).	0.3	Maxwell Unterhalter
35270659	7/16/2024	Revise brief re DIP (2.3); draft email to L. Morgan (Company) re administrative fee payments to indenture trustee (.1).	2.4	Benjamin Schak

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**45721.00018 DIP Financing and Cash Collateral**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35275794	7/16/2024	Revise response to DIP motion to reconsider (1.2); correspond with B. Schak, FRG team re same (.3).	1.5	Michael Scian
35280407	7/16/2024	Review DIP maturity issues.	0.4	Maxwell Unterhalter
35595839	7/16/2024	Revise response to motion to reconsider.	1.4	Samir Vora
35274889	7/18/2024	Review response to DIP motion to reconsider (.3); revise same (.5); correspond with S. Khalil re same (.1).	0.9	Benjamin Schak
35272321	7/20/2024	Review DIP maturity and alternative funders.	0.4	Dennis F. Dunne
35272751	7/21/2024	Review reconsideration issues (.4); review response (.2); review original filings, pleadings, and stipulations (.3).	0.9	Dennis F. Dunne
35327499	7/22/2024	Discuss DIP reconsideration motion with S. Massman (DPW) (.1); correspond with same re draft response (.1).	0.2	Benjamin Schak
35310892	7/23/2024	Review status re DIP.	0.1	Maxwell Unterhalter
35596226	7/23/2024	Review FSN adequate protection arguments (.3); review relevant pleadings, including prior orders, in case (.4); review case law and counterarguments (.4).	1.1	Dennis F. Dunne
35328567	7/24/2024	Revise DIP reconsideration motion re S. Kirpalani (Quinn) comments (.2); call with S. Khalil re adequate protection (.1); correspond with same re same (.4).	0.7	Benjamin Schak
35640076	7/24/2024	Review research re motion re DIP (.2); correspond with FRG team re same (.1).	0.3	Daniel Porat
35328120	7/25/2024	Correspond with L. Mandel re research re adequate protection (.7); further correspond with M. Brod, L. Mandel re same (.4).	1.1	Benjamin Schak
35596273	7/25/2024	Review updates from Kobre re terms of possible adequate protection and motion for same (.3); review procedure and timing for litigating dispute re same (.2).	0.5	Dennis F. Dunne
35328669	7/26/2024	Correspond with L. Mandel re research re adequate protection (.7); further emails with M. Brod, L. Mandel re same (.4); revise response re DIP reconsideration (.2).	1.3	Benjamin Schak
35347534	7/29/2024	Review draft maturity letter extension (.4); revise same (.5).	0.9	Maxwell Unterhalter
35347665	7/29/2024	Review objection re motion to reconsider DIP (.2); review DPW draft objection re same (.2).	0.4	Benjamin Schak
35358348	7/29/2024	Draft extension letter (1.4); review related materials (.3).	1.7	Joseph Ledereich
35347436	7/30/2024	Review revised DIP maturity extension documents (.4); further review same (.3).	0.7	Maxwell Unterhalter
35347705	7/30/2024	Prepare for (.2) and attend (.5) call with M. Scian, R. Spivak re adequate protection research; circulate draft of DIP reconsideration response (.1).	0.8	Benjamin Schak
35358237	7/30/2024	Review draft extension letter (.2); revise same (.2).	0.4	Joseph Ledereich
35381794	7/30/2024	Conference with B. Schak and R. Spivak re research re adequate protection re 1L's (.5); follow-up call with R. Spivak re same (.2); conduct research re same (.5).	1.2	Michael Scian
35596528	7/30/2024	Review requests for adequate protection (.3); review issues re retrospective and prospective fees, including appeal (.4).	0.7	Dennis F. Dunne
35596538	7/30/2024	Call with B. Schak, M. Scian re adequate protection arguments/claims (.3); follow-up call with M. Scian re same (.2); correspond with same re same (.2).	0.7	Russell Spivak
35345987	7/31/2024	Correspond with M. Scian re outstanding questions re adequate protection motion.	0.3	Russell Spivak
35347489	7/31/2024	Revise maturity extension documents.	0.4	Maxwell Unterhalter

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**45721.00018 DIP Financing and Cash Collateral**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35347717	7/31/2024	Revise response to DIP reconsideration motion (.4); call S. Massman (DPW) re same (.1); correspond with S. Khalil re same (.1); correspond with P. Hughes (H&B) re same (.2).	0.8	Benjamin Schak
35358306	7/31/2024	Revise extension letter.	0.1	Joseph Ledereich
35381920	7/31/2024	Research re adequate protection re 1L's.	1.8	Michael Scian
35596558	7/31/2024	Review research re adequate protection issue.	0.4	Samir Vora

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**45721.00019 Emergence**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35246909	7/17/2024	Review DPW comments to notice of registration.	0.3	Paul Denaro

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**45721.00020 Employee Issues**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35595621	7/10/2024	Correspond with D. Landry (Incora) inquiry re settlement with former employee.	0.1	Benjamin Schak
35648622	7/10/2024	Correspond with M. McNamara (A&M) and B. Schak re claims reconciliation re former employee claim (.3); review claim re same (.3).	0.6	Michael Scian
35648626	7/19/2024	Revise settlement motion re former employee (.2); correspond with C. Fendrych re same (.1).	0.3	Benjamin Schak
35326950	7/22/2024	Review correspondence and calculations re Q2 incentive plan payments (.3); send same to necessary creditor parties (.3).	0.6	Benjamin Schak
35648628	7/22/2024	Review issues re filing of former employee settlement motion.	0.2	Benjamin Schak
35648618	7/23/2024	Correspond with M. Royal (Littler), R. Sherald (H&B), others re service of 9019 motion re former employee settlement.	0.1	Benjamin Schak



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**45721.00021 Financing and Factoring**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35188461	7/2/2024	Analyze issues re DTC eligibility (.3); correspond with M. Grant re same (.2).	0.5	Casey Fleck
35583022	7/2/2024	Correspond with Corporate team re DTC eligibility.	0.2	James McIntyre
35200405	7/8/2024	Review correspondence re DIP Second Extension Amendment (.7); prepare closing deliverables (.3).	1.0	Aiden Qiao
35211169	7/8/2024	Discuss status/workstreams re indenture.	0.2	Maxwell Unterhalter
35200410	7/9/2024	Review DIP Second Extension Amendment draft.	0.3	Aiden Qiao
35211102	7/9/2024	Revise exit indenture.	0.6	Maxwell Unterhalter
35200398	7/10/2024	Review correspondence re Exit Notes Indenture drafts.	0.3	Aiden Qiao
35211070	7/10/2024	Revise exit indenture (1.9); correspond with M. Grant re open issues re same (.2).	2.1	Maxwell Unterhalter
35211186	7/11/2024	Revise exit indenture.	1.9	Maxwell Unterhalter
35238901	7/11/2024	Review issues re exit indenture (.6); correspond with M. Unterhalter re exit terms (.4).	1.0	Maya Grant
35230593	7/14/2024	Review correspondence re exit financing issues.	0.1	Daniel Porat
35257245	7/15/2024	Review indenture language.	0.5	Maxwell Unterhalter
35280343	7/17/2024	Correspond with M. Unterhalter re indenture.	0.1	Maxwell Unterhalter
35259931	7/18/2024	Review indenture language.	0.2	Maxwell Unterhalter
35260706	7/19/2024	Revise exit perfection certificate.	1.0	Aiden Qiao
35273986	7/19/2024	Correspond with N. Bachelis re asset sale paydown in the exit documentation.	0.1	Benjamin Schak
35595872	7/19/2024	Revise perfection certificate (1.6); revise notes (.8); review previous transactions i/c/w same (.3).	2.7	Maxwell Unterhalter
35310729	7/23/2024	Review status of indenture documents.	0.2	Maxwell Unterhalter
35329834	7/23/2024	Review pleading re DIP issues (.1); correspond with J. Clarkson re research re same (.1).	0.2	Daniel Porat
35310967	7/24/2024	Analyze open issues re indenture.	0.2	Maxwell Unterhalter
35596281	7/25/2024	Review exit indenture issues (.9); review related documents (.4).	1.3	Maxwell Unterhalter
35313906	7/26/2024	Review internal correspondence re exit indenture.	0.2	Maxwell Unterhalter
35347410	7/29/2024	Revise exit indenture documents.	0.1	Maxwell Unterhalter
35353621	7/29/2024	Review internal correspondence re exit indenture.	0.5	Aiden Qiao
35347587	7/31/2024	Review open issues re exit indenture.	0.3	Maxwell Unterhalter

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**45721.00023 General Case Strategy**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35188250	7/1/2024	Attend team meeting.	0.1	Benjamin Schak
35191528	7/1/2024	Attend team meeting (.1); prepare for same (.1).	0.2	Charlie Fendrych
35192026	7/1/2024	Attend FRG team meeting re workstreams.	0.1	James McIntyre
35194108	7/1/2024	Attend team meeting re matter update (.1); review correspondence re same (.2); prepare for same (.2).	0.5	Rupsha Basu
35639736	7/1/2024	Correspond with D. Landry (Incora) and R. Cook (JPM) re case strategy (.3); review S. Kirpalani (Quinn) correspondence re same (.2); draft riders (.2); review Silver Point correspondence re case strategy (.5).	1.2	Dennis F. Dunne
35639738	7/3/2024	Conference with R. Cook (JPM) and D. Coleal (Incora) re case strategy (.5).	0.5	Dennis F. Dunne
35230818	7/8/2024	Attend team meeting re status of cases.	0.3	Daniel Porat
35234337	7/8/2024	Attend internal team call re WIP.	0.3	Charlie Fendrych
35235809	7/8/2024	Attend team meeting re status of matter and workstreams.	0.3	Benjamin Schak
35238255	7/8/2024	Conference with Milbank team re works in progress.	0.3	Michael Scian
35239469	7/8/2024	Attend team meeting re matter updates (.3); prepare for same (.2).	0.5	Rupsha Basu
35595585	7/8/2024	Attend internal team meeting re next steps.	0.3	Samuel A. Khalil
35234457	7/10/2024	Correspond with S. Khalil re case status and strategy (.2); discuss same with C. Fendrych and others (.3).	0.5	Benjamin Schak
35239754	7/10/2024	Review docket and update internal team re material filings.	0.4	Michael Scian
35230713	7/11/2024	Internal call re status of cases.	0.1	Daniel Porat
35234794	7/11/2024	Attend internal team call led by B. Schak.	0.3	Charlie Fendrych
35235795	7/11/2024	Attend team meeting re status of matter and workstreams.	0.1	Benjamin Schak
35595780	7/11/2024	Attend FRG team meeting (.1); prepare for same (.1).	0.2	James McIntyre
35609487	7/11/2024	Conference with Milbank team re works in progress (.1); prepare for same (.2).	0.3	Michael Scian
35293771	7/12/2024	Draft docket update (.4); correspond with FRG re deal strategy (.3).	0.7	James McIntyre
35271224	7/15/2024	Attend team meeting re case status (.2); conference with P. Laurinaitis (PJT), B. Cejka and C. Kelly (A&M), others re case status and strategy (.4).	0.6	Benjamin Schak
35274904	7/15/2024	Internal meeting re status of cases.	0.2	Daniel Porat
35276788	7/15/2024	Conference with Milbank team re works in progress.	0.2	Michael Scian
35279781	7/15/2024	Attend internal meeting led by B. Schak.	0.2	Charlie Fendrych
35280361	7/15/2024	Attend team meeting re matter update (.2); prepare for same (.1).	0.3	Rupsha Basu
35292721	7/15/2024	Attend FRG team meeting (.2); prepare for same (.1).	0.3	James McIntyre
35274061	7/17/2024	Attend weekly conference with co-advisors including P. Laurinaitis and A. Telukuntla (both PJT), B. Cejka, C. Kelly and A. Prentice (all three A&M), V. Noskov, Z. Russell, and K. Hershey (all three Quinn).	0.2	Benjamin Schak
35273717	7/18/2024	Review internal correspondence re case strategy.	0.2	Daniel Porat
35274672	7/18/2024	Attend team meeting re status of matter and workstreams (.2); call with S. Khalil re same (.1).	0.3	Benjamin Schak

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**45721.00023 General Case Strategy**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35280307	7/18/2024	Attend team meeting re matter update (.2); prepare for same (.1).	0.3	Rupsha Basu
35274705	7/19/2024	Correspond with B. Schak re strategy and settlement.	0.2	Daniel Porat
35324471	7/22/2024	Attend internal team meeting led by B. Schak.	0.3	Charlie Fendrych
35329050	7/22/2024	Attend team meeting re status of cases.	0.3	Daniel Porat
35330873	7/22/2024	Conference with Milbank team re works in progress.	0.3	Michael Scian
35596217	7/22/2024	Attend team meeting re status of cases.	0.3	Benjamin Schak
35328969	7/23/2024	Review case issues re strategy and negotiations.	0.4	Daniel Porat
35331111	7/24/2024	Review docket for material filings (.3) and update Milbank team re same (.1).	0.4	Michael Scian
35596267	7/25/2024	Review docket update re material filings.	0.3	Rupsha Basu
35347643	7/29/2024	Attend team meeting re case status.	0.2	Benjamin Schak
35596327	7/29/2024	Attend team meeting re matter update.	0.3	Rupsha Basu
35596505	7/29/2024	Attend team call re case update led by B. Schak.	0.2	Charlie Fendrych
35596518	7/29/2024	Attend team meeting re status of cases.	0.2	Daniel Porat
35596520	7/29/2024	Conference with Milbank team re works in progress.	0.2	Michael Scian
35347779	7/30/2024	Conference with PJT team and Milbank team re case strategy.	0.1	Benjamin Schak
35347636	7/31/2024	Correspond with S. Kirpalani (Quinn), D. Dunne, P. Laurinaitis (PJT), others re upcoming status conference.	0.1	Benjamin Schak
35367147	7/31/2024	Review next steps re deal issues and workstreams re same.	0.4	Matt Brod
35381903	7/31/2024	Draft docket update for Milbank team re material filings.	0.1	Michael Scian

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**45721.00024 Governance**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35235308	7/8/2024	Correspond with M. Brod re specific future board member (.2); correspond with S. Vora re same (.2); correspond with D. Landry (Incora) re same (.2).	0.6	Benjamin Schak
35205502	7/11/2024	Attend board call (.6); conference with B. Schak, P. Bartels (Incora board), A. Leblanc, and S. Khalil (partial) (.1).	0.7	Dennis F. Dunne
35595775	7/11/2024	Conference with B. Schak, A. Leblanc, D. Dunne, and P. Bartels (Incora board).	0.2	Samuel A. Khalil
35595777	7/11/2024	Participate in Incora board call (.6); conference with B. Schak, P. Bartels (Incora board), D. Dunne, and S. Khalil (.2).	0.8	Andrew M Leblanc
35595787	7/11/2024	Conference with D. Coleal and rest of Incora ELT (.3); attend board meeting (.6); conference with P. Bartels (Incora board), D. Dunne, A. Leblanc, S. Khalil (.2).	1.1	Benjamin Schak
35326966	7/22/2024	Call with B. Schak to discuss research re privilege issue (.2); research privilege issue (2.4); review work product doctrine i/c/w same (.7).	3.3	Micheline Deeik
35327330	7/22/2024	Call with M. Deeik to discuss research question re privilege.	0.2	Benjamin Schak
35326990	7/23/2024	Review specific provisions in existing governance documents (.3); draft email to team summarizing same (.2).	0.5	Benjamin Schak
35328201	7/23/2024	Research further issues re privilege (1.2); analyzes caselaw (.9) create chart summarizing same (1.1).	3.2	Micheline Deeik
35330060	7/23/2024	Review documents re governance issues (.2); correspond with B. Schak re same (.2).	0.4	Daniel Porat
35328004	7/24/2024	Conduct research re privilege issue (2.9); call with B. Schak re same (.3).	3.2	Micheline Deeik
35328301	7/24/2024	Review research re privilege issue (.8); discuss same with M. Deeik (.3).	1.1	Benjamin Schak
35596321	7/28/2024	Further research re privilege issue (2.1) update memo re same (4.3).	6.4	Micheline Deeik
35347812	7/29/2024	Review research memo re litigation trust governance and privilege issues (.5); correspond with S. Khalil re super-independent directors (.1).	0.6	Benjamin Schak
35364118	7/29/2024	Continue drafting memo re privilege issue (4.8); correspond with B. Schak re same (.4).	5.2	Micheline Deeik
35347708	7/30/2024	Correspond with M. Deeik re litigation trust analysis.	0.2	Benjamin Schak
35365195	7/30/2024	Further draft memo re privilege issue.	1.8	Micheline Deeik
35640116	7/31/2024	Revise memo re privilege issue.	1.6	Micheline Deeik

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**45721.00025 Hearings and Court Communications**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35238246	7/10/2024	Attend preliminary ruling hearing.	1.0	Hannah A. Blazek
35595602	7/10/2024	Attend court hearing (1.0); prepare for same (.4); post-hearing analysis with S. Kirpalani (QE) and A. Leblanc (partial) (.3); review next steps re ruling, appeal, and remedies (.2).	1.9	Dennis F. Dunne
35595609	7/10/2024	Attend hearing (oral ruling) (2.0); conference with B. Heidlage (HSB), S. Massman (DPW), and B. Schak re hearing preparation (.6); debrief hearing with P. Laurinaitis (PJT) and B. Schak (.2); further debrief with B. Schak (.2); draft numerous internal correspondence re same (.8).	3.8	Samuel A. Khalil
35595612	7/10/2024	Participate in hearing re litigation resolution (2.0); call with Judge Lopez re same (.6); meeting with S. Kirpalani (QE), D. Dunne and others re same (.6).	3.2	Andrew M Leblanc
35595616	7/10/2024	Correspond with Milbank team re rulings (.1); conference with S. Khalil, B. Heidlage (HSB), S. Massman (DPW), others re preparation for hearing (.6); conference with S. Vora re same (.1); read summary of Serta appellate hearing (.2); dial in to hearing re rulings (partial) (1.0); debrief with S. Khalil, P. Laurinaitis (PJT), others re same (.2); further debrief with S. Khalil re same (.2).	2.4	Benjamin Schak
35693556	7/10/2024	Attend hearing.	2.0	Samir Vora

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**45721.00026 Insurance**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35235676	7/9/2024	Review summary of certain time entries for submission to insurance.	0.2	Benjamin Schak
35596219	7/22/2024	Draft correspondence re D&O insurance coverage.	0.3	Benjamin Schak
35327021	7/23/2024	Respond to T. Foudy (MoFo) question re insurance deductible.	0.2	Benjamin Schak
35596234	7/23/2024	Respond to inquiry from FRG team re insurance.	0.5	Al Pisa
35328788	7/24/2024	Respond to questions re D&O insurance coverage.	0.9	Benjamin Schak

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**45721.00027 Litigation**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35189112	7/1/2024	Discuss supplemental briefing with Z. Russell (QE) (.1); correspond with Z. Russell re information for same (.8); correspond re discovery of Board minutes (.3); review PJT strategy deck (.3); call with E. Ross (PJT), B. Cejka (A&M) re same (.5).	2.0	Benjamin Schak
35189472	7/1/2024	Review documents for outgoing production to 2024/2026 Noteholder Group.	3.1	Riah Kim
35693560	7/1/2024	Review documents for plan confirmation production (.3); correspond with B. Schak re plan confirmation discovery (.2).	0.5	Meredith Brumfield
35163229	7/2/2024	Review S. Kirpalani (Quinn) arguments and riders (.5); review case law and factual issues (.4); call with A. Leblanc, S. Kirpalani (Quinn) and D. Reganato (Silver Point) re filings (.6).	1.5	Dennis F. Dunne
35183257	7/2/2024	Call with S. Kirpalani (Quinn), D. Reganato (Silver Point), D. Dunne and others re filings (.6); review materials re same (.9).	1.5	Andrew M Leblanc
35188379	7/2/2024	Review draft filing re equitable remedies.	0.9	Benjamin Schak
35189913	7/2/2024	Review documents for outgoing production to 2024/2026 Noteholder Group.	0.7	Riah Kim
35693562	7/2/2024	Correspond with PJT re plan confirmation discovery.	0.1	Meredith Brumfield
35179590	7/3/2024	Review pleadings re Court's remedial authority (2.4); correspond with D. Dunne re same (.2).	2.6	Samir Vora
35184860	7/3/2024	Review briefs re equitable remedies.	0.7	Dennis F. Dunne
35188357	7/3/2024	Review pleadings re equitable relief.	0.2	Benjamin Schak
35189489	7/3/2024	Review litigation filings.	0.4	Daniel Porat
35191555	7/3/2024	Correspond with FRG team re post-trial briefs (.2); review post-trial briefs (.5).	0.7	James McIntyre
35196899	7/3/2024	Review hearing transcript in connection with ongoing litigation analysis.	2.8	Samuel A. Khalil
35594130	7/3/2024	Review pleadings filed re equitable issues.	0.4	Andrew M Leblanc
35693558	7/3/2024	Call with H. Blazek re plan confirmation discovery (.3); correspond with A&M re plan confirmation discovery (.2).	0.5	Meredith Brumfield
35693564	7/3/2024	Correspond with M. Brumfield re status of discovery.	0.3	Hannah A. Blazek
35693566	7/5/2024	Review confirmation brief and related discovery.	2.1	Samir Vora
35235405	7/8/2024	Correspond with FTI team re forthcoming rulings (.1); correspond with D. Landry and T. Thomas (both Incora) re case status for use in connection with specific former employee's litigation (.4); correspond with S. Vora re uptier litigation status and next steps (.1).	0.6	Benjamin Schak
35239499	7/8/2024	Correspond with M. Brumfield re review of documents in response to confirmation discovery requests.	0.5	Hannah A. Blazek
35240204	7/8/2024	Call with R. Kim re plan confirmation discovery (.3); correspond with H. Blazek, R. Kim re plan confirmation discovery (.1); correspond with K. Saindon re same (.2); correspond with J. McGuire re same (.1); correspond with S. Green re coordinating staff attorney team for review of same (.1).	0.8	Meredith Brumfield
35242578	7/8/2024	Review documents for outgoing production to 2024/2026 Noteholder Group.	0.4	Riah Kim
35640111	7/8/2024	Review confirmation briefing.	0.7	Samir Vora

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35239455	7/9/2024	Correspond with S. Green re coordinating team of staff attorneys for plan confirmation discovery review.	0.1	Meredith Brumfield
35242651	7/9/2024	Correspond with S. Vora re adversary trial evidence (.2); correspond with H. Blazek re same (.1); correspond with M. Brumfield re 2024/2026 noteholder group's discovery requests (.1).	0.4	Riah Kim
35367998	7/9/2024	Review issues re confirmation briefing.	1.0	Samir Vora
35230471	7/10/2024	Review issues re decision.	0.2	Daniel Porat
35239328	7/10/2024	Correspond with B. Schak re plan confirmation discovery (.1); correspond with S. Green re coordinating staff attorney team for plan confirmation discovery review (.1).	0.2	Meredith Brumfield
35693555	7/10/2024	Conference with B. Schak re hearing preparation (.1); analyze next steps following hearing (2.2).	2.3	Samir Vora
35867264	7/10/2024	Listen to oral ruling (1.0); follow-up discussion re same (.3).	1.3	Al Pisa
35215696	7/11/2024	Correspondence re litigation issues and restructuring plan.	1.2	Andrew M Leblanc
35230409	7/11/2024	Review analysis re litigation issues.	0.2	Daniel Porat
35234503	7/11/2024	Correspond with S. Khalil re litigation ruling (.1); correspond with S. Khalil, S. Vora re email in record re specific performance (.1).	0.2	Benjamin Schak
35238381	7/11/2024	Correspond with K. Saindon (A&M) re plan confirmation discovery (.1); correspond with H. Blazek, R. Kim re same (.1); correspond with S. Vora, B. Schak re update re same (.2); correspond with J. McGuire re same (.1).	0.5	Meredith Brumfield
35238823	7/11/2024	Correspond with S. Vora re hearing (.2); discuss transcripts with Quinn team (.1); review production for emails re 2022 Transaction closing (1.0); review transcript for emails referenced by Judge (1.1); review documents for production (.9); correspond with M. Brumfield re production process (.4).	3.7	Hannah A. Blazek
35368148	7/11/2024	Review next steps in adversary litigation (.6); review contemporaneous documents re 2022 transaction (.9).	1.5	Samir Vora
35368412	7/11/2024	Attend meeting re litigation issues (.6); prepare for same (.3).	0.9	Samir Vora
35595736	7/11/2024	Conferences with Blackrock re ruling and next steps (.3); review transcript re disagreement on scope of remedy (.3); conference with S. Kirpalani (QE) re same (.2); review SP and PIMCO's position on ruling and next steps (.4); review scope of remedies and revised balance sheet (.5); conferences with A. Pisa re same (.3); conferences with S. Kirpalani (QE) re same (.3).	2.3	Dennis F. Dunne
35222520	7/12/2024	Review hearing transcript in connection with litigation.	2.8	Samuel A. Khalil
35239314	7/12/2024	Call with J. McGuire re plan confirmation discovery (.1); correspond with S. Green re coordinating plan confirmation discovery staff attorney team (.1).	0.2	Meredith Brumfield
35595793	7/12/2024	Conferences with B. Bennett re ruling and settlement structures (.3); review ruling re same (.4); review Kobre updates re settlement and next steps (.3); review need for clarification of ruling and PJT model re same (.6).	1.6	Dennis F. Dunne
35211351	7/13/2024	Download documents received from A&M (.8); organize documents on internal drive (2.2).	3.0	James McGuire
35233983	7/13/2024	Review QE correspondence.	0.5	Al Pisa
35239184	7/13/2024	Correspond with J. McGuire re plan confirmation discovery.	0.1	Meredith Brumfield



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35232093	7/15/2024	First level review of documents for production re plan confirmation discovery.	1.4	Sammy Kye
35242854	7/15/2024	Review core vs non-core issues and rulings (.4); review SJ ruling re redemption and purchases (.3); review Kobre updates (.2); review next steps re clarification of ruling (.3).	1.2	Dennis F. Dunne
35256875	7/15/2024	Call with M. Brumfield re plan confirmation discovery (.1); create specialized searches for internal team (.5); organize documents from internal database (.7).	1.3	James McGuire
35277367	7/15/2024	Correspond with S. Vora, B. Schak re plan confirmation discovery (.1); call with J. McGuire re plan confirmation discovery (.1); correspond with first level reviewers re review of plan confirmation discovery (.3); correspond with J. McGuire re plan confirmation discovery (.4); correspond with S. Green re coordinating plan confirmation discovery review (.1); review documents for production re plan confirmation (.6); correspond with R. Kim re plan confirmation discovery (.3).	1.9	Meredith Brumfield
35368664	7/15/2024	Review plan confirmation discovery.	1.0	Samir Vora
35595809	7/15/2024	First level review of documents for production re plan confirmation discovery.	2.8	Peter Kim
35595813	7/15/2024	First level review of documents for production re plan confirmation discovery.	1.4	Ivy Tang
35247552	7/16/2024	First level review of documents for production re plan confirmation discovery.	3.0	Peter Kim
35247651	7/16/2024	First level review of documents for production re plan confirmation discovery.	2.3	Sammy Kye
35247665	7/16/2024	First level review of documents for production re plan confirmation discovery.	2.5	Liam C. Ewing
35247676	7/16/2024	First level review of documents for production re plan confirmation discovery.	5.3	Ivy Tang
35256724	7/16/2024	Organize documents to enable text-based searching by attorney review team.	0.3	James McGuire
35273626	7/16/2024	Call with M. Brumfield re plan confirmation discovery.	0.3	Riah Kim
35277841	7/16/2024	Review Board minutes (1.5); perform second level review of documents for production re plan confirmation (1.1); correspond with J. McGuire re plan confirmation discovery (.1); correspond with H. Blazek, R. Kim re plan confirmation discovery (.1); correspond with R. Kim re same (.1); call with R. Kim re same (.3).	3.2	Meredith Brumfield
35595815	7/16/2024	Correspond with M. Brumfield re discovery.	0.3	Hannah A. Blazek
35595838	7/16/2024	Review confirmation briefing issues (.9); review strategy re production re plan confirmation discovery (.7).	1.6	Samir Vora
35247950	7/17/2024	Review dispute on remedies and balance sheet (.6); review Offering Memorandum (.2), review language arguments (.1).	0.9	Dennis F. Dunne
35258883	7/17/2024	Review hearing transcript in connection with bondholder litigation.	2.3	Samuel A. Khalil
35273447	7/17/2024	Correspond with M. Brumfield re plan confirmation discovery (.3); call with same re same (.1).	0.4	Riah Kim
35275449	7/17/2024	Correspond with D. Dunne re questions re Offering Memorandum (.5); review same (.3).	0.8	Al Pisa
35279635	7/17/2024	Call with R. Kim re plan confirmation discovery (.1); call with H. Blazek re same (.1).	0.2	Meredith Brumfield

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35368722	7/17/2024	Revise response brief (1.8); review issues re plan confirmation discovery (1.4).	3.2	Samir Vora
35595843	7/17/2024	First level review of documents for production re plan confirmation discovery.	2.9	Peter Kim
35595845	7/17/2024	First level review of documents for production re plan confirmation discovery.	1.7	Sammy Kye
35256708	7/18/2024	Upload files received from A&M to Relativity for document review.	0.5	James McGuire
35279231	7/18/2024	Correspond with J. McGuire re plan confirmation discovery (.2); review board materials re same (.1); correspond with H. Blazek, R. Kim re plan confirmation discovery (.2); second level review of documents for production re plan confirmation (2.4).	2.9	Meredith Brumfield
35367735	7/18/2024	Review responsive pleading (.6); comment on same (.3).	0.9	Samir Vora
35595853	7/18/2024	First level review of documents for production re plan confirmation discovery.	6.3	Liam C. Ewing
35595855	7/18/2024	First level review of documents for production re plan confirmation discovery.	2.6	Peter Kim
35595857	7/18/2024	First level review of documents for production re plan confirmation discovery.	1.7	Sammy Kye
35261618	7/19/2024	First level review of documents for production re plan confirmation discovery.	3.3	Sammy Kye
35272761	7/19/2024	Conference with D. Ehrmann re LM settlement and mediation (.2); review issues re same (.2); review next steps re reconsideration and clarification of remedies (.3).	0.7	Dennis F. Dunne
35595861	7/19/2024	Second level review of documents for production re plan confirmation.	2.3	Meredith Brumfield
35595863	7/19/2024	First level review of documents for production re plan confirmation discovery.	3.3	Liam C. Ewing
35595865	7/19/2024	First level review of documents for production re plan confirmation discovery.	2.7	Peter Kim
35595869	7/19/2024	Draft request for clarification of rulings.	1.2	Benjamin Schak
35595874	7/19/2024	Review confirmation discovery issues (1.1); analyze privilege issues (.7).	1.8	Samir Vora
35261487	7/20/2024	First level review of documents for production re plan confirmation discovery.	6.1	Sammy Kye
35596207	7/20/2024	First level review of documents for production re plan confirmation discovery.	1.4	Liam C. Ewing
35261602	7/21/2024	First level review of documents for production re plan confirmation discovery.	5.8	Sammy Kye
35596209	7/21/2024	First level review of documents for production re plan confirmation discovery.	3.7	Liam C. Ewing
35296639	7/22/2024	First level review of documents for production re plan confirmation discovery.	8.7	Sammy Kye
35333417	7/22/2024	Correspond with staff attorneys re review of plan confirmation documents for production (.2); second level review of documents for production re plan confirmation (1.4).	1.6	Meredith Brumfield
35596211	7/22/2024	First level review of documents for production re plan confirmation discovery.	7.4	Liam C. Ewing
35596215	7/22/2024	First level review of documents for production re plan confirmation discovery.	2.6	Peter Kim

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35596223	7/22/2024	Summarize pending claims against certain defendants.	0.4	Benjamin Schak
35296637	7/23/2024	First level review of documents for production re plan confirmation discovery.	2.2	Sammy Kye
35310874	7/23/2024	Create specialized searches in Relativity for attorney review re plan confirmation discovery (.2); call with M. Brumfield re same re plan confirmation discovery (.2).	0.4	James McGuire
35332209	7/23/2024	Correspond with J. McGuire re plan confirmation discovery (.1) call with same re same (.2); second level review of documents for production re plan confirmation discovery (2.3).	2.6	Meredith Brumfield
35596230	7/23/2024	First level review of documents for production re plan confirmation discovery.	6.9	Liam C. Ewing
35596232	7/23/2024	First level review of documents for production re plan confirmation discovery.	2.8	Peter Kim
35296598	7/24/2024	First level review of documents for production re plan confirmation discovery.	2.2	Sammy Kye
35328170	7/24/2024	Correspond with S. Kirpalani (Quinn), D. Dunne, others re process for clarifying ruling (.1); revise draft pleading re same (.1).	0.2	Benjamin Schak
35596252	7/24/2024	First level review of documents for production re plan confirmation discovery.	7.6	Liam C. Ewing
35596254	7/24/2024	First level review of documents for production re plan confirmation discovery.	1.3	Peter Kim
35596264	7/24/2024	Review strategy re confirmation briefing/discovery.	1.1	Samir Vora
36155170	7/24/2024	Review Kobre's request (.2); review legal arguments re same (.2).	0.4	Dennis F. Dunne
35315055	7/25/2024	First level review of documents for production re plan confirmation discovery.	2.3	Sammy Kye
35331303	7/25/2024	Review adversary proceeding decision (.2); correspond with Litigation and FRG teams re same (.1).	0.3	Hannah A. Blazek
35596275	7/25/2024	First level review of documents for production re plan confirmation discovery.	9.6	Liam C. Ewing
35596277	7/25/2024	First level review of documents for production re plan confirmation discovery.	2.9	Peter Kim
35314863	7/26/2024	Review next steps with ruling (.1), LM claims (.1) and tortious interference claims (.1); review Kobre requests (.2) and settlement constructs (.2).	0.7	Dennis F. Dunne
35315057	7/26/2024	First level review of documents for production re plan confirmation discovery.	4.3	Sammy Kye
35334338	7/26/2024	Second level review of documents for production re plan confirmation.	3.4	Meredith Brumfield
35596285	7/26/2024	First level review of documents for production re plan confirmation discovery.	8.6	Liam C. Ewing
35596287	7/26/2024	First level review of documents for production re plan confirmation discovery.	2.8	Peter Kim
35315071	7/27/2024	First level review of documents for production re plan confirmation discovery.	4.6	Sammy Kye
35596295	7/27/2024	First level review of documents for production re plan confirmation discovery.	6.3	Liam C. Ewing
35315048	7/28/2024	First level review of documents for production re plan confirmation discovery.	9.7	Sammy Kye

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35596323	7/28/2024	First level review of documents for production re plan confirmation discovery.	5.3	Liam C. Ewing
35596325	7/28/2024	First level review of documents for production re plan confirmation discovery.	4.4	Ryan Park
35326882	7/29/2024	First level review of documents for production re plan confirmation discovery.	7.8	Sammy Kye
35352297	7/29/2024	Second level review of documents for production re plan confirmation discovery.	2.1	Meredith Brumfield
35596443	7/29/2024	First level review of documents for production re plan confirmation discovery.	2.4	Liam C. Ewing
35596507	7/29/2024	First level review of documents for production re plan confirmation discovery.	2.8	Peter Kim
35596509	7/29/2024	Call with R. Scarborough (W&C) re litigation issues (.3); review materials re same (.6).	0.9	Andrew M Leblanc
35596515	7/29/2024	First level review of documents for production re plan confirmation discovery.	3.7	Ryan Park
35345823	7/30/2024	First level review of documents for production re plan confirmation discovery.	8.1	Sammy Kye
35352288	7/30/2024	Second level review of documents for production re plan confirmation discovery.	1.9	Meredith Brumfield
35596530	7/30/2024	First level review of documents for production re plan confirmation discovery.	10.3	Liam C. Ewing
35596532	7/30/2024	First level review of documents for production re plan confirmation discovery.	2.8	Peter Kim
35596536	7/30/2024	First level review of documents for production re plan confirmation discovery.	1.6	Ryan Park
35596542	7/31/2024	Second level review of documents for production re plan confirmation discovery.	1.8	Meredith Brumfield
35596548	7/31/2024	First level review of documents for production re plan confirmation discovery.	11.3	Liam C. Ewing
35596550	7/31/2024	Review hearing transcripts in connection with ongoing bond holder litigation.	3.2	Samuel A. Khalil
35596553	7/31/2024	First level review of documents for production re plan confirmation discovery.	2.4	Sammy Kye
35596555	7/31/2024	First level review of documents for production re plan confirmation discovery.	2.7	Ryan Park

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**45721.00028 Milbank Retention and Fees**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35174909	7/1/2024	Review June time entries re compliance with UST guidelines (2.6); review April time entries re same (1.7).	4.3	Ishmael Taylor-Kamara
35177414	7/1/2024	Review April and May time entries re compliance with UST guidelines.	4.0	Rebecca Smith
35177591	7/1/2024	Review June time entries re compliance with UST guidelines.	2.5	Ashanti Bruce
35188512	7/1/2024	Review February fee statement.	0.2	Benjamin Schak
35189059	7/1/2024	Review time entries re compliance with UST guidelines.	1.8	Josh Finkelman-Mahoney
35190671	7/1/2024	Prepare February fee statement for filing (.7); correspond with B. Schak, M. Brod, R. Sherald (HB), P. Hughes (HB), and C. Beckham (HB) re same (.2); revise April time entries re compliance with UST guidelines (1.8); correspond with J. Finkelman-Mahoney re same (.2); review March time entries re compliance with UST guidelines (1.2); correspond with J. Finkelman-Mahoney re same (.2).	4.3	Michael Scian
35175048	7/2/2024	Review certain June time entries re compliance with US Trustee guidelines.	2.9	Ishmael Taylor-Kamara
35177447	7/2/2024	Review May time entries re compliance with UST guidelines.	5.0	Rebecca Smith
35177611	7/2/2024	Review June time entries re compliance with UST guidelines.	2.5	Ashanti Bruce
35189116	7/2/2024	Review time entries re compliance with UST guidelines.	2.1	Josh Finkelman-Mahoney
35190409	7/2/2024	Revise third interim fee application (1.4); review May time entries re compliance with UST guidelines (.8).	2.2	Michael Scian
35174766	7/3/2024	Review June time entries re compliance with US Trustee guidelines (1.4); review May time entries re same (.8).	2.2	Ishmael Taylor-Kamara
35177505	7/3/2024	Review June time entries re compliance with UST guidelines.	4.0	Ashanti Bruce
35177567	7/3/2024	Review May time entries re compliance with UST guidelines.	1.0	Rebecca Smith
35188448	7/3/2024	Review time entries re UST guidelines.	3.5	Josh Finkelman-Mahoney
35190207	7/3/2024	Correspond with M. Brumfield and H. Blazek re April time entries re UST guidelines.	0.2	Michael Scian
35194004	7/3/2024	Review April fee statement re compliance with UST guidelines.	2.5	Meredith Brumfield
35188673	7/7/2024	Review May time entries re compliance with UST guidelines (2.2); review June time entries re same (2.0); correspond with M. Scian re same (.3).	4.5	Josh Finkelman-Mahoney
35196205	7/8/2024	Review time entries re UST guidelines.	4.2	Josh Finkelman-Mahoney
35209251	7/8/2024	Review June time entries re compliance with UST guidelines.	4.0	Ashanti Bruce
35212370	7/8/2024	Review June time entries re compliance with US Trustee guidelines (1.2); review May time entries re same (2.2).	3.4	Ishmael Taylor-Kamara
35212476	7/8/2024	Review June time entries re compliance with UST guidelines.	2.3	Rebecca Smith
35234638	7/8/2024	Review April fee statement (.8); review Dec-Feb fee application (.6).	1.4	Benjamin Schak
35238842	7/8/2024	Revise third interim fee application (.8); review April daynotes re compliance with UST guidelines (.6).	1.4	Michael Scian
35196103	7/9/2024	Review time entries re UST guidelines.	3.1	Josh Finkelman-Mahoney

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35209188	7/9/2024	Review certain time entries re compliance with UST guidelines.	2.1	Ashanti Bruce
35867831	7/9/2024	Review May time entries re compliance with UST guidelines (2.6); review time entries re former employee litigation (.4).	3.0	Rebecca Smith
35867835	7/9/2024	Revise third interim fee application (1.4); correspond with R. Basu re same (.1); review April fee statement and time entries in accordance with UST guidelines (1.3); correspond with J. Finkelman-Mahoney re same (.1); review May fee statement and time entries in accordance with UST guidelines (1.4); correspond with R. Smith, J. Finkelman-Mahoney, and I. Taylor-Kamara re same (.1); review June fee statement and time entries in accordance with UST guidelines (.9); review time entries re former employee matter (1.6); correspond with B. Schak and D. Landry (Incora) re same (.2).	7.1	Michael Scian
35212295	7/10/2024	Review June time entries re compliance with UST guidelines (1.5); correspond with A. Heckman, E. Davis (both Milbank Billing), and M. Scian re same (.1).	1.6	Rebecca Smith
35212421	7/10/2024	Review June time entries re compliance with US Trustee guidelines (.9); review May time entries re same (2.2).	3.1	Ishmael Taylor-Kamara
35213087	7/10/2024	Review certain Milbank time entries re compliance with UST Guidelines.	3.0	Leon Thomas
35240161	7/10/2024	Draft fourth interim fee application.	2.4	Michael Scian
35212448	7/11/2024	Review June time entries re compliance with US Trustee guidelines (.9); implement comments to May time entries re same (1.0).	1.9	Ishmael Taylor-Kamara
35212283	7/12/2024	Correspond with M. Scian and I. Taylor-Kamara re May time entries.	0.4	Rebecca Smith
35212537	7/12/2024	Review June time entries re compliance with US Trustee guidelines.	2.2	Ishmael Taylor-Kamara
35238288	7/12/2024	Review May time entries re compliance with UST guidelines.	1.5	Meredith Brumfield
35239299	7/12/2024	Review May time entries in accordance with UST guidelines (1.1); correspond with B. Schak, M. Brumfield, and H. Blazek re same (.3).	1.4	Michael Scian
35248600	7/12/2024	Review Milbank fee statement.	2.2	Matt Brod
35258080	7/15/2024	Review June time entries re compliance with US Trustee Guidelines.	2.3	Ishmael Taylor-Kamara
35258403	7/16/2024	Review June time entries re compliance with US Trustee Guidelines.	2.8	Ishmael Taylor-Kamara
35595816	7/16/2024	Review April time entries re compliance with UST guidelines (1.8); review May time entries re same (1.4); correspond with M. Scian re same (.1).	3.3	Hannah A. Blazek
35258448	7/17/2024	Review July time entries re compliance with US Trustee Guidelines.	2.4	Ishmael Taylor-Kamara
35273697	7/17/2024	Review exhibit to third interim fee application (.1); review May time entries re compliance with US Trustee Guidelines (.7).	0.8	Benjamin Schak
35609489	7/17/2024	Review May (1.3) and June (.9) time entries re UST guidelines (2.4); revise third interim fee application (.3); correspond with B. Schak and R. Basu re same (.2).	5.1	Michael Scian
35258483	7/18/2024	Review July time entries re compliance with US Trustee Guidelines.	1.5	Ishmael Taylor-Kamara



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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35258577	7/18/2024	Review April time entries re compliance with UST guidelines (.4); correspond with M. Scian and A. Heckman (Milbank Billing) re same (.1).	0.5	Rebecca Smith
35261891	7/18/2024	Review May time entries re compliance with US Trustee guidelines.	0.2	Ashanti Bruce
35276128	7/18/2024	Review May (1.2) and June (1.4) time entries in accordance with UST guidelines; correspond with M. Brod, B. Schak, D. Nicolich, K. Jaffe, R. Spivak, C. Fendrych, and I. Taylor-Kamara re same (.4).	3.0	Michael Scian
35258190	7/19/2024	Review April time entries re compliance with UST guidelines.	0.3	Rebecca Smith
35277034	7/19/2024	Review June time entries in accordance with UST guidelines (.9); correspond with B. Schak and A. Heckman (Milbank Billing) re February fee statement (.2).	1.1	Michael Scian
35311274	7/22/2024	Review July time entries re compliance with US Trustee Guidelines.	2.1	Ishmael Taylor-Kamara
35332016	7/22/2024	Review June time entries wither compliance with UST guidelines (.4); correspond with M. Brod and B. Schak re same (.2).	0.6	Michael Scian
35311438	7/23/2024	Review July time entries re compliance with US Trustee Guidelines.	2.1	Ishmael Taylor-Kamara
35331471	7/23/2024	Review June time entries re compliance with UST guidelines (2.1); correspond with D. Porat re same (.1).	2.2	Michael Scian
35342885	7/23/2024	Revise Milbank fee statement.	1.6	Matt Brod
35311751	7/24/2024	Review July time entries re compliance with US Trustee Guidelines.	1.1	Ishmael Taylor-Kamara
35311607	7/25/2024	Review July time entries re compliance with UST Guidelines.	1.0	Ishmael Taylor-Kamara
35331009	7/25/2024	Review June time entries in accordance with UST guidelines.	1.9	Michael Scian
35596271	7/25/2024	Review interim fee application (.8); review fee statement (.9); revise same (.8).	2.5	Matt Brod
35596291	7/26/2024	Revise fourth interim fee application.	0.9	Michael Scian
35344629	7/29/2024	Review June time entries re compliance with US Trustee Guidelines.	3.0	Ashanti Bruce
35347701	7/29/2024	Review June time entries re compliance with US Trustee Guidelines.	1.4	Benjamin Schak
35358322	7/29/2024	Review July time entries re compliance with US Trustee Guidelines (.8); review June time entries re same (1.3).	2.1	Ishmael Taylor-Kamara
35367300	7/29/2024	Review June monthly fee statement re privilege and confidentiality.	0.8	Matt Brod
35596522	7/29/2024	Review June fee statement in accordance with UST guidelines (3.4); correspond with B. Schak, H. Blazek, M. Brumfield, I. Taylor-Kamara, A. Bruce, and R. Smith re same (.1).	3.5	Michael Scian
35596524	7/29/2024	Review June time entries re compliance with UST Guidelines.	1.8	Rebecca Smith
35344547	7/30/2024	Review June time entries re compliance with US Trustee Guidelines.	1.7	Ashanti Bruce
35358047	7/30/2024	Review July time entries re compliance with US Trustee Guidelines (1.7); review June time entries re same (1.1).	2.8	Ishmael Taylor-Kamara
35358436	7/30/2024	Review June time entries re compliance with US Trustee Guidelines.	0.5	Rebecca Smith

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35381873	7/30/2024	Revise June time entries re compliance with UST guidelines (1.4); correspond with I. Taylor-Kamara, A. Bruce, and R. Smith re same (.1).	1.5	Michael Scian
35345400	7/31/2024	Review June time entries re compliance with US Trustee Guidelines.	0.8	Ashanti Bruce
35352392	7/31/2024	Review June fee statement re compliance with UST guidelines.	1.3	Meredith Brumfield
35357983	7/31/2024	Review July time entries re compliance with US Trustee Guidelines.	1.4	Ishmael Taylor-Kamara



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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35188102	7/1/2024	Review confirmation brief.	0.3	Daniel Porat
35583012	7/1/2024	Review confirmation brief.	1.8	Samir Vora
35190925	7/2/2024	Review H&B markup of confirmation order.	0.5	James McIntyre
35196875	7/2/2024	Review potential plan structures in connection with proposed ruling (1.8); review caselaw research re same (2.7).	4.5	Samuel A. Khalil
35583024	7/2/2024	Call with E. Ross (PJT) re plan structure and DIP maturity extension.	0.3	Benjamin Schak
35188733	7/3/2024	Correspond with D. Dunne re potential plan structure (.4); correspond with E. Ross (PJT) re same (.2); analyze factual issues re same (.4).	1.0	Benjamin Schak
35640064	7/5/2024	Conference with D. Reganato (Silver Point) re DIP and plan issues.	0.3	Dennis F. Dunne
35187030	7/7/2024	Review next steps with plan and possible proponents and funders (.4); review options and likely contour of Judge Isgur ruling (.3); review classification issues (.4).	1.1	Dennis F. Dunne
35187917	7/8/2024	Conferences with J. Weisman re ruling and plan constructs (.3); review next steps re revised reorganization plan post-ruling in adversary (.4); review management's position re balance sheet issues, liquidity and timing (.6).	1.3	Dennis F. Dunne
35595584	7/8/2024	Call with Kobre team re plan and mediation (.5); draft internal correspondence re same (.6).	1.1	Samuel A. Khalil
35230819	7/9/2024	Correspond with B. Schak re objection issues (.2); follow up analysis re same (.2).	0.4	Daniel Porat
35234695	7/9/2024	Correspond with A. Telukuntla (PJT) re plan scenarios (.1); discuss same with E. Ross (PJT) (.2).	0.3	Benjamin Schak
35235828	7/9/2024	Correspond with DPW team re Chubb plan issue (.1); consider plan issue re Chubb (1.1).	1.2	Charlie Fendrych
35293785	7/9/2024	Correspond with R. Spivak re confirmation declarations.	0.1	James McIntyre
35595591	7/9/2024	Call with Company, and advisors re plan issues (.5); review hearing transcripts and caselaw research re same (3.1).	3.6	Samuel A. Khalil
35222627	7/10/2024	Review caselaw research re plan confirmation.	3.6	Samuel A. Khalil
35230848	7/10/2024	Review correspondence with DPW re plan objection.	0.1	Daniel Porat
35234351	7/10/2024	Correspond with D. Porat re Chubb rider (.5); update plan (.3).	0.8	Charlie Fendrych
35235073	7/10/2024	Correspond with C. Fendrych re Chubb objection.	0.1	Benjamin Schak
35234858	7/11/2024	Correspond with D. Porat re Chubb issue.	0.4	Charlie Fendrych
35235607	7/11/2024	Draft settlement plan term sheet.	0.9	Benjamin Schak
35595774	7/11/2024	Review plan term sheet (.4); analyze same (.5); numerous calls and internal correspondence with FRG team re potential plan structures (1.3).	2.2	Samuel A. Khalil
35595785	7/11/2024	Review objection response issues (.3); correspond with C. Fendrych re same (.2); analysis re same (.2).	0.7	Daniel Porat
35222504	7/12/2024	Call with DPW and QE re plan constructs (.5); numerous internal calls and correspondence with FRG team and Quinn team re ruling and plan treatment (3.3).	3.8	Samuel A. Khalil
35229104	7/12/2024	Review possible revised plan terms (.7); review funding and exit financing needs re same (.2).	0.9	Dennis F. Dunne
35595795	7/12/2024	Call with DPW and others re plan issues (.5); review materials re same (.9).	1.4	Andrew M Leblanc

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35595797	7/12/2024	Review QE questions and plan.	1.3	Al Pisa
35595799	7/12/2024	Conference with S. Khalil, A. Libby (DPW), S. Kirpalani (QE), others re plan structure (.5); conference with R. Stieglitz (CG) re same (.3); conference with M. Stein (KBT) re same (.1); draft new chapter 11 plan (3.0); discuss same with S. Khalil (.2); conference with J. Weber (PW) re status of plan discussions (.2); correspond with S. Kirpalani (QE) re plan term sheet (.1).	4.4	Benjamin Schak
35595803	7/12/2024	Attend advisor call with DPW and QE re plan issues (.5); prepare for same (.5).	1.0	Samir Vora
35229500	7/13/2024	Review updates and next steps re amended POR.	0.8	Dennis F. Dunne
35229708	7/14/2024	Review next steps re mediation, plan and alternative funding.	0.7	Dennis F. Dunne
35230236	7/14/2024	Review plan issues.	0.1	Daniel Porat
35259047	7/15/2024	Numerous calls and internal correspondence re negotiations with Kobre and DPW groups re plan.	3.6	Samuel A. Khalil
35270691	7/15/2024	Multiple revisions of plan term sheets.	0.4	Benjamin Schak
35274253	7/15/2024	Review RSA issues.	0.2	Daniel Porat
35258969	7/16/2024	Analyze plan structures in connection with bondholder negotiations.	2.1	Samuel A. Khalil
35270744	7/16/2024	Review DPW markup of restructuring term sheet (.2); summarize same for co-advisors (.3).	0.5	Benjamin Schak
35292773	7/16/2024	Review contingent chapter 11 plan (1.8); review multiple turns of restructuring term sheets (.6).	2.4	James McIntyre
35595818	7/16/2024	Review updates regarding Kobre position and proposals (.6); review same regarding 1Ls (.3); review B. Bennett correspondence (.1); review LM requests (.1).	1.1	Dennis F. Dunne
35273449	7/17/2024	Discuss plan negotiation process with S. Massman (DPW) (.2); correspond with D. Dunne re same (.2).	0.4	Benjamin Schak
35595841	7/17/2024	Conference with B. Bennett re settlement issues (.3); review next steps re mediation and Kobre Kim settlement construct (.4); review next steps and timing (.2).	0.9	Dennis F. Dunne
35253325	7/18/2024	Review Serta proceedings re plan issues (.7); correspond with B. Schak re same (.4).	1.1	Russell Spivak
35253330	7/18/2024	Participate in bi-weekly team meeting re case update.	0.2	Russell Spivak
35259137	7/18/2024	Review Kobre proposal for plan (.8); draft correspondence re same (.7); review DIP order re same (1.1); call with PJT re same (.8); call with Company management team re same (.9); draft internal correspondence re next steps (.4).	4.7	Samuel A. Khalil
35270989	7/18/2024	Review updates on FSN and 1L positions (.6); review next steps re amended plan (.3); review S. Kirpalani (Quinn) recommendation (.2).	1.1	Dennis F. Dunne
35275030	7/18/2024	Discuss term sheet timing with S. Massman (DPW) (.1); review multiple emails re Kobre term sheet (.1).	0.2	Benjamin Schak
35259025	7/19/2024	Call with PJT team re plan negotiations (.5); call with Company management team re same (.6); call with DPW team re same (.6).	1.7	Samuel A. Khalil
35271785	7/19/2024	Review FSN proposal (.3); review possible responses re same (.3); review 1L proposed path (.2); review renewed mediation terms (.3); correspond with D. Landry (Incora) re same (.2).	1.3	Dennis F. Dunne

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35274988	7/19/2024	Correspond with S. Khalil re extension of RSA (.3); call with R. Scarborough (WC) re same (.1); call with A. Reilly (L&W) re same (.1); review 2026 proposal (.4); conference with Kobre, A. Leblanc, Quinn, PJT, PWP re plan proposal from 2026 group (.5); email S. Khalil summary of call (.3); debrief re same with J. O'Connell (PJT) (.2).	1.9	Benjamin Schak
35595867	7/19/2024	Call with Kobre, B. Schak, Quinn, PJT, PWP re plan issues (.5); review materials re same (.4); call with S. Kirpalani (Quinn) re same (.3); correspond with Kobre re same (.4).	1.6	Andrew M Leblanc
35272360	7/21/2024	Review next steps re proposals from FSNs and 1Ls (.4); review PJT analyses re same (.3).	0.7	Dennis F. Dunne
35291533	7/21/2024	Review issues re plan proposals provided by DPW (.6) and Kobre groups (.5).	1.1	Samuel A. Khalil
35271880	7/22/2024	Review plan settlement and negotiation updates (.8); review UCC proposal re asserted claims (.4); review JPM issues (.3).	1.5	Dennis F. Dunne
35291558	7/22/2024	Review research re Kobre request for adequate protection in connection with ongoing plan negotiations (2.2); review revised proposals from bondholder groups (1.8); review caselaw research re plan confirmation (1.1).	5.1	Samuel A. Khalil
35327562	7/22/2024	Discuss plan negotiations generally with S. Khalil (.2); call with S. Khalil, D. Landry (Incora), S. Kirpalani and V. Noskov (both Quinn), P. Laurinaitis and E. Ross (both PJT), others (.3).	0.5	Benjamin Schak
35596213	7/22/2024	Draft certain NDA (.3); correspond with D. Porat re balloting issue (.2); compile budget estimates for A&M (.2).	0.7	Charlie Fendrych
35291474	7/23/2024	Prepare for (.4) and attend (.3) call with A. Libby and S. Massman (both DPW) and B. Schak re plan negotiations; call with PJT team re same (.4); call with management team re same (.8); review hearing transcript re same (1.8); draft correspondence to management (.4) and FRG team (.3) re same.	4.4	Samuel A. Khalil
35324678	7/23/2024	Revise RSA for potential scenario (1.6); call with Chubb team re plan (.3).	1.9	Charlie Fendrych
35326875	7/23/2024	Conference with A. Libby and S. Massman (both DPW), S. Khalil re plan negotiation process.	0.3	Benjamin Schak
35329351	7/23/2024	Communications with insurer re plan objection (.2); review analysis re same (.3).	0.5	Daniel Porat
35596228	7/23/2024	Conferences with R. Cook and G. Seketa (both JPM) re settlement, balance sheet, appeal, mediation (.7); review possible settlement constructs for FSNs (.4); review PIMCO/SP structural requirements (.3); review possible path forward (.3); review considerations re potential status conference (.2).	1.9	Dennis F. Dunne
35313829	7/24/2024	Call with B. Schak, J. O'Connell (PJT), A&M and S. Kirpalani (Quinn) re next steps for plan negotiations (.5); review revised plan structures (1.3); draft correspondence to internal team re same (.9).	2.7	Samuel A. Khalil
35316790	7/24/2024	Correspond with S. Khalil and B. Schak re plan constructs.	0.7	Andrew M Leblanc
35596260	7/24/2024	Correspond with A. Telukuntla (PJT) re considerations re 2026 noteholders (.2); follow-up discussion with A. Telukuntla (.2); analyze potential appellate issues (2.0); conference with plan negotiations with S. Khalil, S. Kirpalani (Quinn), J. O'Connell (PJT) and others (.5).	2.9	Benjamin Schak

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35596265	7/24/2024	Review research questions re plan constructs (1.2); analyze options re same (.7).	1.9	Samir Vora
35304893	7/25/2024	Review plan strawman (.7); review updates on governance discussions (.4); review paths to preserve appeal (.2).	1.3	Dennis F. Dunne
35315685	7/25/2024	Call with DPW team re plan structure (.6); review chapter 11 plan term sheet (.9); provide comments to same (1.4); call with PJT team re same (1.0); draft correspondence to internal team re updated potential plan structures (.6).	4.5	Samuel A. Khalil
35327816	7/25/2024	Conduct research re certain voting issues (2.1); correspond with B. Schak re questions re same (.3).	2.4	Micheline Deeik
35328145	7/25/2024	Call with S. Massman (DPW) re plan term sheet (.3); call with J. Weber (PW) re same (.3); review multiple correspondence re plan term sheet (.5).	1.1	Benjamin Schak
35596279	7/25/2024	Review advisor communications re term sheet proposals.	0.2	Daniel Porat
35596283	7/25/2024	Review plan term sheet (.6); correspond with DPW re same (.2).	0.8	Samir Vora
35314884	7/26/2024	Conference with J. Weisman re possible plan constructs (.3); conference with G. Seketa (JP Morgan) re same (.3); review classification, voting, appeal issues re same (.7).	1.3	Dennis F. Dunne
35315608	7/26/2024	Review revised Chapter 11 plan (1.8); review hearing transcript re same (1.6).	3.4	Samuel A. Khalil
35324449	7/26/2024	Correspond with B. Schak re plan.	0.2	Charlie Fendrych
35328536	7/26/2024	Call with S. Massman (DPW) re plan term sheet (.3); call with J. Weber (PW) re same (.3); emails with various parties re plan term sheet (.9); call with A. Libby (DPW) re same (.3); further revise term sheet (.1).	1.9	Benjamin Schak
35342884	7/26/2024	Review plan workstreams (.7); correspond with Milbank team re same (.5).	1.2	Matt Brod
35596289	7/26/2024	Review issues re term sheet.	0.2	Daniel Porat
35315614	7/27/2024	Review strawman and issues regarding same (.4); review JPM position and messaging re same (.2); review DPW reaction (.2); review proposed edits (.1).	0.9	Dennis F. Dunne
35328408	7/27/2024	Correspond with Kobre and others re plan term sheet.	0.5	Benjamin Schak
35596293	7/27/2024	Review proposal issues (.3); correspond with S. Khalil re same (.3).	0.6	Matt Brod
35596319	7/27/2024	Review issues re potential proposals (.4); revise materials re same (.6); coordinate with team and co advisors re same (.6); correspond with case constituencies re same (.2).	1.8	Daniel Porat
35316009	7/28/2024	Review next steps with plan term sheet and SP reactions to same (.3); review timing, classification, and cramdown issuers same (.5).	0.8	Dennis F. Dunne
35324626	7/28/2024	Update plan to reflect potential path forward.	5.2	Charlie Fendrych
35327923	7/28/2024	Correspond with D. Landry (Incora) re distributions of plan term sheet (.1); correspond with S. Khalil re proposed terms of plan term sheet (.1).	0.2	Benjamin Schak
35343258	7/29/2024	Review revised draft plan issues.	0.2	Daniel Porat
35347709	7/29/2024	Review revisions to draft plan (.3); review certain terms of UCC stipulation re plan (.1); draft discussion points re plan proposal for use with Kobre group members (.4).	0.8	Benjamin Schak

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35358067	7/29/2024	Review plan term sheet bid/ask in connection with ongoing negotiations with bond holder groups (.6); draft internal correspondence re same (.7); call with management team re same (.5); call with PJT team re same (.4); multiple calls with bond holder advisors re same (1.1).	3.3	Samuel A. Khalil
35367504	7/29/2024	Review outstanding Plan issues and workstreams.	0.3	Matt Brod
35373889	7/29/2024	Revise plan for potential go-forward scenarios (1.3); correspond with B. Schak re plan (.6).	1.9	Charlie Fendrych
35346999	7/30/2024	Conference with R. Cook and G. Seketa (both JP Morgan) (.4); review FSN reaction to strawman and request for mediation (.3); review confirmation issues with plan structures (.7).	1.4	Dennis F. Dunne
35347770	7/30/2024	Correspond with D. Dunne, S. Khalil, A. Leblanc re plan negotiations with JPM, others (.3); correspond with S. Khalil re same (.1); discuss same with D. Landry (Incora) (.2); review new draft of plan (1.0); correspond with M. Scian re research question re re-solicitation (.1); call with M. Scian re same (.1).	1.8	Benjamin Schak
35373832	7/30/2024	Revise plan.	0.4	Charlie Fendrych
35381901	7/30/2024	Research re re-solicitation in SDTX (2.6); call with B. Schak re same (.1).	2.7	Michael Scian
35347806	7/31/2024	Call with M. Schneidereit (Jones Day) re status of RSA (.1); call with M. Stein (KBT) (.3), J. Weber (PW) (.1), A. Reilly (WC) (.1) re same; review research re re-solicitation (.1).	0.7	Benjamin Schak
35367431	7/31/2024	Review plan issues.	0.8	Matt Brod
35381863	7/31/2024	Research re re-solicitation in SDTX (2.1); draft email memo re same (1.2); correspond with B. Schak re same (.1).	3.4	Michael Scian

**Milbank LLP**  
**Description of Legal Services**  
**Ending July 31, 2024**

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**45721.00031 Regulatory Issues**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35188849	7/1/2024	Review DCSA FOCI regulations (.4); correspond with C. Melton for client requested summary (.1).	0.5	John Beahn
35640094	7/1/2024	Review LP ownership structure re change of ownership (.8); draft response re same (1.7).	2.5	Clayton Melton
35188817	7/2/2024	Revise summary of FOCI/DCSA considerations (.6); call with C. Melton re same (.2).	0.8	John Beahn
35640096	7/2/2024	Correspond with J. Beahn re Foreign Ownership Change of control and DSCA submission review (.2); draft response re same (1.1); call with J. Beahn re same (.2).	1.5	Clayton Melton
35347744	7/30/2024	Correspond with M. Hebbeln (Foley & Lardner) re regulatory diligence.	0.2	Benjamin Schak

**Milbank LLP**  
**Description of Legal Services**  
**Ending July 31, 2024**

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**45721.00034 Tax**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35640060	7/8/2024	Correspond with B. Schak re Company tax advisor requests.	0.1	Daniel Porat
35213833	7/11/2024	Correspond with Milbank team re tax issues re Judge's ruling and plan.	0.2	Russell J. Kestenbaum
35258138	7/19/2024	Correspond with B. Schak and M. Rivkin re structure (.2), call with M. Rivkin re tax issues re term sheet (.2).	0.4	Russell J. Kestenbaum
35270337	7/19/2024	Correspond with R. Kestenbaum re revised term sheet and associated tax considerations (.3); call with same re same (.2).	0.5	Michael Rivkin
35273786	7/19/2024	Respond to M. Rivkin inquiry re term sheet for tax analysis.	0.1	Benjamin Schak
35312758	7/23/2024	Call with M. Rivkin re structuring issues.	0.5	Russell J. Kestenbaum
35596236	7/23/2024	Call with R. Kestenbaum restructuring issues (.5); correspond with same re same (.4).	0.9	Michael Rivkin
35312298	7/24/2024	Correspond with Milbank teams re structure and next steps (.5); call with M. Rivkin re-structuring issues (.3); conference with B. Schak and M Rivkin re-structuring during appeal process (.4).	1.2	Russell J. Kestenbaum
35596258	7/24/2024	Call with B. Schak and R. Kestenbaum restructuring issue (.3); call with R. Kestenbaum re same (.4); conduct research on tax consequences of same (2.1).	2.8	Michael Rivkin
35596262	7/24/2024	Discuss potential plan structures with R. Kestenbaum and M. Rivkin.	0.3	Benjamin Schak
35312742	7/26/2024	Review bid/ask grid (.2); prepare for call with DPW re tax structuring issues (.1); attend call with PwC, DPW tax, M. Rivkin re tax structuring issues (.7); follow-up call with PwC re same (.2).	1.2	Russell J. Kestenbaum
35328733	7/26/2024	Call with DPW tax, PwC tax, and M. Rivkin re tax considerations with adjustment mechanism.	0.7	Michael Rivkin



**Milbank LLP**  
**Description of Legal Services**  
**Ending July 31, 2024**

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**45721.00035 Vendors and Suppliers**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35188757	7/1/2024	Prepare for call with A. Prentice, C. Sharp, M. Osborn (A&M), C. Fendrych re specific vendor situation (.1); attend same (.5).	0.6	Benjamin Schak
35583004	7/1/2024	Attend call with A&M team, B. Schak re specific vendor situation.	0.5	Charlie Fendrych
35189104	7/2/2024	Call with C. Fendrych re specific vendor payment agreement (.1); review draft of same (.1).	0.2	Benjamin Schak
35191656	7/2/2024	Draft vendor agreement for specific vendor (3.0); call with B. Schak re same (.1).	3.1	Charlie Fendrych
35191361	7/3/2024	Revise certain VPAs (.6); correspond with D. Landry (Incora) re VPA (.1).	0.7	Charlie Fendrych
35191492	7/6/2024	Correspond with M. Osborn (A&M) re certain VPA issue.	0.2	Charlie Fendrych
35230512	7/8/2024	Correspond with team re vendor issue (.1); review related issues (.1).	0.2	Daniel Porat
35235821	7/8/2024	Correspond with VPA counterparty (.5); draft VPA (.6).	1.1	Charlie Fendrych
35235065	7/10/2024	Revise certain VPA.	0.8	Charlie Fendrych
35273848	7/15/2024	Review question re vendor issues.	0.1	Daniel Porat
35324864	7/22/2024	Compile certain VPA.	0.3	Charlie Fendrych
35373985	7/29/2024	Correspond with certain vendor re contract issue.	0.3	Charlie Fendrych



**Milbank LLP**  
**Description of Legal Services**  
**Ending July 31, 2024**

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**45721.00036 Mediation**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35235805	7/8/2024	Update FSN group advisor NDAs in advance of mediation (.5); distribute same to A. Lavine (K&K) (.2); draft new mediation order (.9).	1.6	Benjamin Schak
35594135	7/8/2024	Review next steps re mediation and Judge Lopez (.4); review updates and next steps re JPM and FSN proposal (.5).	0.9	Dennis F. Dunne
35640112	7/8/2024	Revise mediation order.	1.2	Samir Vora
35235278	7/9/2024	Correspond with D. Dunne re mediation order (.1); discuss matter with C. Lopez (mediator), D. Coleal and D. Landry (both Incora), and others (.5); correspondence re follow-up discussion (.1).	0.7	Benjamin Schak
35595589	7/9/2024	Review updates and timing/scope for post-ruling mediation (.6); review Kobre requests (.2); review management requests and concerns (.3).	1.1	Dennis F. Dunne
35595592	7/9/2024	Call with Judge Lopez re mediation (.5); draft internal correspondence re same (.6).	1.1	Samuel A. Khalil
35640114	7/9/2024	Calls with internal team re mediation potential (.5); review materials re litigation i/c/w mediation (1.5).	2.0	Andrew M Leblanc
35234578	7/10/2024	Debrief following rulings with C. Lopez (mediator), S. Kirpalani and V. Noskov (both QE), D. Dunne, S. Khalil, others.	0.5	Benjamin Schak
35595600	7/10/2024	Mediation session with Judge Lopez after ruling (.5); review next steps with FSNs and 1Ls (.3).	0.8	Dennis F. Dunne
35595603	7/10/2024	Debrief with B. Schak, S. Kirpalani and V. Noskov (both QE), C. Lopez (mediator), and S. Khalil.	0.5	Dennis F. Dunne
35595610	7/10/2024	Debrief rulings with C. Lopez (mediator), B. Schak, S. Kirpalani and V. Noskov (both QE), and D. Dunne.	0.5	Samuel A. Khalil
35595778	7/11/2024	Review correspondence re mediation issues.	0.3	Andrew M Leblanc
35271402	7/16/2024	Call with A. Telukuntla (PJT) re approach to mediation.	0.2	Benjamin Schak
35596546	7/31/2024	Review filings from FSNs (.3); correspond with B. Bennett re mediation and next steps (.2); review Kobre request re Goldengate and mediation (.2); review Judge Isgur's status conference request and issues for same (.3).	1.0	Dennis F. Dunne

Ending: July 31, 2024

## Air Travel

Index Number	Date	Description	Amount	Name
39945908	7/8/2024	ANDREW LEBLANC - - Travel to Houston for hearing on 7/10. - Airfare: Expense Date: 08-Jul-2024, Itinerary: DCA-IAH, International Flight: false, > 5 hours: false, Airline: United, Class of Service: Economy/Coach, Other Traveler: , Travel Dates: 09-Jul-2024 -	599.48	Andrew M Leblanc
39994390	7/8/2024	DENNIS F. DUNNE - - Airfare to Houston, TX for Incora hearing. - Airfare: Expense Date: 08-Jul-2024, Itinerary: LGA-IAH-EWR, International Flight: false, > 5 hours: false, Airline: United, Class of Service: Economy/Coach: First (if Business not avail, per policy), Other Traveler: , Travel Dates: 09-Jul-2024 - 10-Jul-2024	507.00	Dennis F. Dunne
39994392	7/9/2024	ANDREW LEBLANC - - Travel to Houston for hearing on 7/10. - Airfare: Expense Date: 09-Jul-2024, Itinerary: IAH-BOS, International Flight: false, > 5 hours: false, Airline: United, Class of Service: Economy/Coach, Other Traveler: , Travel Dates: 10-Jul-2024 -	207.00	Andrew M Leblanc

Ending: July 31, 2024

## Ground Transportation - Out of Town

Index Number	Date	Description	Amount	Name
39945905	7/9/2024	ANDREW LEBLANC - Travel to Houston for hearing on 7/10. - Taxi / Uber / Car Service: Expense Date: 09-Jul-2024, Travel Type: Out Of Town, From / To: IAH Airport - Hotel, Merchant: Grand Limousine One	102.00	Andrew M Leblanc
39957175	7/9/2024	DENNIS F. DUNNE - Transportation from IAH to Four Seasons Hotel Houston for Incora hearing. - Taxi / Uber / Car Service: Expense Date: 09-Jul-2024, Travel Type: Out Of Town, From / To: IAH (Houston Intl), United Airlines Flight# 598 - Four Seasons Hotel Houston, 1300 Lamar Street, Houston, TX 77010,US, Merchant: Red Oak Transportation	158.75	Dennis F. Dunne
39945904	7/10/2024	ANDREW LEBLANC - Travel to Houston for hearing on 7/10. - Taxi / Uber / Car Service: Expense Date: 10-Jul-2024, Travel Type: Out Of Town, From / To: Courthouse - IAH Airport, Merchant:	137.95	Andrew M Leblanc
39945907	7/11/2024	ANDREW LEBLANC - - Travel to Houston for hearing on 7/10. - Parking: Expense Date: 11-Jul-2024 - Merchant: Boston Logan Airport	123.00	Andrew M Leblanc

Ending: July 31, 2024

Ground Transportation - Local

Index Number	Date	Description	Amount	Name
39957176	7/9/2024	DENNIS F. DUNNE - Transportation to LGA for flight to Houston, TX for Incora hearing. - Taxi / Uber / Car Service: Expense Date: 09-Jul-2024, Travel Type: Local, From / To: As directed - LGA (LaGuardia), United Airlines Flight# 598 Departing to IAH at: 08:00 PM, Merchant: Red Oak Transportation	189.29	Dennis F. Dunne
39957173	7/11/2024	DENNIS F. DUNNE - Transportation from EWR to home after Incora hearing. - Taxi / Uber / Car Service: Expense Date: 11-Jul-2024, Travel Type: Local, From / To: EWR (Newark Intl Airport), United Airlines Flight# 2104 - As directed, Merchant: Red Oak Transportation	238.58	Dennis F. Dunne

Ending: July 31, 2024

**Lodging**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Amount</b>	<b>Name</b>
39945902	7/10/2024	ANDREW LEBLANC - - Travel to Houston for hearing on 7/10. - Hotel - Lodging: Expense Date: 10-Jul-2024, Hotel Name: Other, Check In - Check Out: 09-Jul-2024 - 10-Jul-2024	525.10	Andrew M Leblanc
39957172	7/12/2024	DENNIS F. DUNNE - - Room charge, taxes, and fees. - Hotel - Lodging: Expense Date: 12-Jul-2024, Hotel Name: Four Seasons, Check In - Check Out: 09-Jul-2024 - 10-Jul-2024	427.90	Dennis F. Dunne

Ending: July 31, 2024

Meals - Out Of Town

Index Number	Date	Description	Amount	Name
39953283	7/10/2024	ANDREW LEBLANC - - Travel to Houston for hearing on 7/10. - Dinner: Expense Date: 10-Jul-2024, Merchant: Live Fire Burger, Type: Out of Town, Guest(s): Leblanc, Andrew M.	81.91	Andrew M Leblanc
39957174	7/12/2024	DENNIS F. DUNNE - - Breakfast in Houston. - Hotel - Breakfast: Expense Date: 12-Jul-2024, Hotel Name: , Check In - Check Out: - , Guest(s): Dunne, Dennis F.	26.83	Dennis F. Dunne

Ending: July 31, 2024

Westlaw

Index Number	Date	Description	Amount	Name
39944389	7/11/2024	Westlaw SCHAK, BENJAMIN	1,997.26	Samuel A. Khalil
39944390	7/12/2024	Westlaw SCHAK, BENJAMIN	407.52	Samuel A. Khalil
39950005	7/16/2024	Westlaw SCHAK, BENJAMIN	1,712.82	Samuel A. Khalil
39952214	7/24/2024	Westlaw SCHAK, BENJAMIN	570.94	Samuel A. Khalil

Ending: July 31, 2024

## Court Search

Index Number	Date	Description	Amount	Name
39949290	7/8/2024	Pacer Service Center - Court Search Pacer invoice for Financial Restructuring Group in the amount of \$9,084.20 billing cycle April 1, 2024 - June 30, 2024 - Due date August 12, 2024.	1.20	Samuel A. Khalil
39949292	7/8/2024	Pacer Service Center - Court Search Pacer invoice for Financial Restructuring Group in the amount of \$9,084.20 billing cycle April 1, 2024 - June 30, 2024 - Due date August 12, 2024.	0.40	Samuel A. Khalil
39949311	7/8/2024	Pacer Service Center - Court Search Pacer invoice for Financial Restructuring Group in the amount of \$9,084.20 billing cycle April 1, 2024 - June 30, 2024 - Due date August 12, 2024.	26.60	Samuel A. Khalil
39957700	7/8/2024	PACER SERVICE CENTER - Court Search - Litigation Department PACER quarterly invoice in the amount of \$23,778.70 billing cycle April 1, 2024-June 30, 2024 - Due date August 12, 2024.	6.10	Ildes Mendes-Smilén



Ending: July 31, 2024

## Lexis

Index Number	Date	Description	Amount	Name
39940822	7/1/2024	Lexis Courtlink: HATTAM, MASON	21.00	Paula M. Prudenti
39940823	7/1/2024	Lexis Courtlink: HATTAM, MASON	7.00	Paula M. Prudenti
39940824	7/1/2024	Lexis Courtlink: HATTAM, MASON	99.00	Paula M. Prudenti
39943214	7/11/2024	Lexis: SCHAK, BENJAMIN	396.00	Benjamin Schak
39943215	7/11/2024	Lexis: SCHAK, BENJAMIN	285.00	Benjamin Schak
39948015	7/16/2024	Lexis: SCHAK, BENJAMIN	792.00	Benjamin Schak
39947698	7/18/2024	Lexis Courtlink: HATTAM, MASON	7.00	Paula M. Prudenti
39947699	7/18/2024	Lexis Courtlink: HATTAM, MASON	7.00	Paula M. Prudenti
39947700	7/18/2024	Lexis Courtlink: HATTAM, MASON	198.00	Paula M. Prudenti
39948016	7/20/2024	Lexis: SCIAN, MICHAEL	297.00	Michael Scian
39951613	7/22/2024	Lexis: DEEIK, MICHELINE	990.00	Micheline Deeik
39951614	7/23/2024	Lexis: DEEIK, MICHELINE	396.00	Micheline Deeik
39951616	7/23/2024	Lexis: DEEIK, MICHELINE	53.00	Micheline Deeik
39951617	7/23/2024	Lexis: DEEIK, MICHELINE	190.00	Micheline Deeik
39951618	7/23/2024	Lexis: DEEIK, MICHELINE	53.00	Micheline Deeik
39951612	7/24/2024	Lexis: SCHAK, BENJAMIN	95.00	Benjamin Schak
39951619	7/25/2024	Lexis: DEEIK, MICHELINE	2,277.00	Micheline Deeik
39951620	7/25/2024	Lexis: DEEIK, MICHELINE	53.00	Micheline Deeik
39951621	7/25/2024	Lexis: DEEIK, MICHELINE	106.00	Micheline Deeik
39951622	7/25/2024	Lexis: DEEIK, MICHELINE	1,045.00	Micheline Deeik
39951615	7/28/2024	Lexis: DEEIK, MICHELINE	396.00	Micheline Deeik
39955645	7/29/2024	Lexis: DEEIK, MICHELINE	396.00	Micheline Deeik
39955646	7/30/2024	Lexis: SCIAN, MICHAEL	297.00	Michael Scian
39955647	7/31/2024	Lexis: SCIAN, MICHAEL	99.00	Michael Scian

Ending: July 31, 2024

Document Retrieval/Reproduction

Index Number	Date	Description	Amount	Name
39953224	7/8/2024	Pacer Service Center - --VENDOR: PACER SERVICE CENTER PACER Usage - 4/1/2024 to 6/30/2024	14.30	Paula M. Prudenti
39953226	7/8/2024	Pacer Service Center - --VENDOR: PACER SERVICE CENTER PACER Usage - 4/1/2024 to 6/30/2024	3.00	Paula M. Prudenti

**EXHIBIT G-3**  
**TO FIFTH INTERIM AND FINAL FEE APPLICATION**  
**FIFTEENTH MONTHLY**  
**FEE STATEMENT (AUGUST 2024)**

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

*In re*

**WESCO AIRCRAFT HOLDINGS, INC.,  
*et al.*,<sup>1</sup>**

Debtors.

Case No. 23-90611 (MI)

Chapter 11

(Jointly Administered)

**FIFTEENTH MONTHLY FEE STATEMENT OF  
MILBANK LLP AS COUNSEL TO THE DEBTORS  
AND DEBTORS IN POSSESSION (AUGUST 2024)**

<b>Applicant</b>	<b>Milbank LLP,</b> as counsel for the debtors and debtors in possession
<b>Authorized to provide professional services to</b>	Wesco Aircraft Holdings, Inc., <i>et al.</i> (Debtors and Debtors in Possession)
<b>Date of retention order</b>	Order entered July 27, 2023; order effective as of June 1, 2023
<b>Period</b>	August 1 through August 31, 2024
<b>Interim fees incurred</b>	\$1,614,504.25
<b>Interim fees requested (80%)</b>	\$1,291,603.40
<b>Interim expenses incurred</b>	\$25,880.23
<b>Total fees (80%) and expenses (100%) requested</b>	\$1,317,483.63

<sup>1</sup> The Debtors operate under the trade name Incora and have previously used the trade names Wesco, Pattonair, Haas, and Adams Aviation. A complete list of the Debtors in these chapter 11 cases, with each one's federal tax identification number and the address of its principal office, is available on the website of the Debtors' noticing agent at <http://www.kccllc.net/incora/>. The service address for each of the Debtors in these cases is 2601 Meacham Blvd., Ste. 400, Fort Worth, TX 76137.



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1. Milbank LLP (“**Milbank**”), counsel to the above-captioned debtors and debtors in possession (the “**Debtors**”<sup>2</sup>), submits this *Fifteenth Monthly Fee Statement* (the “**Fee Statement**”) for the period from August 1 through August 31, 2024 (the “**Fifteenth Fee Statement Period**”), in accordance with the Court’s *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* [ECF No. 606] (the “**Interim Compensation Order**”).

2. Milbank has accrued compensation for professional services rendered in the amount of \$1,614,504.25 (the “**Fees**”) and has incurred out-of-pocket expenses in the amount of \$25,880.23 (the “**Expenses**”) during the Fifteenth Fee Statement Period. These amounts reflect write-offs or write-downs of \$19,965.00 in fees and \$1,049.64 in out-of-pocket expenses. Eighty percent (80%) of the Fees equals \$1,291,603.40, and one hundred percent (100%) of Expenses incurred equals \$25,880.23, for a total of \$1,317,483.63 in requested interim payments for the Fifteenth Fee Statement Period. Summaries of Milbank’s Fees are attached to this Fee Statement as **Exhibit A** and **Exhibit B**, arranged by project code and by timekeeper, respectively. A summary of Milbank’s Expenses is attached as **Exhibit C**, and a detailed list of time entries and Expenses is attached as **Exhibit D**.

3. Although every effort has been made to include all fees and expenses incurred during the Fifteenth Fee Statement Period, some fees and expenses may not be included in this Fee Statement due to delays caused by accounting and processing. Milbank reserves the right to make further application for allowance of such fees and expenses not included herein on a subsequent monthly fee statement or quarterly fee application.

4. The Debtors will provide notice of this Monthly Fee Statement in accordance with the Interim Compensation Order. Pursuant to the Interim Compensation Order, parties in interest

<sup>2</sup> A detailed description of the Debtors and their businesses is set forth in the *Declaration of Raymond Carney in Support of Chapter 11 Petitions and First Day Motions* (the “**First Day Declaration**”) [ECF No. 13], filed with the Debtors’ voluntary petitions for relief filed under title 11 of the United States Code (the “**Bankruptcy Code**”), on June 1, 2023 (the “**Petition Date**”). The Debtors are operating their businesses as debtors in possession pursuant to sections 1107 and 1108 of the Bankruptcy Code. An official committee of unsecured creditors was appointed on June 16, 2023; no trustee, examiner or other official committee has been appointed.

will have 14 days after filing of this Monthly Fee Statement to notify Milbank of any objection. Milbank submits that no other or further notice need be provided.

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Upon the foregoing Fee Statement, Milbank respectfully requests payment and reimbursement in accordance with the Interim Compensation Order.

Dated: November 11, 2024  
New York, New York

Respectfully submitted,

/s/ Dennis F. Dunne

Dennis F. Dunne (admitted *pro hac vice*)  
Samuel A. Khalil (admitted *pro hac vice*)  
Benjamin M. Schak (admitted *pro hac vice*)  
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Email: DDunne@Milbank.com  
SKhalil@Milbank.com  
BSchak@Milbank.com

*Counsel to the Debtors and  
Debtors in Possession*

### **CERTIFICATE OF SERVICE**

I certify that, on November 11, 2024, a true and correct copy of the foregoing document was served through the Electronic Case Filing system of the United States Bankruptcy Court for the Southern District of Texas, and will be served as set forth in the Affidavit of Service to be filed by the Debtors' noticing agent.

/s/ Charles A. Beckham, Jr.  
Charles A. Beckham, Jr.



**EXHIBIT A TO FIFTEENTH MONTHLY FEE  
STATEMENT**

**SUMMARY OF TIME BY PROJECT CATEGORY**

<b>Project Category</b>	<b>Total Hours</b>	<b>Total Fees Requested</b>
Non-Working Travel	15.90	\$15,067.25
Assumption and Rejection of Contracts and Leases	2.40	\$2,925.00
Business Operations	1.40	\$1,875.00
Case Administration	45.30	\$47,634.50
Claims	7.90	\$10,902.50
Communications: Debtors	5.10	\$8,126.50
Communications: Secured Creditors	2.90	\$4,167.50
Communications: Unsecured Creditors	2.20	\$3,440.00
Customers	0.30	\$472.50
DIP Financing and Cash Collateral	177.80	\$251,854.50
Emergence	0.20	\$255.00
Financing and Factoring	47.30	\$66,476.50
General Case Strategy	18.50	\$25,606.50
Governance	56.30	\$65,566.50
Hearings and Court Communications	25.50	\$47,658.50
Litigation	65.50	\$44,782.50
Milbank Retention and Fees	104.00	\$67,276.00
Plan and Disclosure Statement	558.20	\$820,102.00
Regulatory Issues	0.70	\$1,212.50
Reporting	0.10	\$157.50
Tax	52.00	\$90,211.00
Vendors and Suppliers	2.60	\$2,925.00

Project Category	Total Hours	Total Fees Requested
Mediation	16.10	\$35,809.50
<b>Total</b>	<b>1,208.20</b>	<b>\$1,614,504.25</b>

**EXHIBIT B TO FIFTEENTH MONTHLY FEE  
STATEMENT**

**SUMMARY OF TIME BY TIMEKEEPER**

<b>Name</b>	<b>Position</b>	<b>Bar Admission</b>	<b>Hourly Rate</b>	<b>Hours</b>	<b>Fees</b>
Samuel A. Khalil	Financial Restructuring Partner	2004	\$2,245	67.50	\$151,537.50
Andrew Walker	Tax Partner	1995	\$2,245	0.80	\$1,796.00
Al Pisa	Alternative Investments Partner	1997	\$2,245	1.30	\$2,918.50
Dennis F. Dunne	Financial Restructuring Partner	1991	\$2,245	32.50	\$72,962.50
Russell Kestenbaum	Tax Partner	1999	\$2,245	31.40	\$70,493.00
Andrew M Leblanc	Litigation Partner	1998	\$2,245 \$1,122.5*	24.20 7.60	\$54,329.00 \$8,531.00
Casey Fleck	Global Corporate Partner	1999	\$2,245	13.70	\$30,756.50
Matt Brod	Financial Restructuring Partner	2011	\$1,945	41.10	\$79,939.50
John Beahn	Transportation & Space Partner	1998	\$1,795	0.50	\$897.50
Jason Anderson	Global Corporate Partner	2009	\$1,795	17.30	\$31,053.50
Samir Vora	Litigation Partner	2007	\$1,695	46.40	\$78,648.00
Maya Grant	Alternative Investments Partner	2004	\$1,695	3.60	\$6,102.00
Benjamin Schak	Financial Restructuring	2014	\$1,575	98.30	\$154,822.50

<b>Name</b>	<b>Position</b>	<b>Bar Admission</b>	<b>Hourly Rate</b>	<b>Hours</b>	<b>Fees</b>
	Special Counsel		\$787.5*	8.30	\$6,536.25
Stephen Charest	Corporate Finance and Securities Special Counsel	2002	\$1,575	8.50	\$13,387.50
Lena Mandel	Financial Restructuring Senior Attorney	1991	\$1,575	14.40	\$22,680.00
Daniel Nicolich	Alternative Investments Associate	2014	\$1,475	5.40	\$7,965.00
Nathaniel Bachelis	Alternative Investments Associate	2010	\$1,475	8.50	\$12,537.50
Michael Rivkin	Tax Associate	2017	\$1,425	41.10	\$58,567.50
Daniel Porat	Financial Restructuring Associate	2019	\$1,325	72.70	\$96,327.50
Hannah Blazek	Litigation Associate	2020	\$1,275	21.20	\$27,030.00
Mendy Fox	Tax Associate	2019	\$1,275	29.40	\$37,485.00
James McIntyre	Financial Restructuring Associate	2019	\$1,275	32.50	\$41,437.50
Nicholas Kunz	Corporate Finance and Securities Associate	2020	\$1,225	20.50	\$25,112.50
Jordyn Paperny	Litigation Associate	2021	\$1,225	40.30	\$49,367.50
Michael Scian	Financial Restructuring Associate	2022	\$1,225	125.40	\$153,615.00
Meredith Brumfield	Litigation Associate	2021	\$1,225	2.50	\$3,062.50

<b>Name</b>	<b>Position</b>	<b>Bar Admission</b>	<b>Hourly Rate</b>	<b>Hours</b>	<b>Fees</b>
Charlie Fendrych	Financial Restructuring Associate	2022	\$1,125	108.90	\$122,512.50
Maxwell Unterhalter	Alternative Investments Associate	2022	\$1,125	13.90	\$15,637.50
Nabintou Doumbia	Litigation Associate	2023	\$1,050	14.80	\$15,540.00
Joseph Ledereich	Alternative Investments Associate	2023	\$1,050	2.20	\$2,310.00
Rupsha Basu	Financial Restructuring Associate	2023	\$1,050	13.60	\$14,280.00
Ryan Aymard	Global Corporate Associate	2022	\$1,050	44.00	\$46,200.00
Elizabeth Fly	Litigation Associate	2023	\$825	34.80	\$28,710.00
Alisha Gupta	Litigation Associate	2024	\$825	9.40	\$7,755.00
Nicholas Fallah	Litigation Associate	2023	\$825	6.10	\$5,032.50
Micheline Deeik	Financial Restructuring Associate	2023	\$595	6.30	\$3,748.50
Charmaine Thomas	Case Manager	N/A	\$480	10.30	\$4,944.00
Ishmael Taylor-Kamara	Legal Assistant	N/A	\$430	47.10	\$20,253.00
Ricky Windom	Legal Assistant	N/A	\$430	3.80	\$1,634.00
Rebecca Smith	Legal Assistant	N/A	\$330	13.80	\$4,554.00
Ashanti Bruce	Legal Assistant	N/A	\$330	15.50	\$5,115.00

Name	Position	Bar Admission	Hourly Rate	Hours	Fees
Liam Ewing	Staff Attorney	N/A	\$350	22.00	\$7,700.00
Peter Kim	Staff Attorney	N/A	\$350	4.50	\$1,575.00
Sammy Kye	Staff Attorney	N/A	\$350	14.80	\$5,180.00
Ryan Park	Staff Attorney	N/A	\$350	5.50	\$1,925.00
<b>Total</b>			<b>\$1,336.29</b>	<b>1,208.20</b>	<b>\$1,614,504.25</b>

**EXHIBIT C TO FIFTEENTH MONTHLY FEE  
STATEMENT**

**SUMMARY OF EXPENSES**

Airfare	\$1,270.95
Lodging	\$787.47
Ground Transportation	\$1,024.89
Computerized Research	\$22,361.01
Meals/Overtime	\$435.91
<b>Total</b>	<b>\$25,880.23</b>

**EXHIBIT D TO FIFTEENTH MONTHLY FEE  
STATEMENT**

**TIME ENTRIES AND EXPENSES**



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**45721.00005 Non-Working Travel**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35443399	8/12/2024	Non-working portion of travel to Houston for status conference.	3.2	Andrew M Leblanc
35455893	8/12/2024	Travel from Brooklyn to Houston for hearing.	3.8	Benjamin Schak
35443504	8/13/2024	Return travel to Washington.	4.4	Andrew M Leblanc
35455532	8/13/2024	Travel from hotel to downtown Houston.	0.5	Benjamin Schak
35455477	8/14/2024	Travel from Houston to New York.	4.0	Benjamin Schak

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**45721.00007 Assumption and Rejection of Contracts and Leases**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35406951	8/6/2024	Correspond with D. Landry (Incora) re assumption of a certain category of contracts.	0.3	Benjamin Schak
35406655	8/7/2024	Draft letter re potential assumption.	0.8	Charlie Fendrych
35406502	8/8/2024	Continue drafting letter re potential assumption.	0.5	Charlie Fendrych
35455386	8/13/2024	Correspond with T. Thomas (Incora) re forklift lease.	0.2	Benjamin Schak
35529935	8/19/2024	Analyze Boeing cure issue.	0.2	Charlie Fendrych
35529983	8/20/2024	Call with Boeing team re contract.	0.4	Charlie Fendrych

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**45721.00010 Business Operations**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35407190	8/5/2024	Correspond with R. Carney (Incora) re question re new text for quarterly financial reports.	0.1	Benjamin Schak
35406971	8/6/2024	Provide text for Q2 financial statements.	0.1	Benjamin Schak
35457633	8/19/2024	Review 345(b) motion.	0.1	Benjamin Schak
35621088	8/19/2024	Draft 345(b) motion (.4); correspond with B. Schak re same (.2).	0.6	James McIntyre
35535208	8/28/2024	Call with U.S. Trustee re 345(b) deadline.	0.1	James McIntyre
35535678	8/30/2024	Revise 345(b) motion.	0.4	James McIntyre

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**45721.00011 Case Administration**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35360917	8/1/2024	Review new pleadings on docket (.1); update pleadings database re same (.5).	0.6	Charmaine Thomas
35365411	8/1/2024	Review status of workstreams.	0.1	Benjamin Schak
35370208	8/1/2024	Correspond with B. Schak re open matters.	0.2	Daniel Porat
35371764	8/1/2024	Calendar new deadlines.	0.2	Rupsha Basu
35373999	8/1/2024	Coordinate third party invoice issue (.4); review PJT interim application (.2); compile docket update (.5).	1.1	Charlie Fendrych
35381829	8/1/2024	Draft plan status language re PJT fee application (.3); correspond with B. Schak, D. Porat, C. Fendrych, and A. Telukuntla (PJT) re same (.1).	0.4	Michael Scian
35360975	8/2/2024	Review docket for new pleadings (.2); update pleadings folder re same (.3).	0.5	Charmaine Thomas
35366103	8/2/2024	Correspond with S. Khalil, M. Brod re status of various workstreams.	0.2	Benjamin Schak
35369340	8/2/2024	Review docket (.2); prepare docket update (.5).	0.7	Daniel Porat
35373899	8/2/2024	Review payment schedule for third party invoices (.3); correspond with B. Schak re PJT issue (.4); review A&M fees for confidentiality (3.9).	4.6	Charlie Fendrych
35373816	8/4/2024	Revise certain NDA.	0.1	Charlie Fendrych
35417464	8/5/2024	Review recent Pacerpro alerts (.1); update pleadings folder (.1); update hearing transcripts documents (1.1).	1.3	Charmaine Thomas
35383576	8/6/2024	Conference with G. Seketa (JPM) re mediation and settlement (.3); review updates from 1Ls (.2); review issues for resolution before Judge Isgur (.3).	0.8	Dennis F. Dunne
35416544	8/7/2024	Review pleadings on docket (.1); update pleadings database re same (.1).	0.2	Charmaine Thomas
35407200	8/8/2024	Correspondence with parties to certain NDA.	0.2	Charlie Fendrych
35595643	8/8/2024	Draft budget and staffing plan.	0.9	Rupsha Basu
35412528	8/9/2024	Coordinate re workstreams (.2); monitor docket (.1); draft docket update (.4).	0.7	Daniel Porat
35418372	8/9/2024	Review pleadings on docket (.1); update pleadings database re same (.1).	0.2	Charmaine Thomas
35595657	8/9/2024	Draft docket update.	0.1	James McIntyre
35406692	8/11/2024	Execute certain NDAs.	0.2	Charlie Fendrych
35455535	8/11/2024	Review status of workstreams.	0.1	Benjamin Schak
35442645	8/12/2024	Review alerts re recently filed pleadings (.1); update pleadings database with same (.2).	0.3	Charmaine Thomas
35443564	8/12/2024	Compile certain NDA.	0.2	Charlie Fendrych
35595667	8/12/2024	Review docket (.1); correspond with team re recently filed pleadings (.3).	0.4	Rupsha Basu
35442464	8/13/2024	Review docket (.1); update pleadings database with recently filed pleadings (.2).	0.3	Charmaine Thomas
35455210	8/13/2024	Email R. Scarborough, E. Oberwetter (both WC) re scheduling.	0.1	Benjamin Schak
35456733	8/13/2024	Review open workstreams.	0.1	Daniel Porat
35442647	8/14/2024	Review alerts re recently filed pleadings (.1); update pleadings database with same (.1).	0.2	Charmaine Thomas

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**45721.00011 Case Administration**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35443543	8/14/2024	Compile budget update (.3); update interim fee application for A&M (.5).	0.8	Charlie Fendrych
35442674	8/15/2024	Review alerts re recently filed pleadings (.2); update pleadings database with same (.2).	0.4	Charmaine Thomas
35443624	8/15/2024	Compile docket update.	0.4	Charlie Fendrych
35455816	8/15/2024	Review correspondence.	0.3	Benjamin Schak
35457700	8/15/2024	Review matter updates.	0.2	Daniel Porat
35441731	8/16/2024	Upload filed monthly operating reports.	0.3	Rebecca Smith
35442384	8/16/2024	Review docket (.4); update internal pleadings folders (.2).	0.6	Charmaine Thomas
35457021	8/16/2024	Review docket (.1); review open workstreams (.1); review pleading (.1).	0.3	Daniel Porat
35621044	8/16/2024	Draft docket update.	0.1	James McIntyre
35443917	8/17/2024	Review docket (.1); update pleadings (.2).	0.3	Charmaine Thomas
35457464	8/17/2024	Draft docket update.	0.5	Daniel Porat
35487860	8/19/2024	Review docket (.2); update internal pleadings folder (.1).	0.3	Charmaine Thomas
35491383	8/19/2024	Correspond with FRG team re case updates (.1); correspond with B. Schak re workstreams (.1); review issues re open workstreams (.5).	0.7	Daniel Porat
35529894	8/19/2024	Compile budget update (.2); correspond with B. Schak re same (.2); review KPMG fees issue (.7); correspond with B. Schak re same (.2).	1.3	Charlie Fendrych
35469993	8/20/2024	Correspond with M. Brod re status of workstreams (.1); review status of workstreams (.3).	0.4	Benjamin Schak
35488047	8/20/2024	Review docket alerts (.1); update internal pleadings folders (.2).	0.3	Charmaine Thomas
35522520	8/20/2024	Draft docket update.	0.4	Rupsha Basu
35529808	8/20/2024	Correspond with KPMG team re invoice.	0.2	Charlie Fendrych
35621114	8/20/2024	Review open workstreams.	0.2	Daniel Porat
35477989	8/21/2024	Pull transcript re 8/13 status conference.	0.1	Rebecca Smith
35487372	8/21/2024	Review docket (.2); update pleadings folder (.2).	0.4	Charmaine Thomas
35491143	8/21/2024	Coordinate re open items.	0.8	Daniel Porat
35529862	8/21/2024	Review hearing transcripts for relevant language (2.1); correspond with M. Brod and B. Schak re same (.3).	2.4	Charlie Fendrych
35472873	8/22/2024	Review correspondence from FRG team re workstreams.	0.1	Benjamin Schak
35487574	8/22/2024	Review case dockets re new filings (1.2); update pleadings folders with same (.6).	1.8	Charmaine Thomas
35491993	8/22/2024	Review open workstreams (.3); coordinate re same (.7).	1.0	Daniel Porat
35630079	8/22/2024	Compile docket update for internal team.	0.6	Charlie Fendrych
35488381	8/23/2024	Review docket re new filings (.1); update pleadings folder with same (.2).	0.3	Charmaine Thomas
35491931	8/23/2024	Coordinate re workstreams.	0.9	Daniel Porat
35529962	8/23/2024	Correspond with PC team re invoice.	0.1	Charlie Fendrych
35488182	8/24/2024	Review docket re new filings (.3); update pleadings folder with same (.3).	0.6	Charmaine Thomas

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**45721.00011 Case Administration**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35491257	8/24/2024	Coordinate with internal team regarding workstreams.	0.2	Daniel Porat
35491847	8/25/2024	Correspond with FRG team re status of certain case matters.	0.2	Daniel Porat
35530360	8/26/2024	Coordinate BDO OCP declaration (.2); correspond with M. Fox re document status (.2).	0.4	Charlie Fendrych
35543135	8/26/2024	Correspond with B. Schak re workstreams (.2); review open workstreams issues (.6).	0.8	Daniel Porat
35500559	8/27/2024	Discuss case timeline with A. Telukuntla (PJT).	0.1	Benjamin Schak
35530301	8/27/2024	Correspond with A&M team re payment of certain invoiced amounts (.5); review A&M fees for confidentiality and privilege (2.3).	2.8	Charlie Fendrych
35532613	8/27/2024	Review docket re new filings (.2); update internal pleadings folder re same (.1).	0.3	Charmaine Thomas
35543164	8/27/2024	Review open issues (.3); review to hearing timing issues (.2); coordinate re hearing (.3).	0.8	Daniel Porat
35530253	8/28/2024	Review PwC fees for confidentiality (.4); correspond with internal team re DPW correspondence (.1); review A&M fees for confidentiality (1.1).	1.6	Charlie Fendrych
35532540	8/28/2024	Review docket re new filings (.1); update internal pleadings folder with same (.3).	0.4	Charmaine Thomas
35543063	8/28/2024	Correspond with B. Schak and local counsel re hearings scheduling (.2); correspond with other interested parties re same (.1); review open workstreams (.5).	0.8	Daniel Porat
35530108	8/29/2024	Correspond with A&M re third party invoice (.3); review A&M fees for confidentiality (1.4).	1.7	Charlie Fendrych
35532463	8/29/2024	Review docket re new filings (.3); update internal pleadings database re same (.4).	0.7	Charmaine Thomas
35630147	8/29/2024	Coordinate re open workstreams.	0.8	Daniel Porat
35530305	8/30/2024	Coordinate filing of PJT fee statement.	0.3	Charlie Fendrych
35532630	8/30/2024	Review docket (.1) update internal pleadings folders (.2).	0.3	Charmaine Thomas
35543144	8/30/2024	Coordinate re open workstreams.	1.0	Daniel Porat

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**45721.00012 Claims**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35365762	8/2/2024	Call with D. Fawcett and D. Landry (Incora), M. McNamara (A&M) re customer and employee claims (.5); review Bell Textron claim (.2); review background re employment-related claim (.1); research re subject-matter jurisdiction re same (.2).	1.0	Benjamin Schak
35381826	8/2/2024	Correspond with B. Schak re individual objections (.1); review same (.2).	0.3	Michael Scian
35406636	8/5/2024	Draft objection to employee related claim.	1.8	Benjamin Schak
35409359	8/5/2024	Correspond with B. Schak and M. McNamara (A&M) re claims objections (.1); correspond with same re employee claim (.1); review same (.1).	0.3	Michael Scian
35406691	8/6/2024	Correspond with A. Chiarello (Winstead) re Bell Textron claim (.2); correspond with M. McNamara (A&M), others re same (.1).	0.3	Benjamin Schak
35456333	8/14/2024	Correspond with T. Thomas (Incora) re specific employee's claim.	0.1	Benjamin Schak
35457228	8/15/2024	Correspond with B. Schak, D. Landry (Incora), and M. McNamara (A&M) re claims reconciliation and next omnibus objection (.2); review claims re same (.2).	0.4	Michael Scian
35457801	8/16/2024	Call with D. Fawcett (Incora), E. McKeighan (A&M) re customer claims (.2); correspond with N. Van den Broek re same (.1).	0.3	Benjamin Schak
35536965	8/27/2024	Draft fourth omnibus claims objection (.8); draft 13th notice of satisfaction (.4); correspond with B. Schak, M. McNamara (A&M) re same (.1); draft individual claims objection (.9); correspond with M. McNamara (A&M) re same (.2).	2.4	Michael Scian
35537443	8/28/2024	Revise individual claim objection (.6); correspond with B. Schak and D. Porat re same (.1).	0.7	Michael Scian
35537266	8/29/2024	Revise claims objection (.2); correspond with M. McNamara (A&M), B. Schack and D. Porat re same (.1).	0.3	Michael Scian

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45721.00013 Comms: Debtors

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35365769	8/2/2024	Correspond with P. Bartels (Incora) re various updates.	0.1	Benjamin Schak
35368934	8/2/2024	Correspond with Company re requests from auditors.	0.9	Daniel Porat
35412312	8/5/2024	Correspond with Company re questions from auditors.	0.4	Daniel Porat
35406959	8/6/2024	Call with D. Coleal, D. Landry, R. Carney (Incora), S. Khalil, B. Cejka (A&M), J. O'Connell and S. Bauer (PJT) re same (.5); call with P. Bartels (Incora), S. Khalil, others re various topics including plan process (.3).	0.8	Benjamin Schak
35412531	8/6/2024	Review correspondence with company re plan issues (.1); correspond with FRG team re plan (.1).	0.2	Daniel Porat
35406486	8/9/2024	Prepare for board call (.6); attend same (.3); draft minutes re same (.1).	1.0	Benjamin Schak
35595651	8/9/2024	Incora board meeting.	0.3	Andrew M Leblanc
35595720	8/9/2024	Prepare for (.1) and attend (.3) board meeting.	0.4	Dennis F. Dunne
35455447	8/14/2024	Correspond with P. Bartels (Incora board) re status conference.	0.4	Benjamin Schak
35469919	8/20/2024	Conference with D. Coleal (Incora), others regarding various topics.	0.5	Benjamin Schak
35470034	8/21/2024	Conference with D. Landry (Incora) re various matters including plan negotiations.	0.1	Benjamin Schak



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**45721.00014 Comms: Secured Creditors**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35365014	8/1/2024	Call S. Massman (DPW) re various matters including 1L NDAs, plan process, and potential mediation.	0.2	Benjamin Schak
35406563	8/6/2024	Call with R. Stieglitz (CG) re case status.	0.2	Benjamin Schak
35406430	8/7/2024	Call with D. Landry (Incora) re DPW group RSA.	0.1	Benjamin Schak
35411905	8/7/2024	Review correspondence with DPW re case issues.	0.1	Daniel Porat
35455227	8/14/2024	Call with S. Massman (DPW) re plan structure and governance.	0.3	Benjamin Schak
35696075	8/16/2024	Call with S. Massman (DPW) re various matters.	0.1	Benjamin Schak
35491441	8/21/2024	Correspond with DPW re certain matter.	0.1	Daniel Porat
35491241	8/23/2024	Correspond with DPW re plan filing.	0.6	Daniel Porat
35630131	8/24/2024	Correspond with DPW re plan filing.	0.2	Daniel Porat
35543137	8/28/2024	Correspond with secured creditors re case issues.	0.2	Daniel Porat
35512160	8/30/2024	Discuss various matters with S. Massman (DPW), D. Porat.	0.4	Benjamin Schak
35630083	8/30/2024	Call with S. Massman (DPW), B. Schak re strategy re various matters.	0.4	Daniel Porat

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**45721.00015 Comms: Unsecured Creditors**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35407034	8/9/2024	Weekly conference with L. Marinuzzi, T. Foudy (both MoFo), others at MoFo and MWE.	0.4	Benjamin Schak
35455396	8/15/2024	Correspond with B. Cejka, C. Kelly, A. Prentice (all A&M) re delivery of information to KK and PWP (.1); conference with several from PJT and A&M re same (.2).	0.3	Benjamin Schak
35456876	8/15/2024	Review correspondence with UCC re plan.	0.1	Daniel Porat
35458031	8/16/2024	Call with L. Marinuzzi, T. Foudy (both MoFo), others re status of case, various matters (.3); correspond with same re review of slides to be delivered to Kobre (.4).	0.7	Benjamin Schak
35484944	8/23/2024	Discuss various matters with T. Foudy, others at MoFo.	0.5	Benjamin Schak
35512159	8/30/2024	Discuss various matters with L. Marinuzzi, R. Ferraioli (both MoFo), others.	0.2	Benjamin Schak

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**45721.00017 Customers**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35406907	8/5/2024	Review letter from D. Landry (Incora) to specific customer re unpaid invoices.	0.1	Benjamin Schak
35469994	8/21/2024	Correspond with V. Lu, T. Thomas (both Incora) re specific German customer's contract.	0.2	Benjamin Schak

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**45721.00018 DIP Financing and Cash Collateral**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35354881	8/1/2024	Draft extension documentation.	1.1	Nathaniel Bachelis
35358427	8/1/2024	Conference with B. Schak and J. Paperny re noteholder adequate protection motion and memo (.4); conduct legal research re same (6.0).	6.4	Elizabeth Fly
35359139	8/1/2024	Correspond re adequate protection memo (.3); research re adequate protection in connection with noteholder motion (5.5); call with B. Schak and E. Fly re same (.4).	6.2	Jordyn Paperny
35365456	8/1/2024	Review motion re adequate protection (.5); call J. Paperny and E. Fly re research re same (.4); correspond with S. Vora re same (.2); correspond with S. Khalil re certain DIP EODs (.1).	1.2	Benjamin Schak
35372362	8/1/2024	Further review maturity extension.	0.2	Maxwell Unterhalter
35354876	8/2/2024	Review extension documentation.	1.0	Nathaniel Bachelis
35357968	8/2/2024	Conduct legal research re fees as adequate protection (2.0); conference with B. Schak, M. Scian, and J. Paperny re memo re noteholder adequate protection motion (.3); draft memo re noteholder adequate protection motion (3.5).	5.8	Elizabeth Fly
35359105	8/2/2024	Correspond re adequate protection issues memo (.5); research re adequate protection in connection with noteholder motion (6.1); conference with E. Fly, B. Schak, and M. Scian re same (.3).	6.9	Jordyn Paperny
35359396	8/2/2024	Review DIP milestones (.2); review alternative FSN DIP (.2).	0.4	Dennis F. Dunne
35365800	8/2/2024	Review research re adequate protection (.2); call with J. Paperny, E. Fly, and M. Scian re same (.3); pull precedent DIP term sheet (.2); follow up correspondence re same (.1).	0.8	Benjamin Schak
35381886	8/2/2024	Research re adequate protection re 1L's (2.9); call with B. Schak, J. Paperny, and E. Fly re same (.3).	3.2	Michael Scian
35358456	8/3/2024	Review memo re noteholder adequate protection motion.	0.3	Elizabeth Fly
35359151	8/3/2024	Correspond with M. Scian, B. Schak re adequate protection issues memo (.2); research re adequate protection in connection with noteholder motion (1.1).	1.3	Jordyn Paperny
35358060	8/4/2024	Research caselaw re reservation of rights and adequate protection (3.2); draft correspondence re research conclusions (.5).	3.7	Elizabeth Fly
35359144	8/4/2024	Correspond with E. Fly re adequate protection memo.	0.2	Jordyn Paperny
35363797	8/5/2024	Revise memo re adequate protection Motion.	0.9	Elizabeth Fly
35365298	8/5/2024	Correspond with E. Fly re adequate protection memo (.3); revise same (.8).	1.1	Jordyn Paperny
35393374	8/5/2024	Review extension documentation.	0.5	Nathaniel Bachelis
35407041	8/5/2024	Review adequate protection research memo.	1.6	Benjamin Schak
35409337	8/5/2024	Research case law re 2026 notes and adequate protection re fees (.6); review security agreement re same (.8); review original indenture re same (1.0); draft correspondence re findings re same (.4); correspond with B. Schak, S. Vora, J. Paperny, and E. Fly re same (.3).	3.1	Michael Scian
35382234	8/6/2024	Correspond with E. Fly re adequate protection memo (.3); revise same (1.6); research re same (.5).	2.4	Jordyn Paperny
35394553	8/6/2024	Follow up re maturity extension.	0.2	Maxwell Unterhalter
35387281	8/7/2024	Review liquidity, maturity, milestones and alternatives from FSN.	0.6	Dennis F. Dunne

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35393329	8/7/2024	Review extension documentation.	1.0	Nathaniel Bachelis
35394587	8/7/2024	Follow up correspondence re maturity extension (.3); correspond with N. Bachelis re status of same (.2).	0.5	Maxwell Unterhalter
35406577	8/7/2024	Review information rights in relation to 2026 adequate protection motion (.1); review memo re adequate protection (.1).	0.2	Benjamin Schak
35394559	8/8/2024	Review maturity extension.	0.2	Maxwell Unterhalter
35406792	8/8/2024	Call A. Lavine (KK) re adequate protection motion (.4); follow-up correspondence re same (.1); discuss same with M. Stein (KBT) (.1); discuss DIP financing with additional counsel (.5).	1.1	Benjamin Schak
35449682	8/8/2024	Review Fried, Frank questions and structure re alternative DIP (.4); review original DIP order findings (.2).	0.6	Dennis F. Dunne
35391905	8/9/2024	Conference with B. Schak, L. Mandel, and M. Scian re adequate protection memorandum (.6); revise same (.3).	0.9	Jordyn Paperny
35393300	8/9/2024	Revise extension documentation.	1.0	Nathaniel Bachelis
35394589	8/9/2024	Revise maturity extension (.8); discuss extension items and milestones with team (.3).	1.1	Maxwell Unterhalter
35406584	8/9/2024	Conference with L. Mandel, J. Paperny, and M. Scian re adequate protection memorandum (.6); discuss plan milestone with K. Somers (DPW) (.2); correspond with S. Khalil, M. Brod re same (.1).	0.9	Benjamin Schak
35409502	8/9/2024	Conference with B. Schak, L. Mandel, J. Paperny re adequate protection memorandum (.6); follow-up research re same (2.6).	3.2	Michael Scian
35595655	8/9/2024	Review request for adequate protection by 2026 Group (.3); review memo re adequate protection for the 2026 Group (.1); revise same (.8); correspond with team re same (.1); conference with B. Schak, M. Scian, and J. Paperny re same (.6).	1.9	Lena Mandel
35595721	8/9/2024	Review proposed dip term sheet (.8); review existing dip order re same (1.8).	2.6	Samuel A. Khalil
35456049	8/10/2024	Review correspondence re DIP term sheet from JPM.	0.1	Benjamin Schak
35595659	8/10/2024	Review DIP terms sheet (.2); review existing DIP terms (.3); call with Milbank team re same (.5); correspond with PJT re same (.2).	1.2	Matt Brod
35595661	8/10/2024	Review revised adequate protection memorandum (.2); further revise same (1.7).	1.9	Lena Mandel
35696132	8/10/2024	Call with Milbank team re Incora DIP term sheet (.5); review materials re same (.6).	1.1	Andrew M Leblanc
35696134	8/10/2024	Discuss DIP proposal with S. Khalil and M. Brod (.5); review same (.8).	1.3	Al Pisa
35456623	8/11/2024	Correspond with M. Brod re competing DIP and other matters (.4); mark up competing DIP term sheet (.7); conference with J. O'Connell, P. Laurinaitis, E. Ross (all PJT), M. Brod re same (.5).	1.6	Benjamin Schak
35595663	8/11/2024	Call with Milbank team and PJT re DIP proposal.	0.5	Matt Brod
35595724	8/11/2024	Call with PJT and Milbank re DIP proposal (.5); review materials re same (.8).	1.3	Andrew M Leblanc
35438299	8/12/2024	Analyze and review extension documentation (.7); correspond with certain parties re same (.3).	1.0	Nathaniel Bachelis

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35440261	8/12/2024	Revise maturity extension letter (.6); revise milestone extension (.4).	1.0	Maxwell Unterhalter
35452291	8/12/2024	Review alternative DIP proposal (.3); review G. Seketa (JPM) questions re same (.1).	0.4	Dennis F. Dunne
35595725	8/12/2024	Review correspondence re DIP extension.	0.1	Rupsha Basu
35438288	8/13/2024	Review extension documentation (.8); correspond with certain parties re same (.2).	1.0	Nathaniel Bachelis
35440342	8/13/2024	Review maturity extension letter and milestone extension (.2); correspondence re same (.2).	0.4	Maxwell Unterhalter
35440649	8/13/2024	Revise extension documents (.4); correspondence re same (.2).	0.6	Joseph Ledereich
35455385	8/13/2024	Review provisions of DIP Order re adequate protection (.5); correspond with M. Brod re JPM DIP term sheet (.4); correspond with J. Paperny, E. Fry re adequate protection motion (.2).	1.1	Benjamin Schak
35595669	8/13/2024	Review DIP markup (.2); correspond with B. Schak re same (.2); work on adequate protection argument and issues (.7).	1.1	Matt Brod
35438350	8/14/2024	Review extension documentation (.7); correspond with certain parties re same (.3).	1.0	Nathaniel Bachelis
35440317	8/14/2024	Revise maturity extension (.6); correspondence re finalization of same (.2).	0.8	Maxwell Unterhalter
35440705	8/14/2024	Review, analyze dip extension letter (1.4); correspond with Company and Milbank team re same (.2).	1.6	Joseph Ledereich
35440307	8/15/2024	Correspond with C. Okonkwo (DPW) and Milbank team re maturity extension.	0.3	Maxwell Unterhalter
35440223	8/16/2024	Review issues re milestone extension.	0.2	Maxwell Unterhalter
35457061	8/16/2024	Review PJT analysis of DIP proposals (.2); correspond with E. Ross, others at PJT re same (.1).	0.3	Benjamin Schak
35621148	8/16/2024	Review DIP term sheet.	0.2	James McIntyre
35628685	8/16/2024	Review DIP issues.	0.1	Daniel Porat
35442797	8/18/2024	Draft adequate protection objection.	1.1	Jordyn Paperny
35628687	8/18/2024	Review DIP term sheet.	0.1	Daniel Porat
35457100	8/19/2024	Discuss alternative DIP with D. Coleal (Incora), J. O'Connell (PJT), others (.3); follow-up call with E. Ross (PJT) re same (.2); correspond with Fried Frank re same (.2).	0.7	Benjamin Schak
35621074	8/19/2024	Call with management and PJT re DIP term sheet.	0.5	Matt Brod
35464148	8/20/2024	Draft adequate protection objection.	3.0	Jordyn Paperny
35470010	8/20/2024	Correspond with Z. Lavine (Kobre Kim) re adequate protection.	0.4	Benjamin Schak
35621156	8/20/2024	Correspond with Milbank team re adequate protection motion and next steps (.2); review UCC ask (.1); correspond with Milbank team re same (.1).	0.4	Matt Brod
35621158	8/20/2024	Revise response to adequate protection motion (2.6); correspond with J. Paperny re same (.3).	2.9	Samir Vora
35468413	8/21/2024	Draft adequate protection objection (1.6); correspond with J. McIntyre re same (.5).	2.1	Jordyn Paperny

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35468809	8/21/2024	Conference with R. Cook, G. Seketa (all JPM) and R. Strickland (Fried Frank) re alternative DIP and issues regarding same (.5); review reconsideration challenges and prior orders and transcripts (.4).	0.9	Dennis F. Dunne
35469940	8/21/2024	Call with S. Vora, M. Brod re adequate protection briefing (.3); correspond with C. Fendrych, others re 1L comments re DIP refinancing at hearings (.1).	0.4	Benjamin Schak
35621124	8/21/2024	Correspond with D. Dunne re DIP issues (.2); review term sheet re same (.1); correspond with Milbank team re adequate protection motion (.2); review pleading and order re same (.3); consider issues re same (.6); review case law re same (.9); call with B. Schak and S. Vora re briefing re same (.3); review transcript language (.6).	3.2	Matt Brod
35621146	8/21/2024	Revise response to adequate protection motion (3.1); call with M. Brod re adequate protection briefing (.3).	3.4	Samir Vora
35709830	8/21/2024	Revise objection to adequate protection request (1.8); review precedent re same (.7).	2.5	Lena Mandel
35472643	8/22/2024	Draft adequate protection objection (2.2); correspond with L. Mandel re same (.2); revise same (.3).	2.7	Jordyn Paperny
35485166	8/22/2024	Review DIP status (.2); review amendments (.3).	0.5	Maxwell Unterhalter
35630171	8/22/2024	Revise objection to adequate protection motion.	1.8	Samir Vora
35709832	8/22/2024	Revise objection to adequate protection motion (.3); correspond with FRG team re same (.2).	0.5	Lena Mandel
35709836	8/22/2024	Review draft adequate protection pleading (.5); correspond with Milbank team re same (.2).	0.7	Matt Brod
35474790	8/23/2024	Correspond with S. Vora re adequate protection objection.	1.8	Jordyn Paperny
35481076	8/23/2024	Review next steps from Fried Frank re JPM DIP.	0.2	Dennis F. Dunne
35630061	8/23/2024	Revise objection to adequate protection motion (3.1); correspond with J. Paperny re same (.3).	3.4	Samir Vora
35709834	8/23/2024	Correspond with FRG team re adequate protection objection.	0.3	Lena Mandel
35630137	8/24/2024	Correspond with M. Brod re adequate protection briefing.	0.3	Lena Mandel
35709840	8/24/2024	Review issues re adequate protection objection (.4); correspond with L. Mandel re same (.3).	0.7	Matt Brod
35696183	8/25/2024	Revise objection to adequate protection motion (.9); review briefing re same (.7).	1.6	Samir Vora
35485957	8/26/2024	Outline preliminary statement for objection to adequate protection motion (1.4); discuss same objection with D. Porat (.1); follow-up call with J. Paperny, L. Mandel and D. Porat (.6).	2.1	Benjamin Schak
35487998	8/26/2024	Call with L. Mandel and B. Schak re adequate protection objection (.6); revise same (3.6); follow-up correspondence with B. Schak re same (.2).	4.4	Jordyn Paperny
35630143	8/26/2024	Review research and analysis re adequate protection motion (.5); correspond with internal team re related issues (.2); review objection (.7); review draft objection (.8); call with B. Schak re same (.1); follow-up call with J. Paperny, L. Mandel and B. Schak re same (.6).	2.9	Daniel Porat
35630175	8/26/2024	Review adequate protection arguments and issues (.8); review draft objection re same (.6).	1.4	Matt Brod



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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35696065	8/26/2024	Revise the revised adequate protection objection (.5); revise the preliminary statement (.4); correspond FRG team re same (.4); call with J. Paperny and B. Schak re same (.6).	1.9	Lena Mandel
35696189	8/26/2024	Further revise adequate protection objection (4.1); numerous internal correspondence re same (1.1).	5.2	Samir Vora
35500539	8/27/2024	Review adequate protection objection (.5); correspond with D. Porat L. Mandel and J. Paperny re same (.2).	0.7	Benjamin Schak
35630065	8/27/2024	Further revise adequate protection objection (.8); review comments to same (.4); correspond with M. Brod re same (.2).	1.4	Lena Mandel
35630113	8/27/2024	Correspond with L. Mandel revisions to adequate protection objection (.4); revise same (2.9).	3.3	Jordyn Paperny
35630159	8/27/2024	Review draft adequate protection objection (1.4); related analysis (.8); revise same (2.3); correspond with L. Mandel and J. Paperny re same (.2).	4.7	Daniel Porat
35630177	8/27/2024	Further revise draft adequate protection objection (.7); correspond with L. Mandel (.3) and S. Vora (.2) re same; review legal issues re same (.7).	1.9	Matt Brod
35696187	8/27/2024	Further revise objection to adequate protection motion.	3.4	Samir Vora
35504482	8/28/2024	Correspond with L. Mandel re adequate protection objection (.3); revise same (.6).	0.9	Jordyn Paperny
35505851	8/28/2024	Discuss adequate protection objection with S. Massman (DPW), D. Porat (.3); discuss same with D. Porat (.1).	0.4	Benjamin Schak
35630129	8/28/2024	Organize authorities cited in brief re objection to adequate protection motion (.9); cite check and blue book same. (2.9).	3.8	Ricky Windom
35696067	8/28/2024	Correspond with J. Paperny re adequate protection issues (.4); further revise the revised adequate protection objection (.6).	1.0	Lena Mandel
35696185	8/28/2024	Review issues re adequate protection motion (.5); review revised objection re same (.7); review stipulated extension of time to respond (.3); review standing and conflict issues (.3).	1.8	Samir Vora
35709842	8/28/2024	Correspond with B. Schak, L. Mandel and J. Paperny re adequate protection objection (.7); call with S. Massman (DPW) and B. Schak re same (.3); call with B. Schak re same (.1); review revised draft of objection (.3).	1.4	Daniel Porat
35510536	8/29/2024	Discuss adequate protection briefing with M. Brod, A. Leblanc (.1); call with D. Porat re same (.2).	0.3	Benjamin Schak
35511140	8/29/2024	Review adequate protection objection (.7); revise same (1.2).	1.9	Jordyn Paperny
35630049	8/29/2024	Rerevise adequate protection objection (1); correspond with DPW re arguments (.4); review DPW pleading (1.2).	2.6	Samir Vora
35630085	8/29/2024	Review adequate protection brief (.6); revise same (1.2); call with B. Schak re same (.2); correspond with FRG team re strategy re same (.6); research and analysis re same (1.9).	4.5	Daniel Porat
35630166	8/29/2024	Call with B. Schak, A. LeBlanc re adequate protection briefing.	0.1	Matt Brod
35696191	8/29/2024	Review brief re adequate protection objection (.9); call with B. Schak, M. Brod re same (.1); correspond with same re same (.2).	1.2	Andrew M Leblanc
35519897	8/30/2024	Review issues re adequate protection objection.	0.1	Jordyn Paperny
35529852	8/30/2024	Review status of liquidity, milestones, and maturity.	0.3	Dennis F. Dunne



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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35630107	8/30/2024	Review DPW adequate protection pleading (.7); revise adequate protection pleading (1.6); correspond with FRG team re same (.1).	2.4	Daniel Porat
35696193	8/30/2024	Revise adequate protection objection (.9); correspond with DPW re same (.3).	1.2	Samir Vora

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35696471	8/6/2024	Correspond with A&M re emergence planning.	0.2	James McIntyre

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35412165	8/10/2024	Review proposal received from party in interest re financing issues.	0.2	Daniel Porat
35456348	8/11/2024	Research re indenture trustee successorship.	0.4	Benjamin Schak
35458017	8/13/2024	Review markup of term sheet from interested party.	0.2	Daniel Porat
35697309	8/13/2024	Call with PwC, DPW tax, M. Fox, R. Kestenbaum re takeback notes (.2); follow-up correspondence re same (.3).	0.5	Michael Rivkin
35595699	8/14/2024	Correspond with D. Dunne, A. Pisa, others re trustee succession documents.	0.1	Benjamin Schak
35696079	8/14/2024	Correspond with D. Dunne, A. Pisa, others re trustee succession documents.	0.1	Benjamin Schak
35697305	8/14/2024	Call with M. Rivkin to discuss structure of take back notes.	0.2	Mendy Fox
35697307	8/14/2024	Call with M. Fox, M. Rivkin, and B. Schak re structure of take back notes (.5); prepare for same (.3).	0.8	Stephen Charest
35697317	8/14/2024	Call with M. Fox, S. Charest, and B. Schak re structure of take back notes (.5); call with Milbank teams re structure for implementing adjustment upon appeals (.6); draft correspondence summarizing same (1.9).	3.0	Michael Rivkin
35697319	8/14/2024	Call with S. Charest, M. Rivkin, M. Fox re takeback notes structure.	0.5	Benjamin Schak
35696081	8/15/2024	Calls and correspondence re exit financing.	1.3	Casey Fleck
35621040	8/16/2024	Review exit financing documentation (1.6); correspond with M. Grant re same (.2).	1.8	Casey Fleck
35628659	8/16/2024	Revise draft Indenture.	0.2	Nicholas Kunz
35621092	8/19/2024	Revise exit indenture.	0.4	Maxwell Unterhalter
35697241	8/19/2024	Draft indentures for convertible notes (2.9); correspond with C. Fleck re same (.4).	3.3	Nicholas Kunz
35480949	8/20/2024	Call with J. Anderson, C. Fleck, R. Aymard, N. Kunz, and others re takeback notes conversion structure/appellate adjustment mechanisms (partial).	0.7	Stephen Charest
35485094	8/20/2024	Review exit indenture markup (.3); revise exit indenture (.5).	0.8	Maxwell Unterhalter
35697301	8/20/2024	Further draft indentures for convertible notes.	2.7	Nicholas Kunz
35484981	8/21/2024	Revise exit indenture and investments language.	0.6	Maxwell Unterhalter
35696093	8/21/2024	Continue to draft indentures for convertible notes (5.1); correspond with C. Fleck re same (.3).	5.4	Nicholas Kunz
35497760	8/22/2024	Revise exit indenture (1.4); review basket summary (.8); call with D. Landry (Company) (.6).	2.8	Maya Grant
35630069	8/22/2024	Call with Company and N. Bachelis re exit indenture (.4); revise exit indenture (1.1); draft covenant chart (1.3).	2.8	Maxwell Unterhalter
35630071	8/22/2024	Review convertible indenture (.8); revise same (.6).	1.4	Stephen Charest
35630093	8/22/2024	Further review exit indenture (.5); discuss same with M. Unterhalter (.4).	0.9	Nathaniel Bachelis
35709844	8/22/2024	Review issues re convertible notes (1.4); correspond with C. Fleck re same (.2).	1.6	Nicholas Kunz
35478496	8/23/2024	Call with M. Grant re exit indenture status.	0.1	Daniel Nicolich
35481000	8/23/2024	Review Incora financial projections (1.6); review Section 1145 issues in connection with same (.7).	2.3	Stephen Charest
35485275	8/23/2024	Review exit indenture (1.9); correspond with A. Qiao re filing of indenture (.3); comments thereto.	2.2	Maxwell Unterhalter

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35497885	8/23/2024	Call with D. Nicolich re exit status (.1); revise draft exit documentation (.7).	0.8	Maya Grant
35696095	8/23/2024	Draft indentures for convertible notes.	2.2	Nicholas Kunz
35515345	8/26/2024	Correspond with M. Grant re exit indenture.	0.2	Maxwell Unterhalter
35515249	8/27/2024	Review revised exit indenture.	0.1	Maxwell Unterhalter
35519366	8/27/2024	Review draft credit agreement (2.7); review grid re same (2.1); provide comments to same (.4); correspond with M. Grant re same (.1).	5.3	Daniel Nicolich
35515248	8/28/2024	Review documentation re exit indenture.	0.2	Maxwell Unterhalter
35630119	8/29/2024	Review revised indenture language (.6); revise basket chart (.3).	0.9	Maxwell Unterhalter
35515253	8/30/2024	Further revise basket chart.	0.3	Maxwell Unterhalter

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**45721.00023 General Case Strategy**

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35365168	8/1/2024	Attend FRG team meeting.	0.3	Benjamin Schak
35371201	8/1/2024	Attend team meeting re matter update.	0.3	Rupsha Basu
35365445	8/2/2024	Correspond with FRG team re deal issues.	0.4	Matt Brod
35406858	8/5/2024	Prepare for team meeting (.1); lead same (.2).	0.3	Benjamin Schak
35409786	8/5/2024	Attend FRG team meeting re works in progress.	0.2	Michael Scian
35412631	8/5/2024	Attend FRG team meeting re general strategy.	0.2	Daniel Porat
35414225	8/5/2024	Correspond with FRG re various case issues.	0.5	James McIntyre
35595631	8/5/2024	Attend FRG team meeting re matter update.	0.2	Rupsha Basu
35406520	8/8/2024	Team meeting.	0.1	Benjamin Schak
35409830	8/8/2024	Conference with Milbank team re work in progress.	0.1	Michael Scian
35414576	8/8/2024	FRG team meeting.	0.1	James McIntyre
35426645	8/8/2024	Attend team meeting re matter update (.1); prepare for same (.2); correspond with FRG team re open issues (.2).	0.5	Rupsha Basu
35456355	8/14/2024	Discuss case strategy and process with C. Kelly (A&M), J. O'Connell and E. Ross (both PJT), K. Hershey (QE), others (partial).	0.5	Benjamin Schak
35454957	8/15/2024	Team meeting with J. McIntyre, M. Scian, R. Basu, others.	0.1	Benjamin Schak
35456855	8/15/2024	Attend FRG team meeting (.1); prepare for same (.1).	0.2	James McIntyre
35457430	8/15/2024	Conference with Milbank team re work in progress.	0.1	Michael Scian
35460298	8/15/2024	Attend team meeting re matter update (.1); prepare for same (.4).	0.5	Rupsha Basu
35457091	8/18/2024	Review communications re case strategy issues.	0.3	Daniel Porat
35457424	8/19/2024	Attend team meeting re status of workstreams and matter.	0.3	Benjamin Schak
35491015	8/19/2024	Attend FRG team meeting re status of cases.	0.3	Daniel Porat
35491259	8/19/2024	Conference with Milbank team re work in progress.	0.3	Michael Scian
35529914	8/19/2024	Attend internal team call re case updates led by B. Schak.	0.4	Charlie Fendrych
35621072	8/19/2024	Attend team meeting re matter update.	0.3	Rupsha Basu
35621090	8/19/2024	FRG team meeting	0.3	James McIntyre
35492106	8/20/2024	Correspond with FRG team re case strategy issues.	1.0	Daniel Porat
35469909	8/21/2024	Call with A. Prentice (A&M), A. Telukuntla (PJT), V. Noskov (QE), M. Scian re case and workstreams.	0.8	Benjamin Schak
35492054	8/21/2024	Correspond with FRG team re case strategy issues.	0.7	Daniel Porat
35621142	8/21/2024	Review docket for material filings and update Milbank team (.1); update call with B. Schak, A&M team, Quinn team, and PJT team re case status and workstreams (.8).	0.9	Michael Scian
35472915	8/22/2024	Conference with J. McIntyre, M. Scian, C. Fendrych, others re status of matter and workstreams.	0.3	Benjamin Schak
35491707	8/22/2024	Conference with Milbank team re work in progress.	0.3	Michael Scian
35492082	8/22/2024	Attend team call re status of case (.3); review additional strategy issues (.1).	0.4	Daniel Porat
35505882	8/22/2024	Attend FRG team meeting re case status (.3); review documents re same (.1).	0.4	James McIntyre

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**45721.00023 General Case Strategy**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35709838	8/22/2024	Attend internal team call led by B. Schak re case update (.3); prepare for same (.1).	0.4	Charlie Fendrych
35491115	8/23/2024	Attend team call re case status (.3); review workstreams re same (.6); correspond with FRG team re general strategy issues (.4).	1.3	Daniel Porat
35529921	8/23/2024	Attend internal team call re case update.	0.3	Charlie Fendrych
35485518	8/26/2024	Attend team meeting re case (.1); discuss status of matter with S. Khalil, M. Brod (.3).	0.4	Benjamin Schak
35537165	8/26/2024	Conference with Milbank team re work in progress.	0.1	Michael Scian
35543108	8/26/2024	Attend team call re strategy (.1); review open workstreams (.2).	0.3	Daniel Porat
35630097	8/26/2024	Attend FRG team call.	0.2	James McIntyre
35630164	8/26/2024	Call with M. Brod and, B. Schak re status of case.	0.4	Samuel A. Khalil
35630169	8/26/2024	Call with S. Khalil, B. Schak re case status.	0.3	Matt Brod
35543087	8/27/2024	Correspond with FRG team re strategy issues.	0.6	Daniel Porat
35537462	8/28/2024	Review docket for material filings and update Milbank team re same.	0.1	Michael Scian
35510611	8/29/2024	Conference with S. Khalil, M. Brod re adequate protection, plan process and various other matters.	0.3	Benjamin Schak
35543107	8/29/2024	Correspond with FRG team re strategy re various case matters.	0.6	Daniel Porat
35630168	8/29/2024	Call with S. Khalil and B. Schak re strategy re adequate protection, plan, and other case matters.	0.3	Matt Brod
35630172	8/29/2024	Conference with M. Brod and B. Schak re adequate protection, plan process and other matters.	0.3	Samuel A. Khalil
35535815	8/30/2024	Draft docket update.	0.2	James McIntyre
35543034	8/31/2024	Correspond with team re strategy issues (.4); analysis re same (.4).	0.8	Daniel Porat

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**45721.00024 Governance**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35365056	8/1/2024	Review revised memo re privilege doctrines.	0.9	Benjamin Schak
35696069	8/1/2024	Research privileges issues.	2.7	Micheline Deeik
35366046	8/2/2024	Review memo re privilege.	0.6	Benjamin Schak
35696071	8/2/2024	Revise memorandum re privileges.	3.1	Micheline Deeik
35406673	8/7/2024	Review revisions to memo re privilege issues (.1); discuss same with M. Deeik (.1).	0.2	Benjamin Schak
35696073	8/7/2024	Draft memo re privileges.	0.5	Micheline Deeik
35406814	8/8/2024	Correspond with S. Khalil re post-reorg governance.	0.1	Benjamin Schak
35411737	8/8/2024	Review draft board minutes.	0.2	Daniel Porat
35427134	8/13/2024	Meet with J. Anderson re NewCo LLCA (.3); begin reviewing latest draft of NewCo LLCA (1.3).	1.6	Ryan Aymard
35455221	8/13/2024	Correspond with J. Anderson, others re governance (.1); call with J. Anderson re same (.6); correspond with R. Kestenbaum, J. Anderson, others re same (.1).	0.8	Benjamin Schak
35460165	8/13/2024	Call with B. Schak to discuss outcome of litigation and revised LLCA (.6); further revise LLCA (.5).	1.1	Jason T. Anderson
35427152	8/14/2024	Meeting with tax, FRG and corporate teams re conversion and allocation mechanics (.6); call with J. Anderson re NewCo LLCA issues (.5); revise NewCo LLCA to build out conversion, allocation and noteholder group mechanics (11.3).	12.4	Ryan Aymard
35459232	8/14/2024	Call with Milbank teams to discuss LLCA/appellate adjustment mechanisms (.6); call with R. Aymard re same (.5); follow-up correspondence re same (.8).	1.9	Jason T. Anderson
35595697	8/14/2024	Calls and correspondence re takeback notes conversion and adjustment mechanism.	1.2	Nicholas Kunz
35619224	8/14/2024	Correspond with M. Rivkin re revised equity and take back debt structure (.8); call with M. Rivkin and B. Schak re structure of take back notes (.5); internal tax, corporate, and financial restructuring call re adjustments following appeal (.6).	1.9	Mendy Fox
35436321	8/15/2024	Meeting with corporate, FRG, finance and tax teams (.4); meeting with counsel to 1L lenders (.5); correspond with J. Anderson on next steps (.2).	1.1	Ryan Aymard
35456527	8/15/2024	Correspond with D. Dunne, A. Leblanc, others re DPW position on governance.	0.1	Benjamin Schak
35458062	8/16/2024	Revise Board minutes.	0.1	Benjamin Schak
35696702	8/16/2024	Revise LLCA.	0.9	Jason T. Anderson
35438250	8/17/2024	Review comments to A&R LLCA (.7); correspond with J. Anderson re undiluted ownership percentage (.4); correspond with J. Anderson and FRG, tax and finance teams re revised A&R LLCA (.4).	1.5	Ryan Aymard
35457639	8/17/2024	Review revised draft of LLCA (.9); provide comments to same (.7).	1.6	Jason T. Anderson
35621050	8/17/2024	Review proposed changes to the draft LLCA.	0.3	Nicholas Kunz
35442616	8/18/2024	Review draft LLCA (.2); correspond with J. Anderson re changes to LLCA (.2); incorporate comments to LLCA (.9); draft allocations rider (.4).	1.7	Ryan Aymard
35621064	8/18/2024	Review appellate adjustment mechanism.	0.8	Nicholas Kunz

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**45721.00024 Governance**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35621151	8/18/2024	Review revised LLCA (.7); comment on same (.4).	1.1	Russell J. Kestenbaum
35466815	8/21/2024	Call with finance, tax, FRG and corporate teams re appellate adjustment mechanism outline (.4); revise same (.2); attend meeting with J. Anderson, M. Rivkin, C. Fleck, B. Schak re appellate adjustment mechanism (.5); call with B. Schak re same (.2); review B. Schak comments to outline re same (.2); incorporate same (.6).	2.1	Ryan Aymard
35470022	8/21/2024	Correspond with S. Khalil re governance terms.	0.1	Benjamin Schak
35472899	8/22/2024	Correspond with Z. Rosenbaum, A. Lavine (both Kobre Kim) re governance.	0.3	Benjamin Schak
35474209	8/23/2024	Call with finance, tax, corporate and FRG teams (.3); revise LLCA per issues discussed on call (.4); HSG correspond with D. Porat, B. Schak and J. Anderson re LLCA (.1); further revise LLCA to incorporate comments from B. Schak (.1); correspond with Davis Polk re LLCA (.1); corresponded with M. Fox re appellate adjustment mechanism (.1); review Davis Polk draft and J. Anderson comments to appellate adjustment mechanism outline (.5); correspond with Milbank team re revise appellate adjustment mechanism outline (.1); further revise same to incorporate comments from B. Schak (.3); attend meeting with FRG and tax teams discuss same (.3) distribute revised appellate adjustment mechanism outline to internal team and Davis Polk (.1); correspond with J. Anderson re supplemental comments from Davis Polk (.2); call with Davis Polk re outline re same (.7); revise appellate adjustment mechanism outline per discussion with Davis Polk (.4); distribute revised appellate adjustment mechanism outline to internal team (.1).	3.8	Ryan Aymard
35630091	8/23/2024	Call with R. Kestenbaum, B. Schak, M. Fox, R. Aymard re steps memo (.3); call with FRG and tax teams re appellate adjustment mechanism (.3); revise summary of same following calls (1.2).	1.8	Jason T. Anderson
35499906	8/26/2024	Revise A&R LLC Agreement.	2.4	Ryan Aymard
35499898	8/27/2024	Revise A&R LLC Agreement (4.8); prepare documentation re appeals adjustment mechanism (2.2); correspond with J. Anderson re same (.4).	7.4	Ryan Aymard



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**45721.00025 Hearings and Court Communications**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35406455	8/5/2024	Call with S. Khalil re script for status conference.	0.1	Benjamin Schak
35407049	8/6/2024	Draft script for status conference.	1.1	Benjamin Schak
35406890	8/7/2024	Revise script for status conference (.4); call with S. Khalil re same (.1).	0.5	Benjamin Schak
35406965	8/9/2024	Discuss PJT confirmation testimony with J. O'Connell, P. Laurinaitis (both PJT) (.1); correspond with D. Dunne, others re hearing script (.1).	0.2	Benjamin Schak
35595722	8/9/2024	Review revised script for status conference (.4); provide comments to same (.7).	1.1	Samuel A. Khalil
35451120	8/10/2024	Review issues and script for 8/13 hearing.	0.3	Dennis F. Dunne
35451709	8/11/2024	Call with A. Leblanc to prepare for 8/13 hearing (.4); review script for same (.3).	0.7	Dennis F. Dunne
35595665	8/11/2024	Call with D. Dunne re hearing (.4); call with Kobre, DPW and others re litigation issues (partial) (.4).	0.8	Andrew M Leblanc
35452243	8/12/2024	Correspond with JPM re 8/13 hearing (.2); review Foley's position re plan and issues for hearing (.3); review DPW requests (.3); review script and deck (.3).	1.1	Dennis F. Dunne
35455564	8/12/2024	Compile documents for A. Leblanc re hearing preparation (.7); correspond with C. Fendrych re slides for hearing (.1); revise same (1.1).	1.9	Benjamin Schak
35458365	8/12/2024	Review correspondence re hearing preparation (.3); review correspondence re related issues (.1).	0.4	Daniel Porat
35454765	8/13/2024	Attend status conference.	2.0	Hannah A. Blazek
35455750	8/13/2024	Correspond with D. Dunne, A. Leblanc, S. Khalil re hearing (.1); meeting with D. Schaible (DPW), E. Oberwetter, R. Scarborough (both WC) re hearing preparation (.4); attend hearing (2.0); debrief same with A. Leblanc, D. Dunne, S. Khalil, S. Kirpalani (QE) others (.8); correspond with A. Leblanc re same (.1); debrief same with D. Coleal, D. Landry (both Incora), A. Leblanc, others from PJT and A&M (.8).	4.2	Benjamin Schak
35457316	8/13/2024	Review correspondence re hearing preparation (.1); virtually attend hearing (partial) (.7).	0.8	Daniel Porat
35595671	8/13/2024	Call with Milbank team re hearing and next steps (.3); review issues and workstreams re same (.9).	1.2	Matt Brod
35595675	8/13/2024	Attend status conference before Judge Isgur (partial) (1.1); conference with A. Leblanc, S. Khalil, B. Schak, and S. Kirpalani (QE) re 8/13 conference (partial) (.6).	1.7	Dennis F. Dunne
35595681	8/13/2024	Participate in status conference (2.0); conference with Judge Lopez re same (.7); review materials in preparation for same (1.6); call with D. Dunne, S. Khalil, B. Schak, and S. Kirpalani (QE) re same (.8); debrief call with clients and B. Schak re same (.8).	5.9	Andrew M Leblanc
35595727	8/13/2024	Attend status conference (partial) (1.3); prepare for same (.2).	1.5	Samir Vora

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**45721.00027 Litigation**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35352344	8/1/2024	Second level review documents re plan confirmation discovery (.3); correspond re status of plan confirmation discovery with H. Blazek, R. Kim (.8).	1.1	Meredith Brumfield
35352780	8/1/2024	Review documents re plan confirmation discovery.	3.0	Ryan Park
35352863	8/1/2024	First level review of documents re plan confirmation discovery.	11.5	Liam C. Ewing
35353773	8/1/2024	Review documents re plan confirmation discovery.	4.0	Sammy Kye
35359257	8/2/2024	Review documents re plan confirmation discovery.	4.5	Peter Kim
35359675	8/2/2024	Review documents re plan confirmation discovery.	2.5	Ryan Park
35359688	8/2/2024	Review documents re plan confirmation discovery.	10.5	Liam C. Ewing
35366864	8/2/2024	Review documents re plan confirmation discovery.	5.8	Sammy Kye
35366907	8/4/2024	Review documents re plan confirmation discovery.	5.0	Sammy Kye
35495435	8/5/2024	Review GS letter.	1.0	Samir Vora
35406488	8/8/2024	Attend Reorg session re Incora litigation (partial).	0.3	Benjamin Schak
35443446	8/12/2024	Correspond with S. Khalil and others re litigation (.4); review draft plan (1.1); prepare for status conference (1.3); correspond with D. Dunne and S. Khalil re same (.4).	3.2	Andrew M Leblanc
35454079	8/13/2024	Calendar new dates for upcoming deadlines (.3); correspond with B. Schak re litigation workstreams (.2); correspond re litigation team staffing (.2).	0.7	Hannah A. Blazek
35437264	8/14/2024	Attend meetings re voting rights research assignment and case background.	0.7	Nicholas Fallah
35595691	8/14/2024	Conference with G. Seketa (JPM) re FSN's position on plan, DIP, appeal, and mediation (.3); review report from Kobre re same (.2); correspond with A. Leblanc re same (.3).	0.8	Dennis F. Dunne
35437276	8/15/2024	Research re voting rights and requirements under Bankruptcy Code.	2.4	Nicholas Fallah
35619226	8/15/2024	Review JPM correspondence and positions (.3); conference with S. Dostart (PIMCO) re 1L position (.4); review open points and possible settlement constructs (.4).	1.1	Dennis F. Dunne
35437304	8/16/2024	Conduct privilege review of debtor presentations.	0.4	Nicholas Fallah
35456942	8/16/2024	Review litigation updates.	0.2	Daniel Porat
35437737	8/17/2024	Conduct privilege review of debtor presentations.	1.7	Nicholas Fallah
35480788	8/19/2024	Correspond with H. Blazek re privilege review of debtor presentations and document production.	0.1	Nicholas Fallah
35621120	8/20/2024	Revise proposed scheduling order (1.4); consideration of secured status of SP/Pimco claims upon conclusion of appeals (1.1).	2.5	Samir Vora
35491900	8/21/2024	Review issues re scheduling (.4); discuss same with team (.3); coordinate re follow up (.4).	1.1	Daniel Porat
35491625	8/22/2024	Correspond with re scheduling issues.	0.4	Daniel Porat
35630059	8/22/2024	Review litigation disclosure statement disclosures (.5); review plan schedule (.4).	0.9	Samir Vora
35485314	8/23/2024	Correspond with V. Noskov (Quinn), others re potential settlement constructs.	0.1	Benjamin Schak

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**45721.00028 Milbank Retention and Fees**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35352337	8/1/2024	Review June fee statement re compliance with UST guidelines.	1.4	Meredith Brumfield
35353561	8/1/2024	Review fee statements re compliance with UST guidelines.	0.7	Ashanti Bruce
35358347	8/1/2024	Review July time entries re compliance with US Trustee Guidelines (.9); review June time entries re same (1.0).	1.9	Ishmael Taylor-Kamara
35365128	8/1/2024	Review fee statement and application (1.8); correspond with Milbank team re same (.3).	2.1	Matt Brod
35381893	8/1/2024	Review fee application re compliance with UST guidelines (.6); correspond with M. Brod, B. Schak, A. Heckman (Milbank Billing), I. Taylor-Kamara, A. Bruce, and R. Smith re same (.3).	0.9	Michael Scian
35358400	8/2/2024	Review June time entries re compliance with US Trustee Guidelines.	1.9	Ishmael Taylor-Kamara
35387435	8/6/2024	Compile documents from Lightsquared docket for review.	0.3	Ashanti Bruce
35395447	8/6/2024	Review July time entries for compliance with US Trustee Guidelines.	2.3	Ishmael Taylor-Kamara
35395155	8/7/2024	Review July time entries re compliance with UST Guidelines.	2.3	Ishmael Taylor-Kamara
35595639	8/7/2024	Draft budget and staffing plan.	1.1	Rupsha Basu
35395532	8/8/2024	Review certain March (1.1), April (.9), and May (.9) time entries for compliance with US Trustee Guidelines.	2.9	Ishmael Taylor-Kamara
35409427	8/8/2024	Correspond with I. Taylor-Kamara and H. Blazek re revisions to daynotes re UST guidelines.	0.3	Michael Scian
35395512	8/9/2024	Review certain March (.7), April (.4), and May (.4) time entries for compliance with US Trustee Guidelines; review July time entries re same (1.3).	2.8	Ishmael Taylor-Kamara
35441013	8/12/2024	Review March (.8), April (.6), and May (.7) time entries re compliance with US Trustee Guidelines; review August time entries re same (2.2).	4.3	Ishmael Taylor-Kamara
35440957	8/13/2024	Review August time entries for compliance with US Trustee Guidelines.	3.7	Ishmael Taylor-Kamara
35440515	8/14/2024	Review August time entries for compliance with US Trustee Guidelines.	2.2	Ishmael Taylor-Kamara
35457420	8/14/2024	Revise third interim fee application (.3); correspond with M. Brod and B. Schak re same (.1).	0.4	Michael Scian
35466349	8/14/2024	Further review fee application (.8); correspondence re same (.1).	0.9	Matt Brod
35696017	8/14/2024	Continue drafting budget and staffing plan.	0.4	Rupsha Basu
35454913	8/15/2024	Review third fee application.	0.2	Benjamin Schak
35457905	8/15/2024	Revise third interim fee application (.2); correspond with B. Schak re same (.1).	0.3	Michael Scian
35440680	8/16/2024	Review August time entries for compliance with US Trustee Guidelines.	2.8	Ishmael Taylor-Kamara
35456840	8/16/2024	March, April, and May time entries in accordance with UST guidelines (2.4); correspond with A. Heckman (Milbank Billing), I. Taylor-Kamara, A. Bruce, and R. Smith re same (.1); revise third interim fee application (.4).	2.9	Michael Scian
35565220	8/17/2024	Revise third interim fee application.	0.9	Michael Scian
35473723	8/19/2024	Review July time entries re compliance with UST guidelines.	1.1	Ashanti Bruce

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**45721.00028 Milbank Retention and Fees**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35477691	8/19/2024	Review July time entries re compliance with US Trustee Guidelines.	3.4	Ishmael Taylor-Kamara
35491750	8/19/2024	Prepare filing version of third interim fee application in accordance with UST guidelines (.4); correspond with M. Brod, B. Schak, R. Sherald (H&B) re same (.2).	0.6	Michael Scian
35492184	8/19/2024	Correspond with I. Taylor-Kamara, A. Bruce, and R. Smith, Rebecca re July fee application and UST guidelines.	0.1	Michael Scian
35504368	8/19/2024	Review revised draft of Milbank interim fee application.	0.4	Matt Brod
35477977	8/20/2024	Review July time entries re compliance with UST guidelines.	3.7	Rebecca Smith
35696704	8/20/2024	Review July time entries re compliance with UST guidelines.	0.7	Ashanti Bruce
35473714	8/21/2024	Review July time entries re compliance with UST guidelines.	2.7	Ashanti Bruce
35477716	8/21/2024	Review July time entries for compliance with US Trustee Guidelines.	1.7	Ishmael Taylor-Kamara
35477960	8/21/2024	Review July time entries for compliance with UST guidelines.	2.0	Rebecca Smith
35522477	8/21/2024	Finalize budget and staffing plan.	2.0	Rupsha Basu
35477947	8/22/2024	Review July time entries for compliance with US Trustee Guidelines.	2.7	Ishmael Taylor-Kamara
35479988	8/22/2024	Review July time entries re compliance with UST guidelines.	1.9	Ashanti Bruce
35522726	8/22/2024	Revise budget and staffing plan.	0.5	Rupsha Basu
35477723	8/23/2024	Review July time entries for compliance with US Trustee Guidelines.	2.9	Ishmael Taylor-Kamara
35479907	8/23/2024	Review August time entries re compliance with UST guidelines.	2.5	Ashanti Bruce
35510806	8/26/2024	Review August time entries re compliance with UST guidelines.	1.9	Ashanti Bruce
35515323	8/26/2024	Review March (.8), April (.8) and May (.7) fee statements for compliance with US Trustee Guidelines.	2.3	Ishmael Taylor-Kamara
35516168	8/26/2024	Prepare drafts of March, April, and May fee applications for attorney review.	0.4	Rebecca Smith
35537240	8/26/2024	Review March (.9), April (.7), and May (.8) time entries in accordance with UST guidelines; correspond with M. Brod, B. Schak, I. Taylor-Kamara, A. Bruce, R. Smith, and A. Heckman (Milbank Billing) re same (.2).	2.6	Michael Scian
35630127	8/26/2024	Review Milbank fee statement.	0.5	Matt Brod
35515221	8/27/2024	Review August time entries for compliance with US Trustee Guidelines.	2.4	Ishmael Taylor-Kamara
35516250	8/27/2024	Review August time entries for compliance with UST guidelines.	2.3	Rebecca Smith
35537127	8/27/2024	Review March (.8), April (.6) and May (.5) fee applications in accordance with UST guidelines; correspond with M. Brod, B. Schak, I. Taylor-Kamara, A. Bruce, R. Smith, and A. Heckman (Milbank Billing) re same (.5).	2.4	Michael Scian
35515298	8/28/2024	Review March (.6), April (.4), and May (.7) fee statements re compliance with US Trustee Guidelines; call with M. Scian re same (.1).	1.8	Ishmael Taylor-Kamara
35516159	8/28/2024	Review March (.3) and May (.2) time entries re compliance with UST guidelines; review August time entries re same (3.2).	3.7	Rebecca Smith

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**45721.00028 Milbank Retention and Fees**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35536285	8/28/2024	Review March (.7), April (.5) and May (.6) fee applications in accordance with UST guidelines; correspond with M. Brod, B. Schak, I. Taylor-Kamara, A. Bruce, R. Smith, and A. Heckman (Milbank Billing) re same (.3); conference with I. Taylor-Kamara re same (.1).	2.2	Michael Scian
35516202	8/29/2024	Review August time entries for compliance with UST guidelines.	1.3	Rebecca Smith
35523470	8/29/2024	Review May time entries re compliance with UST guidelines (.3); review August time entries re same (1.9).	2.2	Ashanti Bruce
35537198	8/29/2024	Review March (.9), April (.8) and May (1.0) fee statements in accordance with UST guidelines; correspond with M. Brod, B. Schak, I. Taylor-Kamara, A. Bruce, R. Smith, and A. Heckman (Milbank Billing) re same (.4).	3.1	Michael Scian
35630053	8/29/2024	Review Milbank fee statements (1.2); correspond with B. Schak and M. Scian re same (.2).	1.4	Matt Brod
35515333	8/30/2024	Review August time entries re compliance with US Trustee Guidelines.	2.8	Ishmael Taylor-Kamara
35523150	8/30/2024	Review August time entries re compliance with UST guidelines.	1.5	Ashanti Bruce
35536460	8/30/2024	Review Milbank precedent re fees (.2); correspond with A. Heckman (Milbank Billing) re same (.2).	0.4	Michael Scian

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**45721.00029 Plan and Disclosure Statement**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35359012	8/1/2024	Review caselaw research re plan confirmation standards under 5th circuit law (3.2); ongoing calls with bond holder advisor teams (Kobre / DPW) re plan term negotiations (1.1).	4.3	Samuel A. Khalil
35381855	8/1/2024	Draft resolicitation motion (.9); correspond with B. Schak and C. Fendrych re same (.1); correspond with B. Schak, D. Porat, R. Sherald (H&B) re research re same (.1).	1.1	Michael Scian
35696195	8/1/2024	Review precedents re re-solicitation.	0.3	Benjamin Schak
35359342	8/2/2024	Conferences with G. Seketa (JPM) re plan terms, mediation, appeal (.3); review options and structures re same (.4); review D. Landry (Incora) and J. Weisman (SPT) correspondence re same (.2).	0.9	Dennis F. Dunne
35365790	8/2/2024	Call with C. Fendrych re revisions to plan (.2); call with C. Kelly re timing (.1); call with A. Prentice, C. Sharp, others (A&M) re revisions to disclosure statement exhibits with A. Prentice and C. Sharp (both A&M) (.3); conference with D. Landry (Incora) re status of plan negotiations (.1).	0.7	Benjamin Schak
35373850	8/2/2024	Call with B. Schak re Incora plan (.3); revise plan (.8).	1.1	Charlie Fendrych
35373808	8/4/2024	Update plan for split outcomes.	1.7	Charlie Fendrych
35365213	8/5/2024	Review plan terms and revisions re comments from Judge Lopez (.6); review requested edits from 1Ls (.2).	0.8	Dennis F. Dunne
35406666	8/5/2024	Call with D. Porat re plan drafting (.2); review drafts of plan (.9).	1.1	Benjamin Schak
35407019	8/5/2024	Draft revised plan.	4.5	Charlie Fendrych
35412393	8/5/2024	Call with B. Schak re plan issues (.2); review plan re same (.6).	0.8	Daniel Porat
35414222	8/5/2024	Review plan settlement term sheets (.4); correspond with FRG re plan (.4).	0.8	James McIntyre
35428141	8/5/2024	Review plan research issues.	1.5	Matt Brod
35406414	8/6/2024	Call with S. Khalil re plan drafting (.1); correspond with D. Porat and C. Fendrych re same (1.1); correspond with E. Ross re same (.1); correspond with L. Marinuzzi re plan process (.1); correspond with S. Khalil, J. Melko (F&L), Z. Rosenbaum and A. Lavine (K&K) re same (.4); draft new language re assumption of contracts (.3); review successive drafts of plan (1.4); call with D. Landry (Incora) re same (.3).	3.8	Benjamin Schak
35406605	8/6/2024	Revise plan per discussions with internal team (6.1); correspond with B. Schak re plan (.5); correspond with DPW team re same (.3).	6.9	Charlie Fendrych
35409839	8/6/2024	Research re-solicitation in SDTX (1.8); draft re-solicitation motion (2.1); research re shortened notice and objection periods re re-solicitation and disclosure statement hearing (2.2); revise re-solicitation motion (1.6); correspond with B. Schak re same (.1); correspond with I. Taylor-Kamara, A. Bruce, C. Thomas, and R. Smith re same (.1).	7.9	Michael Scian
35412746	8/6/2024	Review plan with FRG team.	0.5	Daniel Porat
35426746	8/6/2024	Correspond with B. Schak re steps memo.	0.3	Rupsha Basu
35595637	8/6/2024	Correspond with Litigation team re plan process.	0.5	Samir Vora
35387308	8/7/2024	Review draft plan (.7); review FSN requests for amended terms (.3); review DPW's requested edits (.4).	1.4	Dennis F. Dunne
35387868	8/7/2024	Review motion re re-solicitation and shortening of various periods (.2); revise same (2.5).	2.7	Lena Mandel



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35397137	8/7/2024	Review revised chapter 11 plan (1.4); review caselaw research re confirmation (2.1); draft correspondence re status conference (.6); draft script for same (1.2); call with B. Schak re same (.1).	5.4	Samuel A. Khalil
35406708	8/7/2024	Review chapter 11 plan re toggle mechanic (.7); draft same (1.1); conf with D. Schaible, S. Massman, K. Somers (all DPW), S. Khalil, C. Fendrych re same (.6); debrief with S. Khalil (.2); discuss consent rights, process issues with S. Massman (.5); discuss revisions to DS exhibits with E. Ross (PJT), A. Prentice (A&M) (.1); email P. Hughes, R. Sherald (both H&B) re potential confirmation timing (.1).	3.3	Benjamin Schak
35407169	8/7/2024	Revise plan (1.9); call with DPW re go-forward planning (.5); call with PJT team re plan (.1).	2.5	Charlie Fendrych
35409722	8/7/2024	Research re-solicitation in SDTX (1.9); research re shortened notice and objection periods re re-solicitation and disclosure statement hearing (.4); revise re-solicitation motion (2.0).	4.3	Michael Scian
35411910	8/7/2024	Review correspondence re revised plan.	0.1	Daniel Porat
35414818	8/7/2024	Reviewed amended plan.	1.4	James McIntyre
35400784	8/8/2024	Review revised chapter 11 plan (1.6); draft issues list for discussion with client (.8); call with management team re same (.6); call with PJT team re same (.5).	3.5	Samuel A. Khalil
35403364	8/8/2024	Review revised plan (.4); correspondence and conference calls with Milbank team re appeals adjustment mechanism (.6).	1.0	Michael Rivkin
35406472	8/8/2024	Revise plan (1.6); attend call with M. Rivkin re plan (.2).	1.8	Charlie Fendrych
35406975	8/8/2024	Review DPW comments to Plan (.1); revise Plan (multiple rounds) (1.2); call S. Massman (DPW) re same (.7); distribute Plan to various parties (.2); correspond with C. Fendrych re comments to incremental Plan (.3); correspond with Board re Plan (.6); correspond with S. Khalil re same (.1); correspond with J. Weber (PW) re same (.1).	3.3	Benjamin Schak
35409749	8/8/2024	Draft motion to shorten notice re re-solicitation (1.5); revise motion to re-solicit (2.4); correspond with B. Schak and J. McIntyre re same (.1); revise disclosure statement to reflect plan revisions (2.1).	6.1	Michael Scian
35412029	8/8/2024	Review revise plan draft.	0.6	Daniel Porat
35414561	8/8/2024	Review DPW plan markup (.3); revise resolicitation motion (1.6); correspond with M. Scian re same (.2).	2.1	James McIntyre
35449843	8/8/2024	Review draft amended plan (.5); review proposed changes from 1Ls and FSNs (.3); review precedent language (.1).	0.9	Dennis F. Dunne
35696130	8/8/2024	Correspondence re plan scheduling issues (.2); review confirmation pleadings (2.0).	2.2	Samir Vora
35403284	8/9/2024	Correspondence and calls re appeals adjustment mechanism.	0.5	Michael Rivkin
35406419	8/9/2024	Internal correspondence re briefing schedule.	0.5	Charlie Fendrych

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35406884	8/9/2024	Discuss confirmation scheduling and process with S. Kirpalani (QE), D. Schaible, A. Libby and S. Massman (all DPW), B. Heidlage (HSG), others (.5); correspond with Kobre, Foley lawyers re same (.1); correspond with S. Khalil re same (.2); correspond with S. Massman (DPW) re same (.1); correspond with R. Ferraioli (MoFo) re same (.1); conference with Z. Rosenbaum (K&K), B. Heidlage (HSG), S. Massman (DPW), S. Kirpalani (QE), A. Leblanc, others re plan process (.5).	1.5	Benjamin Schak
35409689	8/9/2024	Conference with Milbank team, DPW team, re status conference and confirmation (.5); revise notes re same (.8); correspond with B. Schak re same (.1); correspond with J. McIntyre re revisions to motion to re-solicit (.1); revise same (1.0).	2.5	Michael Scian
35414973	8/9/2024	Confirmation planning call with MB, QE, and DPW (.5); revise resolicitation motion (.7).	1.2	James McIntyre
35450874	8/9/2024	Review revised plan terms and timing for filing.	0.3	Dennis F. Dunne
35595649	8/9/2024	Review proposed briefing schedule for plan confirmation.	0.4	Samuel A. Khalil
35595653	8/9/2024	Call with DPW and Kobre teams re confirmation issues.	0.6	Andrew M Leblanc
35455566	8/10/2024	Correspondence re drafting of plan.	0.2	Benjamin Schak
35406503	8/11/2024	Compile notice of amended plan (1.1); correspond with D. Dunne and S. Khalil re plan (.3); correspond with DPW team re same (.2); correspond with B. Schak re same (.6); compile rider redlines re insurance issue (.4); review DPW correspondence re plan (.4); correspond with Chubb team (2).	3.2	Charlie Fendrych
35412091	8/11/2024	Review plan issues.	0.2	Daniel Porat
35451541	8/11/2024	Review confirmation schedule (.3); review Kobre suggestions and position re same (.2); review DPW timeline and requests (2).	0.7	Dennis F. Dunne
35456486	8/11/2024	Conference re plan process with J. Melko (F&L), Z. Rosenbaum (K&K), D. Schaible and A. Libby (DPW), S. Kirpalani (QE) and others (.6); correspond with S. Khalil re same (.1); debrief with S. Massman (DPW) (.2); correspond with C. Fendrych re blackline of Plan (.1); review same (.1).	1.1	Benjamin Schak
35536341	8/11/2024	Revise motion to re-solicit (1.0); correspond with B. Schak, J. McIntyre re same (.1).	1.1	Michael Scian
35442544	8/12/2024	Review revised plan (2.1); review revised DS (.8); provide comments to same (.9).	3.8	Samuel A. Khalil
35443473	8/12/2024	Correspond with H&B team re plan (.3); correspond with S. Khalil re plan (.4); compile plan-related slides for hearing (3.9); correspond with M. Brod and S. Khalil re deck (.7); revise slides (1.9).	7.2	Charlie Fendrych
35456788	8/12/2024	Revise resolicitation motion (.4); review updated liquidation analysis (.2).	0.6	James McIntyre
35457586	8/12/2024	Analyze precedent re re-solicitation (1.3); analyze precedent re motion to shorten notice (2.4); revise motion to re-solicit and shorten notice (2.7); revise ballots re same (2.1); correspond with B. Schak, D. Porat, J. McIntyre, C. Fendrych, C. Beckham (H&B), P. Hughes (H&B), R. Sherald (H&B), J. Morrow (Verita) re same (.4).	8.9	Michael Scian
35458283	8/12/2024	Correspond with M. Scian re solicitation motion (.4); review materials re same (.3); review other plan related items (.3).	1.0	Daniel Porat



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35466472	8/12/2024	Revise hearing demonstrative (1.1); multiple correspondence re same (.3); review plan re same (.3).	1.7	Matt Brod
35441993	8/13/2024	Review caselaw research re confirmation (3.4); draft correspondence to internal team re same (.8).	4.2	Samuel A. Khalil
35455044	8/13/2024	Conference with J. McIntyre, C. Fendrych, M. Scian re revisions to plan documents (.6); correspond with R. Basu, H. Blazek re hearing dates and filing deadlines (.2); correspond with H. Blazek re drafting of plan revisions (.1).	0.9	Benjamin Schak
35457322	8/13/2024	Meeting with B. Schak, C. Fendrych, and M. Scian re Plan and DS (.6); prepare for same (.2).	0.8	James McIntyre
35595679	8/13/2024	Revise plan (.5); attend meeting with M. Scian, B. Schak, and J. McIntyre re same (.6).	1.1	Charlie Fendrych
35595726	8/13/2024	Conference with B. Schak, J. McIntyre, C. Fendrych re plan documents.	0.6	Michael Scian
35696138	8/13/2024	Research re certain voting issues and plan negotiations.	1.0	Samir Vora
35442440	8/14/2024	Draft internal correspondence re revisions to chapter 11 plan structure.	1.8	Samuel A. Khalil
35443400	8/14/2024	Update plan (.8); correspond with B. Schak re plan (.3).	1.1	Charlie Fendrych
35452911	8/14/2024	Review classification, voting and case law on fund authority (.6); review cramdown issues and confirmability risk set for revised plan (.5).	1.1	Dennis F. Dunne
35455367	8/14/2024	Conference with A. Telukuntla (PJT) re DS materials (.1); discuss plan process with L. Marinuzzi (MoFo) (.2); discuss same with D. Landry (Incora) (.1); discuss research assignment with H. Blazek, other litigators (.5); correspond with C. Fendrych re plan drafting (.1).	1.0	Benjamin Schak
35457416	8/14/2024	Revise re-solicitation motion (1.4); revise amended confirmation hearing notice (.6); revise amended disclosure statement (3.1); correspond with B. Schak and J. McIntyre re same (.2).	5.3	Michael Scian
35458068	8/14/2024	Correspond with DPW re confirmation timeline (.1); correspond with M. Scian re solicitation materials (.2).	0.3	James McIntyre
35466423	8/14/2024	Review and consider plan and AAM issues.	0.8	Matt Brod
35696143	8/14/2024	Call with B. Schak and litigation team re research re certain voting issues and plan negotiations (.5); call with litigation team re same (.5); review memo re certain voting issues and chapter 11 plan confirmation (.2).	1.2	Hannah A. Blazek
35696145	8/14/2024	Research re certain voting issues and chapter 11 plan confirmation (1.9); correspondence re same (.5).	2.4	Alisha Gupta
35696147	8/14/2024	Draft memo re certain voting issues and chapter 11 plan confirmation.	3.5	Nabintou Doumbia
35696149	8/14/2024	Conference with team re memo re certain voting issues and chapter 11 plan confirmation (.5); conduct research re same (2.3).	2.8	Elizabeth Fly
35696153	8/14/2024	Communicate re certain voting issues and chapter 11 plan confirmation.	0.5	Alisha Gupta
35697311	8/14/2024	Call with J. Anderson, R. Aymard, M. Rivkin, M. Fox, and B. Schak re allocation mechanism (.6); correspond with M. Rivkin and M. Fox re same (.7).	1.3	Russell J. Kestenbaum
35697313	8/14/2024	Internal tax, corporate, and financial restructuring call to discuss adjustments following the appeal.	0.7	Mendy Fox

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35697315	8/14/2024	Internal tax, finance, and financial restructuring call to discuss adjustments following the appeal to take back note.	0.6	Mendy Fox
35443569	8/15/2024	Compile revised plan.	2.7	Charlie Fendrych
35452493	8/15/2024	Internal call re adjustment mechanism (1.2); call with DPW re same (.6); correspondence re same (.5); review disclosure statement (1.2).	3.5	Michael Rivkin
35453000	8/15/2024	Review classification, feasibility, 1129(b), and tabulation issues and case law with prospective plan.	1.1	Dennis F. Dunne
35455296	8/15/2024	Correspond with J. Anderson, M. Rivkin, S. Charest, others re takeback note conversion structure (.1); correspond with L. Marinuzzi (MoFo) re current restructuring proposals (.1); correspond with J. McIntyre re plan scheduling (.1); correspond with KCC re potential re-solicitation (.1); correspond R. Ferraioli (MoFo), others re treatment of \$250mm unsecured claim (.1); correspond with M. Scian re balloting (.2); conference with J. McIntyre, M. Scian re same (.2); correspond with M. Rivkin re appellate adjustment mechanic (.1); call with C. Fleck, J. Anderson, M. Fox, N. Kunz re same (.2); correspond with A. Leblanc, S. Kirpalani (QE), others re same (.1); correspond with M. Rivkin, others re same (.1); correspond with S. Khalil, others re plan structure with respect to \$250mm of 1L claims (.1).	1.5	Benjamin Schak
35457013	8/15/2024	Conference with B. Schak and J. McIntyre re disclosure statement and confirmation hearing schedule (.2); follow-up correspondence with same re disclosure statement, re-solicitation, and schedule (.5); conference with Milbank team and DPW team re amendments to Plan (.6); correspond with K. Somers (DPW) re disclosure statement and confirmation scheduling (.1).	1.4	Michael Scian
35457124	8/15/2024	Correspond with FRG re re-solicitation (.9); conference with B. Schak and M. Scian re same (.2); revise solicitation timeline (.3); revise ballots (.5); call with S. Massman (DPW) re solicitation question (.1); review DTC questions from same re same (.3); call with Milbank and DPW re appellate adjustment mechanic (.6).	2.9	James McIntyre
35595701	8/15/2024	Call with B. Schak, M. Fox, C. Fleck, S. Charest, and N. Kunz re appellate adjustment mechanism (.2); multiple follow-up calls re appellate adjustment mechanism and workstreams for revising filings (1.4).	1.6	Jason T. Anderson
35595709	8/15/2024	Call with Davis Polk and Milbank team re appellate adjustment mechanism (.6); follow-up call with B. Schak, J. Anderson, C. Fleck, and N. Kunz re appellate adjustment mechanism (.2); draft correspondence re deemed distribution risk (.4).	1.2	Mendy Fox
35595715	8/15/2024	Correspond with Milbank team re adjustment mechanic (.4); review filed plan (.3); call with Milbank and DPW teams re appellate adjustment mechanism (.6).	1.3	Russell J. Kestenbaum
35595717	8/15/2024	Call with Davis Polk and Milbank team re appellate adjustment mechanism (.6); call with B. Schak, J. Anderson, C. Fleck, and M. Fox re appellate adjustment mechanism (.2); follow-up calls and correspondence re takeback notes conversion and adjustment mechanism (.7).	1.5	Nicholas Kunz
35595730	8/15/2024	Call with B. Schak, J. Anderson, M. Fox, and N. Kunz re appellate adjustment mechanism.	0.2	Casey Fleck

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35696151	8/15/2024	Conduct research re certain voting issues and chapter 11 plan confirmation (.7); review caselaw re same for inclusion in memo outline (4.7).	5.4	Elizabeth Fly
35696155	8/15/2024	Research re certain voting issues and chapter 11 plan confirmation (4.3); draft outline for memorandum re same (3.2); draft background section re same (1.5); correspond with litigation team re next steps (.3).	9.3	Hannah A. Blazek
35696157	8/15/2024	Revise memo re certain voting issues and chapter 11 plan confirmation.	6.0	Nabintou Doumbia
35696161	8/15/2024	Correspondence re Incora settlement issues.	0.8	Andrew M Leblanc
35696163	8/15/2024	Research re certain voting issues and chapter 11 plan confirmation.	2.1	Alisha Gupta
35443366	8/16/2024	Revise plan (1.2); correspond with B. Schak re same (.5); call with B. Schak (.3); further revise plan (5.8).	7.8	Charlie Fendrych
35453962	8/16/2024	Review plan terms and appeal adjustments.	0.4	Dennis F. Dunne
35456970	8/16/2024	Correspond with B. Schak, J. McIntyre, MoFo team, and MWE team re disclosure statement and confirmation hearing scheduling (.3); revise amended disclosure statement (2.1).	2.4	Michael Scian
35457201	8/16/2024	Call with C. Kelly (A&M) re plan timing (.1); call with C. Fendrych plan drafting and structure (.3); call with S. Massman (DPW) (.5); correspond with A. Leblanc, S. Vora, S. Khalil, others re same (.4).	1.3	Benjamin Schak
35457928	8/16/2024	Correspond with FRG re plan and DS issues.	0.2	James McIntyre
35621046	8/16/2024	Revise disclosure statement.	3.3	Michael Rivkin
35628661	8/16/2024	Correspond with C. Fleck re appellate adjustment mechanism.	0.2	Nicholas Kunz
35696159	8/16/2024	Revise memo re certain voting issues and chapter 11 plan confirmation.	5.3	Nabintou Doumbia
35696165	8/16/2024	Review comments to memo re certain voting issues and chapter 11 plan confirmation (.3); revise same to incorporate comments (7.6); further revise same (.6); correspond with B. Schak re same (.1).	8.6	Elizabeth Fly
35696167	8/16/2024	Revise memo outline re certain voting issues and chapter 11 plan confirmation.	4.2	Alisha Gupta
35696169	8/16/2024	Review memo re certain voting issues and chapter 11 plan confirmation (.8); review research re same (.6); review revised memo (1.4); revise outline re same (2.3); correspond with E. Fly re same (.3).	5.4	Hannah A. Blazek
35454676	8/17/2024	Review proposed plan revisions (.8); review next steps re plan mediation (.3).	1.1	Dennis F. Dunne
35457567	8/17/2024	Correspond with Litigation team re confirmation timeline.	0.2	James McIntyre
35621052	8/17/2024	Review LLCA for adjustment mechanisms.	1.8	Michael Rivkin
35621150	8/17/2024	Correspond with J. Anderson re appellate adjustment mechanism.	0.2	Nicholas Kunz
35696175	8/17/2024	Revise memo outline re certain voting issues and chapter 11 confirmation per comments to same.	0.9	Elizabeth Fly
35443588	8/18/2024	Revise plan per committee comments (.3); revise plan for new construct (3.2); correspond with B. Schak re plan (.2); correspond with R. Kestenbaum re plan (.2); correspond with M. Rivkin re plan construct (.5).	4.4	Charlie Fendrych

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35454591	8/18/2024	Conference with S. Kirpalani (Quinn) re plan structural issues and risks (.3); review DPW requests (.3); review confirmation objections and settlement parameters (.6).	1.2	Dennis F. Dunne
35456730	8/18/2024	Review UCC comments (.1); review issues re revised plan and disclosure statement (.4).	0.5	Daniel Porat
35466416	8/18/2024	Correspond with B. Schak re workstreams (.5); correspond with S. Khalil and B. Schak re same (.3); review multiple correspondence re same (.4); review UCC requests (.2); review plan issues (.7).	2.1	Matt Brod
35621054	8/18/2024	Correspond with N. Kunz re appellate adjustment mechanism.	0.4	Jason T. Anderson
35621060	8/18/2024	Review revised plan.	1.3	Mendy Fox
35621152	8/18/2024	Review revised Plan (.5); correspond with Milbank team re Plan/DS and structuring issues (.9).	1.4	Russell J. Kestenbaum
35696177	8/18/2024	Analyze research re certain voting issues and chapter 11 plan confirmation (.1); conduct privilege review of 1L presentations (.7).	0.8	Nicholas Fallah
35696179	8/18/2024	Research application of common interest privilege to presentations.	0.2	Alisha Gupta
35696181	8/18/2024	Conduct additional research re certain voting issues and chapter 11 plan confirmation (.9); correspond with B. Schak re same (.4).	1.3	Hannah A. Blazek
35455810	8/19/2024	Review confirmation issues (.4); review governance issues re same (.3); review Kobre requests (.2).	0.9	Dennis F. Dunne
35457385	8/19/2024	Call with A. Leblanc, J. O'Connell (PJT), S. Kirpalani (Quinn), others re plan structure (.6); prepare email summary of call (.2); call with D. Porat re same (.3); call with J. Anderson, M. Fox, R. Kestenbaum, others re appellate adjustment mechanics (.6); follow-up email to same re same (.1); correspond with C. Kelly (A&M) re liquidation analysis (.1); review disclosure statement and re-solicitation motion (1.5); review summary of appellate adjustment mechanics (.2); discuss same with R. Aymard (.4); further call with J. Anderson, R. Aymard (.2); correspond with C. Fendrych re unsecured distributions (.1).	4.3	Benjamin Schak
35466705	8/19/2024	Revise appellate adjustment mechanism.	4.0	Michael Rivkin
35477776	8/19/2024	Call with internal team, PJT, Quinn, others re plan (.6); review plan documents re same (2.2); call with S. Lieberman re plan issues (.2).	3.0	Andrew M Leblanc
35478089	8/19/2024	Revise draft settlement proposal for plan confirmation (1.1); review caselaw research re same (1.8); review hearing transcripts in connection with same (2.6).	5.5	Samuel A. Khalil
35491049	8/19/2024	Revise re-solicitation motion (1.3); correspond with B. Schak and J. McIntyre re same (.2); revise modified ballots re same (1.6); correspond with J. McIntyre re modified ballots (.2); revise amended disclosure statement (1.9); correspond with B. Schak and J. McIntyre re proposed confirmation scheduling (.2).	5.4	Michael Scian
35491100	8/19/2024	Review correspondence re revised plan (.2); correspond with B. Schak re plan constructs (.3); review draft of plan materials (.3); analyze plan mechanics (.3); correspond with B. Schak re same (.2).	1.3	Daniel Porat

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35504310	8/19/2024	Call with PJT, Quinn, and Milbank team re plan structure (.6); initial review of appellate adjustment mechanism outline (.2); call with Milbank team re same (.1).	0.9	Matt Brod
35505848	8/19/2024	Correspond with FRG team re plan revisions (.2); correspond with B. Schak and M. Scian re solicitation (.2); review ballots (.6); revise solicitation motion (.9).	1.9	James McIntyre
35529771	8/19/2024	Call with internal team re plan (.6); revise plan (3.3); correspond with B. Schak re plan (1.2); correspond with R. Aymard re same (.2).	5.3	Charlie Fendrych
35621068	8/19/2024	Call with B. Schak, R. Kestenbaum, M. Fox, C. Fendrych, others re appellate adjustment mechanism (.6); review draft of same (.5); provide comments to same (.6); further call with B. Schak and R. Aymard re same (.2).	1.9	Jason T. Anderson
35621070	8/19/2024	Call with finance, corporate, tax and FRG teams appellate adjustment mechanism (.6); call with S. Charest re notes allocation (.2); draft appellate adjustment mechanism outline (2.6); call with B. Schak and J. Anderson re same (.2); follow-up call with B. Schak re same (.4); revise outline to incorporate comments from Milbank team (.7).	4.7	Ryan Aymard
35621076	8/19/2024	Call with R. Aymard re notes allocation (.2); attend update call with Milbank team re adjustment mechanism (.6); review draft appellate adjustment mechanism outline (.8).	1.6	Stephen Charest
35621078	8/19/2024	Review issues re takeback notes conversion re appellate adjustment mechanism (1.3); call with Milbank team re same (.6); review documents re same (.6).	2.5	Casey Fleck
35621080	8/19/2024	Call with R. Kestenbaum, M. Rivkin, J. Anderson, B. Schak, C. Fleck, and others re plan (.6); prepare for same (.1); call with R. Kestenbaum and M. Rivkin re plan (.5).	1.2	Mendy Fox
35621153	8/19/2024	Call with Milbank, Quinn, PJT teams re plan structure (.6); call with J. Anderson, B. Schak, M. Fox, others re appellate adjustment mechanics (.6); follow-up correspondence with finance team re same (.2).	1.4	Russell J. Kestenbaum
35621154	8/19/2024	Call with J. Anderson, B. Schak, M. Fox, others re appellate adjustment mechanics (.6); correspond with same re same (.3).	0.9	Nicholas Kunz
35621155	8/19/2024	Call with B. Schak, J. Anderson, M. Fox, R. Kestenbaum, others re appellate adjustment mechanism.	0.6	Samir Vora
35696171	8/19/2024	Review confirmation briefing.	0.9	Samir Vora
35696173	8/19/2024	Review research re certain voting issues and chapter 11 plan confirmation (.7); correspond with N. Fallah re same (.5); correspond with litigation team re memo re certain voting issues and chapter 11 plan confirmation (.1).	1.3	Hannah A. Blazek
35466760	8/20/2024	Call with R. Kestenbaum, C. Fleck, R. Aymard, C. Fendrych, J. Anderson, S. Charest, N. Kunz, D. Porat, B. Schak, others re appellate adjustment mechanisms (1.1); revise DS per changes to adjustment mechanism (2.2); review revised DS (.9).	4.2	Michael Rivkin



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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35469910	8/20/2024	Review appellate adjustment mechanics (.2); discuss UCC survival with L. Marinuzzi, T. Foudy, R. Ferraioli (all MoFo), C. Fendrych (.2); correspond with M. Brod re same (.1); correspond with FRG team re plan-related documents (.3); correspond with K. Martin (Verita), others re voting record date (.1); correspond with S. Khalil re plan status (.2); correspond with R. Kestenbaum, others re appellate adjustment (.1); review Jones Day comments to plan (.2); correspond with Milbank team re treatment of 2026 fees (.8); review C. Fendrych draft of plan (1.3); discuss same with C. Fendrych (.5); discuss Appellate Adjustment Mechanism with A. Libby, S. Massman (both DPW), J. Anderson, R. Kestenbaum, D. Porat, others (.6); follow-up correspondence with same re same (.3); call with M. Brod re same (.2); review draft ballots (.6); draft revision to Appellate Adjustment Mechanism in light of DPW comments (.4); correspond with same re same (.1).	6.2	Benjamin Schak
35491815	8/20/2024	Correspond with K. Martin (Verita), J. Morrow (Verita), M. Brod, B. Schak, D. Porat, and J. McIntyre re proposed confirmation scheduling (.2); revise re-solicitation motion (2.1); correspond with B. Schak re same (.1); revise modified ballots re same (1.2); correspond with B. Schak re modified ballots (.4); revise amended disclosure statement (4.1).	8.1	Michael Scian
35493124	8/20/2024	Review issues re takeback notes and appellate adjustment mechanism (.7); call with Milbank team re same (1.1); revise outline re same (.7).	2.5	Casey Fleck
35505827	8/20/2024	Correspond with FRG team re confirmation timeline.	0.1	James McIntyre
35522695	8/20/2024	Correspond with B. Schak re plan supplement.	0.2	Rupsha Basu
35529908	8/20/2024	Call with MoFo team re plan (.3); revise plan (6.8); correspond with D. Porat re plan (.3); call with B. Schak re plan (.5); attend call with R. Kestenbaum, M. Rivkin, C. Fleck, R. Aymard, J. Anderson, S. Charest, N. Kunz, M. Fox, D. Porat re appellate adjustment mechanism (1.1).	9.0	Charlie Fendrych
35621096	8/20/2024	Revise appellate adjustment mechanism outline (1.1); call with finance, FRG, tax and corporate teams outliner same (.9); correspond with D. Porat re same (.3); revise appellate adjustment mechanism outline per comments from D. Porat and J. Anderson (.3); call with 1L's counsel re appellate adjustment mechanism outline (.6); revise same per call (.1); review B. Schak markup of same (.3).	3.6	Ryan Aymard
35621098	8/20/2024	Review plan issues and changes (.8); call with B. Schak re same (.2).	1.0	Matt Brod
35621102	8/20/2024	Review issues re payment of fees to FSNs (.4); review toggle mechanic for plan (.2).	0.6	Dennis F. Dunne
35621106	8/20/2024	Review various iterations of the Appellate Adjustment Mechanism Outline (2.1); call with R. Kestenbaum, M. Rivkin, C. Fleck, R. Aymard, C. Fendrych, J. Anderson, S. Charest, N. Kunz. D. Porat re appellate adjustment mechanism (1.1).	3.2	Mendy Fox
35621118	8/20/2024	Analyze plan construct (.8); correspond with B. Schak re same (.8); draft provisions re same (1.2); revise same (.7); review confirmation scheduling issues (.8); call with R. Kestenbaum, C. Fleck, R. Aymard, C. Fendrych, J. Anderson, S. Charest, N. Kunz, others re appellate adjustment mechanisms (1.1); call with A. Libby, S. Massman (both DPW), J. Anderson, R. Kestenbaum, B. Schak re same (.6).	6.0	Daniel Porat

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35621157	8/20/2024	Review revised tax disclosure (.6); provide comments to same (.5).	1.1	Russell J. Kestenbaum
35621159	8/20/2024	Revise appellate adjustment mechanism outline (1.2); call with DPW re same (.6).	1.8	Samir Vora
35621187	8/20/2024	Call R. Kestenbaum, M. Rivkin, C. Fleck, R. Aymard, C. Fendrych, M. Fox, S. Charest, N. Kunz, D. Porat re appellate adjustment mechanism re appellate adjustment mechanism (1.1); call with R. Kestenbaum, B. Schak, and DPW re same (.6); call with R. Kestenbaum re same (.4); revise appellate adjustment mechanism summary (1.4).	3.5	Jason T. Anderson
35468682	8/21/2024	Review revisions to draft plan (.3); review DPW requests re same (.4); review Kobre requests re certain revised plan provisions (.4).	1.1	Dennis F. Dunne
35469965	8/21/2024	Correspond with M. Brod re structure (.4); provide comments to plan (.2); prepare summary of plan in advance of discussion with JPMorgan (.4); correspond with FRG team re plan (.6); discuss RSA with M. Schneidereit (Jones Day) (.1); review plan re RSA provisions (.2); review re-solicitation order (.3); conference with J. Anderson, R. Kestenbaum, C. Fleck, others regarding appellate mechanism and other plan supplement documents (.4); discuss plan with D. Porat, C. Fendrych (.2); conference with S. Khalil regarding plan negotiations (.2); draft email to Kobre and DPW re debtors' proposal for global settlement (.4); review DPW comments re plan (.6); discuss same with C. Fendrych (.1); discuss DS order comments with M. Scian (.1); correspond with J. Weber (PW), various at WC and LW re specific plan terms (.1); discuss plan further with C. Fendrych (.2); review Disclosure Statement (.6); discuss plan filings with S. Massman (DPW) (.2); correspond with R. Aymard, others re Appellate Adjustment Mechanism (.3); further review of re-solicitation motion (.6); further emails re appellate adjustment mechanism (.1); discuss Plan edits with C. Fendrych (.1); call J. Weber (PW) re plan (.1); further discuss appellate adjustment mechanism with R. Aymard (.2); discuss same with J. Anderson, M. Rivkin, C. Fleck, R. Aymard (.5); discuss classification of 2024 notes with C. Fendrych (.2); discuss same with M. Scian (.1); discuss cram-up with D. Porat (.3); review plan-related documents (1.4); review substantive changes to DS (.4); research regarding re-solicitation (.1); correspond with S. Khalil re DPW Plan comments (.5); correspond with S. Massman (DPW) re same (.1).	10.3	Benjamin Schak
35477790	8/21/2024	Review revised plan (.9); provide comments to same (.8); review revised settlement proposal for plan confirmation (.8); provide comments to same (.6); call with B. Schak re same (.2).	3.3	Samuel A. Khalil
35491763	8/21/2024	Review plan changes (.6); analyze certain plan mechanics (.9); review DS (1.3); revise same (2.1); review comments re same (.5); call with B. Schak, C. Fendrych re plan (.2); call with B. Schak re cram-up (.3).	5.9	Daniel Porat
35504289	8/21/2024	Review appellate adjustment mechanism language (.4); correspond with Milbank team re same (.2).	0.6	Matt Brod
35505874	8/21/2024	Review multiple markups of plan (.5); review redline of re-solicitation motion (.1); revise same (1.2); review appellate adjustment mechanism (.1); correspond with FRG team and various creditor advisors re plan and DS (.9).	2.8	James McIntyre

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35529775	8/21/2024	Correspond with FRG team re plan (.4); revise plan (8.6); call with B. Schak and D. Porat re plan (.2); call with B. Schak re DPW comments re plan (.1); further call with B. Schak re plan (.2); call with same re plan edits (.1); call with C. Fendrych re classification of 2024 notes (.2).	9.8	Charlie Fendrych
35621122	8/21/2024	Revise appellate adjustment mechanism summary (.2); conference with B. Schak, R. Kestenbaum, C. Fleck, others re same and other plan supplement documents (.4); further discuss same with B. Schak, M. Rivkin, C. Fleck, R. Aymard (.5).	1.1	Jason T. Anderson
35621126	8/21/2024	Call with J. Anderson, C. Fleck, R. Aymard, and others re appellate adjustment mechanisms (.4); review outline re same (.1).	0.5	Stephen Charest
35621128	8/21/2024	Call with J. Anderson, R. Kestenbaum, B. Schak, others regarding appellate mechanism and other plan supplement documents (.4); review issues re appellate adjustment mechanism (1.3); correspond with same re summary re same (.3); review documents re same (.8).	2.8	Casey Fleck
35621134	8/21/2024	Review revised Appellate Adjustment Mechanism.	1.3	Mendy Fox
35621140	8/21/2024	Call with J. Anderson, B. Schak, C. Fleck, R. Aymard re appellate adjustment mechanism (.5); tax analysis re same (1.2); revise disclosure statement (1.4).	3.1	Michael Rivkin
35621144	8/21/2024	Draft amended notice of confirmation (1.1); correspond with B. Schak re same (1.); revise amended disclosure statement (1.6); correspond with M. Brod, B. Schak, D. Porat, J. McIntyre, and C. Fendrych re same (.2); revise modified ballots (1.6); correspond with Milbank team and Verita team re same (.1); call with A&M team, and PJT team re modified second amended plan, amended disclosure statement, and related exhibits and strategy (.3); revise re-solicitation motion (1.6); revise proposed order re same (.6); call with B. Schak re comments to same (.1); correspond with D. Porat re revisions to amended disclosure statement (.3); call with B. Schak re classification of 2024 notes (.1).	8.6	Michael Scian
35621162	8/21/2024	Review confirmation pleadings (1.7); revise email proposing to settle outstanding disputes (.2); review appellate adjustment mechanism (.3); review trial comments regarding DIP takeouts (.4); correspond with M. Brod re same (.2).	2.8	Samir Vora
35472897	8/22/2024	Discuss plan documents with M. Brod (.1); discuss plan valuation with E. Ross, others at PJT (.3); review confirmation hearing notice (.2); review financial exhibits to DS (.5); review revisions to Plan (.5); discuss same with C. Fendrych (.2); discuss edits to DS motion with J. McIntyre (.2); conference with DPW, S. Kirpalani (Quinn), others re Plan drafting (.8); follow-up discussions with C. Fendrych, others (.8); further review of solicitation-related documents (1.6).	5.2	Benjamin Schak
35479145	8/22/2024	Call with DPW re plan issues (.6); correspond re same (1.2).	1.8	Andrew M Leblanc
35491012	8/22/2024	Review revised plan documents (.4); review issues re DS (.3); review draft DS motion documents (1); attend call re plan issues (.8); review additional plan changes (.4).	2.9	Daniel Porat



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35491662	8/22/2024	Revise notice of confirmation (.9); correspond with B. Schak re same (.1); revise amended disclosure statement (4.1); revise exhibits re same (2.6); correspond with B. Schak, D. Porat, J. McIntyre, and C. Fendrych re same (.3); review plan re same (1.2); correspond with A. Telekuntla (PJT) re plan and disclosure statement updated figures (.1); conference with D. Porat re all filing documents (.6); revise modified ballots (.2); correspond with B. Schak re same (.1); correspond with J. Lee and J. Morrow (Verita) re same (.1); conference with Milbank team, DPW team, Quinn team re modified second amended plan, amended disclosure statement, re-solicitation motion and order, and confirmation scheduling (.8); correspond with M. Rivkin and D. Porat re tax portion of amended disclosure statement and related revisions (.2); correspond with R. Sherald (H&B) re drafts of confirmation notice and modified ballots (.1); correspond with K. Somers (DPW), S. Massman (DPW) re draft of amended disclosure statement and related exhibits (.2).	11.6	Michael Scian
35504309	8/22/2024	Review Plan and DS documentation (1.2); call with B. Schak re same (.1); review ICA (1.1); correspond with Milbank team re same (.4).	2.8	Matt Brod
35505855	8/22/2024	Revise re-solicitation motion (.7); revise exhibits to same (.7); call with B. Schak re revisions to same (.2); correspond with FRG and DPW re same (1.2); attend plan call with Milbank, DPW, Quinn, and HSG (.8); review notice of DS hearing (.1).	3.7	James McIntyre
35522469	8/22/2024	Revise plan supplement (.4); correspond with B. Schak re same (.2).	0.6	Rupsha Basu
35630051	8/22/2024	Review revised plan (1.7); review disclosure statement (1.6); provide comments re same re proposed appellate adjustment mechanism (.5).	3.8	Michael Rivkin
35630067	8/22/2024	Revise appellate adjustment mechanism outline.	0.3	Jason T. Anderson
35630099	8/22/2024	Call with S. Charest re appellate adjustment mechanism outline (1.2); correspond with B. Schak re same (.2); correspond with Milbank team re same (.1); correspond with J. Anderson re revisions to LLCA (.2).	1.7	Ryan Aymard
35630155	8/22/2024	Review hearing transcripts for relevant language re plan issues (1.3); update plan (3.5); call with Quinn team, DPW team, HSG, Milbank re plan (.8); call with B. Schak, others re same (.8); compile summary of plan updates for PJT (.3); review revisions to Plan (.5); call with B. Schak re same (.2).	7.4	Charlie Fendrych
35630170	8/22/2024	Review revised appellate adjustment mechanism terms (.2); review revised Plan (.5); correspond with M. Rivkin and M. Fox re same (.2); review further revised Plan re 2024 treatment (.3).	1.2	Russell J. Kestenbaum
35630176	8/22/2024	Call with R. Aymard re appellate adjustment mechanism outline.	1.2	Stephen Charest
35479014	8/23/2024	Draft correspondence re plan issues.	1.2	Andrew M Leblanc
35481127	8/23/2024	Review development of plan terms and input/messaging from DPW group and Kobre group (.9); review draft documents (.4).	1.3	Dennis F. Dunne

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35484957	8/23/2024	Discuss plan comments with M. Schneidereit, N. Morin (both Jones Day) (.3); summarize plan for Board (.4); discuss filing logistics with D. Porat, several others (multiple rounds) (1.2); correspond with S. Khalil re strategic issue re junior stakeholder settlements (.1); review M. Brod analysis re 1.25L issue (.1); correspond with J. McIntyre re plan process scheduling (.1); correspond with M. Rivkin re steps memo (.1); review successive drafts of Plan (3.2); review ancillary documents (.9).	6.4	Benjamin Schak
35491501	8/23/2024	Revise amended disclosure statement (6.4); review plan re same (.9); correspond with B. Schak re amended disclosure statement and exhibits (.4); correspond with R. Ferraioli (MoFo) re disclosure statement (.2); multiple calls with Milbank team re filing time line and documents (.5); update call with Milbank team re filing (.4); conference with D. Porat re amended disclosure statement revisions (.5); revise amended disclosure statement (.8) compile related exhibits for filing (.6); correspond with C. Kelly (A&M), B. Cejka (A&M), A. Prentice (A&M), L. LaPosta (A&M), B. Schak, and Milbank team re financial projections exhibit to amended disclosure statement (1.); correspond with R. Sherald (H&B) re confirmation notice (.1); revise same (.3); correspond with J. McIntyre re revised ballots (.2); correspond with K. Somers (DPW) and S. Massman (DPW) re proposed filing versions of confirmation notice, solicitation procedures, and modified ballots (.1); correspond with A. Telukuntla (A&M) re disclosure statement chart re recovery amounts (.1); correspond with R. Sherald (H&B) re compiled disclosure statement and exhibits for filing(.1); correspond with D. Porat re same (.2).	12.8	Michael Scian
35491726	8/23/2024	Finalize plan for filing (2); finalize DS and related motions for filing (3); coordinate re filing (1.3); call with M. Scian re amended disclosure statement (.5); multiple internal calls re same (.7).	7.5	Daniel Porat
35504357	8/23/2024	Multiple correspondence with Milbank team re plan and documentation issues (1.2); review documents re same (1.7); call with DPW re appellate adjustment mechanism (.4).	3.3	Matt Brod
35505830	8/23/2024	Revised re-solicitation motion (2.8); revise exhibits re same (.9); correspond with numerous advisors re same, plan, and DS (1.8); multiple calls with FRG and Corporate teams re filing preparations (1.2); draft solicitation procedures (.9); review amended DS (.4); revise plan supplement documents (.3); further revise ballots (.6).	8.9	James McIntyre
35522681	8/23/2024	Revise plan supplement (1.1); correspond with Milbank team, A&M and DPW re same (1.6); prepare same for filing (2).	4.7	Rupsha Basu
35529968	8/23/2024	Compile filing version of plan (4.5); attend internal call re plan (.4); review RSA for plan application (.8).	5.7	Charlie Fendrych
35630145	8/23/2024	Review issues re takeback notes in connection with appellate adjustment mechanism (1.7); revise outline re same (.9).	2.6	Casey Fleck
35630178	8/23/2024	Review confirmation pleadings.	1.8	Samir Vora
35484999	8/24/2024	Correspond with D. Porat, others re follow-ups from plan filing.	0.3	Benjamin Schak
35491013	8/24/2024	Review correspondence re plan-related filings.	1.2	Michael Rivkin
35504352	8/24/2024	Review Plan filing issues (.3); correspond with B. Schak re same (.1); review documents re same (.4).	0.8	Matt Brod
35529938	8/24/2024	Correspond with DPW re plan filing.	0.3	Charlie Fendrych

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35566030	8/24/2024	Correspond with J. McIntyre, C. Fendrych, and Milbank team and S. Massman (DPW) and DPW team re disclosure statement, re-solicitation motion, and related exhibits.	0.8	Michael Scian
35630075	8/24/2024	Coordinate with Milbank team re filing of DS (.3); correspond with B. Schak re same (.1).	0.4	Daniel Porat
35485458	8/26/2024	Discuss workstreams and plan terms with M. Brod and D. Porat.	0.5	Benjamin Schak
35486778	8/26/2024	Review proposed revisions to amended plan.	0.6	Dennis F. Dunne
35536645	8/26/2024	Correspond with J. He, S. Massman (both DPW) and B. Schak, J. McIntyre re revised ballots and solicitation procedures.	0.2	Michael Scian
35543121	8/26/2024	Correspond with PJT re plan questions.	0.5	Daniel Porat
35630057	8/26/2024	Correspond with S. Khalil and B. Schak re open issues and next steps.	0.3	Matt Brod
35630105	8/26/2024	Review revised plan settlement proposal (.6); provide comments to same (.6); review analysis of tax issues re adjustment mechanism for appeals under plan (1.2); draft internal correspondence re same (.4).	2.8	Samuel A. Khalil
35630167	8/26/2024	Review issues re appellate adjustment mechanism.	0.1	James McIntyre
35516000	8/27/2024	Call with D. Schaible (DPW) and Z. Rosenbaum (Kobre Kim) re settlement of plan issues (.9); draft numerous correspondence with internal team re same (.6); review settlement proposal re same (.4); review revised plan (1.8) and DS (2.1).	5.8	Samuel A. Khalil
35630089	8/27/2024	Correspond with FRG team re DS and plan supplement.	0.2	James McIntyre
35630103	8/27/2024	Call with B. Schak and S. Vora re confirmation issues (.5); review issues re same (.3).	0.8	Matt Brod
35630153	8/27/2024	Discuss confirmation briefing with S. Vora and M. Brod.	0.5	Benjamin Schak
35630174	8/27/2024	Review issues re confirmation briefing (1.1); call with B. Schak and M. Brod re same (.5).	1.6	Samir Vora
35504798	8/28/2024	Review revised terms and open settlement points.	0.7	Dennis F. Dunne
35504812	8/28/2024	Review disclosure statement and issues re same for hearing next week.	0.3	Dennis F. Dunne
35520339	8/28/2024	Review revised chapter 11 plan/DS in connection with comments from key stakeholders (1.9); review language requested re 1111(b) in connection with objections raised by Kobre Kim group (.8); review related caselaw research (1.3); draft correspondence to internal team re settlement discussions with bondholder groups (.6); review DIP order re same (.9).	5.5	Samuel A. Khalil
35535693	8/28/2024	Correspond with B. Schak re release structure (.1); research re same (.3).	0.4	James McIntyre
35537508	8/28/2024	Revise ballots (.3); revise disclosure statement (.4).	0.7	Michael Scian
35543045	8/28/2024	Review issues re revised plan-related documents (1.8); correspond with B. Schak re same (.3).	2.1	Daniel Porat
35543256	8/28/2024	Call with Milbank, DPW, and holder re appellate adjustment mechanism (.5); correspond with re same (.1); review case law re adequate protection issues (1.5); correspond with Milbank team re same (.2); review Plan/Disclosure Statement issues (.4); review corresp. re same (.2).	2.9	Matt Brod

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35630095	8/28/2024	Call with Kobre Kim and DPW to discuss appellate adjustment mechanism.	0.8	Jason T. Anderson
35510660	8/29/2024	Discuss 1111(b) election mechanics and DS issues with A. Lavine (Kobre Kim), M. Hebbeln (F&L) (.4); correspond with internal team re same (.2); correspond with A. Libby, S. Massman (both DPW) re same (.2).	0.8	Benjamin Schak
35511094	8/29/2024	Review DPW edits and change in deal terms (.6); review UCC settlement history and contours (.3); review draft plan (.3).	1.2	Dennis F. Dunne
35535379	8/29/2024	Correspond with FRG team re solicitation questions.	0.3	James McIntyre
35536180	8/29/2024	Revise disclosure statement (1.0); correspond with B. Schak and D. Porat re same (.2); correspond with UCC re same (.1).	1.3	Michael Scian
35543024	8/29/2024	Review plan-related filing issues.	0.9	Daniel Porat
35543230	8/29/2024	Review correspondence re Plan/DS issues (.2); review issues re same (.4).	0.6	Matt Brod
35630063	8/29/2024	Review revised settlement terms relating to plan confirmation (.8); review caselaw research re plan confirmation i/c/w same (1.8); draft internal correspondence re same (.7).	3.3	Samuel A. Khalil
35520228	8/30/2024	Call with Kobre Kim team, DPW, J. Anderson, R. Kestenbaum, M. Rivkin, M. Fox re appeal adjustment mechanism (.4); review plan comments re same (.8); review comments to DS from bondholder groups (1.1); draft internal correspondence re same (.7).	3.0	Samuel A. Khalil
35530051	8/30/2024	Review changes and proposed resolution to amended plan (.4); review Kobre and DPW response to same (.3).	0.7	Dennis F. Dunne
35530129	8/30/2024	Review Jones Day plan comments.	0.3	Charlie Fendrych
35537589	8/30/2024	Review section 1111(b) issues re ballots (.5); correspond with R. Sherald (H&B), J. Lee (Verita), D. Porat re same (.3).	0.8	Michael Scian
35543145	8/30/2024	Coordinate preparation of revised documents.	0.8	Daniel Porat
35543214	8/30/2024	Review Plan/DS issues (.8); review DPW adequate protection pleading (.2); correspond with Milbank team re Milbank pleading (.1); review legal issues re same (.7).	1.8	Matt Brod
35630151	8/30/2024	Call with Kobre Kim, DPW, R. Kestenbaum, M. Rivkin, S. Khalil, M. Fox re appellate adjustment mechanism.	0.4	Jason T. Anderson
35630163	8/30/2024	Call with 2026 noteholder group and Milbank team re appeal adjustment mechanism.	0.4	Michael Rivkin
35630165	8/30/2024	Call with DPW, K&K, R. Kestenbaum, M. Rivkin, J. Anderson, S. Khalil re appeal adjustment mechanism.	0.4	Mendy Fox
35630179	8/30/2024	Call with DPW, Kobre Kim, and Milbank team (J. Anderson, S. Khalil, M. Rivkin, M. Fox) re appeal adjustment mechanism (.4); follow up correspondence with Milbank team re same (.2).	0.6	Russell J. Kestenbaum
35542145	8/31/2024	Review reviewed DS (.9); review 1L plan proposal (.3); review caselaw research re same (1.6).	2.8	Samuel A. Khalil

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**45721.00031 Regulatory Issues**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35455302	8/14/2024	Join conference re foreign ownership and specific regulatory issues with M. Rodkin (Golden Gate), J. Beahn and D. Zelman.	0.2	Benjamin Schak
35457487	8/14/2024	Call with B. Schak, D. Zelman, Foley counsel and Golden Gate reps re CFIUS considerations and diligence information (.2); follow-up correspondence re same (.3).	0.5	John Beahn

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**45721.00032 Reporting**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35456168	8/15/2024	Correspond with A&M re quarterly financing reporting.	0.1	Benjamin Schak

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**45721.00034 Tax**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35357951	8/2/2024	Correspond with FRG team re next steps (.1), correspond with M. Rivkin re tax disclosure (.1).	0.2	Russell J. Kestenbaum
35400130	8/8/2024	Review revised plan re tax issues (.3); call with M. Rivkin re same (.3).	0.6	Russell J. Kestenbaum
35412347	8/8/2024	Correspondence with Milbank team re plan issues.	0.4	Daniel Porat
35411967	8/10/2024	Correspond with team re plan tax issues.	0.1	Daniel Porat
35442189	8/13/2024	Prepare for call with PwC, DPW re 305 tax issues (.2); call with PwC, DPW tax, M. Fox, M. Rivkin re 305 issues (.2); follow-up correspondence with M. Rivkin (.1); review tax disclosure language re same (.2).	0.7	Russell J. Kestenbaum
35582625	8/13/2024	Call with R. Kestenbaum, M. Rivkin, DPW Tax, and PwC Tax to discuss tax treatment of actual distributions (.2); correspond with R. Kestenbaum re same (.4).	0.6	Mendy Fox
35448635	8/15/2024	Review correspondence re open tax issues.	0.3	Andrew Walker
35456152	8/15/2024	Correspond with D. Landry (Incora) re tax diligence for 2026 group.	0.1	Benjamin Schak
35437458	8/16/2024	Call with M. Rivkin, R. Kestenbaum, and A. Walker re tax treatment re appellate adjustment mechanism (.5); follow-up correspondence with same re same (.1).	0.6	Mendy Fox
35442200	8/16/2024	Call with M Rivkin, M Fox and A Walker re tax treatment re appellate adjustment (.5); correspond with Milbank tax team re same (.3).	0.8	Russell J. Kestenbaum
35448799	8/16/2024	Call with R. Kestenbaum, M. Fox, and M. Rivkin re adjustment mechanics for litigation and tax issues.	0.5	Andrew Walker
35621149	8/16/2024	Call with M. Fox, R. Kestenbaum, and A. Walker re tax treatment of adjustment mechanism.	0.5	Michael Rivkin
35442154	8/17/2024	Correspond with Milbank tax team re revisions to structure and various documents.	0.3	Russell J. Kestenbaum
35438678	8/18/2024	Review disclosure schedule (1.6); comment on same (.8).	2.4	Mendy Fox
35621062	8/18/2024	Review revised tax disclosure and comment on same.	2.3	Russell J. Kestenbaum
35621066	8/18/2024	Correspond with J. Anderson re tax review of LLCA and disclosure statement for adjustment mechanisms.	3.8	Michael Rivkin
35458278	8/19/2024	Email M. Rivkin re various tax-related documents.	0.1	Benjamin Schak
35621084	8/19/2024	Correspond with M. Rivkin and M. Fox re Plan recoveries and tax issues re same (.7); call with M. Rivkin and M. Fox re tax disclosures (.5); review DPW comments to tax related documents (.4).	1.6	Russell J. Kestenbaum
35462681	8/20/2024	Review revised tax disclosure.	1.2	Mendy Fox
35627913	8/20/2024	Comment on summary of equity/debt (.6); correspond with Milbank team re same (.4); call with J. Anderson re adjustment mechanism (.4); call with Milbank team re adjustment mechanism and documentation (1.1); review further draft Plan (.4), correspond with Milbank team re same (.2); review further draft adjustment mechanism (.3); provide comments to same (.2); call with Milbank and DPW teams re appellate adjustment term sheet (.6).	4.2	Russell J. Kestenbaum
35621130	8/21/2024	Draft email to DPW Tax with Debtor's tax comments to restructuring steps memo (.8); analyze R. Kestenbaum's comments to restructuring steps memo (.4).	1.2	Mendy Fox



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**45721.00034 Tax**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35621136	8/21/2024	Correspond with M. Rivkin and M. Fox re restructuring steps memo comments (.2); correspond with Milbank team re equity/debt (.3); correspond with M. Rivkin and M. Fox re tax disclosure (.2); call with M. Rivkin re notes structure (.3).	1.0	Russell J. Kestenbaum
35621160	8/21/2024	Call with J. Anderson, B. Schak, C. Fleck, others re appellate mechanism and other plan supplement documents.	0.4	Russell J. Kestenbaum
35621161	8/21/2024	Call with M. Rivkin re notes structure (.3); correspond with same re same (.3).	0.6	Michael Rivkin
35630157	8/22/2024	Review revised tax disclosure (.8); provide comments to same (.4); correspond with M. Rivkin re same (.3).	1.5	Russell J. Kestenbaum
35474438	8/23/2024	Call with R. Kestenbaum and M. Rivkin re markup of the disclosure statement.	0.3	Mendy Fox
35477557	8/23/2024	Review draft RSM re revised Plan revisions (.3); review zero basis rules re same (.4); correspond with FRG and tax teams re revisions required for RSM (.5); correspond with M. Rivkin re RSM issues (.3); review DPW comments to tax disclosure (.3); call with M. Rivkin, M. Fox re DPW comments (.3); call with DPW tax, M. Rivkin and M. Fox re open tax issues (.7); follow-up correspondences with Milbank team re same (.4); call with Milbank team re open disclosure issues (.2); review revised RSM (.3); discuss same and disclosure with M. Rivkin (.3); review DPW comment to appellate adjustment mechanism (.2); correspond with PwC, M. Rivkin, M. Fox re disclosure issues (.4); attend update call with Milbank FRG and tax teams re same and documents for filing (.4).	5.0	Russell J. Kestenbaum
35485191	8/23/2024	Correspond with D. Landry (Incora) re Nashville tax payment issue.	0.1	Benjamin Schak
35630081	8/23/2024	Review DPW comments to tax disclosure (.5); revise tax disclosure (1.4); internal call to discuss DS and DoRT (.3); call with R. Kestenbaum, M. Fox, L. Farr (DPW), B. Sherman (DPW), C. Smith (DPW), and Z. Chau (DPW) to discuss disclosure and DoRT issues (.7); further revisions to DS and DoRT (2.4).	5.3	Michael Rivkin
35630161	8/23/2024	Call with R. Kestenbaum, M. Rivkin, L. Farr (DPW), B. Sherman (DPW), C. Smith (DPW), and Z. Chau (DPW) re open tax issues (.7); revise DoRT for R. Kestenbaum's comments (.9); call with M. Rivkin re revisions to the steps plan (.2); call with R. Kestenbaum, B. Schak, J. Anderson, R. Aymard re steps memo (.3); revise steps plan (2.1); call with M. Rivkin, R. Kestenbaum re DPW comments to tax disclosure (.3).	4.5	Mendy Fox
35474863	8/25/2024	Revise steps memo.	1.2	Mendy Fox
35485806	8/26/2024	Review revisions to steps memo.	0.2	Benjamin Schak
35515074	8/26/2024	Review revised RSM (.2); provide comments to same (.1); review valuation exhibit (.2); correspond with M. Fox, M. Rivkin re same (.1); review further revised RSM (.1); correspond with PwC re 305 issues (.4); correspond with B. Schak re RSM (.1).	1.2	Russell J. Kestenbaum
35630055	8/26/2024	Revise DoRT per comments from R. Kestenbaum's comments (2.1); finalize same for FRG team review (.4).	2.5	Mendy Fox
35515092	8/29/2024	Correspond with Milbank team re Kobre Kim inquiries (.1); correspond with Kobre and DPW re same (.1).	0.2	Russell J. Kestenbaum
35630121	8/30/2024	Correspond with DPW and PwC re tax issues (.1), correspond with Milbank team re same (.1); correspond with C. Fleck re DTC requirements (.2).	0.4	Russell J. Kestenbaum



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**45721.00034 Tax**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35630173	8/30/2024	Call with M. Fox re ownership change rules (.4); research re 382 (.2).	0.6	Michael Rivkin
35639343	8/30/2024	Research DTC withholding procedures (1.9); correspond with R. Kestenbaum ownership change rules (.2); correspond with M. Rivkin re same (.4).	2.5	Mendy Fox
35513716	8/31/2024	Respond to email from DWP re DoRT.	0.4	Mendy Fox
35515131	8/31/2024	Research reporting for 305 issues (1.4); correspond with professionals re same (.2).	1.6	Russell J. Kestenbaum

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**45721.00035 Vendors and Suppliers**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35406467	8/6/2024	Compile certain vendor agreement.	1.8	Charlie Fendrych
35406609	8/9/2024	Correspond with counsel to certain VPA party (.3); correspond with A&M re same (.2).	0.5	Charlie Fendrych
35443477	8/16/2024	Correspond with A&M team re certain vendor issue.	0.3	Charlie Fendrych

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**45721.00036 Mediation**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35696196	8/1/2024	Correspond with S. Khalil re discussions with K&K and Golden Gate.	0.4	Benjamin Schak
35407012	8/5/2024	Discuss potential mediation with S. Khalil.	0.1	Benjamin Schak
35696097	8/5/2024	Call with Judge Lopez re mediation and plan with S. Khalil (.4); review next steps with FSNs and 1Ls re same (.3).	0.7	Dennis F. Dunne
35696099	8/5/2024	Call with Judge Lopez re plan / mediation (.4); review revised draft plan with D. Dunne (1.8); draft correspondence to FRG team re same (.7).	2.9	Samuel A. Khalil
35595723	8/9/2024	Call with Judge Lopez re mediation (.7); review materials re same (.8);	1.5	Andrew M Leblanc
35619228	8/9/2024	Conferences with Judge Lopez re mediation and settlement terms (.7); prepare for same (.2).	0.9	Dennis F. Dunne
35595673	8/13/2024	Review Judge Lopez update re mediation and timing/scope.	0.3	Dennis F. Dunne
35595728	8/14/2024	Correspond with Judge Lopez re mediation.	0.1	Dennis F. Dunne
35696111	8/16/2024	Correspond with Judge Lopez (.2); review next steps and timing re mediation (.4).	0.6	Dennis F. Dunne
35696019	8/19/2024	Conference with G. Seketa (JPM) (.2); review next steps re FSN fee request and mediation (.3); review 1L position (.2).	0.7	Dennis F. Dunne
35696113	8/20/2024	Review Kobre update re mediation and plan terms (.4); review Fried Frank correspondence (.1); review revised timeline (.2).	0.7	Dennis F. Dunne
35696754	8/20/2024	Review hearing transcripts i/c/w settlement dialogue re plan confirmation (2.7); review revised plan (2.1).	4.8	Samuel A. Khalil
35696904	8/20/2024	Correspond with Milbank team re plan and mediation efforts.	1.5	Andrew M Leblanc
35696021	8/26/2024	Review updates re open issues between 1Ls and FSNs (.6); review UCC and LM position on deal points (.3).	0.9	Dennis F. Dunne

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## Air Travel

Index Number	Date	Description	Amount	Name
39994834	8/6/2024	ANDREW LEBLANC - - Travel to Houston for Incora matter meetings. - Airfare: Expense Date: 06-Aug-2024, Itinerary: DCA-IAH-DCA, International Flight: false, > 5 hours: false, Airline: United, Class of Service: Economy (if Business not avail, per policy), Other Traveler: , Travel Dates: 12-Aug-2024 - 13-Aug-2024	639.00	Andrew M Leblanc
39961627	8/12/2024	Benjamin Schak - - Airfare (LGA to Houston). Business Purpose: Travel to Houston, TX, to attend an Incora Status Conference. - Airfare: Expense Date: 12-Aug-2024, Itinerary: LGA-IAH, International Flight: false, > 5 hours: false, Airline: Delta, Class of Service: Economy/Coach, Other Traveler: , Travel Dates: 12-Aug-2024 - 12-Aug-2024	303.48	Benjamin Schak
39961635	8/14/2024	Benjamin Schak - - Airfare from Houston to NY (exchange ticket). - Airfare: Expense Date: 14-Aug-2024, Itinerary: IAH-LGA, International Flight: false, > 5 hours: false, Airline: Delta, Class of Service: Economy/Coach, Other Traveler: , Travel Dates: 14-Aug-2024 - 14-Aug-2024	328.47	Benjamin Schak

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Meal, Overtime				
Index Number	Date	Description	Amount	Name
39971300	8/6/2024	SCIAN, MICHAEL - - Late night in-office meal. - Dinner: Expense Date: 06-Aug-2024, Merchant: DoorDash, Type: Overtime, Guest(s): Scian, Michael	20.00	Michael Scian
39994840	8/6/2024	GRUBHUB HOLDINGS INC. D/B/A SEAMLESS - Meal, Overtime - Seamless - Overtime Meal Billable - Evening work	20.00	Benjamin Schak
39971314	8/12/2024	SCIAN, MICHAEL - - Overtime Dinner - Dinner: Expense Date: 12-Aug-2024, Merchant: Fogo de Chao, Type: Overtime, Guest(s): Scian, Michael	20.00	Michael Scian
39971334	8/14/2024	Ryan Aymard - - Overtime meal at Tender Greens while working on Wesco Aircraft Holdings. - Dinner: Expense Date: 14-Aug-2024, Merchant: Tender Greens Century City, Type: Overtime, Guest(s): Aymard, Ryan	20.00	Ryan Aymard
39971302	8/20/2024	SCIAN, MICHAEL - - Overtime meal while working late on Incora. - Dinner: Expense Date: 20-Aug-2024, Merchant: DoorDash, Type: Overtime, Guest(s): Scian, Michael	20.00	Michael Scian
39994844	8/20/2024	GRUBHUB HOLDINGS INC. D/B/A SEAMLESS - Meal, Overtime - Seamless - Overtime Meal Billable - Evening work	20.00	Benjamin Schak
39971316	8/21/2024	SCIAN, MICHAEL - - Overtime meal while working late on Incora. - Dinner: Expense Date: 21-Aug-2024, Merchant: DoorDash, Type: Overtime, Guest(s): Scian, Michael	20.00	Michael Scian
39971320	8/21/2024	DANIEL PORAT - - Late night meal in office. - Dinner: Expense Date: 21-Aug-2024, Merchant: Dos Toros (Penn Station), Type: Overtime, Guest(s): Porat, Daniel	20.00	Daniel Porat
39994846	8/21/2024	Fendrych, Charles - - overtime dinner - Dinner: Expense Date: 21-Aug-2024, Merchant: Skyline Deli, Type: Overtime, Guest(s): Fendrych, Charles	20.00	Charlie Fendrych
39994854	8/21/2024	GRUBHUB HOLDINGS INC. D/B/A SEAMLESS - Meal, Overtime - Seamless - Overtime Meal Billable - Evening work	20.00	Benjamin Schak
39994856	8/21/2024	GRUBHUB HOLDINGS INC. D/B/A SEAMLESS - Meal, Overtime - Seamless - Overtime Meal Billable - Overtime meal	20.00	Nicholas Kunz
39971336	8/22/2024	SCIAN, MICHAEL - - Overtime meal while working late on Incora. - Dinner: Expense Date: 22-Aug-2024, Merchant: DoorDash, Type: Overtime, Guest(s): Scian, Michael	20.00	Michael Scian
39994852	8/23/2024	GRUBHUB HOLDINGS INC. D/B/A SEAMLESS - Meal, Overtime - Seamless - Overtime Meal Billable - Overtime meal	20.00	Nicholas Kunz
39971318	8/27/2024	Ryan Aymard - - Overtime meal 08.27.24 - Dinner: Expense Date: 27-Aug-2024, Merchant: CPK, Type: Overtime, Guest(s): Aymard, Ryan	20.00	Ryan Aymard

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## Overtime Transportation Reimbursement

Index Number	Date	Description	Amount	Name
39958475	8/6/2024	SCIAN, MICHAEL - Late night in-office meal. - Taxi / Uber / Car Service: Expense Date: 06-Aug-2024, Travel Type: Overtime, From / To: W. 33rd St. and 11th Ave., NYC 10001 - As directed, Merchant: Uber	69.03	Michael Scian
39960588	8/12/2024	SCIAN, MICHAEL - Overtime Uber - Taxi / Uber / Car Service: Expense Date: 12-Aug-2024, Travel Type: Overtime, From / To: W 34th St and 11th Ave, New York, New York 10001 - As directed, Merchant: Uber	46.93	Michael Scian
39965368	8/20/2024	SCIAN, MICHAEL - Transportation home after working late on Incora. - Taxi / Uber / Car Service: Expense Date: 20-Aug-2024, Travel Type: Overtime, From / To: 550 W 34th St, New York City, NY 10001, US - As directed, Merchant: Uber	50.94	Michael Scian
39964605	8/21/2024	Benjamin Schak - Lyft car from office to home on Aug. 21 (late night work on Aug. 20). - Taxi / Uber / Car Service: Expense Date: 21-Aug-2024, Travel Type: Overtime, From / To: 55 Hudson Yards, NYC - As directed, Merchant: Lyft	43.30	Benjamin Schak
39965366	8/21/2024	SCIAN, MICHAEL - Transportation home after working late on Incora. - Taxi / Uber / Car Service: Expense Date: 21-Aug-2024, Travel Type: Overtime, From / To: 550 W 34th St, New York City, NY 10001, US - As directed, Merchant: Uber	47.99	Michael Scian
39971265	8/21/2024	DANIEL PORAT - Uber from office to home in late evening. - Taxi / Uber / Car Service: Expense Date: 21-Aug-2024, Travel Type: Overtime, From / To: 550 W. 34th St., NYC 10001 - As directed, Merchant: Uber	59.93	Daniel Porat
39974206	8/21/2024	Fendrych, Charles - - non uber transport home Transportation Allowance: Expense Date: 21-Aug-2024	20.00	Charlie Fendrych
39965413	8/22/2024	Benjamin Schak - Transportation home after working late on Incora. - Taxi / Uber / Car Service: Expense Date: 22-Aug-2024, Travel Type: Overtime, From / To: 539 W 34th St, New York, NY - As directed, Merchant: Lyft	39.64	Benjamin Schak
39967093	8/22/2024	SCIAN, MICHAEL - Transportation home after working late on Incora. - Taxi / Uber / Car Service: Expense Date: 22-Aug-2024, Travel Type: Overtime, From / To: 550 W 34th St, New York City, NY 10001, US - As directed, Merchant: Uber	53.91	Michael Scian

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## Ground Transportation - Out of Town

Index Number	Date	Description	Amount	Name
39966999	8/12/2024	ANDREW LEBLANC - Travel to Houston for Incora matter meetings. - Taxi / Uber / Car Service: Expense Date: 12-Aug-2024, Travel Type: Out Of Town, From / To: IAH Airport - Hotel, Merchant:	141.81	Andrew M Leblanc
39961620	8/13/2024	Benjamin Schak - Car to Court. - Taxi / Uber / Car Service: Expense Date: 13-Aug-2024, Travel Type: Out Of Town, From / To: 1221 McKinney St., Houston, TX - 515 Rusk St., Houston, TX, Merchant: Lyft	10.03	Benjamin Schak
39961622	8/13/2024	Benjamin Schak - Car from dinner to hotel. - Taxi / Uber / Car Service: Expense Date: 13-Aug-2024, Travel Type: Out Of Town, From / To: 15770 North Fwy., Houston, TX - 300 Ronan Park Pl., Houston, TX, Merchant: Lyft	18.47	Benjamin Schak
39961623	8/13/2024	Benjamin Schak - Car from hotel to dinner. - Taxi / Uber / Car Service: Expense Date: 13-Aug-2024, Travel Type: Out Of Town, From / To: 300 Ronan Park Pl., Houston, TX - 15770 North Fwy., Houston, TX, Merchant: Lyft	11.73	Benjamin Schak
39961630	8/13/2024	Benjamin Schak - Car from downtown Houston to airport hotel. - Taxi / Uber / Car Service: Expense Date: 13-Aug-2024, Travel Type: Out Of Town, From / To: 1221 McKinney St., Houston, TX - 300 Ronan Park Pl., Houston, TX, Merchant: Lyft	39.43	Benjamin Schak
39961633	8/13/2024	Benjamin Schak - Car to downtown Houston. - Taxi / Uber / Car Service: Expense Date: 13-Aug-2024, Travel Type: Out Of Town, From / To: 1530 West Loop S., Houston, TX - 1221 McKinney St., Houston, TX, Merchant: Lyft	34.24	Benjamin Schak
39967000	8/13/2024	ANDREW LEBLANC - Travel to Houston for Incora matter meetings. - Taxi / Uber / Car Service: Expense Date: 13-Aug-2024, Travel Type: Out Of Town, From / To: 1221 McKinney St - IAH Airport, Merchant:	116.02	Andrew M Leblanc
39967002	8/13/2024	ANDREW LEBLANC - - Travel to Houston for Incora matter meetings. - Parking: Expense Date: 13-Aug-2024 - Merchant:	58.00	Andrew M Leblanc
39961628	8/14/2024	Benjamin Schak - Car from hotel to IAH Airport. - Taxi / Uber / Car Service: Expense Date: 14-Aug-2024, Travel Type: Out Of Town, From / To: 300 Ronan Park Pl., Houston, TX - 2800 Terminal Rd. N., Houston, TX, Merchant: Lyft	30.96	Benjamin Schak

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Ground Transportation - Local

Index Number	Date	Description	Amount	Name
39961621	8/12/2024	Benjamin Schak - Car from home to LGA Airport. - Taxi / Uber / Car Service: Expense Date: 12-Aug-2024, Travel Type: Local, From / To: As directed - 10702 Grand Central Pkwy., East Elmhurst, NY, Merchant: Lyft	62.03	Benjamin Schak
39961637	8/14/2024	Benjamin Schak - Car from LGA Airport to Milbank (55 Hudson Yards). - Taxi / Uber / Car Service: Expense Date: 14-Aug-2024, Travel Type: Local, From / To: 10702 Grand Central Pkwy., East Elmhurst, NY - 539 W. 34th St., NYC, Merchant: Lyft	70.50	Benjamin Schak



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**Lodging**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Amount</b>	<b>Name</b>
39961634	8/12/2024	Benjamin Schak - - Room Charge and Taxes - Hotel - Lodging: Expense Date: 12-Aug-2024, Hotel Name: Other, Check In - Check Out: 12-Aug-2024 - 13-Aug- 2024	651.81	Benjamin Schak
39961632	8/13/2024	Benjamin Schak - - Deposit Transferred at C/I, Accommodation, Taxes and Fee. - Hotel - Lodging: Expense Date: 13-Aug-2024, Hotel Name: Hyatt, Check In - Check Out: 13-Aug-2024 - 14-Aug-2024	135.66	Benjamin Schak

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## Meals - Out Of Town

Index Number	Date	Description	Amount	Name
39961625	8/12/2024	Benjamin Schak - - In Room Dining - Hotel - Meals - Other: Expense Date: 12-Aug-2024, Hotel Name: , Check In - Check Out: - , Guest(s): Schak, Benjamin	64.58	Benjamin Schak
39961631	8/12/2024	Benjamin Schak - - Lunch at Houston Airport. - Lunch: Expense Date: 12-Aug-2024, Merchant: IAH El Tiempo Cantina - Houston, Type: Out of Town, Guest(s): Schak, Benjamin	24.35	Benjamin Schak
39967001	8/12/2024	ANDREW LEBLANC - - Travel to Houston for Incore matter meetings. - Dinner: Expense Date: 12-Aug-2024, Merchant: Flying Saucer, Type: Out of Town, Guest(s): Leblanc, Andrew M.	26.64	Andrew M Leblanc
39961624	8/13/2024	Benjamin Schak - - Dinner in Houston. - Dinner: Expense Date: 13-Aug-2024, Merchant: Olive Garden - Houston, Type: Out of Town, Guest(s): Schak, Benjamin	40.34	Benjamin Schak

Ending: August 31, 2024

Lexis				
Index Number	Date	Description	Amount	Name
39955639	8/1/2024	Lexis: PAPERNY, JORDYN	1,782.00	Jordyn Paperny
39955642	8/1/2024	Lexis: PAPERNY, JORDYN	570.00	Jordyn Paperny
39955689	8/1/2024	Lexis: HERRERA, ELIZABETH	495.00	Paula M. Prudenti
39955692	8/1/2024	Lexis: HERRERA, ELIZABETH	570.00	Paula M. Prudenti
39955638	8/2/2024	Lexis: SCHAK, BENJAMIN	95.00	Benjamin Schak
39955640	8/2/2024	Lexis: PAPERNY, JORDYN	495.00	Jordyn Paperny
39955643	8/2/2024	Lexis: PAPERNY, JORDYN	190.00	Jordyn Paperny
39955644	8/2/2024	Lexis: DEEIK, MICHELINE	297.00	Micheline Deeik
39955690	8/2/2024	Lexis: HERRERA, ELIZABETH	99.00	Paula M. Prudenti
39955693	8/2/2024	Lexis: HERRERA, ELIZABETH	475.00	Paula M. Prudenti
39955641	8/3/2024	Lexis: PAPERNY, JORDYN	198.00	Jordyn Paperny
39955691	8/4/2024	Lexis: HERRERA, ELIZABETH	396.00	Paula M. Prudenti
39955694	8/4/2024	Lexis: HERRERA, ELIZABETH	760.00	Paula M. Prudenti
39958637	8/6/2024	Lexis: PAPERNY, JORDYN	1,188.00	Jordyn Paperny
39958638	8/6/2024	Lexis: PAPERNY, JORDYN	95.00	Jordyn Paperny
39958639	8/6/2024	Lexis: SCIAN, MICHAEL	99.00	Michael Scian
39958640	8/6/2024	Lexis: SCIAN, MICHAEL	100.00	Michael Scian
39962408	8/13/2024	Lexis: SCHAK, BENJAMIN	95.00	Benjamin Schak
39962410	8/14/2024	Lexis: BLAZEK, HANNAH	99.00	Hannah A. Blazek
39962411	8/15/2024	Lexis: BLAZEK, HANNAH	198.00	Hannah A. Blazek
39962409	8/18/2024	Lexis: SCHAK, BENJAMIN	95.00	Benjamin Schak
39966058	8/22/2024	Lexis: SCHAK, BENJAMIN	95.00	Benjamin Schak
39970426	8/28/2024	Lexis Courtlink: CASE, TAMARA	14.00	Tamara Case
39970427	8/28/2024	Lexis Courtlink: CASE, TAMARA	7.00	Tamara Case
39970428	8/28/2024	Lexis Courtlink: CASE, TAMARA	198.00	Tamara Case
39970909	8/28/2024	Lexis: CASE, TAMARA	693.00	Tamara Case
39970913	8/28/2024	Lexis: PORAT, DANIEL	99.00	Daniel Porat
39970914	8/28/2024	Lexis: PORAT, DANIEL	95.00	Daniel Porat
39970910	8/29/2024	Lexis: PAPERNY, JORDYN	594.00	Jordyn Paperny
39970912	8/29/2024	Lexis: PAPERNY, JORDYN	53.00	Jordyn Paperny
39970911	8/30/2024	Lexis: PAPERNY, JORDYN	3,168.00	Jordyn Paperny

Ending: August 31, 2024

Westlaw

Index Number	Date	Description	Amount	Name
39955972	8/1/2024	Westlaw SIMPER, ELIZABETH	277.93	Samuel A. Khalil
39955767	8/2/2024	Westlaw PAPERNY, JORDYN	524.40	Samuel A. Khalil
39955973	8/2/2024	Westlaw SIMPER, ELIZABETH	555.86	Samuel A. Khalil
39959014	8/4/2024	Westlaw SIMPER, ELIZABETH	833.80	Samuel A. Khalil
39962680	8/14/2024	Westlaw GUPTA, ALISHA	3,310.84	Samuel A. Khalil
39962734	8/15/2024	Westlaw SIMPER, ELIZABETH	277.93	Samuel A. Khalil
39962679	8/16/2024	Westlaw DOUMBIA, NABINTOU	1,227.73	Samuel A. Khalil
39962735	8/16/2024	Westlaw SIMPER, ELIZABETH	1,389.66	Samuel A. Khalil
39962736	8/17/2024	Westlaw SIMPER, ELIZABETH	555.86	Samuel A. Khalil

**EXHIBIT G-4**  
**TO FIFTH INTERIM AND FINAL FEE APPLICATION**  
**SIXTEENTH MONTHLY**  
**FEE STATEMENT (SEPTEMBER 2024)**

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

*In re*

**WESCO AIRCRAFT HOLDINGS, INC.,  
*et al.*,<sup>1</sup>**

Debtors.

Case No. 23-90611 (MI)

Chapter 11

(Jointly Administered)

**SIXTEENTH MONTHLY FEE STATEMENT OF  
MILBANK LLP AS COUNSEL TO THE DEBTORS  
AND DEBTORS IN POSSESSION (SEPTEMBER 2024)**

<b>Applicant</b>	<b>Milbank LLP,</b> as counsel for the debtors and debtors in possession
<b>Authorized to provide professional services to</b>	Wesco Aircraft Holdings, Inc., <i>et al.</i> (Debtors and Debtors in Possession)
<b>Date of retention order</b>	Order entered July 27, 2023; order effective as of June 1, 2023
<b>Period</b>	September 1 through September 30, 2024
<b>Interim fees incurred</b>	\$1,501,956.25
<b>Interim fees requested (80%)</b>	\$1,201,565.00
<b>Interim expenses incurred</b>	\$41,320.85
<b>Total fees (80%) and expenses (100%) requested</b>	\$1,242,885.85

<sup>1</sup> The captioned Reorganized Debtor is Incora Intermediate II LLC, the successor by merger to Wesco Aircraft Holdings, Inc. Its employer identification number is 33-2921953. Its principal office address and service address in this case is 2601 2601 Meacham Blvd., Ste. 400, Fort Worth, TX 76137.



2390611250305000000000003

1. Milbank LLP (“**Milbank**”), counsel to the above-captioned debtors and debtors in possession (the “**Debtors**”<sup>2</sup>), submits this *Sixteenth Monthly Fee Statement* (the “**Fee Statement**”) for the period from September 1 through September 30, 2024 (the “**Sixteenth Fee Statement Period**”), in accordance with the Court’s *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* [ECF No. 606] (the “**Interim Compensation Order**”).

2. Milbank has accrued compensation for professional services rendered in the amount of \$1,501,956.25 (the “**Fees**”) and has incurred out-of-pocket expenses in the amount of \$41,320.85 (the “**Expenses**”) during the Sixteenth Fee Statement Period. These amounts reflect write-offs or write-downs of \$50,910.50 in fees and \$227.96 in out-of-pocket expenses. Eighty percent (80%) of the Fees equals \$1,201,565.00, and one hundred percent (100%) of Expenses incurred equals \$41,320.85, for a total of \$1,242,885.85 in requested interim payments for the Sixteenth Fee Statement Period. Summaries of Milbank’s Fees are attached to this Fee Statement as **Exhibit A** and **Exhibit B**, arranged by project code and by timekeeper, respectively. A summary of Milbank’s Expenses is attached as **Exhibit C**, and a detailed list of time entries and Expenses is attached as **Exhibit D**.

3. Although every effort has been made to include all fees and expenses incurred during the Sixteenth Fee Statement Period, some fees and expenses may not be included in this Fee Statement due to delays caused by accounting and processing. Milbank reserves the right to make further application for allowance of such fees and expenses not included herein on a subsequent monthly fee statement or quarterly fee application.

4. The Debtors will provide notice of this Monthly Fee Statement in accordance with the Interim Compensation Order. Pursuant to the Interim Compensation Order, parties in interest

<sup>2</sup> A detailed description of the Debtors and their businesses is set forth in the *Declaration of Raymond Carney in Support of Chapter 11 Petitions and First Day Motions* (the “**First Day Declaration**”) [ECF No. 13], filed with the Debtors’ voluntary petitions for relief filed under title 11 of the United States Code (the “**Bankruptcy Code**”), on June 1, 2023 (the “**Petition Date**”). The Debtors are operating their businesses as debtors in possession pursuant to sections 1107 and 1108 of the Bankruptcy Code. An official committee of unsecured creditors was appointed on June 16, 2023; no trustee, examiner or other official committee has been appointed.

will have 14 days after filing of this Monthly Fee Statement to notify Milbank of any objection. Milbank submits that no other or further notice need be provided.

*[Remainder of page intentionally blank]*



Upon the foregoing Fee Statement, Milbank respectfully requests payment and reimbursement in accordance with the Interim Compensation Order.

Dated: March 5, 2025  
New York, New York

Respectfully submitted,

/s/ Dennis F. Dunne

Dennis F. Dunne (admitted *pro hac vice*)  
Samuel A. Khalil (admitted *pro hac vice*)  
Benjamin M. Schak (admitted *pro hac vice*)  
MILBANK LLP  
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New York, NY 10001  
Telephone: 1 (212) 530-5000  
Email: DDunne@Milbank.com  
SKhalil@Milbank.com  
BSchak@Milbank.com

*Counsel to the Reorganized Debtors*

### **CERTIFICATE OF SERVICE**

I certify that, on March 5, 2025, a true and correct copy of the foregoing document was served through the Electronic Case Filing system of the United States Bankruptcy Court for the Southern District of Texas, and will be served as set forth in the Affidavit of Service to be filed by the Debtors' noticing agent.

/s/ Charles A. Beckham, Jr.  
Charles A. Beckham, Jr.

**EXHIBIT A TO SIXTEENTH MONTHLY FEE  
STATEMENT**

**SUMMARY OF TIME BY PROJECT CATEGORY**

<b>Project Category</b>	<b>Total Hours</b>	<b>Total Fees Requested</b>
Non-Working Travel	19.90	\$18,451.75
Asset Disposition	0.60	\$1,347.00
Assumption and Rejection of Contracts and Leases	8.10	\$10,571.50
Automatic Stay	9.30	\$14,897.50
Business Operations	0.70	\$1,236.50
Case Administration	57.80	\$58,567.50
Claims	11.90	\$15,417.50
Communications: Debtors	4.10	\$7,027.50
Communications: Secured Creditors	1.30	\$1,922.50
Communications: Unsecured Creditors	1.00	\$1,550.00
Customers	0.40	\$630.00
DIP Financing and Cash Collateral	18.70	\$27,849.50
Emergence	0.10	\$157.50
Financing and Factoring	41.20	\$55,282.50
General Case Strategy	20.10	\$26,490.00
Governance	24.20	\$30,079.00
Hearings and Court Communications	91.50	\$158,691.00
Litigation	166.70	\$236,355.00
Milbank Retention and Fees	160.60	\$119,841.50
Plan and Disclosure Statement	376.60	\$610,402.00
Regulatory Issues	0.30	\$472.50
Securities Issues	11.80	\$14,490.00

<b>Project Category</b>	<b>Total Hours</b>	<b>Total Fees Requested</b>
Tax	11.20	\$20,930.00
Vendors and Suppliers	9.10	\$12,415.50
Mediation	33.20	\$56,881.00
<b>Total</b>	<b>1,080.40</b>	<b>\$1,501,956.25</b>

**EXHIBIT B TO SIXTEENTH MONTHLY FEE  
STATEMENT**

**SUMMARY OF TIME BY TIMEKEEPER**

<b>Name</b>	<b>Position</b>	<b>Bar Admission</b>	<b>Hourly Rate</b>	<b>Hours</b>	<b>Fees</b>
Tom Canning	Litigation Partner	2000	\$2,245	1.70	\$3,816.50
Samuel A. Khalil	Financial Restructuring Partner	2004	\$2,245	88.30	\$198,233.50
Dennis Dunne	Financial Restructuring Partner	1991	\$2,245	48.40	\$108,658.00
Russell Kestenbaum	Tax Partner	1999	\$2,245	11.60	\$26,042.00
Andrew M Leblanc	Litigation Partner	1998	\$2,245 \$1,122.5*	33.40 8.30	\$74,983.00 9,316.75
Casey Fleck	Global Corporate Partner	1999	\$2,245	8.70	\$19,531.50
Matt Brod	Financial Restructuring Partner	2011	\$1,945	35.90	\$69,825.50
Jason Anderson	Global Corporate Partner	2009	\$1,795	3.00	\$5,385.00
Samir Vora	Litigation Partner	2007	\$1,695	60.60	\$102,717.00
Maya Grant	Alternative Investments Partner	2004	\$1,695	1.60	\$2,712.00
Benjamin Schak	Financial Restructuring Special Counsel	2014	\$1,575 \$787.5*	69.60 11.60	\$109,620.00 \$9,135.00
Stephen Charest	Corporate Finance and Securities	2002	\$1,575	8.70	\$13,702.50

<b>Name</b>	<b>Position</b>	<b>Bar Admission</b>	<b>Hourly Rate</b>	<b>Hours</b>	<b>Fees</b>
	Special Counsel				
Julie Wolf	Litigation Associate	2016	\$1,475	100.50	\$148,237.50
Michael Rivkin	Tax Associate	2017	\$1,425	23.60	\$33,630.00
Daniel Porat	Financial Restructuring Associate	2019	\$1,325	62.40	\$82,680.00
Hannah Blazek	Litigation Associate	2020	\$1,275	4.50	\$5,737.50
Mendy Fox	Tax Associate	2019	\$1,275	8.70	\$11,092.50
James McIntyre	Financial Restructuring Associate	2019	\$1,275	22.70	\$28,942.50
Nicholas Kunz	Corporate Finance and Securities Associate	2020	\$1,225	27.20	\$33,320.00
Jordyn Paperny	Litigation Associate	2021	\$1,225	43.90	\$53,777.50
Riah Kim	Litigation Associate	2021	\$1,225	6.80	\$8,330.00
Michael Scian	Financial Restructuring Associate	2022	\$1,225	70.60	\$86,485.00
Charlie Fendrych	Financial Restructuring Associate	2022	\$1,125	84.00	\$94,500.00
Mark Polishuk	Financial Restructuring Associate	2022	\$1,125	17.50	\$19,687.50
Maxwell Unterhalter	Alternative Investments Associate	2022	\$1,125	10.50	\$11,812.50
Joseph Ledereich	Alternative Investments Associate	2023	\$1,050	9.50	\$9,975.00

<b>Name</b>	<b>Position</b>	<b>Bar Admission</b>	<b>Hourly Rate</b>	<b>Hours</b>	<b>Fees</b>
Rupsha Basu	Financial Restructuring Associate	2023	\$1,050	23.30	\$24,465.00
Ryan Aymard	Global Corporate Associate	2022	\$1,050	18.40	\$19,320.00
Elizabeth Fly	Litigation Associate	2023	\$825	20.70	\$17,077.50
Julia Bok	Litigation Associate	2023	\$825	8.60	\$7,095.00
Charmaine Thomas	Case Manager	N/A	\$480	16.60	\$7,968.00
Ishmael Taylor-Kamara	Legal Assistant	N/A	\$430	59.70	\$25,671.00
Leon Thomas	Legal Assistant	N/A	\$430	6.00	\$2,580.00
Rebecca Smith	Legal Assistant	N/A	\$330	14.80	\$4,884.00
Ashanti Bruce	Legal Assistant	N/A	\$330	17.80	\$5,874.00
James McGuire	Specialist	N/A	\$480	10.70	\$5,136.00
<b>Total</b>			<b>\$1,390.19</b>	<b>1,080.40</b>	<b>\$1,501,956.25</b>

**EXHIBIT C TO SIXTEENTH MONTHLY FEE  
STATEMENT**

**SUMMARY OF EXPENSES**

Airfare	\$1,385.95
Lodging	\$629.82
Ground Transportation	\$778.63
Computerized Research	\$38,281.82
Meals/Overtime	\$244.63
<b>Total</b>	<b>\$41,320.85</b>



**EXHIBIT D TO SIXTEENTH MONTHLY FEE  
STATEMENT**

**TIME ENTRIES AND EXPENSES**

**Milbank LLP**  
**Description of Legal Services**  
**Ending September 30, 2024**

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**45721.00005 Non-Working Travel**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36675212	9/22/2024	Travel from Brooklyn to Houston for hearing.	6.3	Benjamin Schak
36675218	9/22/2024	Travel from Washington to Houston.	4.2	Andrew M Leblanc
36675214	9/23/2024	Travel from Houston to Washington.	4.1	Andrew M Leblanc
36675216	9/23/2024	Travel from Houston to Brooklyn, from hearing.	5.3	Benjamin Schak

**Milbank LLP**  
**Description of Legal Services**  
**Ending September 30, 2024**

Page 2

**45721.00006 Asset Disposition**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35580107	9/11/2024	Review proposed 363 alternative and timing/requirements.	0.6	Dennis F. Dunne

**Milbank LLP**  
**Description of Legal Services**  
**Ending September 30, 2024**

Page 3

**45721.00007 Assumption and Rejection of Contracts and Leases**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35609817	9/9/2024	Call re cure counterparty.	0.2	Charlie Fendrych
35609960	9/10/2024	Review revised letter from cure counterparty.	0.5	Charlie Fendrych
35610491	9/11/2024	Correspond with cure counterparty (.2); review certain side letter (.4); correspond with D. Landry (Incora) re side letter (.5).	1.1	Charlie Fendrych
35610857	9/12/2024	Correspond with D. Landry (Incora) re certain cure counterparty issue (.4); correspond with certain cure counterparty (.2).	0.6	Charlie Fendrych
35597868	9/13/2024	Call D. Landry (Incora) re I2P contracts (.1); email I2P counsel (Benesch) re same (.1); email D. Ludman (Brown Connery) re SAP cure (.2).	0.4	Benjamin Schak
35611112	9/13/2024	Correspond with Company re contract assumptions.	0.1	Rupsha Basu
35606805	9/16/2024	Review background re GKN cure issues.	0.1	Benjamin Schak
36525197	9/16/2024	Draft side letter re cure issue (.6); correspond with B. Schak re outreach from cure counterparty (.2); compile counterparty response re cure issue (.5).	1.3	Charlie Fendrych
35621584	9/17/2024	Review updates on business contracts, bids.	0.7	Dennis F. Dunne
35624123	9/17/2024	Correspond with D. Fawcett (Incora), A. Prentice (A&M), R. Basu re GKN cure (.2); correspond with R. Basu re same (.1).	0.3	Benjamin Schak
35652067	9/17/2024	Call with D. Fawcett (Incora), A. Prentice (A&M), B. Schak re GKN cure (.2); correspond with FRG team and A&M re same (.3); call with B. Schak re same (.1).	0.6	Rupsha Basu
35628224	9/19/2024	Review assumption schedule for plan supplement.	0.2	Benjamin Schak
35696535	9/23/2024	Draft side letter re cure issue.	0.4	Charlie Fendrych
35697109	9/26/2024	Finalize side letter re cure issue.	0.4	Charlie Fendrych
35685512	9/27/2024	Revise assumption schedule for plan supplement re GKN contracts.	0.3	Benjamin Schak
35692899	9/29/2024	Correspond with R. Basu re rejection of forklift lease.	0.1	Benjamin Schak
35706389	9/30/2024	Review schedule of assumed and rejected contracts.	0.3	Benjamin Schak
36525199	9/30/2024	Revise schedule of assumed and rejected contracts.	0.5	Rupsha Basu

**Milbank LLP**  
**Description of Legal Services**  
**Ending September 30, 2024**

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**45721.00008 Automatic Stay**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36468675	9/6/2024	Review correspondence re AP motion.	0.4	Rupsha Basu
35671118	9/26/2024	Analyze possible stay violation by UK landlord.	0.6	Benjamin Schak
35673595	9/26/2024	Review documents re potential stay violation.	0.2	Julie Wolf
35674177	9/27/2024	Research re stay violation letter.	0.9	Jordyn Paperny
35685617	9/27/2024	Draft automatic stay enforcement letter to British landlord's counsel (.9); correspond with J. Paperny re citation for same (.2).	1.1	Benjamin Schak
36169215	9/27/2024	Correspond with FRG team re possible UK landlord claim (.2); correspond with K. Colman re same (.2); review internal analysis of issues re same (.3).	0.7	Tom Canning
36511770	9/27/2024	Review Railway Pension letter.	0.8	Samir Vora
36169229	9/29/2024	Review correspondence from K. Colman re landlord demand letter (.2); review internal analysis re same (.3).	0.5	Tom Canning
36169235	9/29/2024	Revise response to UK landlord demand letter.	0.4	Benjamin Schak
35741987	9/30/2024	Revise automatic stay violation letter (1.3); correspond with B. Schak and S. Vora re same (.3).	1.6	Michael Scian
36169247	9/30/2024	Correspond with Milbank FRG team re UK landlord demand letter.	0.5	Tom Canning
36169254	9/30/2024	Revise letter to UK landlord.	0.6	Benjamin Schak
36511772	9/30/2024	Revise Railway Pension letter.	1.0	Samir Vora

**Milbank LLP**  
**Description of Legal Services**  
**Ending September 30, 2024**

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**45721.00010 Business Operations**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35597922	9/9/2024	Discuss liquidity position with C. Kelly (A&M).	0.2	Benjamin Schak
35596846	9/11/2024	Respond to Management question re credit card programs.	0.2	Benjamin Schak
36169180	9/25/2024	Review status of contracts and business condition.	0.2	Dennis F. Dunne
35671134	9/26/2024	Correspond with D. Landry, M. David (both Incora) re termination notice re Legal Tracker.	0.1	Benjamin Schak

**Milbank LLP**  
**Description of Legal Services**  
**Ending September 30, 2024**

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**45721.00011 Case Administration**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35565346	9/3/2024	Review correspondence re plan and plan supplement from OOO.	0.8	Rupsha Basu
35566094	9/3/2024	Coordinate with Milbank team re open workstreams.	1.1	Daniel Porat
35571111	9/3/2024	Review pleadings on docket (.2); update pleadings database re same (.7).	0.9	Charmaine Thomas
35541506	9/4/2024	Discuss status of workstreams with D. Porat (.3); prepare for (.1) and attend (.4) call with DPW, KK re case timing; follow-up correspondence re same (.1).	0.9	Benjamin Schak
35565892	9/4/2024	Coordinate with Milbank team re open workstreams.	1.1	Daniel Porat
35569582	9/4/2024	Review pleadings on docket (.3); update pleadings database re same (.9).	1.2	Charmaine Thomas
35564551	9/5/2024	Review A&M fees for confidentiality.	0.8	Charlie Fendrych
35570706	9/5/2024	Review Pacerpro alerts (.2) and update pleadings and plan documents (1.1).	1.3	Charmaine Thomas
35564621	9/6/2024	Correspond with D. Landry (Incora) re OCP issue (.3); correspond with A&M team re third party invoice (.2).	0.5	Charlie Fendrych
35566188	9/6/2024	Review open workstreams (.2); prepare docket update (.4).	0.6	Daniel Porat
35569813	9/6/2024	Review Pacerpro alerts (.2) and update pleadings (.7).	0.9	Charmaine Thomas
35554463	9/8/2024	Conference with Milbank team re confirmation task list.	0.6	Jordyn Paperny
35564147	9/9/2024	Review alternatives if no deal among KK and DPW groups (.8); review execution and timing risks (.3).	1.1	Dennis F. Dunne
35607015	9/9/2024	Correspond with Milbank team re open tasks.	0.4	Daniel Porat
35609978	9/9/2024	Review docket alerts (.1) and update pleadings files (.1).	0.2	Charmaine Thomas
35610088	9/9/2024	Compile docket update.	0.4	Charlie Fendrych
36511295	9/9/2024	Review open issues.	0.1	Daniel Porat
35606636	9/10/2024	Coordinate re potential meeting (1.0); coordinate re additional open items (.3).	1.3	Daniel Porat
35610585	9/10/2024	Coordinate logistics for principals meeting (1.5); coordinate payment of third party invoices (.1).	1.6	Charlie Fendrych
35611315	9/10/2024	Review docket alerts (.1) and update docket and pleadings (.5).	0.6	Charmaine Thomas
35606704	9/11/2024	Review correspondence re open items.	0.2	Daniel Porat
35609544	9/11/2024	Review docket alerts (.1) and update docket and chapter 11 pleadings (.3); review and update adv. pleadings (.8).	1.2	Charmaine Thomas
35610380	9/11/2024	Correspond with A&M team re utilities issue (.3); review utilities order (.6); coordinate payment of third party invoices (.2); compile docket update for internal team (.3).	1.4	Charlie Fendrych
35606899	9/12/2024	Review correspondence re open items.	0.1	Daniel Porat
35611265	9/12/2024	Review pleadings on dockets (.2); update pleadings database re same (.6).	0.8	Charmaine Thomas
36511249	9/12/2024	Review PwC declaration for filing (.4); correspond with A&M team (.3) and B. Schak (.1) re WSFS fees request; compile docket update for internal team (.1).	0.9	Charlie Fendrych
35606287	9/13/2024	Review correspondence re open items (.2); coordinate with Milbank team re open workstreams (.1).	0.3	Daniel Porat
35610842	9/13/2024	Correspond with R. Basu re key upcoming dates (.3); correspond with A&M team re budgeting request (.1); correspond with budget parties re estimates (.2).	0.6	Charlie Fendrych

**Milbank LLP**  
**Description of Legal Services**  
**Ending September 30, 2024**

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**45721.00011 Case Administration**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35611051	9/13/2024	Review dockets (.1); update pleadings folders with new filings (.7).	0.8	Charmaine Thomas
35606808	9/14/2024	Review docket update (.1).	0.1	Daniel Porat
35610860	9/14/2024	Compile docket update for internal team.	0.3	Charlie Fendrych
35591157	9/15/2024	Research re plan confirmation issues (6.1); review draft memo re same (1.2).	7.3	Mark Polishuk
35606683	9/16/2024	Correspond with Milbank team re scheduling.	0.1	Benjamin Schak
35640981	9/16/2024	Review docket re new filings (.1); update pleadings database re same (.7).	0.8	Charmaine Thomas
35656875	9/16/2024	Correspond with Milbank team re budget update and WIP (.3); review A&M fees for confidentiality (1.5); compile budget estimate (.2).	2.0	Charlie Fendrych
35624147	9/17/2024	Draft motion re extensions of time (.1); coordinate re same (.3).	0.4	Benjamin Schak
35641142	9/17/2024	Review dockets re new filings (.4); update internal pleadings folders (.5).	0.9	Charmaine Thomas
35653390	9/17/2024	Circulate docket update.	0.8	Rupsha Basu
35653637	9/17/2024	Review docket updates.	0.3	Daniel Porat
35641497	9/18/2024	Review dockets re new filings (.2); update internal pleadings database re same (.9).	1.1	Charmaine Thomas
35653140	9/18/2024	Review docket updates (.6); correspond with FRG team re same (.3).	0.9	Daniel Porat
35657456	9/18/2024	Review A&M fees for confidentiality.	3.9	Charlie Fendrych
35628292	9/19/2024	Review status of workstreams.	0.3	Benjamin Schak
35641100	9/19/2024	Review docket (.1); update pleadings database re same (.5).	0.6	Charmaine Thomas
35653628	9/19/2024	Review open workstreams (.8); correspond with team re same (.4).	1.2	Daniel Porat
35657563	9/19/2024	Correspond with A&M team re third-party invoices (.2); compile docket update for internal team (.6).	0.8	Charlie Fendrych
35640957	9/20/2024	Review dockets re new filings (.2); update pleadings database re same (.5).	0.7	Charmaine Thomas
35652450	9/20/2024	Monitor docket (.2); prepare docket update (1); review open workstreams issues (.2).	1.4	Daniel Porat
35657211	9/20/2024	Finalize A&M fee review for filing.	1.5	Charlie Fendrych
35653013	9/21/2024	Review open items issues.	0.2	Daniel Porat
35697177	9/23/2024	Review docket re new filings (.3); update internal pleadings folders re same (.8).	1.1	Charmaine Thomas
36169164	9/23/2024	Coordinate re open issues.	0.4	Daniel Porat
35696795	9/24/2024	Review docket re new filings (.2); update pleadings folders re same (.4).	0.6	Charmaine Thomas
35698387	9/24/2024	Circulate docket update to FRG team (.5); correspond with same re key dates (.2).	0.7	Rupsha Basu
35699288	9/24/2024	Coordinate re potential settlement meetings (.4); review open workstreams (.2).	0.6	Daniel Porat
35696861	9/25/2024	Review adversary dockets re new filings (.2) update internal pleadings database re same (.4).	0.6	Charmaine Thomas
35696257	9/26/2024	Review docket re new filings (.2); update internal pleadings database with same (.4).	0.6	Charmaine Thomas



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**45721.00011 Case Administration**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35701183	9/26/2024	Coordinate with Verita re notice.	0.2	Rupsha Basu
36169205	9/26/2024	Review open workstreams (.2); coordinate re case issues (.2).	0.4	Daniel Porat
36511264	9/26/2024	Coordinate invoice payment for third parties.	0.5	Charlie Fendrych
35696434	9/27/2024	Correspond with A&M team re third party invoices (.1); review OCP report for filing (.3); correspond with S. Posner re Incora background (.2); review PJT fees for filing (.3).	0.9	Charlie Fendrych
35698618	9/27/2024	Review docket re new filings (.2); update internal pleadings database re same (.6).	0.8	Charmaine Thomas
35699361	9/27/2024	Review (.1) and coordinate (.1) re open workstreams; review docket (.2); prepare draft update (.8).	1.2	Daniel Porat
35743121	9/30/2024	Review docket re relevant filings (.1); update internal pleadings database with same (.6); correspond with transcriber re 9/27 hearing transcripts (.2).	0.9	Charmaine Thomas

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**45721.00012 Claims**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35596760	9/12/2024	Review bar date motion.	0.3	Benjamin Schak
35606501	9/16/2024	Draft stipulation re ASCO claims (.4); correspond with N. Van Den Broek (ASCO) re same (.1).	0.5	Benjamin Schak
35653576	9/18/2024	Revise fourth omnibus claims objection (.4); correspond with M. McNamara (A&M), B. Schak re same (.1); revise objection to no liability claim (.2); correspond with B. Schak re same (.1).	0.8	Michael Scian
35628217	9/19/2024	Conference with A. Telukuntla (PJT) re questions from PWP regarding 1L claim.	0.2	Benjamin Schak
35640037	9/20/2024	Correspond with A. Telukuntla (PJT) re response questions from PWP re 1L claim (.1); review fourth omnibus objection and schedules (.5).	0.6	Benjamin Schak
35652096	9/20/2024	Revise fourth omnibus claims objection in accordance with B. Schak's comments and edits (.6); correspond with B. Schak and M. McNamara (A&M) re same (.1).	0.7	Michael Scian
35702045	9/23/2024	Revise fourth omnibus claims objection (.7); correspond with B. Schak and M. McNamara (A&M) re same (.2).	0.9	Michael Scian
35666687	9/24/2024	Review omnibus claim objections and notices of satisfaction.	0.3	Benjamin Schak
35701720	9/24/2024	Review claim objection re certain claimant (.3); correspond with B. Schak re same (.1).	0.4	Michael Scian
35700703	9/25/2024	Revise thirteenth notice of satisfaction of claims (.4); correspond with B. Schak re same (.1); revise fourth omnibus claims objection (1.3); correspond with B. Schak re same (.1); review individual substantive claim objection (.6); correspond with B. Schak and M. McNamara (A&M) re same (.2).	2.7	Michael Scian
35700867	9/26/2024	Correspond with K. Somers (DPW) re fourth omnibus claims objection and thirteenth notice of satisfaction of claims (.1); conference with M. McNamara (A&M) re same (.1); revise fourth omnibus claims objection (.3); correspond with B. Schak and R. Sherald (H&B) re same (.2).	0.7	Michael Scian
35700940	9/27/2024	Correspond with B. Schak, J. He (DPW), R. Sherald (H&B), and J. Morrow (Verita) re filing of fourth omnibus claims objection and thirteenth notice of satisfaction of claims (.2); prepare filing versions of the same (.4).	0.6	Michael Scian
35685521	9/28/2024	Correspond with M. Scian re claim objections.	0.1	Benjamin Schak
35693233	9/29/2024	Correspond with M. Scian re omnibus claim objections.	0.2	Benjamin Schak
35706304	9/30/2024	Correspond with M. Scian re modification to omnibus claims pleading.	0.2	Benjamin Schak
35741459	9/30/2024	Revise omnibus satisfaction objections and exhibits (2.4); correspond with B. Schak, M. McNamara (A&M), C. Kelly (A&M), and E. McKeighan (A&M) re same (.3).	2.7	Michael Scian

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**45721.00013 Comms: Debtors**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36511309	9/13/2024	Call re Incora status with management team.	1.0	Andrew M Leblanc
35606984	9/16/2024	Discuss various matters with D. Landry (Incora).	0.4	Benjamin Schak
35624196	9/17/2024	Conference with D. Coleal, D. Landry, R. Carney (all Incora), E. Ross and others from PJT, C. Kelly and A. Prentice (both A&M) re status of matter and various issues.	0.4	Benjamin Schak
35628303	9/19/2024	Conference with D. Coleal, D. Landry, R. Carney (all Incora), E. Ross (PJT), and B. Cejka, C. Kelly and A. Prentice (all A&M) re status of matter (including plan negotiations and meetings with secured creditors).	1.0	Benjamin Schak
35640033	9/20/2024	Correspond with D. Landry (Incora) re various matters (including plan negotiations, discussions with 2026, and new vendor contract).	0.5	Benjamin Schak
35653455	9/22/2024	Update email to Company.	0.4	Daniel Porat
35649197	9/23/2024	Call with D. Landry (Incora) re various matters.	0.1	Benjamin Schak
35666633	9/24/2024	Call with D. Coleal (Incora), S. Khalil, J. O'Connell (PJT), others re status of matter.	0.3	Benjamin Schak

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**45721.00014 Comms: Secured Creditors**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35565866	9/6/2024	Review correspondence with secured creditors .	0.2	Daniel Porat
35606464	9/16/2024	Conference with E. Ross (PJT), C. Kelly (A&M), others re materials for distribution to certain secured creditors (.3); call with E. Ross re same (.1); discuss case strategy and status generally with S. Massman (DPW) (.1).	0.5	Benjamin Schak
35624171	9/17/2024	Conference re with status of matter with J. Weber (PW).	0.3	Benjamin Schak
35653654	9/19/2024	Correspond with DPW re case status.	0.3	Daniel Porat

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**45721.00015 Comms: Unsecured Creditors**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35541540	9/3/2024	Discuss various matters with J. Conte (KK).	0.1	Benjamin Schak
35565706	9/3/2024	Correspond with UCC re case issues.	0.1	Daniel Porat
35559374	9/6/2024	Discuss case status with T. Foudy (MoFo), others.	0.3	Benjamin Schak
35597842	9/13/2024	Discuss various matters, including status of plan discussions, with L. Marinuzzi, T. Foudy and others from MoFo.	0.4	Benjamin Schak
35639806	9/20/2024	Call with R. Ferraioli (MoFo) re status of matter.	0.1	Benjamin Schak

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**45721.00017 Customers**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35597912	9/13/2024	Reply to customer inquiry re chapter 11 case.	0.1	Benjamin Schak
35624173	9/17/2024	Conference with J. Wolf, A. Prentice (A&M), E. Ross (PJT), others re customer relationships.	0.3	Benjamin Schak

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**45721.00018 DIP Financing and Cash Collateral**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36511978	9/2/2024	Review draft AP objection (2.6); review hearing transcript re same (1.1).	3.7	Samuel A. Khalil
35530215	9/3/2024	Review liquidity position and funding of POR obligations (.3); review D. Landry (Incora) correspondence (.1).	0.4	Dennis F. Dunne
35543084	9/3/2024	Correspond with Milbank team re AP objection.	0.6	Jordyn Paperny
35563027	9/3/2024	Review matters re exit indenture.	0.1	Joseph Ledereich
36511275	9/3/2024	Correspond with Milbank team re AP motion issues.	0.6	Daniel Porat
35543102	9/4/2024	Correspond with Milbank team re AP objection (.2); revise same (.6).	0.8	Jordyn Paperny
36511277	9/4/2024	Correspond with Milbank team re AP motion issues.	0.5	Daniel Porat
35550661	9/5/2024	Correspond with Milbank team re DIP maturity.	0.1	Maxwell Unterhalter
35562813	9/5/2024	Analyze matters re exit indenture.	0.9	Joseph Ledereich
35554321	9/6/2024	Correspond with Milbank team re AP objection (.2); prepare filing re same (.9).	1.1	Jordyn Paperny
35562824	9/6/2024	Further review matters re exit indenture.	0.4	Joseph Ledereich
36511751	9/6/2024	Review opposition to adequate protection motion.	0.5	Samir Vora
35577152	9/10/2024	Review liquidity and ability to pay FSN fees at closing (.2); review alternate DIP proposal (.3); conference with R. Strickland re same (.1).	0.6	Dennis F. Dunne
35589877	9/12/2024	Correspond DIP extension with Milbank team.	0.1	Maxwell Unterhalter
35589900	9/13/2024	Further review of potential DIP extension.	0.1	Maxwell Unterhalter
35602470	9/13/2024	Review matters re exit indenture.	0.7	Joseph Ledereich
35595440	9/14/2024	Review Fried Frank's alternative DIP proposal.	0.3	Dennis F. Dunne
35641979	9/16/2024	Review matters re exit indenture.	0.9	Joseph Ledereich
35642097	9/16/2024	Review issues re DIP maturity extension.	0.1	Maxwell Unterhalter
35642090	9/17/2024	Revise maturity extension documents.	0.1	Maxwell Unterhalter
35642046	9/18/2024	Review issues re maturity extension and status of filings.	0.5	Maxwell Unterhalter
35641992	9/19/2024	Analysis re DIP maturity and status re same (.1); review related documents (.2).	0.3	Maxwell Unterhalter
35640342	9/20/2024	Review alternative DIP proposal and all-in cost.	0.3	Dennis F. Dunne
35641933	9/20/2024	Correspond with Milbank team re maturity extension.	0.1	Maxwell Unterhalter
35696577	9/23/2024	Review open issues re DIP maturity extension.	0.3	Maxwell Unterhalter
35667106	9/24/2024	Review Fried Frank DIP and adequate protection proposal (.1); review Fried Frank renewed arguments (.2).	0.3	Dennis F. Dunne
35696275	9/24/2024	Revise documents re maturity extension.	0.1	Maxwell Unterhalter
35701355	9/24/2024	Revise amendment extension documentation.	0.1	Joseph Ledereich
35701422	9/24/2024	Review DIP order (.3); correspond with B. Schak re same (.1).	0.4	Michael Scian
35679915	9/25/2024	Correspond with J. Ledereich re DIP extension.	0.1	Maxwell Unterhalter
35700713	9/25/2024	Revise amendment extension documentation.	0.4	Joseph Ledereich
35671186	9/26/2024	Correspond with UK auditors re DIP maturity extension.	0.2	Benjamin Schak
35701869	9/26/2024	Revise documentation re DIP maturity extension (.6); correspond with M. Unterhalter re same (.3).	0.9	Joseph Ledereich

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**45721.00018 DIP Financing and Cash Collateral**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36169211	9/26/2024	Revise DIP maturity extension documents (.7); correspond with Milbank team re same (.1).	0.8	Maxwell Unterhalter
35679862	9/27/2024	Finalize DIP maturity extension (.6); internal correspondence re same (.3).	0.9	Maxwell Unterhalter
35702046	9/27/2024	Review internal communications re DIP maturity extension.	0.2	Joseph Ledereich
35680367	9/29/2024	Correspond with Milbank team re DIP workstreams.	0.1	Maxwell Unterhalter
35696844	9/30/2024	Correspond with Milbank team re DIP status.	0.1	Maxwell Unterhalter



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**45721.00019 Emergence**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35559291	9/6/2024	Discuss contract assignment at emergence with A. Reilly (LW).	0.1	Benjamin Schak

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**45721.00021 Financing and Factoring**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35550729	9/3/2024	Review indenture materials (1.0); follow up covering same (.3).	1.3	Maxwell Unterhalter
35544957	9/5/2024	Correspond with N. Kunz re drafting of indenture.	0.1	Benjamin Schak
35550656	9/5/2024	Analysis re investments baskets.	0.3	Maxwell Unterhalter
35565995	9/6/2024	Coordinate re filing of objection.	1.0	Daniel Porat
35571232	9/6/2024	Correspond with Milbank team re exit and related open workstreams.	0.5	Maya Grant
36512025	9/6/2024	Draft takeback notes indentures (1.1); correspond with Corporate team re same (.2).	1.3	Nicholas Kunz
35590026	9/9/2024	Further review documents re exit indenture and revised structure.	0.4	Maxwell Unterhalter
36512035	9/9/2024	Draft takeback notes indentures.	5.0	Nicholas Kunz
36674686	9/9/2024	Review indentures (1.1); communications re same (.3).	1.4	Casey Fleck
35589956	9/10/2024	Further review matters re exit indenture.	0.9	Maxwell Unterhalter
36468711	9/10/2024	Review of N. Kunz takeback notes indenture drafts (3.2); comment on same (3.3); conference with corporate re same (.5).	7.0	Stephen Charest
35589939	9/11/2024	Further review matters re exit indenture.	0.1	Maxwell Unterhalter
36468713	9/11/2024	Review N. Kunz takeback notes indenture drafts (1.1); provide comments re same (.6).	1.7	Stephen Charest
36512037	9/11/2024	Continue drafting takeback notes indentures.	4.3	Nicholas Kunz
36513397	9/11/2024	Review prior draft takeback note (.3); correspond with M. Rivkin and M. Fox re same (.2).	0.5	Russell J. Kestenbaum
35589921	9/12/2024	Review exit indenture (.1); review correspondence re same (.1).	0.2	Maxwell Unterhalter
35613299	9/12/2024	Review indenture revision.	0.3	Maya Grant
36512029	9/12/2024	Review takeback notes indentures (1.2); revise same (1.7).	2.9	Nicholas Kunz
35589993	9/13/2024	Revise exit indenture (.8); review takeback notes (.6).	1.4	Maxwell Unterhalter
35614663	9/13/2024	Correspond with Milbank team re exit.	0.8	Maya Grant
35642044	9/16/2024	Review issues re exit indenture and structure.	0.3	Maxwell Unterhalter
35641955	9/17/2024	Review exit indenture.	2.3	Joseph Ledereich
35641962	9/17/2024	Review exit indenture (.1); review structure issues (.1); revise language re same (.1); correspond with N. Bachelis re same (.1).	0.4	Maxwell Unterhalter
35624207	9/18/2024	Correspond with D. Landry (Incora) re TISE listing.	0.1	Benjamin Schak
35642008	9/18/2024	Correspond with parties in interest re exit indenture.	0.1	Maxwell Unterhalter
35642012	9/18/2024	Review exit indenture.	1.7	Joseph Ledereich
35641983	9/19/2024	Review exit indenture.	0.9	Joseph Ledereich
35648722	9/23/2024	Draft talking points for S. Vora discussion with potential financing source.	0.6	Benjamin Schak
35696589	9/23/2024	Review correspondence re exit status.	0.1	Maxwell Unterhalter
35671207	9/26/2024	Call with D. Landry, R. Carney (both Incora) re LC.	0.3	Benjamin Schak
35696393	9/26/2024	Revise exit materials (.2); review status of indentures (.1).	0.3	Maxwell Unterhalter

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**45721.00021 Financing and Factoring**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35697075	9/30/2024	Review open exit workstreams (.5); revise related documents (.4).	0.9	Maxwell Unterhalter
35706311	9/30/2024	Review BoA engagement letter for ABL syndication.	0.1	Benjamin Schak
36169252	9/30/2024	Review new ABL letter agreement (.8); research re same (.9).	1.7	James McIntyre

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**45721.00023 General Case Strategy**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35541567	9/3/2024	Discuss open items with M. Brod (.1); same with S. Khalil, D. Schaible (DPW) (.3); same with E. Ross (PJT) (.3).	0.7	Benjamin Schak
35565340	9/3/2024	Correspond with Milbank team re strategy.	1.5	Daniel Porat
35541560	9/4/2024	Discuss status of matter with S. Khalil, PJT, A&M, QE.	0.3	Benjamin Schak
35565528	9/4/2024	Correspond with Milbank team re strategy.	1.1	Daniel Porat
35565839	9/5/2024	Comms. with Milbank team re strategy.	1.2	Daniel Porat
35558842	9/6/2024	Review correspondence from D. Dunne, S. Khalil, A. Leblanc re case strategy (.1); call with E. Ross (PJT) re same (.1).	0.2	Benjamin Schak
35565948	9/6/2024	Review correspondence re strategy issues.	0.5	Daniel Porat
35597933	9/9/2024	Conference with Milbank team re works in progress.	0.2	Benjamin Schak
35608751	9/9/2024	Conference with Milbank team re works in progress (partial).	0.1	Michael Scian
36525207	9/9/2024	Conference with Milbank team re works in progress.	0.2	Rupsha Basu
36525209	9/9/2024	Conference with Milbank team re works in progress.	0.2	Charlie Fendrych
35606708	9/10/2024	Review correspondence re open issues.	0.1	Daniel Porat
35612914	9/10/2024	Draft the takeback notes indentures (1.1); attend calls re same (.5); attend calls re plan supplement (.5).	2.1	Nicholas Kunz
35597057	9/11/2024	Discuss case generally with M. Brod.	0.1	Benjamin Schak
35597081	9/11/2024	Weekly conference with S. Kirpalani (QE), J. O'Connell and E. Ross (both PJT), C. Kelly (A&M), others re case strategy (.8); follow-up discussion with S. Khalil (.1); same, E. Ross (PJT) (.2).	1.1	Benjamin Schak
35608716	9/11/2024	Review docket for material filings (.1); correspond with Milbank team re same (.1).	0.2	Michael Scian
35597264	9/12/2024	Conference with Milbank team re works in progress (.2); discuss implications of long-term bankruptcy case with D. Landry (Incora) (.3).	0.5	Benjamin Schak
35611220	9/12/2024	Conference with Milbank team re works in progress.	0.2	Charlie Fendrych
36525211	9/12/2024	Conference with Milbank team re works in progress.	0.2	Rupsha Basu
35606749	9/14/2024	Review correspondence generally re strategy issues.	0.2	Daniel Porat
35606605	9/16/2024	Conference with Milbank team re works in progress (partial) (.2); discuss financial projections and case strategy with C. Kelly (A&M), E. Ross (PJT) (.3).	0.5	Benjamin Schak
35653300	9/16/2024	Conference with Milbank team re works in progress.	0.3	Michael Scian
35657782	9/16/2024	Conference with Milbank team re works in progress.	0.3	Charlie Fendrych
35684702	9/16/2024	Conference with Milbank team re works in progress.	0.3	James McIntyre
36674787	9/16/2024	Conference with Milbank team re works in progress (.3); prepare for same (.1).	0.4	Rupsha Basu
35652307	9/18/2024	Review internal correspondence re strategy issues.	0.4	Daniel Porat
35656839	9/19/2024	Conference with Milbank team re works in progress.	0.2	Charlie Fendrych
35685459	9/19/2024	Conference with Milbank team re works in progress.	0.2	James McIntyre
36169104	9/19/2024	Conference with Milbank team re works in progress (.2); prepare for call (.2).	0.4	Rupsha Basu
36169116	9/19/2024	Conference with Milbank team re works in progress.	0.2	Benjamin Schak
35685515	9/20/2024	Draft docket update.	0.3	James McIntyre

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**45721.00023 General Case Strategy**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35652244	9/21/2024	Review internal correspondence re 1L motion (.3); review proposals (.2).	0.5	Daniel Porat
35652495	9/22/2024	Correspond with Milbank team re case strategy matters.	0.3	Daniel Porat
35648900	9/23/2024	Conference with Milbank team re works in progress.	0.2	Benjamin Schak
35697065	9/23/2024	Conference with Milbank team re works in progress.	0.2	Charlie Fendrych
35701478	9/23/2024	Conference with Milbank team re works in progress.	0.2	Michael Scian
36169150	9/23/2024	Conference with Milbank team re works in progress (.2); prepare for same (.1).	0.3	Rupsha Basu
36169161	9/23/2024	Conference with Milbank team re works in progress.	0.2	James McIntyre
36525201	9/23/2024	Conference with Milbank team re works in progress.	0.2	Benjamin Schak
35700282	9/24/2024	Correspond with FRG team re case strategy.	0.2	Daniel Porat
35672648	9/25/2024	Call with J. O'Connell and E. Ross (both PJT), C. Kelly and A. Prentice (both A&M), D. Porat, K. Hershey (Quinn) re various matters including upcoming mediation.	0.3	Benjamin Schak
35700585	9/25/2024	Review docket (.1); update Milbank team re material filings (.2).	0.3	Michael Scian
36169186	9/25/2024	Attend co-advisors meeting with B. Schak re mediation and other matters.	0.3	Daniel Porat
35671195	9/26/2024	Conference with Milbank team re works in progress.	0.3	Benjamin Schak
35697154	9/26/2024	Conference with Milbank team re works in progress.	0.3	Charlie Fendrych
35701591	9/26/2024	Conference with Milbank team re works in progress.	0.3	Michael Scian
35702115	9/26/2024	Conference with Milbank team re works in progress.	0.3	James McIntyre
36169196	9/26/2024	Prepare for (.1); conference with Milbank team re works in progress (.3).	0.4	Rupsha Basu
35699106	9/27/2024	Review case strategy updates.	0.1	Daniel Porat
35741269	9/30/2024	Conference with Milbank team re works in progress.	0.2	Michael Scian
35745353	9/30/2024	Conference with Milbank team re works in progress.	0.2	James McIntyre
35745749	9/30/2024	Conference with Milbank team re works in progress.	0.2	Charlie Fendrych
36169239	9/30/2024	Conference with Milbank team re works in progress.	0.2	Rupsha Basu

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**45721.00024 Governance**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35543456	9/3/2024	Correspond with J. Anderson and B. Schak on LLCA (.2); continue revising LLCA based on AAM outline (.5).	0.7	Ryan Aymard
35543155	9/4/2024	Review LLCA markup for AAM and provide comments.	1.2	Jason T. Anderson
35543454	9/4/2024	Continue revising LLCA based on AAM outline (2.2); circulate revise LLCA to J. Anderson (.1); correspond with J. Anderson on LLCA draft (.2); incorporate J. Anderson comments to LLCA (.2); circulate LLCA to FRG, tax and finance teams (.1).	2.8	Ryan Aymard
35543635	9/5/2024	Correspond with N. Kunz on LLCA.	0.1	Ryan Aymard
36511293	9/5/2024	Review latest draft of the LLC Agreement and Appellate Adjustment Mechanism Outline.	0.5	Nicholas Kunz
35553817	9/6/2024	Meet with FRG, corporate, tax and finance teams to discuss upcoming filing deadline and changes to LLCA (.6); revise LLCA based on discussion (2.5); circulate revised LLCA to J. Anderson for review (.1).	3.2	Ryan Aymard
35568495	9/6/2024	Call to discuss documentation necessary for next court deadline	0.6	Jason T. Anderson
35577440	9/9/2024	Followed up with J. Anderson on A&R LLCA (.1); incorporated J. Anderson comments to LLCA (.5); circulated revised draft of LLCA to internal tax, corporate, finance and FRG teams (.2).	0.8	Ryan Aymard
35612122	9/9/2024	Review revisions to LLCA.	0.1	Jason T. Anderson
35586405	9/10/2024	Meet with tax, corporate, finance and FRG teams to discuss LLCA and other next steps (.4); revise A&R LLCA (.3); circulate revised LLCA to DPW (.1).	0.8	Ryan Aymard
35580199	9/11/2024	Conference with S. Charest on A&R LLCA provisions (.2); coordinate with tax and corporate teams on meeting to discuss A&R LLCA (.1).	0.3	Ryan Aymard
36513398	9/11/2024	Review draft LLCA (.8); comment on same (.6).	1.4	Russell J. Kestenbaum
35586397	9/12/2024	Meet with tax team to discuss questions to LLCA (.5); incorporate comments to LLCA based on discussion with tax team (1.1); circulate revised LLCA to tax team (.1).	1.7	Ryan Aymard
35602547	9/12/2024	Conference re Reorganized Incora LLCA and the appellate adjustment mechanism included therein.	0.6	Jason T. Anderson
36513400	9/12/2024	Call with J. Anderson, R. Kestenbaum, M. Rivkin, and R. Aymard to discuss changes to the LLCA.	0.6	Mendy Fox
36513403	9/12/2024	Call with M. Fox, M. Rivkin, R. Aymard, J. Anderson re revised LLCA and AAM (.5); review revised LLCA language (.2).	0.7	Russell J. Kestenbaum
35586403	9/13/2024	Review 1L and 2026 Indentures (5.0); circulate revised Indentures to N. Kunz (.1).	5.1	Ryan Aymard
35622384	9/16/2024	Review draft Indentures (.5); correspond with J. Anderson issuers same (.3).	0.8	Ryan Aymard
35622421	9/17/2024	Call with N. Kunz re outstanding issues to Indentures (.4); correspond with J. Anderson re revised LLCA (.5); further revise LLCA (1.2).	2.1	Ryan Aymard
35749340	9/17/2024	Analysis re question re LLCA.	0.1	Jason T. Anderson

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**45721.00025 Hearings and Court Communications**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35564716	9/2/2024	Compile hearing demonstrative.	0.7	Charlie Fendrych
35564088	9/3/2024	Compile hearing demonstrative.	0.6	Charlie Fendrych
35565474	9/3/2024	Prepare for hearing.	2.4	Daniel Porat
35541490	9/4/2024	Internal discussions and correspondence with D. Porat, others re hearing prep. (.7); call with B. Cejka (A&M), S. Vora, D. Porat, others re testimony (.3); draft proffer (.2).	1.2	Benjamin Schak
35542938	9/4/2024	Review UST objection (.3); review class action SCOTUS precedent (.4); prepare outline for tomorrow's hearing (1.2).	1.9	Dennis F. Dunne
35563841	9/4/2024	Compile binders for hearing.	0.6	Charlie Fendrych
35565387	9/4/2024	Prepare for hearing.	4.8	Daniel Porat
35544912	9/5/2024	Correspond with D. Dunne, A. Leblanc, others in advance of hearing (1.5); attend hearing (1.2); debrief with S. Vora (.1); debrief with M. Brod (.2); same, E. Ross (PJT) (.3); review audio of hearing (.3).	3.6	Benjamin Schak
35546952	9/5/2024	Attend disclosure statement hearing.	1.2	Dennis F. Dunne
35549900	9/5/2024	Assist with DS hearing prep (.4); DS hearing (1.2).	1.6	James McIntyre
35555000	9/5/2024	Attend DS hearing.	1.2	Julie Wolf
35564112	9/5/2024	Attend DS hearing (partial).	1.0	Charlie Fendrych
35565730	9/5/2024	Prepare for (3.6) and attend (1.2) DS hearing.	4.8	Daniel Porat
36511669	9/5/2024	Attend Disclosure Statement hearing (1.2); prepare for same (.8).	2.0	Samir Vora
36525251	9/5/2024	Dial in to Disclosure Statement hearing (1.2); correspond with Milbank team in advance of same (.5); follow up correspondence with Milbank team re same (.4).	2.1	Matt Brod
36525369	9/5/2024	Participate in DS hearing (1.2); review objections to same (1.5); review hearing transcript re same (.8); review caselaw research re same (.9); call with D Schaible (DPW) and Z Rosenbaum (KK) re same (.6); draft revised settlement proposals (.8).	5.8	Samuel A. Khalil
35555101	9/6/2024	Review documents for production in response to confirmation requests (2.6); correspond with Milbank team re same (.2); correspondence re data room access (.3); review draft confirmation brief (.8).	3.9	Julie Wolf
35588420	9/10/2024	Call with Quinn team re documents admitted as evidence in adversary proceeding (.5); review list of documents re same (.6); review documents collected for production in response to plan requests (1.2); review draft confirmation brief (.8).	3.1	Julie Wolf
35596907	9/12/2024	Correspond with P. Bartels (Incora board) re hearing preparation.	0.2	Benjamin Schak
35640465	9/20/2024	Review topics and arguments for upcoming status conference.	0.4	Dennis F. Dunne
36169138	9/22/2024	Review materials in preparation for hearing (1.2); correspond with clients re same (.4).	1.6	Andrew M Leblanc
36468705	9/22/2024	Coordinate with co-advisors (.2); coordinate re hearing prep (.3).	0.5	Daniel Porat
35648778	9/23/2024	Conference with A. Leblanc, E. Ross, and A. Telukuntla (both PJT), A. Prentice (A&M) re hearing (.5); prepare for hearing (.7); attend hearing re mediation, case scheduling and tortious interference (3.6).	4.8	Benjamin Schak



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**45721.00025 Hearings and Court Communications**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35649168	9/23/2024	Conference with A. Leblanc to prepare for hearings (.3); review materials, pleadings, and cases re same (.2); review 1L and FSN proposed mediation path and preferred mediators re same (.2); review communications from D. Coleal and D. Landry (both Incora) re timing and business re same (.2).	0.9	Dennis F. Dunne
35701546	9/23/2024	Attend (partial) 2024/2026 tortious interference claims hearing.	2.9	Michael Scian
36169153	9/23/2024	Attend hearing re tortious interference claims (partial).	1.7	Matt Brod
36169166	9/23/2024	Attend hearing (partial) (.6); review related updates (.3).	0.9	Daniel Porat
36169171	9/23/2024	Attend hearing on AP tortious interference claim and main case mediation.	3.6	Julie Wolf
36511761	9/23/2024	Attend tortious interference hearing (3.6); review script for hearing (.7).	4.3	Samuel A. Khalil
36511763	9/23/2024	Attend hearing re tortious interference and mediation (3.6); prepare same (1.3); call with D. Dunne re same (.3); call with B. Schak, E. Ross and A. Telukuntla (both PJT), and A. Prentice (A&M) re same (.5).	5.7	Andrew M Leblanc
36525249	9/23/2024	Review discovery/privilege issues (.7); review exclusivity motion, comms thereon (.5); attend tortious interference hearing (3.6); prepare for same (1.1).	5.9	Samir Vora
36038951	9/25/2024	Attend hearing re mediation.	0.5	Samir Vora
36169177	9/25/2024	Attend hearing re mediation motion (.5); correspond with Milbank team re mediation and logistics re same (.4).	0.9	Matt Brod
36169182	9/25/2024	Attend hearing re mediation (.5); draft internal correspondence re same (.6); review updated recovery analysis prepared by PJT (.8); comments to same (.3); review financial analysis summary prepared by A&M (1.2); draft correspondence re same (.4).	3.8	Samuel A. Khalil
36169184	9/25/2024	Attend hearing re mediation (.5); calls with mediation parties re same (1.1); correspond with Milbank team re same (.8).	2.4	Andrew M Leblanc
36169188	9/25/2024	Attend hearing re mediation.	0.5	Benjamin Schak
35685626	9/27/2024	Attend hearing re mediation (.5); debriefs with E. Ross (PJT), A. Prentice (A&M), D. Landry (Incora) (.7).	1.2	Benjamin Schak
35701109	9/27/2024	Attend hearing re mediation (.5); correspond with Milbank team re same (.2).	0.7	Rupsha Basu
36038985	9/27/2024	Attend hearing re mediation.	0.5	Samir Vora
36169213	9/27/2024	Attend hearing re mediation (.5); follow-up correspondence with Milbank team re same (.3).	0.8	Hannah A. Blazek
36511767	9/27/2024	Attend hearing re mediation (.5); prepare for same (.9); correspond with Milbank team re same (.4); conference with D. Dunne re same (.4).	2.2	Andrew M Leblanc
35692934	9/29/2024	Correspond with S. Vora re Oct. 1 hearing coverage.	0.1	Benjamin Schak
35745652	9/30/2024	Call with B. Schak re preparation for Langur Maize closing argument (.4); follow-up correspondence with Milbank team re same (.3).	0.7	James McIntyre
36169241	9/30/2024	Research precedent re arranger motions.	0.6	Rupsha Basu
36169256	9/30/2024	Correspond with internal team re hearing preparation (.1); call with J. McIntyre re same (.4); correspond with team re conference hearing scheduling (.2).	0.7	Benjamin Schak



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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35568211	9/3/2024	Review confirmation discovery/briefing issues (1.4); correspond with J. Wolf re same (.4).	1.8	Samir Vora
35541472	9/4/2024	Review stipulation re Kobre counterclaims.	0.1	Benjamin Schak
35552448	9/4/2024	Create specialized searches in Relativity for attorney review per J. Wolf's request.	0.5	James McGuire
35555019	9/4/2024	Call with KK group re disclosure statement objection (.4); review disclosure statement and related pleadings re same (1.4); review plan of reorganization re same (1.3); review documents collected in response to discovery requests (1.9); call with S. Vora re case status (.4).	5.4	Julie Wolf
35568741	9/4/2024	Review Kobre stipulation re standing motion (.5); review confirmation discovery/briefing (1.3); prepare for DS hearing (1.6); review preparatory materials (2.3); call with all parties re adequate protection and other scheduling issues (.5); witness preparation in advance of DS/draft proffer (.9); review objection to adequate protection motion (.3); revise same (.6); review stipulation re same (.2).	8.2	Samir Vora
35547910	9/5/2024	Review cases related to 1111(b) in 5th Circuit to identify most significant cases (1.6); call with J. Paperny re case summary assignment (.1).	1.7	Julia Bok
35555016	9/5/2024	Review document requests and requests for admission (1.2); review production made in response and documents collected (1.3); review Plan re same (.7); correspond with Milbank team re same (.3); review documents for production (.4).	3.9	Julie Wolf
35569489	9/5/2024	Finalize and send disclosure hearing notes to J. Wolf.	0.8	Hannah A. Blazek
35577313	9/5/2024	Call with Silver Point re litigation issues.	1.2	Andrew M Leblanc
35577342	9/5/2024	Prepare for hearing re DS hearing (1.2); participate in hearing re same (1.4); call with team re same (1.3).	3.9	Andrew M Leblanc
36511668	9/5/2024	Correspond with Kobre re confirmation discovery issues.	0.4	Samir Vora
35551891	9/6/2024	Create specialized searches in Relativity for attorney review per J. Wolf and H. Blazek.	0.5	James McGuire
35554335	9/6/2024	Research cases re 1111(b) and summarize same.	0.2	Jordyn Paperny
35567445	9/6/2024	Conference with H. Blazek rediscovery productions.	0.8	Riah Kim
35569050	9/6/2024	Research production issues with UCC and formerly secured noteholders (1.0); correspond with J. Wolf re same (.5).	1.5	Hannah A. Blazek
36511750	9/6/2024	Review issues re confirmation discovery.	0.4	Samir Vora
35555052	9/8/2024	Call with S. Vora, M. Brod, B. Schak, D. Porat, J. Paperny re confirmation brief and declarations (.6); call with S. Vora re discovery (.2); review documents provided by PJT in response to diligence requests (.7); correspondence re same (.2).	1.7	Julie Wolf
35588451	9/9/2024	Review documents provided in response to PWP diligence requests (.3); review documents for production related to plan (.7); correspondence re discovery issues for confirmation hearing (.2).	1.2	Julie Wolf
35600961	9/9/2024	Correspond with D. Dunne and others re litigation issues (.7); call with Pimco re same (1.1).	1.8	Andrew M Leblanc
35607991	9/9/2024	Efforts on plan discovery negotiations with Kobre (.8); review key documents re same (1.3).	2.1	Samir Vora
35614531	9/10/2024	Correspond with Kobre Kim re productions (.1); correspond with J. Wolf re the same (.1).	0.2	Hannah A. Blazek

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35588382	9/11/2024	Conduct legal research re confirmation brief (1.1); revise same (.8); review documents produced and collected for production re confirmation (1.9).	3.8	Julie Wolf
35607950	9/11/2024	Review confirmation discovery (.6); review confirmation briefing and supporting materials (1.3); call with Quinn re next steps (.6); prepare for same (.4).	2.9	Samir Vora
35588475	9/12/2024	Review documents for production in response to confirmation-related requests (2.2); call re confirmation briefing (.6); review and revise confirmation brief (3.1); review document requests received re confirmation (.4).	6.3	Julie Wolf
35589989	9/12/2024	Create specialized searches in Relativity for attorney review (.6); organize documents from Relativity database per J. Wolf's request (.4).	1.0	James McGuire
35597153	9/12/2024	Review correspondence re productions to Kobre in advance of confirmation hearing.	0.5	Benjamin Schak
35608635	9/12/2024	Analyze confirmation discovery issues (.4); review confirmation briefing (1.4); internal correspondence re same (.4); correspond with P. Bartels re trial testimony (.3); review a 2026s 2d set of RFPs (1.2).	3.7	Samir Vora
35588393	9/13/2024	Review documents for production in response to confirmation-related requests (4.7); review second set of document requests (.6); discuss same with litigation team (.4); correspond with noteholder group counsel re evidence for confirmation hearing (.2).	5.9	Julie Wolf
35590227	9/13/2024	Create specialized searches in Relativity for attorney review (1.1); organize client documents for the production to opposing party (1.3); compress and encrypt documents per J. Wolf's request (.5).	2.9	James McGuire
35608003	9/13/2024	Review 2026 discovery (.9); review initial research re Section 1111(b) (.8).	1.7	Samir Vora
35588527	9/14/2024	Review document requests (.2) and prepare for conference re same (.5); draft confirmation briefing (2.1).	2.8	Julie Wolf
35600879	9/16/2024	Review second set of RFPs from 2024/2026 Noteholder Group (.5); conference with J. Wolf re responses and objections to 2024/2026 Noteholder Group requests for production (.6); review issues re first and second sets of requests for production (.7); correspond with J. Wolf re same (.3); research certain issues re responses and objections to second or third sets of requests (.4); conference with J. Wolf, S. Vora, and B. Schak re same (.4); draft summary of call for J. Wolf re same (.5); draft responses and objections to second set of requests (1.4); call with A&M and PJT re responses and objections (.5); draft summary of call for J. Wolf (.5).	5.8	Elizabeth Fly
35606891	9/16/2024	Discuss document productions and responses with S. Vora, J. Wolf, E. Fly.	0.4	Benjamin Schak
35615402	9/16/2024	Create specialized searches in Relativity for attorney document review.	0.3	James McGuire
35638685	9/16/2024	Review second set of document requests (.7); compile notes re responses and objections (.6); call with E. Fly re same (.6); call with S. Vora, B. Schak, E. Fly re same (.4); call with A&M and PJT teams re same (.7); review documents collected for prior requests re same (1.6); review documents collected on diligence site re same (1.3); correspond with Quinn team re documents admitted in adversary proceeding (.2); review stipulation re same (.4).	6.5	Julie Wolf

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35657835	9/16/2024	Correspond with J. Wolf and R. Kim re discovery (.5); correspond with J. Wolf and E. Fly re same (.4).	0.9	Hannah A. Blazek
36511754	9/16/2024	Analyze document discovery issues.	1.8	Samir Vora
35620138	9/17/2024	Review RFPs to analyze relevant time periods (.3); correspond with J. Wolf re findings (.5); edit draft responses and objections to second set of RFPs (1.3); attend meet and confer re second set of RFPs (.5); draft summary of same for J. Wolf (.5); conference with J. Wolf re new production of documents (.1); conduct first level review of documents in Relativity (1.2); attend call with A&M and PJT re responses to RFPs (.5); draft summary of same for J. Wolf (.4).	5.3	Elizabeth Fly
35628043	9/17/2024	Process documents received via Box.net from A&M to enable text-based searching.	1.2	James McGuire
36019366	9/17/2024	Review document discovery issues (1.3); review research re plan voting and plan appeal (1.7); correspond with Milbank team re Kobre standing motion (.3); attend meet and confer re discovery issues (.5); prepare for same (.2); review transcript of Judge Isgur oral adequate protection ruling (.4).	4.4	Samir Vora
36168837	9/17/2024	Follow-up meeting with A&M and PJT teams re noteholder document requests (.8); review documents i/c/w same (2.7); meet-and-confer call with noteholder group re document requests (.5); correspond with S. Vora, E. Fly re same (.6).	4.6	Julie Wolf
35623907	9/18/2024	Correspond with B. Schak re cram up memo (.4); correspond with same re research re standing to object to plan (.5); additional research re same (.8); revise memo re same (1.6).	3.3	Jordyn Paperny
35624157	9/18/2024	Review supplemental tortious interference briefing.	0.2	Benjamin Schak
36020035	9/18/2024	Review plan treatment memo.	0.7	Samir Vora
36169101	9/18/2024	Review correspondence re documents provided to noteholder group via diligence requests (.2); review documents re same (.6).	0.8	Julie Wolf
35648706	9/19/2024	Review produced documents.	0.9	Elizabeth Fly
35652103	9/19/2024	Review materials re settlement discussions in preparation for call re same.	2.5	Andrew M Leblanc
36019629	9/19/2024	Review document discovery issues (.8); correspond with J. Wolf re same (.4).	1.2	Samir Vora
35638550	9/20/2024	Conference with E. Ross (PJT), S. Vora, J. Wolf, and B. Schak re document requests from noteholder group (.3); follow-up call with PJT re same (.6); correspond with S. Vora re same (.3); review documents collected re same (1.1); draft search terms re same (.8); revise responses and objections re same (1.9).	5.0	Julie Wolf
35639771	9/20/2024	Discuss plan discovery requests with E. Ross (PJT), S. Vora, J. Wolf (.3); follow-up call with J. O'Connell, G. South (both PJT), S. Vora re same (.2).	0.5	Benjamin Schak
36511758	9/20/2024	Review reply in support of confirmation (1.1); revise same (1.6); correspond with PJT re discovery issues (.7).	3.4	Samir Vora
35648218	9/22/2024	Review tortious interference pleadings and likely arguments tomorrow (.3); review status of Langur Maize claims and next steps (.2).	0.5	Dennis F. Dunne
35649395	9/23/2024	Review arguments at hearing on tortious interference claims and probability weight for mediation and negotiation purposes (1.2); review next steps with mediation/scope/mediator/participants (.4).	1.6	Dennis F. Dunne

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36169170	9/23/2024	Collect documents for review in response to noteholders' document requests (1.1); revise responses and objections to same (.7).	1.8	Julie Wolf
35661470	9/24/2024	Process client documents internally to enable text-based searching.	1.8	James McGuire
35673587	9/24/2024	Review data room for documents responsive to noteholders' document requests (2.1); correspond with Quinn team re documents prepared in course of mediation (.3); review documents for production in response to noteholders' requests (1.9); review mediation order (.2); revise responses and objections to noteholder requests (.3); call with S. Vora re discovery (.1).	4.9	Julie Wolf
36038940	9/24/2024	Further review discovery/privilege issues (.5); correspond with Litigation team re same (.6); review confirmation pleadings re discovery (.7).	1.8	Samir Vora
35666641	9/25/2024	Correspond with B. Schak re status re PIMCO litigation research.	0.1	Jordyn Paperny
35667027	9/25/2024	Conference with J. Wolf re document review re production to noteholders.	0.3	Elizabeth Fly
36169194	9/25/2024	Review documents for production to noteholders (3.3); call with E. Fly re same (.3); correspond with Milbank team re same (.2) and with advisors (.2) re same; review documents admitted in adversary proceeding re relevance objections at confirmation hearing (.9).	4.9	Julie Wolf
35673635	9/26/2024	Revise responses and objections to document requests (.7); correspond with advisors re same (.6); review documents for production in response to requests (3.8); review 1L fee log re same (1.1).	6.2	Julie Wolf
35678005	9/26/2024	Process internal documents for attorney review team (.9); create specialized searches in Relativity for attorney review (1.3).	2.2	James McGuire
35679980	9/26/2024	Review documents in Relativity database re plan confirmation discovery.	1.4	Elizabeth Fly
36038959	9/26/2024	Review privilege/discovery issues (.8); review key documents (.8); review revised confirmation pleadings (1.1); review UK automatic stay issue (.3).	3.0	Samir Vora
35673624	9/27/2024	Finalize responses and objections to document requests (.3); deliver same (.1); formulate search terms for documents (.7); review documents for production (2.8); correspond with E. Fly re same (.2).	4.1	Julie Wolf
35680302	9/27/2024	Review responses and objections to requests for production (.5); review documents in Relativity database re plan confirmation discovery (.9).	1.4	Elizabeth Fly
36511769	9/27/2024	Revise draft response and objections to confirmation discovery.	1.2	Samir Vora
35680239	9/28/2024	Review documents in Relativity database re plan confirmation discovery.	0.7	Elizabeth Fly
35685674	9/30/2024	Review documents produced to noteholder group in discovery in response to first requests (.7); review documents for production to noteholder group in response to second requests (2.1); revise search terms re same (.6); correspond with Milbank and A&M teams re same (.3).	3.7	Julie Wolf
35690833	9/30/2024	Review documents re plan confirmation discovery.	4.9	Elizabeth Fly
35745153	9/30/2024	Review briefing re Langur Maize action.	0.4	James McIntyre

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36169249	9/30/2024	Correspond with J. Wolf re documents re discovery.	0.3	James McGuire

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35552092	9/3/2024	Review August time entries for compliance with US Trustee Guidelines.	2.6	Ishmael Taylor-Kamara
35552068	9/4/2024	Review August time entries for compliance with US Trustee Guidelines.	2.5	Ishmael Taylor-Kamara
35551817	9/5/2024	Review August time entries for compliance with US Trustee Guidelines.	2.6	Ishmael Taylor-Kamara
35551835	9/6/2024	Review August time entries for compliance with US Trustee Guidelines.	3.3	Ishmael Taylor-Kamara
35590781	9/9/2024	Review August time entries for compliance with US Trustee Guidelines.	2.6	Ishmael Taylor-Kamara
35608797	9/9/2024	Revise July daynotes in accordance with UST guidelines (3.1); revise fourth interim fee application (.8); revise August daynotes in accordance with UST guidelines (2.7); correspond with M. Brod, A. Heckman, A. Bruce, I. Taylor-Kamara, and R. Smith re March, April, and May daynotes revisions (.3).	6.9	Michael Scian
35591131	9/10/2024	Review August time entries for compliance with US Trustee Guidelines.	2.8	Ishmael Taylor-Kamara
35608755	9/10/2024	Review revised March daynotes in accordance with UST guidelines (.6); correspond with M. Brod, A. Heckman, A. Bruce, I. Taylor-Kamara, and R. Smith re same (.1).	0.7	Michael Scian
35590796	9/11/2024	Review August time entries for compliance with US Trustee Guidelines.	3.2	Ishmael Taylor-Kamara
35596667	9/11/2024	Review July time entries re compliance with UST guidelines.	1.2	Ashanti Bruce
35608747	9/11/2024	Revise March, April, and May daynotes in accordance with UST guidelines and prepare filing versions for each (1.3); correspond with M. Brod, A. Heckman, A. Bruce, I. Taylor-Kamara, and R. Smith re same (.3); correspond with A. Qiao re revisions to July daynotes in accordance with UST guidelines (.2); further revise July daynotes in accordance with UST guidelines (1.6).	3.4	Michael Scian
35590738	9/12/2024	Review August time entries for compliance with US Trustee Guidelines.	2.4	Ishmael Taylor-Kamara
35596610	9/12/2024	Review June time entries re compliance with UST guidelines (1.0); review August time entries re same (3.1); correspond with A. Heckman and E. Davis (both Milbank Billing) re same (.2).	4.3	Rebecca Smith
35601024	9/12/2024	Review July time entries re UST guidelines.	3.6	Ashanti Bruce
35602222	9/12/2024	Review revised fee statements (.3); correspond with Milbank team re same (.1).	0.4	Matt Brod
35608594	9/12/2024	Revise March, April, and May daynotes in accordance with UST guidelines and prepare filing versions of fee statements for each (2.6); correspond with M. Brod, B. Schak, A. Heckman, A. Bruce, I. Taylor-Kamara, and R. Smith re same (.4); correspond with R. Sherald (H&B) re filing re same (.1); revise fourth interim fee application (.8).	3.9	Michael Scian
35591255	9/13/2024	Review August time entries for compliance with US Trustee Guidelines.	3.2	Ishmael Taylor-Kamara
35596649	9/13/2024	Review certain June time entries re compliance with UST guidelines.	0.5	Rebecca Smith
35635490	9/16/2024	Review certain June time entries for compliance with UST guidelines (.6); correspond with M. Scian re same (.1); correspond with A. Heckman (Milbank Billing) re same (.1).	0.8	Rebecca Smith



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35635804	9/16/2024	Review August time entries for compliance with US Trustee Guidelines.	2.8	Ishmael Taylor-Kamara
35644722	9/16/2024	Review July time entries re compliance with UST guidelines.	2.3	Ashanti Bruce
35653572	9/16/2024	Review time entries re narratives re fourth interim fee application (1.8); revise narratives re same (2.4); correspond with B. Schak re June daynotes in accordance with UST guidelines (.1); correspond with I. Taylor-Kamara, A. Bruce, and R. Smith re August daynotes in accordance with UST guidelines (.1).	4.4	Michael Scian
35624170	9/17/2024	Review June time entries in accordance with UST guidelines (.3); review Fourth Interim Application (.4).	0.7	Benjamin Schak
35632255	9/17/2024	Review September time entries re compliance with UST guidelines (1.6); review July time entries re same (.4).	2.0	Ashanti Bruce
35635752	9/17/2024	Review August time entries for compliance with US Trustee Guidelines.	1.9	Ishmael Taylor-Kamara
35653146	9/17/2024	Review time entries re narratives re fourth interim fee application (.8); revise narratives (3.1); correspond with B. Schak re same (.1); correspond with I. Taylor-Kamara, A. Bruce, and R. Smith re July and August daynotes in accordance with UST guidelines (.2).	4.2	Michael Scian
35632465	9/18/2024	Review September time entries re compliance with US Trustee Guidelines.	2.5	Ashanti Bruce
35635377	9/18/2024	Review August time entries re compliance with US Trustee Guidelines.	2.8	Ishmael Taylor-Kamara
35635452	9/18/2024	Review August time entries re compliance with UST guidelines.	1.0	Rebecca Smith
35635827	9/18/2024	Review August time entries re compliance with US Trustee Guidelines.	3.0	Leon Thomas
35653747	9/18/2024	Review time entries re narratives re fourth interim fee application (.9); revise narratives re same (2.2); correspond with A. Heckman re same (.1); correspond with B. Schak re July time entries in accordance with UST guidelines (.1); correspond with I. Taylor-Kamara, A. Bruce, and R. Smith re August time entries in accordance with UST guidelines (.1); revise August time entries in accordance with UST guidelines (1.3).	4.7	Michael Scian
35632386	9/19/2024	Review September time entries re compliance with US Trustee Guidelines.	1.6	Ashanti Bruce
35635876	9/19/2024	Review August time entries for compliance with US Trustee Guidelines.	1.6	Ishmael Taylor-Kamara
35635899	9/19/2024	Review August time entries re compliance with US Trustee Guidelines.	2.0	Leon Thomas
35653610	9/19/2024	Revise August time entries in accordance with UST guidelines (1.8); correspond with I. Taylor-Kamara, A. Bruce, and R. Smith re same (.1); correspond with B. Schak re revised June time entries (.1); correspond with B. Schak re revised fourth interim fee application (.1).	2.1	Michael Scian
36169118	9/19/2024	Review July 2023 time entries through project code #19 (.4); review time entries through final project code (.4).	0.8	Benjamin Schak
35635416	9/20/2024	Review August time entries re compliance with US Trustee Guidelines.	1.0	Leon Thomas
35635684	9/20/2024	Review August time entries re compliance with US Trustee Guidelines.	2.8	Ishmael Taylor-Kamara

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35635758	9/20/2024	Review September time entries for compliance with UST guidelines.	2.0	Rebecca Smith
35635762	9/20/2024	Review August time entries re compliance with US Trustee Guidelines.	1.6	Ishmael Taylor-Kamara
35644869	9/20/2024	Review September time entries re compliance with UST guidelines.	2.5	Ashanti Bruce
35653213	9/20/2024	Revise September time entries in accordance with UST guidelines (2.2); correspond with R. Smith, A. Bruce, and I. Taylor-Kamara re same (.1); correspond with same re revisions to August time entries in accordance with UST guidelines (.1); revise same (.8).	3.2	Michael Scian
35674820	9/23/2024	Review September time entries re compliance with UST guidelines.	0.9	Ashanti Bruce
35680036	9/23/2024	Review August time entries re compliance with US Trustee Guidelines (1.4); review September time entries re same (1.2).	2.6	Ishmael Taylor-Kamara
35701551	9/23/2024	Revise fourth interim fee application in accordance with UST guidelines (.6); correspond with R. Basu re same (.1); review July time entries in accordance with UST guidelines (.4); correspond with I. Taylor-Kamara, R. Smith, and A. Bruce re same (.1); review September time entries in accordance with UST guidelines (1.4).	2.6	Michael Scian
35674785	9/24/2024	Review July time entries re compliance with US Trustee guidelines.	1.2	Ashanti Bruce
35679849	9/24/2024	Review September time entries re compliance with UST guidelines (3.3); review June time entries re same (.4).	3.7	Rebecca Smith
35680177	9/24/2024	Review September time entries re compliance with US Trustee guidelines (2.0); review July time entries re same (2.3).	4.3	Ishmael Taylor-Kamara
35702143	9/24/2024	Revise fourth interim fee application in accordance with UST guidelines (.8); review June time entries in accordance with UST guidelines (1.4); correspond with I. Taylor-Kamara, R. Smith, and A. Bruce re same (.1); review September time entries in accordance with UST guidelines (.3).	2.6	Michael Scian
35680201	9/25/2024	Review August time entries re compliance with US Trustee Guidelines. (1.4); review September time entries re same (1.9).	3.3	Ishmael Taylor-Kamara
35671038	9/26/2024	Review August time entries.	0.5	Benjamin Schak
35680139	9/26/2024	Review June time entries re compliance with UST guidelines (.7); review September time entries re same (1.8).	2.5	Rebecca Smith
35680404	9/26/2024	Review September time entries re compliance with US Trustee Guidelines (3.1); review June time entries re same (1.2).	4.3	Ishmael Taylor-Kamara
35701821	9/26/2024	Review August time entries in accordance with UST guidelines (2.2); correspond with B. Schak re same (.1); review July time entries in accordance with UST guidelines (1.8); correspond with H. Blazek and J. Wolf re same (.1); revise fourth interim fee application in accordance with UST guidelines (.9); review September time entries in accordance with UST guidelines (.7); correspond with R. Smith, A. Bruce, and I. Taylor-Kamara re same (.1); review June time entries in accordance with UST guidelines (.4); correspond with M. Brod, B. Schak, and A. Heckman re same (.1).	6.4	Michael Scian
35711028	9/26/2024	Review fee statement.	1.2	Matt Brod



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35680330	9/27/2024	Review September time entries re compliance with US Trustee Guidelines (2.1); review August time entries re same (1.1).	3.2	Ishmael Taylor-Kamara
35700567	9/27/2024	Review September time entries in accordance with UST guidelines (2.9); review June time entries in accordance with UST guidelines (.3); correspond with M. Brod, A. Heckman, I. Taylor-Kamara re same (.1).	3.3	Michael Scian
35710972	9/27/2024	Review Milbank fee statement.	1.7	Matt Brod
35685893	9/30/2024	Review July time entries re compliance with UST guidelines.	0.8	Julie Wolf
35729054	9/30/2024	Review September time entries re compliance with US Trustee Guidelines (1.8); review June fee statement re same (1.5).	3.3	Ishmael Taylor-Kamara
35741546	9/30/2024	Review July time entries in accordance with UST guidelines (1.6); correspond with J. Wolf, H. Blazek, A. Bruce, R. Smith, and I. Taylor-Kamara re same (.1); review August time entries in accordance with UST guidelines (1.5); correspond with H. Blazek, A. Bruce, R. Smith, and I. Taylor-Kamara re same (.2); review June time entries in accordance with UST guidelines (1.6); review June time entries in accordance with UST guidelines (.6); correspond with A. Heckman, A. Bruce, R. Smith, and I. Taylor-Kamara re same (.2).	5.8	Michael Scian
35746433	9/30/2024	Review Milbank August fee statement.	1.7	Matt Brod
36169245	9/30/2024	Call with J. Wolf re fee statement review.	0.3	Hannah A. Blazek

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35530339	9/2/2024	Review final points towards a consensual disclosure statement hearing (.4); review draft DS and POR (.5).	0.9	Dennis F. Dunne
35565478	9/2/2024	Preparation of materials for DS hearing (3); coordinate with team (.5).	3.5	Daniel Porat
35571828	9/2/2024	Correspond with Milbank team re Plan/DS issues and next steps.	0.4	Matt Brod
36674805	9/2/2024	Review caselaw research re plan confirmation issues (1.6); review draft DS motion (1.8).	3.4	Samuel A. Khalil
35530122	9/3/2024	Review updates re resolution of DS hearing issues (.8); review documents and script (.3).	1.1	Dennis F. Dunne
35541505	9/3/2024	Schedule phone call re Plan and DS (.1); discuss DS issues with J. Conte (KK) (.1); correspond with J. Conte re same (.1); review revisions of DS (.7).	1.0	Benjamin Schak
35549907	9/3/2024	Revise re-solicitation order.	0.5	James McIntyre
35564470	9/3/2024	Revise plan (.3); update DS for filing (9.7).	10.0	Charlie Fendrych
35565803	9/3/2024	Review issues re filing of revised documents.	2.1	Daniel Porat
35566119	9/3/2024	Correspond with D. Porat, J. McIntyre, and C. Fendrych re disclosure statement and ballots.	0.4	Michael Scian
35571833	9/3/2024	Correspond with Milbank team re Plan/DS.	0.6	Matt Brod
35541519	9/4/2024	Review UST DS objection (.4); correspond with J. Weber (PW) re Plan language (.3); review of numerous plan-related documents and discussions re same (2.3).	3.0	Benjamin Schak
35542895	9/4/2024	Review revised Disclosure Statement and exhibits (.4); review appellate adjustment mechanism (.4); review governance proposal (0.3).	1.1	Dennis F. Dunne
35542931	9/4/2024	Review revised plan and classification issues.	0.3	Dennis F. Dunne
35549891	9/4/2024	Correspond with Milbank team re DS materials (.5); revisions to same (.6); reviewed UST objection to re-solicitation motion (.2); drafted solicitation authority summary (.4); legal research re same (.4).	2.1	James McIntyre
35563898	9/4/2024	Revise chapter 11 plan (.6); correspond with D. Porat re filings (.2); compile DS, exhibits, and order for filing (12.3).	13.1	Charlie Fendrych
35564626	9/4/2024	Review revised plan and disclosure (1.3); draft correspondence re changes to structure of AAM (1.2); draft revised tax disclosure (1.8).	4.3	Michael Rivkin
35565524	9/4/2024	Address plan (1.6) and DS (2.6) and filing (1.0) issues; review comms from interested party re potential plan objection (.3).	5.5	Daniel Porat
35571818	9/4/2024	Review revised Plan/DS documents and comments (1.7); correspond with Milbank team re same (.1); correspond with Milbank team re hearing prep (.4); review case law re same (1.4); review issues Plan/DS issues re same (.3).	3.9	Matt Brod
36468671	9/4/2024	Review updates and revised deadlines from Kobre (.3); review DPW comments re Disclosure Statement and timetable (.2).	0.5	Dennis F. Dunne
36674807	9/4/2024	Review potential settlement constructs in connection with bondholder negotiations (.9); review revised plan (.8) and revised DS (.6); review draft confirmation order (1.6)	3.9	Samuel A. Khalil
35544881	9/5/2024	Review edits to Plan and DS.	0.2	Benjamin Schak
35546963	9/5/2024	Review redlines, revised timeline and slides for court (.7); prepare for DS hearing (.5); review 1111(b) request (.3).	1.5	Dennis F. Dunne

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35563906	9/5/2024	Review filing for accuracy (.9); correspond with Milbank team re same (.3); revise filings per hearing outcome (1.6); call with D. Porat re plan (.2).	3.0	Charlie Fendrych
35564338	9/5/2024	Review correspondence re updated filing.	0.5	Michael Rivkin
35565876	9/5/2024	Address plan (1) and filing (.8) issues; attention to solicitation issues (.2).	2.0	Daniel Porat
36511666	9/5/2024	Research re section 1111(b) (.3); correspond with Milbank team re same (.3).	0.6	Jordyn Paperny
36511670	9/5/2024	Research re 1111(b) election (.7); correspond with team re same (.3).	1.0	Samir Vora
36511980	9/5/2024	Conference with R. Cook (JPM) re Judge Isgur comments today and next steps (.3); conferences with S. Dostart (PIMCO) re same (.3); conferences with A. Leblanc re D. Reganato (Silver Point ) issues and concerns re same (.4); conferences with D. Landry (Incora) re same (.2);	1.2	Dennis F. Dunne
35553757	9/6/2024	Call with D Schaible ((DPW) re settlement negotiations (.4); draft revised settlement agreement (.8); review hearing transcripts re same (2.1); draft internal correspondence re settlement negotiations and mediation (1.1).	4.4	Samuel A. Khalil
35559316	9/6/2024	Draft markup of term sheet (.3); discuss solicitation and documentation with D. Porat (.1); discuss Plan Supplement issues with D. Porat, R. Kestenbaum, M. Grant, R. Aymard, others (.5); draft revisions to term sheet for plan (.4); discuss same with D. Porat (.1).	1.4	Benjamin Schak
35563034	9/6/2024	Review updates and next steps with mediator, FSNs and 1Ls (.8); conferences with D. Reganato (Silver Point) and J. Weisman (SPT) (.3).	1.1	Dennis F. Dunne
35564662	9/6/2024	Compile solicitation materials for Verita team.	2.4	Charlie Fendrych
35565274	9/6/2024	Coordinate re supplement documents.	0.9	Daniel Porat
35571714	9/6/2024	Correspond with Milbank team re plan supplement workstreams (.2); review confirmation scheduling (.2); review confirmation issues and next steps (.5).	0.9	Matt Brod
36511672	9/6/2024	Review cases re 1111(b) in 5th Circuit and draft case summaries.	1.7	Julia Bok
36511752	9/6/2024	Review confirmation briefing (2.3); review 1111(b) briefing (.3).	2.6	Samir Vora
36513392	9/6/2024	Call with Milbank team workstreams ahead of hearing (.5); prepare for same (.1).	0.6	Mendy Fox
36513394	9/6/2024	Correspond with Milbank team re next steps (.2); call with Milbank team re workstreams (.5).	0.7	Russell J. Kestenbaum
36525482	9/6/2024	Begin drafting fourth exclusivity motion.	0.8	Rupsha Basu
35554197	9/7/2024	Revise settlement proposal (.6); draft correspondence re same (.8).	1.4	Samuel A. Khalil
35558959	9/7/2024	Read proposal from S. Khalil to Kobre and DPW.	0.1	Benjamin Schak
35563691	9/7/2024	Review updates on DPW and KK groups' positions re AAM and fees (.4); review JPM correspondence (.2); review possible settlement scenarios and proposals (.3).	0.9	Dennis F. Dunne
36511678	9/7/2024	Review cases re 1111(b) in 5th Circuit and draft case summaries.	0.1	Julia Bok
35559237	9/8/2024	Discuss confirmation briefing with M. Brod, S. Vora, others.	0.5	Benjamin Schak
35564522	9/8/2024	Correspond with Verita team re solicitation.	0.3	Charlie Fendrych

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35566078	9/8/2024	Correspond with Milbank team re solicitation.	0.1	Daniel Porat
35571935	9/8/2024	Call with Milbank team re confirmation briefing and next steps (.7); review precedent re same (.3).	1.0	Matt Brod
36468677	9/8/2024	Conferences with R. Cook and G. Seketa re settlement terms and revised plan (.3); review updates from DPW (.2); review possible reactivation of mediation with Judge Lopez (.2); correspondence with A. Leblanc and S. Khalil re same (.2).	0.9	Dennis F. Dunne
36511682	9/8/2024	Review cases re 1111(b) in 5th Circuit (2.2); draft case summaries (1.6).	3.8	Julia Bok
35564397	9/9/2024	Review Judge Lopez update on availability and mediation agenda (.3); review latest request from Fried Frank on appeal and deal terms (.4); correspond with S. Khalil re same (.2).	0.9	Dennis F. Dunne
35576093	9/9/2024	Review hearing transcript in connection with ongoing settlement negotiations (2.3); draft revised settlement construct per calls with KK group (.8).	3.1	Samuel A. Khalil
35606564	9/9/2024	Coordinate re supplement (.1); attention to solicitation issues (.2).	0.3	Daniel Porat
35610401	9/9/2024	Coordinate solicitation materials filing (.7), call with D. Porat re same (.2), and correspondence with D. Porat re same (.2).	1.1	Charlie Fendrych
36511680	9/9/2024	Review cases re 1111(b) in 5th Circuit and draft case summaries.	1.1	Julia Bok
36511688	9/9/2024	Research cases re 1111(b) and summarize same (4.4); correspond with Milbank team re same (.4).	4.8	Jordyn Paperny
35576111	9/10/2024	Call with R Strickland (FF) and Z Rosenbaum (KK) (.5); review chapter 11 plan analysis re same (.9); draft internal correspondence re alternative plan structures (1.3).	2.7	Samuel A. Khalil
35577100	9/10/2024	Review 1111(b) election and non-recourse debt terms (.4); review Fried Frank proposal for path forward and alternate plan (.3); call with D. Reganato (Silver Point) re 1L proposed path forward (.4).	1.1	Dennis F. Dunne
35598111	9/10/2024	Discuss governance and debt documents on inclusion in Plan Supplement with S. Charest, R. Aymard, J. Anderson, M. Rivkin, D. Porat, several others.	0.2	Benjamin Schak
35602261	9/10/2024	Multiple correspondence with Milbank team re discussions and next steps (.4); call with Fried Frank re same (.2).	0.6	Matt Brod
35606369	9/10/2024	Coordinate re supplement.	0.5	Daniel Porat
35606491	9/10/2024	Review LLCA as revised to implement the AAM (3.4); call re plan supplements (.3).	3.7	Michael Rivkin
35608631	9/10/2024	Continue drafting fourth exclusivity motion (.5); call with B. Schak re same (.1).	0.6	Rupsha Basu
35609884	9/10/2024	Attend call re plan supplement.	0.3	Charlie Fendrych
36511303	9/10/2024	Conference re Plan Supplement filings.	0.4	Jason T. Anderson
36511686	9/10/2024	Summarize 5th circuit cases re 1111(b).	4.9	Jordyn Paperny
36511690	9/10/2024	Review memorandum re 1111(b) issue (.8); revise same (.7).	1.5	Samir Vora
36513390	9/10/2024	Internal call with B. Schak, J. Anderson, R. Aymard, M. Unterhalter, D. Porat, and M. Rivkin to discuss Plan workstreams.	0.5	Mendy Fox
36674834	9/10/2024	Review indentures.	1.4	Casey Fleck

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35577721	9/11/2024	Call with management team re settlement negotiations and liquidity (.9); draft correspondence to internal team re same (.4); call with Z. Rosenbaum (KK) re same (.5); call with D. Schaible (DPW) re same (.4); call with Milbank and Quinn working group re same and standing motion (.8); review memo re 1111(b) and underlying case law (2.1).	5.1	Samuel A. Khalil
35597242	9/11/2024	Conference with S. Khalil, S. Kirpalani (QE), others re confirmation strategy.	0.5	Benjamin Schak
35602167	9/11/2024	Call with Fried Frank re plan issues (.3); follow up correspondence with Milbank team re same (.2).	0.5	Matt Brod
35606299	9/11/2024	Draft supplemental tax disclosure to address revised approach to 2024 notes rights (2.9); review correspondence re tax comments to LLCA and Indentures (.9).	3.8	Michael Rivkin
36468679	9/11/2024	Review Fried Frank's rejection of mediation and proposed plan term sheet (.3); review Pimco position on path forward (.4); review management concerns (.2).	0.9	Dennis F. Dunne
36511684	9/11/2024	Correspond with Milbank team re 5th circuit cases re 1111(b).	1.1	Jordyn Paperny
36511692	9/11/2024	Review Section 1111(b) cases and research for any mention of new debt terms.	0.2	Julia Bok
36674828	9/11/2024	Review indentures (.6); correspond with Milbank team re same (.3).	0.9	Casey Fleck
35585771	9/12/2024	Review Kobre group's proposed plan term sheet (.6); review confirmability, cramdown and related issues (.3); review alternatives and mediation points (.2).	1.1	Dennis F. Dunne
35597152	9/12/2024	Discuss exclusivity briefing with M. Brod (.3); discuss confirmation briefing with S. Vora, M. Brod, J. Wolf (.5); calls with R. Aymard, N. Kunz, M. Unterhalter re timing of various Plan Supplement documents (.3).	1.1	Benjamin Schak
35600175	9/12/2024	Review proposal from Kobre group (.9); review caselaw research re same (3.2).	4.1	Samuel A. Khalil
35602245	9/12/2024	Call with Milbank team re confirmation briefing (.5); review pleadings and next steps re same (.8); call with B. Schak re exclusivity issues (.3).	1.6	Matt Brod
35606961	9/12/2024	Internal call re LLCA (1.0); review and revise tax disclosure (.8); review takeback notes' indentures (1.0).	2.8	Michael Rivkin
35607376	9/12/2024	Call with A&M re plan supplement (.2); revise same (1.3); correspond with team re same (.2); continue drafting exclusivity motion (.7).	2.4	Rupsha Basu
36511250	9/12/2024	Review TCEQ correspondence re CO language.	0.4	Charlie Fendrych
36674830	9/12/2024	Attention to open items re indentures (1.1); communications re same (.3).	1.4	Casey Fleck
35595525	9/13/2024	Review classification and cramdown options (.4); review PIMCO's proposed debt plan (.3); review governance issues and options (.7).	1.4	Dennis F. Dunne
35597848	9/13/2024	Prepare issues list re FF term sheet (.5); discuss same with E. Ross (PJT) (.2); discuss same with A. Telukuntla (PJT) (.1); discuss same with D. Coleal, D. Landry (both Incora), E. Ross (PJT), D. Dunne, S. Khalil (.7); same, S. Khalil (.1); same, E. Ross and A. Telukuntla (.2); review notice of plan supplement and related documents (.5); correspond with Milbank team re delivery of plan supplement docs to MoFo (.1); discuss same with S. Charest, N. Kunz, M. Rivkin (.1).	2.5	Benjamin Schak

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35600208	9/13/2024	Further review proposal from Kobre group (.6); further review caselaw research re same (1.8); review hearing transcript re same (1.2); draft correspondence re same and hearing dates to internal team (.8); correspond with management team re same (.7).	5.1	Samuel A. Khalil
35602068	9/13/2024	Call with management re settlement discussions and next steps.	0.5	Matt Brod
35606818	9/13/2024	Review indentures (1.2); review correspondence re indentures (.6); review FF settlement proposal and emails re same (.6); tax comments to LLCA (.8).	3.2	Michael Rivkin
35610752	9/13/2024	Correspond with DPW team re Chubb rider to plan.	0.3	Charlie Fendrych
36511694	9/13/2024	Correspond with S. Vora re briefing on confirmation and 2026 standing motion.	0.1	Benjamin Schak
36511997	9/13/2024	Conference with D. Coleal and D Landry (both Incora) re JPM proposal and next steps with settlement discussions (.5); review analyses and open issues (.3).	0.8	Dennis F. Dunne
36513405	9/13/2024	Correspond with M. Rivkin re Description of Restructuring Transactions and disclosure.	0.5	Mendy Fox
36513408	9/13/2024	Review Fried Frank plan term sheet (.4); correspond with Milbank team re same (.2).	0.6	Russell J. Kestenbaum
36674832	9/13/2024	Correspond with Milbank team re indentures (.2); review same (.7).	0.9	Casey Fleck
36674836	9/13/2024	Finish drafting exclusivity motion (.9); attend call re plan (.7); review comments to plan supplement (.3).	1.9	Rupsha Basu
35593280	9/14/2024	Research re plan confirmation issues.	2.2	Mark Polishuk
35600121	9/14/2024	Review revised chapter 11 plan (1.1); draft internal correspondence re same (.9); review memo re plan confirmation (1.8); draft internal correspondence re same (.4).	4.2	Samuel A. Khalil
36511696	9/14/2024	Correspond with Milbank team re cram up memo.	0.4	Jordyn Paperny
36511702	9/14/2024	Conference with J. Wolf re research and cram up (.1); research re. same (.5).	0.6	Riah Kim
35595265	9/15/2024	Review exclusivity extension arguments and standard.	0.4	Dennis F. Dunne
35595321	9/15/2024	Review D. Coleal meeting with principals and script for same.	0.6	Dennis F. Dunne
35602453	9/15/2024	Review cram up memos and law (1.1) correspond with Milbank team re same (.2).	1.3	Matt Brod
35606668	9/15/2024	Review plan supplement issues.	0.2	Daniel Porat
36511698	9/15/2024	Research re cram up (3.0); draft memorandum re same (.5).	3.5	Riah Kim
36511700	9/15/2024	Correspond with Milbank team re cram up memo (.4); review materials re same (.7); research re same (2.0).	3.1	Jordyn Paperny
36674826	9/15/2024	Review indentures.	1.4	Casey Fleck
35606569	9/16/2024	Review DPW edits to Description of Restructuring Transactions (.3); review memo re legal issues involving plan structure (.4); correspond with S. Khalil, M. Brod, others re timing of plan process (.2); revise exclusivity motion (2.8).	3.7	Benjamin Schak
35620135	9/16/2024	Research re plan issue (3.6); analyze case law re same (2.8); call with J. Paperny and R. Kim re same (.3).	6.7	Mark Polishuk
35651328	9/16/2024	Review DPW comments to Description of Restructuring Transactions.	0.8	Michael Rivkin



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35659247	9/16/2024	Correspond with Milbank team re upcoming deadlines and next steps (.3); review talking points (.2); correspond. with S. Khalil re same (.1).	0.6	Matt Brod
36166109	9/16/2024	Review takeback indentures (.7); correspond with N. Kunz re same (.2).	0.9	Casey Fleck
36168328	9/16/2024	Review takeback debt issues re appellate adjustment mechanism.	0.2	Russell J. Kestenbaum
36511728	9/16/2024	Call with J. Paperny and M. Polishuk re plan research (.3); research re same (1.6).	1.9	Riah Kim
36511730	9/16/2024	Call with R. Kim and M. Polishuk re plan issue memo (.3); review plan documents re same (1.3); research re same (3.2).	4.8	Jordyn Paperny
36511755	9/16/2024	Revise memo re plan issues (1.3); call with DPW and others re confirmation scheduling issues (.5); revise exclusivity motion (1.7).	3.5	Samir Vora
36513410	9/16/2024	Review DPW mark-up of restructuring steps memo (1.4); provide comments to same (1.3); correspond with B. Schak re same (.3); review R. Kestenbaum comments to same (.3); correspond with R. Kestenbaum re same (.5).	3.8	Mendy Fox
36513412	9/16/2024	Review revised draft restructuring steps from DPW (.2), call with M. Fox re same (.2); correspond with M. Fox, M. Rivkin re; same (.2); comment on mark-up (.2).	0.8	Russell J. Kestenbaum
36674838	9/16/2024	Correspond with B. Schak re plan supplement (.3); correspond with same re exclusivity motion (.1).	0.4	Rupsha Basu
35620180	9/17/2024	Research re cram up.	0.8	Mark Polishuk
35621615	9/17/2024	Review updates from BlackRock, JPM, and Pimco (.7); review alternatives (.3); analyze business impact (.2).	1.2	Dennis F. Dunne
35621681	9/17/2024	Review exclusivity motion (.3); review arguments (.3).	0.6	Dennis F. Dunne
35624149	9/17/2024	Revise exclusivity motion (.3); review motion re deadlines (.4); coordinate filing of same (.2); call with S. Massman (DPW) re restructuring proposal (.1); review memo regarding plan structuring issue (.6); follow-up correspondence with J. Paperny re same (.3); correspond with S. Vora, J. Paperny re analysis of other potential plan structuring issues (.7).	2.6	Benjamin Schak
35633884	9/17/2024	Review revised chapter 11 plan structure per noteholder proposal (.9); review caselaw research re same (2.8); draft correspondence re same (.7).	4.4	Samuel A. Khalil
35652462	9/17/2024	Correspond with B. Schak re exclusivity motion (.3); revise same (.2); revise plan supplement (.3).	0.8	Rupsha Basu
35653474	9/17/2024	Coordinate re issues re plan objection.	0.2	Daniel Porat
35656364	9/17/2024	Correspond with D. Porat re Chubb comments to plan.	0.2	Charlie Fendrych
35659125	9/17/2024	Comment on exclusivity motion (.5); correspond with Milbank team re same (.1); review appeal analysis (.2); correspond with PJT re same (.2); multiple correspond. with Milbank team re deadline extension motion deadline (.2); review same and next steps (.3); review confirmation issues (.6).	2.1	Matt Brod
35684701	9/17/2024	Revise confirmation order (4.0); correspond with FRG team re same (.3); correspond with same re plan issues (.5).	4.8	James McIntyre
36168334	9/17/2024	Review Description of Restructuring Transactions.	0.4	Mendy Fox
36168336	9/17/2024	Correspond with R. Kestenbaum re tax comments to DorRT (.3); correspond with same re supplemental tax disclosure (.3).	0.6	Michael Rivkin

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36168838	9/17/2024	Review portions of confirmation brief (1.4); revise same (1.8).	3.2	Julie Wolf
36511732	9/17/2024	Correspond with M. Polishuk re cram up memo (.3); research re standing to object to plan (2.7); draft memo re same (3.3); correspond with M. Polishuk re same (.2).	6.5	Jordyn Paperny
36513415	9/17/2024	Review DPW revisions to DS (.1); correspond with Milbank team re: same (.1).	0.2	Russell J. Kestenbaum
35623579	9/18/2024	Craft possible counter to JPM's offer (.3); review issues under 1129 with Fried Frank's proposal (.2); review next steps with mediation and meeting with Kobre Kim group (.2); review 1111(b) issues (.2); call with D. Coleal and D. Landry (both Incora), J. O'Connell, E. Ross, S. Khalil, and B. Schak re plan negotiations (.4).	1.3	Dennis F. Dunne
35624129	9/18/2024	Revise exclusivity motion (.7); correspond with J. Paperny re analysis of certain legal issues re plan (.1); correspond with same re analysis of other legal issues re plan (.5); review memo re same (.5); revise same (.3); call with S. Kirpalani and V. Noskov (both Quinn), J. O'Connell and E. Ross (both PJT), B. Cejka and C. Kelly (both A&M) and others re plan negotiations (.4); call with D. Coleal and D. Landry (both Incora), J. O'Connell, E. Ross, D. Dunne S. Khalil and others re plan negotiations (.4); draft markup of 2026 group term sheet for plan (.8).	3.7	Benjamin Schak
35628596	9/18/2024	Research re cram up.	0.3	Mark Polishuk
35634849	9/18/2024	Further review noteholder proposal (.6); draft correspondence re same (.6); review legal memo re confirmation issues raised by noteholder (1.1); review hearing transcripts re same (1.7); call with D. Coleal and D. Landry (both Incora), J. O'Connell, E. Ross, D. Dunne, and B. Schak re plan negotiations (.4).	4.4	Samuel A. Khalil
35652379	9/18/2024	Communications with team re issues re plan objection (.2); review exclusivity motion (.5); review related correspondence (.1).	0.8	Daniel Porat
35653141	9/18/2024	Draft correspondence re exclusivity motion (.2); incorporate comments to same (.4); revise plan supplement (.3).	0.9	Rupsha Basu
35659126	9/18/2024	Further revise exclusivity extension motion (.8); correspond with Milbank team re same (.1).	0.9	Matt Brod
35685227	9/18/2024	Revise confirmation order (2.7); correspond with FRG team re same (.4); correspond with same re exclusivity (.2).	3.3	James McIntyre
36169098	9/18/2024	Call with PwC re appeal adjustment mechanism (.8); review counter to 2026 plan (1.1).	1.9	Michael Rivkin
36169102	9/18/2024	Revise confirmation brief (3.8); review caselaw re same (.8).	4.6	Julie Wolf
36511734	9/18/2024	Review D. Coleal reports re Golden Gate and other lenders' reaction to settlement discussions (.4); review updates on counterparty concerns and possible business loss (.5); review JPM correspondence re same (.3).	1.2	Dennis F. Dunne
36674840	9/18/2024	Correspond with N. Kunz re takeback indentures.	0.4	Casey Fleck
35628239	9/19/2024	Revise term sheet for counter to 2026 group (.3); discuss same with E. Ross (.1); calls re same with S. Khalil (.1), M. Brod (.2), and C. Fendrych (.1); correspond with R. Basu re exclusivity motion (.3).	1.1	Benjamin Schak
35628557	9/19/2024	Correspond with Milbank team re ongoing research.	0.2	Mark Polishuk



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35639171	9/19/2024	Review draft exclusivity motion (1.2); comments to same (.6); draft internal correspondence re confirmation issues and ongoing bond holder negotiations (.8); call with B. Schak re counter for 2026 group term sheet for plan (.1).	2.7	Samuel A. Khalil
35653777	9/19/2024	Analyze confirmation timeline.	0.2	Daniel Porat
35656189	9/19/2024	Revise plan counter term sheet (3.2); correspond with B. Schak and M. Brod re term sheet (.5); call with B. Schak re same (.1).	3.8	Charlie Fendrych
35659192	9/19/2024	Correspond with B. Schak and C. Fendrych re term sheet (.4); call with B. Schak re same (.2); review same (.6); comment on same (.4); review issues (.3) and documents re same (.2).	2.1	Matt Brod
35685557	9/19/2024	Review plan term sheet (.4); review internal correspondence re same (.1); correspond with Milbank team re plan supplement (.2).	0.7	James McIntyre
36169106	9/19/2024	Continue revising plan supplement (.7); continue revising exclusivity motion (.9).	1.6	Rupsha Basu
36169108	9/19/2024	Conference with D. Landry (Incora) re Golden Gate update (.3); review next steps with 1Ls and DPW messaging (.4); review mediation status and path forward (.2); review D. Coleal updates re business disruption (.3).	1.2	Dennis F. Dunne
36169110	9/19/2024	Conference with G. Seketa (JPM) re JPM plan proposal (.3); review Section 1111(b) analysis and case law (.4); review terms of response to Fried Frank proposal (.4); review draft motion to extend (.3); review prior motions and objections/pleadings from parties re same (.4).	1.8	Dennis F. Dunne
36169114	9/19/2024	Correspond with M. Polishuk re cram up memo (.7); follow up research re same (.8).	1.5	Jordyn Paperny
36511736	9/19/2024	Draft declaration of P. Bartels in support of confirmation (2.7); review plan and prior deposition testimony re same (.9); correspond with S. Vora re noteholder document requests (.3); review documents produced i/c/w fees incurred by 1L noteholders (1.1).	5.0	Julie Wolf
35640049	9/20/2024	Revise motion to extend exclusivity (.2); research citations for exclusivity motion (1.4); discuss plan negotiations and other matters with S. Vora (.1).	1.7	Benjamin Schak
35640636	9/20/2024	Review further revised exclusivity motion (.8); comments to same (.4); review DIP/plan/governance proposal from bond holder group (.8); draft internal correspondence re same (.5); call with A. Leblanc re meeting with bond holder group re plan settlement discussions (.2).	2.7	Samuel A. Khalil
35653752	9/20/2024	Further revise exclusivity motion.	1.2	Rupsha Basu
35659215	9/20/2024	Correspond with Milbank team re settlement discussions and next steps (.2); review exclusivity issues (.2); review confirmation issues and next steps (.5); review 1129 memo and legal issues (1.2).	2.1	Matt Brod
35685473	9/20/2024	Draft confirmation declaration.	1.3	James McIntyre
36169120	9/20/2024	Prep with A. Leblanc re meeting with Fried Frank group (.4); review 1129 memo (.3); attend call with JPM, Fried Frank, Blackrock, management, and GG (.5); review DPW messaging re mediation request (.2); review pleadings re same (.3).	1.7	Dennis F. Dunne

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36169122	9/20/2024	Participate in call with AHG re plan settlement discussions (1.0); pre-call with clients re same (.4); prepare for same (.8); calls with S. Khalil and (.2) and D. Dunne re same (.4).	2.8	Andrew M Leblanc
35638618	9/21/2024	Revise exclusivity motion following filing of mediation motion.	0.3	Benjamin Schak
35640737	9/21/2024	Review further revised exclusivity motion (.6); draft internal correspondence re same (.9); review hearing transcript re ongoing noteholder negotiations (1.7); draft internal correspondence re same (.4).	3.6	Samuel A. Khalil
35652494	9/21/2024	Review revised exclusivity motion.	0.2	Daniel Porat
35659183	9/21/2024	Review mediation motion (.2); review revised exclusivity motion (.1); correspond with B. Schak re same (.1).	0.4	Matt Brod
36169124	9/21/2024	Review Fried Frank's plan counter (.6); review DPW reaction to same (.2); review next steps with mediation and discussions (.1); review updates and edits to draft motion (.3); correspond with A. Leblanc and S. Khalil re DPW mediation motion and responses to same (.3).	1.5	Dennis F. Dunne
36169136	9/21/2024	Review 1L mediation motion (.4); review materials re same (.3); correspond with S. Khalil and D. Dunne re same (.4); call with R. Strickland (Friend Frank) re same (.7).	1.8	Andrew M Leblanc
36468703	9/21/2024	Conferences with A. Leblanc and S. Khalil re DPW mediation motion and responses to same.	0.3	Dennis F. Dunne
35638540	9/22/2024	Revise exclusivity motion (.1); distribute same (.1); review Quinn comments to same (.1); review 2026 group proposal (.2); review correspondence re motion to further extend deadlines (.5).	1.0	Benjamin Schak
35641483	9/22/2024	Call with D Schaible (DPW) re plan negotiations (.5); draft internal correspondence re same (.4); correspond with internal team re upcoming hearing (.8).	1.7	Samuel A. Khalil
35652821	9/22/2024	Review exclusivity motion (.1); analyze confirmation timeline (.3); correspond with FRG team re same (.2); coordinate re confirmation timeline motion (.2).	0.8	Daniel Porat
35659224	9/22/2024	Correspond with Milbank team re plan confirmation deadlines and next steps (.6); review documents re same (.2); review revised exclusivity motion (.2); correspond with Milbank team re same (.1).	1.1	Matt Brod
36512008	9/22/2024	Review proposal from JPM group (.3); review reaction from 1Ls (.2).	0.5	Dennis F. Dunne
35648997	9/23/2024	Review motion to further extend deadlines (.2); review DPW comments to exclusivity motion (.1); correspond with S. Khalil, Milbank team re same (.1); revise both motions (.2).	0.6	Benjamin Schak
35699747	9/23/2024	Revise motion to extend confirmation timeline (.8); revise exclusivity motion (.4); coordinate re filing of same (1); coordinate re confirmation issues (.4).	2.6	Daniel Porat
36169152	9/23/2024	Correspond with Milbank team re confirmation briefing (.1); review issues re same (.8).	0.9	Matt Brod
36169159	9/23/2024	Call with D. Schaible (DPW) re plan negotiations (.5); call with A. Leblanc re same (.4); review notice to extend plan related deadlines and timing of same (.7); review exclusivity motion (1.2); comments to same (.6).	3.4	Samuel A. Khalil
36169162	9/23/2024	Review motion to extend time (.2); review DPW comments to exclusivity motion (.2).	0.4	James McIntyre

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36468707	9/23/2024	Draft notice re extension of plan supplement/objection deadlines (1.6); coordinate filings with H&B (.5); coordinate payment of third-party invoices with A&M team (.2); correspond with internal team re key dates (.2).	2.5	Charlie Fendrych
36674844	9/23/2024	Incorporate final revisions to exclusivity motion (1.1); prepare same for filing (.3).	1.4	Rupsha Basu
35666664	9/24/2024	Call with J. McIntyre, D. Porat, and C. Fendrych re confirmation pleadings.	0.5	Benjamin Schak
35696885	9/24/2024	Prepare for (1.3) and participate on (.5) call re confirmation brief; conduct follow up research re confirmation issues (.8); call with D. Porat and J. McIntyre re confirmation brief (.5); call with same re feasibility declarations (.2).	3.3	Charlie Fendrych
35699372	9/24/2024	Call with B. Schak, J. McIntyre, and C. Fendrych re confirmation brief (.5); correspond with same re same (.3); review draft brief (.1); analyze related issues (.9); correspond with B. Schak re potential plan objection issues (.2); analyze issues re same (.2); call with J. McIntyre and C. Fendrych re feasibility declarations (.2).	2.4	Daniel Porat
35702012	9/24/2024	Review draft confirmation brief (.9); call with B. Schak, D. Porat, and C. Fendrych re confirmation brief (.5); review precedent valuation declarations (.6); review precedent feasibility declarations (.4); conference with D. Porat and C. Fendrych re same (.2).	2.6	James McIntyre
35711012	9/24/2024	Call with DPW, Fried Frank and Kobre re next steps re mediation (.7); follow up correspondence with Milbank team re same (.3); review confirmation issues, plan values, and next steps (.9).	1.9	Matt Brod
36169173	9/24/2024	Attend mediation discussion with R. Strickland (Fried Frank); call with D. Schaible (DPW), A. Minear (Fried Frank), B. Schak, A. Leblanc, M. Brod, and others re mediation/settlement (.7); separate calls with each counsel re same (.8). correspond with same re same (1.2).	2.7	Andrew M Leblanc
36468709	9/24/2024	Review evolving positions of 1Ls and FSNs re mediation, bid-ask spread, mediators and timing (.8); correspond with A. Leblanc re same (.3); review PJT model and assumptions and currencies (.6).	1.7	Dennis F. Dunne
36674842	9/24/2024	All hands call with noteholder advisors, A. Leblanc, M. Brod re mediation and settlement negotiations (.7); review updated recovery analysis re same (.6); comments to same (.3); review prior hearing transcripts re same (1.8).	3.4	Samuel A. Khalil
35667238	9/25/2024	Review parties' position on exclusivity extension.	0.2	Dennis F. Dunne
35671111	9/26/2024	Call with J. Paperny, D. Porat re confirmation declaration.	0.2	Benjamin Schak
35672311	9/26/2024	Call with B. Schak and D. Porat re confirmation declaration.	0.2	Jordyn Paperny
35696451	9/26/2024	Compile draft declaration re valuation analysis for confirmation brief (2.4); review litigation team edits to confirmation brief (.2); review valuation analysis edits to brief (.3).	2.9	Charlie Fendrych
35699841	9/26/2024	Call with J. Paperny and B. Schak re confirmation declaration (.2); follow-up correspondence with same re same (.3).	0.5	Daniel Porat
35700895	9/26/2024	Correspond with D. Porat re confirmation brief.	0.1	James McIntyre
35701983	9/26/2024	Further revise third amended plan supplement (1.2); review correspondence re same (.2).	1.4	Rupsha Basu
35674180	9/27/2024	Draft confirmation declaration.	1.4	Jordyn Paperny

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35692998	9/27/2024	Review previous plan settlement proposals in connection with mediation (1.4); draft internal correspondence re same (.8); review financial analysis presentation prepared by PJT (.7).	2.9	Samuel A. Khalil
35697279	9/27/2024	Correspond with D. Porat re Chubb plan comments (.5); review background of all Chubb edits (.4).	0.9	Charlie Fendrych
35701861	9/27/2024	Incorporate further comments to plan supplement.	0.8	Rupsha Basu
35711075	9/27/2024	Review release case law (1.8); review potential arguments re same (.4).	2.2	Matt Brod
36511267	9/27/2024	Review notice re confirmation-related deadlines.	0.2	Benjamin Schak
35680279	9/28/2024	Continue drafting confirmation declaration.	2.3	Jordyn Paperny
35679900	9/29/2024	Revise draft confirmation declaration.	0.5	Jordyn Paperny
35692682	9/29/2024	Correspond with M. Brod re specific section of confirmation reply brief.	0.1	Benjamin Schak
35692765	9/29/2024	Review information to be provided to mediator by debtors (1.1); review correspondence re same (.3).	1.4	Samuel A. Khalil
36511271	9/29/2024	Correspond with P. Hughes, R. Sherald (both H&B), others re notice of adjustment of confirmation.	0.3	Benjamin Schak
35695167	9/30/2024	Continue drafting confirmation declaration.	4.2	Jordyn Paperny
35743879	9/30/2024	Review issues list re potential plan objection.	0.1	Daniel Porat
35744594	9/30/2024	Further revise plan supplement.	1.6	Rupsha Basu
35746019	9/30/2024	Correspond with Chubb counsel plan issue (.3); compile update for internal team (1.1).	1.4	Charlie Fendrych

**Milbank LLP**  
**Description of Legal Services**  
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**45721.00031 Regulatory Issues**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35624153	9/18/2024	Correspond with F. Schaeffer, D. Rosenthal re potential antitrust issue.	0.3	Benjamin Schak

**Milbank LLP**  
**Description of Legal Services**  
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**45721.00033 Securities Issues**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35612280	9/13/2024	Further revise takeback notes indentures.	1.6	Nicholas Kunz
35612735	9/15/2024	Revise takeback notes indentures (1.3); circulate same to Company and Trustee (.2).	1.5	Nicholas Kunz
36168330	9/16/2024	Draft convertible notes indentures (2.3); correspondence with C. Fleck re same (.4).	2.7	Nicholas Kunz
35651474	9/17/2024	Revise convertible notes indentures (2.4), correspond with C. Fleck re same (.3).	2.7	Nicholas Kunz
35650840	9/18/2024	Correspond with C. Fleck re draft indentures for convertible notes.	0.5	Nicholas Kunz
35650917	9/19/2024	Draft convertible notes indentures (.4); correspond with Milbank team re same (.1).	0.5	Nicholas Kunz
35651768	9/20/2024	Draft convertible notes indentures (1.3); correspond with Milbank team re same (.3).	1.6	Nicholas Kunz
35701527	9/23/2024	Review board resolutions re securities law question (.4); correspond with C. Fleck and B. Schak re same (.3).	0.7	James McIntyre

**Milbank LLP**  
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**45721.00034 Tax**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35513715	9/1/2024	Tax call with R. Kestenbaum, M. Rivkin, PwC Tax and DPW tax.	0.9	Mendy Fox
35515146	9/1/2024	Conference with PwC, DPW, M Rivkin and M. Fox re 305 tax issues and AAM.	1.0	Russell J. Kestenbaum
35529930	9/1/2024	Call with R. Kestenbaum, M. Fox, DPW and PwC tax to discuss tax treatment of transaction steps.	1.0	Michael Rivkin
35553888	9/4/2024	Correspond with D. Porat re 2024 terms and revised tax disclosure re same (.4); review revised plan and DS (.5); review DPW comments to same (.2); correspond with Milbank team re supplemental tax disclosure (.2).	1.3	Russell J. Kestenbaum
35565712	9/4/2024	Correspond with team re tax issues.	0.3	Daniel Porat
35553754	9/5/2024	Review correspondence with Milbank team re structure (.2); correspond with M. Rivkin re tax disclosure issues (.2).	0.4	Russell J. Kestenbaum
36513396	9/11/2024	Correspond with M. Rivkin re LLCA and tax disclosure.	0.2	Russell J. Kestenbaum
36513402	9/12/2024	Review revised tax disclosure (.2); comment on same (.6);.	0.8	Russell J. Kestenbaum
36513407	9/13/2024	Correspond with M Rivkin re LLCA revisions (.1); correspond with DPW (.1); review revised indenture (.1); review takeback notes indentures (.6); comment on same (.4); correspond with M. Rivkin re same (.2).	1.5	Russell J. Kestenbaum
35615440	9/17/2024	Review revised tax disclosure.	0.7	Mendy Fox
36168337	9/17/2024	Call with R. Kestenbaum re WSD issues.	0.2	Michael Rivkin
36513414	9/17/2024	Call with M. Rivkin re WSD issues (.2), review correspondence re status and filings (.2).	0.4	Russell J. Kestenbaum
35627043	9/18/2024	Call with M. Rivkin and PwC Tax re lender tax comments to disclosure statement.	0.4	Mendy Fox
35645019	9/18/2024	Call with M. Rivkin re 2024 tax issues (.2); review term sheet for proposal to 1Ls (.2); review correspondence re same (.1).	0.5	Russell J. Kestenbaum
36169099	9/18/2024	Call with R. Kestenbaum re 2024 tax issues (.2); call with M. Fox and PwC Tax re lender tax comments to disclosure statement (.2).	0.4	Michael Rivkin
35639779	9/20/2024	Correspond with City of Nashville re alleged back taxes.	0.1	Benjamin Schak
35667895	9/26/2024	Call with R. Kestenbaum, M. Rivkin, and PwC Tax re Pillar II issue.	0.3	Mendy Fox
35678021	9/26/2024	Call with M. Fox, M. Rivkin, PwC re Pillar II issue (.3), follow-up correspondence with Milbank team (.1).	0.4	Russell J. Kestenbaum
36169209	9/26/2024	Call with PwC re UK Intercompany Claims.	0.4	Michael Rivkin

**Milbank LLP**  
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**45721.00035 Vendors and Suppliers**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35564427	9/4/2024	Correspond with certain Vendor Payment Agreement party (.3); correspond with vendor re hearing implications (.5).	0.8	Charlie Fendrych
35565947	9/4/2024	Comms with certain vendor re plan issues (.2); review issues re related (.4).	0.6	Daniel Porat
35609909	9/9/2024	Review revised Vendor Payment Agreement for certain vendor.	0.5	Charlie Fendrych
35609954	9/11/2024	Correspond with vendor re Vendor Payment Agreement.	0.5	Charlie Fendrych
35597888	9/13/2024	Correspond with B. Cejka (A&M), C. Fendrych, others re vendor request for adequate assurance (.1); review critical vendor agreement re same (.2).	0.3	Benjamin Schak
35606289	9/16/2024	Draft letter to vendor re critical vendor agreement (1.4); discuss same with S. Vora (.1); revise same (.1).	1.6	Benjamin Schak
35656815	9/16/2024	Review letter to certain non-compliant vendor.	0.4	Charlie Fendrych
36511756	9/16/2024	Review letter to vendor re payment issue (.6); revise same (.8).	1.4	Samir Vora
35624206	9/17/2024	Call with C. Fendrych re Boeing Vendor Payment Agreement.	0.1	Benjamin Schak
35657790	9/17/2024	Review Vendor Payment Agreement markup (.5); correspond with B. Schak re edits to Vendor Payment Agreement(.3); correspond with A&M team re Vendor Payment Agreement (.2); review earlier claim efforts (.3); correspond with A&M team re go-forward approach (.1).	1.4	Charlie Fendrych
35628322	9/19/2024	Revise Howmet letter.	0.3	Benjamin Schak
35640019	9/20/2024	Correspond with D. Landry, T. Thomas (both Incora) re new contract with I2P (.4); correspond with M. Brooks (Troutman), C. Fendrych, others re extension of vendor payment agreement (.1).	0.5	Benjamin Schak
35745805	9/30/2024	Revise certain Vendor Payment Agreement.	0.7	Charlie Fendrych



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**45721.00036 Mediation**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36511981	9/5/2024	Review correspondence, suggestions, and next steps with Judge Lopez, DPW, KK, and plan mediation.	0.6	Dennis F. Dunne
36511985	9/5/2024	Call with Judge Lopez re Incora plan issues.	0.6	Andrew M Leblanc
36511998	9/13/2024	Conferences with Judge Lopez re mediation and status of bilateral negotiations.	0.3	Dennis F. Dunne
36511252	9/14/2024	Review script, agenda, and themes for management meeting with secured creditors (.3); review issues with Fried Frank proposal (.4).	0.7	Dennis F. Dunne
35606884	9/16/2024	Correspond with D. Dunne, S. Khalil, PJT, others regarding continuing mediation (.4); discuss mediation strategy with D. Coleal, D. Landry (both Incora), J. O'Connell and E. Ross (both PJT), C. Kelly (A&M) (.4).	0.8	Benjamin Schak
35624194	9/18/2024	Conference with D. Coleal and D. Landry (both Incora), B. Cejka, C. Kelly and A. Prentice (each A&M) re creditor meetings.	0.5	Benjamin Schak
36511759	9/20/2024	Review emergency mediation motion (.6); correspond with Milbank team re same (.1).	0.7	Samir Vora
36512009	9/22/2024	Review next steps with mediation and status conference requests of Judge Isgur.	0.4	Dennis F. Dunne
35666605	9/24/2024	Conference with A. Minear and Fried Frank team, D. Schaible and DPW team, S. Khalil, A. Leblanc, M. Brod re mediation.	0.7	Benjamin Schak
36511258	9/24/2024	Coordinate meeting with principals.	1.5	Charlie Fendrych
36169190	9/25/2024	Call with D. Landry (Incora) re status of negotiations (.1); correspond with S. Khalil, M. Brod re mediation attendees (.1); comment on talking points for negotiation session (.3).	0.5	Benjamin Schak
36511256	9/25/2024	Review updates and positions of 1Ls and FSNs re settlement, mediation, information flow, and next steps (.7); review issues for Judge Isgur at next settlement conference (.4).	1.1	Dennis F. Dunne
36511260	9/25/2024	Coordinate principals meeting (2.8); correspond with D. Dunne re same (.5).	3.3	Charlie Fendrych
36511262	9/25/2024	Coordinate re potential settlement meetings (1.2); review case updates (.3).	1.5	Daniel Porat
35671097	9/26/2024	Call with A. Leblanc, S. Khalil, D. Schaible and others from DPW, R. Strickland and A. Minear (both Fried Frank), Z. Rosenbaum (Kobre) re mediation (.3); follow-up call with E. Ross (PJT) (.2); call with M. Brod re same (.2).	0.7	Benjamin Schak
36169198	9/26/2024	Call with B. Schak re mediation issues and next steps.	0.2	Matt Brod
36169201	9/26/2024	Call with D. Schaible (DPW), R. Strickland and A. Minear (both Fried Frank), Z. Rosenbaum (Kobre), B. Schak, A. Leblanc re mediation.	0.3	Samuel A. Khalil
36169203	9/26/2024	Call with D. Schaible (DPW), R. Strickland and A. Minear (both Fried Frank), Z. Rosenbaum (Kobre), B. Schak, S. Khalil, and others re mediation updates (.3); correspondence with Milbank team re mediation issues (1.3).	1.6	Andrew M Leblanc
36511265	9/26/2024	Coordinate principals meeting (1.2); correspond with PJT team re meeting issue (.3).	1.5	Charlie Fendrych
36512013	9/26/2024	Conference with J. Weisman (SPT) (.3); review mediation issues and participants (.2); review next steps re Plan B and fallback plan of reorganization (.4).	0.9	Dennis F. Dunne
36674870	9/26/2024	Review hearing transcripts re upcoming mediation.	2.4	Samuel A. Khalil

**Milbank LLP**  
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**45721.00036 Mediation**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36169217	9/27/2024	Review revised timing, scope, participants re mediation.	0.4	Dennis F. Dunne
36511351	9/27/2024	Conference with A. Leblanc re day's hearings (.4); conferences with J. Weisman (SPT) re same (.2); review Judge Isgur's comments and suggestions (.3); review list of mediators suggested by parties (.4); correspond with J. Shannon (.3).	1.6	Dennis F. Dunne
35685425	9/28/2024	Correspond with M. Brod re mediation order.	0.1	Benjamin Schak
35699336	9/28/2024	Correspond with B. Schak re mediation issues (.7); address issues re same (.5).	1.2	Daniel Porat
36169221	9/28/2024	Review correspondence re mediation issues (.2); correspond with Milbank team re same (.2).	0.4	Matt Brod
36169223	9/28/2024	Attend conference with Judge Shannon and A. Leblanc (.5); review mediator requests for summaries, information, and models (.3); review timing and conduct and participants of mediation sessions (.3).	1.1	Dennis F. Dunne
36169227	9/28/2024	Call with Judge Shannon and D. Dunne re mediation (.5); correspond with Milbank team re same (1.1).	1.6	Andrew M Leblanc
36511269	9/28/2024	Compile background information re principals meeting.	0.3	Charlie Fendrych
35693276	9/29/2024	Correspond with D. Porat re revisions to mediation order.	0.1	Benjamin Schak
36169233	9/29/2024	Review updates and next steps re mediation.	0.4	Dennis F. Dunne
35685845	9/30/2024	Review recorded transcripts of certain status conferences re mediator requests (.7); review entered mediation order (.6); correspond with B. Schak re same (.1).	1.4	Julie Wolf
35706373	9/30/2024	Call with D. Porat re mediation order and related matters (.2); correspond with same re same (.1).	0.3	Benjamin Schak
35743878	9/30/2024	Correspond with FRG team re draft mediation order (.4); call with C. Fendrych re same (.3); analyze related issues (.2); review court mediation order (.1); correspond with Milbank team re same (.1).	1.1	Daniel Porat
36511273	9/30/2024	Compile OCP notice filing (.4); review transcript re mediation order (.6); call with D. Porat re draft order (.3); draft order (.8).	2.1	Charlie Fendrych
36512019	9/30/2024	Review mediation order.	0.3	James McIntyre

Ending: September 30, 2024

Overtime Transportation Reimbursement

Index Number	Date	Description	Amount	Name
39969539	9/3/2024	MATT BROD - Overtime transportation allowance. - Taxi / Uber / Car Service: Expense Date: 03-Sep-2024, Travel Type: Overtime, From / To: 550 W 34 - As directed, Merchant: Uber	271.34	Matt Brod
39977891	9/5/2024	DANIEL PORAT - Car from office to home after working late on Sept. 4. - Taxi / Uber / Car Service: Expense Date: 05-Sep-2024, Travel Type: Overtime, From / To: 550 W. 34th St., NYC 10001 - As directed, Merchant: Uber	66.70	Daniel Porat

Ending: September 30, 2024

## Meal, Overtime

Index Number	Date	Description	Amount	Name
40006159	9/4/2024	DANIEL PORAT - - Late night meal in office. - Dinner: Expense Date: 04-Sep-2024, Merchant: Dos Toros (Penn Station) - Uber Eats, Type: Overtime, Guest(s): Porat, Daniel	20.00	Daniel Porat
40006195	9/9/2024	GRUBHUB HOLDINGS INC. D/B/A SEAMLESS - Meal, Overtime - Seamless - Overtime Meal Billable - Overtime meal	20.00	Nicholas Kunz
40006193	9/11/2024	GRUBHUB HOLDINGS INC. D/B/A SEAMLESS - Meal, Overtime - Seamless - Overtime Meal Billable - Overtime meal	20.00	Nicholas Kunz
40006157	9/12/2024	KUNZ, NICHOLAS - - Overtime Meal - Dinner: Expense Date: 12-Sep-2024, Merchant: Sweetgreen, Type: Overtime, Guest(s): Kunz, Nicholas	20.00	Nicholas Kunz
40006189	9/16/2024	GRUBHUB HOLDINGS INC. D/B/A SEAMLESS - Meal, Overtime - Seamless - Overtime Meal Billable - research	20.00	Mark Polishuk
40006191	9/17/2024	GRUBHUB HOLDINGS INC. D/B/A SEAMLESS - Meal, Overtime - Seamless - Overtime Meal Billable - Overtime meal	20.00	Nicholas Kunz

Ending: September 30, 2024

## Air Travel

Index Number	Date	Description	Amount	Name
40051798	9/20/2024	ANDREW LEBLANC - - Travel to Houston for meetings in Incora matter. - Airfare: Expense Date: 20-Sep-2024, Itinerary: DCA-IAH-DCA, International Flight: false, > 5 hours: false, Airline: United, Class of Service: Economy, Travel Dates: 22-Sep-2024 - 23-Sep-2024	869.00	Andrew M Leblanc
39981736	9/22/2024	Benjamin Schak - - Round-trip on Delta (fare includes previous cancelled ticket credit \$362.96 + additional cost for this ticket \$153.99). Business Purpose: Travel to Houston to attend Court Hearing. - Airfare: Expense Date: 22-Sep-2024, Itinerary: LGA-IAH-LGA, International Flight: false, > 5 hours: false, Airline: Delta, Class of Service: Economy/Coach, Other Traveler: , Travel Dates: 22-Sep-2024 - 23-Sep-2024	516.95	Benjamin Schak

Ending: September 30, 2024

## Ground Transportation - Out of Town

Index Number	Date	Description	Amount	Name
39981722	9/22/2024	ANDREW LEBLANC - Travel to Houston for meetings in Incora matter. - Taxi / Uber / Car Service: Expense Date: 22-Sep-2024, Travel Type: Out Of Town, From / To: IAH Airport - Hotel, Merchant:	129.65	Andrew M Leblanc
39981728	9/23/2024	ANDREW LEBLANC - Travel to Houston for meetings in Incora matter. - Taxi / Uber / Car Service: Expense Date: 23-Sep-2024, Travel Type: Out Of Town, From / To: Courthouse - IAH Airport, Merchant:	70.10	Andrew M Leblanc
39981730	9/23/2024	ANDREW LEBLANC - - Travel to Houston for meetings in Incora matter. - Parking: Expense Date: 23-Sep-2024 - Merchant:	58.00	Andrew M Leblanc

Ending: September 30, 2024

## Meals - Out Of Town

Index Number	Date	Description	Amount	Name
39981724	9/22/2024	ANDREW LEBLANC - - Travel to Houston for meetings in Incora matter. - Hotel - Dinner: Expense Date: 22-Sep-2024, Hotel Name: , Check In - Check Out: - , Guest(s): Leblanc, Andrew M.	60.71	Andrew M Leblanc
39981734	9/23/2024	Benjamin Schak - - Lunch at Mona Fresh Italian Food. - Lunch: Expense Date: 23-Sep-2024, Merchant: Mona Fresh Italian Food, Type: Out of Town, Guest(s): Schak, Benjamin	13.91	Benjamin Schak
39981740	9/23/2024	Benjamin Schak - - Dinner in Houston Airport. - Dinner: Expense Date: 23-Sep-2024, Merchant: SSP America El Tiempo IAH Bush International Airport, Type: Out of Town, Guest(s): Schak, Benjamin	21.19	Benjamin Schak
39981741	9/23/2024	Benjamin Schak - - Food and Beverage - Dinner (\$23.82 + \$5 tip). - Hotel - Meals - Other: Expense Date: 23-Sep-2024, Hotel Name: , Check In - Check Out: - , Guest(s): Schak, Benjamin	28.82	Benjamin Schak

Ending: September 30, 2024

## Ground Transportation - Local

Index Number	Date	Description	Amount	Name
39981735	9/22/2024	Benjamin Schak - Car from IAH Airport to hotel. - Taxi / Uber / Car Service: Expense Date: 22-Sep-2024, Travel Type: Local, From / To: 2700 Terminal Rd S, Houston, TX - 400 Dallas St, Houston, TX, Merchant: Lyft	45.35	Benjamin Schak
39981742	9/22/2024	Benjamin Schak - Ride from Home to LGA. - Taxi / Uber / Car Service: Expense Date: 22-Sep-2024, Travel Type: Local, From / To: As directed - LaGuardia Airport, Merchant: Lyft	73.06	Benjamin Schak
39981733	9/23/2024	Benjamin Schak - Ride from LGA to Home. - Taxi / Uber / Car Service: Expense Date: 23-Sep-2024, Travel Type: Local, From / To: LaGuardia Airport - As directed, Merchant: Lyft	64.43	Benjamin Schak



Ending: September 30, 2024

Lodging

Index Number	Date	Description	Amount	Name
39981726	9/23/2024	ANDREW LEBLANC - - Travel to Houston for meetings in Incora matter. - Hotel - Lodging: Expense Date: 23-Sep-2024, Hotel Name: Marriott, Check In - Check Out: 22-Sep-2024 - 23-Sep-2024	402.54	Andrew M Leblanc
39981737	9/23/2024	Benjamin Schak - - Room and Tax - Hotel - Lodging: Expense Date: 23-Sep-2024, Hotel Name: Hilton, Check In - Check Out: 22-Sep-2024 - 23-Sep-2024	227.28	Benjamin Schak

Ending: September 30, 2024

Lexis				
Index Number	Date	Description	Amount	Name
39974082	9/4/2024	Lexis: PAPERNY, JORDYN	1,089.00	Jordyn Paperny
39974083	9/5/2024	Lexis: PAPERNY, JORDYN	198.00	Jordyn Paperny
39974086	9/5/2024	Lexis: PAPERNY, JORDYN	95.00	Jordyn Paperny
39974084	9/6/2024	Lexis: PAPERNY, JORDYN	396.00	Jordyn Paperny
39974085	9/7/2024	Lexis: PAPERNY, JORDYN	297.00	Jordyn Paperny
39976318	9/15/2024	Lexis: KIM, RIAH	99.00	Riah Kim
39976319	9/15/2024	Lexis: KIM, RIAH	594.00	Riah Kim
39976320	9/15/2024	Lexis: KIM, RIAH	53.00	Riah Kim
39979814	9/16/2024	Lexis: SCHAK, BENJAMIN	693.00	Benjamin Schak
39979815	9/16/2024	Lexis: PAPERNY, JORDYN	1,089.00	Jordyn Paperny
39979819	9/16/2024	Lexis: PAPERNY, JORDYN	200.00	Jordyn Paperny
39979820	9/16/2024	Lexis: PAPERNY, JORDYN	300.00	Jordyn Paperny
39979821	9/16/2024	Lexis: PAPERNY, JORDYN	424.00	Jordyn Paperny
39979824	9/16/2024	Lexis: PAPERNY, JORDYN	53.00	Jordyn Paperny
39980193	9/16/2024	Lexis Courtlink: CASE, TAMARA	7.00	Tamara Case
39980194	9/16/2024	Lexis Courtlink: CASE, TAMARA	99.00	Tamara Case
39979816	9/17/2024	Lexis: PAPERNY, JORDYN	891.00	Jordyn Paperny
39979822	9/17/2024	Lexis: PAPERNY, JORDYN	1,520.00	Jordyn Paperny
39979817	9/18/2024	Lexis: PAPERNY, JORDYN	99.00	Jordyn Paperny
39979818	9/19/2024	Lexis: PAPERNY, JORDYN	693.00	Jordyn Paperny
39979823	9/19/2024	Lexis: PAPERNY, JORDYN	285.00	Jordyn Paperny
39980192	9/20/2024	Lexis Courtlink: PAPERNY, JORDYN	7.00	Jordyn Paperny
39983082	9/23/2024	Lexis Courtlink: PAPERNY, JORDYN	7.00	Jordyn Paperny
39983084	9/23/2024	Lexis Courtlink: PAPERNY, JORDYN	99.00	Jordyn Paperny
39983083	9/24/2024	Lexis Courtlink: PAPERNY, JORDYN	84.00	Jordyn Paperny
39983085	9/24/2024	Lexis Courtlink: PAPERNY, JORDYN	990.00	Jordyn Paperny
39982467	9/27/2024	Lexis: PAPERNY, JORDYN	396.00	Jordyn Paperny

Ending: September 30, 2024

Library Research

Index Number	Date	Description	Amount	Name
39990102	9/24/2024	Library Research	125.00	Samuel A. Khalil

Ending: September 30, 2024

Westlaw

Index Number	Date	Description	Amount	Name
39972566	9/4/2024	Westlaw MCINTYRE, JAMES	1,345.64	Samuel A. Khalil
39972459	9/5/2024	Westlaw BOK, JULIA	786.60	Samuel A. Khalil
39980512	9/16/2024	Westlaw KIM, RIAH	629.28	Samuel A. Khalil
39980659	9/16/2024	Westlaw POLISHUK, MARK	91.02	Samuel A. Khalil
39980507	9/17/2024	Westlaw PAPERNY, JORDYN	10,979.15	Samuel A. Khalil
39980656	9/18/2024	Westlaw DOUMBIA, NABINTOU	4,648.21	Samuel A. Khalil
39980508	9/19/2024	Westlaw PAPERNY, JORDYN	3,006.75	Samuel A. Khalil
39980657	9/20/2024	Westlaw DOUMBIA, NABINTOU	2,202.05	Samuel A. Khalil
39980658	9/21/2024	Westlaw DOUMBIA, NABINTOU	2,662.32	Samuel A. Khalil
39983431	9/27/2024	Westlaw PAPERNY, JORDYN	1,048.80	Samuel A. Khalil

**EXHIBIT G-5**  
**TO FIFTH INTERIM AND FINAL FEE APPLICATION**  
**SEVENTEENTH MONTHLY**  
**FEE STATEMENT (OCTOBER 2024)**

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

*In re*

**WESCO AIRCRAFT HOLDINGS, INC.,  
*et al.*,<sup>1</sup>**

Debtors.

Case No. 23-90611 (MI)

Chapter 11

(Jointly Administered)

**SEVENTEENTH MONTHLY FEE STATEMENT OF  
MILBANK LLP AS COUNSEL TO THE DEBTORS  
AND DEBTORS IN POSSESSION (OCTOBER 2024)**

<b>Applicant</b>	<b>Milbank LLP,</b> as counsel for the debtors and debtors in possession
<b>Authorized to provide professional services to</b>	Wesco Aircraft Holdings, Inc., <i>et al.</i> (Debtors and Debtors in Possession)
<b>Date of retention order</b>	Order entered July 27, 2023; order effective as of June 1, 2023
<b>Period</b>	October 1 through October 31, 2024
<b>Interim fees incurred</b>	\$1,455,476.50
<b>Interim fees requested (80%)</b>	\$1,164,381.20
<b>Interim expenses incurred</b>	\$49,636.98
<b>Total fees (80%) and expenses (100%) requested</b>	\$1,214,018.18

<sup>1</sup> The captioned Reorganized Debtor is Incora Intermediate II LLC, the successor by merger to Wesco Aircraft Holdings, Inc. Its employer identification number is 33-2921953. Its principal office address and service address in this case is 2601 2601 Meacham Blvd., Ste. 400, Fort Worth, TX 76137.



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1. Milbank LLP (“**Milbank**”), counsel to the above-captioned debtors and debtors in possession (the “**Debtors**”<sup>2</sup>), submits this *Seventeenth Monthly Fee Statement* (the “**Fee Statement**”) for the period from October 1 through October 31, 2024 (the “**Seventeenth Fee Statement Period**”), in accordance with the Court’s *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* [ECF No. 606] (the “**Interim Compensation Order**”).

2. Milbank has accrued compensation for professional services rendered in the amount of \$1,455,476.50 (the “**Fees**”) and has incurred out-of-pocket expenses in the amount of \$49,636.98 (the “**Expenses**”) during the Seventeenth Fee Statement Period. These amounts reflect write-offs or write-downs of \$47,476.50 in fees and \$572.79 in out-of-pocket expenses. Eighty percent (80%) of the Fees equals \$1,164,381.20, and one hundred percent (100%) of Expenses incurred equals \$49,636.98, for a total of \$1,214,018.18 in requested interim payments for the Seventeenth Fee Statement Period. Summaries of Milbank’s Fees are attached to this Fee Statement as **Exhibit A** and **Exhibit B**, arranged by project code and by timekeeper, respectively. A summary of Milbank’s Expenses is attached as **Exhibit C**, and a detailed list of time entries and Expenses is attached as **Exhibit D**.

3. Although every effort has been made to include all fees and expenses incurred during the Seventeenth Fee Statement Period, some fees and expenses may not be included in this Fee Statement due to delays caused by accounting and processing. Milbank reserves the right to make further application for allowance of such fees and expenses not included herein on a subsequent monthly fee statement or quarterly fee application.

4. The Debtors will provide notice of this Monthly Fee Statement in accordance with the Interim Compensation Order. Pursuant to the Interim Compensation Order, parties in interest

<sup>2</sup> A detailed description of the Debtors and their businesses is set forth in the *Declaration of Raymond Carney in Support of Chapter 11 Petitions and First Day Motions* (the “**First Day Declaration**”) [ECF No. 13], filed with the Debtors’ voluntary petitions for relief filed under title 11 of the United States Code (the “**Bankruptcy Code**”), on June 1, 2023 (the “**Petition Date**”). The Debtors are operating their businesses as debtors in possession pursuant to sections 1107 and 1108 of the Bankruptcy Code. An official committee of unsecured creditors was appointed on June 16, 2023; no trustee, examiner or other official committee has been appointed.

will have 14 days after filing of this Monthly Fee Statement to notify Milbank of any objection. Milbank submits that no other or further notice need be provided.

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Upon the foregoing Fee Statement, Milbank respectfully requests payment and reimbursement in accordance with the Interim Compensation Order.

Dated: March 5, 2025  
New York, New York

Respectfully submitted,

/s/ Dennis F. Dunne

Dennis F. Dunne (admitted *pro hac vice*)  
Samuel A. Khalil (admitted *pro hac vice*)  
Benjamin M. Schak (admitted *pro hac vice*)  
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*Counsel to the Reorganized Debtors*

### **CERTIFICATE OF SERVICE**

I certify that, on March 5, 2025, a true and correct copy of the foregoing document was served through the Electronic Case Filing system of the United States Bankruptcy Court for the Southern District of Texas, and will be served as set forth in the Affidavit of Service to be filed by the Debtors' noticing agent.

/s/ Charles A. Beckham, Jr.  
Charles A. Beckham, Jr.

**EXHIBIT A TO SEVENTEENTH MONTHLY FEE  
STATEMENT**

**SUMMARY OF TIME BY PROJECT CATEGORY**

<b>Project Category</b>	<b>Total Hours</b>	<b>Total Fees Requested</b>
Non-Working Travel	15.60	\$13,049.00
Asset Disposition	0.80	\$1,796.00
Assumption and Rejection of Contracts and Leases	1.30	\$1,417.50
Automatic Stay	0.40	\$630.00
Business Operations	1.40	\$1,920.00
Case Administration	51.50	\$56,722.00
Claims	11.70	\$14,497.50
Communications: Debtors	3.40	\$5,959.00
Communications: Secured Creditors	1.60	\$2,370.00
Communications: Unsecured Creditors	1.20	\$1,790.00
Customers	26.30	\$30,042.50
DIP Financing and Cash Collateral	6.40	\$7,517.50
Emergence	2.70	\$2,910.50
Employee Issues	0.70	\$1,250.50
Financing and Factoring	90.60	\$108,327.00
General Case Strategy	10.20	\$13,102.50
Governance	14.00	\$17,797.00
Hearings and Court Communications	43.90	\$77,212.50
Insurance	1.40	\$2,942.00
Litigation	166.70	\$161,522.00
Milbank Retention and Fees	169.20	\$136,867.00
Plan and Disclosure Statement	308.30	\$464,285.00

Project Category	Total Hours	Total Fees Requested
Real Estate	0.20	\$265.00
Securities Issues	1.60	\$3,202.50
Tax	10.80	\$18,519.00
Vendors and Suppliers	16.60	\$22,835.00
Mediation	145.10	\$286,728.00
<b>Total</b>	<b>1,103.60</b>	<b>\$1,455,476.50</b>

**EXHIBIT B TO SEVENTEENTH MONTHLY FEE  
STATEMENT**

**SUMMARY OF TIME BY TIMEKEEPER**

<b>Name</b>	<b>Position</b>	<b>Bar Admission</b>	<b>Hourly Rate</b>	<b>Hours</b>	<b>Fees</b>
Samuel A. Khalil	Financial Restructuring Partner	2004	\$2,245	80.40	\$180,498.00
Dennis Dunne	Financial Restructuring Partner	1991	\$2,245	48.20	\$108,209.00
Russell Kestenbaum	Tax Partner	1999	\$2,245	5.30	\$11,898.50
Andrew M Leblanc	Litigation Partner	1998	\$2,245 \$1,122.5*	55.00 6.40	\$123,475.00 \$7,184.00
Paul Denaro	Corporate Finance and Securities Partner	2000	\$2,245	4.20	\$9,429.00
Casey Fleck	Global Corporate Partner	1999	\$2,245	3.80	\$8,531.00
Matt Brod	Financial Restructuring Partner	2011	\$1,945	30.80	\$59,906.00
Jason Anderson	Global Corporate Partner	2009	\$1,795	3.30	\$5,923.50
Samir Vora	Litigation Partner	2007	\$1,695	49.10	\$83,224.50
Maya Grant	Alternative Investments Partner	2004	\$1,695	2.80	\$4,746.00
Benjamin Schak	Financial Restructuring Special Counsel	2014	\$1,575	50.80	\$80,010.00

<b>Name</b>	<b>Position</b>	<b>Bar Admission</b>	<b>Hourly Rate</b>	<b>Hours</b>	<b>Fees</b>
Julie Wolf	Litigation Associate	2016	\$1,475	101.20	\$149,270.00
Nathaniel Bachelis	Alternative Investments Associate	2010	\$1,475	15.20	\$22,420.00
Michael Rivkin	Tax Associate	2017	\$1,425	6.00	\$8,550.00
Russell Spivak	Litigation Associate	2018	\$1,375	5.10	\$7,012.50
Daniel Porat	Financial Restructuring Associate	2019	\$1,325	52.50	\$69,562.50
Hannah Blazek	Litigation Associate	2020	\$1,275	5.60	\$7,140.00
Mendy Fox	Tax Associate	2019	\$1,275	7.00	\$8,925.00
James McIntyre	Financial Restructuring Associate	2019	\$1,275 \$637.5*	22.60 9.20	\$28,815.00 \$5,865.00
Jules Monteyne	Alternative Investments Associate	2022	\$1,275	14.40	\$18,360.00
Nicholas Kunz	Corporate Finance and Securities Associate	2020	\$1,225	9.10	\$11,147.50
Jordyn Paperny	Litigation Associate	2021	\$1,225	11.70	\$14,332.50
Michael Scian	Financial Restructuring Associate	2022	\$1,225	92.10	\$112,822.50
Charlie Fendrych	Financial Restructuring Associate	2022	\$1,125	95.40	\$107,325.00
Maxwell Unterhalter	Alternative Investments Associate	2022	\$1,125	13.40	\$15,075.00
Victoria Colbert	Litigation Associate	2022	\$1,050	10.00	\$10,500.00

<b>Name</b>	<b>Position</b>	<b>Bar Admission</b>	<b>Hourly Rate</b>	<b>Hours</b>	<b>Fees</b>
John Lee	Litigation Associate	2022	\$1,050	5.70	\$5,985.00
Rupsha Basu	Financial Restructuring Associate	2023	\$1,050	26.90	\$28,245.00
Ryan Aymard	Global Corporate Associate	2022	\$1,050	9.80	\$10,290.00
Aiden Qiao	Alternative Investments Associate	2023	\$1,050	16.00	\$16,800.00
Elizabeth Fly	Litigation Associate	2023	\$825	8.70	\$7,177.50
Alec Zatirka	Financial Restructuring Associate	2023	\$825	20.40	\$16,830.00
Julia Bok	Litigation Associate	2023	\$825	20.70	\$17,077.50
Jack Chen	Global Project, Energy and Infrastructure Finance Associate	Not Yet Admitted	\$595	8.10	\$4,819.50
Charmaine Thomas	Case Manager	N/A	\$480	8.60	\$4,128.00
Ishmael Taylor-Kamara	Legal Assistant	N/A	\$430	64.20	\$27,606.00
Leon Thomas	Legal Assistant	N/A	\$430	6.00	\$2,580.00
Rebecca Smith	Legal Assistant	N/A	\$330	8.30	\$2,739.00
Ashanti Bruce	Legal Assistant	N/A	\$330	15.90	\$5,247.00
Mahogany Williams	Staff Attorney	N/A	\$350	16.00	\$5,600.00
Sammy Kaye	Staff Attorney	N/A	\$350	16.00	\$5,600.00

<b>Name</b>	<b>Position</b>	<b>Bar Admission</b>	<b>Hourly Rate</b>	<b>Hours</b>	<b>Fees</b>
Ryan Park	Staff Attorney	N/A	\$350	16.20	\$5,670.00
Christopher Woodley	Staff Attorney	N/A	\$350	20.50	\$7,175.00
Alla Birenberg	Staff Attorney	N/A	\$350	5.00	\$1,750.00
<b>Total</b>			<b>\$1,318.84</b>	<b>1,103.60</b>	<b>\$1,455,476.50</b>



**EXHIBIT C TO SEVENTEENTH MONTHLY FEE  
STATEMENT**

**SUMMARY OF EXPENSES**

Airfare	\$1,516.53
Lodging	\$1,549.65
Ground Transportation	\$1,341.32
Computerized Research	\$44,398.08
Meals/Overtime	\$831.40
<b>Total</b>	<b>\$49,636.98</b>

**EXHIBIT D TO SEVENTEENTH MONTHLY FEE  
STATEMENT**

**TIME ENTRIES AND EXPENSES**

**Milbank LLP**  
**Description of Legal Services**  
**Ending October 31, 2024**

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**45721.00005 Non-Working Travel**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36677727	10/2/2024	Travel from New York to Houston for hearing.	4.5	James McIntyre
36677723	10/3/2024	Travel from Houston to New York from hearing.	4.7	James McIntyre
36677725	10/20/2024	Non-working travel to New York for mediation.	3.2	Andrew M Leblanc
36677729	10/22/2024	Return travel from mediation.	3.2	Andrew M Leblanc

**Milbank LLP**  
**Description of Legal Services**  
**Ending October 31, 2024**

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**45721.00006 Asset Disposition**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35867771	10/9/2024	Review possible sale of business	0.4	Dennis F. Dunne
36045679	10/17/2024	Review possible sale of business, timing, prospects, and strategic players.	0.4	Dennis F. Dunne

**Milbank LLP**  
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**45721.00007 Assumption and Rejection of Contracts and Leases**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35710702	10/1/2024	Review draft assumption schedule.	0.1	Benjamin Schak
35743436	10/1/2024	Correspond with T. Thomas (Incora) re rejected contracts.	0.2	Rupsha Basu
35744818	10/3/2024	Call with A. Prentice (A&M) re schedules of assumed and rejected contracts.	0.2	Rupsha Basu
36022093	10/9/2024	Correspond with A&M re schedules of amended and rejected contracts (.4); revise same (.4).	0.8	Rupsha Basu

**Milbank LLP**  
**Description of Legal Services**  
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**45721.00008 Automatic Stay**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36140624	10/31/2024	Call with Mills-Reeve re UK landlord claim (.3); correspond with T. Thomas and D. Landry (both Incora) re same (.1).	0.4	Benjamin Schak

**Milbank LLP**  
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**45721.00010 Business Operations**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35929219	10/9/2024	Correspond with D. Landry (Incora) re utilities deposit.	0.1	Benjamin Schak
35977798	10/11/2024	Review going concern language re UK financial reports.	0.4	Benjamin Schak
36117322	10/28/2024	Correspond with R. Basu, D. Landry (Incora), R. Kay (PwC), and others re non-U.S. financial reporting.	0.1	Benjamin Schak
36169519	10/29/2024	Correspond with M. Scian re budget and staffing plan.	0.2	Rupsha Basu
36172614	10/30/2024	Draft 3rd 345(b) motion (.3); correspond with HB and UST re same (.2); call with J. Ruff (UST) re same (.1).	0.6	James McIntyre

**Milbank LLP**  
**Description of Legal Services**  
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**45721.00011 Case Administration**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35710700	10/1/2024	Correspond with M. Brod re status of workstreams.	0.3	Benjamin Schak
35742878	10/1/2024	Follow up re 9/27 hearing transcript order (.1); review docket for recently filed pleadings (.1); update internal pleadings database with same (.4).	0.6	Charmaine Thomas
36380239	10/1/2024	Review company records re 1L professional fee payments (2.1); correspond with A&M re same (.2).	2.3	Julie Wolf
36429231	10/1/2024	Review transcript re order (.5); review audio recording re hearing (.3); review A&M interim fees for filing (.3); coordinate payment of third-party invoice (.1); correspond with D. Porat re NDAs (.2); correspond with B. Schak re OCP list (.1).	1.5	Charlie Fendrych
35728579	10/2/2024	Review status of workstreams.	0.1	Benjamin Schak
35742377	10/2/2024	Review dockets for recently filed pleadings (.2); update internal pleadings database with same (.6).	0.8	Charmaine Thomas
35743839	10/2/2024	Coordinate filing of hearing notice (.3); review advisor fee statement issues (.1); review correspondence re case updates (.1).	0.5	Daniel Porat
36380347	10/2/2024	Prepare docket update for Milbank FRG team (.2); review PwC fees for filing (.3); correspond with D. Porat re PwC fees issue (.5).	1.0	Charlie Fendrych
35742992	10/3/2024	Review docket for recently filed pleadings (.1); update internal pleadings folder with same (.2).	0.3	Charmaine Thomas
35748388	10/3/2024	Compile docket update for internal team (.4); finalize PwC invoice review (.5); prepare same for filing (.2).	1.1	Charlie Fendrych
35743213	10/4/2024	Review docket for recently filed pleadings (.1); update internal pleadings folder with same (.3).	0.4	Charmaine Thomas
35743593	10/4/2024	Review docket (.1); correspond with KCC re same (.1).	0.2	Daniel Porat
36423395	10/4/2024	Correspond with R. Sherald (H&B) re filings.	0.2	Charlie Fendrych
35744276	10/6/2024	Correspond with KCC re case issues (.1); review open items (.2).	0.3	Daniel Porat
36517361	10/6/2024	Internal correspondence re in-person meeting logistics (.8); correspond with client re OCP issue (.1).	0.9	Charlie Fendrych
36018399	10/7/2024	Review new pleadings on docket (.1); update pleadings database re same (.5).	0.6	Charmaine Thomas
36022463	10/7/2024	Circulate docket update.	0.6	Rupsha Basu
36517364	10/7/2024	Coordinate in-person mediation at HY (.5); compile updated OCP list (.4); correspond with H&B team re filings (.4); draft notice re PwC overage (.9); revise OCP filing (.2); compile update for internal team (.8).	3.2	Charlie Fendrych
36017285	10/8/2024	Review new pleadings on docket (.2); update pleadings database re same (.6).	0.8	Charmaine Thomas
36019440	10/8/2024	Review docket update (.1); review notice (.1).	0.2	Daniel Porat
36022287	10/8/2024	Draft PwC overage notice (1.7); coordinate filings with H&B team (.2); correspond with H&B re certain fees (.2); correspond with same re additional filings (.2).	2.3	Charlie Fendrych
36019052	10/9/2024	Review new pleadings on docket (.1); update pleadings database re same (.2).	0.3	Charmaine Thomas
36020821	10/9/2024	Review notice filing.	0.3	Daniel Porat



**Milbank LLP**  
**Description of Legal Services**  
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**45721.00011 Case Administration**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36021307	10/9/2024	Correspond with D. Porat re exclusivity motion (.1); review prior filings on exclusivity (.3); correspond with H&B team re exclusivity issue (.2); compile exclusivity notice (.5).	1.1	Charlie Fendrych
36019213	10/10/2024	Review new pleadings on docket (.2); update pleadings database re same (.4).	0.6	Charmaine Thomas
36022357	10/10/2024	Review A&M fees for confidentiality.	3.5	Charlie Fendrych
35977722	10/11/2024	Review workstreams' status.	0.2	Benjamin Schak
36019636	10/11/2024	Review new pleadings on docket (.1); update pleadings database re same (.3).	0.4	Charmaine Thomas
36020411	10/11/2024	Review docket (.1); prepare docket update (.2).	0.3	Daniel Porat
36022718	10/11/2024	Coordinate budget estimate (.3); correspond with C. Kelly (QE) re overpayment (.2); review A&M fees for confidentiality (2.3); draft revised OCP list (.4); file same (.1); correspond with T. Thomas (Incora) re OCP issue (.2).	3.5	Charlie Fendrych
36423474	10/11/2024	Draft docket update.	0.5	James McIntyre
36023449	10/14/2024	Review new pleadings on docket (.2); update pleadings database re same (.5).	0.7	Charmaine Thomas
36423478	10/14/2024	Prepare budget update (.2); coordinate payment of third-party invoice (.1).	0.3	Charlie Fendrych
36023471	10/15/2024	Review new pleadings on docket (.1); update docket and pleadings database re same (.3).	0.4	Charmaine Thomas
36068846	10/15/2024	Review docket update.	0.4	Rupsha Basu
36071494	10/15/2024	Correspond with B. Schak re deadline extension.	0.2	Daniel Porat
36071728	10/15/2024	Coordinate payment of third-party invoice (.1); coordinate in-person mediation logistics (.7).	0.8	Charlie Fendrych
36517494	10/15/2024	Calendar additional hearings.	0.1	Hannah A. Blazek
36071782	10/16/2024	Review SDTX precedent re 1111(b) (.9); correspond with B. Schak re findings (.4).	1.3	Charlie Fendrych
36072032	10/16/2024	Review open workstreams (.3); review docket update (.1).	0.4	Daniel Porat
36423514	10/16/2024	Correspond with C. Fendrych re SDTX precedent re 1111(b).	0.2	Benjamin Schak
36423522	10/17/2024	Compile docket update for internal team.	0.2	Charlie Fendrych
36423527	10/17/2024	Draft docket update.	0.1	James McIntyre
36071720	10/18/2024	Monitor docket (.1); correspondence re case administration matters (.3); correspond with team re open workstreams (.2).	0.6	Daniel Porat
36423538	10/18/2024	Correspond with D. Porat re claims agent question.	0.3	Charlie Fendrych
36423544	10/18/2024	Draft docket update.	0.3	James McIntyre
36071505	10/19/2024	Review open workstreams (.1); correspond with team re same (.1).	0.2	Daniel Porat
36078615	10/19/2024	Correspond with D. Porat re certain deadlines under plan (.4); prepare for call with internal team (.4).	0.8	Charlie Fendrych
36072403	10/20/2024	Review open workstreams (.2); correspond with co-advisors re case issues (.2).	0.4	Daniel Porat
36119622	10/21/2024	Circulate docket update.	0.4	Rupsha Basu
36119182	10/22/2024	Review open workstreams (.2); correspond with team re case administration issues (.2).	0.4	Daniel Porat
36119443	10/23/2024	Correspond with FRG team re workstreams.	0.2	Daniel Porat

**Milbank LLP**  
**Description of Legal Services**  
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**45721.00011 Case Administration**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36095568	10/24/2024	Review correspondence received during time off.	0.5	Benjamin Schak
36105001	10/24/2024	Review docket for objections to excess fees notice (.2); compile docket update for internal team (.2).	0.4	Charlie Fendrych
36119532	10/24/2024	Correspond with FRG team re workstreams (.2); coordinate re same (.5).	0.7	Daniel Porat
36104944	10/25/2024	Correspond with A&M team re third party invoice (.1); compile motion re certain case deadlines (1.2).	1.3	Charlie Fendrych
36106867	10/25/2024	Review correspondence from FRG team re workstreams.	0.3	Benjamin Schak
36429233	10/25/2024	Call with restructuring team re workstreams (.5); call with restructuring/litigation team re same (.5); review open workstreams (.5); correspond with team re same (.3); monitor docket (.2).	2.0	Daniel Porat
36118791	10/27/2024	Review open workstreams (.2); correspond with team re same (.8).	1.0	Daniel Porat
36162016	10/28/2024	Review docket (.2); update internal pleadings database re same (.4).	0.6	Charmaine Thomas
36172392	10/28/2024	Correspond with B. Schak re workstreams (.2); review open items (.2).	0.4	Daniel Porat
36175865	10/28/2024	Coordinate third party invoice payment (.2); correspond with D. Landry (Incora) re OCP issue (.4); review internal correspondence re filings (.2).	0.8	Charlie Fendrych
36161823	10/29/2024	Review docket re new filings (.2); update internal pleadings database re same (.5).	0.7	Charmaine Thomas
36424013	10/29/2024	Correspond with team re workstreams.	0.3	Daniel Porat
36517357	10/29/2024	Draft docket update.	0.3	Rupsha Basu
36162160	10/30/2024	Review docket re new filings (.1); update internal pleadings folders re same (.3).	0.4	Charmaine Thomas
36424021	10/30/2024	Draft correspondence to team re upcoming key dates.	0.1	Rupsha Basu
36517390	10/30/2024	Correspond with FRG team re open workstreams (.9); review (.5) and coordinate (.7) re same.	2.1	Daniel Porat
36517428	10/30/2024	Review docket (.2); compile update for Milbank team (.4).	0.6	Michael Scian
36162194	10/31/2024	Review docket re recent filings (.1); update pleadings database re same (.2).	0.3	Charmaine Thomas
36424048	10/31/2024	Compile docket update for internal team (.2); review PJT fees for confidentiality (.2).	0.4	Charlie Fendrych
36424062	10/31/2024	Review (.3) and coordinate (.4) re open workstreams.	0.7	Daniel Porat

**Milbank LLP**  
**Description of Legal Services**  
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**45721.00012 Claims**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35710691	10/1/2024	Correspond with M. Riordan (Chamberlain) re Appli-Tec claim.	0.1	Benjamin Schak
36011985	10/8/2024	Review certain proofs of claim re reconciliation (.6); correspond with N. Bentley (Incora), D. Landry (Incora), and B. Schak re same (.2); correspond with M. McNamara (A&M) re reconciliation of claims (.3); review settlement payment re certain claimant (.3); revise McIntyre objection (.5).	1.9	Michael Scian
36012171	10/14/2024	Revise McIntyre objection (.8); correspond with B. Schak and M. McNamara (A&M) re same (.1); review Gonzalez claim (.2); review comments re same (.2); correspond with M. McNamara (A&M) re same (.1).	1.4	Michael Scian
36071636	10/14/2024	Review claimant outreach correspondence (.1); correspond with M. Scian re same (.3); review related materials (.2).	0.6	Daniel Porat
36066392	10/15/2024	Further revise no liability claim objection re claim number 784 (.6); correspond with B. Schak, R. Sherald (H&B), and K. Somers (DPW) re same (.3).	0.9	Michael Scian
36069015	10/15/2024	Final review of objection to McIntyre claim.	0.1	Benjamin Schak
36066078	10/16/2024	Further revise proposed filing version of no liability claim objection re claim no. 784 (.3); correspond with B. Schak and R. Sherald (H&B) re same (.1).	0.4	Michael Scian
36112979	10/21/2024	Correspond with B. Schak and M. McNamara (A&M) re potential claimant (.1); review related documentation (.2); correspond with M. Chester (A&M), M. McNamara (A&M), and E. McKeighan (A&M) re possible reclassification of 503 (b)(9) claim (.1); review related correspondence and documentation (.7).	1.1	Michael Scian
36112773	10/22/2024	Research re status of asserted 503(b)(9) claim (2.6); draft email memo re same (1.8); correspond with B. Schak re same (.1).	4.5	Michael Scian
36113319	10/24/2024	Correspond with B. Schak, R. Sherald (H&B), and M. McNamara (A&M) re partial reclassification of claims (.2); review documentation re same (.2).	0.4	Michael Scian
36106892	10/25/2024	Review research re Claim #1955.	0.1	Benjamin Schak
36112857	10/25/2024	Correspond with B. Schak and M. Chester (A&M) re 503(b) (9) claim analysis.	0.2	Michael Scian

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**45721.00013 Comms: Debtors**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36380397	10/3/2024	Participate in Incora update call with client.	0.4	Andrew M Leblanc
35929148	10/9/2024	Conference with management, A. Leblanc, E. Ross (PJT), and others.	0.7	Benjamin Schak
36095600	10/23/2024	Call with G. Kroup (BKB) re status of matter.	0.2	Benjamin Schak
36119375	10/24/2024	Call with management re case updates.	0.4	Daniel Porat
36141628	10/29/2024	Conference with A. Leblanc, S. Khalil, D. Coleal (Incora), and others re status of matter (.4); correspond with D. Porat re same (.1).	0.5	Benjamin Schak
36172466	10/29/2024	Attend management/advisors call.	0.4	Daniel Porat
36423787	10/29/2024	Conference with A. Leblanc, B. Schak, D. Coleal (Incora) re case status.	0.4	Samuel A. Khalil
36517950	10/29/2024	Call with S. Khalil, B. Schak, D. Coleal (Incora) re case status.	0.4	Andrew M Leblanc

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**45721.00014 Comms: Secured Creditors**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36380240	10/1/2024	Review documents for production to noteholders.	1.5	Julie Wolf
36141726	10/30/2024	Call with J. Weber (PW) re status of matter.	0.1	Benjamin Schak

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**45721.00015 Comms: Unsecured Creditors**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35728360	10/2/2024	Weekly conference with MoFo and MWE re various issues.	0.1	Benjamin Schak
35977744	10/11/2024	Conference with T. Foudy, R. Ferraioli, and others at MoFo and MWE re various matters.	0.4	Benjamin Schak
36106978	10/25/2024	Call with L. Marinuzzi (MoFo) and D. Porat re status of matter.	0.3	Benjamin Schak
36429237	10/25/2024	Call with L. Marinuzzi (MoFo) and B. Schak re status of case (.3); prepare for same (.1).	0.4	Daniel Porat

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**45721.00017 Customers**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36517347	10/1/2024	Discuss Gulfstream issues with K. Matthies, D. Landry, B. Howie, and D. Strohl (all Incora).	0.4	Benjamin Schak
35728709	10/2/2024	Correspond with S. Vora re discussions with customer (.2); discuss same with D. Landry (Incora) (.2); correspond with J. Wolf re same (.2).	0.6	Benjamin Schak
35734018	10/3/2024	Review prior Gulfstream correspondence and transition agreement (.6); call with D. Landry and K. Matthies (both Incora) re Gulfstream status (.5); review letter re same (.1); revise same (.3).	1.5	Julie Wolf
35944832	10/8/2024	Call with D. Landry (Incora) re multiple customer disputers (.4); correspond with S. Vora, J. Wolf re same (.2); review correspondence re Gulfstream disputes (.2).	0.8	Benjamin Schak
36015198	10/8/2024	Correspond with J. Bok re customer non-payments.	0.6	Julie Wolf
35929207	10/9/2024	Conference with D. Landry, K. Matthies, B. Howie (all Incora) re Gulfstream disputes (1.0); revise letter to Gulfstream (.6).	1.6	Benjamin Schak
36517895	10/9/2024	Draft correspondence re successor liability in contract law re Company's contract re customer non-payments customer dispute.	0.9	Julia Bok
36014874	10/10/2024	Review contract re customer non-payments (.9); correspond with J. Wok re same (.4).	1.3	Julie Wolf
36517897	10/10/2024	Review client contract re research re implied assumption of liabilities (.5); research caselaw re implied assumption of liabilities (2.1); research choice of law rules (2.8).	5.4	Julia Bok
36014951	10/11/2024	Call with J. Bok and H. Blazek re customer non-payments research (.2); review initial research re same (.9); consider claims re same (1.1).	2.2	Julie Wolf
36517899	10/11/2024	Call with J. Bok re choice of law research (.6); call with J. Bok and J. Wolf re same and additional litigation workstreams (.2).	0.8	Hannah A. Blazek
36517901	10/11/2024	Research potential contract claims re customer non-payments (4.3); call with H. Blazek re research progress re same (.6); call with H. Blazek and J. Wolf re scope of research re same (.2).	5.1	Julia Bok
36014994	10/12/2024	Review research re customer non-payments (.3); revise same (.5); review caselaw re same (.5).	1.3	Julie Wolf
36517905	10/13/2024	Further research re customer non-payments.	2.0	Julia Bok
36054181	10/14/2024	Correspond with J. Bok re customer non-payments (.2); review summary of caselaw re same (.2).	0.4	Julie Wolf
36068551	10/14/2024	Review legal research re customer non-payment.	0.3	Benjamin Schak
36517907	10/14/2024	Research alternative theories of liability rules re customer non-payments contract dispute.	0.4	Julia Bok
36054236	10/16/2024	Review recent correspondence between Debtors and Gulfstream.	0.6	Julie Wolf
36517946	10/28/2024	Correspond with S. Vora and J. Wolf re letter to customer re payment dispute.	0.1	Benjamin Schak

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**45721.00018 DIP Financing and Cash Collateral**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35728063	10/4/2024	Follow-up correspondence re status of workstreams.	0.1	Maxwell Unterhalter
36423393	10/4/2024	Correspond with K. Somers re DIP confirmation milestone (.2); correspond with internal team re confirmation milestone (.3).	0.5	Charlie Fendrych
35729075	10/5/2024	Correspond with DPW and others re Silver Point reimbursement requests (.2); correspond with C. Fendrych and others re DIP maturity date (.1).	0.3	Benjamin Schak
36517362	10/6/2024	Correspond with internal team re DIP confirmation milestone (.2); correspond with K. Somers (DPW) re same (.4).	0.6	Charlie Fendrych
36517409	10/6/2024	Review DIP terms issues.	0.1	Daniel Porat
35742784	10/7/2024	Correspond with D. Porat, C. Fendrych, and others re extension of milestone.	0.2	Benjamin Schak
36517365	10/7/2024	Coordinate with internal team re DPW exclusivity request (.5); calls with K. Somers (DPW) re same (.4).	0.9	Charlie Fendrych
36070264	10/16/2024	Prepare maturity extension.	0.2	Maxwell Unterhalter
36070963	10/17/2024	Further review DIP maturity extension (.1); correspond with team re same (.1).	0.2	Maxwell Unterhalter
36423529	10/17/2024	Review correspondence re DIP maturity extension.	0.7	Aiden Qiao
36069649	10/18/2024	Follow-up correspondence re maturity extension.	0.1	Maxwell Unterhalter
36517395	10/18/2024	Review correspondence re DIP extension.	0.8	Aiden Qiao
36674682	10/18/2024	Review DIP extension process.	0.4	Nathaniel Bachelis
36114212	10/21/2024	Analyze DIP maturity extension.	0.1	Maxwell Unterhalter
36101202	10/22/2024	Follow-up correspondence re DIP maturity extension.	0.1	Maxwell Unterhalter
36114095	10/25/2024	Review issues re DIP maturity extension.	0.1	Maxwell Unterhalter
36113690	10/28/2024	Review DIP maturity extension.	0.1	Maxwell Unterhalter
36128509	10/29/2024	Revise DIP maturity extension documentation.	0.2	Maxwell Unterhalter
36129745	10/30/2024	Correspond with J. Monteyne re DIP maturity extension.	0.1	Maxwell Unterhalter
36150288	10/30/2024	Review DIP extension documents (.2); correspond with DPW re same (.2).	0.4	Jules Monteyne
36424022	10/30/2024	Review correspondence re DIP extension letter.	0.2	Rupsha Basu



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**45721.00019 Emergence**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36119090	10/22/2024	Review potential emergence workstreams issues (.2); call with Veritas re same (.1).	0.3	Daniel Porat
36517386	10/26/2024	Review steps chart (.5); review structure chart (.4); correspond with N. Bachelis and M. Unterhalter re same (.3).	1.2	Daniel Porat
36172752	10/28/2024	Correspond with P. Denaro re emergence issues.	0.1	Daniel Porat
36517413	10/28/2024	Draft restructuring steps chart.	0.9	Jack Chen
36517416	10/29/2024	Revise steps chart.	0.2	Jules Monteyne

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**45721.00020 Employee Issues**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35970276	10/10/2024	Analyze potential retention payments in connection with section 503(c) (.1); call with D. Landry (Incora) re same (.1).	0.2	Benjamin Schak
36037554	10/10/2024	Correspond with B. Schak re employee issues (.2); review documents re same (.2).	0.4	Matt Brod
35977662	10/11/2024	Research issue re retention of counsel re hiring issue.	0.1	Benjamin Schak

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**45721.00021 Financing and Factoring**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35728692	10/1/2024	Follow-up correspondence re ABL engagement letter.	0.2	Maxwell Unterhalter
36674690	10/1/2024	Review ABL Engagement Letter (.2); comment on same (.4); review comparables re same (.3).	0.9	Nathaniel Bachelis
35728434	10/2/2024	Research precedents.	2.0	Jack Chen
35733459	10/2/2024	Revise exit ABL engagement letter.	0.3	Maxwell Unterhalter
35745042	10/2/2024	Review precedent arranger motions (.7); begin drafting BOA arranger motion (1.2).	1.9	Rupsha Basu
35719517	10/3/2024	Review ABL engagement and fee letter.	3.7	Aiden Qiao
35728245	10/3/2024	Summarize precedents (.6); correspond with team re same (.2).	0.8	Jack Chen
35733506	10/3/2024	Revise exit ABL engagement letter.	0.3	Maxwell Unterhalter
36674692	10/3/2024	Continue drafting arranger motion.	1.4	Rupsha Basu
35733358	10/4/2024	Review exit ABL engagement letter (.6); revise same (.9).	1.5	Maxwell Unterhalter
35744924	10/4/2024	Continue drafting arranger motion.	2.5	Rupsha Basu
36674688	10/4/2024	Revise ABL engagement letter (1.3); correspond with internal team re same (.1).	1.4	Aiden Qiao
35751489	10/7/2024	Review correspondence.	0.8	Aiden Qiao
35970513	10/7/2024	Revise ABL engagement letter further.	0.6	Nathaniel Bachelis
36016210	10/7/2024	Further review exit indenture (.3); further review ABL engagement letter (.4).	0.7	Maxwell Unterhalter
36020622	10/7/2024	Review correspondence with DPW re DIP financing issues (.1); correspond with internal team re same (.4).	0.5	Daniel Porat
36021637	10/7/2024	Continue drafting arranger motion.	2.6	Rupsha Basu
35751496	10/8/2024	Correspond with N. Bachelis re ABL engagement letter.	0.5	Aiden Qiao
35970523	10/8/2024	Work on structure chart for post-emergence financing structure.	0.8	Nathaniel Bachelis
36015924	10/8/2024	Revise ABL engagement letter (.7); revise indenture re same (.4).	1.1	Maxwell Unterhalter
36022252	10/8/2024	Draft arranger motion.	1.2	Rupsha Basu
36423419	10/8/2024	Correspond with A. Qiao re ABL engagement letter re exit structure (.5); review certain term sheet (.5); revise engagement letter further (.5); update structure chart for post-emergence financing structure (.8).	2.3	Nathaniel Bachelis
35867173	10/9/2024	Revise ABL engagement letter.	1.1	Aiden Qiao
35970585	10/9/2024	Update structure chart re financing structure (.7); revise engagement letter (.6).	1.3	Nathaniel Bachelis
36016138	10/9/2024	Review engagement letter (.4); revise same (.7); review exit indenture and structure (.3).	1.4	Maxwell Unterhalter
36423442	10/9/2024	Review structure chart (1.7); correspond with N. Bachelis re same (.2); update same (1.0).	2.9	Mendy Fox
35970577	10/10/2024	Review ABL engagement letter precedent (.3); revise same (1.3); revise structure chart (.7).	2.3	Nathaniel Bachelis
35975979	10/10/2024	Revise structure chart.	1.3	Jack Chen
36019354	10/10/2024	Further draft arranger motion.	0.8	Rupsha Basu
36423457	10/10/2024	Correspond with M. Unterhalter re exit structure.	0.4	Mendy Fox

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**45721.00021 Financing and Factoring**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35970477	10/11/2024	Further review engagement letter (.2); comment on same (.4); revise structure chart (.5).	1.1	Nathaniel Bachelis
35975992	10/11/2024	Revise structure chart.	1.8	Jack Chen
36016631	10/11/2024	Follow up correspondence on exit indenture and structure.	0.5	Maxwell Unterhalter
36022753	10/11/2024	Finalize arranger motion.	2.0	Rupsha Basu
36038481	10/11/2024	Revise revolver arranger motion.	1.3	James McIntyre
36067330	10/14/2024	Revise arranger motion (1.6); revise same (.2).	1.8	Rupsha Basu
36068108	10/14/2024	Review motion re financing fees.	0.1	Benjamin Schak
36070401	10/14/2024	Correspond with M. Fox and N. Bachelis re exit structure and indenture.	0.3	Maxwell Unterhalter
36674698	10/14/2024	Revise ABL engagement letter (.5); review certain precedent re same (.4).	0.9	Nathaniel Bachelis
36049138	10/15/2024	Revise intercompany note (1.3); call with ABL re exit (.4).	1.7	Nathaniel Bachelis
36061291	10/16/2024	Review correspondence re maturity extension.	0.6	Aiden Qiao
36069688	10/16/2024	Correspond with team re Intercompany note.	1.0	Maya Grant
36069943	10/16/2024	Draft global note (1.6); correspond with team re same (.3); further revise ABL engagement letter (.7).	2.6	Maxwell Unterhalter
36423503	10/16/2024	Correspond with team re deals (.2); Revise organizational chart (.8).	1.0	Jack Chen
36674694	10/16/2024	Correspond with M. Unterhalter re next steps re ABL (.4); correspond with team re internal cash/intercompany compliance (.5).	0.9	Nathaniel Bachelis
36041063	10/17/2024	Further work on maturity extension.	0.3	Jack Chen
36069851	10/17/2024	Revise ABL engagement letter.	1.0	Maxwell Unterhalter
36674696	10/18/2024	Revise ABL engagement letter.	0.4	Nathaniel Bachelis
36114210	10/21/2024	Further review exit indenture.	0.1	Maxwell Unterhalter
36674700	10/21/2024	Review correspondence re extension letter (.6); correspond with team re same (.3).	0.9	Aiden Qiao
36120861	10/23/2024	Correspond with N. Bachelis re exit documentation.	0.3	Maya Grant
36114194	10/24/2024	Correspond with M. Grant, N. Bachelis, and A. Qiao re exit status (.3); review exit materials (.3); call with J. Monteyne re same (.1).	0.7	Maxwell Unterhalter
36429239	10/24/2024	Correspond with B. Schak and M. Scian re financing workstreams (.2); coordinate re same (.5).	0.7	Jules Monteyne
36098267	10/25/2024	Draft ABL engagement letter (.5); call with J. Monteyne and A. Qiao re same (.2).	0.7	Nathaniel Bachelis
36102259	10/25/2024	Revise exit facility perfection certificate (1.8); revise ABL engagement letter (1.6); correspond with N. Bachelis, M. Unterhalter, A. Qiao re same (.6); call with N. Bachelis and A. Qiao re same (.2).	4.2	Jules Monteyne
36114144	10/25/2024	Review exit indenture checklist and status (.4); call with A. Qiao re same (.2).	0.6	Maxwell Unterhalter
36674702	10/25/2024	Review exit indenture checklist (2.1); review documents re same (1.1); call with M. Unterhalter and J. Monteyne re same (.2).	3.4	Aiden Qiao
36113994	10/26/2024	Correspond with M. Grant re exit indenture.	0.5	Maxwell Unterhalter

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**45721.00021 Financing and Factoring**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36150286	10/26/2024	Revise transaction documents (2.5); correspondence re same (.3).	2.8	Jules Monteyne
36517385	10/26/2024	Revise exit facility perfection certificate.	1.6	Daniel Porat
36097788	10/27/2024	Review ancillary documents re exit.	0.2	Aiden Qiao
36150276	10/27/2024	Revise exit facility perfection certificate (1.1); correspond with Company re same (.2).	1.3	Jules Monteyne
36517999	10/27/2024	Review revised LLC agreement (.7); correspond with N. Kunz re indentures (.1).	0.8	Casey Fleck
36150281	10/28/2024	Review closing checklist (.4); revise same (.5); revise global note (.7); correspond with DPW team re same (.2).	1.8	Jules Monteyne
36423762	10/28/2024	Review correspondence re exit financing documentation (.1); review documentation re same (.2).	0.3	Rupsha Basu
36429247	10/28/2024	Review exit indenture documentation (.2); correspond with A. Qiao re same (.1).	0.3	Maxwell Unterhalter
36517397	10/28/2024	Correspond with C. Fleck and S. Charest re trading of post-emergence securities.	0.3	Benjamin Schak
36128512	10/29/2024	Revise documentation re exit financing.	0.2	Aiden Qiao
36517415	10/29/2024	Revise structure chart (.1); revise perfection certificate (.4); correspond with N. Bachelis re same (.2); correspond with Company re same (.1).	0.8	Jules Monteyne
36150293	10/30/2024	Review revised global note (.4); review revised ABL engagement letter (.3); and correspond with N. Bachelis and M. Grant re same (.2).	0.9	Jules Monteyne
36424032	10/30/2024	Draft closing deliverables re extension letter.	0.8	Aiden Qiao
36517399	10/30/2024	Review correspondence from E. Ross (PJT) re financing discussions (.1); discuss same with same (.1).	0.2	Benjamin Schak
36140655	10/31/2024	Call with C. Fleck and N. Kunz re indenture trustee outreach.	0.2	Benjamin Schak
36150350	10/31/2024	Review draft of global note (.4); revise same (.2); correspond with M. Grant and N. Bachelis re same (.2); correspond with Company re same (.2); call with N. Bachelis and Company re same (.3).	1.3	Jules Monteyne
36424041	10/31/2024	Review global note (.2); revise same (.4); call with J. Monteyne and Company re same (.3).	0.9	Nathaniel Bachelis
36424043	10/31/2024	Review correspondence re takeback notes indenture.	0.3	Rupsha Basu
36424054	10/31/2024	Review issues re takeback indentures and book-entry (.5); correspond with J. Anderson re same (.1); call with B. Schak and N. Kunz re indenture trustee communications (.2).	0.8	Casey Fleck
36424056	10/31/2024	Revise take-back notes indenture (1.7); call with C. Fleck and B. Schak re indenture trustee issues (.2); correspond with C. Fleck re same (.2); review correspondence re same (.3).	2.4	Nicholas Kunz
36433958	10/31/2024	Revise Intercompany note (1.1); correspond with team re same and indenture (.4).	1.5	Maya Grant

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**45721.00023 General Case Strategy**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35744057	10/3/2024	Review update re workstreams.	0.1	Daniel Porat
35745390	10/3/2024	Review open workstreams.	0.1	Rupsha Basu
35742535	10/7/2024	Correspond with internal team re status of matter and workstreams.	0.1	Benjamin Schak
36012214	10/7/2024	Attend conference with Milbank team re work in progress.	0.2	Michael Scian
36022032	10/7/2024	Attend conference with Milbank team re work in progress.	0.2	Rupsha Basu
36038492	10/7/2024	Attend conference with Milbank team re work in progress.	0.2	James McIntyre
36020217	10/8/2024	Correspond with B. Schak re case strategy.	0.1	Daniel Porat
36012233	10/14/2024	Attend conference with Milbank team re work in progress.	0.2	Michael Scian
36068241	10/14/2024	Attend conference with Milbank team re work in progress.	0.2	Benjamin Schak
36072286	10/14/2024	Attend conference with Milbank team re work in progress.	0.2	Charlie Fendrych
36674789	10/14/2024	Attend conference with Milbank team re work in progress (.2); correspond with same re same (.2).	0.4	Rupsha Basu
36072709	10/16/2024	Attend conference with Milbank team re work in progress.	0.2	Daniel Porat
36069092	10/17/2024	Attend conference with Milbank team re work in progress.	0.1	Rupsha Basu
36071437	10/18/2024	Correspond with team re strategy issues.	0.3	Daniel Porat
36071729	10/19/2024	Correspond with team re strategy issues.	0.5	Daniel Porat
36118961	10/21/2024	Correspond with team re matter update.	0.2	Rupsha Basu
36085463	10/22/2024	Correspond with D. Porat re various strategy matters.	0.5	Benjamin Schak
36119525	10/22/2024	Correspond with B. Schak re strategy issues.	0.2	Daniel Porat
36095590	10/23/2024	Call with Quinn, PJT, and A&M re status of matter and mediation.	0.4	Benjamin Schak
36104991	10/24/2024	Attend conference with Milbank team re work in progress.	0.2	Charlie Fendrych
36112819	10/24/2024	Conference with Milbank team re work in progress (partial).	0.1	Michael Scian
36118825	10/24/2024	Correspond with B. Schak re strategy.	0.3	Daniel Porat
36122334	10/24/2024	Attend conference with Milbank team re work in progress.	0.2	James McIntyre
36674791	10/24/2024	Attend conference with Milbank team re work in progress (.2); review materials re same (.2).	0.4	Rupsha Basu
36123636	10/25/2024	Draft docket update.	0.1	James McIntyre
36119214	10/27/2024	Correspond with FRG team meeting re case strategy issues (.2); review issues re same (.3).	0.5	Daniel Porat
36117452	10/28/2024	Attend conference with Milbank team re work in progress.	0.2	Benjamin Schak
36171234	10/28/2024	Attend conference with Milbank team re work in progress.	0.2	Michael Scian
36172673	10/28/2024	Attend conference with Milbank team re work in progress.	0.2	James McIntyre
36423765	10/28/2024	Attend conference with Milbank team re work in progress.	0.2	Rupsha Basu
36141579	10/30/2024	Advisor call with E. Ross (PJT), B. Cejka (A&M), and others.	0.3	Benjamin Schak
36140777	10/31/2024	Attend conference with Milbank team re work in progress (partial).	0.4	Benjamin Schak
36170556	10/31/2024	Attend conference with Milbank team re work in progress.	0.5	Rupsha Basu
36170658	10/31/2024	Attend conference with Milbank team re work in progress.	0.5	Michael Scian
36174221	10/31/2024	Attend conference with Milbank team re work in progress.	0.5	James McIntyre

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**45721.00023 General Case Strategy**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36424050	10/31/2024	Attend conference with Milbank team re work in progress.	0.5	Charlie Fendrych
36424064	10/31/2024	Attend conference with Milbank team re work in progress.	0.5	Daniel Porat

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**45721.00024 Governance**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36122426	10/24/2024	Correspond with R. Kestenbaum re transferability of interests.	0.2	Jason T. Anderson
36106891	10/25/2024	Call with J. Anderson and D. Porat re drafting of LLC agreement.	0.2	Benjamin Schak
36121568	10/25/2024	Call with B. Schak and D. Porat re LLC agreement. (.2); call with R. Aymard re revisions to same (.2); review same (.3).	0.7	Jason T. Anderson
36429249	10/25/2024	Call with J. Anderson re revisions to LLCA (.2); review LLCA (.9); revise same re term sheet provisions (3.9).	5.0	Ryan Aymard
36429251	10/26/2024	Revise LLC Agreement (1.7); correspond with J. Anderson re same (.1).	1.8	Ryan Aymard
36098156	10/27/2024	Revise LLC Agreement (1.2); correspond with J. Anderson re same (.3); correspond with B. Schak re same (.1); correspond with internal team re same (.2).	1.8	Ryan Aymard
36106840	10/27/2024	Review LLC Agreement.	0.6	Benjamin Schak
36119158	10/27/2024	Review revised draft of LLCA (.8); comment on same (.6).	1.4	Jason T. Anderson
36423750	10/27/2024	Review LLCA (.6); review correspondence re same (.2).	0.8	Matt Brod
36131837	10/29/2024	Respond to M. Rivkin question re distributions under LLCA.	0.4	Ryan Aymard
36423784	10/29/2024	Revise LLC agreement per R. Kestenbaum and M. Rivkin comments.	1.1	Mendy Fox



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**45721.00025 Hearings and Court Communications**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35728429	10/2/2024	Attend remote status conference re mediation.	0.2	Benjamin Schak
35745190	10/2/2024	Prepare for hearing (1.2); attend hearing re Langur Maize (3.8); correspond with Milbank FRG and Litigation teams re same (.8).	5.8	James McIntyre
36120262	10/2/2024	Attend hearing re Langur Maize (3.8); prepare for same (1.2).	5.0	Samir Vora
36380246	10/2/2024	Attend status conference re mediation.	0.2	Matt Brod
36380343	10/2/2024	Conferences with A. Leblanc re status conference (.2); review summary of same (.1); review Langur Maize arguments and case law re same (.8).	1.1	Dennis F. Dunne
36380352	10/2/2024	Attend hearing re Langur Maize (3.8); draft correspondence re same (1.1); attend status conference (.2).	5.1	Samuel A. Khalil
36380385	10/2/2024	Attend status conference re mediation (.2); correspond with FRG team re same (.1).	0.3	Andrew M Leblanc
36380386	10/2/2024	Conferences with D. Dunne re hearing re mediation (.2); correspond with B. Schak, PJT, and Incora re same (.4); call with Judge Shannon re same (.9); call with clients re same (.5).	2.0	Andrew M Leblanc
36517436	10/2/2024	Coordinate with HB re notice of continued status conference (.2); review same (.3); prepare same for filing (.1).	0.6	Rupsha Basu
36517440	10/2/2024	Correspond with K. Somers (DPW) re status conference.	0.2	Charlie Fendrych
35745520	10/3/2024	Attend Langur Maize trial closing arguments (2.2); correspond with FRG team re same (.4).	2.6	James McIntyre
36380393	10/3/2024	Review updates re hearing.	0.3	Matt Brod
36517893	10/3/2024	Attend continued Langur Maize hearing (partial) (1.9); draft correspondence re same to internal team (.8).	2.7	Samuel A. Khalil
35743029	10/4/2024	Follow-up correspondence re 9/27 hearing transcripts (.2); distribute same to team (.1); update internal case files with same (.1).	0.4	Charmaine Thomas
35944829	10/8/2024	Attend status conference (.3); review notice re next status conference (.1).	0.4	Benjamin Schak
36022499	10/8/2024	Attend status conference (.3); draft notice of status conference (.2); prepare same for filing (.1).	0.6	Rupsha Basu
36423431	10/8/2024	Attend status conference (.3); correspond with litigation participants re same (.9).	1.2	Andrew M Leblanc
36423438	10/8/2024	Attend confirmation briefing (1.4); attend status conference (.3).	1.7	Samir Vora
36517470	10/8/2024	Attend status conference re mediation.	0.3	Samuel A. Khalil
36035043	10/15/2024	Attend status conference (partial).	0.3	Dennis F. Dunne
36071991	10/15/2024	Attend status conference (partial).	0.2	Charlie Fendrych
36119132	10/15/2024	Attend status conference.	0.5	Samir Vora
36423492	10/15/2024	Attend status conference (.5); call with A. Leblanc, B. Schak, PJT, and A&M team re same (.6).	1.1	Samuel A. Khalil
36423494	10/15/2024	Attend status conference (.5); prepare for same (.2); call with S. Khalil, B. Schak, PJT, and A&M re same (.6).	1.3	Andrew M Leblanc
36423499	10/15/2024	Attend status conference (partial) (.2); call with S. Khalil, J. O'Connell (PJT), A. Leblanc, others re hearing and next steps (.6); correspond with A. Leblanc, J. O'Connell (PJT), D. Coleal and D. Landry (both Incora) and others re same (.7).	1.5	Benjamin Schak

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**45721.00025 Hearings and Court Communications**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36104959	10/24/2024	Attend status conference (.3); compile update for B. Schak (.3).	0.6	Charlie Fendrych
36106549	10/24/2024	Review script and mediator message for hearing (.3); attend status conference before Judge Isgur (.3); conference with A. Leblanc (.1).	0.7	Dennis F. Dunne
36120519	10/24/2024	Attend status conference (.3); prepare for same (.2).	0.5	Samir Vora
36517872	10/24/2024	Attend status conference.	0.3	Andrew M Leblanc
36104961	10/25/2024	Prepare materials for confirmation hearing (.5); review hearing audio (.2); draft notice re hearing (.3).	1.0	Charlie Fendrych
36131313	10/29/2024	Attend status conference.	0.3	Dennis F. Dunne
36141542	10/29/2024	Attend remote status conference.	0.3	Benjamin Schak
36424008	10/29/2024	Attend status conference.	0.3	Andrew M Leblanc
36424015	10/29/2024	Coordinate re confirmation preparation (.6); coordinate re hearing notice (.2); attend status conference (.3).	1.1	Daniel Porat
36674803	10/29/2024	Attend status conference (.3); prepare for same (.1).	0.4	Samuel A. Khalil
36424039	10/30/2024	Review confirmation script (.7); review confirmation slide deck (.6)	1.3	Samir Vora
36140657	10/31/2024	Conference with S. Vora, J. Wolf, D. Porat, and J. Paperny re confirmation hearing planning.	0.6	Benjamin Schak
36424072	10/31/2024	Revise declaration in support of plan confirmation (.2); correspond with B. Schak re same (.1); call with S. Vora, B. Schak, D. Porat, and J. Paperny re confirmation hearing argument and plan (.6).	0.9	Julie Wolf

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**45721.00026 Insurance**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35970271	10/10/2024	Review summary of certain fees in relation to submission to insurance.	0.1	Benjamin Schak
36067972	10/14/2024	Discuss with M. Scian certain time entries in relation to insurance claim (.1); review materials re same (.1).	0.2	Benjamin Schak
36517944	10/28/2024	Multiple calls with Judge Shannon (.4); correspond with Milbank team re same (.7).	1.1	Andrew M Leblanc

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**45721.00027 Litigation**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35709267	10/1/2024	Review documents re plan confirmation discovery.	0.9	Elizabeth Fly
35741536	10/1/2024	Update litigation calendar entries.	0.3	Hannah A. Blazek
35745879	10/1/2024	Review Langur Maize action briefing in advance of hearing.	2.2	James McIntyre
35736867	10/2/2024	Review tagging of certain documents in internal database (.2); conference with J. Maguire re same (.3).	0.5	Elizabeth Fly
35746428	10/2/2024	Review briefing in Langur Maize action in advance of hearing.	1.3	James McIntyre
36121022	10/2/2024	Review Gulfstream issue (.2); correspondence re same (.3); correspond with A&M re discovery issue (.6); review confirmation discovery issues (.5).	1.6	Samir Vora
36380390	10/2/2024	Correspond with team re document collection for review and production (.3); review documents for production to noteholders (2.0).	2.3	Julie Wolf
35733983	10/3/2024	Review documents for production to noteholders (5.2); correspond with noteholders' counsel re same (.2); call with A. Prentice (A&M) re same (.4).	5.8	Julie Wolf
35741599	10/3/2024	Update calendar re litigation events.	0.2	Hannah A. Blazek
36517454	10/3/2024	Review arguments on tortious interference claims (.7); review case law and facts re certain allegations (.4).	1.1	Dennis F. Dunne
35729165	10/4/2024	Review hearing transcripts re ongoing litigation and client questions.	2.2	Samuel A. Khalil
35734023	10/4/2024	Review documents for production to noteholders (3.1); correspond with A. Prentice (A&M) re same (.4); correspond with internal team re same (.2); finalize and production of documents (.6); correspond with advisors to 1Ls re same (.2); review results from email data pull re document requests (1.8).	6.3	Julie Wolf
36120353	10/4/2024	Review confirmation discovery issues.	0.5	Samir Vora
35741907	10/6/2024	Review produced materials for forecasts, budgets, and business plans (1.9); correspond with J. Wolf re same (.8).	2.7	Hannah A. Blazek
36015094	10/7/2024	Prepare for (.6) and attend (.7) conference with noteholder group; correspond with counsel to 1Ls re noteholder document requests (.2); review noteholders' adequate protection briefing (1.8); coordinate review team for first level review of correspondence in response to noteholder document requests (.2); prepare for training re same (.2); review documents for production to noteholders (2.8).	6.5	Julie Wolf
36429257	10/7/2024	Review discovery issues (1.3); attend conference with noteholder group (.7); prepare for same (.4).	2.4	Samir Vora
35751460	10/8/2024	Research successor liability in contract law re Company's contract re customer non-payments.	0.6	Julia Bok
35983294	10/8/2024	Attend training call for first-level review of documents re 2024/2026 Noteholder Group's second set of document requests (partial) (.3); first-level review of documents re 2024/2026 Noteholder Group's second set of document requests (6.7).	7.0	Christopher Woodley
36014807	10/8/2024	Attend training call with 1L reviewers on review of documents re 2024/2026 noteholders' second set of requests (1.2); attend call with PJT re same (.3); correspond with 1L reviewers re questions during course of review of documents (.7); review documents for production re 2024/2026 noteholders (2.1).	4.3	Julie Wolf
36035410	10/8/2024	Review Litigation task list.	0.3	Hannah A. Blazek

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**45721.00027 Litigation**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36423421	10/8/2024	First-level review of documents re 2024/2026 Noteholder Group's second set of document requests.	0.5	Alla Birenberg
36423429	10/8/2024	First-level review of documents re 2024/2026 Noteholder Group's second set of document requests.	5.0	Sammy Kye
36423435	10/8/2024	First-level review of documents re 2024/2026 Noteholder Group's second set of document requests.	7.7	Ryan Park
36423437	10/8/2024	Review correspondence re discovery issues.	1.0	Samir Vora
36423440	10/8/2024	First-level review of documents re 2024/2026 Noteholder Group's second set of document requests.	6.5	Mahogany Daafine Williams
35980607	10/9/2024	First-level review of documents re 2024/2026 Noteholder Group's second set of document requests.	4.5	Alla Birenberg
35980724	10/9/2024	First-level review of documents re 2024/2026 Noteholder Group's second set of document requests.	8.5	Ryan Park
35981498	10/9/2024	First-level review of documents re 2024/2026 Noteholder Group's second set of document requests.	8.0	Mahogany Daafine Williams
35983115	10/9/2024	First-level review of documents re 2024/2026 Noteholder Group's second set of document requests.	8.5	Sammy Kye
35983221	10/9/2024	First-level review of documents collected in response to 2024/2026 Noteholder Group's second set of document requests.	11.0	Christopher Woodley
36014940	10/9/2024	Correspond with 1L reviewers re specific questions during course of review re 2024/2026 noteholders' second set of requests (.8); review documents re same (2.1); review invoices re same (.9).	3.8	Julie Wolf
36423448	10/9/2024	Review correspondence re discovery issues.	1.0	Samir Vora
36429255	10/9/2024	Review invoice spreadsheet (1.5); identify invoices absent from document production (1.6).	3.1	Elizabeth Fly
35981540	10/10/2024	First-level review re 2024/2026 Noteholder Group's second set of document requests.	1.5	Mahogany Daafine Williams
35982972	10/10/2024	First-level review of documents collected in response to 2024/2026 Noteholder Group's second set of document requests.	2.5	Sammy Kye
35983287	10/10/2024	Second-level review of documents collected in response to 2024/2026 Noteholder Group's second set of document requests.	2.5	Christopher Woodley
36014638	10/10/2024	Second-level review of documents re 2024/2026 noteholders' second set of requests (2.2); correspond with 1L reviewers re specific questions during course of document review (.6); review invoices re same (.3).	3.1	Julie Wolf
36035442	10/10/2024	Correspond with J. Wolf and J. Bok re choice-of-law research (.7); review research re the same (.3).	1.0	Hannah A. Blazek
36423469	10/10/2024	Review correspondence re discovery issues.	1.2	Samir Vora
36014696	10/11/2024	Second-level review of documents re 2024/2026 noteholders' second set of document requests (4.5); preparation of production re same (1.1); finalize production (.3).	5.9	Julie Wolf
36054009	10/14/2024	Additional second-level review of documents in response to 2024/2026 noteholders' second set of requests.	2.6	Julie Wolf
36118423	10/14/2024	Review issues re confirmation discovery (1.0); correspond with team re UCC coordination re 9019 submission (.5).	1.5	Samir Vora
36053996	10/15/2024	Further second-level review of additional documents in response to 2024/2026 noteholders' second set of requests (2.6); correspond with A&M re same (.3).	2.9	Julie Wolf

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**45721.00027 Litigation**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36062203	10/16/2024	Review correspondence and invoice letters to ensure completeness of production materials.	3.1	Elizabeth Fly
36429259	10/16/2024	Prepare materials for additional production in response to 2024/2026 noteholders' second set of requests (1.7); correspondence re same (.2); review confirmation brief and relevant board minutes re same (.4).	2.3	Julie Wolf
36054174	10/17/2024	Finalize and make additional production in response to 2024/2026 noteholders' second set of requests (1.7); correspond with S. Vora re same (.1); review same re privilege (2.1).	3.9	Julie Wolf
36119060	10/17/2024	Review confirmation discovery issues (1.0); review 9019 confirmation brief insert and declaration (1.2); revise same (2.3); review summary of UCC call (.2); correspondence re same (.1).	4.8	Samir Vora
36054390	10/18/2024	Correspond with Haynes & Boone re discovery process (.3); correspond with S. Vora re same (.1); review discovery status tracker (.2); revise same (.2); review documents re second set of requests (1.2).	2.0	Julie Wolf
36423683	10/22/2024	Review confirmation discovery issues (.8); review confirmation briefing (2.0).	2.8	Samir Vora
36423687	10/22/2024	Compile and maintain discovery tracker re 2024/2026 noteholder requests and productions.	1.7	Julie Wolf
36104149	10/24/2024	Review documents admitted into evidence in adversary proceeding ahead of confirmation hearing (.8); prepare discovery and production summary re confirmation requests (.6).	1.4	Julie Wolf
36123324	10/24/2024	Correspond with internal team re upcoming litigation key dates.	0.2	Hannah A. Blazek
36114506	10/28/2024	Perform substantive cite check of motion citations.	1.1	Elizabeth Fly
36144534	10/28/2024	Summarize discovery efforts in advance of confirmation hearing.	0.6	Julie Wolf

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**45721.00028 Milbank Retention and Fees**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35710799	10/1/2024	Correspond with M. Scian re fourth fee application.	0.3	Benjamin Schak
35722082	10/1/2024	Review August time entries re UST guidelines.	1.8	Ashanti Bruce
35729171	10/1/2024	Review September time entries re compliance with US Trustee Guidelines (1.9); review June (.7) and July (1.3) fee statements re same.	3.9	Ishmael Taylor-Kamara
35741210	10/1/2024	Revise fourth interim fee application (2.6); correspond with B. Schak and R. Basu re same (.1); review June time entries for compliance with UST guidelines (.3); correspond with M. Brod, B. Schak, and A. Heckman re same (.1); review July time entries for compliance with UST guidelines (.7); correspond with M. Brod, B. Schak, A. Heckman, and I. Taylor-Kamara re same (.3); review August time entries for compliance with UST guidelines (.4); correspond with J. Wolf and H. Blazek re same (.2).	4.7	Michael Scian
35743269	10/1/2024	Correspondence re delivery of draft fee statements to attorney.	0.3	Charmaine Thomas
36517355	10/1/2024	Correspond with M. Scian re budget.	0.1	Rupsha Basu
35722131	10/2/2024	Review August time entries for compliance with UST guidelines (1.5); coordinate printing and delivery of August fee statement (.1).	1.6	Ashanti Bruce
35728974	10/2/2024	Review September time entries re compliance with US Trustee Guidelines.	2.1	Ishmael Taylor-Kamara
35733959	10/2/2024	Review August time entries re compliance with UST guidelines.	0.2	Julie Wolf
35741648	10/2/2024	Review August time entries for compliance with UST guidelines (1.1); correspond with M. Brod, B. Schak, A. Bruce, I. Taylor-Kamara, and R. Smith re same (.1).	1.2	Michael Scian
35729016	10/3/2024	Review September time entries re compliance with US Trustee Guidelines.	2.1	Ishmael Taylor-Kamara
35748807	10/3/2024	Review Milbank fee statements.	1.2	Matt Brod
35729307	10/4/2024	Review September time entries re compliance with US Trustee Guidelines.	2.3	Ishmael Taylor-Kamara
35741488	10/4/2024	Review September time entries for compliance with UST guidelines.	4.3	Michael Scian
35748314	10/4/2024	Review Milbank fee statement.	2.8	Matt Brod
35978427	10/7/2024	Review September time entries re compliance with US Trustee Guidelines (1.2); review June (.8) and July (.6) fee statements re same.	2.6	Ishmael Taylor-Kamara
36012621	10/7/2024	Review September time entries for compliance with UST guidelines (2.3); correspond with M. Brod, B. Schak, A. Heckman, I. Taylor-Kamara, R. Smith, and A. Bruce re June, July, and August time entries (.4); correspond with B. Schak re March, April, and May invoices (.1); review same (.1).	2.9	Michael Scian
36037582	10/7/2024	Continue to review Milbank fee statements.	1.7	Matt Brod
35979265	10/8/2024	Review September time entries re compliance with UST guidelines (1.1); review June fee statement re same (.7); review July fee statement re same (.4).	2.2	Ishmael Taylor-Kamara
36012602	10/8/2024	Revise fourth interim fee application (1.4); correspond with A. Qiao re same (.2).	1.6	Michael Scian
35978690	10/9/2024	Review September time entries re compliance with UST guidelines.	2.3	Ishmael Taylor-Kamara



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**45721.00028 Milbank Retention and Fees**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36037513	10/9/2024	Review Milbank fee statement.	1.2	Matt Brod
35978705	10/10/2024	Review September time entries re compliance with UST guidelines.	2.6	Ishmael Taylor-Kamara
35980127	10/10/2024	Pull hearing transcripts re time entries review.	0.3	Ashanti Bruce
36012155	10/10/2024	Review June and July time entries re compliance with UST guidelines (1.6); correspond with A. Heckman (Milbank Billing), I. Taylor-Kamara, and A. Bruce re same (.3); review September time entries re same (2.4); correspond with I. Taylor-Kamara and A. Bruce re same (.1).	4.4	Michael Scian
36037535	10/10/2024	Review Milbank fee statement.	0.8	Matt Brod
36517407	10/10/2024	Review all Milbank time entries re employee issue and related invoices (1.2); correspond with B. Schak and A. Heckman (Milbank Billing) re same (.4).	1.6	Michael Scian
35978406	10/11/2024	Review September time entries re compliance with UST guidelines.	2.6	Ishmael Taylor-Kamara
36012363	10/11/2024	Revise September time entries re compliance with UST guidelines (2.9); correspond with A. Heckman (Milbank Billing), I. Taylor-Kamara, and A. Bruce re same (.2); correspond with M. Brod and I. Taylor-Kamara re June and July fee statements (.1).	3.2	Michael Scian
36517403	10/11/2024	Review time entries re employee matter and related invoices (3.3); correspond with B. Schak and A. Heckman (Milbank Billing) re same (.1).	3.4	Michael Scian
36053837	10/14/2024	Review October time entries for compliance with UST guidelines.	2.5	Rebecca Smith
36054413	10/14/2024	Review September time entries re compliance with UST guidelines.	2.6	Ishmael Taylor-Kamara
36054465	10/14/2024	Review September fee entries re compliance with UST guidelines.	2.0	Leon Thomas
36517405	10/14/2024	Review all Milbank time entries re former employee matter and related invoices (5.1); correspond with B. Schak and A. Heckman (Milbank Billing) re same (.3).	5.4	Michael Scian
36053884	10/15/2024	Review October time entries for compliance with UST guidelines.	2.9	Rebecca Smith
36054183	10/15/2024	Review September time entries re compliance with UST guidelines.	2.2	Ishmael Taylor-Kamara
36066463	10/15/2024	Revise September time entries re compliance with UST guidelines (2.7); correspond with I. Taylor-Kamara re same (.2); correspond with R. Smith, A. Bruce, and I. Taylor-Kamara re October time entries (.1); correspond with A. Heckman, R. Smith, A. Bruce, and I. Taylor-Kamara re revised June and July fee statements (.2); correspond with M. Brod and B. Schak re same (.1); prepare filing versions of June and July fee statements (.4); revise fourth interim fee application (.4).	4.1	Michael Scian
36054012	10/16/2024	Review September time entries re compliance with UST guidelines.	4.0	Leon Thomas
36054215	10/16/2024	Review October time entries re compliance with UST guidelines.	2.3	Ashanti Bruce



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**45721.00028 Milbank Retention and Fees**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36066070	10/16/2024	Review filing versions for June and July fee statements (.8); correspond with M. Brod and B. Schak re same (.2); review fourth interim fee application (.7); correspond with A. Heckman re same (.1); review October time entries re compliance with UST guidelines (2.6).	4.4	Michael Scian
36054071	10/17/2024	Review October time entries re compliance with UST guidelines.	2.0	Ashanti Bruce
36054144	10/17/2024	Review September time entries re compliance with US Trustee Guidelines (1.4); review August time entries re same (.9).	2.3	Ishmael Taylor-Kamara
36066242	10/17/2024	Review October time entries re compliance with UST guidelines (1.8); further review final version of fee application for July (.6); review August time entries re compliance with UST guidelines (.4).	2.8	Michael Scian
36069768	10/17/2024	Review July fee statement.	0.1	Benjamin Schak
36080311	10/17/2024	Review and comment on Milbank fee statement.	0.4	Matt Brod
36053313	10/18/2024	Review October time entries re compliance with UST guidelines.	2.6	Ashanti Bruce
36054089	10/18/2024	Review September time entries re compliance with US Trustee Guidelines.	2.7	Ishmael Taylor-Kamara
36066308	10/18/2024	Review August fee statement (.3); prepare filing version of same (.3); Correspond with A. Heckman, I. Taylor-Kamara, R. Smith, and A. Bruce re same (.2).	0.8	Michael Scian
36065829	10/20/2024	Finalize filing versions of fee applications for June, July, and August (.5); correspond with M. Brod and B. Schak re same (.1).	0.6	Michael Scian
36091181	10/21/2024	Review October time entries re UST guidelines.	2.0	Ashanti Bruce
36102161	10/21/2024	Review October time entries re compliance with US Trustee Guidelines.	1.3	Ishmael Taylor-Kamara
36112679	10/21/2024	Review June, July, and August fee statements (.6); correspond with M. Brod and B. Schak re same (.1).	0.7	Michael Scian
36101898	10/22/2024	Review October time entries re compliance with US Trustee Guidelines.	3.9	Ishmael Taylor-Kamara
36102104	10/23/2024	Review October time entries re compliance with US Trustee Guidelines.	3.8	Ishmael Taylor-Kamara
36104740	10/23/2024	Review October time entries re compliance with UST guidelines.	1.8	Ashanti Bruce
36112896	10/23/2024	Review October time entries in accordance with UST guidelines.	1.8	Michael Scian
36102027	10/24/2024	Review October time entries re compliance with US Trustee Guidelines.	3.9	Ishmael Taylor-Kamara
36107375	10/24/2024	Review October time entries re compliance with UST guidelines.	1.5	Ashanti Bruce
36113200	10/24/2024	Review October time entries in accordance with UST guidelines.	3.1	Michael Scian
36102109	10/25/2024	Review October time entries re compliance with US Trustee Guidelines.	3.9	Ishmael Taylor-Kamara
36113185	10/25/2024	Review October time entries re compliance with UST guidelines.	1.8	Michael Scian
36117938	10/28/2024	Review June-August monthly statements (.7); review March-May quarterly application (.3).	1.0	Benjamin Schak

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36155531	10/28/2024	Review October time entries re compliance with US Trustee Guidelines.	4.2	Ishmael Taylor-Kamara
36171373	10/28/2024	Review October fee statement in accordance with UST guidelines (4.2) revise filing versions of June, July and August fee statements (.4); correspond with B. Schak re same (.1); correspond with A. Heckman (Milbank Billing) re fourth interim fee statement (.1); correspond with B. Schak re same (.2); correspond with I. Taylor-Kamara re September fee statement (.1).	5.1	Michael Scian
36141534	10/29/2024	Review March-May 2024 interim fee application.	0.2	Benjamin Schak
36155538	10/29/2024	Review October time entries re compliance with US Trustee Guidelines.	3.4	Ishmael Taylor-Kamara
36179013	10/29/2024	Revise filing version of fourth interim fee application (2.3); correspond with M. Brod, B. Schak, R. Basu, and A. Heckman (Milbank Billing) re same (.3); begin draft of fifth interim fee application (2.8).	5.4	Michael Scian
36144268	10/30/2024	Review October time entries re compliance with UST guidelines.	2.9	Rebecca Smith
36155533	10/30/2024	Review October time entries re compliance with US Trustee Guidelines.	3.7	Ishmael Taylor-Kamara
36189998	10/30/2024	Comment on fourth interim fee application.	1.2	Matt Brod
36155505	10/31/2024	Review October time entries re compliance with US Trustee Guidelines.	3.6	Ishmael Taylor-Kamara

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35709315	10/1/2024	Review mediation order re client questions (.4); draft internal correspondence re same (.7).	1.1	Samuel A. Khalil
35710711	10/1/2024	Review draft confirmation declaration.	0.9	Benjamin Schak
35743561	10/1/2024	Correspond with B. Schak and A&M re plan supplement.	0.4	Rupsha Basu
35745278	10/1/2024	Review precedent letter agreement indemnity motions.	0.3	James McIntyre
36380233	10/1/2024	Review 1L position on global deal (.2); review management's concerns re timing and funding (.3).	0.5	Dennis F. Dunne
35713638	10/2/2024	Correspondence re section 1129 declaration.	0.1	Jordyn Paperny
35728283	10/2/2024	Correspond with D. Dunne, A. Leblanc, S. Khalil, MoFo, MWE, and others re UCC stipulation (.1); correspond with S. Vora and J. Wolf re defense of Committee settlement (.1).	0.2	Benjamin Schak
35747214	10/2/2024	Review confirmation-related documents and next steps.	1.3	Matt Brod
36380382	10/2/2024	Review caselaw research re plan confirmation.	1.9	Samuel A. Khalil
35728367	10/3/2024	Review materials for mediator re mediation of plan (1.2); draft internal correspondence to team re same (.7).	1.9	Samuel A. Khalil
35746288	10/4/2024	Correspond with C. Fleck re plan securities provisions.	0.6	James McIntyre
35729059	10/5/2024	Review draft voting report.	0.1	Benjamin Schak
35729233	10/5/2024	Review revised plan structure and treatment analysis prepared by PJT re mediation (.8); draft internal correspondence re same (.6).	1.4	Samuel A. Khalil
35737278	10/7/2024	Revise section 1129 confirmation declaration.	1.3	Jordyn Paperny
35749606	10/7/2024	Review background information for mediator (.7); draft internal correspondence re same (.4).	1.1	Samuel A. Khalil
36022212	10/7/2024	Call with R. Spivak re confirmation brief arguments.	0.4	Charlie Fendrych
36038509	10/7/2024	Call with R. Spivak re confirmation brief.	0.2	James McIntyre
36423411	10/7/2024	Call with C. Fendrych re confirmation brief (.4); review UST objection (.4); research applicable caselaw and precedent re same (.8); call with J. McIntyre re same (.2).	1.8	Russell Spivak
35800877	10/8/2024	Review Kobre's position re exclusivity, possibility objection, and requested limits (.3); review 1Ls requests re exclusivity (.2); review options and timeline post-mediation (.3).	0.8	Dennis F. Dunne
35944869	10/8/2024	Call with Kobre re objection deadline re plan exclusivity.	0.2	Benjamin Schak
36037473	10/8/2024	Review confirmation issues status and next steps.	0.4	Matt Brod
35867767	10/9/2024	Review revised position of parties re exclusivity and requests to shorten and condition it.	0.4	Dennis F. Dunne
35975635	10/9/2024	Revise section 1129 confirmation declaration.	0.2	Jordyn Paperny
35976506	10/9/2024	Review generated term sheet in connection with mediation (.6); comment on same (.5); review prior term sheets received from bond holder groups re same (1.2).	2.3	Samuel A. Khalil
36423444	10/9/2024	Correspond with D. Dunne and B. Shannon re Incora mediation issues.	0.6	Andrew M Leblanc
36423449	10/9/2024	Review confirmation briefing.	1.5	Samir Vora
36517369	10/9/2024	Review correspondence re exclusivity extension.	0.2	Rupsha Basu
36517373	10/9/2024	Correspond with C. Fendrych re extension of objection period re exclusivity.	0.1	Benjamin Schak
35984729	10/10/2024	Review confirmation brief in related case for purposes of drafting response to U.S. Trustee's objection	0.4	Russell Spivak

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36423465	10/10/2024	Correspond with R. Basu and M. Brod re reply to potential exclusivity objections (.1); follow up correspondence with M. Brod re same (.2).	0.3	Benjamin Schak
36423467	10/10/2024	Research re objection reply (.4); review confirmation brief precedent re objection reply (.4).	0.8	Russell Spivak
36423470	10/10/2024	Review confirmation briefing.	2.0	Samir Vora
36517430	10/10/2024	Review fallback plan terms and governance.	0.7	Dennis F. Dunne
36674846	10/10/2024	Correspond with N. Bachelis re chapter 11 plan.	0.9	Aiden Qiao
36674848	10/10/2024	Draft exclusivity motion reply.	2.4	Rupsha Basu
36429268	10/11/2024	Review plan structure for nonconsensual chapter 11 plan (.7); draft summary of same for term sheet (.9); review exclusivity case law research (2.3).	3.9	Samuel A. Khalil
36009085	10/13/2024	Correspond with A. Leblanc re exclusivity requests (.2); review DPW position re same (.1).	0.3	Dennis F. Dunne
36030688	10/14/2024	Review revised legal memo re plan confirmation requirements (1.3); comment on same (.6).	1.9	Samuel A. Khalil
36423479	10/14/2024	Review plan and disclosure statement procedures re noticing agent question (.7); correspond with D. Porat re claims agent question (.4).	1.1	Charlie Fendrych
36067978	10/15/2024	Call with A. Telukuntla (PJT) re cram up requirements.	0.1	Benjamin Schak
36068168	10/15/2024	Correspond with B. Schak re exclusivity notice.	0.2	Rupsha Basu
36071955	10/15/2024	Review R. Spivak confirmation brief (.6); correspond with R. Spivak re brief edits (.3).	0.9	Charlie Fendrych
36080190	10/15/2024	Review mediation proposal (.8) and consider issues re same (.5).	1.3	Matt Brod
36051958	10/16/2024	Review revised plan confirmation analysis prepared by A&M and PJT re mediation (.9); draft correspondence including comments and analysis re same (.8).	1.7	Samuel A. Khalil
36060891	10/16/2024	Revise reply to U.S. Trustee objections.	0.5	Russell Spivak
36061273	10/16/2024	Correspond with B. Schak re potential edits to reply to U.S. Trustee objections.	0.2	Russell Spivak
36070352	10/16/2024	Discuss cram-up analysis with E. Ross, A. Telukuntla, and A. Jia (all PJT) (.3); conference with M. Brod re potential term sheets (.5); draft "Plan C" term sheets (1.4); discuss same with D. Porat (.5).	2.7	Benjamin Schak
36072418	10/16/2024	Review term sheet (.5); discuss same with B. Schak (.5); revise same (.5); correspond with team and co-advisors re related issues (.7).	2.2	Daniel Porat
36080240	10/16/2024	Meeting with B. Schak re alternative plan constructs (.5); review and comment on term sheet re same (.9); review existing plan re same (.4).	1.8	Matt Brod
36423512	10/16/2024	Review research re plan and DS issues.	0.4	Daniel Porat
36052635	10/17/2024	Review plan proposal sent by 1Ls (.8); review caseload research re same (2.8); review pre-petition credit documents re same (1.7).	5.3	Samuel A. Khalil
36054093	10/17/2024	Call with UCC counsel re confirmation and UCC settlement (.3); review confirmation brief re same (.2); revise same (.5).	1.0	Julie Wolf
36069668	10/17/2024	Correspond with team re exclusivity and DPW request re objection deadline.	0.1	Benjamin Schak

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36071986	10/17/2024	Review DPW request re exclusivity (.2); correspond with internal team re same (.5).	0.7	Charlie Fendrych
36072163	10/17/2024	Correspond with PJT re term sheet (.5); correspond with team re same (1); review term sheet (.5); revise same (.7); coordinate with team re related issues (.5); consider issues request re exclusivity (.3); correspond with C. Fendrych re same (.2).	3.7	Daniel Porat
36057472	10/18/2024	Review further revised analysis re plan treatment prepared by A&M and PJT re mediation (1.9); review caselaw research re 1111(b) re same (2.2).	4.1	Samuel A. Khalil
36071956	10/18/2024	Review plan proposal (.5); prepare analysis of same (.5); correspond with internal team re same (.3); call with DPW re same (.7); correspond with co-advisors re same (.1); review solicitation issue (.3); correspondence re same (.1).	2.5	Daniel Porat
36072541	10/18/2024	Correspond with internal team re exclusivity issue (.2); correspond with DPW team re same (.1).	0.3	Charlie Fendrych
36080220	10/18/2024	Review DPW plan proposal (.4); call with DPW and Milbank re same (.6) (partial); follow-up correspondence re same (.3); consider issues re same (.6).	1.9	Matt Brod
36082220	10/18/2024	Review plan TS from 1Ls.	0.4	James McIntyre
36517926	10/18/2024	Correspond with team re 1111(b) issue (.4); review preliminary research re same (1.0).	1.4	Samir Vora
36054453	10/19/2024	Call with M. Brod and D. Porat re plan confirmation issues (.5); review plan documents re same (.8); correspondence re legal research re section 1111(b) (.3); research same (1.0).	2.6	Julie Wolf
36054721	10/19/2024	Review confirmation issues and accepting class risks.	0.4	Dennis F. Dunne
36066098	10/19/2024	Correspond with C. Fendrych, D. Porat, and J. McIntyre re revisions to DS, Plan, and DS motion.	0.1	Michael Scian
36071823	10/19/2024	Call with M. Brod and J. Wolf re plan research items (.5); analysis re research items (.1); call with A. Zatirka re research questions (.2).	0.8	Daniel Porat
36080248	10/19/2024	Review correspondence re plan issues (.3); call with D. Porat and S. Vora re same (.5); review legal issues re same (.5); correspond with Milbank team re plan drafting and next steps (.2).	1.5	Matt Brod
36082263	10/19/2024	Correspond with FRG team re plan.	0.1	James McIntyre
36423628	10/19/2024	Analyze case law re certain research question (.7); call with D. Porat re same (.2); conduct research re acceptance by impaired convenience class (1.2).	2.1	Alec Zatirka
36054470	10/20/2024	Call with J. Lee, J. Paperny, V. Colbert, and J. Bok re research re plan confirmation issues (.8); conduct legal research re same (1.3).	2.1	Julie Wolf
36057390	10/20/2024	Draft outline of issues re in-person mediation session (.8); review prior plan proposal re same (1.3).	2.1	Samuel A. Khalil
36065956	10/20/2024	Conference with C. Fendrych, D. Porat, and J. McIntyre re revisions to DS, Plan, and DS motion (.6); review previously filed DS redlines and exhibits re same (1.9); multiple correspondence with Milbank team, A&M team, and PJT team re financial projections exhibit, liquidation analysis exhibit, and Valuation analysis exhibit (.4).	2.9	Michael Scian

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36072006	10/20/2024	Review term sheet proposal (.2); analysis re same (.3) team meeting re plan documents (.5); review research re plan issues (.5); attend call with C. Fendrych, M. Scian, and J. McIntyre re same (partial) (.2); correspondence re exclusivity motion proceeding (.1).	1.8	Daniel Porat
36078623	10/20/2024	Prepare for (.4) and attend (.6) call re plan with M. Scian, D. Porat, and J. McIntyre; correspond with internal team re exclusivity deadlines (.2); compile new plan variation (2.6).	3.8	Charlie Fendrych
36082202	10/20/2024	Call re plan with C. Fendrych, D. Porat, and M. Scian (.6); research re convenience class question (.4).	1.0	James McIntyre
36423634	10/20/2024	Call with J. Wolf, J. Lee, J. Paperny, and V. Colbert re Section 1111(b) research (.8); research secondary sources re same (2.2).	3.0	Julia Bok
36423636	10/20/2024	Call with J. Wolf, J. Paperny, J. Lee, and J. Bok re section 1111(b) research (.8); research re plan objections for bad faith claim classification (.2).	1.0	Victoria L. Colbert
36423644	10/20/2024	Call with J. Wolf, J. Paperny, V. Colbert, and J. Bok re research re 1111(b) election arguments and responses (.8); conduct preliminary research re same (.9); review research from J. Bok re same (.3).	2.0	John Lee
36423646	10/20/2024	Correspond with team re 1111(b) research (.8); research same (1.8).	2.6	Jordyn Paperny
36423648	10/20/2024	Review 1111(b) and convenience class issue.	1.9	Samir Vora
36423650	10/20/2024	Research re treatment of impaired convenience class (1.3); analyze case law and found research re same (.7); correspond with team re same (.1).	2.1	Alec Zatirka
36084560	10/21/2024	Correspond with J. Conte (KK) re exclusivity motion.	0.1	Benjamin Schak
36085672	10/21/2024	Participate in mediation (partial).	11.3	Samuel A. Khalil
36104113	10/21/2024	Conduct legal research re plan confirmation issues (1.7); review others' research re same (1.1); review plan constructs (.6).	3.4	Julie Wolf
36119065	10/21/2024	Correspond with team and co-advisors re plan (.7); review research re plan issues (.3); correspond with A. Zatirka re same (.2).	1.2	Daniel Porat
36121481	10/21/2024	Correspond with FRG re plan issues and mediation.	0.2	James McIntyre
36423656	10/21/2024	Research cases re Section 1111(b) and classification of creditors.	1.4	Julia Bok
36423658	10/21/2024	Review case law re convenience class issues.	1.3	Matt Brod
36423661	10/21/2024	Research re improper classification of claims in same class (2.0); research re treatment of substantially similar claims (1.0); research re section 1111(b) right (2.0); research re claim classification under 1122(a) (.7).	5.7	Victoria L. Colbert
36423665	10/21/2024	Compile revised plan consents (1.3); draft plan (2.7).	4.0	Charlie Fendrych
36423667	10/21/2024	Research re section 1111(b) requirements and potential exceptions (1.6); correspond with J. Paperny re same (.1); draft outline of research findings (.6); draft summary of same (.9).	3.2	John Lee
36423669	10/21/2024	Research re section 1111(b).	3.4	Jordyn Paperny
36674852	10/21/2024	Analysis re credit bid structure.	0.4	Casey Fleck



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36085462	10/22/2024	Correspond with C. Fendrych re plan term sheet following mediation (.4); correspond with S. Vora re same (.2); correspond with R. Kestenbaum, C. Fleck, J. Anderson, others re plan structure (.4); review term sheet (.8); call with C. Fendrych re same (.5).	2.3	Benjamin Schak
36086554	10/22/2024	Review comments to agreed mediated terms (.6); provide comments to same (.4); prepare outline of revisions needed for plan (1.8); review caselaw research re solicitation (1.6).	4.4	Samuel A. Khalil
36104901	10/22/2024	Correspond with B. Schak re plan (.3); review revised mediation term sheet (.6); draft term sheet re same (4.9); correspond with B. Schak re same (.3); call with same re same (.5); revise same (2.5).	9.1	Charlie Fendrych
36112867	10/22/2024	Analysis re previously filed disclosure statement re latest plan proposal.	1.6	Michael Scian
36118925	10/22/2024	Review term sheet (.1); correspond with team re plan issues (.2); review research issues re plan (.2); correspond with B. Schak re same (.2).	0.7	Daniel Porat
36423673	10/22/2024	Research cases re Section 1111(b) and classification of creditors (1.5); review summary re Section 1111(b) arguments (.4).	1.9	Julia Bok
36423675	10/22/2024	Draft summary of 1111(b) research (1.5); research re classification of substantially similar claims (.5); research re claim treatment under 1123(a)(4) (1.1); review 1111(b) research summary (.2).	3.3	Victoria L. Colbert
36423681	10/22/2024	Research re section 1111(b) (1.4); revise summary re same (1.2).	2.6	Jordyn Paperny
36423686	10/22/2024	Review legal research re plan confirmation issues (1.1); draft memorandum re same (1.3).	2.4	Julie Wolf
36423689	10/22/2024	Begin drafting memo re 1129(a) requirement (1.2); analyze additional provided case law and found research re 1129(a) (1.6).	2.8	Alec Zatirka
36517934	10/22/2024	Review correspondence from internal team re outstanding research questions re potential section 1111(b) arguments (.1); research re same (.2); review consolidated research re same (.2).	0.5	John Lee
36095591	10/23/2024	Call with C. Fendrych re chapter 11 plan revisions.	0.3	Benjamin Schak
36112916	10/23/2024	Review disclosure statement re revisions to new plan (1.2); revise disclosure statement re same (2.9).	4.1	Michael Scian
36122634	10/23/2024	Review plan term sheet (.5); call with FRG, Tax, and Corporate teams re plan (.5).	1.0	James McIntyre
36132584	10/23/2024	Correspond with Milbank team re term sheet and next steps (.1); review term sheet re same (.7); consider Plan issues and next steps (.4).	1.2	Matt Brod
36423707	10/23/2024	Revise portions of confirmation brief (.4); revise declaration in support of confirmation re proposed plan amendments (.4); correspond with S. Khalil re same (.1); review plan term sheet (.2); correspondence re same re plan confirmation brief (.4).	1.5	Julie Wolf
36423711	10/23/2024	Conduct research re claims classification and gerrymandering (4.4); review caselaw re same (.8); additional research re 1129(a) (1.8).	7.0	Alec Zatirka
36517936	10/23/2024	Review 1111(b) memo (.4); revise same (.2).	0.6	Samir Vora

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36517968	10/23/2024	Review issues and themes for October 24th status conference on the plan.	0.3	Dennis F. Dunne
36517981	10/23/2024	Review term sheet (.4); review plan solicitation items from claims agent (.1).	0.5	Daniel Porat
36104886	10/24/2024	Call with D. Porat re plan (.4); internal team correspondence re plan (.4); revise plan (3.5).	4.3	Charlie Fendrych
36118878	10/24/2024	Review issues re plan updates.	0.2	Daniel Porat
36423729	10/24/2024	Further revise disclosure statement re new plan proposals.	2.1	Michael Scian
36423731	10/24/2024	Revise memo re convenience class and gerrymandering (2.6); conduct research for same (1.8).	4.4	Alec Zatirka
36674850	10/24/2024	Review DS hearing transcript in connection with same (.8); review revised Chapter 11 plan (1.1).	1.9	Samuel A. Khalil
36104921	10/25/2024	Prepare for (.1) and attend (.6) call with D. Porat and B. Schak re plan planning; draft plan (3.9); compile team update re plan (.3); correspond with D. Porat re confirmation brief (.2).	5.1	Charlie Fendrych
36111519	10/25/2024	Revise memo re convenience classes and gerrymandering.	2.0	Alec Zatirka
36118943	10/25/2024	Review plan supplement documents (.2); correspond with D. Porat re same (.1).	0.3	Rupsha Basu
36122404	10/25/2024	Correspond with FRG team re confirmation timing.	0.3	James McIntyre
36423743	10/25/2024	Planning call with B. Schak and C. Fendrych re plan (.6); prepare materials re confirmation preparation (.8); review confirmation materials (.3); correspond with R. Basu re plan supplement documents (.3); review same (.4); correspond with PJT re same (.2); attend meeting with A. Leblanc, M. Brod, B. Schak, S. Vora, and J. Wolf (.5).	3.1	Daniel Porat
36423745	10/25/2024	Review confirmation briefing/tasks (4.0); call with A. Leblanc, M. Brod, B. Schak, J. Wolf, and D. Porat re same (.5).	4.5	Samir Vora
36429264	10/25/2024	Call with Milbank team (J. Wolf, A. Leblanc, B. Schak, S. Vora, and D. Porat) re confirmation logistics (.5); correspond with S. Vora re same (.2); review issues and next steps re same (.6).	1.3	Matt Brod
36429274	10/25/2024	Call with D. Porat and C. Fendrych re plan (.6); review status of ancillary documents (1.2); review draft of plan (1.5); review further draft of same (.1); call with A. Leblanc, M. Brod, S. Vora, and D. Porat re confirmation logistics (.5); call with J. McIntyre re confirmation order (.1).	4.0	Benjamin Schak
36429276	10/25/2024	Attend meeting with A. Leblanc, M. Brod, B. Schak, S. Vora, and D. Porat re confirmation tasks (.5); review and revise portions of confirmation brief and declaration re same (1.8); review updated plan re same (.7).	3.0	Julie Wolf
36517993	10/25/2024	Review precedent confirmation order in connection with revised chapter 11 plan (2.3); review comments to chapter 11 plan from internal team (.9); draft correspondence re same (.4).	3.6	Samuel A. Khalil
36517996	10/25/2024	Call with J. Wolf, M. Brod, B. Schak, S. Vora, D. Porat re plan confirmation tasks..	0.5	Andrew M Leblanc
36105007	10/26/2024	Revise plan.	1.3	Charlie Fendrych
36112925	10/26/2024	Correspond with Milbank team re revised plan status.	0.3	Michael Scian
36118975	10/26/2024	Review (1.0) and comment on (1.3) plan; correspond with team re plan issues (.4); related analysis (.5).	3.2	Daniel Porat



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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36132641	10/26/2024	Review draft plan and related issues (1.8); correspond with Milbank team re same (.3).	2.1	Matt Brod
36423747	10/26/2024	Review revisions to Plan (.5), correspond with Milbank team re same (.1).	0.6	Russell J. Kestenbaum
36105093	10/27/2024	Correspond with internal team re plan (.6); draft plan (1.1); correspond with A. Leblanc re plan (.6); circulate plan to external parties (.5).	2.8	Charlie Fendrych
36105433	10/27/2024	Review further revised chapter 11 plan.	1.2	Samuel A. Khalil
36106516	10/27/2024	Review draft plan and governance (.4); review mediation updates and Judge Shannon correspondence (.4).	0.8	Dennis F. Dunne
36106940	10/27/2024	Review revisions to chapter 11 plan.	0.6	Benjamin Schak
36113267	10/27/2024	Correspond with Milbank team re revised plan status (.4); review revised Plan (.4).	0.8	Michael Scian
36423749	10/27/2024	Review plan (.7); review correspondence re same (.2).	0.9	Matt Brod
36423752	10/27/2024	Review disclosure statement (.8); correspond with FRG team re same (.4).	1.2	Paul Denaro
36429272	10/27/2024	Correspond with team re revised plan (.8); review drafts of same (.6); review related issues (1.1); correspond with B. Schak re security issues re plan (.3).	2.8	Daniel Porat
36518001	10/27/2024	Review internal correspondence re plan and governance.	1.2	Andrew M Leblanc
36116852	10/28/2024	Begin to review draft response to potential UST confirmation objections.	1.6	Benjamin Schak
36144754	10/28/2024	Review confirmation brief (.8); revise same (.6) review declaration in support of confirmation (.4); and revise same (.3).	2.1	Julie Wolf
36168400	10/28/2024	Review meditation proposal and correspondence re structure.	1.5	Michael Rivkin
36172167	10/28/2024	Review plan markup (.7); correspond with FRG team re plan objections (.1).	0.8	James McIntyre
36172690	10/28/2024	Review communications with team regarding confirmation preparation (.2); communications with team regarding claim agent issues (.1).	0.3	Daniel Porat
36175563	10/28/2024	Revise plan.	1.8	Charlie Fendrych
36423763	10/28/2024	Review correspondence re exclusivity.	0.1	Rupsha Basu
36423767	10/28/2024	Correspond with N. Kunz re Disclosure Statement securities law summaries (.2); review recoveries chart (.3); comment on same (.1); correspond with re same (.1); review plan (.4); comment on same (.2).	1.3	Paul Denaro
36423775	10/28/2024	Review plan re securities issues (2.9); provide comments re same (1.1).	4.0	Nicholas Kunz
36517948	10/28/2024	Review updated version of 9019 confirmation brief insert (.9); revise same (.8); review declaration in support of confirmation (.7); revise same (.8).	3.2	Samir Vora
36518004	10/28/2024	Correspond with Milbank team re Plan and transfer process for equity/debt.	0.3	Russell J. Kestenbaum
36141711	10/29/2024	Call with M. Rivkin re plan structure (.1); review Cejka declaration (.2); further review reply to UST objections (.9).	1.2	Benjamin Schak
36169446	10/29/2024	Correspond with A&M re plan supplement (.2); revise same and circulate to DPW (.4); review correspondence re plan (.3).	0.9	Rupsha Basu
36175459	10/29/2024	Review correspondence re revisions to plan.	0.4	Charlie Fendrych

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36423789	10/29/2024	Further review plan for securities issues (.3); provide comments to same (.1).	0.4	Nicholas Kunz
36424017	10/29/2024	Correspond with internal team re confirmation brief and related items (.2); correspond with same reg claims agent issues (.1).	0.3	Daniel Porat
36517401	10/29/2024	Correspond with N. Kunz re Plan (.4); review revised plan (.6).	1.0	Paul Denaro
36517952	10/29/2024	Further review revised 9019 confirmation brief (.7); revise same (.9) revise declaration in support of confirmation (.8).	2.4	Samir Vora
36517956	10/29/2024	Revise confirmation brief (.6); revise declaration in support (.5); review modified second amended plan re confirmation (.6); prepare materials for confirmation hearing preparation (.6).	2.3	Julie Wolf
36133488	10/30/2024	Revise 1129 declaration.	0.1	Jordyn Paperny
36141591	10/30/2024	Call with R. Ferraioli (MoFo) re plan draft (.3); debrief with E. Ross (PJT) re same (.1); call with C. Fendrych re status of confirmation-related workstreams (.8); correspond with M. Brod re same (.1); review notice of confirmation hearing (.1).	1.4	Benjamin Schak
36144582	10/30/2024	Revise plan confirmation brief (.4); correspond B. Schak re same (.2); review caselaw re same (.4).	1.0	Julie Wolf
36171344	10/30/2024	Review correspondence re steps memo.	0.2	Rupsha Basu
36172514	10/30/2024	Revise confirmation order.	0.2	James McIntyre
36172581	10/30/2024	Comms with claims agent regarding solicitation issues (.2); analysis regarding same (.2); coordinate regarding confirmation prep (.1).	0.5	Daniel Porat
36424024	10/30/2024	Correspond with N. Kunz re Plan disclosure (.3); review of Plan (.4).	0.7	Paul Denaro
36424036	10/30/2024	Correspond with Milbank team, A&M team re financial projections and revisions to DS (.4); revise draft of DS re same (2.7); review previously filed DS and related redlines (1.2).	4.3	Michael Scian
36424038	10/30/2024	Review confirmation pleadings.	1.6	Samir Vora
36429266	10/30/2024	Revise plan (.9); revise confirmation brief (.7); call with B. Schak re confirmation-related tasks (.8).	2.4	Charlie Fendrych
36517388	10/30/2024	Correspond with M. Scian re financial projections (.2); draft confirmation hearing notice (.6).	0.8	Charlie Fendrych
36517391	10/30/2024	Coordinate with team re preparation of confirmation hearing notice.	0.2	Daniel Porat
36517418	10/30/2024	Review plan for securities issues (.8); provide comments to same (.4); draft take-back notes indenture (1.1).	2.3	Nicholas Kunz
36143663	10/31/2024	Review revised plan and additional equity raise.	0.3	Dennis F. Dunne
36155535	10/31/2024	Review revised chapter 11 plan (2.3); draft internal correspondence re same (1.1).	3.4	Samuel A. Khalil
36172179	10/31/2024	Review confirmation brief (.2); correspond with B. Schak re potential plan objections (.5); call with S. Vora, J. Wolf, J. Paperny, and B. Schak re confirmation hearing preparation (.6); review materials re confirmation preparation (.4).	1.7	Daniel Porat
36173739	10/31/2024	Revise confirmation order (1.0); review mediator proposal re same (.2); review Kobre plan issues list (.1).	1.3	James McIntyre
36189913	10/31/2024	Review confirmation issues and next steps (.4); review documents re same (1.7).	2.1	Matt Brod

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36424044	10/31/2024	Review correspondence re (.3); review correspondence re mediator proposal (.1).	0.4	Rupsha Basu
36424052	10/31/2024	Correspond with internal team re plan (.3); revise plan (1.3); review precedent re exculpations language (1.4); compile rider re Chubb comments (.5); correspond with R. Spivak re confirmation brief (.2); review plan issues list from Kobre (.4).	4.1	Charlie Fendrych
36424060	10/31/2024	Revise 1129 declaration (.8); call with S. Vora, J. Wolf, D. Porat, and B. Schak re confirmation hearing preparation (.6).	1.4	Jordyn Paperny
36424066	10/31/2024	Call with D. Porat re plan terms (.2); review section of brief re 9019 settlement (.3); review Bartels declaration (.1); review Fried Frank plan comments (.2).	0.8	Benjamin Schak
36424068	10/31/2024	Revise confirmation brief (1.3); correspond with C. Fendrych re same (.1).	1.4	Russell Spivak
36517954	10/31/2024	Review pleadings re confirmation strategy/preparation (.9); call with J. Paperny, J. Wolf, D. Porat, and B. Schak re same (.6).	1.5	Samir Vora

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45721.00030 Real Estate

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36517349	10/22/2024	Analysis re landlord issues (.1); prepare correspondence re same (.1).	0.2	Daniel Porat

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**45721.00033 Securities Issues**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36423758	10/28/2024	Correspond with C. Fleck re equity trading issues.	0.6	Jason T. Anderson
36423760	10/28/2024	Review correspondence from PJT re holder equity splits.	0.1	Ryan Aymard
36674862	10/28/2024	Review issues re book entry process (.6); correspond with J. Anderson re same (.3).	0.9	Casey Fleck

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**45721.00034 Tax**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35868140	10/10/2024	Revise chapter 11 plan for transfer tax exemption.	0.7	Mendy Fox
36052175	10/17/2024	Correspond with DPW and Milbank teams re structuring.	0.2	Russell J. Kestenbaum
36052531	10/18/2024	Review mediation proposal re tax issues (.3); correspond with Milbank team re same (.1).	0.4	Russell J. Kestenbaum
36060311	10/21/2024	Prepare for (.1) and attend (.5) call with R. Kestenbaum, M. Rivkin, PwC Tax, and DPW tax re alternative structures.	0.6	Mendy Fox
36102852	10/21/2024	Call with PwC tax, DPW tax, M. Rivkin, and M. Fox re alternative structures.	0.5	Russell J. Kestenbaum
36122785	10/21/2024	Prepare for (.5) and attend (.5) call with tax advisors re tax characterization of mediation proposal.	1.0	Michael Rivkin
36102908	10/22/2024	Review correspondence re tax issues in mediator settlement.	0.2	Russell J. Kestenbaum
36102425	10/23/2024	Call with Milbank team re issues re mediator proposal.	0.4	Russell J. Kestenbaum
36102851	10/24/2024	Call with Company and PwC team re tax issues re mediator proposal (.5); correspond with Milbank team re same (.1).	0.6	Russell J. Kestenbaum
36102713	10/25/2024	Correspond with Milbank team re tax issues.	0.2	Russell J. Kestenbaum
36125160	10/29/2024	Call with R. Kestenbaum and M. Rivkin re tax issues re LLCA.	0.8	Mendy Fox
36139756	10/29/2024	Review revised draft of LLCA (.5); call with M. Fox and M. Rivkin re LLCA and tax analysis (.8); revise LLCA (.2).	1.5	Russell J. Kestenbaum
36168478	10/29/2024	Review revised Plan and LLCA (1.6); call with R. Kestenbaum and M. Fox re tax implications of revised structure (.8); draft language to LLCA based on same (1.1).	3.5	Michael Rivkin
36139808	10/30/2024	Correspond with Milbank team re steps and LLCA.	0.2	Russell J. Kestenbaum

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**45721.00035 Vendors and Suppliers**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35744287	10/1/2024	Review correspondence with vendors.	0.1	Daniel Porat
35747299	10/1/2024	Update certain vendor payment agreement (.2); update certain other vendor payment agreement (.6).	0.8	Charlie Fendrych
35748833	10/3/2024	Correspond with vendor re invoice payment (.1); correspond with A&M team re vendor issue (.2).	0.3	Charlie Fendrych
36022516	10/7/2024	Correspond with A&M team re certain vendor (.2); correspond with vendor counsel (.3).	0.5	Charlie Fendrych
36021929	10/9/2024	Correspond with A&M team re certain vendor outreach (.5); correspond with vendor counsel re potential call (.2).	0.7	Charlie Fendrych
36022730	10/10/2024	Review invoices related to vendor payment issue (1.6); call with vendor counsel (.1); correspond with B. Schak re vendor issue (.2).	1.9	Charlie Fendrych
35977794	10/11/2024	Call with D. Landry (Incora) re vendor correspondence (.1); review D. Landry (Incora) letter to specific vendor (.1); review information re issue with another vendor (.2).	0.4	Benjamin Schak
36022300	10/11/2024	Correspond with vendor re payment reconciliation.	0.3	Charlie Fendrych
36072395	10/16/2024	Correspond with A&M team re certain vendor non-performance issue.	0.2	Charlie Fendrych
36423511	10/16/2024	Review correspondence with certain vendor.	0.1	Daniel Porat
36105020	10/21/2024	Correspondence re certain vendor issue.	0.1	Charlie Fendrych
36117937	10/28/2024	Correspond with D. Landry (Incora) re specific vendor dispute.	0.1	Benjamin Schak
36144772	10/28/2024	Review correspondence re specific vendor dispute (.7); review correspondence re additional vendor dispute (1.4); correspond with B. Schak re same (.3).	2.4	Julie Wolf
36141713	10/29/2024	Correspond with J. Wolf re background information relevant to letter to specific vendor.	0.1	Benjamin Schak
36144679	10/29/2024	Review underlying contract and materials re specific vendor dispute (1.2); draft correspondence re same (1.1); review correspondence and materials re separate vendor dispute (.6); correspond with B. Schak re same (.1).	3.0	Julie Wolf
36144910	10/30/2024	Review underlying contracts for vendor issue (.6); review underlying contracts for separate vendor issue (.8); call with D. Landry re same (.3); correspondence with same re same (.1).	1.8	Julie Wolf
36144593	10/31/2024	Review underlying materials for specific vendor issue (.3); review underlying materials for another vendor issue (1.1); calls with D. Landry and K. Matthies (both Incora) re vendor issues and scheduling re same (1.1); review legal research re same (1.3).	3.8	Julie Wolf

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**45721.00036 Mediation**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
35710806	10/1/2024	Discuss results of 10/1 negotiations with E. Ross (PJT) (.3); correspond with A. Leblanc re same (.3).	0.6	Benjamin Schak
35744506	10/1/2024	Coordinate with team re mediation preparation issues.	0.2	Daniel Porat
36380232	10/1/2024	Conferences with Judge Shannon re mediation session (.3); review JPM requests of third parties re mediation (.3).	0.6	Dennis F. Dunne
36380235	10/1/2024	Correspond with Judge Shannon re mediation issues.	1.2	Andrew M Leblanc
35728444	10/2/2024	Discuss status of mediation with D. Coleal, D. Landry (both Incora), A. Leblanc, E. Ross (PJT), and others (.4); follow-up correspondence with E. Ross (.1).	0.5	Benjamin Schak
36380248	10/2/2024	Review updates from Judge Shannon re DPW meeting on litigation risk (.3); review next steps re mediation (.4); review timeline (.2).	0.9	Dennis F. Dunne
36380348	10/2/2024	Correspond with PJT team re in-person mediation (.3); correspond with Milbank FRG team re same (.5)	0.8	Charlie Fendrych
36380383	10/2/2024	Calls with PJT and management re status of mediation.	0.6	Samuel A. Khalil
36380395	10/3/2024	Review mediation updates and Judge Shannon's view of settlement ranges (.6); review DPW update re 1Ls (.2); review customer timing concern (.1).	0.9	Dennis F. Dunne
36380398	10/3/2024	Review materials re mediation issues.	0.6	Andrew M Leblanc
36423396	10/4/2024	Correspond with PJT team re in-person mediation (.1); correspond with internal team re same (.3).	0.4	Charlie Fendrych
35729338	10/5/2024	Correspond with S. Vora and J. Wolf re mediation materials.	0.2	Benjamin Schak
36423401	10/5/2024	Review updates re mediation and Judge Shannon suggestions.	0.4	Dennis F. Dunne
36423403	10/5/2024	Prepare correspondence to Judge Shannon re mediation issues.	0.7	Andrew M Leblanc
36517359	10/5/2024	Review 1L position on fees (.2); correspond with A. Leblanc re next steps and strategy (.2).	0.4	Dennis F. Dunne
36423407	10/7/2024	Call with J. Shannon re mediation issues.	0.7	Andrew M Leblanc
36517353	10/7/2024	Review appellate/equitable mootness issues and fee reimbursement points (.3); review bid-ask from 1Ls and FSNs (.2).	0.5	Dennis F. Dunne
36517367	10/8/2024	Review next steps re bid from 1Ls (.2); review Plan B re options and confirmability (.4).	0.6	Dennis F. Dunne
36517456	10/8/2024	Review correspondence with Judge Shannon (.5); review Judge Isgur status conference on plan DNA mediation (.2); review J. Weisman post-hearing concerns (.2); review D. Schaible (DPW) Plan B suggestions (.3).	1.2	Dennis F. Dunne
36517471	10/8/2024	Review revised analysis prepared by PJT re mediation (.8); review hearing transcript re same (2.1).	2.9	Samuel A. Khalil
36517371	10/9/2024	Review updates and DPW revised offer (.4); correspondence with Judge Shannon re same and re Plan B (.3); conferences with A. Leblanc re same (.3); conferences with D. Landry re mediation updates, timing, and alternatives (.3); review same (.4).	1.7	Dennis F. Dunne
35970317	10/10/2024	Correspond with S. Khalil re status of mediation (.3); draft potential settlement offer (.1); correspond with A. Leblanc re term sheet (.2).	0.6	Benjamin Schak
36517473	10/10/2024	Conferences with Judge Shannon re updates from Kobre group.	0.3	Dennis F. Dunne



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**45721.00036 Mediation**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36517958	10/10/2024	Review possible settlement terms and conditions (.4); review equitable mootness (.3); review Plan B terms (.3); review 1L offer (.2); review next steps for mediation (.3).	1.5	Dennis F. Dunne
36517960	10/10/2024	Call with Judge Shannon re mediation (.7); correspond with D. Dunne re same (.6); review term sheet for Plan B (1.1).	2.4	Andrew M Leblanc
35977735	10/11/2024	Revise Plan B term sheet (.1); correspond with A. Leblanc, others re UCC participation in mediation (.1).	0.2	Benjamin Schak
36517903	10/11/2024	Call with Judge Shannon (.5); correspond with D. Dunne re same (.6).	1.1	Andrew M Leblanc
36517962	10/11/2024	Conferences with Judge Shannon re mediation and Plan B issues (.4); review and craft terms of Plan B (.3); conferences with A. Leblanc re same (.3); review status of Plan A discussions (.4); review UCC position re mediation and prior deal terms (.2).	1.6	Dennis F. Dunne
36517375	10/13/2024	Review SP correspondence re appellate rights and legend securities (.3); review status of mediation and Plans A, B, C, and D for emergence (.6).	0.9	Dennis F. Dunne
36069062	10/14/2024	Call with R. Ferraioli (MoFo) re mediation attendance and availability.	0.1	Benjamin Schak
36423482	10/14/2024	Correspond with D. Dunne re mediation issues.	1.6	Andrew M Leblanc
36517475	10/14/2024	Call with Judge Shannon re mediation issues.	0.7	Andrew M Leblanc
36517964	10/14/2024	Conference with Judge Shannon re Kobre counter and next steps in mediation (.5); review Plan B and Plan C structures and risk (.4); conference with D. Landry (Incora) re same (.3).	1.2	Dennis F. Dunne
36068727	10/15/2024	Correspond re mediation logistics (.1); call with E. Ross and A. Telukuntla (both PJT) re mediation planning (.1).	0.2	Benjamin Schak
36071685	10/15/2024	Correspond with B. Schak re mediation preparation.	0.3	Daniel Porat
36423490	10/15/2024	Review alternative plan structures re mediation (1.3); draft correspondence re same (.6).	1.9	Samuel A. Khalil
36429366	10/15/2024	Call with DPW re Plan B (.5); correspond with J. Shannon re same (.6); review materials re mediation (1.7); call with clients re same (.4); call with Kobre/FF re Plan B (.5); call with D. Dunne re same (.2).	3.9	Andrew M Leblanc
36517377	10/15/2024	Review same re prior iterations (.3); review JPM counter (.3); review Fried Frank's position and requirements for Plan B (.4); review management updates and requests (.2); conference with A. Leblanc re same (.2).	1.4	Dennis F. Dunne
36517653	10/15/2024	Attend call with Judge Shannon and DPW re Plan B structures and terms.	0.5	Dennis F. Dunne
36071838	10/16/2024	Correspond with Milbank team re mediation preparation.	0.2	Daniel Porat
36423507	10/16/2024	Call with Incora management and Judge Shannon (.5); review materials re mediation/settlement issues (.9); correspondence re same (.3).	1.7	Andrew M Leblanc
36517381	10/16/2024	Attend conference with mediator and management (.5); review next steps re Plan C (.4); correspond with D. Landry (Incora) re same (.2); review governance and mootness provisions for Plan A and B respectively (.3).	1.4	Dennis F. Dunne
36071287	10/17/2024	Correspond with team re logistics for in-person mediation.	0.3	Daniel Porat
36423516	10/17/2024	Review correspondence re mediation.	0.2	Rupsha Basu
36423518	10/17/2024	Call with PJT re mediation issues (.5); review issues and case law re same (1.7).	2.2	Matt Brod

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**45721.00036 Mediation**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36423520	10/17/2024	Review mediation updates (.8); review next steps with Kobre re Plan B (.3); review Plan C structures (.5).	1.6	Dennis F. Dunne
36423523	10/17/2024	Coordinate logistics for in-person mediation.	3.8	Charlie Fendrych
36072516	10/18/2024	Correspond with team re preparation for mediation.	0.4	Daniel Porat
36423539	10/18/2024	Coordinate in-person mediation logistics.	3.0	Charlie Fendrych
36423542	10/18/2024	Review materials in preparation for mediation.	0.8	Andrew M Leblanc
36517379	10/18/2024	Conferences with D. Reganato and J. Weisman (both Silver Point) re mediation, risks, and plan terms (.4); review Plan C term sheet from 1Ls (.3); outline 1129 risks and issues to be adjudicated (.4); review 1111(b) issues with Plan C (.3); review case law on debt terms re same (.5); review feasibility, 1123 issues, and cramdown toggles (.6).	2.5	Dennis F. Dunne
36517966	10/18/2024	Call with DPW re Plan C proposal (.7); call with Judge Shannon re same (1.2).	1.9	Andrew M Leblanc
36071477	10/19/2024	Correspond with team re preparation for in-person mediation.	0.2	Daniel Porat
36423548	10/19/2024	Correspond with Judge Shannon (.2); review mediation updates (.3); review Plan C terms and risk set (.3).	0.8	Dennis F. Dunne
36423550	10/19/2024	Correspondence re Plan C options and mediation.	0.7	Andrew M Leblanc
36072578	10/20/2024	Correspondence re preparation for in-person mediation.	0.2	Daniel Porat
36423638	10/20/2024	Call with Judge Shannon and A. Leblanc re Plans A, B and C and mediation tomorrow (.7); review credit bid issues and risks (.3); review latest 1L proposal for Plan A (.3); review 1L plan C terms and legal risks (.4).	1.7	Dennis F. Dunne
36423640	10/20/2024	Review logistics for in-person mediation.	1.0	Charlie Fendrych
36423642	10/20/2024	Call with Judge Shannon and D. Dunne (.7); review materials in preparation for mediation (1.1); call with D. Schaible (DPW) re same (.3).	2.1	Andrew M Leblanc
36068013	10/21/2024	Attend in-person mediation session (partial) with Judge Shannon at 55HY.	10.7	Dennis F. Dunne
36084683	10/21/2024	Attend mediation session (partial) led by Hon. B. Shannon (US Bankruptcy Court).	9.9	Benjamin Schak
36118751	10/21/2024	Coordinate re in-person mediation (.6); review correspondence re mediation updates (.3).	0.9	Daniel Porat
36423659	10/21/2024	Review mediation term sheet (.2); correspond with Milbank team re same (.3).	0.5	Matt Brod
36423663	10/21/2024	Coordinate meeting logistics for mediation (2.6); correspond with internal team re mediation issue (.2); review mediation term sheet (.5).	3.3	Charlie Fendrych
36517928	10/21/2024	Participate in mediation re Incora (11.5); calls with D. Landry (Incora) re same (.7).	12.2	Andrew M Leblanc
36517930	10/21/2024	Review mediation updates (1.0); review term sheets (1.0), correspond with team re same (.2).	2.2	Samir Vora
36085440	10/22/2024	Discuss mediation with D. Coleal (Incora) (.3); update R. Ferraioli (MoFo) re mediation status (.2); update J. Weber (PW) re same (.1); correspond with PJT team and Milbank transaction teams re same (.4).	1.0	Benjamin Schak
36423671	10/22/2024	Correspond with B. Schak and J. Anderson re upcoming meeting (.1); begin reviewing mediation terms (.2).	0.3	Ryan Aymard
36423677	10/22/2024	Review revisions to Plan B language (.3); review updates from Fried Frank (.2); review 1L concerns (.3).	0.8	Dennis F. Dunne

**Milbank LLP**  
**Description of Legal Services**  
**Ending October 31, 2024**

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**45721.00036 Mediation**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36423679	10/22/2024	Review mediator proposal.	0.3	James McIntyre
36423684	10/22/2024	Correspond with Quinn team re mediator proposal.	0.5	Samir Vora
36517932	10/22/2024	Correspondence re Incora mediation issues (.6); call with D. Reganato and J. Weisman (both Silver Point) re same (.8).	1.4	Andrew M Leblanc
36095592	10/23/2024	Review proposal from DPW (.1); correspond with internal team re term sheet (.2).	0.3	Benjamin Schak
36423693	10/23/2024	Attend mediation session with Judge Shannon, Fried Frank, DPW, and Kobre (.5); review next steps and possible workarounds for open points (.2).	0.7	Dennis F. Dunne
36517432	10/23/2024	Call with Milbank FRG, tax, and finance teams re mediator's proposal and impact on governance (partial).	0.4	Jason T. Anderson
36517434	10/23/2024	Call with Corporate, FRG, tax and finance teams re proposed structure based on mediation terms (partial).	0.4	Ryan Aymard
36517969	10/23/2024	Review DPW's mark-up of plan B term sheet (.4); conference with A. Leblanc and Judge Shannon re same (.4); review Kobre response to changes (.2).	1.0	Dennis F. Dunne
36517971	10/23/2024	Call with Milbank FRG, tax, and finance teams re mediator's proposal.	0.5	Mendy Fox
36517973	10/23/2024	Call with Judge Shannon and D. Dunne re mediation (.4); call with internal team re mediation proposal (.5); correspond with Milbank team re same (1.8); call with counsel to the litigation re same (.6); calls with D. Schaible (DPW) re same (.6).	3.9	Andrew M Leblanc
36517977	10/23/2024	Compile term sheet re mediation settlement (.7); circulate to D. Dunne and A. Leblanc (.2); draft plan (2.8); call with B. Schak re plan (.3); call with internal team re mediation proposal (.5); compile final term sheet (.7).	5.2	Charlie Fendrych
36517979	10/23/2024	Correspond with J. Anderson re revised settlement structure (.3); analyze same (.6).	0.9	Casey Fleck
36517982	10/23/2024	Attend calls with FRG, Tax, and Corporate teams re mediation proposal.	1.0	Daniel Porat
36674872	10/23/2024	Attend calls with management re mediation (.4); call with mediator and parties re same (.7); review revised settlement terms (.6); review revisions to chapter 11 plan (1.3); review caselaw research re confirmation issues (.9).	3.9	Samuel A. Khalil
36423725	10/24/2024	Review mediation issues.	0.4	Daniel Porat
36517873	10/24/2024	Correspond with Company re settlement discussions (.7); call with same re next steps (.4); conference with D. Dunne re same (.1).	1.2	Andrew M Leblanc
36517986	10/24/2024	Review Plan B open issues (.3); review Judge Shannon correspondence (.4).	0.7	Dennis F. Dunne
36517989	10/24/2024	Review revised mediation proposal from DPW.	0.7	Samuel A. Khalil
36517991	10/25/2024	Review governance bid-ask and Judge Shannon request re same (.4); review draft plan and Plan B changes (.3).	0.7	Dennis F. Dunne
36517994	10/25/2024	Review further revised governance structure in connection with mediation.	0.8	Samuel A. Khalil
36517997	10/25/2024	Correspond with FRG/Lit teams re mediation issues.	1.5	Andrew M Leblanc
36119227	10/26/2024	Review comments to mediation proposal (.2); review related mediation items (.3).	0.5	Daniel Porat
36106922	10/27/2024	Distribute draft governance documents to mediation parties (.1); correspond with Milbank team re same (.1).	0.2	Benjamin Schak

**Milbank LLP**  
**Description of Legal Services**  
**Ending October 31, 2024**

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**45721.00036 Mediation**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36518002	10/27/2024	Call with Judge Shannon re settlement discussions (.6); review materials re same (.5).	1.1	Andrew M Leblanc
36116853	10/28/2024	Correspond with C. Fendrych re status of mediation.	0.2	Benjamin Schak
36423769	10/28/2024	Review mediation updates and divergent drafts.	0.4	Dennis F. Dunne
36518005	10/28/2024	Review mark-up of mediator proposal.	0.2	Russell J. Kestenbaum
36423782	10/29/2024	Review Judge Shannon correspondence and updates re mediation (.3); review DPW and FF position on open issues, standing and governance (.4); review next steps and possible counter (.2).	0.9	Dennis F. Dunne
36424009	10/29/2024	Review materials re mediation issues.	1.3	Andrew M Leblanc
36518007	10/29/2024	Draft outline of bid/ask and open issues relating to ongoing plan negotiations (1.5); review revised proposal sent by DPW bond holder group (.8); draft issues list re same (.6).	2.9	Samuel A. Khalil
36141733	10/30/2024	Correspond with S. Khalil re mediation progress.	0.1	Benjamin Schak
36144524	10/30/2024	Draft mediation appendix proposal (.4); call with A. Leblanc re same (.2).	0.6	Julie Wolf
36424030	10/30/2024	Call with Judge Shannon re mediation (.6); draft correspondence re same (.6).	1.2	Andrew M Leblanc
36140639	10/31/2024	Conference with A. Leblanc, Fried Frank, Kobre, and DPW re proposals.	0.6	Benjamin Schak
36172487	10/31/2024	Call with mediation parties (.4); correspondence re strategy issues (.2).	0.6	Daniel Porat
36424046	10/31/2024	Review mediation updates (.2); review Judge Shannon correspondence re same (.2); review DPW position on standing and FT rights (.3); review joinder issues (.2).	0.9	Dennis F. Dunne
36424058	10/31/2024	Call with B. Schak, Fried Frank, Kobre, DPW re settlement proposals (.6); correspond with same re same (.9).	1.5	Andrew M Leblanc

Ending: October 31, 2024

## Air Travel

Index Number	Date	Description	Amount	Name
39995215	10/2/2024	James McIntyre - - Roundtrip on United. Business Purpose: Travel to and from Houston, TX, for closing arguments. - Airfare: Expense Date: 02-Oct-2024, Itinerary: LGA-IAH-LGA, International Flight: false, > 5 hours: false, Airline: United, Class of Service: Economy/Coach, Other Traveler: , Travel Dates: 02-Oct-2024 - 03-Oct-2024	814.95	James McIntyre
40001554	10/17/2024	ANDREW LEBLANC - - Travel to New York for in person mediation. - Airfare: Expense Date: 17-Oct-2024, Itinerary: DCA-LGA, International Flight: false, > 5 hours: false, Airline: American, Class of Service: Business, Other Traveler: , Travel Dates: 20-Oct-2024 -	348.48	Andrew M Leblanc
40001553	10/21/2024	ANDREW LEBLANC - - Travel to New York for in person mediation. - Airfare: Expense Date: 21-Oct-2024, Itinerary: LGA-DCA, International Flight: false, > 5 hours: false, Airline: Delta, Class of Service: Premium Economy, Other Traveler: , Travel Dates: 22-Oct-2024 -	353.10	Andrew M Leblanc

Ending: October 31, 2024

## Ground Transportation - Local

Index Number	Date	Description	Amount	Name
39995218	10/2/2024	James McIntyre - Uber from home to airport. - Taxi / Uber / Car Service: Expense Date: 02-Oct-2024, Travel Type: Local, From / To: As directed - Grand Central Pkwy., Queens NY 11371 (Airport), Merchant: Uber	70.98	James McIntyre
39995220	10/3/2024	James McIntyre - Uber from airport to home. - Taxi / Uber / Car Service: Expense Date: 03-Oct-2024, Travel Type: Local, From / To: Terminal B, Flushing, NY 11371 (Airport) - As directed, Merchant: Uber	48.91	James McIntyre
39997307	10/21/2024	SAMUEL A. KHALIL - Car home from late mediation session at 55 HY. - Taxi / Uber / Car Service: Expense Date: 21-Oct-2024, Travel Type: Local, From / To: 550 W. 34th St., NYC 10001 - As directed, Merchant: Uber	220.27	Samuel A. Khalil
39997640	10/21/2024	Benjamin Schak - Judge Brendan Shannon's Lyft car ride home after mediation at Milbank. - Taxi / Uber / Car Service: Expense Date: 21-Oct-2024, Travel Type: Local, From / To: 539 W 34th St, New York, NY - 1307 Grayson Rd, Wilmington, DE, Merchant: Lyft	428.03	Benjamin Schak
40002958	10/21/2024	Uber - Ground Transportation - Local Uber Ride Schak, Benjamin, 32ae149, Pickup: 10/21/2024 10:38PM From: 550 W 34th St, New York City, NY 10001, US To: As directed	50.32	Benjamin Schak
40003025	10/21/2024	Uber - Ground Transportation - Local Uber Ride Colbert, Victoria, 4c9f781, Pickup: 10/21/2024 10:57PM From: 1880 K St NW, Washington, DC 20006, US To: 1215 L St NW, Washington, DC 20005-4014, US	12.95	Victoria L. Colbert
40048456	10/21/2024	DENNIS F. DUNNE - Transportation home after all day mediation session with Judge Shannon. - Taxi / Uber / Car Service: Expense Date: 21-Oct-2024, Travel Type: Local, From / To: 550 W 34th St, New York City, NY 10001, US - As directed, Merchant: Uber	222.39	Dennis F. Dunne
40006057	10/28/2024	Uber - Ground Transportation - Local Uber Ride Schak, Benjamin, 1651679, Pickup: 10/28/2024 11:18PM From: 550 W 34th St, New York City, NY 10001, US To: As directed	39.95	Benjamin Schak

Ending: October 31, 2024

## Ground Transportation - Out of Town

Index Number	Date	Description	Amount	Name
39995216	10/2/2024	James McIntyre - Uber from Houston Airport to hotel. - Taxi / Uber / Car Service: Expense Date: 02-Oct-2024, Travel Type: Out Of Town, From / To: S. Terminal Rd. and C Terminal Access Rd., Houston, TX 77032 - 515 Rusk St., Houston, TX 77002, Merchant: Uber	38.52	James McIntyre
39995217	10/3/2024	James McIntyre - Uber from hotel to Houston Airport. - Taxi / Uber / Car Service: Expense Date: 03-Oct-2024, Travel Type: Out Of Town, From / To: 510 W. 20th St., Houston, TX 77008 - George Bush Intercontinental Airport (IAH) Houston, TX, Merchant: Uber	28.67	James McIntyre
40001549	10/20/2024	ANDREW LEBLANC - Travel to New York for in person mediation. - Taxi / Uber / Car Service: Expense Date: 20-Oct-2024, Travel Type: Out Of Town, From / To: Airport - Hotel, Merchant:	93.33	Andrew M Leblanc
40001555	10/22/2024	ANDREW LEBLANC - - Travel to New York for in person mediation. - Parking: Expense Date: 22-Oct-2024 - Merchant:	87.00	Andrew M Leblanc

Ending: October 31, 2024

Lodging

Index Number	Date	Description	Amount	Name
39995219	10/3/2024	James McIntyre - - Room Charge, Taxes and Fee. - Hotel - Lodging: Expense Date: 03-Oct-2024, Hotel Name: Marriott, Check In - Check Out: 02-Oct-2024 - 03-Oct-2024	380.24	James McIntyre
40001551	10/22/2024	ANDREW LEBLANC - - Travel to New York for in person mediation. Combining two nights of room charges and taxes. - Hotel - Lodging: Expense Date: 22-Oct-2024, Hotel Name: Marriott, Check In - Check Out: 20-Oct-2024 - 22-Oct-2024	1,169.41	Andrew M Leblanc



Ending: October 31, 2024

## Court Search

Index Number	Date	Description	Amount	Name
39996444	10/7/2024	Pacer Service Center - Court Search - Pacer invoice for Financial Restructuring Group in the amount of \$12,920.90 billing cycle July 1, 2024 - September 30, 2024 - Due date November 12, 2024.	9.20	Ilde Mendes-Smilén
39996445	10/7/2024	Pacer Service Center - Court Search - Pacer invoice for Financial Restructuring Group in the amount of \$12,920.90 billing cycle July 1, 2024 - September 30, 2024 - Due date November 12, 2024.	51.80	Ilde Mendes-Smilén
39996446	10/7/2024	Pacer Service Center - Court Search - Pacer invoice for Financial Restructuring Group in the amount of \$12,920.90 billing cycle July 1, 2024 - September 30, 2024 - Due date November 12, 2024.	0.40	Ilde Mendes-Smilén
39996447	10/7/2024	Pacer Service Center - Court Search - Pacer invoice for Financial Restructuring Group in the amount of \$12,920.90 billing cycle July 1, 2024 - September 30, 2024 - Due date November 12, 2024.	17.20	Ilde Mendes-Smilén
39996448	10/7/2024	Pacer Service Center - Court Search - Pacer invoice for Financial Restructuring Group in the amount of \$12,920.90 billing cycle July 1, 2024 - September 30, 2024 - Due date November 12, 2024.	9.60	Ilde Mendes-Smilén
39996896	10/7/2024	Pacer Service Center - Court Search - Litigation Department PACER quarterly invoice in the amount of \$23,864.60 billing cycle July 1, 2024-September 30, 2024 - Due date November 12, 2024.	16.30	Ilde Mendes-Smilén
39996897	10/7/2024	Pacer Service Center - Court Search - Litigation Department PACER quarterly invoice in the amount of \$23,864.60 billing cycle July 1, 2024-September 30, 2024 - Due date November 12, 2024.	35.10	Ilde Mendes-Smilén

Ending: October 31, 2024

Meals - Local

Index Number	Date	Description	Amount	Name
40015914	10/18/2024	GRUBHUB HOLDINGS INC. D/B/A SEAMLESS - Meals - Local - Seamless - Client Meal Billable - Incora Meeting Kosher Meals per Victorialyn Keay and Charlie Fendrych. Client Matter 45721.00004. No GL Code as it is Client Billable. Reservation 94862	355.71	Kim Lawrence
40051992	10/21/2024	Fendrych, Charles - - Directed by M. Brod and B. Schak to cater kosher and non-kosher pizza for in-person mediation session with Judge Brendan Shannon and various other external groups. - Client Entertainment: Expense Date: 21-Oct-2024 - Merchant: Roberta's / Bravo Kosher Pizza	344.80	Charlie Fendrych

Ending: October 31, 2024

Meal, Overtime

Index Number	Date	Description	Amount	Name
40031860	10/25/2024	Fendrych, Charles - - overtime dinner - Dinner: Expense Date: 25-Oct-2024, Merchant: taco bell, Type: Overtime, Guest(s): Fendrych, Charles	20.00	Charlie Fendrych
40006263	10/28/2024	KUNZ, NICHOLAS - - OT meal while working late on matter-related issues. - Dinner: Expense Date: 28- Oct-2024, Merchant: sweetgreen, Type: Overtime, Guest(s): Kunz, Nicholas	20.00	Nicholas Kunz
40015913	10/28/2024	GRUBHUB HOLDINGS INC. D/B/A SEAMLESS - Meal, Overtime - Seamless - Overtime Meal Billable - Evening work	20.00	Benjamin Schak
40006261	10/31/2024	KUNZ, NICHOLAS - - OT meal while working late on matter-related issues. - Dinner: Expense Date: 31- Oct-2024, Merchant: sweetgreen, Type: Overtime, Guest(s): Kunz, Nicholas	20.00	Nicholas Kunz

Ending: October 31, 2024

Lexis

Index Number	Date	Description	Amount	Name
39996583	10/20/2024	Lexis: PAPERNY, JORDYN	594.00	Jordyn Paperny
39996584	10/20/2024	Lexis: PAPERNY, JORDYN	190.00	Jordyn Paperny
39996621	10/20/2024	Lexis: BOK, JULIA	792.00	Paula M. Prudenti
39996622	10/20/2024	Lexis: BOK, JULIA	95.00	Paula M. Prudenti
39996623	10/20/2024	Lexis: BOK, JULIA	477.00	Paula M. Prudenti
40000196	10/21/2024	Lexis: COLBERT, VICTORIA	95.00	Paula M. Prudenti
40000198	10/21/2024	Lexis: LEE, JONGHYUN	891.00	Paula M. Prudenti
40000137	10/22/2024	Lexis: SCIAN, MICHAEL	297.00	Michael Scian
40000138	10/22/2024	Lexis: PAPERNY, JORDYN	891.00	Jordyn Paperny
40000139	10/22/2024	Lexis: PAPERNY, JORDYN	53.00	Jordyn Paperny
40000140	10/22/2024	Lexis: PAPERNY, JORDYN	95.00	Jordyn Paperny
40000197	10/22/2024	Lexis: COLBERT, VICTORIA	95.00	Paula M. Prudenti
40000199	10/22/2024	Lexis: LEE, JONGHYUN	297.00	Paula M. Prudenti

Ending: October 31, 2024

Westlaw

Index Number	Date	Description	Amount	Name
39991682	10/8/2024	Westlaw BOK, JULIA	2,508.95	Samuel A. Khalil
39991683	10/10/2024	Westlaw BOK, JULIA	1,760.35	Samuel A. Khalil
39991684	10/11/2024	Westlaw BOK, JULIA	12,549.50	Samuel A. Khalil
39996155	10/13/2024	Westlaw BOK, JULIA	6,779.20	Samuel A. Khalil
39996156	10/14/2024	Westlaw BOK, JULIA	2,884.20	Samuel A. Khalil
39996311	10/16/2024	Westlaw FENDRYCH, CHARLES	856.42	Samuel A. Khalil
39996388	10/19/2024	Westlaw WOLF, JULIE	1,111.73	Samuel A. Khalil
39999776	10/20/2024	Westlaw BOK, JULIA	7,644.65	Samuel A. Khalil
40000021	10/20/2024	Westlaw WOLF, JULIE	83.58	Samuel A. Khalil
39999777	10/21/2024	Westlaw BOK, JULIA	262.20	Samuel A. Khalil
39999778	10/22/2024	Westlaw BOK, JULIA	786.60	Samuel A. Khalil
40000020	10/22/2024	Westlaw COLBERT, VICTORIA	1,588.04	Samuel A. Khalil
40000022	10/22/2024	Westlaw WOLF, JULIE	555.86	Samuel A. Khalil

Ending: October 31, 2024

## Document Retrieval/Reproduction

Index Number	Date	Description	Amount	Name
39997678	10/7/2024	Pacer Service Center - --VENDOR: PACER SERVICE CENTER PACER Usage - 7/1/2024 to 10/7/2024	18.20	Paula M. Prudenti
39997684	10/7/2024	Pacer Service Center - --VENDOR: PACER SERVICE CENTER PACER Usage - 7/1/2024 to 10/7/2024	0.20	Paula M. Prudenti
39997690	10/7/2024	Pacer Service Center - --VENDOR: PACER SERVICE CENTER PACER Usage - 7/1/2024 to 10/7/2024	6.80	Paula M. Prudenti

Ending: October 31, 2024

Meals - Out Of Town

Index Number	Date	Description	Amount	Name
40001552	10/20/2024	ANDREW LEBLANC - - Travel to New York for in person mediation. - Dinner: Expense Date: 20-Oct-2024, Merchant: Ben's Chili Bowl, Type: Out of Town, Guest(s): Leblanc, Andrew M.	20.79	Andrew M Leblanc
40001550	10/22/2024	ANDREW LEBLANC - - Travel to New York for in person mediation. - Breakfast: Expense Date: 22-Oct-2024, Merchant: Friedman's, Type: Out of Town, Guest(s): Leblanc, Andrew M.	30.10	Andrew M Leblanc

**EXHIBIT G-6**  
**TO FIFTH INTERIM AND FINAL FEE APPLICATION**  
**EIGHTEENTH MONTHLY**  
**FEE STATEMENT (NOVEMBER 2024)**



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

*In re*

**WESCO AIRCRAFT HOLDINGS, INC.,<sup>1</sup>**  
Reorganized Debtor.

Case No. 23-90611 (MI)

Chapter 11

(Jointly Administered)

**EIGHTEENTH MONTHLY FEE STATEMENT OF  
MILBANK LLP AS COUNSEL TO THE DEBTORS  
AND DEBTORS IN POSSESSION (NOVEMBER 2024)**

<b>Applicant</b>	<b>Milbank LLP,</b> as counsel for the debtors and debtors in possession
<b>Authorized to provide professional services to</b>	Wesco Aircraft Holdings, Inc., <i>et al.</i> (Debtors and Debtors in Possession)
<b>Date of retention order</b>	Order entered July 27, 2023; order effective as of June 1, 2023
<b>Period</b>	November 1 through November 30, 2024
<b>Interim fees incurred</b>	\$1,349,086.25
<b>Interim fees requested (80%)</b>	\$1,079,269.00
<b>Interim expenses incurred</b>	\$10,670.04
<b>Total fees (80%) and expenses (100%) requested</b>	\$1,089,939.04

<sup>1</sup> The captioned Reorganized Debtor is Incora Intermediate II LLC, the successor by merger to Wesco Aircraft Holdings, Inc. Its employer identification number is 33-2921953. Its principal office address and service address in this case is 2601 Meacham Blvd., Ste. 400, Fort Worth, TX 76137.



239061125033100000000001

1. Milbank LLP (“**Milbank**”), counsel to the above-captioned debtors and debtors in possession (the “**Debtors**”<sup>2</sup>), submits this *Eighteenth Monthly Fee Statement* (the “**Fee Statement**”) for the period from November 1 through November 30, 2024 (the “**Eighteenth Fee Statement Period**”), in accordance with the Court’s *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* [ECF No. 606] (the “**Interim Compensation Order**”) and the confirmed *Further Modified Second Amended Joint Chapter 11 Plan of Wesco Aircraft Holdings, Inc. et al.* [ECF No. 2550, Ex. A] (the “**Plan**”).

2. Milbank has accrued compensation for professional services rendered in the amount of \$1,349,086.25 (the “**Fees**”) and has incurred out-of-pocket expenses in the amount of \$10,670.04 (the “**Expenses**”) during the Eighteenth Fee Statement Period. These amounts reflect write-offs or write-downs of \$17,704.50 in fees and \$53.98 in out-of-pocket expenses. Eighty percent (80%) of the Fees equals \$1,079,269.00, and one hundred percent (100%) of Expenses incurred equals \$10,670.04, for a total of \$1,089,939.04 in requested interim payments for the Eighteenth Fee Statement Period. Summaries of Milbank’s Fees are attached to this Fee Statement as **Exhibit A** and **Exhibit B**, arranged by project code and by timekeeper, respectively. A summary of Milbank’s Expenses is attached as **Exhibit C**, and a detailed list of time entries and Expenses is attached as **Exhibit D**.

3. Although every effort has been made to include all fees and expenses incurred during the Eighteenth Fee Statement Period, some fees and expenses may not be included in this Fee Statement due to delays caused by accounting and processing. Milbank reserves the right to make further application for allowance of such fees and expenses not included herein on a subsequent application.

4. The Debtors will provide notice of this Monthly Fee Statement in accordance with the Interim Compensation Order. Pursuant to the Interim Compensation Order, parties in interest

<sup>2</sup> A detailed description of the now-Reorganized Debtors and their businesses is set forth in the *Declaration of Raymond Carney in Support of Chapter 11 Petitions and First Day Motions* (the “**First Day Declaration**”) [ECF No. 13], filed with the Debtors’ voluntary petitions for relief filed under title 11 of the United States Code (the “**Bankruptcy Code**”), on June 1, 2023 (the “**Petition Date**”).

will have 14 days after filing of this Monthly Fee Statement to notify Milbank of any objection. Milbank submits that no other or further notice need be provided.

*[Remainder of page intentionally blank]*

Upon the foregoing Fee Statement, Milbank respectfully requests payment and reimbursement in accordance with the Interim Compensation Order.

Dated: March 31, 2025  
New York, New York

Respectfully submitted,

/s/ Dennis F. Dunne

Dennis F. Dunne (admitted *pro hac vice*)  
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*Counsel to the Debtors and  
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### **CERTIFICATE OF SERVICE**

I certify that, on March 31, 2025, a true and correct copy of the foregoing document was served through the Electronic Case Filing system of the United States Bankruptcy Court for the Southern District of Texas, and will be served as set forth in the Affidavit of Service to be filed by the Reorganized Debtor's noticing agent.

/s/ Charles A. Beckham, Jr.  
Charles A. Beckham, Jr.

**EXHIBIT A TO EIGHTEENTH MONTHLY FEE  
STATEMENT**

**SUMMARY OF TIME BY PROJECT CATEGORY**

<b>Project Category</b>	<b>Total Hours</b>	<b>Total Fees Requested</b>
Non-Working Travel	5.50	\$6,173.75
Asset Disposition	0.30	\$397.50
Assumption and Rejection of Contracts and Leases	12.70	\$15,732.50
Business Operations	1.10	\$1,457.50
Case Administration	37.90	\$40,323.50
Claims	7.30	\$9,327.50
Communications: Debtors	2.80	\$4,240.00
Communications: Secured Creditors	0.90	\$1,317.50
Communications: Unsecured Creditors	1.20	\$1,665.00
Customers	1.30	\$2,717.50
DIP Financing and Cash Collateral	11.60	\$12,897.50
Emergence	17.70	\$36,288.50
Employee Issues	10.70	\$18,602.50
Financing and Factoring	93.50	\$125,954.50
Foreign Recognition	1.00	\$2,245.00
General Case Strategy	21.50	\$27,757.50
Governance	4.10	\$5,334.00
Hearings and Court Communications	31.80	\$46,560.00
Insurance	1.00	\$1,575.00
Litigation	25.20	\$24,460.50
Milbank Retention and Fees	134.90	\$88,874.50

Project Category	Total Hours	Total Fees Requested
Plan and Disclosure Statement	292.70	\$444,519.50
Regulatory Issues	14.60	\$17,745.00
Securities Issues	12.70	\$18,279.50
Tax	52.20	\$79,430.00
Vendors and Suppliers	12.00	\$14,816.00
Mediation	153.50	\$300,394.50
<b>Total</b>	<b>961.70</b>	<b>\$1,349,086.25</b>

**EXHIBIT B TO EIGHTEENTH MONTHLY FEE  
STATEMENT**

**SUMMARY OF TIME BY TIMEKEEPER**

<b>Name</b>	<b>Position</b>	<b>Bar Admission</b>	<b>Hourly Rate</b>	<b>Hours</b>	<b>Fees</b>
Samuel A. Khalil	Financial Restructuring Partner	2004	\$2,245	53.50	\$120,107.50
Tom Canning	Litigation Partner	2000	\$2,245	1.00	\$2,245.00
Al Pisa	Alternative Investments Partner	1997	\$2,245	2.00	\$4,490.00
Dennis Dunne	Financial Restructuring Partner	1991	\$2,245	40.90	\$91,820.50
Russell Kestenbaum	Tax Partner	1999	\$2,245	16.20	\$36,369.00
Andrew M Leblanc	Litigation Partner	1998	\$2,245 \$1,122.5*	68.80 5.50	\$154,456.00 6,173.75
Paul Denaro	Corporate Finance and Securities Partner	2000	\$2,245	14.10	\$31,654.50
Mike Shah	Tax Partner	2002	\$2,245	3.00	\$6,735.00
Casey Fleck	Global Corporate Partner	1999	\$2,245	5.90	\$13,245.50
Matt Brod	Financial Restructuring Partner	2011	\$1,945	13.30	\$25,868.50
Jason Anderson	Global Corporate Partner	2009	\$1,795	9.00	\$16,155.00
Samir Vora	Litigation Partner	2007	\$1,695	19.50	\$33,052.50



<b>Name</b>	<b>Position</b>	<b>Bar Admission</b>	<b>Hourly Rate</b>	<b>Hours</b>	<b>Fees</b>
Maya Grant	Alternative Investments Partner	2004	\$1,695	3.30	\$5,593.50
Kelly Bartley	Tax Special Counsel	2015	\$1,575	3.50	\$5,512.50
Benjamin Schak	Financial Restructuring Special Counsel	2014	\$1,575	36.60	\$57,645.00
Dana Zelman	Transportation & Space Special Counsel	2013	\$1,575	2.00	\$3,150.00
Lena Mandel	Financial Restructuring Senior Attorney	1991	\$1,575	9.70	\$15,277.50
Julie Wolf	Litigation Associate	2016	\$1,475	26.50	\$39,087.50
Nathaniel Bachelis	Alternative Investments Associate	2010	\$1,475	17.60	\$25,960.00
Michael Rivkin	Tax Associate	2017	\$1,425	39.60	\$56,430.00
Daniel Porat	Financial Restructuring Associate	2019	\$1,325	98.20	\$130,115.00
Mendy Fox	Tax Associate	2019	\$1,275	28.60	\$36,465.00
James McIntyre	Financial Restructuring Associate	2019	\$1,275	22.70	\$28,942.50
Jules Monteyne	Alternative Investments Associate	2022	\$1,275	32.80	\$41,820.00
Nicholas Kunz	Corporate Finance and Securities Associate	2020	\$1,225	44.60	\$54,635.00

<b>Name</b>	<b>Position</b>	<b>Bar Admission</b>	<b>Hourly Rate</b>	<b>Hours</b>	<b>Fees</b>
Jordyn Paperny	Litigation Associate	2021	\$1,225	9.80	\$12,005.00
Michael Scian	Financial Restructuring Associate	2022	\$1,225	77.40	\$94,815.00
Charlie Fendrych	Financial Restructuring Associate	2022	\$1,125	73.50	\$82,687.50
John Lee	Litigation Associate	2022	\$1,050	9.50	\$9,975.00
Kristine Kazangyan	Global Corporate Associate	2022	\$1,050	6.30	\$6,615.00
Rupsha Basu	Financial Restructuring Associate	2023	\$1,050	18.90	\$19,845.00
Ryan Aymard	Global Corporate Associate	2022	\$1,050	16.50	\$17,325.00
Aiden Qiao	Alternative Investments Associate	2023	\$1,050	6.70	\$7,035.00
Elizabeth Fly	Litigation Associate	2023	\$825	4.30	\$3,547.50
Devin Louis	Litigation Associate	2024	\$595	9.90	\$5,890.50
George Widdicombe	Litigation Associate	2024	\$595	3.30	\$1,963.50
Charmaine Thomas	Case Manager	N/A	\$480	9.40	\$4,512.00
Ishmael Taylor-Kamara	Legal Assistant	N/A	\$430	67.90	\$29,197.00
Leon Thomas	Legal Assistant	N/A	\$430	8.00	\$3,440.00
Rebecca Smith	Legal Assistant	N/A	\$330	11.90	\$3,927.00

<b>Name</b>	<b>Position</b>	<b>Bar Admission</b>	<b>Hourly Rate</b>	<b>Hours</b>	<b>Fees</b>
Ashanti Bruce	Legal Assistant	N/A	\$330	10.00	\$3,300.00
<b>Total</b>			<b>\$1,402.81</b>	<b>961.70</b>	<b>\$1,349,086.25</b>

**EXHIBIT C TO EIGHTEENTH MONTHLY FEE  
STATEMENT**

**SUMMARY OF EXPENSES**

Airfare	\$493.96
Ground Transportation	\$534.88
Computerized Research	\$3,032.00
Meals/Overtime	\$6,609.20
<b>Total</b>	<b>\$10,670.04</b>

**EXHIBIT D TO EIGHTEENTH MONTHLY FEE  
STATEMENT**

**TIME ENTRIES AND EXPENSES**

**Milbank LLP**  
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**45721.00005 Non-Working Travel**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36850561	11/15/2024	Non-working portion of travel to NY for mediation (3.0); return travel to Washington, DC (2.5).	5.5	Andrew M Leblanc

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**45721.00006 Asset Disposition**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36365155	11/25/2024	Review motion re asset disposition issues (.1); correspond with FRG team re same (.2).	0.3	Daniel Porat

**Milbank LLP**  
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**45721.00007 Assumption and Rejection of Contracts and Leases**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36226076	11/5/2024	Correspond with A&M re customer contracts.	0.2	Rupsha Basu
36227482	11/7/2024	Review correspondence re settlement of certain landlord issues.	0.2	Daniel Porat
36224786	11/11/2024	Correspond with H. Birch (A&M), others at A&M, R. Basu re rejection of specific technology contract.	0.3	Benjamin Schak
36274977	11/11/2024	Correspond with B. Schak, M. McNamara (A&M), H. Birch (A&M), L. LaPosta (A&M), and C. Kelly (A&M) re post petition payments re SAP.	0.4	Michael Scian
36275943	11/12/2024	Draft rejection motion re SAP contract (2.9); correspond with B. Schak re same (.2); research retroactive rejection re same (2.2).	5.3	Michael Scian
36273969	11/13/2024	Further revise SAP rejection motion (1.4); correspond with H. Birch (A&M), B. Schak, and D. Porat re same (.4).	1.8	Michael Scian
36275844	11/15/2024	Correspond with B. Schak re SAP rejection motion (.1); correspond with B. Schak and R. Basu re Wells Fargo leases (.2).	0.3	Michael Scian
36323863	11/18/2024	Correspond with B. Schak, H. Birch (A&M), M. McNamara (A&M) re Pattonair leases and related post-petition payments (.3); review correspondence with Wells Fargo re same (.2); draft rejection motion re SAP contract (.8).	1.3	Michael Scian
36550980	11/18/2024	Correspond with R. Basu re open cure issue.	0.2	Charlie Fendrych
36323652	11/19/2024	Correspond with B. Schak, J. Haake (MWE), R. Ferraioli (MoFo) and K. Somers (DPW) re SAP rejection motion.	0.4	Michael Scian
36324823	11/20/2024	Review comms re lease rejection/assumption payments re Pattonair equipment (.3); correspond with B. Schak, H. Birch (A&M) re same (.3).	0.6	Michael Scian
36324844	11/21/2024	Correspond with L. Brown (Wells Fargo) and B. Schak re Pattonair leases.	0.2	Michael Scian
36364032	11/25/2024	Correspond with B. Schak, K. Somers (DPW), H. Birch (A&M), L. LaPosta (A&M), M. McNamara (A&M) re SAP rejection.	0.3	Michael Scian
36335652	11/26/2024	Correspond with D. Landry (Incora) re rejection of certain contracts.	0.1	Benjamin Schak
36364021	11/26/2024	Correspond with B. Schak, H. Birch (A&M), M. McNamara (A&M), and L. (A&M), re Pattonair post-petition lease payments.	0.3	Michael Scian
36353505	11/27/2024	Correspondence re rejection of SAP agreement.	0.2	Benjamin Schak
36364196	11/27/2024	Revise SAP rejection motion (.4); correspond with B. Schak, J. He (DPW), and K. Somers (DPW) re same (.2).	0.6	Michael Scian



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**45721.00010 Business Operations**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36227481	11/5/2024	Review correspondence re corporate management issues.	0.2	Daniel Porat
36227478	11/8/2024	Draft correspondence re UK accounts issues.	0.9	Daniel Porat

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**45721.00011 Case Administration**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36162026	11/1/2024	Review recently filed pleadings on docket (.2); update internal database with same (.4).	0.6	Charmaine Thomas
36172921	11/1/2024	Review open workstreams (.3); correspond with Milbank FRG team re same (.7).	1.0	Daniel Porat
36177396	11/1/2024	Coordinate payment of third-party invoices.	0.2	Charlie Fendrych
36490241	11/1/2024	Draft docket update.	0.4	James McIntyre
36173187	11/2/2024	Correspond with Milbank FRG team re open workstreams.	0.2	Daniel Porat
36172948	11/3/2024	Correspond with Milbank FRG team re notice of adjourned status conference (.5); correspond with same re confirmation workstreams (.3).	0.8	Daniel Porat
36209702	11/4/2024	Review recently filed pleadings on docket (.1); update internal database with same (.5).	0.6	Charmaine Thomas
36219673	11/4/2024	Review correspondence re interested party requests (.1); review workstreams (.5); correspond with Milbank FRG team re same (.3).	0.9	Daniel Porat
36209882	11/5/2024	Review recently filed pleadings on docket (.3); update internal pleadings database with same (.4).	0.7	Charmaine Thomas
36225591	11/5/2024	Circulate docket update.	0.4	Rupsha Basu
36209853	11/6/2024	Review recently filed pleadings on docket (.2); update internal database with same (.4).	0.6	Charmaine Thomas
36221281	11/6/2024	Correspond with Milbank FRG team re filing of notices re hearing dates (.1); review notices (.3); correspond with team re filing of PwC overage notice (.3); correspond with D. Porat re filed notices (.2).	0.9	Charlie Fendrych
36210233	11/7/2024	Review recently filed pleadings on docket (.3); update internal database with same (.3).	0.6	Charmaine Thomas
36219566	11/7/2024	Update case calendar.	0.2	Rupsha Basu
36221917	11/7/2024	Correspond with H&B re filings (.3); review PwC overage issue (.1); coordinate payment of third-party invoices (.3).	0.7	Charlie Fendrych
36227413	11/7/2024	Correspond with team re hearing notice (.1); review open workstreams (.4); correspond with Milbank FRG team re same (.4); correspond with same re hearing and mediation administrative items (.2).	1.1	Daniel Porat
36210273	11/8/2024	Review new pleadings on dockets (.2); update dockets and pleadings database re same (.5).	0.7	Charmaine Thomas
36221231	11/8/2024	Review materials re professional budget update.	0.3	Charlie Fendrych
36556221	11/8/2024	Review correspondence re case admin issues (.2); review open items (.2); correspond with team re same (.4).	0.8	Daniel Porat
36255882	11/11/2024	Review new pleadings on docket (.2); update pleadings database re same (.4).	0.6	Charmaine Thomas
36550817	11/11/2024	Review material re professional budget update.	0.2	Charlie Fendrych
36550820	11/11/2024	Review open workstreams (.5); correspond with B. Schak re matter admin items (.2).	0.7	Daniel Porat
36255729	11/12/2024	Review Pacerpro alerts (.3); update docket files (.4); review pleadings (.4).	1.1	Charmaine Thomas
36275154	11/12/2024	Correspond with Milbank FRG team re call and case timeline.	0.1	Daniel Porat
36550990	11/12/2024	Review open workstreams.	0.3	Daniel Porat
36255819	11/13/2024	Review pleadings on docket (.1); update pleadings database re same (.1).	0.2	Charmaine Thomas

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**45721.00011 Case Administration**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36274079	11/13/2024	Review open workstreams.	0.3	Daniel Porat
36491655	11/13/2024	Coordinate payment of third-party invoice (.2); extend exclusivity objection window (.3); correspond with D. Porat re same (.3); coordinate OCP filing (.5); correspond with H&B re filings (.2).	1.5	Charlie Fendrych
36262172	11/14/2024	Review materials related to the mediation session (3.4); review confirmation schedule (.5).	3.9	Charlie Fendrych
36275729	11/14/2024	Review open workstreams (.7); correspond with B. Schak re same (.5).	1.2	Daniel Porat
36255852	11/15/2024	Review docket re new filings (.2); update pleadings database re same (.4).	0.6	Charmaine Thomas
36275026	11/15/2024	Review open workstreams (.8); correspond with Milbank FRG team re same (.7).	1.5	Daniel Porat
36492445	11/16/2024	Review open workstreams.	0.3	Daniel Porat
36310262	11/18/2024	Review docket (.1); update pleadings database re same (.2).	0.3	Charmaine Thomas
36325882	11/18/2024	Review open workstreams (.6); coordinate re same (.4); coordinate re filing of notice (.2).	1.2	Daniel Porat
36492470	11/18/2024	Correspond with Milbank FRG team re timing for case and workstreams.	0.1	Russell J. Kestenbaum
36310168	11/19/2024	Review docket re new filings (.1); update internal pleadings folders re same (.2).	0.3	Charmaine Thomas
36325708	11/19/2024	Coordinate re workstreams.	1.0	Daniel Porat
36310228	11/20/2024	Review docket re new filings (.1); update pleadings database re same (.2).	0.3	Charmaine Thomas
36321367	11/20/2024	Coordinate payment of third-party invoices.	0.3	Charlie Fendrych
36326707	11/20/2024	Coordinate re open workstreams.	0.3	Daniel Porat
36310544	11/21/2024	Review docket (.1); update internal pleadings database with same (.2).	0.3	Charmaine Thomas
36325844	11/21/2024	Review re open (.3); coordinate re open workstreams (.4).	0.7	Daniel Porat
36310514	11/22/2024	Review docket re recent filings (.1); update internal pleadings database re same (.3).	0.4	Charmaine Thomas
36320830	11/22/2024	Coordinate payment of third-party invoice (.2); correspond with PwC team re excess fees (.2).	0.4	Charlie Fendrych
36492540	11/22/2024	Review open workstreams (.4); coordinate re same (.5); coordinate re document filing (.5).	1.4	Daniel Porat
36356589	11/25/2024	Review docket re new filings(.1); update pleadings database re same (.3).	0.4	Charmaine Thomas
36359023	11/25/2024	Coordinate payment of third-party invoice (.2); update OCP list (.5).	0.7	Charlie Fendrych
36364062	11/25/2024	Circulate docket update.	0.4	Rupsha Basu
36365540	11/25/2024	Review (.5) and coordinate (.7) re open workstreams.	1.2	Daniel Porat
36356628	11/26/2024	Review pleadings on docket (.1); update pleadings database re same (.1).	0.2	Charmaine Thomas
36359176	11/26/2024	Compile hearing notice (.4); prepare for (.2) and attend (.6) call re ballot issue; correspond with Verita team re balloting issue (.3); coordinate exclusivity extension (.3); correspond with Milbank FRG re notice (.2).	2.0	Charlie Fendrych
36364977	11/26/2024	Review (.3) and coordinate (.4) re case issues.	0.7	Daniel Porat

**Milbank LLP**  
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**45721.00011 Case Administration**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36353391	11/27/2024	Review responses to correspondence.	0.1	Benjamin Schak
36356447	11/27/2024	Review docket re recent filings (.1); update internal pleadings database re same (.2).	0.3	Charmaine Thomas
36364767	11/27/2024	Review open workstreams.	0.2	Daniel Porat
36492613	11/27/2024	Compile docket update for internal team.	0.3	Charlie Fendrych
36364806	11/28/2024	Coordinate filing of notice.	0.2	Daniel Porat

**Milbank LLP**  
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**45721.00012 Claims**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36219435	11/8/2024	Correspond with M. McNamara re next round of omnibus claims objections and notice of satisfaction.	0.2	Michael Scian
36550818	11/11/2024	Review POC for 2026s re DPW questions.	0.2	Charlie Fendrych
36246131	11/14/2024	Call with D. Landry (Incora), M. McNamara (A&M) re claims process.	0.2	Benjamin Schak
36261936	11/18/2024	Call with D. Fawcett, D. Landry (both Incora), M. McNamara (A&M) re customer claims (.2); call with M. Scian re 5th omnibus objection (.1); review same (.2).	0.5	Benjamin Schak
36324444	11/18/2024	Draft fifth omnibus claims objection (1.7) and fourteenth omnibus notice of satisfaction of claims (.5); correspond with M. McNamara (A&M), C. Kelly (A&M), E. McKeighan (A&M), and B. Schak re both (.4).	2.6	Michael Scian
36327484	11/18/2024	Analyze issue re claimants (.8); correspond with co-advisors re same (.5).	1.3	Daniel Porat
36325047	11/19/2024	Revise fifth omnibus claims objection (.4); revise fourteenth notice of satisfaction of claims (.2); correspond with B. Schak, M. McNamara (A&M) re same (.3).	0.9	Michael Scian
36324694	11/20/2024	Revise fifth omnibus claims objection (.7); correspond with B. Schak, M. McNamara (A&M) re same (.3); revise fourteenth notice of satisfaction (.1).	1.1	Michael Scian
36326835	11/24/2024	Review analysis re claims.	0.3	Daniel Porat

**Milbank LLP**  
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**45721.00013 Comms: Debtors**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36227424	11/7/2024	Call with D. Landry (Incora) re case issues.	0.2	Daniel Porat
36491633	11/8/2024	Draft docket update.	0.4	James McIntyre
36241130	11/12/2024	Conference with D. Landry (Incora) re various matters, including employee benefits and plan process,	0.2	Benjamin Schak
36241465	11/13/2024	Prepare for (.2) and attend (.7) conference with D. Coleal, D. Landry (both Incora), others re plan negotiations and other matters.	0.9	Benjamin Schak
36283635	11/19/2024	Update call with Company management team.	1.1	Benjamin Schak

**Milbank LLP**  
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**45721.00014 Comms: Secured Creditors**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36275512	11/12/2024	Call with DPW.	0.4	Daniel Porat
36262612	11/18/2024	Call with A. Libby (DPW) re various matters, including Plan drafting and LTIP (.2); review slide for secured creditors (.2).	0.4	Benjamin Schak
36319500	11/21/2024	Call with C. Kelly (A&M) re communications of financial projections.	0.1	Benjamin Schak

**Milbank LLP**  
**Description of Legal Services**  
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**45721.00015 Comms: Unsecured Creditors**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36173233	11/1/2024	Call with UCC.	0.2	Daniel Porat
36220212	11/4/2024	Correspond with UCC.	0.1	Daniel Porat
36227439	11/6/2024	Review issues re UCC settlement (.2); correspond with UCC re same and other issues (.2).	0.4	Daniel Porat
36227484	11/8/2024	Correspond with UCC re case strategy.	0.2	Daniel Porat
36319777	11/22/2024	Conference with MoFo, MWE re various matters, including plan process and internal restructuring of UK entities.	0.3	Benjamin Schak



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**45721.00017 Customers**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36550795	11/1/2024	Review status, timing, and issues re Airbus contract.	0.3	Dennis F. Dunne
36550797	11/4/2024	Review update on Bell contract from CEO (.2); review upcoming renewals and bids (.2).	0.4	Dennis F. Dunne
36550799	11/12/2024	Review business updates (.2); review customer issues (.1).	0.3	Dennis F. Dunne
36353677	11/27/2024	Correspond with R. Carney (Incora) re terms of trade with specific customer.	0.3	Benjamin Schak

**Milbank LLP**  
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**45721.00018 DIP Financing and Cash Collateral**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36249544	11/14/2024	Review DIP agreement re structure changes (1.3); correspond with N. Bachelis, B. Schak, J. Aurelius, S. Pranahita, H. Madell re same (.5).	1.8	Jules Monteyne
36305701	11/18/2024	Correspond with N. Bachelis, H. Madell, J. Aurelius, P. Srinivas re restructuring UK entities.	0.2	Jules Monteyne
36305720	11/20/2024	Correspond with P. Srinivas re review of UK security documents.	0.2	Jules Monteyne
36305456	11/21/2024	Review draft DIP extension (.3); correspond with N. Bachelis, A. Qiao, J. Ledereich, PJT re same (.3); call with N. Bachelis, PJT, A. Qiao re same (.1).	0.7	Jules Monteyne
36492507	11/21/2024	Correspond with J. Monteyne re DIP extension (.3); call with same, PJT, A. Qiao re same (.1).	0.4	Nathaniel Bachelis
36492525	11/21/2024	Review draft DIP extension (.6); correspond with N. Bachelis, re same (.2); call with N. Bachelis, PJT, re same (.1).	0.9	Aiden Qiao
36306124	11/22/2024	Correspond with PJT, N. Bachelis re DIP extension.	0.4	Jules Monteyne
36317298	11/24/2024	Correspond with N. Bachelis, A. Qiao re DIP extension.	0.2	Jules Monteyne
36348660	11/25/2024	Correspond with DPW re DIP extension.	0.3	Jules Monteyne
36674680	11/25/2024	Review issues re DIP extension (.2); correspond with J. Monteyne re same (.2).	0.4	Aiden Qiao
36348748	11/26/2024	Correspond with DPW, N. Bachelis re DIP extension.	0.2	Jules Monteyne
36492587	11/26/2024	Draft slide deck re UCC claims for witness preparation.	4.0	Elizabeth Fly
36346510	11/27/2024	Answer questions from Milbank FRG team re DIP extension and tax treatment.	0.6	Nathaniel Bachelis
36348753	11/27/2024	Correspond with N. Bachelis, R. Kestenbaum, M. Fox, DPW, PJT, PC re DIP extension.	1.3	Jules Monteyne

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**45721.00019 Emergence**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36154853	11/2/2024	Coordinate transfer agent roles.	0.4	Paul Denaro
36164534	11/4/2024	Correspond with Milbank FRG team re status of transaction (.2); review settlement forms (1.0); call with D. Porat re same (.3).	1.5	Paul Denaro
36219877	11/4/2024	Call with P. Denaro re emergence issues.	0.3	Daniel Porat
36196408	11/5/2024	Analyze securities law exemptions (.4); review consideration summary (.3); review transfer documents (.4).	1.1	Paul Denaro
36192271	11/6/2024	Review term sheet proposal (.5); conference with Davis Polk re trading mechanics (.5); analyze trading and tracking options (1.0).	2.0	Paul Denaro
36227433	11/6/2024	Call re emergence issues (.5); follow-up correspondence re same (.2).	0.7	Daniel Porat
36203609	11/8/2024	Correspond with Davis Polk re securities law requirements (.5); review correspondence re registration documents (.6).	1.1	Paul Denaro
36227504	11/8/2024	Correspond with N. Kunz re emergence issues (.3); correspond with team re emergence related matters (.3).	0.6	Daniel Porat
36218270	11/11/2024	Correspond with team re transfer provisions (.5); analysis of securities provisions (.4).	0.9	Paul Denaro
36275779	11/11/2024	Review correspondence re emergence workstreams.	0.1	Daniel Porat
36241121	11/12/2024	Call with P. Denaro, D. Porat re emergence mechanics (.5); follow-up correspondence with D. Porat re same (.2).	0.7	Benjamin Schak
36274237	11/12/2024	Call with P. Denaro and B. Schak re emergence issues.	0.5	Daniel Porat
36240714	11/13/2024	Review of forms (.3); analysis of settlement mechanics (.5).	0.8	Paul Denaro
36246133	11/14/2024	Conference with DPW, J. Anderson, R. Kestenbaum, others re emergence documentation.	0.3	Benjamin Schak
36274830	11/14/2024	Correspond with C. Fleck re emergence issues.	0.6	Daniel Porat
36491660	11/14/2024	Conference with DPW, R. Kestenbaum, and B. Schak re emergence issues.	0.3	Jason T. Anderson
36492209	11/14/2024	Conference with DPW, J. Anderson, and B. Schak re implementation steps.	0.3	Russell J. Kestenbaum
36260129	11/18/2024	Call with DPW re SEC reporting requirements (.3); review settlement terms (.5); correspond with DPW re settlement mechanics (.5).	1.3	Paul Denaro
36638795	11/18/2024	Call with E. Ross (PJT) re equity distribution process.	0.1	Benjamin Schak
36283651	11/19/2024	Review claims summary (.3); comment on same (.1); correspond with N. Kunz re exchange mechanics (.5).	0.9	Paul Denaro
36317649	11/25/2024	Review registration forms (.6); comment on same (.2); call with N. Kunz re registration forms (.3); correspond with same re same (.2).	1.3	Paul Denaro
36332129	11/26/2024	Review revised registration forms (.6); comment on same (.2); call with B. Hecht(DPW) re SEC reporting requirements (.3); research re SEC reporting obligations (.5); analyze same (.3).	1.9	Paul Denaro

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**45721.00020 Employee Issues**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36241067	11/12/2024	Discuss particular employee's perks with M. Brod.	0.1	Benjamin Schak
36254856	11/15/2024	Review status of LTIP discussions and employee compensation.	0.2	Dennis F. Dunne
36254896	11/16/2024	Review updates from D. Landry (Incora) and M. Shah re LTIP and employee incentives (.2); review next steps with 1Ls (.1).	0.3	Dennis F. Dunne
36262246	11/18/2024	Call with D. Landry (Incora) re LTIP (.1); call with D. Landry (Incora), D. White (insurance) re employee injury (.3); call with D. Landry (Incora) re non-compete litigation (.1); review complaint re same (.2).	0.7	Benjamin Schak
36321097	11/18/2024	Review employee compensation matters (.3); correspond with K. Bartley re same (.2).	0.5	Mike Shah
36492459	11/18/2024	Review employee compensation matters (.3); call with D. Landry (Incora) re same (.2).	0.5	Kelly Bartley
36319945	11/21/2024	Call with D. Landry, T. Thomas (both Incora), outside counsel re non-compete dispute.	0.5	Benjamin Schak
36324987	11/21/2024	Review comms re former employee matter and related billing inquiries (.4); correspond with B. Schak re same (.2).	0.6	Michael Scian
36324320	11/22/2024	Review past invoices and comms with D. Landry (Incora) re former employee billing matter (.9); correspond with D. Landry and B. Schak re same (.2).	1.1	Michael Scian
36320888	11/24/2024	Review compensation matters.	1.5	Mike Shah
36492545	11/24/2024	Draft MIP term sheet.	2.0	Kelly Bartley
36367001	11/25/2024	Review MIP term sheet (.3); comment on same (.3); call with K. Bartley re same (.4).	1.0	Mike Shah
36368789	11/25/2024	Call with M. Shah re MIP term sheet (.4); revise same (.6).	1.0	Kelly Bartley
36353588	11/27/2024	Call with T. Thomas (Incora), G. McAllister and Jeremy Kahn (both counsel to Incora) re non-compete litigation (.5); correspond with S. Vora re same (.2).	0.7	Benjamin Schak

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**45721.00021 Financing and Factoring**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36150267	11/1/2024	Review documentation (1.5); work on same (1.8); correspond with team re same (.6).	3.9	Jules Monteyne
36154368	11/1/2024	Review correspondence re ancillary documents.	0.3	Aiden Qiao
36177053	11/1/2024	Call with Company re intercompany debt (.5); prepare for same (.3).	0.8	Maya Grant
36638801	11/1/2024	Draft take-back notes indenture; attend team meeting and internal calls with Milbank team re engagement of the transfer agent for new equity and takeback notes and drafting correspondence re same.	0.8	Nicholas Kunz
36674704	11/1/2024	Call with Company re IC note (.5); work on same (.4).	0.9	Nathaniel Bachelis
36178953	11/4/2024	Review correspondence re ABL documents.	0.3	Aiden Qiao
36219375	11/4/2024	Review ABL-related issues.	0.2	Daniel Porat
36638803	11/4/2024	Draft take-back notes indenture, including mechanics for dematerialized notes maintained on a register by the trustee; call with Kroll team on potential engagement for convertible notes ledger; schedule calls with Equiniti team and Kroll team re same, draft registration notices.	5.4	Nicholas Kunz
36674706	11/4/2024	Correspond with Milbank FRG team re EL (.5); work on same (.4).	0.9	Nathaniel Bachelis
36179033	11/5/2024	Review correspondence re ABL documents.	0.3	Aiden Qiao
36199615	11/5/2024	Correspond with Milbank FRG team re ABL and BK court process.	0.5	Nathaniel Bachelis
36227440	11/5/2024	Correspond with PJT and Milbank FRG team re ABL-related issues.	0.9	Daniel Porat
36638805	11/5/2024	Drafting the take-back notes indenture, correspondence and calls with Pryor Cashman team re potential trustee engagement for the takeback notes.	1.8	Nicholas Kunz
36185039	11/6/2024	Call with opposing counsel/PJT re ABL.	0.5	Aiden Qiao
36199561	11/6/2024	Call re ABL (.5); work on related ABL EL (.7).	1.2	Nathaniel Bachelis
36226202	11/6/2024	Call re ABL.	0.5	Maya Grant
36491631	11/6/2024	Conference with Milbank, A&M, Cahill, and PJT re ABL.	0.5	Michael Scian
36551014	11/6/2024	Review correspondence from Cahill re ABL issues.	0.1	Daniel Porat
36638807	11/6/2024	Draft take-back notes indenture; calls with DPW team and Equiniti team re trustee engagement for the takeback notes.	1.5	Nicholas Kunz
36199590	11/7/2024	Further revise ABL EL.	0.3	Nathaniel Bachelis
36638816	11/7/2024	Drafting the take-back notes indenture, attending internal meeting, scheduling calls with DPW team re the takeback notes mechanics.	1.2	Nicholas Kunz
36638812	11/8/2024	Review new equity and takeback notes (2.5); draft correspondence re same (1.2).	3.7	Nicholas Kunz
36227491	11/10/2024	Review issues re ABL financing.	0.3	Daniel Porat
36249583	11/10/2024	Review ABL BofA engagement letter draft (.5); correspond with N. Bachelis, M. Grant, Cahill team re same (.8).	1.3	Jules Monteyne
36249767	11/11/2024	Review perfection certificate (.4); correspond with A. Qiao clients re same (.3).	0.7	Jules Monteyne
36274836	11/11/2024	Review correspondence re ABL financing.	0.2	Daniel Porat
36674708	11/11/2024	Review correspondence re ABL BofA engagement letter.	0.9	Aiden Qiao

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**45721.00021 Financing and Factoring**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36246260	11/12/2024	Draft legal documents (.3); review same (.4).	0.7	Aiden Qiao
36249785	11/12/2024	Review ABL BofA engagement letter (.5); correspond with N. Bachelis, D. Porat, Cahill team re same (.4).	0.9	Jules Monteyne
36270509	11/12/2024	Review correspondence re credit bid proposal (.3); review documents re same (.8); follow-up correspondence with S. Khalil (.9).	2.0	Al Pisa
36278665	11/12/2024	Review correspondence re prepetition documents (.6); review documents (.6); analyze same (.8).	2.0	Maya Grant
36249559	11/13/2024	Review public docket (.3); revise checklist re same (.4).	0.7	Jules Monteyne
36674714	11/13/2024	Review correspondence re financing disclosures.	0.4	Nathaniel Bachelis
36246269	11/14/2024	Review correspondence re financing case updates.	0.2	Aiden Qiao
36249707	11/14/2024	Review Syndtrak confidentiality agreement and disclosure package (.9); correspond with N. Bachelis, Cahill team, PJT team re same (.3).	1.2	Jules Monteyne
36674710	11/14/2024	Draft correspondence re proposed restructuring and impact on credit compliance.	0.9	Nathaniel Bachelis
36249522	11/15/2024	Review public docket (.1), review draft perfection certificate (.6); correspond with A Qiao, N. Bachelis re same (.4).	1.1	Jules Monteyne
36492431	11/15/2024	Draft perfection certificate (.6); revise same (.3).	0.9	Aiden Qiao
36674712	11/15/2024	Review perfection certificate (.2); comment on same (.1); review exit structure (.6).	0.9	Nathaniel Bachelis
36253499	11/16/2024	Correspond with PJT team re exit financing structure.	0.2	Benjamin Schak
36492441	11/16/2024	Correspond with J. Anderson re exit issues.	0.4	Nicholas Kunz
36556089	11/16/2024	Review exit facility and equity/debt issuance re same (.3); review PJT/A&M analysis re same (.3).	0.6	Dennis F. Dunne
36305736	11/18/2024	Review takeback note indenture (1.2), exit facility indenture (1.3), ABL materials (.9); call with N. Bachelis re exit structure (.9); call with N. Bachelis and M. Fox re same (.3); correspond with N. Bachelis, B. Schak, M. Fox, N. Kunz re same (.6).	5.2	Jules Monteyne
36492467	11/18/2024	Call with N. Bachelis and J. Monteyne re exit structure.	0.3	Mendy Fox
36638814	11/18/2024	Draft convertible takeback notes indenture (1.1); draft registration notices (.7); correspond with J. Monteyne and N. Bachelis re same (.4).	2.2	Nicholas Kunz
36674718	11/18/2024	Call with financial advisors re emergence structure (.7); call with J. Monteyne, M. Fox re same (.3); follow-up call with J. Monteyne re same (.9).	1.9	Nathaniel Bachelis
36305546	11/19/2024	Review exit indenture (.3); revise same (.6); correspond with (.4); call with N. Bachelis, N. Kunz, PJT, A&M, DPW re same (.3).	1.6	Jules Monteyne
36492480	11/19/2024	Call with J. Monteyne, N. Bachelis, PJT, A&M, DPW re exit indenture.	0.3	Nicholas Kunz
36638818	11/19/2024	Draft convertible takeback notes indenture (4.4); draft registration notices (2.4); correspond with J. Monteyne re same (.6).	7.4	Nicholas Kunz
36674716	11/19/2024	Call with financial advisors re exit structure (.7); correspond with J. Monteyne re same (.4); call with J. Monteyne, N. Kunz, PJT, A&M, DPW re exit indenture (.3).	1.4	Nathaniel Bachelis
36290965	11/20/2024	Call with N. Bachelis re exit financing documentation and timeline.	0.3	Benjamin Schak

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**45721.00021 Financing and Factoring**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36305991	11/20/2024	Review Exit Notes Facility Indenture (.5); conference with N. Bachelis, N. Kunz, PJT re same (1.0); correspond with same re same (.6).	2.1	Jules Monteyne
36317519	11/20/2024	Correspond with N. Bachelis re KYC.	0.3	Aiden Qiao
36326236	11/20/2024	Correspond with N. Bachelis re exit financing.	0.1	Daniel Porat
36492494	11/20/2024	Draft convertible takeback notes indenture (2.2); draft registration notices (2.1); correspond with J. Monteyne same (.4); conference with J. Monteyne and PJT team re exit notes (1.0).	5.7	Nicholas Kunz
36305429	11/21/2024	Correspond with N. Bachelis, A. Qiao, Cahill re ABL, ancillaries (.3); call with same re same (.4); call with Cahill, PJT, A&M re ABL (.4).	1.1	Jules Monteyne
36492506	11/21/2024	Conference with ABL counsel, J. Monteyne re emergence structure and ABL (.4); draft closing checklist for exit indenture (.7); correspond with Capital Markets team next steps (.6).	1.7	Nathaniel Bachelis
36492515	11/21/2024	Review indenture (1.1); correspond with N. Bachelis re same (.4).	1.5	Casey Fleck
36492520	11/21/2024	Continue drafting convertible takeback notes indenture (1.7); revise registration notices (.4).	2.1	Nicholas Kunz
36492524	11/21/2024	Conference with N. Bachelis, J. Monteyne, Cahill re ABL process, ancillaries (.4); correspond with J. Monteyne re same (.3).	0.7	Aiden Qiao
36301977	11/22/2024	Call with financial advisors re exit structure (.4); correspond with J. Monteyne re same (.4).	0.8	Nathaniel Bachelis
36306014	11/22/2024	Review Exit Facility indenture re PJT question (.3); correspond with PJT, N. Bachelis, Milbank FRG team re same, plan status (.6).	0.9	Jules Monteyne
36317436	11/22/2024	Correspond with J. Monteyne re DIP extension request.	0.3	Aiden Qiao
36638820	11/22/2024	Draft correspondence re convertible notes indenture.	0.2	Nicholas Kunz
36556100	11/23/2024	Review PJT materials re exit facility and claim estimates.	0.3	Dennis F. Dunne
36674781	11/25/2024	Call with Company re exit structure internally and review Plan.	1.4	Nathaniel Bachelis
36346520	11/26/2024	Revise exit indenture (1.1); call with J. Monteyne re exit structure and timeline (.4).	1.5	Nathaniel Bachelis
36348836	11/26/2024	Review public court filings (.8); comments to exit facility (1.0); review financials (.6); comments to same (.4); call with N. Bachelis re same (.2); correspond with N. Bachelis, M. Grant, PJT, A&M teams re same (.8).	3.8	Jules Monteyne
36365186	11/26/2024	Review issues re exit financing.	0.3	Daniel Porat
36348860	11/27/2024	Revise exit indenture draft (1.5); correspond with N. Bachelis, N. Kunz, A&M re same (.9); call with N. Bachelis re same (.4).	2.8	Jules Monteyne
36674783	11/27/2024	Revise Exit Indenture (1.1); call with J. Monteyne re same (.4); call with financial advisors re same (.4).	1.9	Nathaniel Bachelis
36674785	11/27/2024	Correspond with N. Kunz re indenture.	0.4	Casey Fleck

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**45721.00022 Foreign Recognition**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36197483	11/8/2024	Draft correspondence re English contract law analysis.	0.5	Tom Canning
36211238	11/11/2024	Review draft correspondence re T&Cs.	0.5	Tom Canning



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**45721.00023 General Case Strategy**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36172270	11/1/2024	Correspond with Milbank FRG team re strategy issues (.3); prepare materials re same (1.0).	1.3	Daniel Porat
36219517	11/4/2024	Conference with Milbank FRG team re work in progress	0.3	Michael Scian
36221628	11/4/2024	Attend Milbank FRG team call re open workstreams.	0.3	Charlie Fendrych
36226383	11/4/2024	Conference with Milbank FRG team re work in progress (.3); prepare for same (.2).	0.5	Rupsha Basu
36234146	11/4/2024	Attend Milbank FRG team meeting.	0.3	James McIntyre
36490256	11/4/2024	Attend call with Milbank FRG team re plan revisions and next steps.	0.3	Matt Brod
36491606	11/4/2024	Correspond with Milbank FRG team re strategy issues (.1); call with same re same (.3).	0.4	Daniel Porat
36227466	11/5/2024	Correspond with Milbank FRG team re strategy issues.	0.5	Daniel Porat
36550992	11/5/2024	Correspond with Milbank team re deal issues.	0.2	Matt Brod
36227417	11/6/2024	Correspond with Milbank FRG team re case issues (.5); call with co-advisors re same (.7); review follow-up correspondence re same (.1).	1.3	Daniel Porat
36219368	11/7/2024	Conference with Milbank FRG team re work in progress.	0.3	Michael Scian
36220905	11/7/2024	Conference with Milbank FRG team re work in progress.	0.3	Charlie Fendrych
36234157	11/7/2024	Conference with Milbank FRG team re work in progress.	0.3	James McIntyre
36674793	11/7/2024	Conference with Milbank FRG team re work in progress (.3); prepare for same (.1).	0.4	Rupsha Basu
36227403	11/9/2024	Correspond with Milbank FRG team in advance of call with creditors.	0.2	Daniel Porat
36226423	11/11/2024	Conference with Milbank FRG team re work in progress.	0.5	Benjamin Schak
36262651	11/11/2024	Conference with Milbank FRG team re work in progress.	0.5	Charlie Fendrych
36273534	11/11/2024	Conference with Milbank FRG team re work in progress.	0.5	James McIntyre
36275676	11/11/2024	Conference with Milbank FRG team re work in progress.	0.5	Michael Scian
36275891	11/11/2024	Conference with Milbank FRG team re work in progress (.5); call with PJT (.2); correspond with Milbank FRG team re strategy issues (.5).	1.2	Daniel Porat
36674797	11/11/2024	Conference with Milbank FRG team re work in progress.	0.4	Rupsha Basu
36273934	11/13/2024	Correspond with Milbank FRG team re recent pleadings on docket.	0.1	Michael Scian
36246145	11/14/2024	Conference with Milbank FRG team re work in progress.	0.5	Benjamin Schak
36262397	11/14/2024	Conference with Milbank FRG team re work in progress.	0.5	Charlie Fendrych
36275709	11/14/2024	Conference with Milbank FRG team re work in progress.	0.5	Michael Scian
36275847	11/14/2024	Conference with Milbank FRG team re work in progress.	0.5	Daniel Porat
36492064	11/14/2024	Conference with Milbank FRG team re work in progress.	0.5	Kristine Kazangyan
36674795	11/14/2024	Conference with Milbank FRG team re work in progress.	0.4	Rupsha Basu
36262152	11/18/2024	Conference with Milbank FRG team re work in progress.	0.5	Benjamin Schak
36324692	11/18/2024	Conference with Milbank FRG team re work in progress.	0.5	Michael Scian
36326090	11/18/2024	Conference with Milbank FRG team re work in progress.	0.5	Daniel Porat
36674799	11/18/2024	Conference with Milbank FRG team re work in progress.	0.4	Rupsha Basu

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**45721.00023 General Case Strategy**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36290960	11/20/2024	Conference with S. Khalil re case status (.1); conference with E. Ross and A. Telukuntla (both PJT), B. Cejka, C. Kelly, A. Prentice (each A&M), K. Hershey (Quinn) re status of matter, including plan process and ABL syndication (.2).	0.3	Benjamin Schak
36324459	11/20/2024	Review docket (.1); draft docket update for Milbank FRG team (.2).	0.3	Michael Scian
36492498	11/20/2024	Correspond with B. Schak re term sheet and related strategy questions.	0.9	Daniel Porat
36319925	11/21/2024	Conference with Milbank FRG team re work in progress (.2); call with M. Brod re same (.1).	0.3	Benjamin Schak
36325026	11/21/2024	Conference with Milbank FRG team re work in progress.	0.2	Michael Scian
36326943	11/21/2024	Conference with Milbank FRG team re work in progress.	0.2	Daniel Porat
36337020	11/21/2024	Conference with Milbank FRG team re work in progress.	0.2	James McIntyre
36492511	11/21/2024	Conference with Milbank FRG team re work in progress.	0.2	Rupsha Basu
36325628	11/22/2024	Correspond with Milbank FRG team and co-advisors re strategy issues.	1.1	Daniel Porat
36364229	11/25/2024	Conference with Milbank FRG team re work in progress.	0.2	Michael Scian
36365581	11/25/2024	Conference with Milbank FRG team re work in progress (.2); correspond with same re strategy issues (.3); correspond with PJT re same (.3).	0.8	Daniel Porat
36365776	11/25/2024	Conference with Milbank FRG team re work in progress.	0.2	James McIntyre
36674801	11/25/2024	Conference with Milbank FRG team re work in progress (.2); review materials for same (.2).	0.4	Rupsha Basu
36365361	11/27/2024	Correspond with FRG team re strategy issues (.2); call with co-advisors, B. Schak re same (.5).	0.7	Daniel Porat
36365059	11/29/2024	Correspond with Milbank FRG team re strategy issues.	0.1	Daniel Porat

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**45721.00024 Governance**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36278390	11/6/2024	Call with transfer agent and DPW to discuss tracking issues	0.8	Jason T. Anderson
36199624	11/8/2024	Correspond with Milbank tax team re latest proposed structure (.3); review precedent closing checklist (.4); prepare new corporate checklist (.4).	1.1	Ryan Aymard
36278295	11/8/2024	Review correspondence re Board matters.	0.1	Jason T. Anderson
36556103	11/26/2024	Review governance language (.1); review LLCA terms (.2).	0.3	Dennis F. Dunne
36350330	11/27/2024	Draft merger agreement (1.2); draft of certificate of merger (.3); update tax and corporate restructuring checklist (.3).	1.8	Ryan Aymard

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**45721.00025 Hearings and Court Communications**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36638685	11/1/2024	Call with J. Wolf re confirmation script.	0.6	Jordyn Paperny
36550811	11/3/2024	Review adjourned status conference notice re filing.	0.6	Charlie Fendrych
36638692	11/3/2024	Draft confirmation script (1.3); correspond with Milbank FRG team re same (.3); review precedent re same (.7).	2.3	Jordyn Paperny
36638694	11/3/2024	Draft confirmation script and notes for slide deck (1.4); review brief re same (.7).	2.1	Julie Wolf
36166372	11/4/2024	Review script for 11/6 conference before Judge Isgur (.3); review Judge Shannon perspective on same (.1); correspond with A. Leblanc re same (.2).	0.6	Dennis F. Dunne
36491612	11/4/2024	Order 9/5 DS hearing transcript (.2); distribute same to team (.1).	0.3	Charmaine Thomas
36638696	11/4/2024	Draft script inserts for confirmation hearing (1.6); review plan and relevant documents re same (.8); prepare materials for confirmation hearing declarant (.9).	3.3	Julie Wolf
36491624	11/5/2024	Correspond with local counsel re hearing preparation matters (.1); review correspondence re upcoming hearing (.1).	0.2	Daniel Porat
36638698	11/5/2024	Continue drafting confirmation script (1.8); correspond with Milbank FRG team re same (.6).	2.4	Jordyn Paperny
36196306	11/6/2024	Attend status conference before Judge Isgur (.2); prepare for same (.2).	0.4	Dennis F. Dunne
36219312	11/6/2024	Attend status conference (.2); review correspondence re same (.1).	0.3	Rupsha Basu
36220698	11/6/2024	Remotely attend status conference.	0.2	Julie Wolf
36227498	11/6/2024	Attend status conference (.2); review correspondence re same (.1).	0.3	Daniel Porat
36270783	11/11/2024	Revise calendar re status conference re Piper Sandler fees (.2); draft chart re same (1.1).	1.3	Rupsha Basu
36550821	11/11/2024	Review re hearing.	0.2	Daniel Porat
36241088	11/12/2024	Attend status conference re UCC fee applications (.2); prepare for same (.1).	0.3	Benjamin Schak
36275019	11/12/2024	Attend hearing on UCC fee applications.	0.1	Daniel Porat
36255798	11/13/2024	Review case hearing transcripts (.1); update case files re same (.2).	0.3	Charmaine Thomas
36254094	11/15/2024	Remotely attend status conference.	0.3	Benjamin Schak
36255050	11/15/2024	Attend status conference before Judge Isgur.	0.3	Dennis F. Dunne
36285329	11/15/2024	Attend status conference (.3); prepare for same (.1).	0.4	Samir Vora
36492429	11/15/2024	Participate in status conference.	0.5	Andrew M Leblanc
36492433	11/15/2024	Virtually attend status conference.	3.0	Michael Scian
36290964	11/20/2024	Attend hearing (.3); debrief with S. Khalil, D. Porat (.1).	0.4	Benjamin Schak
36310758	11/20/2024	Telephonically attend hearing (.3); correspondence with UCC re same (.2).	0.5	Julie Wolf
36326852	11/20/2024	Attend status conference (.2); correspond with B. Schak re same (.1).	0.3	Samir Vora
36492487	11/20/2024	Prepare for 12/5 confirmation hearing (.4); review related mailings and plan supplement documents re same (.3).	0.7	Dennis F. Dunne
36492492	11/20/2024	Debrief with B. Schak, D. Porat re status conference.	0.1	Samuel A. Khalil

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**45721.00025 Hearings and Court Communications**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36492500	11/20/2024	Attend status conference (.3); debrief with S. Khalil and B. Schak (.1).	0.4	Daniel Porat
36492530	11/21/2024	Prepare materials for confirmation hearing.	1.1	Julie Wolf
36492541	11/22/2024	Review open workstreams.	0.3	Daniel Porat
36492558	11/24/2024	Prepare confirmation hearing materials (.9); correspond with witness counsel (.5).	1.4	Samir Vora
36492581	11/25/2024	Prepare for confirmation hearing, including witness preparation (.9); review of source materials re UCC claims (1.7).	2.6	Samir Vora
36492583	11/25/2024	Prepare materials in advance of confirmation hearing re UCC settlement (.7); correspond with S. Vora re same (.3); call with E. Fly re slide deck re same (.1).	1.1	Julie Wolf
36492601	11/26/2024	Prepare for confirmation hearing.	1.3	Samir Vora
36353352	11/27/2024	Correspond with Milbank team rehearing coordination.	0.2	Benjamin Schak
36492624	11/27/2024	Prepare materials for confirmation hearing preparation session with P. Bartels.	1.1	Julie Wolf

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**45721.00026 Insurance**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36283718	11/19/2024	Call with D. Landry (Incora), Chubb representative re potential insurance coverage for indemnification claim (.4); correspond with A. Chiarello (Winstead) re same (.1).	0.5	Benjamin Schak
36319904	11/21/2024	Correspond with D. Landry (Incora) re expenditures for covered matter.	0.1	Benjamin Schak
36353280	11/27/2024	Review Chubb renewal documents (.2); correspond with M. Brod, others re same (.2).	0.4	Benjamin Schak

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**45721.00027 Litigation**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36147215	11/1/2024	Call with J. Lee re research assignment re conflict of foreign laws in US jurisdictions.	0.3	Devin Louis
36164483	11/1/2024	Preliminary research re Incora and specific customer relationship and contract (.9); call with D. Louis re same (.3).	1.2	John Lee
36164212	11/4/2024	Review case law re conflict of foreign laws in US jurisdictions and applicable choice of law test (2.0); summarize research re same (2.3).	4.3	Devin Louis
36219568	11/4/2024	Correspond with D. Louis re research re battle of forms and choice-of-law (.6); revise summary of findings from D. Louis (.9); research re same (1.1); review LTA for provisions re pricing and applicable orders (.7); draft update re same (1.2).	4.5	John Lee
36178994	11/5/2024	Research weight of various factors in conflict of foreign laws in US jurisdictions and applicable choice of law test (.9); summarize research (.3); review follow-up research on conflicts re battle of forms doctrines (1.3); calls with J. Lee re same (.5); draft cumulative writeup on combined research questions (1.9); revise research summary (.4).	5.3	Devin Louis
36221923	11/5/2024	Complete summary of relevant provisions in LTA between Incora and specific customer (1.6); calls with D. Louis re research re battle of forms (.5); revise research re same (1.2).	3.3	John Lee
36491628	11/6/2024	Participate in status conference (.2); prepare for same (.7).	0.9	Andrew M Leblanc
36221911	11/7/2024	Review correspondence from J. Wolf to English attorneys re battle of forms issue (.1); correspond with J. Wolf re same (.1).	0.2	John Lee
36234356	11/8/2024	Review confirmation briefing.	1.1	Samir Vora
36273877	11/14/2024	Correspond with J. Wolf re specific customer dispute (.7); draft correspondence re same (2.1).	2.8	Jordyn Paperny
36492529	11/21/2024	Call with S. Vora re draft declaration in support of confirmation (.2); revise same (.4); correspond with S. Vora re same (.1).	0.7	Julie Wolf
36340920	11/25/2024	Conference with J. Wolf re slide deck of UCC claims (.1); review documents re same (.2).	0.3	Elizabeth Fly
36349586	11/25/2024	Correspond with J. Wolf re P. Bartels deposition preparation materials.	0.3	John Lee

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**45721.00028 Milbank Retention and Fees**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36155631	11/1/2024	Review October time entries re compliance with US Trustee Guidelines.	3.9	Ishmael Taylor-Kamara
36203684	11/4/2024	Review October time entries re compliance with US Trustee Guidelines.	4.3	Ishmael Taylor-Kamara
36206738	11/4/2024	Review October time entries re compliance with UST guidelines.	3.3	Rebecca Smith
36218975	11/4/2024	Revise proposed filing versions of interim fee application (.9) and fee statements for June (.3), July (.3), and August (.2); correspond with I. Taylor-Kamara, A. Bruce, and R. Smith re review of September time entries re compliance with UST guidelines (.2); review same (.6); correspond with A. Heckman re fourth interim fee application (.3).	2.8	Michael Scian
36203922	11/5/2024	Review October (2.3) and September (1.8) time entries re compliance with US Trustee Guidelines.	4.1	Ishmael Taylor-Kamara
36206734	11/5/2024	Review October time entries re compliance with UST guidelines.	2.0	Rebecca Smith
36219313	11/5/2024	Review October time entries re compliance with UST guidelines (3.0); correspond with I. Taylor-Kamara, A. Bruce, and R. Smith re review of September and October time entries re compliance with UST guidelines (.2); review same re same (1.4).	4.6	Michael Scian
36203682	11/6/2024	Review October (1.9) and September (1.6) time entries re compliance with US Trustee Guidelines.	3.5	Ishmael Taylor-Kamara
36219611	11/6/2024	Draft fifth interim fee application (1.9); review fee statements re same (1.8); correspond with I. Taylor-Kamara, B. Ashanti, and R. Smith re review of September time entries re compliance with UST guidelines (.1).	3.8	Michael Scian
36203755	11/7/2024	Review October time entries re compliance with US Trustee Guidelines.	3.9	Ishmael Taylor-Kamara
36219750	11/7/2024	Further revise fourth interim fee application (.8); draft fifth interim fee application (2.2); review fee statements (2.6).	5.6	Michael Scian
36204325	11/8/2024	Review October time entries re compliance with US Trustee Guidelines.	3.4	Ishmael Taylor-Kamara
36225326	11/11/2024	Conference with M. Scian re fourth fee application.	0.2	Benjamin Schak
36252083	11/11/2024	Review October time entries re compliance with US Trustee Guidelines.	3.8	Ishmael Taylor-Kamara
36429630	11/11/2024	Revise June, July, and August fee statements (1.0); correspond with M. Brod, B. Schak, and R. Sherald re same (.4); facilitate filing re same (.1); revise fourth interim fee application (1.7); correspond with M. Brod, B. Schak, and R. Sherald re same (.2); conference with B. Schak re same (.2); facilitate filing re same (.1); revise fifth interim fee application (2.1).	5.8	Michael Scian
36252236	11/12/2024	Review October (2.2) and September (1.9) time entries re compliance with US Trustee Guidelines.	4.1	Ishmael Taylor-Kamara
36251483	11/13/2024	Review October time entries re compliance with US Trustee Guidelines.	3.6	Ishmael Taylor-Kamara
36252508	11/13/2024	Review November time entries re compliance with US Trustee Guidelines.	3.1	Rebecca Smith
36251906	11/14/2024	Review October time entries re compliance with US Trustee Guidelines.	3.7	Ishmael Taylor-Kamara
36252767	11/14/2024	Review October time entries re compliance with US Trustee Guidelines.	2.0	Leon Thomas



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**45721.00028 Milbank Retention and Fees**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36251866	11/15/2024	Review October (2.3) and November (1.2) time entries re compliance with US Trustee Guidelines.	3.5	Ishmael Taylor-Kamara
36492435	11/15/2024	Revise October fee statement in accordance with UST guidelines.	2.1	Michael Scian
36305191	11/18/2024	Assist case team with implementation of October time entries.	3.0	Leon Thomas
36306342	11/18/2024	Review November time entries re compliance with UST Guidelines.	1.2	Rebecca Smith
36306791	11/18/2024	Review September time entries re compliance with US Trustee Guidelines.	3.8	Ishmael Taylor-Kamara
36492472	11/18/2024	Prepare for confirmation hearing, including preparing for witness prep.	2.1	Samir Vora
36305123	11/19/2024	Review November time entries re compliance with US Trustee Guidelines.	1.0	Leon Thomas
36306901	11/19/2024	Review November time entries re compliance with US Trustee Guidelines.	3.7	Ishmael Taylor-Kamara
36306463	11/20/2024	Review September (1.4) and November (2.7) time entries re compliance with US Trustee Guidelines.	4.1	Ishmael Taylor-Kamara
36324059	11/20/2024	Further revise September fee application in accordance with UST guidelines (1.9); further revise October fee application in accordance with UST guidelines (1.3); revise November fee application in accordance with UST guidelines (.7); correspond with I. Taylor-Kamara, R. Smith, and A. Bruce re all (.3).	4.2	Michael Scian
36328819	11/20/2024	Review September time entries re compliance with UST guidelines (1.8); review November time entries re same (.8).	2.6	Ashanti Bruce
36306838	11/21/2024	Review September (.6) and November (3.7) time entries re compliance with US Trustee Guidelines.	4.3	Ishmael Taylor-Kamara
36317950	11/21/2024	Review September time entries re compliance with UST guidelines.	0.9	Ashanti Bruce
36324003	11/21/2024	Further review November time entries in accordance with UST guidelines.	1.6	Michael Scian
36305098	11/22/2024	Review October time entries re compliance with US Trustee Guidelines.	1.0	Leon Thomas
36306332	11/22/2024	Review November time entries re compliance with US Trustee Guidelines.	4.1	Ishmael Taylor-Kamara
36317592	11/22/2024	Review November time entries re compliance with UST guidelines.	2.3	Ashanti Bruce
36324273	11/22/2024	Revise fifth interim fee application.	2.1	Michael Scian
36348692	11/25/2024	Review November time entries re compliance with US Trustee Guidelines.	3.2	Ishmael Taylor-Kamara
36353843	11/25/2024	Review November time entries re compliance with UST guidelines.	1.9	Ashanti Bruce
36364118	11/25/2024	Revise fifth interim fee application (2.1); revise October fee application in accordance with UST guidelines (.6); revise November fee application in accordance with UST guidelines (.5).	3.2	Michael Scian
36348380	11/26/2024	Review November time entries re compliance with UST guidelines.	1.8	Ashanti Bruce

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**45721.00028 Milbank Retention and Fees**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36364147	11/26/2024	Revise fifth interim fee application (1.3); revise October fee application in accordance with UST guidelines (.3); revise November fee application in accordance with UST guidelines (.2).	1.8	Michael Scian
36348225	11/27/2024	Review November time entries re compliance with US Trustee Guidelines.	2.9	Ishmael Taylor-Kamara
36349738	11/27/2024	Review October time entries re compliance with US Trustee Guidelines.	1.0	Leon Thomas

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**45721.00029 Plan and Disclosure Statement**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36155355	11/1/2024	Call with J. Paperny re confirmation script and slides (.6); review precedent scripts re same (.7); review plan and confirmation brief re same (2.4); revise declaration ISO confirmation re same (.6).	4.3	Julie Wolf
36171311	11/1/2024	Revise DS re possible 1L-sponsored plan (2.2); review previous drafts re same (1.0).	3.2	Michael Scian
36173420	11/1/2024	Call with C. Fendrych and R. Spivak re confirmation brief (.5); correspond with Milbank FRG team re bankruptcy transactions issues (.1).	0.6	Daniel Porat
36176756	11/1/2024	Prepare for (.5) and attend (.5) call with R. Spivak and D. Porat re confirmation brief; update plan (.8); revise confirmation brief (4.4); correspond with D. Porat re certain confirmation objections (.2); correspond with UST re plan language (.4).	6.8	Charlie Fendrych
36490227	11/1/2024	Review correspondence re plan (.2); review correspondence re plan supplement (.2).	0.4	Rupsha Basu
36674854	11/1/2024	Call with PJT team re ABL exit process (.6); review credit agreement re same (1.8).	2.4	Samuel A. Khalil
36172887	11/2/2024	Correspond with Milbank FRG team re confirmation workstreams documents.	0.2	Daniel Porat
36175041	11/2/2024	Revise confirmation order (1.6); correspond with D. Porat re same (.1).	1.7	James McIntyre
36188882	11/2/2024	Correspond with Milbank FRG team re UCC issue and plan structure.	0.3	Matt Brod
36220403	11/2/2024	Correspond with D. Porat re confirmation brief.	0.2	Charlie Fendrych
36173052	11/3/2024	Correspond with Milbank FRG team re confirmation brief (.4); review same (.8); review confirmation order (.2).	1.4	Daniel Porat
36221222	11/3/2024	Correspond with J. Wolf and J. Paperny re confirmation brief (.7); correspond with D. Porat re plan (.1).	0.8	Charlie Fendrych
36638690	11/3/2024	Review alternative plan options.	0.4	Dennis F. Dunne
36182864	11/4/2024	Continue drafting confirmation script (1.0); correspond with team re same (.2); review precedent re same (.5).	1.7	Jordyn Paperny
36220337	11/4/2024	Call with S. Khalil and D. Porat re plan (.4); compile new strategy plan (7.7); correspond with Chubb team re plan (.4).	8.5	Charlie Fendrych
36490255	11/4/2024	Review plan and issues re same (1.1); review briefing issues and next steps (.8).	1.9	Matt Brod
36491581	11/4/2024	Review revised alternative plan structure (1.1); call with D. Porat and C. Fendrych re same (.4); review case law research re exclusivity issues (.9).	2.4	Samuel A. Khalil
36491608	11/4/2024	Consider plan and DS issues (.5); call with S. Khalil and C. Fendrych re plan (.4).	0.9	Daniel Porat
36220823	11/5/2024	Compile new strategy plan (8.5); correspond with Milbank FRG team re Chubb language (.2).	8.7	Charlie Fendrych
36220984	11/5/2024	Revise confirmation script (.6); prepare materials for declarant preparation sessions (1.3).	1.9	Julie Wolf
36227525	11/5/2024	Correspond with team re confirmation planning (.2); analysis re related issues (.2); correspond with C. Fendrych re potential plan objection (.1).	0.5	Daniel Porat
36234254	11/5/2024	Review amended DS motion (.5); draft second amended DS motion (.7).	1.2	James McIntyre
36556063	11/5/2024	Review script for 11/6 hearing before Judge Isgur.	0.2	Dennis F. Dunne

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36206887	11/6/2024	Review revised chapter 11 cramdown plan (2.8); review case law research re same (2.6).	5.4	Samuel A. Khalil
36220799	11/6/2024	Correspond with Milbank FRG team re plan.	0.6	Julie Wolf
36221642	11/6/2024	Correspond with Milbank FRG team re plan updates (.3); correspond with D. Porat re plan (.8); correspond with Platinum counsel re plan draft (.5); revise plan (.7).	2.3	Charlie Fendrych
36227449	11/6/2024	Correspond with Milbank FRG team re revised plan (.5); correspond with same re confirmation preparation (.4); correspond with same re notices (.1).	1.0	Daniel Porat
36206871	11/7/2024	Review comments to governance term sheets from ad hoc bondholder group (1.1); review precedents for same (1.8).	2.9	Samuel A. Khalil
36207622	11/7/2024	Review confirmation brief.	1.0	Lena Mandel
36221864	11/7/2024	Correspond with D. Porat re BofA plan language (.3); revise plan for BofA language (.5); call with D. Porat re plan (.2); revise same for M. Brod review (.9); prepare for plan call (.3); attend call with D. Porat and M. Brod re plan (.8); revise plan (2.8).	5.8	Charlie Fendrych
36227485	11/7/2024	Review (1.0) and comment on (1.0) plan markup; call with C. Fendrych re same (.2); call with same and M. Brod re same (.8); analysis re related issues (1.4); prepare correspondence re same (.6); manage confirmation preparation workstreams (2).	5.2	Daniel Porat
36234248	11/7/2024	Draft resolicitation motion (2.8); review draft plan (.7).	3.5	James McIntyre
36235674	11/7/2024	Review draft plan (.7); comment on same (.9); attend call with D. Porat and C. Fendrych re same (.8).	2.4	Matt Brod
36217261	11/8/2024	Review the confirmation brief (.5); revise same (1.0).	1.5	Lena Mandel
36218405	11/8/2024	Review draft of alternative plan re tax considerations (1.5); correspond with D. Porat re same (.5); call with R. Kestenbaum and M. Fox re same (.3); follow up correspondence with same re same (.7).	3.0	Michael Rivkin
36219698	11/8/2024	Review plan revisions re non-consensual plan structure (1.4); revise disclosure statement re same (2.7); correspond with D. Porat, J. McIntyre, and C. Fendrych re same (.4).	4.5	Michael Scian
36221538	11/8/2024	Correspond with BofA team re plan (.2); compile issues list re plan (.4); prepare for call with DPW re plan (.8); correspond with N. Kunz re plan (.2); coordinate call with DPW (.3).	1.9	Charlie Fendrych
36227470	11/8/2024	Prepare materials re changes to chapter 11 plan (.4); correspond with M. Rivkin re same (.5).	0.9	Daniel Porat
36234219	11/8/2024	Review draft chapter 11 plan.	0.3	James McIntyre
36674856	11/8/2024	Review comments to chapter 11 cramdown plan issues from Milbank FRG team (1.6); review case law research re cramdown (1.8).	3.4	Samuel A. Khalil
36219676	11/9/2024	Conference with Milbank FRG team and DPW team re Plan.	0.8	Michael Scian
36220652	11/9/2024	Attend call with B. Hecht (DPW) and others from DPW re Plan.	0.8	Charlie Fendrych
36235617	11/9/2024	Call with DPW re plan issues (.8); follow-up correspondence re same (.1); review draft Plan re same (.3).	1.2	Matt Brod
36491635	11/9/2024	Call with DPW and others re plan proposals (.8); draft correspondence re same (.6).	1.4	Andrew M Leblanc
36491637	11/9/2024	Call with secured creditors re plan issues.	0.8	Daniel Porat
36221152	11/10/2024	Correspond with D. Landry (Incora) re plan and term sheet.	0.5	Charlie Fendrych

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36216573	11/11/2024	Revise confirmation brief.	3.4	Lena Mandel
36239342	11/11/2024	Review revised governance term sheets in connection with mediation negotiations (.8); draft internal correspondence analyzing same (1.1).	1.9	Samuel A. Khalil
36261879	11/11/2024	Correspond with B. Schak re Chubb issue.	0.3	Charlie Fendrych
36275409	11/11/2024	Review issues re plan changes (.3); analysis re potential objection arguments (.5); internal correspondence re same (.2).	1.0	Daniel Porat
36275467	11/11/2024	Review 1L-sponsored plan structure (2.0); call with R. Kestenbaum and M. Fox re same (1.5); draft correspondence summarizing relevant points for tax analysis (1.0); correspond with FRG team re same (.2).	4.7	Michael Rivkin
36230525	11/12/2024	Review the proposed confirmation order (.7); call with S. Khalil re mediation (.6); revise same (1.8).	3.1	Lena Mandel
36241092	11/12/2024	Correspond with S. Khalil, A. Pisa, M. Grant re credit bid plan structure (.4); discuss several plan structures with A. Leblanc, S. Khalil, M. Brod, D. Porat, C. Fendrych (1.0); prepare for same (.1).	1.5	Benjamin Schak
36262513	11/12/2024	Correspond with Milbank FRG team re plan call (.5); correspond with same re Chubb (.3); attend call with A. Leblanc, S. Khalil, B. Schak, D. Porat re plan (1.0); revise plan per M. Rivkin edits (.2); correspond with D. Porat re plan (.4).	2.4	Charlie Fendrych
36275231	11/12/2024	Revise disclosure statement re draft of 1L-sponsored plan.	1.8	Michael Scian
36285692	11/12/2024	Call with Milbank FRG team re plan issues and next steps (1.0); correspond with S. Khalil re same (.1).	1.1	Matt Brod
36491653	11/12/2024	Correspond with B. Schak re plan issues (.3); call with Milbank FRG team re plan strategy issues (1.0); analysis re plan issues (.5); draft correspondence re exclusivity (.1).	1.9	Daniel Porat
36550978	11/12/2024	Correspond with DPW team re exclusivity.	0.2	Charlie Fendrych
36638704	11/12/2024	Review Z. Rosenbaum (KK) updates re consensual plan deal issues (.3); review timing of pivot re 1L-sponsored plan structure, exclusivity, and confirmation timeline given numerous issues to litigate (.4).	0.7	Dennis F. Dunne
36638707	11/12/2024	Review further revised chapter 11 plan (.9); review caselaw research re exclusivity (1.4).	2.3	Samuel A. Khalil
36241456	11/13/2024	Review term sheet markup from DPW.	0.3	Benjamin Schak
36274826	11/13/2024	Analysis re plan issues (1.5); review correspondence re same issues (.4); review correspondence re exclusivity motion issues (.4).	2.3	Daniel Porat
36491657	11/13/2024	Review DPW consensual plan proposal (.6); draft summary of Chubb issue for M. Brod (.5); extend exclusivity objection window (.3); correspond with B. Schak re confirmation timeline (.2).	1.6	Charlie Fendrych
36638712	11/13/2024	Review further revised chapter 11 plan incorporating additional comments from internal team and DPW.	1.9	Samuel A. Khalil
36638715	11/13/2024	Draft resolicitation motion exhibits.	3.9	James McIntyre
36242773	11/14/2024	Prepare materials in anticipation of preparation session with confirmation declarant.	0.6	Julie Wolf
36246136	11/14/2024	Correspond with C. Fendrych, J. Lee (Verita) re solicitation timing.	0.2	Benjamin Schak

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36262607	11/14/2024	Analyze Chubb issue for M. Brod.	0.5	Charlie Fendrych
36274790	11/14/2024	Further revise disclosure statement re draft of 1L-sponsored plan.	1.3	Michael Scian
36275541	11/14/2024	Review issues re potential plan objection (.4); draft correspondence re same (.3); analysis re confirmation issues (.4).	1.1	Daniel Porat
36275821	11/14/2024	Call with Milbank FRG and DPW teams to discuss implementation of structure (.7); review correspondence re inquiries to same (.5).	1.2	Michael Rivkin
36252816	11/15/2024	Research claim information for classification analysis.	2.0	Rebecca Smith
36274717	11/15/2024	Further revise disclosure statement re draft of 1L-sponsored plan.	3.8	Michael Scian
36274784	11/15/2024	Correspond with M&A teams re governance workstreams.	0.4	Michael Rivkin
36275437	11/15/2024	Analysis re objection (.1) and communications (.1) re same; correspond with R. Smith re analysis re plan confirmation (.3); analyze confirmation issues (.5); correspond with re same (.3).	1.3	Daniel Porat
36492426	11/15/2024	Correspond with DPW re tax structuring issues re consensual plan deal (.2); correspond with B. Schak re same (.1).	0.3	Russell J. Kestenbaum
36638784	11/15/2024	Draft internal correspondence re plan changes (.8); analyze new money funding options (.9).	1.7	Samuel A. Khalil
36253735	11/16/2024	Revise chapter 11 plan.	2.0	Benjamin Schak
36492447	11/16/2024	Analyze plan issues (.9); review internal comms re plan issues (.1); correspond with B. Schak re same (.1).	1.1	Daniel Porat
36638787	11/16/2024	Review Plan language changes and next steps.	0.2	Dennis F. Dunne
36254114	11/17/2024	Call with PJT, A&M re plan process.	0.4	Benjamin Schak
36274013	11/17/2024	Review internal markup of plan (.7); revise same (.5); analyze issues re same (.5); review DPW markup of plan (1.0); prepare issues list of same (1.0); correspond with PJT re confirmation issues (.3); correspond with B. Schak re same (.4).	4.4	Daniel Porat
36275899	11/17/2024	Review DPW comments re consensual plan deal (2.4); call with DPW, R. Kestenbaum, B. Schak re tax characterization re plan (.5).	2.9	Michael Rivkin
36492453	11/17/2024	Review DPW's markup of revised consensual plan deal.	0.9	Mendy Fox
36492455	11/17/2024	Call with M. Rivkin, B. Schak, and DPW tax and restructuring teams re: tax issues re plan (.5); review DPW mark-up of Plan (.5); correspond with M. Rivkin, M. Fox re same (.1).	1.1	Russell J. Kestenbaum
36321702	11/18/2024	Correspond with B. Schak and D. Porat re Chubb outreach.	0.2	Charlie Fendrych
36323749	11/18/2024	Review revised plan (.8); analyze claw-back of distributions (.7); call with R. Kestenbaum, M. Fox, DPW tax, and Fried Frank tax re structure issues (.7).	2.2	Michael Rivkin
36326127	11/18/2024	Analyze confirmation schedule (.4); review related issues (.2); review plan draft (.8); prepare issues list of same (.7) revise same (.5); coordinate re plan issues (.3); review issues re exclusivity motion (.2); call with B. Schak re plan issues (.6).	3.7	Daniel Porat
36492465	11/18/2024	Call with R. Kestenbaum, M. Rivkin, DPW tax, and Fried Frank tax re tax structuring issues re Plan.	0.7	Mendy Fox



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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36492469	11/18/2024	Call with DPW tax, Fried Frank tax, M. Rivkin and M. Fox re tax structuring issues.	0.7	Russell J. Kestenbaum
36492473	11/18/2024	Revise declaration in support of confirmation.	0.8	Samir Vora
36638794	11/18/2024	Call with D. Porat re DPW plan markup.	0.6	Benjamin Schak
36283610	11/19/2024	Review plan comments from note holder group (.8); revise revised draft of same (2.1).	2.9	Samuel A. Khalil
36283661	11/19/2024	Review motion re resetting confirmation deadlines.	0.2	Benjamin Schak
36325495	11/19/2024	Analyze confirmation schedule (.6); review related issues (.4); draft motion re same (.9); coordinate filing of same (.3); correspond with B. Schak re plan supplement issues (.4).	2.6	Daniel Porat
36337237	11/19/2024	Correspond with Milbank FRG team re plan issues.	0.5	James McIntyre
36492482	11/19/2024	Review revised Description of Restructuring Transactions (.6); comment on same (.2); review tax disclosure (1.3); revise same (1.7).	3.8	Michael Rivkin
36551004	11/19/2024	Correspond with secured creditors re confirmation issues.	0.4	Daniel Porat
36290962	11/20/2024	Correspond with D. Porat re plan markups (.1); call with A. Libby (DPW), A. Minear (Fried Frank), D. Porat re plan issues (1.1).	1.2	Benjamin Schak
36324904	11/20/2024	Review tax disclosure per R. Kestenbaum comments (1.3); call with same re same (.2).	1.5	Michael Rivkin
36326159	11/20/2024	Call with B. Schak, DPW and Fried Frank re plan (1.1); review issues re same (.4).	1.5	Daniel Porat
36336955	11/20/2024	Review 2026 holders' plan issues list.	0.2	James McIntyre
36492489	11/20/2024	Review Restructuring Steps Memo (.5); comment on same (.2); review tax disclosure (.6); comment on same (.6); call with M. Rivkin re same (.2).	2.1	Russell J. Kestenbaum
36492491	11/20/2024	Review further revised chapter 11 plan and plan supplement documentation (2.7); comments to same (.7).	3.4	Samuel A. Khalil
36492502	11/20/2024	Review confirmation briefing (.6); review declaration re same (.4).	1.0	Samir Vora
36492504	11/20/2024	Revise draft declaration in support of confirmation (.3); correspond with S. Vora re same (.2).	0.5	Julie Wolf
36319871	11/21/2024	Review draft confirmation order.	0.6	Benjamin Schak
36325586	11/21/2024	Review exclusivity extension notice (.2); analyze certain plan and related issues (.8); review issues re plan supplement documents (.3).	1.3	Daniel Porat
36331802	11/21/2024	Review further revised draft of chapter 11 plan reflecting note holder comments (1.8); comments to same (.7); review revised draft of mediation term sheet (.6); draft internal correspondence re same (.7).	3.8	Samuel A. Khalil
36337006	11/21/2024	Review 2026 holders' plan markup.	0.8	James McIntyre
36492518	11/21/2024	Review Fried Frank plan mark-up.	0.4	Russell J. Kestenbaum
36492527	11/21/2024	Correspond with DPW re confirmation issues (.4); revise draft declarations in support of confirmation (.6); call with J. Wolf re same (.2).	1.2	Samir Vora
36308102	11/22/2024	Review timeline for Confirmation in light of mediation developments (.3); review latest version and edits (.3).	0.6	Dennis F. Dunne

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36319608	11/22/2024	Call with D. Porat re plan process (.1); call with A. Telukuntla (PJT) re same (.1); call with D. Landry (Incora) re same (.1); call with A. Libby (DPW), A. Minear (Fried Frank), A. Leblanc, others (partial) re plan drafting (.7).	1.0	Benjamin Schak
36323774	11/22/2024	Review revised plan/term sheet (.8); correspond with R. Kestenbaum and M. Fox re same (.9).	1.7	Michael Rivkin
36326186	11/22/2024	Call with creditors re plan issues (1.0); correspond with same re same (.3); review plan issues (.9); revise plan (1.2); draft pleadings re confirmation process (1.5).	4.9	Daniel Porat
36332092	11/22/2024	Review governance term sheet per note holder comments (1.1); draft internal correspondence re same (.6).	1.7	Samuel A. Khalil
36336586	11/22/2024	Correspond with Milbank team re plan and next steps (.4); call with DPW and Fried Frank, Kobre re same (1.0); review documents re same (.5); correspond with Milbank FRG team re Court notice (.2).	2.1	Matt Brod
36336996	11/22/2024	Correspond with case parties re plan.	0.3	James McIntyre
36492536	11/22/2024	Review internal correspondence re Plan.	0.2	Russell J. Kestenbaum
36324887	11/23/2024	Review correspondence re plan issues.	0.4	Michael Rivkin
36325986	11/23/2024	Call with DPW re plan issues.	0.2	Daniel Porat
36556099	11/23/2024	Review open points on plan (.4); review Fried Frank requests (.2).	0.6	Dennis F. Dunne
36308677	11/24/2024	Review Fried Frank's plan changes (.3); conference with A. Leblanc re same (.2); review open issues and DPW mark-up (.4).	0.9	Dennis F. Dunne
36319527	11/24/2024	Conference with Fried Frank, Kobre, DPW, A. Leblanc, C. Fendrych re plan.	0.9	Benjamin Schak
36321147	11/24/2024	Attend call with DPW, Fried Frank/Kobre and D. Dunne, B. Schak re plan (.9); review plan draft (.4).	1.3	Charlie Fendrych
36327007	11/24/2024	Correspond with DPW re plan issues (.2); correspond with PJT re plan issues (.6); correspond With FRG team re plan issues and related mediation issues (.5); correspond with same re confirmation preparation (.2) and review of related materials (.2); review plan markups (.7).	2.4	Daniel Porat
36336513	11/24/2024	Review latest changes to Plan (.3); correspond with D. Dunne re same (.1).	0.4	Matt Brod
36492549	11/24/2024	Review revised Plan from Fried Frank.	0.8	Mendy Fox
36492551	11/24/2024	Review correspondence re plan revisions.	0.3	Russell J. Kestenbaum
36492554	11/24/2024	Conference with Fried Frank, Kobre, DPW, B. Schak, C. Fendrych re plan issues.	0.9	Andrew M Leblanc
36492556	11/24/2024	Correspond with Milbank FRG team, PJT re status of plan negotiations.	0.2	Jules Monteyne
36310154	11/25/2024	Review revised plan settlement documents (.6); correspond with M. Fox re same (.5); call with R. Kestenbaum and M. Fox re same (.5); call with R. Kestenbaum, M. Fox, and DPW and PwC tax teams re appellate adjustment mechanism (.6).	2.2	Michael Rivkin
36330623	11/25/2024	Review plan edits and plan supplement documents.	0.6	Dennis F. Dunne
36348126	11/25/2024	Pull precedent plans and disclosure statements for attorney review.	0.3	Rebecca Smith
36359266	11/25/2024	Correspond with Milbank FRG team re plan (.5); revise plan (2.7); call with D. Porat re plan (.2).	3.4	Charlie Fendrych



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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36365350	11/25/2024	Review plan markups (1); analyze same (.2); correspond with Milbank FRG team re same (.3); call with C. Fendrych re same (.2); draft plan updates notice (.4); coordinate filing of same (.3); review updates re plan supplement negotiations (.4).	2.8	Daniel Porat
36365583	11/25/2024	Review revised governance term sheet reflecting note holder comments (1.1); review revised chapter 11 plan reflecting note holder comments (.8).	1.9	Samuel A. Khalil
36366097	11/25/2024	Review revised mediator proposal (.3); review plan markup (.5).	0.8	James McIntyre
36375526	11/25/2024	Correspond with B. Schak and C. Fendrych re plan.	0.5	Matt Brod
36492575	11/25/2024	Review plan re securities issues (.4); comment on same (.2).	0.6	Nicholas Kunz
36492577	11/25/2024	Attend mediation call re plan with all parties (.5); calls with Judge Shannon re same (1.8); call with D. Dunne re same (.3); prepare correspondence re same (1.9).	4.5	Andrew M Leblanc
36674858	11/25/2024	Review issues re convertible notes indentures (.6); correspond with re same (.3).	0.9	Casey Fleck
36335580	11/26/2024	Call with D. Porat, J. McIntyre, C. Fendrych re balloting (.6); call with A. Minear (Fried Frank) re same (.3); call with J. Lee and K. Martin (Verita), D. Porat, J. McIntyre, C. Fendrych re same (.4); review draft of plan re same (.2); call with D. Porat, C. Fendrych re plan drafting (.2); call with A. Libby (DPW), A. Minear (Fried Frank), A. Leblanc, D. Porat, C. Fendrych, others (1.2); review follow-ups following same (.1); review ballot for circulation (.1).	3.1	Benjamin Schak
36359333	11/26/2024	Revise plan (1.1); call with B. Schak and D. Porat re plan (.2); correspond with internal team re plan edits (.5); call with DPW, Fried Frank, and Milbank teams re plan (1.2); correspond with Corporate team re plan language (.4); call with D. Porat, J. McIntyre, B. Schak re balloting (.6).	4.0	Charlie Fendrych
36365000	11/26/2024	Review plan draft (.4); coordinate re markup of same (.2); call with A. Libby (DPW), A. Minear (Fried Frank), B. Schak, D. Porat, A. Leblanc re plan issues (1.2); analyze plan issues (.4); call with B. Schak and C. Fendrych re plan issues (.2); call with B. Schak, J. McIntyre, C. Fendrych re balloting issues (.6); call with J. Lee and K. Martin (both Verita), B. Schak, J. McIntyre, C. Fendrych re same (.4); coordinate re voting and related plan issues (.2).	3.6	Daniel Porat
36365249	11/26/2024	Revise plan supplement (.3); circulate revised draft to parties (.1).	0.4	Rupsha Basu
36366478	11/26/2024	Correspond with various parties re plan revisions (.4); correspond with Milbank FRG team and Verita re voting mechanics (1.1); call with B. Schak, D. Porat, and C. Fendrych re same (.6); call with same plus Verita re same (.4); review plan markup (.1); revise confirmation order (.2); draft DTC nominee annex (.4).	3.2	James McIntyre
36375537	11/26/2024	Participate in advisors call re plan language (1.0); correspond with Milbank team re same (.2).	1.2	Matt Brod
36492596	11/26/2024	Call with A. Libby (DPW), A. Minear (Fried Frank), B. Schak, D. Porat, C. Fendrych, other parties re plan issues.	1.2	Andrew M Leblanc
36492598	11/26/2024	Review revised plan and term sheet (1.3); all hands call re open issues with plan (1.0).	2.3	Michael Rivkin
36492603	11/26/2024	Revise confirmation declaration (.8); correspond with DPW re confirmation issues (.2); review pleadings re confirmation (.4).	1.4	Samir Vora

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36556102	11/26/2024	Review suggested revisions to plan (.5) review resolutions of same (.4); review Senator's request and prior offers re same (.2); review PW comments (.3).	1.4	Dennis F. Dunne
36674860	11/26/2024	Call with DPW, Fried Frank and Milbank re plan issues (.9); review issues re indenture (.3); correspond with Milbank FRG team re same (.2).	1.4	Casey Fleck
36348222	11/27/2024	Pull precedent DS approval motions.	0.5	Ashanti Bruce
36352376	11/27/2024	Review developments on plan terms, UCC issues, DPW/Fried Frank requests, and timing.	0.8	Dennis F. Dunne
36353623	11/27/2024	Respond to L. Marinuzzi (MoFo) re questions about plan structure (.5); further correspond with L. Marinuzzi, T. Foudy (both MoFo) re same (.3); review confirmation order (.3); correspond with M. Brod, C. Fendrych, others re Chubb language in plan (.3); review updates to same language (.2); call with C. Fendrych re same (.3).	1.9	Benjamin Schak
36359293	11/27/2024	Draft exclusivity notice (.5); correspond with UCC team re exclusivity issue (.3); coordinate filing of notice with H&B (.2); correspond with Milbank securities team re plan language (.5); call with N. Kunz re same (.2); consider Chubb language issue (.4); call with B. Schak re same (.3); correspond with N. Kunz re plan (.2); correspond with Chubb counsel (.2); review confirmation order for accuracy (.3); review DPW plan markup (.3); compile Chubb responses for internal review (.4); correspond with Milbank FRG team re Chubb issue (.5); correspond with DPW team re same (.2).	4.5	Charlie Fendrych
36363938	11/27/2024	Review revised documents (1.4); discuss with R. Kestenbaum and M. Fox (.3); call with M. Fox re continuity issue (.3).	2.0	Michael Rivkin
36364761	11/27/2024	Review revised confirmation brief (.2); review revised plan (.3); coordinate re confirmation schedule and hearing (.5).	1.0	Daniel Porat
36366229	11/27/2024	Revise confirmation order (3.0); correspond with Milbank FRG team and noteholders re plan issues (.8); call with Fried Frank and Kobre re balloting (.2).	4.0	James McIntyre
36375591	11/27/2024	Correspond with Milbank FRG team re Chubb issues (.3); review plan issues, timeline, and next steps (.5).	0.8	Matt Brod
36492605	11/27/2024	Review correspondence re plan and filings.	0.2	Rupsha Basu
36492620	11/27/2024	Review plan draft re securities issues (.8); comment on same (.4); call with C. Fendrych re plan language (.2).	1.4	Nicholas Kunz
36492622	11/27/2024	Revise confirmation pleadings (1.8); correspond with DPW re same (.2); review confirmation scheduling issues (.3).	2.3	Samir Vora
36359180	11/29/2024	Revise Chubb language re Plan.	3.8	Charlie Fendrych
36365432	11/29/2024	Review revised confirmation brief (1.2); review issues re party in interest comments to plan (.1).	1.3	Daniel Porat
36359206	11/30/2024	Call with K. Somers (DPW) re plan issues (.2); correspond with Milbank FRG team re plan issues (.3).	0.5	Charlie Fendrych

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**45721.00031 Regulatory Issues**

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36153622	11/1/2024	Correspond with outside counsel of 2026 noteholders re regulatory matters.	0.4	Dana Zelman
36214016	11/5/2024	Call with D. Landry (Incora) re DCSA issues (.1); correspond with team (.3); correspond with outside counsel (.3).	0.7	Dana Zelman
36216963	11/7/2024	Correspondence with team re emergence timeline (.4); correspond with outside counsel re same (.5).	0.9	Dana Zelman
36246313	11/14/2024	Correspond with D. Landry, R. Carney (both Incora) re statutory audits.	0.3	Benjamin Schak
36551112	11/19/2024	Draft UK entity motion.	1.2	Rupsha Basu
36492509	11/21/2024	Correspond with B. Delijani re budget spreadsheet (.2); review same (.2).	0.4	Rupsha Basu
36551116	11/21/2024	Revise UK entity motion.	2.2	Rupsha Basu
36550801	11/22/2024	Draft motion re UK internal reorganization.	1.1	Rupsha Basu
36550805	11/25/2024	Review motion re UK internal reorganization.	0.1	Benjamin Schak
36550807	11/25/2024	Draft motion re UK internal reorganization.	2.0	Rupsha Basu
36335635	11/26/2024	Review further draft of motion re UK internal reorganization.	1.3	Benjamin Schak
36550809	11/26/2024	Revise motion re UK internal reorganization.	2.9	Rupsha Basu
36353637	11/27/2024	Correspond with A. Notowicz, others re antitrust clearances.	0.2	Benjamin Schak
36550803	11/27/2024	Correspond with Company re motion re UK internal reorganization.	0.2	Rupsha Basu
36550988	11/27/2024	Revise UK transaction motion.	0.7	Lena Mandel

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**45721.00033 Securities Issues**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36674864	11/8/2024	Call with Davis Polk re securities analysis (.5); correspond with re same (.4).	0.9	Casey Fleck
36674866	11/14/2024	Call with Davis Polk re securities issues re Plan.	0.4	Casey Fleck
36674868	11/18/2024	Call with DPW team re securities law issues.	0.4	Casey Fleck
36492574	11/25/2024	Research re post emergence reporting obligations (.4); continue drafting registration notices (.2); call with P. Denaro re same (.3).	0.9	Nicholas Kunz
36335653	11/26/2024	Call with N. Kunz re reporting obligations.	0.2	Benjamin Schak
36366162	11/26/2024	Continue research re post emergence reporting obligations (3.7); revise registration notices (1.1); correspond with P. Denaro re same (.6).	5.4	Nicholas Kunz
36492611	11/27/2024	Research re SEC reporting obligations rules (.6); correspond with N. Kunz re same (.3).	0.9	Paul Denaro
36492619	11/27/2024	Research re post emergence reporting obligations (2.2); review registration notices (.6); further revise same (.8).	3.6	Nicholas Kunz

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**45721.00034 Tax**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36153949	11/1/2024	Call with PwC, DPW, M. Rivkin, and M. Fox re tax issues re mediator proposal (.5); follow-up call with M. Rivkin and M. Fox (.2); correspond with Milbank FRG team re structuring of new money (.2).	0.9	Russell J. Kestenbaum
36490231	11/1/2024	Call with R. Kestenbaum, M. Rivkin, DPW Tax, and C. Yunza (PwC Tax) re tax issues (.5); correspond with Milbank FRG team re tax treatment of new money (.2); call with R. Kestenbaum and M. Rivkin re same (.2); revise steps plan (1.2).	2.1	Mendy Fox
36493089	11/1/2024	Call with M. Fox, R. Kestenbaum, DPW, and PwC re tax characterization of mediation proposal (.5); follow-up call with M. Fox and R. Kestenbaum (.2); correspond with team re same (1.0); correspond with team re "global note structure" (.5).	2.2	Michael Rivkin
36184409	11/6/2024	Review DPW's revisions to tax matters agreement.	0.7	Mendy Fox
36197982	11/8/2024	Call with R. Kestenbaum and M. Rivkin re tax implications of 1L-sponsored plan structure.	0.3	Mendy Fox
36217277	11/8/2024	Correspond with Milbank FRG team re restructuring issues (.2); call with M. Rivkin and M. Fox re plan alternatives (.3).	0.5	Russell J. Kestenbaum
36227398	11/8/2024	Call with Milbank tax team re plan related issues (.4); follow up correspondence re same (.2).	0.6	Daniel Porat
36218366	11/9/2024	Correspond with team re 1L-sponsored plan structure.	0.5	Michael Rivkin
36251824	11/11/2024	Review 1L 1L-sponsored plan structure (.7); call with M. Rivkin and M. Fox re 1L-sponsored plan structure by 1Ls (1.5); review written summary of 1L-sponsored plan structure for PWC and comment (.2).	2.4	Russell J. Kestenbaum
36491641	11/11/2024	Call with R. Kestenbaum and M. Rivkin re Plan C (1.5); review 1L-sponsored plan structure for discussion with R. Kestenbaum and M. Rivkin (1.7).	3.2	Mendy Fox
36251586	11/12/2024	Review Plan C related issues (.6); correspond with PwC, DPW tax, M. Rivkin and M. Fox re tax issues relating to 1L-sponsored plan structure (.5).	1.1	Russell J. Kestenbaum
36274935	11/12/2024	Correspond with Milbank tax team re plan issues.	0.1	Daniel Porat
36491645	11/12/2024	Correspond with M. Rivkin re call with DPW and PwC (.6); call with R. Kestenbaum, M. Rivkin, DPW, and PwC re tax issues re Plan (.5).	1.1	Mendy Fox
36493184	11/12/2024	Call with M. Fox, R. Kestenbaum, and DPW re tax consequences of 1L-sponsored plan structure (.6); research same (.5); analysis re same (.4).	1.5	Michael Rivkin
36242383	11/13/2024	Attend tax call with R. Kestenbaum and M. Rivkin to discuss equity of DIP treatment.	0.4	Mendy Fox
36252264	11/13/2024	Correspond with Milbank FRG team re tax issues (.1); conference with M. Fox, M. Rivkin re tax issues raised by DPW (.4); review DPW mark-up of settlement (.1); correspond with Milbank FRG team re same (.1).	0.7	Russell J. Kestenbaum
36274311	11/13/2024	Research re application of 382 "option rule" (1.9); call with R. Kestenbaum and M. Fox re same (.4); review correspondence re same (.2).	2.5	Michael Rivkin
36491662	11/14/2024	Review prior correspondence re merger requirement (.4); correspond with DPW re merger requirement (.6); call with DPW re implementation workstreams (.3); prepare for structure call with DPW (.6); review correspondence re merger requirement (.6).	2.5	Mendy Fox

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36492065	11/14/2024	Attend tax call re closing checklist and structure.	1.0	Kristine Kazangyan
36492208	11/14/2024	Follow-up correspondence with M. Rivkin and M. Fox (.3); review correspondence re UK company movement (.2).	0.5	Russell J. Kestenbaum
36492425	11/15/2024	Correspond with Milbank FRG team re CODI issues.	0.1	Russell J. Kestenbaum
36248481	11/17/2024	Call with B. Schak, R. Kestenbaum, M. Rivkin and DPW Tax re turnover mechanics.	0.4	Mendy Fox
36254148	11/17/2024	Call with R. Kestenbaum, M. Rivkin, DPW Tax re tax issues re plan.	0.5	Benjamin Schak
36275132	11/17/2024	Correspond with B. Schak re tax issues.	0.2	Daniel Porat
36284006	11/18/2024	Review tax analysis re plan and appellate remedies.	0.2	Dennis F. Dunne
36305638	11/19/2024	Call with M. Fox and M Rivkin re tax workstreams (.5); correspond with Milbank FRG team re workstreams and deadlines (.2); correspond with M. Rivkin and M Fox re restructuring steps (.2).	0.9	Russell J. Kestenbaum
36492475	11/19/2024	Call with R. Kestenbaum and M. Rivkin re tax action items (.5); revise Description of Restructuring Transactions in accordance with revised Plan and internal comments received (2.1).	2.6	Mendy Fox
36492483	11/19/2024	Call with R. Kestenbaum and M. Fox re tax workstreams.	0.5	Michael Rivkin
36285792	11/20/2024	Revise Description of Restructuring Transactions for R. Kestenbaum's comments.	0.7	Mendy Fox
36327336	11/20/2024	Correspond with M. Rivkin re tax items.	0.3	Daniel Porat
36294137	11/21/2024	Review tax issues in settlement permutations.	0.6	Dennis F. Dunne
36324678	11/21/2024	Analyze 2024 rights to adjusted equity/takeback notes (2.7); call with R. Kestenbaum re same (.3).	3.0	Michael Rivkin
36325804	11/21/2024	Analyze certain re tax issues.	0.5	Daniel Porat
36492517	11/21/2024	Correspond with M. Rivkin re 2024 note treatment (.4); call with M. Rivkin re same (.3); correspond with FRG team re same (.2).	0.9	Russell J. Kestenbaum
36348435	11/25/2024	Review revised Plan and revised settlement term sheet (.7); call with M. Fox and M. Rivkin re revised term sheet and Plan tax issues (.5); correspond with M. Fox re Description of Restructuring Transaction (.2) call with M. Rivkin, M. Fox, PwC and DPW tax re appellate adjustment mechanism issues (.6).	2.0	Russell J. Kestenbaum
36365124	11/25/2024	Review tax issues re new investment (.2); call with M. Fox re same (.1).	0.3	Daniel Porat
36492562	11/25/2024	Call with M. Rivkin re revised plan and settlement term sheet (.5); revise Description of Restructuring Transactions (.8); call with D. Porat re new investment (.1); call with R. Kestenbaum, M. Rivkin, DPW tax, and PwC tax re appellate adjustment mechanism (.6); call with R. Kestenbaum and M. Rivkin re plan documents (.5).	2.5	Mendy Fox
36348857	11/26/2024	Correspond with Milbank FRG team re tax issues.	0.2	Russell J. Kestenbaum
36492589	11/26/2024	Prepare for (.2) and attend (.7) call with M. Rivkin, DPW tax, and PwC tax re tax issues; call with M. Rivkin re same (.4); research re continuity of interest rule re new investment (2.5).	3.8	Mendy Fox
36492599	11/26/2024	Call with DPW tax and M. Rivkin re tax issues (.7); discuss same with M. Fox (.4).	1.1	Michael Rivkin

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**45721.00034 Tax**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36348164	11/27/2024	Call with M. Rivkin and M. Fox re open structuring issues (.3); correspond with Milbank FRG team re DIP extension issues re tax (.2).	0.5	Russell J. Kestenbaum
36492615	11/27/2024	Review sig mod model (2.4); call with M. Rivkin re continuity issue (.3).	2.7	Mendy Fox
36492940	11/27/2024	Call with R. Kestenbaum and M. Rivkin re open tax questions (.3); review sig mod model (2.3); call with M. Rivkin re continuity issue (.3).	2.9	Mendy Fox

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**45721.00035 Vendors and Suppliers**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36155410	11/1/2024	Review correspondence re specific vendor's orders from Company.	0.6	Julie Wolf
36221179	11/4/2024	Review correspondence re specific vendor's dispute (.3); review additional materials re same (.3).	0.6	Julie Wolf
36220450	11/5/2024	Review research re specific customer vendor dispute (1.2); review documents re same (.3).	1.5	Julie Wolf
36220990	11/6/2024	Correspond with team re additional follow-up research re specific customer vendor issue.	0.7	Julie Wolf
36221185	11/7/2024	Draft letter to specific vendors re contract (.6); correspond with team re same (.2).	0.8	Julie Wolf
36200339	11/8/2024	Research terms and conditions re specific customer supply dispute.	2.8	George Widdicombe
36221332	11/8/2024	Correspond with UK team re specific customer research (.4); review relevant documentation re same (.3); review US caselaw re same (.4).	1.1	Julie Wolf
36200331	11/9/2024	Review Incora purchase orders (.2); update note of advice (.3).	0.5	George Widdicombe
36242792	11/11/2024	Review UK research re specific customer vendor issue (.8); review LTA and related documents re same (.3).	1.1	Julie Wolf
36242782	11/14/2024	Compile research and draft summary of legal posture re specific customer dispute (.7); review correspondence re same (.3).	1.0	Julie Wolf
36252719	11/15/2024	Correspond with D. Landry (Incora) re specific vendor matter.	0.3	Julie Wolf
36253636	11/16/2024	Revise letter to specific vendor.	0.2	Benjamin Schak
36310800	11/20/2024	Revise letter re specific customer issue (.6); correspond with J. Paperny re same (.2).	0.8	Julie Wolf



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**45721.00036 Mediation**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36172120	11/1/2024	Review issues list (.2); call with mediation parties (.4).	0.6	Daniel Porat
36490229	11/1/2024	Conferences with D. Reganato (Silver Point) re mediation and next steps (.5); correspond with A. Leblanc re same (.2); conferences with D. Schaible (DPW) re open issues and workarounds (.2); attend mediation session with Judge Shannon (.4); review FSN position and language proposals (.4).	1.7	Dennis F. Dunne
36490239	11/1/2024	Call with Judge Shannon and Davis Polk team (.6); call with Davis Polk and Kobre teams re mediation (.8); correspond with Milbank FRG team re same (.5).	1.9	Andrew M Leblanc
36551026	11/1/2024	Call re mediator's proposal/UCC complaint.	0.5	Jason T. Anderson
36556065	11/1/2024	Review necessary changes to POR re potential pivot to 1L-sponsored plan structure.	0.4	Dennis F. Dunne
36490247	11/2/2024	Review mediation updates and issues for 11/4 hearing with Judge Isgur.	0.4	Dennis F. Dunne
36490249	11/2/2024	Review correspondence re response to mediation issues (.5); prepare response re same (.6).	1.1	Daniel Porat
36490251	11/3/2024	Conference with Judge Shannon re mediation position of each party and next steps (.6); review proposed language solutions to open points (.3); review DPW requests re 1L-sponsored plan structure (.2); analyze elements and risks of same (.5).	1.6	Dennis F. Dunne
36490253	11/3/2024	Call with S. Khalil re mediation status (.4); multiple correspondence with team re same (.6); call with Judge Shannon re same (.6); call with D. Landry (Incora) re same (.3).	1.9	Andrew M Leblanc
36638688	11/3/2024	Review timing of confirmation re mediator's update.	0.2	Dennis F. Dunne
36491488	11/4/2024	Review updates from Judge Shannon re FSN and 1L calls and positions on open consensual plan deal points.	0.4	Dennis F. Dunne
36491582	11/4/2024	Call with A. Leblanc re mediation.	0.4	Samuel A. Khalil
36550994	11/4/2024	Calls with secured creditors re plan and mediation issues.	0.5	Daniel Porat
36551100	11/4/2024	Calls with Judge Shannon (.6); prepare correspondence re same (1.3); review materials re same (.8).	2.7	Andrew M Leblanc
36556069	11/4/2024	Review mediation status and workarounds (.2); review alternative terms and debt levels (.3); review reworked POR re same (.6).	1.1	Dennis F. Dunne
36491616	11/5/2024	Attend call with management.	0.5	Matt Brod
36491620	11/5/2024	Attend mediation session with Judge Shannon, DPW, FF, and Kobre (1.1); review 1L-sponsored plan path and timing (.3); conference with Judge Shannon re 1L-sponsored plan structure (.1); review mediator proposal re Plan (.2); correspond with A. Leblanc (.2).	1.9	Dennis F. Dunne
36491622	11/5/2024	Call with Judge Shannon, DPW, and KK teams re mediation (1.1); prepare for same (.5); call with management team re same (.8); correspond with same re same (1.4).	3.8	Andrew M Leblanc
36556071	11/5/2024	Revise POR re changes to alternative plan structure.	0.6	Dennis F. Dunne
36491626	11/6/2024	Review mediation updates (.4); correspond with Judge Shannon re same (.3); review DPW requests on language proposal to resolve consensual plan deal (.3); review FF position (.2).	1.2	Dennis F. Dunne
36491629	11/6/2024	Review materials re mediation (.8); draft proposals (1.6); call with PJT re same (.6).	3.0	Andrew M Leblanc

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36556073	11/6/2024	Review structure of alternative plan (.4); review requested edits from 1Ls (.3); review UCC and LM issues (.2).	0.9	Dennis F. Dunne
36227531	11/7/2024	Review proposal re certain mediation issues.	0.2	Daniel Porat
36556075	11/7/2024	Review status of Plan language and constructs (.4); review open language points (.3); correspond with A. Leblanc re same (.2).	0.9	Dennis F. Dunne
36227460	11/8/2024	Review proposal re mediation issues (.3); draft correspondence with mediation parties re same (.1).	0.4	Daniel Porat
36550813	11/8/2024	Review Kobre position re consensual plan deal language (.2); conference with A. Leblanc re same DPW position (.2).	0.4	Dennis F. Dunne
36556077	11/8/2024	Review alternative plan structure/credit bid structure (.3); review revised POR and timing (.3).	0.6	Dennis F. Dunne
36227420	11/10/2024	Correspond with Milbank FRG team re next steps re certain issues.	0.2	Daniel Porat
36551038	11/10/2024	Correspond with R. Aymard re LLCA issues lists.	0.3	Jason T. Anderson
36551118	11/10/2024	Correspond with team re negotiations.	0.6	Andrew M Leblanc
36273890	11/11/2024	Correspond with Milbank FRG team re mediation issues.	0.2	Daniel Porat
36550998	11/11/2024	Correspond with secured creditors re plan issues.	0.2	Daniel Porat
36551030	11/11/2024	Call with R. Aymard re LLCA issues list.	0.4	Jason T. Anderson
36551032	11/11/2024	Call with J. Anderson re LLCA issues list (.4); review Fried Frank and DPW drafts of issues list (1.9); revise DPW draft of issues list re Fried Frank's issues list and counterproposals (3.4).	5.7	Ryan Aymard
36551122	11/11/2024	Call with DPW and D. Dunne re settlement issues (.3); review correspondence re settlement issues (.8).	1.1	Andrew M Leblanc
36556061	11/11/2024	Conference with D. Schaible (DPW) re open points on consensual plan deal and 1L-sponsored plan structure (.2); attend call with A. Leblanc and D. Schaible (DPW) teams (.3); review issues re points of disagreements, work-arounds and next steps re mediation and plan (.6).	1.1	Dennis F. Dunne
36556079	11/11/2024	Review alternative plan structure (.2) review impaired accepting class re same (.1); review cramdown issues (.1).	0.4	Dennis F. Dunne
36551034	11/12/2024	Revise markup of DPW's draft of issues list (2.2); correspond with J. Anderson re issues list (.1).	2.3	Ryan Aymard
36551140	11/12/2024	Call with all parties re mediation (1.0); correspondence re same (1.0).	2.0	Andrew M Leblanc
36638705	11/12/2024	Review Judge Shannon correspondence.	0.2	Dennis F. Dunne
36674876	11/12/2024	Call with A. Leblanc re mediation negotiations (.9); call with D. Schaible (DPW) re same (.5).	1.4	Samuel A. Khalil
36551144	11/13/2024	Correspond with Judge Shannon re mediation (.7); call with S. Khalil re same (.4); review materials re same (.7).	1.8	Andrew M Leblanc
36556085	11/13/2024	Review timing of exclusivity request and final expiration (.2); review parties' position re objection hearing (.1).	0.3	Dennis F. Dunne
36638710	11/13/2024	Review status of KK fees (.1) review DPW position (.1); review current draft re language issues (.3); correspond with Judge Shannon re (.2).	0.7	Dennis F. Dunne
36674878	11/13/2024	Call with management team and advisors re mediation status (.6); review revised mediation proposal from DPW (.8); call to discuss same with A. Leblanc (.4); meeting to discuss same with Z Rosenbaum (KK) (.6).	2.4	Samuel A. Khalil

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36246280	11/14/2024	Review correspondence re mediation logistics.	0.1	Benjamin Schak
36275839	11/14/2024	Prepare for mediation session.	0.4	Daniel Porat
36551028	11/14/2024	Correspond with Milbank FRG team re meeting with DPW (.1); attend meeting with DPW (.4); review checklist precedent (.4); review proposed deal structure (.4); revise issues list per J. Anderson's comments (.6); correspond with J. Anderson re same (.2).	2.1	Ryan Aymard
36551036	11/14/2024	Review consolidated list re issues and proposals (.2); comment on same (.8).	1.0	Jason T. Anderson
36551040	11/14/2024	Review LLCA governance issues list.	0.8	Kristine Kazangyan
36551048	11/14/2024	Review governance proposal (.5); correspond with team re same (.2).	0.7	Daniel Porat
36551138	11/14/2024	Review mediator proposals (.3); review correspondence re same (.4); review confirmation pleadings (2.0).	2.7	Samir Vora
36551142	11/14/2024	Call with Judge Shannon re Incora (.6); correspond with S. Khalil re mediation issues (.9).	1.5	Andrew M Leblanc
36638719	11/14/2024	Review prior mediation term sheets in connection with upcoming mediation session (.9); draft correspondence re same (.7).	1.6	Samuel A. Khalil
36254215	11/15/2024	Prepare for (.8) and attend (partial) (4.7) mediation drafting session; review follow-ups re same (.5).	6.0	Benjamin Schak
36492421	11/15/2024	Attend mediation session with Judge Shannon with 1Ls and FSNs (partial).	3.8	Dennis F. Dunne
36492423	11/15/2024	Coordinate logistics re mediation session.	0.5	Charlie Fendrych
36551046	11/15/2024	Correspondence with M&A teams re introduction information.	0.1	Benjamin Schak
36551058	11/15/2024	Review updated governance issues list.	0.3	Jason T. Anderson
36551136	11/15/2024	Participate in mediation with Judge Shannon (6.9); prepare for same (.8).	7.7	Andrew M Leblanc
36638785	11/15/2024	Attend mediation session with J Shannon and bond holder advisors (7.8); review revised draft of mediation term sheet (.6).	8.4	Samuel A. Khalil
36674874	11/15/2024	Attend mediation session (partial).	2.4	Rupsha Basu
36273960	11/16/2024	Correspond with Milbank FRG team re mediation updates.	0.2	Daniel Porat
36556087	11/16/2024	Call with DPW, Kobre, and A. Leblanc re mediation and plan issues.	0.4	Matt Brod
36556093	11/16/2024	Call with DPW, Kobre, and M. Brod re mediation status (.5); correspond with Milbank FRG team re same (1.2).	1.7	Andrew M Leblanc
36638788	11/16/2024	Review update on mediation and latest discussions with DPW and Kobre re consensual plan deal.	0.3	Dennis F. Dunne
36492457	11/17/2024	Correspond with D. Dunne re mediation status (1.6); correspond with call with Judge Shannon re same (.4).	2.0	Andrew M Leblanc
36551054	11/17/2024	Call with K. Kazangyan, Fried Frank and DPW re LLCA issues list.	1.1	Jason T. Anderson
36551056	11/17/2024	Review LLCA governance issues list (.1); correspond with Fried Frank, DPW, and J. Anderson re same (1.1); draft summary of open issues (.2).	1.4	Kristine Kazangyan
36492461	11/18/2024	Review updates re mediation and plan open issues (.4); review D. Landry (Incora) correspondence and summary re same (.2); review next steps re status conference, Judge Shannon, and confirmation (.3).	0.9	Dennis F. Dunne

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36638792	11/18/2024	Review comments to mediation term sheet (.4); draft internal correspondence re same (.8).	1.2	Samuel A. Khalil
36550982	11/19/2024	Conference with Judge Shannon re updates (.3); review D. Landry correspondence re same (.2); correspond with D. Reganato (Silver Point) re resolution of open issues (.3); analyze open issues and proposed solutions (.5).	1.3	Dennis F. Dunne
36551148	11/19/2024	Correspond with team re Incora mediation issues (.8); review correspondence re same (.7); correspond with Milbank team re same (.5); calls with Judge Shannon re same (.6); call with PJT and Quinn re fee issue proposal (.8).	3.4	Andrew M Leblanc
36556095	11/19/2024	Review revisions to plan re consensual plan mediation settlement and timing.	0.7	Dennis F. Dunne
36492485	11/20/2024	Conference with Judge Shannon re mediation updates and open points (.3); review correspondence from DPW re same (.2); conference with A. Leblanc re timing and open points (.3); attend Zoom meeting with CEO and GC of Incora re same (.3); review messaging to Judge Isgur re status and next steps (.2).	1.3	Dennis F. Dunne
36492496	11/20/2024	Calls with Judge Shannon re mediation (.8); coordinate re settlement discussions (2.5); participate in status conference re same (.5); conference with D. Dunne re timing and open points (.3).	4.1	Andrew M Leblanc
36492522	11/21/2024	Call with all mediation parties re settlement (.7); review materials re same (.9).	1.6	Andrew M Leblanc
36551044	11/21/2024	Call with DPW and FF to discuss LLCA issues list.	1.6	Jason T. Anderson
36551050	11/21/2024	Review LLCA governance issues list (.9); correspond with Fried Frank and DPW re meeting re same (.3); attend meeting with Milbank FRG team re LLCA governance issues list (.5); draft notes re open issues (.4).	2.1	Kristine Kazangyan
36556097	11/21/2024	Conference with Pimco re open issues and timing (.3); review updates re parties' positions and workarounds (.4); review turnover issue language (.2).	0.9	Dennis F. Dunne
36325511	11/22/2024	Correspond with Milbank team re mediation issues.	0.7	Daniel Porat
36492534	11/22/2024	Conference with Judge Shannon re status of deal and report to Judge Isgur (.3); review open issues and DPW/Kobre position re same (.4); conference with A. Leblanc re same and possible workarounds (.2).	0.9	Dennis F. Dunne
36492538	11/22/2024	Calls with Judge Shannon re mediation (.7); calls with Z. Rosenbaum (Kobre) re same (.4); call with D. Dunne re same (.2).coordinate re filing of term sheet and notice (2.4).	3.7	Andrew M Leblanc
36492543	11/23/2024	Correspond with various parties re settlement issues (2.1); correspond with D. Dunne re same (.3); call with R. Strickland (Fried Frank) re same (.6).	3.0	Andrew M Leblanc
36325560	11/24/2024	Review updates re mediation status (.9); follow up comms with FRG team (.2); review mediation term sheet (.3).	1.4	Daniel Porat
36492547	11/24/2024	Conference with D. Reganato (Silver Point)re mediation, open issues, turnover and next steps (.3); review Judge Shannon correspondence and position (.2); conference with A. Leblanc re settlement issues (.3).	0.8	Dennis F. Dunne
36492553	11/24/2024	Correspond with various parties re settlement issues (3.1); calls with J. Weisman (Silver Point) re same (.4); call with D. Dunne re same (.3).	3.8	Andrew M Leblanc
36551042	11/24/2024	Review governance issues list (.2); correspond with R. Aymard re governance issues list (.1).	0.3	Kristine Kazangyan

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36365568	11/25/2024	Review issues re mediation (.6); correspond with J. McIntyre re same (.2).	0.8	Daniel Porat
36550984	11/25/2024	Attend mediation session with Judge Shannon and other parties (.7); review open issues (.2) review term sheet (.2); conference with A. Leblanc (.3).	1.4	Dennis F. Dunne
36551052	11/25/2024	Call with DPW, Fried Frank, R. Aymard and Company re governance issues list (1.3); prepare for same (.2).	1.5	Jason T. Anderson
36551094	11/25/2024	Call with R. Aymard re governance issues list.	0.2	Kristine Kazangyan
36551096	11/25/2024	Call with DPW, Fried Frank, J. Anderson, and Company re governance issues list (1.3); call with K. Kazangyan re LLCA and issues lists (.2); correspond with K. Kazangyan re same (.1); correspond with J. Anderson re Indenture questions (.1); review draft of issues list in preparation for call (.3).	2.0	Ryan Aymard
36335664	11/26/2024	Conference with D. Coleal, D. Landry, D. Carney (each Incora), S. Bauer and others from PJT, A. Prentice and others from A&M, A. Leblanc re mediation process (.6); call with M. Stein (KBT) re same (.3).	0.9	Benjamin Schak
36365313	11/26/2024	Prepare notice re updates (.4); coordinate filing of same (.1).	0.5	Daniel Porat
36492595	11/26/2024	Call with management team, PJT, A&M, and B. Schak re update on mediation (.6); calls with Judge Shannon re same (.6); correspond with parties re same (1.6).	2.8	Andrew M Leblanc
36492602	11/26/2024	Review mediation issues.	0.9	Samir Vora
36551090	11/26/2024	Correspond with DPW and Fried Frank re meeting (.1); coordinate re meeting timing (.2); attend meeting with J. Anderson, DPW and Fried Frank corporate teams and principals (1.1).	1.4	Ryan Aymard
36551098	11/26/2024	Call with DPW, R. Aymard, Fried Frank and principals re governance issues list.	1.1	Jason T. Anderson
36365358	11/27/2024	Draft notice re mediation.	0.7	Daniel Porat
36550986	11/27/2024	Review next steps with Judge Shannon and closing remaining points.	0.2	Dennis F. Dunne
36556057	11/27/2024	Call with P. Anker (WilmerHale) re litigation status (.4); correspond with parties re mediation issues (1.2).	1.6	Andrew M Leblanc
36365094	11/29/2024	Review correspondence re mediation updates.	0.2	Daniel Porat
36492626	11/29/2024	Correspond with parties re mediation process (.9); review materials re same (1.1).	2.0	Andrew M Leblanc
36551092	11/29/2024	Review DPW draft of term sheet.	0.1	Ryan Aymard
36492628	11/30/2024	Attend mediation session with Judge Shannon and A. Leblanc (.5); review open points and next steps (.2); review JPM outreach (.2).	0.9	Dennis F. Dunne
36556059	11/30/2024	Call with Judge Shannon and D. Dunne re mediation (.5); correspond with parties re same (1.2).	1.7	Andrew M Leblanc
36638799	11/30/2024	Review next steps re plan and confirmation timeline (.2); review Judge Shannon suggestions re same (.1); review mark-ups (.3).	0.6	Dennis F. Dunne

Ending: November 30, 2024

Meals - Local

Index Number	Date	Description	Amount	Name
40037822	11/4/2024	FLIK International Corp. - -- Catering Order for Mediation Sessions on 11/4/24	3,607.93	Esterlaure Marsella
40017045	11/14/2024	GRUBHUB HOLDINGS INC. D/B/A SEAMLESS - Kosher Meals for Mediation Sessions on 11/15/24	251.46	Kim Lawrence
40017128	11/14/2024	GRUBHUB HOLDINGS INC. D/B/A SEAMLESS - Catering Order for Mediation Sessions on 11/14/24	254.62	Kim Lawrence
40037801	11/27/2024	FLIK International Corp. - --Catering for Mediation Sessions on 11/15/24	2,435.19	Lenny Lucatuorto

Ending: November 30, 2024

Meal, Overtime

Index Number	Date	Description	Amount	Name
40031900	11/7/2024	Fendrych, Charles - - overtime dinner - Dinner: Expense Date: 07-Nov-2024, Merchant: wingstop, Type: Overtime, Guest(s): Fendrych, Charles	20.00	Charlie Fendrych
40016264	11/19/2024	KUNZ, NICHOLAS - - OT meal while working late on matter-related issues. - Dinner: Expense Date: 19- Nov-2024, Merchant: Chopt, Type: Overtime, Guest (s): Kunz, Nicholas	20.00	Nicholas Kunz
40029667	11/26/2024	GRUBHUB HOLDINGS INC. D/B/A SEAMLESS - Meal, Overtime - Seamless - Overtime Meal Billable - Evening work	20.00	Benjamin Schak

Ending: November 30, 2024

Overtime Transportation Reimbursement

Index Number	Date	Description	Amount	Name
40007437	11/7/2024	MATT BROD - Overtime transportation allowance. - Taxi / Uber / Car Service: Expense Date: 07-Nov-2024, Travel Type: Overtime, From / To: 550 W 34 - As directed, Merchant: Uber	216.74	Matt Brod
40080535	11/27/2024	DIAL CAR INC. - Overtime Transportation Reimbursement DIAL: 67197 /572428 /262 /11/27/24 10:23 From: 550 W 34 St NYC To: As directed	73.65	Daniel Porat



Ending: November 30, 2024

Lexis

Index Number	Date	Description	Amount	Name
40011883	11/12/2024	Lexis: SCIAN, MICHAEL	297.00	Michael Scian
40011884	11/13/2024	Lexis: SCIAN, MICHAEL	99.00	Michael Scian
40018443	11/18/2024	Lexis: SCIAN, MICHAEL	693.00	Michael Scian
40022474	11/26/2024	Lexis: SCHAK, BENJAMIN	396.00	Benjamin Schak
40022563	11/26/2024	Lexis: BASU, RUPSHA	396.00	Paula M. Prudenti

Ending: November 30, 2024

Westlaw

Index Number	Date	Description	Amount	Name
40007764	11/4/2024	Westlaw LOUIS, DEVIN	873.07	Samuel A. Khalil
40007765	11/5/2024	Westlaw LOUIS, DEVIN	277.93	Samuel A. Khalil

Ending: November 30, 2024

Air Travel

Index Number	Date	Description	Amount	Name
40016231	11/14/2024	ANDREW LEBLANC - - Travel to New York for mediation. - Airfare: Expense Date: 14-Nov-2024, Itinerary: BOS-LGA, International Flight: false, > 5 hours: false, Airline: American, Class of Service: Economy/Coach, Other Traveler: , Travel Dates: 15-Nov-2024 -	235.48	Andrew M Leblanc
40016232	11/14/2024	ANDREW LEBLANC - - Travel to New York for mediation. - Airfare: Expense Date: 14-Nov-2024, Itinerary: LGA-DCA, International Flight: false, > 5 hours: false, Airline: American, Class of Service: Economy/Coach, Other Traveler: , Travel Dates: 15-Nov-2024 -	258.48	Andrew M Leblanc

Ending: November 30, 2024

Ground Transportation - Out of Town

Index Number	Date	Description	Amount	Name
40016230	11/15/2024	ANDREW LEBLANC - Travel to New York for mediation. - Taxi / Uber / Car Service: Expense Date: 15-Nov-2024, Travel Type: Out Of Town, From / To: Airport - Milbank NY Office, Merchant:	112.21	Andrew M Leblanc
40016233	11/15/2024	ANDREW LEBLANC - Travel to New York for mediation. - Taxi / Uber / Car Service: Expense Date: 15-Nov-2024, Travel Type: Out Of Town, From / To: Milbank NY Office - LGA Airport, Merchant:	132.28	Andrew M Leblanc

**EXHIBIT G-7**  
**TO FIFTH INTERIM AND FINAL FEE APPLICATION**  
**NINETEENTH MONTHLY**  
**FEE STATEMENT (DECEMBER 2024)**

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

*In re*

**WESCO AIRCRAFT HOLDINGS, INC.,<sup>1</sup>**  
Reorganized Debtor.

Case No. 23-90611 (MI)

Chapter 11

(Jointly Administered)

**NINETEENTH MONTHLY FEE STATEMENT OF  
MILBANK LLP AS COUNSEL TO THE DEBTORS  
AND DEBTORS IN POSSESSION (DECEMBER 2024)**

<b>Applicant</b>	<b>Milbank LLP,</b> as counsel for the debtors and debtors in possession
<b>Authorized to provide professional services to</b>	Wesco Aircraft Holdings, Inc., <i>et al.</i> (Debtors and Debtors in Possession)
<b>Date of retention order</b>	Order entered July 27, 2023; order effective as of June 1, 2023
<b>Period</b>	December 1 through December 27, 2024
<b>Interim fees incurred</b>	\$1,429,705.00
<b>Interim fees requested (80%)</b>	\$1,143,764.00
<b>Interim expenses incurred</b>	\$11,657.44
<b>Total fees (80%) and expenses (100%) requested</b>	\$1,155,421.44

<sup>1</sup> The captioned Reorganized Debtor is Incora Intermediate II LLC, the successor by merger to Wesco Aircraft Holdings, Inc. Its employer identification number is 33-2921953. Its principal office address and service address in this case is 2601 Meacham Blvd., Ste. 400, Fort Worth, TX 76137.

1. Milbank LLP (“**Milbank**”), counsel to the above-captioned debtors and debtors in possession (the “**Debtors**”<sup>2</sup>), submits this *Nineteenth Monthly Fee Statement* (the “**Fee Statement**”) for the period from December 1 through December 27, 2024 (the “**Nineteenth Fee Statement Period**”),<sup>3</sup> in accordance with the Court’s *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* [Docket No. 606] (the “**Interim Compensation Order**”) and the confirmed *Further Modified Second Amended Joint Chapter 11 Plan of Wesco Aircraft Holdings, Inc. et al.* [Docket No. 2550, Ex. A] (the “**Plan**”).

2. Milbank has accrued compensation for professional services rendered in the amount of \$1,429,705.00 (the “**Fees**”) and has incurred out-of-pocket expenses in the amount of \$11,657.44 (the “**Expenses**”) during the Nineteenth Fee Statement Period. These amounts reflect write-offs or write-downs of \$17,025.50 in fees and \$53.96 in out-of-pocket expenses. Eighty percent (80%) of the Fees equals \$1,143,764.00, and one hundred percent (100%) of Expenses incurred equals \$11,657.44, for a total of \$1,155,421.44 in requested interim payments for the Nineteenth Fee Statement Period. Summaries of Milbank’s Fees are attached to this Fee Statement as **Exhibit A** and **Exhibit B**, arranged by project code and by timekeeper, respectively. A summary of Milbank’s Expenses is attached as **Exhibit C**, and a detailed list of time entries and Expenses is attached as **Exhibit D**.

3. Although every effort has been made to include all fees and expenses incurred during the Nineteenth Fee Statement Period, some fees and expenses may not be included in this Fee Statement due to delays caused by accounting and processing. Milbank reserves the right to make further application for allowance of such fees and expenses not included herein on a subsequent fee application.

<sup>2</sup> A detailed description of the now-reorganized Debtors and their businesses is set forth in the *Declaration of Raymond Carney in Support of Chapter 11 Petitions and First Day Motions* (the “**First Day Declaration**”) [Docket No. 13], filed with the Debtors’ voluntary petitions for relief filed under title 11 of the United States Code (the “**Bankruptcy Code**”), on June 1, 2023 (the “**Petition Date**”).

<sup>3</sup> Pursuant to Article II.C.3 of the Plan, the Debtors may pay post-confirmation fees and expenses of retained professionals “without further notice to or action, order, or approval of the Bankruptcy Court.”

4. The Debtors will provide notice of this Monthly Fee Statement in accordance with the Interim Compensation Order and the Plan. Pursuant to the Interim Compensation Order, parties in interest will have 14 days after filing of this Monthly Fee Statement to notify Milbank of any objection. Milbank submits that no other or further notice need be provided.

*[Remainder of page intentionally blank]*



Upon the foregoing Fee Statement, Milbank respectfully requests payment and reimbursement in accordance with the Interim Compensation Order.

Dated: April 1, 2025  
New York, New York

Respectfully submitted,

/s/ Benjamin M. Schak

Dennis F. Dunne (admitted *pro hac vice*)  
Samuel A. Khalil (admitted *pro hac vice*)  
Benjamin M. Schak (admitted *pro hac vice*)  
MILBANK LLP  
55 Hudson Yards  
New York, NY 10001  
Telephone: 1 (212) 530-5000  
Email: DDunne@Milbank.com  
SKhalil@Milbank.com  
BSchak@Milbank.com

*Counsel to the Debtors and  
Debtors in Possession*

### **CERTIFICATE OF SERVICE**

I certify that, on April 1, 2025, a true and correct copy of the foregoing document was served through the Electronic Case Filing system of the United States Bankruptcy Court for the Southern District of Texas, and will be served as set forth in the Affidavit of Service to be filed by the Reorganized Debtor's noticing agent.

/s/ Charles A. Beckham, Jr.  
Charles A. Beckham, Jr.

**EXHIBIT A TO  
NINETEENTH MONTHLY FEE STATEMENT  
SUMMARY OF TIME BY PROJECT CATEGORY**

<b>Project Category</b>	<b>Total Hours</b>	<b>Total Fees Requested</b>
Non-Working Travel	5.20	\$4,032.50
Assumption and Rejection of Contracts and Leases	10.30	\$12,825.50
Business Operations	0.40	\$630.00
Case Administration	37.10	\$40,468.50
Claims	11.40	\$15,290.00
Communications: Debtors	3.00	\$4,725.00
Communications: Secured Creditors	0.20	\$315.00
Communications: Unsecured Creditors	0.60	\$945.00
Customers	1.40	\$2,085.00
DIP Financing and Cash Collateral	16.70	\$23,342.50
Emergence	43.00	\$68,013.50
Employee Issues	7.80	\$12,747.00
Financing and Factoring	229.20	\$289,709.50
General Case Strategy	17.90	\$22,370.00
Governance	47.20	\$74,765.00
Hearings and Court Communications	109.10	\$152,531.50
Insurance	0.30	\$427.50
Litigation	21.50	\$42,470.50
Milbank Retention and Fees	108.20	\$63,449.00
Plan and Disclosure Statement	311.90	\$444,861.00
Regulatory Issues	27.70	\$36,700.50
Securities Issues	5.80	\$7,105.00

<b>Project Category</b>	<b>Total Hours</b>	<b>Total Fees Requested</b>
Tax	49.80	\$80,718.00
Mediation	14.60	\$29,178.00
<b>Total</b>	<b>1,080.30</b>	<b>\$1,429,705.00</b>

**EXHIBIT B TO  
NINETEENTH MONTHLY FEE STATEMENT**

**SUMMARY OF TIME BY TIMEKEEPER**

<b>Name</b>	<b>Position</b>	<b>Bar Admission</b>	<b>Hourly Rate</b>	<b>Hours</b>	<b>Fees</b>
Samuel A. Khalil	Financial Restructuring Partner	2004	\$2,245	31.60	\$70,942.00
Dennis Dunne	Financial Restructuring Partner	1991	\$2,245	28.00	\$62,860.00
Russell Kestenbaum	Tax Partner	1999	\$2,245	16.20	\$36,369.00
Andrew M Leblanc	Litigation Partner	1998	\$2,245	36.10	\$81,044.50
Paul Denaro	Corporate Finance and Securities Partner	2000	\$2,245	11.30	\$25,368.50
Mike Shah	Tax Partner	2002	\$2,245	2.10	\$4,714.50
Casey Fleck	Global Corporate Partner	1999	\$2,245	7.50	\$16,837.50
Matt Brod	Financial Restructuring Partner	2011	\$1,945	7.10	\$13,809.50
John Beahn	Transportation & Space Partner	1998	\$1,795	2.40	\$4,308.00
Jason Anderson	Global Corporate Partner	2009	\$1,795	22.70	\$40,746.50
Samir Vora	Litigation Partner	2007	\$1,695	5.90	\$10,000.50
Alan Rafferty	Tax Partner	2009	\$1,695	4.40	\$7,458.00
Ajal Notowicz	Global Corporate Partner	2003	\$1,695	1.50	\$2,542.50

<b>Name</b>	<b>Position</b>	<b>Bar Admission</b>	<b>Hourly Rate</b>	<b>Hours</b>	<b>Fees</b>
Maya Grant	Alternative Investments Partner	2004	\$1,695	1.90	\$3,220.50
Kelly Bartley	Tax Special Counsel	2015	\$1,575	1.00	\$1,575.00
Benjamin Schak	Financial Restructuring Special Counsel	2014	\$1,575 \$787.5*	75.20 4.70	\$118,440.00 \$3,701.25
Dana Zelman	Transportation & Space Special Counsel	2013	\$1,575	8.40	\$13,230.00
Mary Santanello	Alternative Investments Special Counsel	2007	\$1,575	1.50	\$2,362.50
Julie Wolf	Litigation Associate	2016	\$1,475	6.40	\$9,440.00
Nathaniel Bachelis	Alternative Investments Associate	2010	\$1,475	85.00	\$125,375.00
Michael Rivkin	Tax Associate	2017	\$1,425	34.80	\$49,590.00
Daniel Porat	Financial Restructuring Associate	2019	\$1,325 \$662.5*	94.20 0.50	\$124,815.00 \$331.25
Mendy Fox	Tax Associate	2019	\$1,275	15.40	\$19,635.00
Liam Markham	Tax Associate	2022	\$1,275	3.80	\$4,845.00
James McIntyre	Financial Restructuring Associate	2019	\$1,275	76.90	\$98,047.50
Jules Monteyne	Alternative Investments Associate	2022	\$1,275	60.90	\$77,647.50

<b>Name</b>	<b>Position</b>	<b>Bar Admission</b>	<b>Hourly Rate</b>	<b>Hours</b>	<b>Fees</b>
Nicholas Kunz	Corporate Finance and Securities Associate	2020	\$1,225	39.50	\$48,387.50
Jordyn Paperny	Litigation Associate	2021	\$1,225	2.90	\$3,552.50
Charl Van der Merwe	Global Corporate Associate	2019	\$1,225	10.10	\$12,372.50
Michael Scian	Financial Restructuring Associate	2022	\$1,225	34.10	\$41,772.50
Charlie Fendrych	Financial Restructuring Associate	2022	\$1,125	112.70	\$126,787.50
Joseph Ledereich	Alternative Investments Associate	2023	\$1,050	33.10	\$34,755.00
Rupsha Basu	Financial Restructuring Associate	2023	\$1,050	37.80	\$39,690.00
Ryan Aymard	Global Corporate Associate	2022	\$1,050	20.80	\$21,840.00
Aiden Qiao	Alternative Investments Associate	2023	\$1,050	4.80	\$5,040.00
Clayton Melton	Transportation & Space Associate	2023	\$825	5.70	\$4,702.50
Jackman Wilson	Alternative Investments Associate	2024	\$825	13.00	\$10,725.00
Christelle Lobo	Corporate Finance and Securities	2025	\$595	13.10	\$7,794.50
Charmaine Thomas	Case Manager	N/A	\$480	10.00	\$4,800.00

<b>Name</b>	<b>Position</b>	<b>Bar Admission</b>	<b>Hourly Rate</b>	<b>Hours</b>	<b>Fees</b>
Ishmael Taylor-Kamara	Legal Assistant	N/A	\$430	61.90	\$26,617.00
Leon Thomas	Legal Assistant	N/A	\$430	2.00	\$860.00
Rebecca Smith	Legal Assistant	N/A	\$330	21.80	\$7,194.00
Ashanti Bruce	Legal Assistant	N/A	\$330	7.60	\$2,508.00
Freddie Fisk	Trainee	N/A	\$525	2.00	\$1,050.00
<b>Total</b>			<b>\$1,323.43</b>	<b>1,080.30</b>	<b>\$1,429,705.00</b>



**EXHIBIT C TO  
NINETEENTH MONTHLY FEE STATEMENT**

**SUMMARY OF EXPENSES**

Airfare	\$2,932.41
Ground Transportation	\$1,681.45
Computerized Research	\$4,644.24
Lodging	\$2,062.83
Meals/Overtime	\$336.51
<b>Total</b>	<b>\$11,657.44</b>

**EXHIBIT D TO  
NINETEENTH MONTHLY FEE STATEMENT  
TIME ENTRIES AND EXPENSES**

**Milbank LLP**  
**Description of Legal Services**  
**Ending December 31, 2024**

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**45721.00005 Non-Working Travel**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
37020580	12/16/2024	Travel to hearing.	0.5	Daniel Porat
37020582	12/17/2024	Travel from Houston (confirmation hearing) to Brooklyn (non-working portion).	4.7	Benjamin Schak

**Milbank LLP**  
**Description of Legal Services**  
**Ending December 31, 2024**

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**45721.00007 Assumption and Rejection of Contracts and Leases**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36410826	12/2/2024	Correspond with B. Schak, H. Birch (A&M), B. Cejka (A&M), and R. Sherald (H&B) re SAP rejection motion.	0.4	Michael Scian
36411403	12/3/2024	Review status of certain open reconciliation efforts (.2); correspond with A&M team re cure notice (.1); compile overall update on cure status for DPW team (.8).	1.1	Charlie Fendrych
36399342	12/5/2024	Analyze issues re rejection of profit-sharing agreements.	0.2	Benjamin Schak
36412199	12/6/2024	Correspond with certain vendor re cure (.2); review case background re cure request (.7).	0.9	Charlie Fendrych
36398067	12/7/2024	Correspond with C. Fendrych, others re cure objection timeline.	0.1	Benjamin Schak
36444944	12/9/2024	Correspond with B. Schak and D. Porat re various contract counterparty communication.	0.4	Charlie Fendrych
36421680	12/10/2024	Correspond with A. Hornisher (Clarke Hill) re cure process.	0.1	Benjamin Schak
36445082	12/10/2024	Correspond with cure counterparty re plan language (.4); correspond with B. Schak re cure status overview (.4).	0.8	Charlie Fendrych
36445018	12/11/2024	Correspond with DPW team re assumption schedule status (.2); correspond with B. Schak and D. Porat re cure issues (.3).	0.5	Charlie Fendrych
36433847	12/12/2024	Review Microsoft cure objection.	0.1	Benjamin Schak
36445024	12/12/2024	Compile chart of cure objections.	0.4	Charlie Fendrych
36457360	12/12/2024	Correspond with B. Schak and L. Brown (Wells Fargo) re post petition payments (.3); review comms re same (.3).	0.6	Michael Scian
36454683	12/13/2024	Conference with D. Landry (Incora), H. Birch (A&M), R. Basu re rejection of revenue-sharing contracts (.4); review revised schedule of rejected contracts re same (.1).	0.5	Benjamin Schak
36457286	12/13/2024	Attend profit sharing contracts call with B. Schak and D. Landry (Incora) (.4); correspond with A&M re same (.3).	0.7	Rupsha Basu
36445068	12/15/2024	Correspond with DPW team re cure status.	0.2	Charlie Fendrych
36469573	12/17/2024	Correspond with J. Montgomery (Brown), others re rejection order.	0.2	Benjamin Schak
36514373	12/17/2024	Draft revised SAP rejection order (.4); correspond with Milbank FRG team and A&M re same (.2).	0.6	Rupsha Basu
36485272	12/18/2024	Review notice re status conference re cure matters.	0.2	Benjamin Schak
36478324	12/19/2024	Review cure cost reconciliation/adjudication process.	0.4	Dennis F. Dunne
36485181	12/19/2024	Correspond with GKN counsel re cure objection (.1); correspond with R. Basu re Precision profit-sharing (.1).	0.2	Benjamin Schak
36491277	12/20/2024	Correspond with C. Capp (Reed Smith) re rejection of profit-sharing contracts.	0.3	Benjamin Schak
36514169	12/20/2024	Prepare materials re profit sharing contracts re rejection.	0.7	Rupsha Basu
36520930	12/27/2024	Correspond with Milbank FRG team and H&B re SAP rejection order.	0.2	Rupsha Basu
36601447	12/27/2024	Correspond with R. Basu re SAP motion (.3); review related materials (.2).	0.5	Charlie Fendrych
36517615	12/30/2024	Review motion re revision of SAP rejection order (.2); call with R. Ferraioli (MoFo) re same (.1).	0.3	Benjamin Schak
36543920	12/30/2024	Draft motion to revise rejection order (.7); correspond re same (.1); revise same (.2).	1.0	Rupsha Basu

**Milbank LLP**  
**Description of Legal Services**  
**Ending December 31, 2024**

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**45721.00010 Business Operations**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36433852	12/12/2024	Correspond with 1L and UCC advisors and D. Landry (Incora) re new bank accounts.	0.2	Benjamin Schak
36485285	12/19/2024	Correspond with D. Landry, L. Morgan (both Incora) re new bank accounts.	0.1	Benjamin Schak
36491453	12/20/2024	Correspond with D. Landry (Incora) re new cash accounts.	0.1	Benjamin Schak
36528167	12/31/2024	Correspond with D. Landry and R. Carney (both Incora) re UK customs requirements.	0.1	Benjamin Schak

**Milbank LLP**  
**Description of Legal Services**  
**Ending December 31, 2024**

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**45721.00011 Case Administration**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36400351	12/2/2024	Review pleadings on docket (.1); update pleadings database re same (.2).	0.3	Charmaine Thomas
36374960	12/3/2024	Correspond with Milbank FRG team docket entries.	0.1	Benjamin Schak
36400374	12/3/2024	Review docket for recently filed pleadings (.2); update internal database re same (.2).	0.4	Charmaine Thomas
36408994	12/3/2024	Correspond with team re hearing dates (.1); review open workstreams (.1).	0.2	Daniel Porat
36411827	12/3/2024	Compile notice re PwC overage (.5); coordinate payment of third-party invoice (.1); correspond with D. Porat re PJT concern re indemnity (.3); compile overview of PJT issue (.9).	1.8	Charlie Fendrych
37014770	12/3/2024	Circulate docket update (.4); update case calendar (.1).	0.5	Rupsha Basu
36400462	12/4/2024	Review pleadings on docket (.1); update internal pleadings database re same (.2).	0.3	Charmaine Thomas
36409495	12/4/2024	Review open workstreams (.2); correspond with Milbank FRG team re same (.6).	0.8	Daniel Porat
36400343	12/5/2024	Review recently filed pleadings on docket (.1); update internal database re same (.2).	0.3	Charmaine Thomas
36410497	12/5/2024	Correspond with B. Schak re open workstreams.	0.2	Daniel Porat
36411055	12/5/2024	Correspond with DPW and FF/KK re exclusivity objection deadline extension (.2); correspond with D. Landry (Incora) re OCP issue (.3); compile exclusivity notice (.3); review A&M fee statement (.9).	1.7	Charlie Fendrych
36400448	12/6/2024	Review recently filed pleadings on docket (.1); update internal database re same (.5).	0.6	Charmaine Thomas
36410064	12/6/2024	Review open workstreams (.2); correspond with Milbank FRG team re same (.3).	0.5	Daniel Porat
36601081	12/6/2024	Draft new pleading update.	0.4	James McIntyre
37015010	12/6/2024	Compile budget for A&M (.2); review A&M fees for confidentiality (4.2).	4.4	Charlie Fendrych
37015016	12/7/2024	Review open workstreams (.1).	0.1	Dennis F. Dunne
36410635	12/8/2024	Review open workstreams (.2); correspond with Milbank FRG team re same (.3).	0.5	Daniel Porat
36445069	12/9/2024	Correspond with A. Heckman (Milbank Billing) re WIP (.1); correspond with A&M team re budget estimates (.3).	0.4	Charlie Fendrych
36447175	12/9/2024	Review pleadings on docket (.2); update pleadings database re same (.4).	0.6	Charmaine Thomas
36459195	12/9/2024	Review open workstreams (.2); review correspondence re same (.3).	0.5	Daniel Porat
36447303	12/10/2024	Review new pleadings on docket (.2); update pleadings database re same (.2).	0.4	Charmaine Thomas
36460365	12/10/2024	Review open workstreams (.5); coordinate re same (.3).	0.8	Daniel Porat
36426637	12/11/2024	Review status of workstreams.	0.1	Benjamin Schak
36444954	12/11/2024	Coordinate third party invoice payment.	0.2	Charlie Fendrych
36447478	12/11/2024	Review new pleadings on docket (.); update pleadings database re same (.3).	0.3	Charmaine Thomas
36459456	12/11/2024	Coordinate re filing of notice.	0.2	Daniel Porat
36433773	12/12/2024	Review post-confirmation press materials.	0.2	Benjamin Schak

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**45721.00011 Case Administration**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36445049	12/12/2024	Correspond with D. Porat re case status (.2); correspond with B. Schak re same (.3); review open tasks (.3); coordinate filings with H&B (.2).	1.0	Charlie Fendrych
36447146	12/12/2024	Review new pleadings on docket (.2); update pleadings database re same (.4).	0.6	Charmaine Thomas
36458706	12/12/2024	Coordinate with C. Fendrych re open workstreams.	0.6	Daniel Porat
36445078	12/13/2024	Review previous correspondence re open tasks.	0.6	Charlie Fendrych
36447315	12/13/2024	Review correspondence re precedent hearing transcript (.2); correspond with Milbank FRG team re same (.1); review new pleadings on docket (.2); update pleadings database re same (.2).	0.7	Charmaine Thomas
36458961	12/13/2024	Review open workstreams (.7); correspond with B. Schak re same (1.5).	2.2	Daniel Porat
37016088	12/13/2024	Draft docket update.	0.7	James McIntyre
36460328	12/14/2024	Correspond with Milbank FRG team re open workstreams.	2.0	Daniel Porat
36447331	12/15/2024	Review Pacerpro alerts (.1); update internal pleadings folders (.1).	0.2	Charmaine Thomas
36459212	12/15/2024	Review (.8) and coordinate (1.9) re open workstreams.	2.7	Daniel Porat
36487433	12/16/2024	Review docket re new filings (.1); update internal pleadings database re same (.3).	0.4	Charmaine Thomas
36498246	12/16/2024	Review (.5) and coordinate (.8) re open items.	1.3	Daniel Porat
36601189	12/16/2024	Review correspondence re open workstreams.	0.4	Michael Rivkin
36498713	12/17/2024	Review (.4) and coordinate (.3) re open workstreams.	0.7	Daniel Porat
36502643	12/17/2024	Review alleged open payment amounts (.2); review PJT fees for confidentiality (.4); review PwC fee application (.5).	1.1	Charlie Fendrych
36487426	12/18/2024	Review docket re recent filings (.1); update internal pleadings database re same (.3).	0.4	Charmaine Thomas
36498868	12/18/2024	Review (.3) and coordinate (.2) workstreams; review filing matters (.1).	0.6	Daniel Porat
36487368	12/20/2024	Review docket re recent filings (.1); update internal pleadings database re same (.2).	0.3	Charmaine Thomas
36498847	12/20/2024	Review internal correspondence re case updates (.2).	0.2	Daniel Porat
36502666	12/20/2024	Correspond with A&M team re third party invoices (.2); review RSA material (.2).	0.4	Charlie Fendrych
36514206	12/23/2024	Review docket re new filings (.1); update internal pleadings database re same (.3).	0.4	Charmaine Thomas
36601516	12/23/2024	Correspond with R. Stieglitz (Cahill) re invoice payment (.1); review PJT application for confidentiality (.4); correspond with internal team re filing (.1).	0.6	Charlie Fendrych
36514341	12/24/2024	Review docket re recent filings (.1); update pleadings database re same (.1).	0.2	Charmaine Thomas
36527277	12/24/2024	Correspond with A&M team re DPW invoice status (.1); correspond with DPW re invoice (.1).	0.2	Charlie Fendrych
36527450	12/26/2024	Correspond with PC team re payment of invoice (.2); correspond with R. Basu re draft motion (.2).	0.4	Charlie Fendrych
36514056	12/27/2024	Review docket re new filings (.2); update internal pleadings database with same (.7).	0.9	Charmaine Thomas
36526651	12/27/2024	Review (.3) and coordinate (.2) re open items.	0.5	Daniel Porat

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**45721.00011 Case Administration**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36509625	12/28/2024	Review status of workstreams.	0.4	Benjamin Schak
36526923	12/28/2024	Review case updates.	0.2	Daniel Porat
36526158	12/29/2024	Coordinate workstreams.	0.1	Daniel Porat
36517606	12/30/2024	Conference with J. McIntyre re status of workstreams.	0.3	Benjamin Schak
36526657	12/30/2024	Review open issues.	0.4	Daniel Porat
36528122	12/30/2024	Review docket re new filings (.1); update internal pleadings database re same (.3).	0.4	Charmaine Thomas
37016254	12/30/2024	Correspond with A&M re case update.	0.1	Charlie Fendrych
36526853	12/31/2024	Review task lists (.2); call with B. Schak re open workstreams (.5).	0.7	Daniel Porat
36527253	12/31/2024	Correspond with A&M team re OCP quarterly report (.3); correspond with J. McIntyre re PJT question (.2).	0.5	Charlie Fendrych
36527600	12/31/2024	Review docket (.1); update pleadings database re same (.1).	0.2	Charmaine Thomas
36527672	12/31/2024	Call with D. Porat re status of workstreams (.5); review status of workstreams (.4); call with A. Prentice (A&M) re retained professional fee process (.1).	1.0	Benjamin Schak



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**45721.00012 Claims**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36374906	12/2/2024	Review fifth omnibus claim objection.	0.2	Benjamin Schak
36411961	12/2/2024	Revise fifth omnibus claims objection (.8); correspond with B. Schak, M. McNamara (A&M) re same (.2).	1.0	Michael Scian
36374966	12/3/2024	Correspond with E. Ross (PJT), C. Kelly (A&M), others re trade GUC claims.	0.4	Benjamin Schak
37014775	12/3/2024	Correspond with Milbank FRG team and co-advisors re claims issues (.2); analysis re related issues (.1).	0.3	Daniel Porat
36378365	12/4/2024	Call with D. Landry (Incora) and C. Kelly, E. McKeighan and M. McNamara (all A&M) re customer-related claims (.5); continue drafting objection re F. Gonzalez claim (1.7); correspond with J. Hanson re same (.1); correspond with J. Thomson (A&M) re same (.1); review omnibus claim objection #5 (.1).	2.5	Benjamin Schak
36411125	12/4/2024	Review (.4) and revise (.3) CNR re objection; correspond with R. Sherald (H&B) re same (.2); correspond with B. Schak, K. Somers (DPW), J. He (DPW), and M. McNamara (A&M) re 5th omnibus claims objection (.4); revise same (1.4).	2.7	Michael Scian
36410809	12/5/2024	Correspond with B. Schak, H. Birch (A&M), M. McNamara (A&M) re Wells Fargo claim (.3); revise 5th omnibus claims objection (.6).	0.9	Michael Scian
36421784	12/9/2024	Call with D. Landry, T. Thomas (both Incora) re specific employee claim.	0.2	Benjamin Schak
36421736	12/10/2024	Correspond with T. Thomas (Incora) re former employee's claim.	0.1	Benjamin Schak
36457595	12/10/2024	Correspond with M. McNamara re omnibus claims objection and notice of satisfaction (.2); review same (.7).	0.9	Michael Scian
36426650	12/11/2024	Review A&M allowable claims report for claims observer (.2); call with K. Somers (DPW) re same (.1).	0.3	Benjamin Schak
36457235	12/13/2024	Revise fifth omnibus claims objection (1.4); revise fourteenth omnibus notice of satisfaction (.3); correspond with B. Schak, M. McNamara (A&M), and R. Sherald (H&B) re same (.2).	1.9	Michael Scian
36528062	12/31/2024	Call with D. Landry (Incora) re GUC observer (.1); correspond with R. Clement (Verrill) re Lockheed claim (.1).	0.2	Benjamin Schak

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**45721.00013 Comms: Debtors**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36374936	12/3/2024	Standing conference with D. Coleal, R. Carney, D. Landry (all Incora), S. Bauer and E. Ross and others from PJT, B. Cejka and C. Kelly (both A&M), others.	0.6	Benjamin Schak
36421723	12/9/2024	Call with D. Landry (Incora) re status of matter.	0.2	Benjamin Schak
36421701	12/10/2024	Attend update with D. Coleal, D. Landry and R. Carney (all Incora), S. Bauer, J. O'Connell and others from PJT, and B. Cejka, A. Prentice and others from A&M (.3); prepare for same (.4).	0.7	Benjamin Schak
36426735	12/11/2024	Call with E. Ross (PJT) re Board materials (.3); correspond with A. Prentice (A&M) re same (.1).	0.4	Benjamin Schak
36433800	12/12/2024	Review slides for board meeting.	0.1	Benjamin Schak
36485159	12/18/2024	Conference with R. Carney and D. Landry (both Incora), others from PJT and A&M re various topics including bondholder negotiations.	0.8	Benjamin Schak
36505417	12/26/2024	Call with D. Landry (Incora), others, re various matters including MIP and vendor relationships.	0.2	Benjamin Schak
36601487	12/31/2024	Call with D. Coleal, D. Landry (both Incora), B. Schak, C. Kelly (A&M), E. Ross (PJT), and others from A&M and PJT re various matters including confirmation workstreams and ABL syndication.	0.5	Andrew M Leblanc
36601493	12/31/2024	Conference with D. Coleal, D. Landry (both Incora), A. Leblanc, C. Kelly (A&M), E. Ross (PJT), and others from A&M and PJT re various matters including confirmation workstreams and ABL syndication.	0.5	Benjamin Schak

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**45721.00014 Comms: Secured Creditors**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36374930	12/2/2024	Call R. Stieglitz (CG) re status of matter.	0.1	Benjamin Schak
36510237	12/27/2024	Call with K. Somers (DPW) re various matters, including press release.	0.1	Benjamin Schak

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**45721.00015 Comms: Unsecured Creditors**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36454397	12/13/2024	Correspond with L. Marinuzzi, others from MoFo and MWE re case status.	0.1	Benjamin Schak
36491248	12/20/2024	Call with R. Ferraioli (MoFo) re various matters.	0.1	Benjamin Schak
36510322	12/27/2024	Conference with R. Ferraioli (MoFo), J. Haake (MWE), others re various topics including next steps post-emergence (.2); review press release (.1); correspond with C. Fendrych re same (.1).	0.4	Benjamin Schak

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**45721.00017 Customers**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
37014778	12/3/2024	Revise letter re certain customer.	0.7	Julie Wolf
37015003	12/5/2024	Correspond with Company re status of disputes with certain customers (.2); review background re same (.3).	0.5	Julie Wolf
36421761	12/9/2024	Correspond with D. Landry (Incora) re reporting requirements re new business.	0.2	Benjamin Schak

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**45721.00018 DIP Financing and Cash Collateral**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36346716	12/1/2024	Call with J. Monteyne re DIP extension and tax treatment.	0.5	Nathaniel Bachelis
36393991	12/1/2024	Correspond with N. Bachelis, R. Kestenbaum, M. Fox, M. Rivkin re tax issue.	0.3	Jules Monteyne
36601518	12/2/2024	Review DIP extension (.1); revise same (.3); call with N. Bachelis re same (.5); correspond with M. Fox, PJT, DPW, PC re same (.8).	1.7	Jules Monteyne
36394094	12/3/2024	Correspond with M. Fox re DIP extension.	0.3	Jules Monteyne
36378334	12/4/2024	Correspond with N. Bachelis re DIP extension.	0.1	Benjamin Schak
36392572	12/4/2024	Call with DPW tax re DIP extension (.2); correspond with M. Rivkin re same (.7); correspond with B. Schak re same (.6).	1.5	Nathaniel Bachelis
36394143	12/4/2024	Review DIP extension (.5); correspond with N. Bachelis, M. Fox, A. Qiao, J. Ledereich, DPW re same (1.3).	1.8	Jules Monteyne
36392561	12/5/2024	Work on extension documentation (1.0); internal and external correspondence re tax ramifications of extension dates (1.5).	2.5	Nathaniel Bachelis
36394184	12/5/2024	Review DIP extension (.2); correspond with N. Bachelis re same (.3); correspond with A. Qiao re same (.2); calls with DPW, PC re same (.4).	1.1	Jules Monteyne
36392560	12/6/2024	Work on extension amendment (.5); correspond with Milbank FRG team re same (.5).	1.0	Nathaniel Bachelis
36438472	12/10/2024	Review extension documentation (.3); comment on same (.5).	0.8	Nathaniel Bachelis
36480671	12/18/2024	Draft extension documentation (.6); coordinate process re same (.4).	1.0	Nathaniel Bachelis
36507625	12/24/2024	Draft extension documentation.	0.8	Nathaniel Bachelis
36511128	12/26/2024	Review DIP extension documents (.3); correspond with N. Bachelis, Incora, DPW re same (.4).	0.7	Jules Monteyne
36601414	12/26/2024	Revise extension documentation.	0.8	Nathaniel Bachelis
36511126	12/27/2024	Review draft DIP extension (.2); correspond with PC, DPW, N. Bachelis, Incora re same (.4).	0.6	Jules Monteyne
36601439	12/27/2024	Continue to finalize extension documentation for execution.	1.2	Nathaniel Bachelis
36524863	12/30/2024	Correspond with N. Bachelis, A. Qiao re DIP extension (.2); call with same re same (.1).	0.3	Jules Monteyne
36601465	12/30/2024	Call with N. J. Monteyne and A. Qiao re DIP extension (.1); review related correspondence (.3).	0.4	Nathaniel Bachelis
36601480	12/30/2024	Call with N. Bachelis, J. Monteyne re DIP extension (.1); review related documents (.3).	0.4	Aiden Qiao
36529412	12/31/2024	Continue drafting extension documentation.	0.3	Nathaniel Bachelis

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**45721.00019 Emergence**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36363172	12/2/2024	Review correspondence re closing mechanics.	0.4	Paul Denaro
36373480	12/3/2024	Review settlement document (.3); revise same (.5); correspond with N. Kunz re same (.2).	1.0	Paul Denaro
36409236	12/3/2024	Review previous correspondence re emergence workstreams.	0.1	Daniel Porat
36378416	12/4/2024	Call with A. Prentice (A&M) re emergence funds flow	0.1	Benjamin Schak
36399313	12/5/2024	Review emergence workstreams (1.3); correspond with D. Porat re same (.2).	1.5	Benjamin Schak
36410267	12/5/2024	Prepare materials re emergence planning (1.0); correspond with Milbank FRG team re same (.2).	1.2	Daniel Porat
36399961	12/6/2024	Conference with R. Carney (Incora), PwC re UK emergence structuring (.5); review status of emergence workstreams (.4).	0.9	Benjamin Schak
36601057	12/6/2024	Call re UK internal restructuring.	0.5	Nathaniel Bachelis
36601059	12/6/2024	Attend call re UK entities (.5); prepare for same (.3).	0.8	Rupsha Basu
36601077	12/6/2024	Correspond with Milbank FRG team re UK structuring (.2); correspond with same re restructuring steps and note-related issues (.3).	0.5	Russell J. Kestenbaum
36601084	12/6/2024	Call re UK internal restructuring.	0.5	Jules Monteyne
36399968	12/8/2024	Correspond with I. Hammel (Mintz), others re emergence logistics.	0.1	Benjamin Schak
36403847	12/9/2024	Correspond with Equiniti re emergence mechanics.	0.8	Paul Denaro
36421739	12/9/2024	Conference with Milbank groups re emergence workstreams.	0.5	Benjamin Schak
36438473	12/9/2024	Attend call with finance team re emergence structure.	1.3	Nathaniel Bachelis
36458557	12/9/2024	Call with Milbank re emergence workstreams (.5); review documents re same (.2).	0.7	Daniel Porat
36601098	12/9/2024	Call with Milbank FRG team re emergence issues.	0.5	Charlie Fendrych
36601103	12/9/2024	Attend emergence workstreams meeting.	0.5	Nicholas Kunz
36601109	12/9/2024	Attend emergence planning call with Milbank.	0.5	James McIntyre
36601114	12/9/2024	Attend weekly call re emergence.	0.5	Charl Van der Merwe
36601116	12/9/2024	Draft correspondence re the emergence timeline and FCL relinquishment.	0.3	Dana Zelman
37015024	12/9/2024	Attend emergence workstream call.	1.2	Jason T. Anderson
37015326	12/9/2024	Call with Verita and Equiniti in re equity distribution mechanics.	1.3	Nicholas Kunz
36420431	12/10/2024	Call with N. Kunz re closing mechanics (.3); correspond with Equiniti re registration and closing mechanics (.8).	1.1	Paul Denaro
36421749	12/10/2024	Call with I. Hammel (ML), G. Wilkinson (UMB), N. Kunz, others re emergence planning (partial).	0.4	Benjamin Schak
36459295	12/10/2024	Coordinate with specialist re emergence issues (.2); related analysis (.5).	0.7	Daniel Porat
36601124	12/10/2024	Call with Minz, Levin and Foley re distributions and emergence issues (1.7); correspond with Verita and Equiniti re same (.8).	2.5	Nicholas Kunz
36425236	12/11/2024	Call with N. Kunz re recoveries (.4); review plan summary chart (.3).	0.7	Paul Denaro

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**45721.00019 Emergence**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36601129	12/11/2024	Call with P. Denaro re takeback notes indenture (.4); draft correspondence re same (.3); draft transfer agent and trustee documents (1.1).	1.8	Nicholas Kunz
36433488	12/12/2024	Review Revised Registration Forms (.3); comment on same (.3).	0.6	Paul Denaro
36433799	12/12/2024	Conference with Milbank specialist teams re emergence workstreams (partial).	0.1	Benjamin Schak
36601135	12/12/2024	Call with N. Kunz and J. Wilson re emergence related updates.	0.8	Nathaniel Bachelis
36601143	12/12/2024	Call with N. Bachelis and J. Wilson re emergence workstreams.	0.8	Nicholas Kunz
36601146	12/12/2024	Call with N. Bachelis and N. Kunz re emergence workstreams (partial).	0.3	Jackman Wilson
36601154	12/13/2024	Draft correspondence re emergence issues.	0.5	Nicholas Kunz
37016094	12/15/2024	Correspond with R. Kestenbaum re escrow issues.	0.8	Paul Denaro
37016096	12/15/2024	Correspond with Milbank FRG team re escrow issues.	0.3	Nicholas Kunz
36466414	12/16/2024	Correspond with R. Kestenbaum re settlement mechanics.	0.8	Paul Denaro
36466394	12/17/2024	Review Transfer Agency and Registrar Services Agreement (.5); correspond with R. Kestenbaum re tax issues re same (.5).	1.0	Paul Denaro
36475660	12/18/2024	Review registration and reporting analysis (.4); call with N. Kunz re same (.3); correspond with R. Kestenbaum re tax issues (.4); correspond with Equiniti re closing escrow mechanics (.5).	1.6	Paul Denaro
36498834	12/18/2024	Review issues re equity distributions.	0.3	Daniel Porat
37016119	12/18/2024	Review escrow issues re emergence.	2.4	Nicholas Kunz
36485304	12/19/2024	Call with N. Bachelis, R. Kestenbaum, J. Anderson, N. Kunz, R. Aymard, others re emergence workstreams.	0.3	Benjamin Schak
37016161	12/19/2024	Attend emergence checklist call with N. Bachelis, R. Kestenbaum, C. Fendrych, R. Aymard, N. Kunz, B. Schak, J. Wilson.	0.3	Jason T. Anderson
37016163	12/19/2024	Attend emergence workstreams call with J. McIntyre, N. Bachelis, C. Fendrych, R. Kestenbaum, J. Anderson, N. Kunz, B. Schak, J. Wilson.	0.3	Ryan Aymard
37016165	12/19/2024	Attend emergence workstreams call with J. McIntyre, R. Aymard, C. Fendrych, R. Kestenbaum, J. Anderson, N. Kunz, B. Schak, J. Wilson.	0.3	Nathaniel Bachelis
37016167	12/19/2024	Attend Milbank FRG team call re emergence workstream led by B. Schak (.3); review correspondence re same (.1); attend Milbank FRG team meeting led by B. Schak re work in progress (.2).	0.6	Charlie Fendrych
37016171	12/19/2024	Attend emergence workstreams call with J. McIntyre, R. Aymard, C. Fendrych, N. Bachelis, J. Anderson, N. Kunz, B. Schak, J. Wilson.	0.3	Russell J. Kestenbaum
37016182	12/19/2024	Attend emergence workstreams meeting with J. McIntyre, R. Aymard, C. Fendrych, N. Bachelis, J. Anderson, R. Kestenbaum, B. Schak (.3).	0.3	Nicholas Kunz
36485180	12/20/2024	Correspond with DPW and Equiniti re registration procedures (.5); correspond with N. Kunz re same (1.0)	1.5	Paul Denaro
37016206	12/20/2024	Call with Verita and DPW re registration forms and mechanics.	0.7	Nicholas Kunz



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**45721.00019 Emergence**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36505437	12/23/2024	Call with J. Anderson, J. McIntyre, C. Fendrych, others re emergence workstreams.	0.2	Benjamin Schak
36601249	12/23/2024	Attend emergence workstream call.	0.2	Jason T. Anderson
36601252	12/23/2024	Attend internal workstreams call re emergence issues.	0.2	Ryan Aymard
36601255	12/23/2024	Attend internal call re emergence workstreams.	0.2	Charlie Fendrych
36601278	12/23/2024	Attend emergence workstreams call.	0.2	Nicholas Kunz
36601280	12/23/2024	Participate in internal meeting re strategy, work flow, and procedure for emergence.	0.2	Joseph Ledereich
36601283	12/23/2024	Call with Milbank FRG team re emergence workstreams.	0.2	James McIntyre
36601285	12/23/2024	Attend emergence workstreams call (.2); prepare for same (.1).	0.3	Jackman Wilson
36511971	12/26/2024	Review DPW settlement mechanics proposal (.5); correspond with N. Kunz re same (.5).	1.0	Paul Denaro
36510230	12/27/2024	Correspond with A. Telukuntla (PJT), Milbank specialist group, others re emergence workstreams.	0.1	Benjamin Schak
37016242	12/27/2024	Correspond with DPW re escrow agreement (.6); correspond with Company re KYC matters (.8); correspond with DPW re distribution mechanics (.8); calls with same re same (.2).	2.4	Nicholas Kunz
36517510	12/30/2024	Prepare for (.1) and participate in (.7) internal call re emergence workstreams; call with C. Kelly (A&M), E. Ross and A. Telukuntla (both PJT), J. Lee (Verita), D. Landry (Incora), others re distribution mechanics (.7).	1.5	Benjamin Schak
36538452	12/30/2024	Correspondence with N. Kunz and Equiniti regarding settlement mechanics (.8).	0.8	Paul Denaro
36601464	12/30/2024	Attend emergence workstreams call.	0.7	Nathaniel Bachelis
36601467	12/30/2024	Attend emergence workstreams call (partial).	0.5	Casey Fleck
36601469	12/30/2024	Attend internal emergence checklist call.	0.7	Mendy Fox
36601472	12/30/2024	Attend emergence workstreams call.	0.7	Nicholas Kunz
36601477	12/30/2024	Call with Milbank FRG team re emergence workstreams (.7); correspond with same re same (.4).	1.1	James McIntyre
36601485	12/30/2024	Attend emergence workstreams call.	0.7	Jackman Wilson
37016250	12/30/2024	Attend emergence call.	0.7	Jason T. Anderson
37016252	12/30/2024	Attend internal emergence workstreams call.	0.7	Ryan Aymard
36526878	12/31/2024	Review emergence items.	0.2	Daniel Porat
36538325	12/31/2024	CC with J. Lee of Verita regarding settlement mechanics (.5); correspondence with N. Kunz and others regarding settlement mechanics (.5).	1.0	Paul Denaro

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**45721.00020 Employee Issues**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36601520	12/2/2024	Correspond with S. Vora re employee-related litigation (.1); review pleadings re same (.1); prepare for (.8) and attend (.7) call with D. Landry, T. Thomas (both Incora), G. McAllister, J. Kahn, N. Weinrich (all Incora outside counsel) re same.	1.7	Benjamin Schak
36421718	12/10/2024	Call with K. Somers (DPW) re employment litigation.	0.1	Benjamin Schak
36453770	12/10/2024	Attention to compensation matters.	0.5	Mike Shah
36457180	12/11/2024	Review records re certain former employee issue (.6); correspond with B. Schak re same (.1).	0.7	Michael Scian
36456697	12/12/2024	Review records re certain former employee issue (1.4); correspond with B. Schak re same (.1); draft chart re same (.2); correspond with B. Schak and D. Landry (Incora) re same (.3).	2.0	Michael Scian
36601522	12/23/2024	Review MIP term sheet (.4); correspond with B. Schak re same (.2).	0.6	Mike Shah
36509690	12/24/2024	Correspond with D. Landry (Incora) re MIP term sheet.	0.2	Benjamin Schak
36521577	12/26/2024	Review MIP proposal (.7); correspond with K. Bartley re same (.3).	1.0	Mike Shah
36601418	12/26/2024	Call with D. Landry (Incora) and A&M re MIP.	1.0	Kelly Bartley

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36374859	12/2/2024	Correspond with N. Kunz re exit financing documentation.	0.1	Benjamin Schak
36394142	12/2/2024	Review comments to exit indenture (.4); correspond with N. Bachelis, A&M re same (.3).	0.7	Jules Monteyne
36408876	12/2/2024	Correspond with capital markets team re exit financing issues.	0.5	Daniel Porat
37014712	12/2/2024	Review matters re exit indenture (.7); correspond with Milbank FRG team re same (.3).	1.0	Casey Fleck
36374965	12/3/2024	Standing conference with J. Monteyne, Cahill, PJT, A&M re exit financing.	0.3	Benjamin Schak
36392595	12/3/2024	Review exit indenture (1.0); comment on same (.5); work on ABL Credit Agreement (1.0); call with J. Monteyne, J. Ledereich, and M. Grant re same (.5).	3.0	Nathaniel Bachelis
36394027	12/3/2024	Revise exit indenture (1.8); revise organization chart (.5); standing conference with B. Schak, Cahill, PJT, A&M re exit financing (.3); call with N. Bachelis, J. Ledereich, and M. Grant re same (.7); correspondence with Milbank team re same (1.0).	4.3	Jules Monteyne
36398515	12/3/2024	Call with N. Bachelis, J. Monteyne, and M. Grant re exit document and ABL term sheet (.5); prepare for same (.2).	0.7	Joseph Ledereich
36430059	12/3/2024	Call with J. Monteyne, J. Ledereich, and N. Bachelis re exit financing process.	0.5	Maya Grant
36378388	12/4/2024	Review previous correspondence re exit indentures.	0.1	Benjamin Schak
36392569	12/4/2024	Review ABL credit agreement (.8); comment on same (1.2); work on issues list (1.1); revise Exit Indenture (.9).	4.0	Nathaniel Bachelis
36393989	12/4/2024	Review and revise exit indenture, ABL (2.7); call with PJT and A&M re ABL (.3); multiple correspondence with M. Grant, N. Bachelis, and J. Ledereich re same (1.3).	4.3	Jules Monteyne
36398517	12/4/2024	Review summary of Exit Revolving Credit Agreement including comparison to Indenture and checking against ABL term sheet.	0.4	Joseph Ledereich
36601030	12/4/2024	Attend advisor call with PJT and A&M re.	0.3	Charlie Fendrych
36392616	12/5/2024	Work on issues list (3.0); review ABL credit agreement (.6); revise same (.9); correspond with Milbank FRG team re ABL transaction (.2); conference with PJT, Cahill, A&M, B. Schak, J. Monteyne re ABL solicitation (.3).	5.0	Nathaniel Bachelis
36394153	12/5/2024	Work on and review exit indenture for ABL (2.4); correspondence (1.8) and calls (1.2) with M. Grant, N. Bachelis, B. Schak, A. Rafferty, M. Fox, PJT, A&M, BofA re same.	5.4	Jules Monteyne
36398555	12/5/2024	Review summary of Exit Revolving Credit Agreement including comparison to Indenture and checking against ABL term sheet.	2.5	Joseph Ledereich
36399433	12/5/2024	Conference with PJT, Cahill, A&M, N. Bachelis, J. Monteyne re ABL solicitation.	0.3	Benjamin Schak
36413683	12/5/2024	Revise exit indenture and ABL.	0.5	Maya Grant
36417678	12/5/2024	Compare organization documents and charters.	0.8	Christelle Lobo
37014995	12/5/2024	Draft takeback notes indenture (1.0); correspond with DPW re same (.1).	1.1	Nicholas Kunz
36398549	12/6/2024	Review summary of Exit Revolving Credit Agreement including comparison to Indenture and checking against ABL term sheet.	0.2	Joseph Ledereich

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36418296	12/6/2024	Compile charters from entities in perfection certificate (1.5); determine missing charters (1.3); compare financial covenant definitions (1.2).	4.0	Christelle Lobo
36601056	12/6/2024	Revise ABL Credit Agreement issues list (3.5); revise structuring post-emergence (.9); internal and external correspondence re same (.6).	5.0	Nathaniel Bachelis
36601528	12/6/2024	Review charters (1.3); review ABL credit agreement (2.0); revise ABL roadmap (2.1); correspond re same (.9); calls re same (.6); further correspondence re same (.5).	7.4	Jules Monteyne
37015014	12/6/2024	Draft the takeback notes indenture.	3.1	Nicholas Kunz
36393981	12/7/2024	Review ABL credit agreement re Company questions.	0.4	Jules Monteyne
36397980	12/7/2024	Correspond with N. Bachelis, others re sizing of new exit notes.	0.1	Benjamin Schak
36398553	12/7/2024	Review summary of Exit Revolving Credit Agreement including comparison to Indenture and checking against ABL term sheet.	2.9	Joseph Ledereich
36394165	12/8/2024	Correspond with N. Bachelis and J. Ledereich re review of draft ABL credit agreement.	0.5	Jules Monteyne
36398649	12/8/2024	Review summary of the Exit Revolving Credit Agreement including a comparison to the ABL term sheet (9.6); correspond with N. Bachelis and J. Ledereich re same (.8).	10.4	Joseph Ledereich
36438491	12/9/2024	Review ABL collateral documents (2.3); review ABL issues list and grid composition (2.4).	4.7	Nathaniel Bachelis
36438808	12/9/2024	Review facility from UK tax perspective (.5); call with N. Bachelis and J. Monteyne re ABL Credit Agreement (1.3).	1.8	Liam Markham
36452708	12/9/2024	Review the Exit Revolving Credit Agreement re comparison to the Indenture and ABL term sheet (5.4); summarize same (1.9).	7.3	Joseph Ledereich
36454188	12/9/2024	Brief L. Markham re ABL financing; review credit agreement.	1.8	Alan Francis Rafferty
36458453	12/9/2024	Review charter and organization document (1.2); review negative covenant comparison (.6); conduct analysis of the same (.6).	2.4	Christelle Lobo
36459783	12/9/2024	Correspond with PJT re financing issues.	0.2	Daniel Porat
36601111	12/9/2024	Correspond with L. Markham on UK tax provisions for credit agreement (.2); review ABL credit agreement (1.8).	2.0	Alan Francis Rafferty
36601530	12/9/2024	Revise ABL roadmap (.8); review corporate charters (.6); review perfection cert (.7); review exit note indenture (1.5); review the ABL credit agreement (.7); revise same (.5); correspond with N. Bachelis, L. Markham, Company re same (.6); call with same re same (1.3).	6.7	Jules Monteyne
37015325	12/9/2024	Draft takeback notes indenture (2.4); review correspondence re same (1.2).	3.6	Nicholas Kunz
36436524	12/10/2024	Revise ABL (1.6); review same (1.6); correspond with N. Bachelis, ABL working group re same (.9); call with same re same (1.2).	5.3	Jules Monteyne
36438479	12/10/2024	Review ABL collateral documents (1.5); review ABL Issues list and grid composition (1.7); review ABL Credit Agreement (.9); attend call with J. Monteyne re ABL Credit Agreement (1.2).	5.3	Nathaniel Bachelis
37015535	12/10/2024	Compile charters (.4).	0.4	Christelle Lobo

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36436539	12/11/2024	Review ABL credit agreement (1.2); follow-up correspondence re same (.9); call with N. Bachelis re ABL (.5).	2.6	Jules Monteyne
36438486	12/11/2024	Review ABL collateral documents (1.3); revise ABL Issues list and grid composition (1.2); revise on ABL Credit Agreement (1.8); call with J. Monteyne re same (.5); revise Exit Note Indenture (1.5).	6.3	Nathaniel Bachelis
37015892	12/11/2024	Correspond with J. Anderson re indenture terms.	0.2	Mendy Fox
37016063	12/11/2024	Correspond with J. Anderson re takeback debt (.1); correspond with M. Fox, M. Rivkin re same (.1).	0.2	Russell J. Kestenbaum
36436561	12/12/2024	Review ABL issues list (1.6); review IC Note (.3); review account information (.3); review correspondence re same (1.3); call with N. Bachelis and PWC re ABL, IC Note, UK IC loans (.3).	3.8	Jules Monteyne
36454120	12/12/2024	Review post closing deliverables (1.9); draft correspondence re same (.3).	2.2	Joseph Ledereich
36601134	12/12/2024	Review ABL collateral documents (1.1); revise ABL Issues list and grid composition (1.8); revise on ABL Credit Agreement (.8); revise Exit Note Indenture (1.7); attend ABL update call (.3).	5.7	Nathaniel Bachelis
36601141	12/12/2024	Call with FF and DPW re takeback notes indenture.	1.4	Nicholas Kunz
36601145	12/12/2024	Review background materials (.1); correspond with N. Bachelis re onboarding (.2); revise draft perfection certificate (.8)	1.1	Jackman Wilson
36436564	12/13/2024	Review draft of Exit Indenture (1.2); draft issues list for ABL (.9); draft ABL (.6); review correspondence re same (1.1); correspond with N. Bachelis, J. Wilson, DPW re same (.3).	4.1	Jules Monteyne
36438429	12/13/2024	Review ABL collateral documents (.8); further revise ABL Issues list and grid composition (1.8); further revise ABL Credit Agreement (1.2); further revise Exit Note Indenture (.8); review internal cash management and account structuring planning (1.7).	6.3	Nathaniel Bachelis
36453873	12/13/2024	Review analysis re exit credit documents.	2.5	Joseph Ledereich
36457740	12/13/2024	Review ABL credit agreement for production to the opposing counsel.	0.4	Christelle Lobo
36459985	12/13/2024	Review correspondence (.2); create IncoraFinance hashtag (.1); revise ABL Credit Agreement re recent comments (.6); correspond with Cahill re local counsel contacts (.2); update issues list (.3).	1.4	Jackman Wilson
36506262	12/13/2024	Review and comment on borrowing base definitions; conference regarding borrowing base definitions.	1.5	Mary Santanello
37016086	12/13/2024	Attend to matters re takeback indenture.	0.5	Casey Fleck
36459519	12/14/2024	Follow-up correspondence with legal support staff re hashtag (.1); correspond with D. Porat and N. Bachelis re same (.1).	0.2	Jackman Wilson
37016090	12/14/2024	Draft correspondence with DPW re takeback notes indenture (.3); review comments from FF re same (.2).	0.5	Nicholas Kunz
36459099	12/15/2024	Update ABL issues list.	0.4	Jackman Wilson
37016936	12/15/2024	Review ABL issues list (.4); correspond with J. Wilson re same (.3).	0.7	Aiden Qiao
36480719	12/16/2024	Finalize issues list grid (3.2); revise credit agreement (1.7); revise ancillary documents (.9); call with J. Wilson DACAs and VAT (.5).	6.3	Nathaniel Bachelis

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36490921	12/16/2024	Review summary and analysis re exit credit documents.	1.2	Joseph Ledereich
36496851	12/16/2024	Review comments to issues list (.7); correspond with Mexican counsel (.1); call with N. Bachelis re next steps and follow ups on DACAs and VAT (.5); correspond with Company and UK tax team re same (.6); review changes to ABL Credit Agreement (.5); correspond with Cahill re Mexican counsel contacts (.1).	2.5	Jackman Wilson
36498378	12/16/2024	Review ABL issues list (.6); comment on same (.3).	0.9	Maya Grant
36498572	12/16/2024	Update draft ABL agreement.	0.4	Christelle Lobo
36469650	12/17/2024	Conference with PJT, J. Ledereich, Cahill re ABL syndication.	0.2	Benjamin Schak
36480695	12/17/2024	Call re ABL issues list (3.0); revise credit agreement (1.8); call with external counsels re foreign collateral (.8); correspond with internal team re same (.4).	6.0	Nathaniel Bachelis
36488808	12/17/2024	Review Company query re credit agreement.	0.6	Liam Markham
36490847	12/17/2024	Review Exit ABL draft (1.3); call with PJT, J. Ledereich, Cahill re ABL syndication (.2).	1.5	Joseph Ledereich
36496615	12/17/2024	Call with Incora re ABL issues list (3.1); post-call discussion with N. Bachelis (.1); review changes to Eligible Inventory and Eligible Accounts in ABL (.3).	3.5	Jackman Wilson
36498404	12/17/2024	Attend call with Incora, PJT re ABL issues list.	3.2	Christelle Lobo
37016107	12/17/2024	Correspond with C. Fleck re convertible notes.	0.9	Nicholas Kunz
36471805	12/18/2024	Draft documents re exit financing (.6); correspond with N. Bachelis re same (.1).	0.7	Aiden Qiao
36480726	12/18/2024	Continue drafting credit agreement (3.2); correspond with J. Ledereich and A. Qiao re same (.6); call with B. Schak re exit financing issues (.2).	4.0	Nathaniel Bachelis
36485267	12/18/2024	Call with N. Bachelis re exit financing matters.	0.2	Benjamin Schak
36490965	12/18/2024	Call with UK counsel to discuss ABL.	1.1	Joseph Ledereich
36497319	12/18/2024	Review correspondence re ABL and confirmation hearing (.3); call with UK team re DACAs (.4); draft defined terms flowchart (1.6).	2.3	Jackman Wilson
37016116	12/18/2024	Review indenture.	0.5	Casey Fleck
37016118	12/18/2024	Correspond with DPW re convertible notes and transfer agent services.	0.8	Nicholas Kunz
36474444	12/19/2024	Review correspondence from N. Bachelis re ABL issues.	0.3	Aiden Qiao
36485199	12/19/2024	Conference with PJT, Cahill, N. Bachelis re ABL process.	0.2	Benjamin Schak
36489187	12/19/2024	Correspond with L. Markham re VAT query.	0.2	Alan Francis Rafferty
36489466	12/19/2024	Correspond with L. Markham and A. Rafferty re query from the Company re accounts net/gross of VAT (.7); correspond with A. Rafferty re same (.3); review credit agreement re same (.6); analyze terms (.3); correspond with L. Markham re same (.1).	2.0	Freddie Fisk
36498231	12/19/2024	Draft ancillary documents re emergence (.6); review ABL update (.3).	0.9	Christelle Lobo
36601226	12/19/2024	Continue to draft credit agreement (2.5); continue to correspond internally re same (.6); correspond externally re same (.4).	3.5	Nathaniel Bachelis



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36601239	12/19/2024	Revise defined terms flowchart (.2); call with BofA re ABL (.1); review correspondence from N. Bachelis re revised ABL (.2).	0.5	Jackman Wilson
37016184	12/19/2024	Correspond with DPW and Equiniti re convertible notes indenture, transfer agreement, and escrow, agreement (.5); draft comments to same (.4).	0.9	Nicholas Kunz
36480714	12/20/2024	Revise credit agreement (2.3); correspond with Company re same (.8).	3.1	Nathaniel Bachelis
37016207	12/20/2024	Draft convertible notes indenture (1.6); correspond with C. Fleck re same (.2).	1.8	Nicholas Kunz
36501717	12/23/2024	Review exit financing correspondence; attend workstream call.	0.5	Aiden Qiao
36507562	12/23/2024	Review next steps re finance documents.	0.8	Nathaniel Bachelis
36519120	12/23/2024	Revise security documents (.4); update UCCs (.1).	0.5	Christelle Lobo
37016217	12/23/2024	Review issues re takeback notes (.6); correspond with N. Kunz re same (.4).	1.0	Casey Fleck
36501697	12/24/2024	Prepare closing deliverables (.7); correspond with N. Bachelis re same (.3).	1.0	Aiden Qiao
37016227	12/24/2024	Correspond with N. Kunz re takeback notes.	0.5	Casey Fleck
37016229	12/25/2024	Review issues re takeback notes (.8); correspond with N. Kunz re same (.2).	1.0	Casey Fleck
37016231	12/25/2024	Draft convertible notes indenture (2.8); correspond with C. Fleck re same (.4).	3.2	Nicholas Kunz
36511068	12/26/2024	Review ABL drafts (3.3); correspond with B. Schak, N. Bachelis re Exit Indenture (.3).	3.6	Jules Monteyne
36520344	12/26/2024	Correspond with N. Bachelis re exit indenture.	0.1	Jackman Wilson
36601416	12/26/2024	Review revised indenture documentation (.6); review related bankruptcy documentation and filings (.3).	0.9	Nathaniel Bachelis
36601420	12/26/2024	Review exit financing and documents.	0.4	Dennis F. Dunne
36601435	12/26/2024	Correspond with N. Bachelis re revised indenture documentation (.4); review same (.5).	0.9	Aiden Qiao
37016233	12/26/2024	Call with Fried Frank re convertible notes indenture (.6); correspond with DPW and Equiniti re same (.2).	0.8	Nicholas Kunz
36510326	12/27/2024	Correspond with N. Kunz, others re KYC process.	0.2	Benjamin Schak
36510327	12/27/2024	Correspond with N. Bachelis re exit financing (.3); review revised indenture documentation (.4).	0.7	Aiden Qiao
36511097	12/27/2024	Review draft Exit Indenture (1.3); review ABL (1.1); calls (.3) and correspondence (2.1) with N. Bachelis, B. Schak, DPW re same.	4.8	Jules Monteyne
36515455	12/27/2024	Review question re VAT (.4); review credit agreement re same (.5); draft response to same (.5).	1.4	Liam Markham
36518942	12/27/2024	Compile organization documents and bylaws.	0.1	Christelle Lobo
36519996	12/27/2024	Correspond with N. Bachelis re Indenture.	0.1	Jackman Wilson
36601524	12/27/2024	Review revised indenture documentation (.6); review related bankruptcy filings (.4); review cash management process and foreign and domestic needs (1.1).	2.1	Nathaniel Bachelis
37016241	12/27/2024	Call with DPW and Equiniti re mechanics for convertible notes / book entry / certificates (.7); correspond with C. Fleck re same (.4).	1.1	Nicholas Kunz

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36524640	12/29/2024	Correspond with PwC, N. Bachelis re UK intercompany loans.	0.4	Jules Monteyne
36524750	12/30/2024	Review ABL (.8); review perfection certificate (.4); review corporate documents (1.1); correspond with N. Bachelis, C. Lobo, Miller Thomson, Incora, Cahill re perfection certificate, ABL, corporate documents (1.5); call with same re same (1.1).	4.9	Jules Monteyne
36533321	12/30/2024	Compile relevant organization documents (2.5); call with N. Bachelis, J. Monteyne, Miller Thomson, Incora, Cahill re perfection certificate, ABL, and other documents (1.1).	3.6	Christelle Lobo
36601463	12/30/2024	Review KYC requests (.6); review certain historical filings (.6); review proposed structure re UK reorg (.6); call with J. Monteyne, C. Lobo, Miller Thomson, Incora, Cahill re perfection certificate, ABL, and corporate documents (1.1).	2.9	Nathaniel Bachelis
36601479	12/30/2024	Draft indenture documents (.9); correspond with N. Bachelis re same (.2).	1.1	Aiden Qiao
36601484	12/30/2024	Review correspondence from N. Bachelis re KYC (.1); correspond with same re next steps (.3); correspond with Canada and UK counsel (.1).	0.5	Jackman Wilson
37016257	12/30/2024	Revise convertible notes indenture (2.1); correspond with C. Fleck re same (.4).	2.5	Nicholas Kunz
36519553	12/31/2024	Attend call with D. Porat re ABL workstream (.3); review documentation (.8); correspond with N. Bachelis re same (.4).	1.5	Aiden Qiao
36524573	12/31/2024	Review corporate documents (.7); review KYC forms (1.1); call with N. Bachelis, J. Wilson, C. Lobo, PJT, Cahill, DPW re ABL, lien searches, KYC, status updates (.7); correspond with same re same (1.3).	3.8	Jules Monteyne
36526518	12/31/2024	Call with A. Qiao re new ABL financing.	0.3	Daniel Porat
36527169	12/31/2024	Call with N. Bachelis, C. Lobo J. Monteyne, PJT, Cahill, DPW re ABL, lien searches, KYC re lien searches and KYC (.7); call with PJT re process update (.2); correspond with Cahill and Milbank team re dates of address change (.2); correspond with N. Bachelis re same (.1); coordinate review of UCCs on file (.1); correspond with Company re address changes (.2); correspond with DPW re KYC and ABL (.3); review C. Lobo summary of filed UCCs (.2); review UCCs (.1).	2.1	Jackman Wilson
36533274	12/31/2024	Call with N. Bachelis, J. Wilson, J. Monteyne, PJT, Cahill, DPW re ABL, lien searches, KYC (.7); compile UCC information (.1).	0.8	Christelle Lobo
36658903	12/31/2024	Continue to review KYC requests (.5); call with J. Monteyne, J. Wilson, C. Lobo, PJT, Cahill, DPW re ABL, lien searches, KYC (.7); continue review re certain historical filings for lien search purposes (.8); correspond with Incora re same (.5); call with BAML re ABL (.4); call with DPW re same (.7); revise certain ancillary documents including checklists (2.2).	5.8	Nathaniel Bachelis
37016262	12/31/2024	Revise convertible notes indenture.	3.0	Nicholas Kunz



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**45721.00023 General Case Strategy**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36374907	12/2/2024	Milbank FRG team meeting (.3); correspond with S. Vora re various matters, including employment litigation and plan process (.5).	0.8	Benjamin Schak
36409093	12/2/2024	Internal meeting re status of chapter 11 cases (.3); analysis re strategy issues (.3); correspond with Milbank FRG re same (.1).	0.7	Daniel Porat
36410963	12/2/2024	Prepare for (.2) and attend (.3) Milbank FRG team call.	0.5	Charlie Fendrych
36412360	12/2/2024	Conference with Milbank FRG team re work in progress.	0.3	Michael Scian
36430005	12/2/2024	Prepare for (.2) and attend (.3) Milbank FRG team meeting re matter update.	0.5	Rupsha Basu
36430092	12/2/2024	Milbank FRG team meeting.	0.3	James McIntyre
36409523	12/3/2024	Correspond with Milbank FRG team re strategy issues (.5); related analysis (.3).	0.8	Daniel Porat
36409528	12/4/2024	Correspond with Milbank FRG team re strategy issues.	0.4	Daniel Porat
36410842	12/4/2024	Review docket (.1); circulate update to Milbank FRG team (.1).	0.2	Michael Scian
36421706	12/9/2024	Conference with D. Porat, J. McIntyre, C. Fendrych, others re status of matter and workstreams.	0.5	Benjamin Schak
36457741	12/9/2024	Attend Milbank FRG team meeting re matter update.	0.5	Rupsha Basu
36458011	12/9/2024	Conference with Milbank FRG team re work in progress.	0.5	Michael Scian
36459977	12/9/2024	Attend meeting re status of cases (partial).	0.3	Daniel Porat
36461244	12/9/2024	Attend Milbank FRG team meeting re open workstreams.	0.5	James McIntyre
36601089	12/9/2024	Attend workstreams call (.5); review issues lists ahead of call (1.4); correspond with Milbank FRG team re next steps (.2).	2.1	Ryan Aymard
36601095	12/9/2024	Attend Milbank FRG team call led by B. Schak re case updates.	0.5	Charlie Fendrych
36601104	12/9/2024	Attend Milbank FRG team meeting re open workstreams.	0.5	Nicholas Kunz
36460616	12/10/2024	Correspond with B. Schak re strategy items.	0.8	Daniel Porat
36460369	12/11/2024	Correspond with B. Schak re strategy issues.	0.2	Daniel Porat
36433844	12/12/2024	Attend Milbank FRG team meeting with M. Scian, J. McIntyre, and R. Basu re case updates.	0.1	Benjamin Schak
36458491	12/12/2024	Conference with Milbank FRG team re work in progress.	0.1	Michael Scian
36462580	12/12/2024	Attend Milbank FRG team meeting re case updates.	0.1	James McIntyre
36601132	12/12/2024	Attend Milbank workstreams call (partial).	0.2	Ryan Aymard
36601137	12/12/2024	Attend Milbank FRG team meeting re matter update.	0.1	Rupsha Basu
36601142	12/12/2024	Call with Milbank FRG team re workstreams.	0.1	Nicholas Kunz
36458799	12/13/2024	Correspond with C. Fendrych re strategy issues.	0.3	Daniel Porat
36458687	12/14/2024	Draft correspondence to B. Schak re strategy issues.	0.7	Daniel Porat
36460557	12/15/2024	Correspond with Milbank FRG team re strategy issues.	0.8	Daniel Porat
36498373	12/17/2024	Call with co-advisors re status (.2); correspond with B. Schak re same (.3).	0.5	Daniel Porat
36601195	12/17/2024	Call with co-advisors re status of matter and strategy.	0.2	Michael Rivkin
36601532	12/17/2024	Conference with E. Ross, others at PJT re case status and strategy (.2); correspond with D. Coleal and others at Incora re same (.1).	0.3	Benjamin Schak

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**45721.00023 General Case Strategy**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36495390	12/18/2024	Review docket for material filings.	0.1	Michael Scian
36495717	12/19/2024	Conference with Milbank FRG team re work in progress.	0.2	Michael Scian
36514292	12/19/2024	Attend Milbank FRG team meeting re work in progress (.2); review correspondence re same (.3).	0.5	Rupsha Basu
36601235	12/19/2024	Attend Milbank FRG team meeting re work in progress (.2); draft recently filed pleadings update (.1); attend emergence workstreams meeting with N. Kunz, R. Aymard, C. Fendrych, N. Bachelis, J. Anderson, R. Kestenbaum, B. Schak, J. Wilson (.3).	0.6	James McIntyre
36601240	12/19/2024	Internal workstream call with N. Kunz, R. Aymard, C. Fendrych, N. Bachelis, J. Anderson, R. Kestenbaum, B. Schak re emergence issues.	0.3	Jackman Wilson
37016181	12/19/2024	Attend Milbank FRG team meeting re work in progress.	0.2	Nicholas Kunz
36500196	12/20/2024	Draft docket update	0.2	James McIntyre
36505432	12/26/2024	Attend Milbank FRG team meeting.	0.2	Benjamin Schak
36526783	12/26/2024	Conference with Milbank FRG team re work in progress.	0.2	Michael Scian
36526861	12/26/2024	Call Milbank FRG team re work in progress.	0.3	Daniel Porat
36529032	12/26/2024	Attend Milbank FRG team meeting re work in progress.	0.3	James McIntyre
36601425	12/26/2024	Attend Milbank FRG team call re work in progress led by B. Schak (.3); review correspondence re same (.1).	0.4	Charlie Fendrych
36544096	12/30/2024	Attend team meeting re matter update (.3); attend plan distribution discussion (.6).	0.9	Rupsha Basu

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**45721.00024 Governance**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36417645	12/2/2024	Review DPW issues list on governance.	0.9	Jason T. Anderson
36601011	12/2/2024	Review governance concerns and proposals from JPM (.4); review correspondence from G. Seketa (JPM) re turnover (.2).	0.6	Dennis F. Dunne
36380858	12/3/2024	Review latest draft of LLCA and issues lists (.2); prepare initial draft of governance term sheet (.6).	0.8	Ryan Aymard
36417415	12/3/2024	Correspond with A. Leblanc re governance workstream.	0.4	Jason T. Anderson
36389839	12/5/2024	Review restructuring checklists (.4); update corporate and tax checklist (.3); correspond with J. Anderson re LLCA, term sheet, and issues list (.2).	0.9	Ryan Aymard
36416514	12/5/2024	Call with Equiniti and DPW re transfer agent issues.	0.8	Jason T. Anderson
36601044	12/5/2024	Correspond with re governance issues.	1.1	Andrew M Leblanc
36396940	12/6/2024	Correspond with J. Anderson re next steps re LLCA (.2); begin reviewing Fried Frank draft of LLCA (.1).	0.3	Ryan Aymard
36417776	12/6/2024	Call with A. Leblanc re: governance.	0.2	Jason T. Anderson
36601536	12/6/2024	Prepare correspondence re governance issues (.5); call with J. Anderson re same (.2); review draft of LLCA from Fried Frank re same (.5).	1.2	Andrew M Leblanc
36396959	12/7/2024	Review Fried Frank draft of LLCA (1.9); prepare issues list containing DPW and Fried Frank positions (1.6).	3.5	Ryan Aymard
36418206	12/7/2024	Begin review of LLCA issues list.	0.3	Jason T. Anderson
36601086	12/7/2024	Correspondence re governance issues.	0.4	Andrew M Leblanc
36396874	12/8/2024	Correspond with J. Anderson re issues list (.3); review revisions to LLCA issues list (.1); attend call with DPW, Fried Frank and Judge Shannon (.3).	0.7	Ryan Aymard
36416744	12/8/2024	Review FF draft of LLCA (1.3); review issues list (.4); comment on same (.5); correspond with R. Aymard re same (.2).	2.4	Jason T. Anderson
36421746	12/9/2024	Correspond with J. Anderson, others re governance negotiations.	0.2	Benjamin Schak
36601093	12/9/2024	Review corporate governance issues and positions of FF vs DPW (.8); review options, solutions and work arounds (.3); conference with A. Leblanc re same (.2).	1.3	Dennis F. Dunne
36601106	12/9/2024	Correspond with J. Anderson re governance issues (.7); call with Judge Shannon re same (.3); conference with D. Dunne re same (.2).	1.2	Andrew M Leblanc
37015023	12/9/2024	Attend issues list pre-call with Judge Shannon (1.1); call with principals to discuss issues list on LLCA (1.7).	2.8	Jason T. Anderson
37015043	12/9/2024	Attend calls with Judge Shannon, DPW, Fried Frank and principals (2.0); attend subsequent call with Fried Frank and principals (.2).	2.2	Ryan Aymard
36424270	12/10/2024	Review Fried Frank correspondence re next steps on issues list and LLCA.	0.1	Ryan Aymard
36505340	12/10/2024	Correspondence re LLCA and issues list.	0.2	Jason T. Anderson
36426681	12/11/2024	Correspond with S. Massman (DPW) re post-emergence board.	0.1	Benjamin Schak
36429887	12/11/2024	Review Fried Frank draft of issues list (.2); summarize comments re outstanding issues to J. Anderson (.1); review DPW draft of issues list (.2).	0.5	Ryan Aymard
36505342	12/11/2024	Review updated LLCA issues list; correspondence re same.	0.3	Jason T. Anderson

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**45721.00024 Governance**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36505320	12/12/2024	Attend emergence workstreams call.	0.5	Jason T. Anderson
36601131	12/12/2024	Correspond with J. Anderson re next steps (.1); review DPW draft of issues list (.1).	0.2	Ryan Aymard
36505341	12/13/2024	Attention to correspondence.	0.1	Jason T. Anderson
36438378	12/15/2024	Review J. Anderson correspondence to DPW.	0.1	Ryan Aymard
36601168	12/15/2024	Review updated LLCA.	0.8	Jason T. Anderson
36451528	12/16/2024	Update LLC Agreement drafts (.2); correspond with J. Anderson re same (.1).	0.3	Ryan Aymard
36488651	12/16/2024	Call with Latham re conversion of Wolverine Topco.	0.1	Jason T. Anderson
37016099	12/16/2024	Review parties' positions and status re governance issues.	0.6	Dennis F. Dunne
36469603	12/17/2024	Coordinate meeting with principals (.2); review Fried Frank's draft of LLCA and DPW draft ahead of principals' call (.3); attend principals' call (1.5); prepare summary of issues and resolutions based on call (.9); call with DPW to discuss call and agreement among principals (.9); correspond with J. Anderson re next steps (.1).	3.9	Ryan Aymard
36488602	12/17/2024	Calls with principals re LLCA issues.	2.5	Jason T. Anderson
37016105	12/17/2024	Review bid-ask on governance and escrow (.4); review timing and alternatives (.3).	0.7	Dennis F. Dunne
36488627	12/18/2024	Prepare issues list grid.	0.6	Jason T. Anderson
36601216	12/18/2024	Review governance issues.	0.1	Benjamin Schak
36601534	12/18/2024	Review DPW draft of issues list against notes (.6); provide comments to J. Anderson re same (.8); correspond with J. Anderson re same (.2); circulate revised issues list to DPW and Fried Frank for review (.2).	1.8	Ryan Aymard
36601220	12/19/2024	Call with Fried Frank re LLCA process.	0.1	Jason T. Anderson
36601223	12/19/2024	Review DPW updated draft of LLCA (.2); review Fried Frank's draft of same (.1).	0.3	Ryan Aymard
36484912	12/20/2024	Coordinate meeting with principals and Judge Shannon (.2); review Fried Frank draft of issues list (.3); attend principals' call (1.6).	2.1	Ryan Aymard
36488597	12/20/2024	Call with principals re LLCA issues (1.6); prepare issues list grid based on call (.8).	2.4	Jason T. Anderson
36491092	12/20/2024	Correspond with J. Anderson re LLC Agreement (.2); call with M. Schneiderei (JD) re same (.2).	0.4	Benjamin Schak
37016209	12/20/2024	Correspond with R. Kestenbaum re LLCA and other closing issues.	0.6	Andrew M Leblanc
36484649	12/21/2024	Review DPW's draft issues list and Fried Frank's updated draft LLCA.	0.1	Ryan Aymard
36488595	12/21/2024	Review updated LLCA from Fried Frank.	0.1	Jason T. Anderson
36488656	12/22/2024	Review issues list from DPW.	0.3	Jason T. Anderson
36601244	12/22/2024	Review LLCA agreement (.4); review escrow issues (.3); review PIMCO position (.2).	0.9	Dennis F. Dunne
36601246	12/22/2024	Review revised LLCA.	0.3	Russell J. Kestenbaum
36601248	12/23/2024	Review LLCA issues list.	0.6	Jason T. Anderson
36601251	12/23/2024	Review revised LLCA and DPW issues list.	0.1	Ryan Aymard
37016219	12/23/2024	Correspond with Verita re opt outs.	0.6	James McIntyre

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**45721.00024 Governance**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36504862	12/26/2024	Review revised LLCA and issues list.	0.1	Ryan Aymard
36505457	12/26/2024	Call with M. Schneidereit (JD) re LLC Agreement language (.1); correspond with M. Schneidereit and others re same (.2).	0.3	Benjamin Schak
36601411	12/26/2024	Calls with Company re LLCA.	0.6	Jason T. Anderson
37016235	12/27/2024	Call with J. McIntyre, B. Schak, DPW, Fried Frank, and Kobre re LLCA and related confirmation issues (1.3); review documents re same (.3).	1.6	Jason T. Anderson

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**45721.00025 Hearings and Court Communications**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36601007	12/1/2024	Prepare for hearing.	0.1	Daniel Porat
36399408	12/5/2024	Call re preparation for status conference (.4); further prepare for same (.4); attend same (.6); review hearing notice (.1).	1.5	Benjamin Schak
36411802	12/5/2024	Virtually attend status conference.	0.6	Michael Scian
36601033	12/5/2024	Call with Milbank FRG team re hearing preparation (.4); attend hearing (.6).	1.0	Matt Brod
36601035	12/5/2024	Attend status conference before Judge Isgur.	0.6	Dennis F. Dunne
36601040	12/5/2024	Status conference with court re plan filing.	0.6	Samuel A. Khalil
36601043	12/5/2024	Participate in status conference re same.	0.6	Andrew M Leblanc
36601046	12/5/2024	Call with M. Brod, B. Schak, and others re status conference preparation (.4); attend status conference (.6).	1.0	James McIntyre
36601052	12/5/2024	Attend status conference.	0.4	Samir Vora
36445083	12/10/2024	Revise hearing script re case updates.	1.0	Charlie Fendrych
36426496	12/11/2024	Design confirmation hearing demonstratives.	1.0	Benjamin Schak
36430043	12/11/2024	Correspond with mediator re confirmation hearing and timetable (.3); review court availability (.1).	0.4	Dennis F. Dunne
36445070	12/11/2024	Revise hearing script (1.1); compile overview of plan objections and status (1.1); correspond with B. Schak and D. Porat re same (.2).	2.4	Charlie Fendrych
36458829	12/11/2024	Review issues re confirmation brief (.5); prepare notice re confirmation schedule (.6); correspond with B. Schak and C. Fendrych re confirmation issues (.3).	1.4	Daniel Porat
36601127	12/11/2024	Review confirmation hearing script (1.5); draft correspondence re same (.8).	2.3	Samuel A. Khalil
36433871	12/12/2024	Draft talking points for confirmation hearing.	4.0	Benjamin Schak
36445072	12/12/2024	Revise confirmation brief (2.0); revise script re same (1.7); compile hearing demonstrative (.5).	4.2	Charlie Fendrych
36455151	12/13/2024	Review agenda (.2); review demonstrative (.3); correspond with A. Telukuntla (PJT) re same (.1); attend witness preparation with B. Cejka (A&M), J. Wolf, others (.5); revise hearing script (.6).	1.7	Benjamin Schak
36601152	12/13/2024	Prepare revised agenda for hearing (.3); draft script addendum (1.8); correspond with Milbank FRG team re hearing-related filings (.3); compile opt-out materials for hearing binders (2.3); call with R. Sherald (H&B) re filings (.2).	4.9	Charlie Fendrych
37016084	12/13/2024	Review correspondence re confirmation on Monday.	0.4	Dennis F. Dunne
36601160	12/14/2024	Prepare confirmation script addendum.	2.4	Rupsha Basu
36601162	12/14/2024	Review script appendices (4.5); review hearing demonstrative (.9); call with D. Porat re hearing preparation (.4); revise script appendices (1.5); revise hearing binder materials re opt-out (1.7); compile confirmation brief (1.7); amend binder materials to excerpt form (1.1).	11.8	Charlie Fendrych
36444650	12/15/2024	Prepare for confirmation hearing.	3.4	Dennis F. Dunne

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36444906	12/15/2024	Amend script appendices (1.4); coordinate preparation of binder for B. Schak argument prep (.8); correspond with D. Porat re Cejka declaration (.2); correspond with D. Porat re script bifurcation (.5); update hearing demonstrative (.5); bifurcate scripts (1.3); correspond with external parties re brief and declarations (.4); calls with R. Basu re hearing materials (.6); correspond with R. Basu re objections status (.2); compile PFVs (2.1); revise demonstrative (.3); revise brief (.8); correspond with H&B team re filings (.9); call with P. Hughes and R. Sherald (both H&B) re filings (.3); monitor filings (.8).	11.1	Charlie Fendrych
36458359	12/15/2024	Prepare materials for confirmation hearing (2.8); calls with C. Fendrych re same (.6); prepare plan supplement for filing (1.1); coordinate with H&B team re confirmation workstreams (2.7); finalize confirmation script addendum (.8).	8.0	Rupsha Basu
36601169	12/15/2024	Prepare for confirmation hearing.	0.6	Jason T. Anderson
36601173	12/15/2024	Review materials in preparation for confirmation hearing.	2.2	Andrew M Leblanc
36601176	12/15/2024	Prepare for confirmation hearing.	2.2	Daniel Porat
36459460	12/16/2024	Attend confirmation hearing.	3.4	Dennis F. Dunne
36469578	12/16/2024	Prepare for (1.2) and attend (2.7) confirmation hearing; debrief with Milbank team (.2); attend continued hearing (.7); debrief re same (.2).	5.0	Benjamin Schak
36500191	12/16/2024	Correspond with Milbank FRG team re hearing prep (.8); attend confirmation hearing (3.4); correspond with Milbank FRG team and others re post-hearing issues (.6).	4.8	James McIntyre
36514331	12/16/2024	Attend confirmation hearing (3.4); coordinate materials for confirmation hearing (2.1); prepare plan supplement filing for same (1.2).	6.7	Rupsha Basu
36601182	12/16/2024	Attend confirmation hearing (partial) (2.7); attend continued hearing (.7).	3.4	Charlie Fendrych
36601184	12/16/2024	Attend confirmation hearing (partial).	2.7	Daniel Porat
36514136	12/17/2024	Correspond with Milbank FRG team re hearing dates and deadlines.	0.2	Rupsha Basu
36601192	12/17/2024	Correspond with Milbank FRG team re continuation of confirmation hearing .	0.2	Daniel Porat
36495333	12/18/2024	Virtually attend continued hearing on confirmation.	0.5	Michael Scian
36498565	12/18/2024	Attend continued confirmation hearing.	0.5	Daniel Porat
36601200	12/18/2024	Attend continued confirmation hearing before Judge Isgur.	0.5	Dennis F. Dunne
36601212	12/18/2024	Participate in continued confirmation hearing (.5); review material re same (.1); call with management team re same (.7); call with B. Schak re confirmation (.2).	1.5	Samuel A. Khalil
36601214	12/18/2024	Call with Judge Shannon re LLCA (.4); participate in continued confirmation hearing before Judge Isgur (.5).	0.9	Andrew M Leblanc
37016111	12/18/2024	Coordinate filing of same (.2); prepare notice of status conference (.3); prepare notice of continued confirmation hearing (.2); attend continued confirmation hearing (.5); correspond with Milbank FRG team re key dates re confirmation schedule (.2).	1.4	Rupsha Basu
36487531	12/19/2024	Review status re hearing transcripts (.2); distribute same to Milbank team (.1); update internal folders re same (.1).	0.4	Charmaine Thomas
36505445	12/26/2024	Coordinate plan-related filings.	1.1	Benjamin Schak



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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36510290	12/27/2024	Correspond with A. Leblanc re hearing (.1); prepare for (.5) and attend (.4) confirmation hearing; debrief with D. Coleal (Incora), A. Leblanc, E. Ross and others from PJT, C. Kelly and others from A&M (.4); correspond with D. Dunne, J. Anderson re results of hearing (.1).	1.5	Benjamin Schak
36519364	12/27/2024	Create Corporate bridge-line for hearing (.1); monitor same (.4).	0.5	Ashanti Bruce
36526239	12/27/2024	Virtually attend confirmation hearing.	0.3	Daniel Porat
36601451	12/27/2024	Prepare for Incora confirmation hearing (1.0); attend same (.4); debrief with D. Coleal (Incora), B. Schak, E. Ross and others from PJT, C. Kelly and others from A&M (.4).	1.8	Andrew M Leblanc
36601474	12/30/2024	Conference with B. Schak re status of workstreams.	0.3	James McIntyre



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**45721.00026 Insurance**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36399307	12/5/2024	Correspondence re premium financing renewal.	0.2	Benjamin Schak
37015012	12/6/2024	Correspond with Milbank FRG team re exclusivity objection deadline.	0.1	Charlie Fendrych

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**45721.00027 Litigation**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36414494	12/2/2024	Review NYS litigation issues (.3); correspond with QE re same (.1); review related bk stipulations (.5); correspondence re same (.2); propose revisions to confirmation hearing notice (.4); prepare materials for confirmation hearing/witness preparation (1.5).	3.0	Samir Vora
36415834	12/3/2024	Call with QE re litigation status and NY claims.	0.5	Samir Vora
36414687	12/4/2024	Review confirmation language re existing litigations (.4); correspond with QE re same (.1).	0.5	Samir Vora
36601054	12/5/2024	Call with Bartels counsel re testimony (.5); revise declaration and pleading (1.0).	1.5	Samir Vora
36399732	12/8/2024	Correspond with D. Dunne re Incora governance issues (.3); review correspondence re same (.8).	1.1	Andrew M Leblanc
36421803	12/10/2024	Correspond with Milbank FRG team re Incora governance issues (1.2); call with Judge Shannon re same (.3).	1.5	Andrew M Leblanc
36459203	12/10/2024	Prepare materials for witness preparation session with P. Bartels.	1.2	Julie Wolf
36429665	12/11/2024	Review correspondence re negotiations over governance.	0.8	Andrew M Leblanc
36458615	12/11/2024	Revise materials for preparation session with P. Bartels.	0.3	Julie Wolf
36459128	12/12/2024	Review declarations of P. Bartels and B. Cejka re confirmation (.3); revise same (.4); review W/E list (.1).	0.8	Julie Wolf
36460321	12/13/2024	Prepare materials for preparation session with witnesses for confirmation hearing (.4); review Cejka declaration (.2); revise same (.2); attend preparation session with B. Cejka (.5).	1.3	Julie Wolf
36469316	12/14/2024	Review correspondence re Incora settlement discussions (.4); call with Z. Rosenbaum re releases (.2); call with E. Oberweller re same (.2).	0.8	Andrew M Leblanc
36460588	12/16/2024	Review next steps re opinion and appellate participation in light of Judge Isgur's ruling and bench comments.	0.3	Dennis F. Dunne
36478235	12/16/2024	Prepare for confirmation hearing (2.1); attend same (3.4).	5.5	Andrew M Leblanc
36481510	12/21/2024	Correspond with Milbank team re settlement issues.	0.3	Andrew M Leblanc
36601393	12/24/2024	Call with principals and counsel re confirmation issues (1.2); correspond with same re same (.9).	2.1	Andrew M Leblanc
36526440	12/31/2024	Review related case decision.	0.2	Daniel Porat

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**45721.00028 Milbank Retention and Fees**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36411344	12/2/2024	Review open tasks re fee statements and applications (.4); correspond with B. Schak and A. Heckman re same (.2).	0.6	Michael Scian
36396242	12/3/2024	Review November time entries re compliance with US Trustee Guidelines.	3.2	Ishmael Taylor-Kamara
37014771	12/3/2024	Correspond with M. Scian re rate increase.	0.1	Rupsha Basu
36396102	12/4/2024	Review November time entries re compliance with US Trustee Guidelines.	3.1	Ishmael Taylor-Kamara
36404555	12/4/2024	Review October time entries re compliance with UST guidelines.	4.8	Rebecca Smith
36396455	12/5/2024	Review November time entries re compliance with US Trustee Guidelines.	2.3	Ishmael Taylor-Kamara
36404849	12/5/2024	Review October time entries re compliance with UST guidelines.	2.1	Rebecca Smith
36411902	12/5/2024	Review November time entries re compliance with UST guidelines.	1.8	Michael Scian
36396461	12/6/2024	Review November time entries re compliance with UST guidelines.	3.6	Ishmael Taylor-Kamara
36396779	12/6/2024	Review November time entries re compliance with UST guidelines.	2.0	Leon Thomas
36412297	12/6/2024	Review status of fee statements and fee applications (.3); correspond with M. Brod and B. Schak re same (.2); correspond with A. Heckman re 4th interim fee application payments (.1).	0.6	Michael Scian
36441561	12/9/2024	Review November time entries re compliance with US Trustee Guidelines.	4.1	Ishmael Taylor-Kamara
36441574	12/10/2024	Review November time entries re compliance with US Trustee Guidelines.	4.3	Ishmael Taylor-Kamara
36441813	12/11/2024	Review November time entries re compliance with US Trustee Guidelines.	3.8	Ishmael Taylor-Kamara
36441927	12/12/2024	Review November time entries re compliance with US Trustee Guidelines.	3.9	Ishmael Taylor-Kamara
36457240	12/12/2024	Correspond with A. Heckman (Milbank Billing) and legal assistants re revised daynotes for September, October, and November re compliance with UST guidelines (.3); review same (.8); revise same (2.1).	3.2	Michael Scian
36437093	12/13/2024	Process files from data room.	0.7	Ashanti Bruce
36441519	12/13/2024	Review November time entries re compliance with US Trustee Guidelines.	4.0	Ishmael Taylor-Kamara
36482125	12/16/2024	Review December time entries re compliance with US Trustee Guidelines.	3.7	Ishmael Taylor-Kamara
36482570	12/16/2024	Review December time entries re compliance with UST guidelines.	4.8	Rebecca Smith
37016103	12/16/2024	Revise fifth interim fee application.	2.1	Michael Scian
36482236	12/17/2024	Review December time entries re compliance with US Trustee Guidelines.	3.3	Ishmael Taylor-Kamara
36495870	12/17/2024	Review further revised September fee application in accordance with UST guidelines (2.3); review further revised October fee application re same (.9).	3.2	Michael Scian
36482541	12/18/2024	Review December time entries re compliance with UST guidelines.	2.6	Rebecca Smith

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**45721.00028 Milbank Retention and Fees**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36482684	12/18/2024	Review December time entries re compliance with US Trustee Guidelines.	3.6	Ishmael Taylor-Kamara
36495739	12/18/2024	Review further revised October fee application in accordance with UST guidelines (2.9); correspond with A. Heckman (Milbank Billing) and R. Smith re September, October, and December time entries (.4).	3.3	Michael Scian
36482737	12/19/2024	Review December time entries re compliance with US Trustee Guidelines.	3.7	Ishmael Taylor-Kamara
36485241	12/19/2024	Review October time entries re compliance with UST guidelines (1.2); review September time entries re same (1.3).	2.5	Benjamin Schak
36495779	12/19/2024	Review September time entries in accordance with UST guidelines (1.1); review October time entries in accordance with UST guidelines (.8); correspond with B. Schak re same (.2).	2.1	Michael Scian
36482459	12/20/2024	Review December time entries re compliance with US Trustee Guidelines.	3.2	Ishmael Taylor-Kamara
36484862	12/20/2024	Review December time entries re compliance with UST guidelines.	2.2	Ashanti Bruce
36509780	12/23/2024	Review December time entries re compliance with US Trustee Guidelines.	2.8	Ishmael Taylor-Kamara
36519202	12/23/2024	Review December time entries re compliance with UST guidelines.	2.1	Ashanti Bruce
36509519	12/24/2024	Review December time entries re compliance with US Trustee Guidelines.	2.6	Ishmael Taylor-Kamara
36526891	12/24/2024	Correspond with B. Schak and UST re Milbank fees.	0.4	Michael Scian
36509815	12/26/2024	Review December time entries re compliance with US Trustee Guidelines.	3.3	Ishmael Taylor-Kamara
36519203	12/26/2024	Review December time entries re compliance with UST guidelines.	2.1	Ashanti Bruce
36509909	12/27/2024	Review December time entries re compliance with US Trustee Guidelines.	3.4	Ishmael Taylor-Kamara
36601461	12/27/2024	Revise September fee applications in accordance with UST guidelines (1.6); Revise October re same (1.4).	3.0	Michael Scian
36526520	12/28/2024	Correspond with B. Schak re fee statements.	0.2	Michael Scian
36523846	12/30/2024	Review December time entries re compliance with US Trustee Guidelines (2.8); review September time entries re same (1.3).	4.1	Ishmael Taylor-Kamara
36523776	12/31/2024	Review December time entries re compliance with US Trustee Guidelines (2.6); review October time entries re same (1.2).	3.8	Ishmael Taylor-Kamara
36526629	12/31/2024	Correspond with I. Taylor-Kamara, R. Smith, A. Bruce, A. Heckman, and Milbank Billing team re September and October time entries (.1).	0.1	Michael Scian

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36353074	12/1/2024	Review updates from Judge Shannon (.3); review next steps on governance, directors, and filing (.4); review latest version of POR (.4).	1.1	Dennis F. Dunne
36365339	12/1/2024	Review plan markup (.1); correspond with Milbank FRG team re potential objection issues (.1).	0.2	Daniel Porat
36374879	12/2/2024	Review confirmation order language requested by Chubb (.2); correspond with C. Fendrych re same (.1); review confirmation order (.1); discuss plan negotiations with E. Ross (PJT) (.2); correspond with A. Libby (DPW), others re plan drafting and balloting (.2); correspond with D. Porat re notices re confirmation process (.2).	1.0	Benjamin Schak
36396050	12/2/2024	Review revised chapter 11 plan reflecting note holder comments (2.1); review governance term sheet re ongoing negotiations among note holders (1.4); draft internal correspondence re same (.7).	4.2	Samuel A. Khalil
36430152	12/2/2024	Review revised plan (.5); revise confirmation order (.3); correspond with FRG and others re same (.8).	1.6	James McIntyre
36601020	12/2/2024	Review DPW plan comments (.2); prepare responses re same (.2); correspondence re same (.2); review previous correspondence re confirmation order updates (.2); correspond with PJT re certain issues (.2); analysis re various plan issues (.6); correspond with C. Fendrych re same (.3); prepare notice (.2); coordinate re filing (.2); review confirmation noticing issues (.3).	2.6	Daniel Porat
37014710	12/2/2024	Correspond with A. Leblanc re confirmation hearing notice (.3); call with Chubb counsel re plan (.3); review Chubb markup (.8); review DPW plan revisions (1.5); compile responsive rider re Chubb markup (2.4); correspond with Milbank FRG team re confirmation hearing timing (.2); compile notice re hearing (.5); correspond with PJT team re plan (.2).	6.2	Charlie Fendrych
36374941	12/3/2024	Correspond with D. Porat, others re plan process (.1); correspond with C. Fendrych re Chubb language (.2); review plan language of treatment of professional fees (.1); further review and correspondence re draft plan (.3).	0.7	Benjamin Schak
36379744	12/3/2024	Review revisions to POR (.3); review Judge Shannon updates and correspondence (.3); correspond with A. Leblanc re same (.2).	0.8	Dennis F. Dunne
36408828	12/3/2024	Review certain vendor issue re plan (.1); analysis and correspondence re same (.2); analysis re plan issues (.3); correspond with Milbank FRG team re same (.3); analysis re solicitation issues (.5); correspond with Milbank FRG team re same (.3).	1.7	Daniel Porat
36409007	12/3/2024	Review previous correspondence re plan issues.	1.0	Michael Rivkin
36412404	12/3/2024	Correspond with B. Schak re PW language to plan (.2); correspond with Milbank FRG team re confirmation timing (.1); review plan edits from Reed Smith team (.5); revise plan drafting per comments (1.2); review renewed issue re Chubb (.6); call with Chubb counsel (.2).	2.8	Charlie Fendrych
36430197	12/3/2024	Correspond with FRG, Verita, and noteholder counsel re solicitation (.8); correspond with FRG re confirmation order (.4); correspond with antitrust team re emergence planning (.2).	1.4	James McIntyre
36601024	12/3/2024	Correspond with D. Dunne re plan issues (.8); call with Company re same (.5).	1.3	Andrew M Leblanc

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37014776	12/3/2024	Review (1.2) and revise (1.1) confirmation brief.	2.3	Daniel Porat
36378431	12/4/2024	Review FF draft of Plan (.3); review ballot language proposed by DPW (.1); review correspondence to creditor parties re Plan draft (.1); review Milbank draft of Plan (.2); conference with DPW, FF, A. Leblanc re same (1.2); further re same (1.0); correspond with D. Porat, others re solicitation timeline (.2); call with D. Porat, J. McIntyre, C. Fendrych re same (.4); discuss same with D. Porat, K. Somers (DPW) (.1); correspond with M. Brod re same (.1); review UCC comments to Plan (.2); call with A. Leblanc, D. Porat, J. McIntyre, C. Fendrych re plan process (.7); further review Plan drafts (1.6); review Ballot drafts (.7).	6.9	Benjamin Schak
36379672	12/4/2024	Conference with DPW, FF, B. Schak re draft of plan (1.2); calls with all parties re same (2.5); review plan document (1.9); additional call with internal team re same (.7).	6.3	Andrew M Leblanc
36396423	12/4/2024	Review draft confirmation order (2.4); provide comments to same (.8).	3.2	Samuel A. Khalil
36409160	12/4/2024	Review plan comments (.2); analysis re solicitation issues (.1); call with B. Schak, J. McIntyre, C. Fendrych re same (.4); correspond with same re same (.1); calls with creditors re plan (2.5); analysis re plan and confirmation issues (1.7); call with Milbank FRG team re same (.7); review motion re confirmation issues (.5); review plan markups (1.0).	7.2	Daniel Porat
36410861	12/4/2024	Revise plan for filing (6.6); correspond with B. Schak and D. Porat re plan filing (.3); attend call with DPW, FF, and Milbank re plan filing (1.2); correspond with B. Schak re DPW plan edits (.5); attend call with B. Schak, J. McIntyre, D. Porat re balloting (.4); attend call with DPW team re plan (.1); attend additional plan call with B. Schak, A. Leblanc and others (.7).	9.8	Charlie Fendrych
36430212	12/4/2024	Correspond with FRG and DPW re solicitation (.4); call with B. Schak, D. Porat, and C. Fendrych re same (.4); correspond with Milbank FRG team re plan revisions (.2); review plan markup (.5); draft modified ballots (3.0); call with A. LeBlanc, M. Brod, B. Schak, D. Porat, and C. Fendrych re plan (.7); revise emergency scheduling motion (1.7); plan call with Milbank, DPW, FF, and KK (1.2).	8.1	James McIntyre
36601026	12/4/2024	Review Judge Shannon direction and concerns (.3); review next steps re governance, plan filing, and turnover (.4); review revisions to amended plan (.6).	1.3	Dennis F. Dunne
36399421	12/5/2024	Discuss Plan terms with M. Schneiderei (JD) (.1); discuss same with J. Weber (PW) (.1); discuss solicitation logistics with J. Kim and others from Verita, D. Porat, J. McIntyre (.3); correspond with D. Porat re Plan-related workstreams (.2); correspond with M. Brod re same (.2); correspond with Milbank specialist teams re same (.4); review PW markup of Plan (.1); review notice of confirmation hearing (.2); correspond with A. Leblanc, others re King Street fees under Plan (.1); review edits to ballots (.4); discuss UCC edits with R. Ferraioli (MoFo) (.1).	2.2	Benjamin Schak
36409929	12/5/2024	Review plan updates (.5); correspondence re filing of same (1.5); correspondence re confirmation workstreams (1.1); address solicitation matters (1.0); prepare motion re confirmation schedule (.7).	4.8	Daniel Porat

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36411689	12/5/2024	Review plan correspondence (.3); prepare filing version of plan (2.0); circulate filed plan to UCC and DPW (.1); correspond with Chubb counsel re confirmation order (.1); update system version of plan re follow-up edits (.5); correspond with B. Schak and J. McIntyre re confirmation order (.2).	3.2	Charlie Fendrych
36601032	12/5/2024	Review confirmation order.	0.6	Matt Brod
36601037	12/5/2024	Review updates and language on governance and plan edits.	0.4	Dennis F. Dunne
36601039	12/5/2024	Review revised chapter 11 plan reflecting note holder comments (1.8); draft internal correspondence re same (.7); review caselaw research re plan confirmation (2.2).	4.7	Samuel A. Khalil
36601042	12/5/2024	Calls with Z. Rosenbaum (KK) and A. Libby (DPW) re Incora plan issues (1.2); correspondence re same (.6).	1.8	Andrew M Leblanc
36601048	12/5/2024	Revise modified ballots (2.7); revise emergency scheduling motion (.9); correspond with Milbank FRG and Litigation teams re same (1.4); correspond with FRG, noteholders, and Verita re solicitation (1.9); call with Verita re same (.3); revise confirmation hearing notice (.6); revise confirmation order (.8).	8.6	James McIntyre
36399924	12/6/2024	Correspondence re distribution of ballots.	0.2	Benjamin Schak
36409364	12/6/2024	Review filed plan (.9); call with R. Kestenbaum and M. Fox re tax implications (.6).	1.5	Michael Rivkin
36409804	12/6/2024	Correspond with Milbank FRG team re solicitation logistics issues (1.0); address issues re potential plan objection (.5).	1.5	Daniel Porat
36430159	12/6/2024	Correspond with FRG, Verita, and noteholder counsel re solicitation (1.3); revise ballots (.4).	1.7	James McIntyre
36601061	12/6/2024	Review draft plan, governance, and LLCA (.5); review DPW edits (.3).	0.8	Dennis F. Dunne
37015011	12/6/2024	Correspond with Milbank FRG team re exclusivity objection deadline.	0.4	Charlie Fendrych
36409273	12/7/2024	Review previous correspondence re plan issues.	0.6	Michael Rivkin
36411822	12/7/2024	Correspond with K. Somers (DPW) re confirmation order language.	0.4	Charlie Fendrych
36399868	12/8/2024	Review UCC comments to Plan.	0.3	Benjamin Schak
36410531	12/8/2024	Conduct analysis re plan issues (.4); correspond with B. Schak re same (.3).	0.7	Daniel Porat
36411690	12/8/2024	Review PJT spreadsheet re plan figures (.4); revise system version re UCC and other comments (2.4).	2.8	Charlie Fendrych
36435392	12/8/2024	Review LLC agreement issues lists (.5); correspond with J. Anderson re same (.1).	0.6	Matt Brod
36601542	12/8/2024	Review correspondence re LLCA (.7); review FF comments to LLCA (1.7).	2.4	Michael Rivkin
36421728	12/9/2024	Correspond with C. Fendrych re PW comments to Plan (.1); conference with P. Anker (WCPHD) re chapter 11 plan (.3); correspond with D. Porat re chapter 11 plan drafting and responsive briefing (.2); correspond with M. Brod re same (.1).	0.7	Benjamin Schak
36422245	12/9/2024	Revise 1129 declaration.	0.6	Jordyn Paperny
36450342	12/9/2024	Review revised chapter 11 plan reflecting note holder comments (1.4); review caselaw research re plan confirmation standards (2.2).	3.6	Samuel A. Khalil



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36457325	12/9/2024	Revise plan supplement.	0.9	Rupsha Basu
36459474	12/9/2024	Review chapter 11 plan issues (.2); finalize confirmation-related documents (2.0); review correspondence re solicitation items (.1).	2.3	Daniel Porat
36461939	12/9/2024	Review correspondence re updates to documents for plan filing (1.1); correspond with M. Fox and R. Kestenbaum re tax points (.6); call with same re open workstreams (.4); correspond with PwC re tax modeling and tax analysis (.4).	2.5	Michael Rivkin
36474804	12/9/2024	Review confirmation documents.	1.3	Matt Brod
36601100	12/9/2024	Revise chapter 11 plan (.7); correspond with Milbank FRG team re open plan issues (.5); correspond with B. Schak re certain proposed plan language (.3); correspond with A&M team re Chubb final issue (.2).	1.7	Charlie Fendrych
36601108	12/9/2024	Correspond with FRG re next steps on chapter 11 plan and confirmation (.4); call with R. Berger (FF) re voting (.2); review confirmation order markups (.7); call with K. Somers (DPW) re same (.1); review LLCA issues list (.4).	1.8	James McIntyre
36421724	12/10/2024	Correspond with D. Dunne and others re confirmation process (.1); correspond with R. Basu re Plan Supplement (.1); call with S. Massman (DPW) re Plan Supplement (.2); prepare for same (.1); review Plan Supplement documents (.3); call with J. McIntyre, C. Fendrych re revisions to Confirmation Order (.6); correspond with A. Leblanc, others re process timing (.1); correspond with C. Fendrych re UCC markup to Plan (.3).	1.8	Benjamin Schak
36422246	12/10/2024	Revise 1129 declaration (2.1); review correspondence re same (.2).	2.3	Jordyn Paperny
36444994	12/10/2024	Revise chapter 11 plan (.7); correspond with D. Porat re same (.4); review confirmation order (.7); correspond with B. Schak re UCC plan edits (.3); further revise chapter 11 plan (.7); correspond with B. Schak re case status and open tasks (.2); call with B. Schak and J. McIntyre re confirmation order markups (.6).	3.6	Charlie Fendrych
36459659	12/10/2024	Prepare notice re confirmation (.9); correspond with C. Fendrych re same (.3); coordinate filing of same (.2); coordinate re confirmation documents preparation (.4); analysis re related issues (.7); preparation re hearing (.4).	2.9	Daniel Porat
36461638	12/10/2024	Review confirmation order markups (1.0); revise same (3.1); call with B. Schak and C. Fendrych re same (.6); correspond with various parties re same and plan issues (.8).	5.5	James McIntyre
36601122	12/10/2024	Revise chapter 11 plan supplement (1.9); correspond with Milbank FRG team re confirmation deadlines (.2); draft materials re confirmation schedule (.7).	2.8	Rupsha Basu
36426726	12/11/2024	Correspond with S. Massman (DPW) re voting process (.3); correspond with M. Brod re same (.2); draft correspondence re confirmation scheduling (.4); correspond with A. Minear (FF), A. Libby (DPW), others re same (.2); review revised chapter 11 plan (.3); correspond with D. Porat, J. McIntyre re plan-related filings (.2); review updated draft of Confirmation Order (.3).	1.9	Benjamin Schak
36444905	12/11/2024	Review treatment of 1L claims in chapter 11 Plan (.2); revise chapter 11 plan (1.8); correspond with DPW and KK teams re updated plan (.6).	2.6	Charlie Fendrych



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36461371	12/11/2024	Revise confirmation order (5.0); correspond with Milbank FRG team and DPW re same (.5); review revised chapter 11 plan (.4).	5.9	James McIntyre
36463217	12/11/2024	Review correspondence re ongoing negotiations towards agreed chapter 11 plan.	1.3	Michael Rivkin
36601126	12/11/2024	Call with D. Landry (Incora) re confirmation (.6); review draft pleadings re chapter 11 plan confirmation (1.9); comments to same (.8).	3.3	Samuel A. Khalil
36433792	12/12/2024	Review Kobre Plan language re appellate litigation (.2); call with J. Conte (KK) re same (.4); correspond with J. Weber (PW) re same (.1); correspond with A. Leblanc, others at Milbank re same (.7); call with J. Weber (PW) re same (.1); call with L. Marinuzzi (MoFo) re confirmation process (.1); correspond with A. Minear (FF) re balloting (.1); review draft confirmation brief (2.0); correspond with J. Wolf re same (.1); correspond with J. McIntyre re balloting (.1); correspond with M. Stein (KBT) re chapter 11 plan comments (.1); correspond with C. Fendrych re chapter 11 plan timeline (.2); correspond with S. Khalil re same (.1); correspond with K. Somers (DPW) re balloting and other issues (.1); review schedule of retained causes of action (.1); correspond with S. Vora re same (.1); call with J. McIntyre re confirmation order (.2); review DPW revisions to Plan (.4); review FF markup of confirmation order (.2); correspond with MoFo re Plan objection (.1).	5.5	Benjamin Schak
36444532	12/12/2024	Review open plan issues and timing (.4); review drafts (.4); conference with mediator (.3); review DPW correspondence and suggestions (.3).	1.4	Dennis F. Dunne
36444928	12/12/2024	Correspond with UST re plan objection (.3); review DPW plan markup (.4); revise chapter 11 Plan (.9); review UCC plan objection (1.0); revise slides re Plan objections (.4); correspond with Chubb counsel (.3).	3.3	Charlie Fendrych
36447080	12/12/2024	Cite check confirmation brief.	5.9	Rebecca Smith
36455207	12/12/2024	Review correspondence re Incora chapter 11 plan.	0.5	Casey Fleck
36459697	12/12/2024	Draft confirmation brief (2.8); review comments to same (.4); analyze brief re related issues (1.0); correspond with B. Schak re brief related items (.5); correspond with C. Fendrych and B. Schak re confirmation and filings related items (.7).	5.4	Daniel Porat
36463420	12/12/2024	Correspond with various parties re chapter 11 plan and confirmation order (2.4); attend confirmation workstreams call (.3); review UST plan objection (.3); correspond with Verita re voting logistics (.5); call with K. Martin (Verita) re same (.2); revise confirmation order (1.8); call with B. Schak re same (.2); review revised chapter 11 plan (.3).	6.0	James McIntyre
36601139	12/12/2024	Revise Plan supplement.	1.2	Rupsha Basu
37016065	12/12/2024	Review correspondence re negotiations to agreed chapter 11 plan for filing.	1.2	Michael Rivkin
36446814	12/13/2024	Proofread confirmation brief.	1.6	Rebecca Smith
36447265	12/13/2024	Pull of 2024 2026 Noteholder Ballots.	0.2	Charmaine Thomas
36450451	12/13/2024	Review revised hearing outline for plan confirmation (1.1); review UST objections to plan (1.8); review caselaw research re same (2.4).	5.3	Samuel A. Khalil

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36454451	12/13/2024	Correspond with DPW, MoFo re Plan comments (.1); call with D. Porat, C. Fendrych, J. McIntyre, R. Basu re plan-related workstreams (.5); correspond with D. Porat re same (.1); review Plan supplement (.2); review KBT comments to Plan (.2); correspond with DPW, HSG, FF, KK re same (.1); correspond with M. Brod re K&K Plan comments (.2); call with K. Somers (DPW) re various plan items (.1); review Plan markup (.2); correspond with J. Weber (PW) re status of plan (.1); review DPW markup of confirmation order (.4); review further confirmation order edits (.3); correspond with A. Minear (FF) re various balloting and plan issues (.2); review Cejka declaration (.2); review draft confirmation brief (.3).	3.2	Benjamin Schak
36459480	12/13/2024	Revise confirmation brief (5.5); coordinate re confirmation related workstreams (.4); analyze same re solicitation issues (.5); attend Milbank FRG team call re Plan related issues (.5); call with C. Fendrych re same (.6); call with Verita re same (.3); revise chapter 11 plan markups (.3); review related analysis (.5); call with C. Fendrych re same (.5).	9.1	Daniel Porat
36461963	12/13/2024	Correspond with Milbank and noteholders re confirmation issues (1.6); attend confirmation workstreams call with FRG (.5); review confirmation demonstrative (.2); review new business plan demonstrative (.2); review confirmation order markup (.4); revise same (.9); correspond with D. Porat and C. Fendrych re voting declaration (.3); review plan markups (.5); review ballots (.3); correspond with Verita and FF re same (.2).	5.1	James McIntyre
36462227	12/13/2024	Review previous correspondence re chapter 11 plan.	0.5	Michael Rivkin
36601150	12/13/2024	Correspond with all relevant parties re chapter 11 plan confirmation order (.2); revise same (2.9); attend call with B. Schak, C. Fendrych and others re chapter 22 plan related issues (.5).	3.6	Rupsha Basu
36601156	12/13/2024	Revise portion of confirmation brief (.4); revise related declarations re confirmation (.3).	0.7	Julie Wolf
36601538	12/13/2024	Correspond with Chubb team (.1); revise chapter 11 plan (1.9); correspond with B. Schak re plan (.2); finalize Plan draft for external review (.8); update confirmation brief (.2); call with D. Porat re chapter 11 plan markup from FF (.6); follow-up correspondence with same re same (.7); call with D. Porat re Verita declaration in support of Plan (.5); revise Verita declaration (1.8); attend Milbank FRG team call re plan related issues (.5).	7.3	Charlie Fendrych
36444686	12/14/2024	Review Senator issues (.3); review Carlyle questions re same (.2); review Langur Maize provisions re same (.2); review revisions to documents (.6).	1.3	Dennis F. Dunne
36447187	12/14/2024	Review re creating in Confirmation Brief (.3); further follow up re same (.3); update TOC and TOA (1.1); further review same (.4).	2.1	Charmaine Thomas
36458918	12/14/2024	Attend confirmation workstreams meeting with D. Porat, C. Fendrych, and R. Basu (.5); revise confirmation order (.3); correspond with FRG re same (.2); correspond with Verita re voting issues (.8); revise voting declaration (1.5); correspond with various parties re plan and confirmation (.6).	3.9	James McIntyre
36460010	12/14/2024	Review plan markups (.7); draft confirmation brief arguments (3.2); attend confirmation hearing call (.5); call with C. Fendrych re confirmation preparation (.4); confirmation preparation (.7); review confirmation documents (.5).	6.0	Daniel Porat

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36462304	12/14/2024	Review correspondence re chapter 11 plan (.9); revise documents re same (.6).	1.5	Michael Rivkin
36474810	12/14/2024	Review confirmation brief (.6); correspond with B. Schak re same (.1); review confirmation order and related plan documents (1.7).	2.4	Matt Brod
36601158	12/14/2024	Attend Milbank FRG team call re confirmation.	0.5	Rupsha Basu
36601164	12/14/2024	Correspond with WC team re chapter 11 plan (.4); incorporate external plan concept (.8); correspond with external parties re chapter 11 plan (.5); attend Milbank FRG team call re confirmation (.5).	2.2	Charlie Fendrych
36601166	12/14/2024	Revise portion of confirmation brief (.6); revise declarations in support of confirmation (.3).	0.9	Julie Wolf
36445023	12/15/2024	Draft summary re open plan issues (.7); call with D. Porat re open plan issues (.4); compile revised plan (1.7).	2.8	Charlie Fendrych
36460619	12/15/2024	Correspond with FRG and Litigation re confirmation hearing (.4); revise confirmation order (.4); correspond with various parties re plan, confirmation order, and confirmation hearing preparation (2.2); revise voting declaration (.5).	3.5	James McIntyre
36461122	12/15/2024	Review multiple correspondence re plan filing and DoRT (1.3); review revised DoRT (.4); provide comments to same (.3).	2.0	Michael Rivkin
36474805	12/15/2024	Review multiple plan documents and status thereof (.9); correspond with Milbank FRG team re same (.3).	1.2	Matt Brod
36601175	12/15/2024	Revise confirmation brief (3.3); correspond with internal team re finalization and filing of same (.9); call with C. Fendrych re open plan issues (.4); correspond with internal team re filing of confirmation documents (2.3).	6.9	Daniel Porat
36484126	12/16/2024	Participate in confirmation hearing (partial) (1.1); review pleadings in connection with same (1.8).	2.9	Samuel A. Khalil
36492003	12/16/2024	Review correspondence from M. Brod re plan documents.	0.5	Casey Fleck
36500157	12/16/2024	Revise confirmation order (.5); review UCC confirmation statement (.2).	0.7	James McIntyre
36601188	12/16/2024	Review correspondence re plan documents status.	0.4	Michael Rivkin
36601540	12/16/2024	Review preparations re confirmation (2.2); review language re exculpations and third-party releases (.8); correspond with B. Schak re same (.1); call with same re same (.1); draft confirmation order language (.3); correspond with internal team re confirmation documents and process (1.2); correspond with DPW re voting (.2).	4.9	Daniel Porat
36601544	12/16/2024	Draft language re exculpations and third-party releases (.5); call with D. Dunne re same (.1); call with D. Porat re same (.1); call with S. Massman (DPW) (.1); call with A. Jimenez (UST) (.2); call with A. Jimenez (UST) (.3); follow-up call with S. Vora (.2); prepare for hearing re same (.1).	1.6	Benjamin Schak
37016098	12/16/2024	Review changes to exculpation provisions based on court's ruling (.2); conference with B. Schak re same (.1).	0.3	Dennis F. Dunne
36469574	12/17/2024	Consider potential voting schedule.	0.1	Benjamin Schak
36500172	12/17/2024	Revise confirmation order (2.6); correspond with FRG and UCC re same and plan (.4); correspond with Milbank FRG team, DPW, and Verita re voting deadline (.3); call with K. Somers (DPW) re same (.1).	3.4	James McIntyre
36601193	12/17/2024	Correspond with B. Schak re voting issues.	0.3	Daniel Porat

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36485248	12/18/2024	Review notice re voting deadline (.1); call with S. Khalil re confirmation process (.2).	0.3	Benjamin Schak
37016112	12/18/2024	Draft notice of extended voting deadline.	0.2	Rupsha Basu
37016123	12/18/2024	Correspond with B. Schak re plan workstreams (.1); review confirmation order markup (.2); revise same (.3).	0.6	James McIntyre
36478321	12/19/2024	Review remaining open issues (.4); review internal correspondence re same (.2).	0.6	Dennis F. Dunne
36502613	12/19/2024	Correspond with Milbank FRG team re exclusivity objection deadline.	0.4	Charlie Fendrych
36601237	12/19/2024	Revise confirmation order (1.4); correspond with Verita re ballot tabulation (.2); review precedent voting declarations (.3).	1.9	James McIntyre
36494181	12/20/2024	Review comments to plan related documents (.7); correspond with Milbank FRG team re same (.3).	1.0	Casey Fleck
36514342	12/20/2024	Review correspondence from J. McIntyre re voting and confirmation matters.	0.3	Rupsha Basu
37016211	12/20/2024	Correspond with Milbank FRG team re confirmation and voting (.5); call with K. Somers (DPW) re voting question (.1).	0.6	James McIntyre
36509768	12/24/2024	Correspond with D. Porat, J. McIntyre, C. Fendrych, R. Basu re various plan-related documents.	0.1	Benjamin Schak
36526884	12/24/2024	Correspond with Milbank FRG team re revised plan.	0.1	Daniel Porat
36601287	12/24/2024	Call with DPW, Fried Frank, and noteholders re issues list re LLCA and confirmation issues.	1.2	Jason T. Anderson
36601406	12/24/2024	Correspond with Milbank FRG team and noteholders re confirmation workstreams.	0.3	James McIntyre
37016223	12/24/2024	Correspond with B. Schak re plan (.1); compile filing versions of plan and confirmation order (.4); draft external email re plan and confirmation order (.3); correspond with Milbank FRG team re confirmation order (.2); correspond with DPW, Kobre/Fried Frank, MoFo, and UST re filing versions (.6).	1.6	Charlie Fendrych
36505480	12/26/2024	Analyze chapter 11 plan re critical vendor clawback (.3); prepare for filing of further plan-related documents (.3); review fourth amended plan supplement for filing (.1); review UCC comments to Confirmation Order (.2); review numerous plan-related documents in preparation for confirmation hearing (5.2).	6.1	Benjamin Schak
36521201	12/26/2024	Prepare fourth (1.9) and fifth (1.4) amended plan supplements for filing.	3.3	Rupsha Basu
36526586	12/26/2024	Review updated plan.	0.2	Daniel Porat
36527219	12/26/2024	Correspond with B. Schak re filing version of plan/redlines.	0.6	Charlie Fendrych
36601422	12/26/2024	Review latest set of issues and edits from DPW (.2); review B. Bennett's asks for LM (.1).	0.3	Dennis F. Dunne
36601430	12/26/2024	Correspond with Verita, Milbank FRG team, and noteholders re voting issues (.7); review confirmation order markup (.3); revise same (.3); draft supplemental voting declaration (.4); correspond with Verita re same (.1); correspond with various parties re LLCA and plan (.4).	2.2	James McIntyre
36510112	12/27/2024	Correspond with J. McIntyre, others re balloting (.1); call with J. McIntyre, C. Fendrych, J. Lee (Verita), others re voting report and related matters (.2); correspond with J. He, others at DPW re same (.1).	0.4	Benjamin Schak

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<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36511818	12/27/2024	Review issues re takeback notes (.4; call with Davis Polk and Fried Frank re same (.6).	1.0	Casey Fleck
36526900	12/27/2024	Coordinate document filings (.4); analyze issues re voting (.7); correspond with B. Schak re same (.3); review other issues re confirmation (.3).	1.7	Daniel Porat
36527023	12/27/2024	Coordinate filing of plan (.4); correspond with DPW re filed plan (.1); correspond with D. Landry (Incora) re entered confirmation order and related issue (.2); correspond with DPW team re confirmation order issue (.2).	0.9	Charlie Fendrych
36601445	12/27/2024	Attend call re final open issues before confirmation (.8); further revise fourth plan supplements (.2) fifth plan supplements (.1).	1.1	Rupsha Basu
36601449	12/27/2024	Correspond with Milbank FRG team re open issues re confirmation (.2); correspond with Latham and Platinum re same (.2).	0.4	Russell J. Kestenbaum
36601455	12/27/2024	Correspond with various parties re confirmation-related filings (.4); correspond with various parties re voting (.5); review vote tabulation (.9); call with B. Schak, C. Fendrych, and Verita re tabulation (.2); prep call B. Schak, J. Anderson, DPW, Fried Frank, and Kobre re LLCA and confirmation (1.3).	3.3	James McIntyre
36601457	12/27/2024	Conference with Fried Frank, DPW, Kobre, J. Anderson, J. McIntyre re LLC Agreement, and other documents re confirmation (partial).	0.7	Benjamin Schak
36526757	12/29/2024	Analyze post-confirmation matters.	0.2	Daniel Porat
36529501	12/29/2024	Correspond with Milbank FRG and H&B teams re confirmation order (.8); review precedent notices of effective date (.4); review vote tabulation (.4).	1.6	James McIntyre
36526234	12/30/2024	Review draft notice re confirmation (.1); review related issues (.1).	0.2	Daniel Porat
36526398	12/30/2024	Correspond with R. Kestenbaum re plan confirmation.	0.5	Michael Rivkin
36601476	12/30/2024	Review Verita tabulation report (.5); correspond with Verita re same (.4); revise motion to modify confirmation order (.2); call with K. Somers (DPW) re same (.1).	1.2	James McIntyre
37016255	12/30/2024	Correspond with R. Basu re SAP motion (.2); correspond with B. Schak re modified motion to correct (.4).	0.6	Charlie Fendrych
37016259	12/30/2024	Review confirmation order (.3); review correspondence re emergence (.2).	0.5	Julie Wolf
36527911	12/31/2024	Correspond with J. McIntyre, others re review of voting report.	0.1	Benjamin Schak
36529330	12/31/2024	Correspond with DPW re confirmation order (.2); draft motion to compel (.8); review vote tabulation issues (.7); correspond with Milbank FRG team and Verita re same (.7).	2.4	James McIntyre
36601490	12/31/2024	Correspond with Milbank FRG team re steps to plan emergence.	0.9	Michael Rivkin



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**45721.00031 Regulatory Issues**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36388460	12/5/2024	Review correspondence re timing and regulatory analysis.	0.5	Charl Van der Merwe
36399487	12/5/2024	Call with D. Zelman re regulatory matters re emergence.	0.2	Benjamin Schak
36405866	12/5/2024	Call with B. Schak re regulatory matters re emergence (.2); correspond with same re same (.3).	0.5	Dana Zelman
36393723	12/6/2024	Review internal correspondence re revenue and analysis (.4); review correspondence re regulatory issues and timing (.4).	0.8	Charl Van der Merwe
36399584	12/6/2024	Correspondence with C. Van der Merwe, D. Zelman re diligence information for FF.	0.1	Benjamin Schak
36409563	12/6/2024	Correspondence re emergence timeline and related issues (.3); review DDTC and CFUUS notices (.4).	0.7	Dana Zelman
36413112	12/6/2024	Internal and external correspondence re national security considerations.	0.3	Clayton Melton
37015007	12/6/2024	Follow up on DCSA FCL relinquishment (.2); follow up with Company re same (.2).	0.4	John Beahn
36456532	12/9/2024	Draft correspondence re FCL relinquishment with DCSA (.3); correspond with Milbank team re due outs for emergence from bankruptcy (.3); follow up matters re FCL termination letter to DCSA (.2).	0.8	Clayton Melton
36488243	12/9/2024	Review FCL termination requirements and NISPM regulations re same.	0.8	John Beahn
36601113	12/9/2024	Review antitrust and FDI questions (1.2); review correspondence re inquiries from the Company (.6).	1.8	Charl Van der Merwe
36422835	12/10/2024	Call with D. Landry (Incora) re FCL relinquishment (.4); correspond with C. Melton re same (.4); review correspondence re same (.4).	1.2	Dana Zelman
36425199	12/10/2024	Review correspondence re antitrust updates (.3); correspond with DPW re Canada and Israel (.7).	1.0	Charl Van der Merwe
36425150	12/11/2024	Review correspondence with DPW (.2); review correspondence with Incora (.2); review FF merger and FDI responses (.8); draft correspondence to FF (.3).	1.5	Charl Van der Merwe
36444411	12/11/2024	Review correspondence re FCL termination.	0.5	Dana Zelman
36456008	12/11/2024	Review correspondence re FCL relinquishment with DCSA.	0.2	Clayton Melton
36433826	12/12/2024	Review correspondence re antitrust pre-clearance applications.	0.1	Benjamin Schak
36440828	12/12/2024	Review Canada and Israel antitrust extension request (1.0); review correspondence with FRG re same (.3); review correspondence with Incora re same (.2); correspond with FF re same (.2); correspond with DPW re NCV (.5); review correspondence with FRG re same (.3).	2.5	Charl Van der Merwe
36444073	12/12/2024	Call to DCSA case officer re antitrust (.2); call with outside counsel re antitrust (.2); review initial draft of FCL termination request letter (.6); research re same (.7).	1.7	Dana Zelman
36455472	12/12/2024	Correspond with DCSA re FCL relinquishment (.2); call with DCSA re steps for termination of FCL and notification of withdrawal of FCL application (.3).	0.5	Clayton Melton
36488484	12/12/2024	Follow up on DCSA discussion re FCL termination (.2); review precedent terminations and timing re same (.3).	0.5	John Beahn
36441018	12/13/2024	Review correspondence with FF re antitrust (.7); review correspondence with Incora re same (.3).	1.0	Charl Van der Merwe

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**45721.00031 Regulatory Issues**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36444421	12/13/2024	Draft letters on FCL termination (.7); revise same (.4); research re same (.9).	2.0	Dana Zelman
36456418	12/13/2024	Review antitrust and FDI extensions (.7); review additional Fried Frank analysis (.6); review previous correspondence re same (.2).	1.5	Ajal Notowicz
36457386	12/13/2024	Review correspondence re review re FCL relinquishment letters (.2); research NISPOM re certain regulations (1.3).	1.5	Clayton Melton
36453566	12/16/2024	Correspond with C. Melton re pending FCL termination letters.	0.3	Dana Zelman
36489867	12/16/2024	Revise FCL termination letters (.2); review precedent re same (.2).	0.4	John Beahn
36501298	12/16/2024	Review internal correspondence re drafting letters to DCSA re Facility Clearance and pending application for Facility Clearance license (.4); review draft letters (.7); provide comments to same (.4);	1.5	Clayton Melton
36491212	12/17/2024	Correspond with C. Melton re FCL termination letters.	0.2	Dana Zelman
36491442	12/19/2024	Review FCL termination letters (.4); correspond with C. Melton re same (.3).	0.7	Dana Zelman
36491379	12/20/2024	Correspond with C. Melton re FCL termination letters.	0.3	Dana Zelman
36501451	12/20/2024	Review internal correspondence from D. Zelman re letters to DCSA re Facility Clearance and pending application for new Facility Clearance license (.3); respond to same (.2).	0.5	Clayton Melton
36501158	12/23/2024	Review correspondence update from DPW re Israel (.3); correspond with J. Beahn re same (.2).	0.5	Charl Van der Merwe
36526985	12/23/2024	Review FCL termination letters (.2); review related documentation (.1).	0.3	John Beahn
36516152	12/27/2024	Correspond with D. Zelman re DSCA Letters and timing re the Plan.	0.4	Clayton Melton
36530537	12/31/2024	Review status re FCL termination letters (.3); correspond with J. Beahn re same (.2).	0.5	Dana Zelman

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**45721.00033 Securities Issues**

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36417558	12/2/2024	Call with B. Hecht (DPW) re successor reporting obligations (.5); research re same (1.2); review progressing trustee engagement and issues re same (.6).	2.3	Nicholas Kunz
36417463	12/3/2024	Draft registration notices.	1.7	Nicholas Kunz
36417516	12/4/2024	Call with Verita and Equiniti re transfer agent services (.5); correspondence re same (.3).	0.8	Nicholas Kunz
37014994	12/5/2024	Attend calls re solicitation logistics and transfer agent services.	0.3	Nicholas Kunz
36497704	12/16/2024	Review emergence open workstreams (.2); review escrow matters re emergence (.5).	0.7	Nicholas Kunz



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**45721.00034 Tax**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36396082	12/2/2024	Correspond with Milbank FRG team re DIP extension issues (.1); call with M. Fox, R. Kestenbaum, DPW Tax, and FF Tax re same and FF step plan issues (.5); review correspondence to DPW re DIP issues (.1).	0.7	Russell J. Kestenbaum
36409146	12/2/2024	Correspond with tax team re financing and related issues.	0.1	Daniel Porat
36409404	12/2/2024	Correspond with Milbank FRG and Milbank Tax teams re sig-mod analysis for extension of DIP (1.4); call with M. Fox, R. Kestenbaum, DPW Tax, and FF Tax re tax matters in structure (.5); correspond with same re same (.5).	2.4	Michael Rivkin
36601014	12/2/2024	Call with M. Rivkin, R. Kestenbaum, DPW Tax, and FF Tax re DoRT (.5); draft correspondence re significant modification (.4).	0.9	Mendy Fox
36375701	12/4/2024	Revise DoRT for tax issue raised by FF.	0.8	Mendy Fox
36395994	12/4/2024	Correspondence re FF comments to restructuring steps (.2); review various Plan mark ups (.4); correspondence re DIP extension tax issues (.3).	0.9	Russell J. Kestenbaum
36409225	12/4/2024	Call with DPW tax re DIP extension (.2); correspondence re impact of sig-mod of DIP on lenders (2.0).	2.2	Michael Rivkin
36396545	12/5/2024	Review previous correspondence (.2); review plan revisions (.2).	0.4	Russell J. Kestenbaum
36601050	12/5/2024	Initial review of background and credit agreement (.3); allocate tax review within UK tax team (.1).	0.4	Alan Francis Rafferty
36408837	12/6/2024	Review ABL (1.8); provide tax feedback (1.2).	3.0	Michael Rivkin
36601064	12/6/2024	Correspond with DPW re comments to DoRT (.2); correspond with N. Bachelis re new money financing structure (.2); review DPW's markup of DoRT (.3); correspondence with internal tax and AIP teams re new financing structure (.4); correspond with broader Milbank FRG team re tax status (.9); call with R. Kestenbaum and M. Rivkin re tax workstreams (.6).	2.6	Mendy Fox
36601076	12/6/2024	Review previous correspondence and checklist re confirmation and closing (.2); call with M. Fox, M. Rivkin re open tax workstreams (.6).	0.8	Russell J. Kestenbaum
36398570	12/9/2024	Call with M. Rivkin and M. Dewitz to discuss tax matters agreement.	0.3	Mendy Fox
36398604	12/9/2024	Call with FF and DPW tax groups to discuss tax matters agreement.	0.6	Mendy Fox
36398744	12/9/2024	Review and comment on tax checklist.	0.6	Mendy Fox
36445244	12/9/2024	Call with M. Fox, M. Rivkin re TMA issues (.4); review correspondence re same (.1); correspond with PwC re structuring issues (.2).	0.7	Russell J. Kestenbaum
36601546	12/9/2024	Call with DPW and LW re tax matters agreement (.4); call with M. Rivkin, R. Kestenbaum, and M. Dewitz re tax matters agreement (.4); call with FF and DPW tax groups re tax matters agreement (.6); review tax checklist (.2); comment on same (.3).	1.9	Mendy Fox
36462068	12/10/2024	Review RSA re restrictions on WSD/382 ownership change (.6); review PwC cash model (2.0); correspond with tax team re open workstreams (.3); review correspondence re plan filing (.4).	3.3	Michael Rivkin
37015533	12/10/2024	Correspond with D Dunne, S. Khalil re 382 issues (.2); review RSA re same (.3).	0.5	Russell J. Kestenbaum

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**45721.00034 Tax**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
37015626	12/10/2024	Correspond with D. Dunne and J. Holland (PEA) re tax-related payments to Platinum under PwC retention motion.	0.2	Benjamin Schak
37016062	12/11/2024	Correspond with PwC re tax model (.1); review same re preparation for call with Platinum (.3).	0.4	Russell J. Kestenbaum
36445200	12/12/2024	Review correspondence re UK loan redocumentation (.2); conference with M. Yassinger and D. Dunne re tax issues (.3); correspond with PwC re 382 issues (.2).	0.7	Russell J. Kestenbaum
36445337	12/13/2024	Review consolidated return rules re group termination/new group (.7); correspond with PwC re 382 and consolidated group issues (.4); correspond with Latham and Platinum re tax issues (.5).	1.6	Russell J. Kestenbaum
36437351	12/15/2024	Review revised DoRT (.9); comment on same (.7).	1.6	Mendy Fox
36445185	12/15/2024	Correspond with DPW and Milbank team re steps memorandum and tax issues (.5); review revised structure steps (.2); review plan re securities forms and forfeiture (.4); correspond with Milbank team re same (.5).	1.6	Russell J. Kestenbaum
36446732	12/16/2024	Review DoRT discussion re LLC conversions.	0.3	Mendy Fox
36446758	12/16/2024	Call with R. Kestenbaum and M. Rivkin re worthless stock deduction.	0.2	Mendy Fox
36477294	12/16/2024	Call with M. Fox, M. Rivkin re worthless stock issues (.2); correspond with P. Denaro re escrow shares concept (.2); correspond with Platinum and Latham (.2).	0.6	Russell J. Kestenbaum
36601190	12/16/2024	Call with R. Kestenbaum and M. Fox re worthless stock deduction.	0.2	Michael Rivkin
36477312	12/17/2024	Correspond with Milbank team re escrow for shares/notes.	0.4	Russell J. Kestenbaum
36601196	12/17/2024	Review LLCA and Indenture for escrow and forfeiture language.	1.0	Michael Rivkin
36477340	12/18/2024	Correspond with DPW, Milbank tax and PwC re LLCA and indenture language (.4); correspond with M. Fox and M. Rivkin re Fried Frank issues with appeal and related tax language (.4).	0.8	Russell J. Kestenbaum
36493896	12/18/2024	Call with M. Fox, DPW and PwC re tax treatment of litigation resolution (.7); call with M. Fox, Fried Frank, DPW and PwC re tax treatment of litigation resolution (.7); correspond with R. Kestenbaum re tax treatment of litigation resolution (.8); follow-up correspondence with M. Fox re same (.2).	2.4	Michael Rivkin
36601204	12/18/2024	Call with M. Rivkin, DPW tax, and PwC re tax treatment of litigation resolution (.7); call with M. Rivkin, DPW tax, Fried Frank, and PwC re same (.7).	1.4	Mendy Fox
36473244	12/19/2024	Call with R. Kestenbaum, M. Rivkin, Fried Frank, DPW, and PwC tax to discuss LLCA.	0.6	Mendy Fox
36494208	12/19/2024	Call with R. Kestenbaum to prepare for call with Fried Frank, DPW, and PwC tax (.1); call with R. Kestenbaum, M. Rivkin, M. Fox, Fried Frank, DPW, and PwC tax to discuss LLCA (.6); correspond with Milbank FRG team re tax workstreams (.8).	1.5	Michael Rivkin
36601229	12/19/2024	Correspond with Milbank team re tax issues (.2); call with M. Rivkin to prepare for call re LLCA (.1); review 1032 rules (.2); call with Fried Frank, DPW, PwC, M. Fox, M. Rivkin re LLCA (.6); follow-up correspondence with M. Rivkin (.2); correspond with Milbank team re escrowed shares and notes (.2).	1.5	Russell J. Kestenbaum
36479190	12/20/2024	Research F reorg question from R. Kestenbaum.	1.6	Mendy Fox

**Milbank LLP**  
**Description of Legal Services**  
**Ending December 31, 2024**

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**45721.00034 Tax**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36479424	12/20/2024	Correspond with Milbank team re stock issues (.2); correspond with Latham re same (.1); correspond with M. Rivkin re LLCA language (.2); correspond with Milbank team re same (.2); correspond with B. Schak re UCC tax questions (.1); call with M. Dewitz (Latham) re topco issues (.2); review F reorg rules (.5).	1.5	Russell J. Kestenbaum
36493839	12/20/2024	Research on F-reorg with insolvent entity (1.2); correspond with R. Kestenbaum re tax language in LLCA (.3); correspond with M. Fox re DoRT (.3); review revised indenture (.4).	2.2	Michael Rivkin
36497312	12/23/2024	Correspond with Milbank team and PwC team re steps plan and UK entity restructuring (.7); correspond with DPW team re LLCA (.1).	0.8	Russell J. Kestenbaum
36505454	12/23/2024	Correspond with M. Fox and others re language for Description of Restructuring Transactions.	0.1	Benjamin Schak
36521176	12/23/2024	Call with M. Fox re tax treatment of certain emergence steps (.3); correspond with same re same (.8).	1.1	Michael Rivkin
36601548	12/23/2024	Correspond with lender tax counsel re liquidation point (.3); respond to PwC re liquidation analysis (.4); respond to questions re UK implementation from PwC (.6); call with C. Yunza re tax treatment of additional steps (.5).	1.8	Mendy Fox
36504664	12/26/2024	Correspond re tax implications of DIP extension (.2); review revised LLCA (.2); correspond re DIP extension and tax issues (.2).	0.6	Russell J. Kestenbaum
36506500	12/29/2024	Draft questions re PwC proposal re UK tax issues for internal consideration.	1.4	Mendy Fox
36516496	12/30/2024	Correspond with Milbank Tax team, PwC, and DPW Tax re potential Topco LLC conversion and related tax issues (.5); correspond with Milbank FRG team re same (.1).	0.6	Russell J. Kestenbaum
36526258	12/30/2024	Review correspondence re tax issue.	0.2	Daniel Porat
36521255	12/31/2024	Call with M. Rivkin, B. Schak, A&M and PwC tax re tax workstream.	0.7	Mendy Fox
36521569	12/31/2024	Correspond with Latham and DPW tax re topco issues (.2); review revisions to TMA (.1); correspond with Milbank FRG team re topco LLC conversion questions (.1).	0.4	Russell J. Kestenbaum
36527647	12/31/2024	Correspond with R. Kestenbaum re Platinum-related tax structuring issue (.1); conference with M. Rivkin, M. Fox, PwC, C. Kelly, and others at A&M re tax planning (.6).	0.7	Benjamin Schak
36601491	12/31/2024	Call with M. Fox, B. Schak, A&M and PwC re tax planning.	0.6	Michael Rivkin

**Milbank LLP**  
**Description of Legal Services**  
**Ending December 31, 2024**

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**45721.00035 Vendors and Suppliers**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
37016260	12/30/2024	Review correspondence re outstanding vendor issues.	0.3	Julie Wolf

**Milbank LLP**  
**Description of Legal Services**  
**Ending December 31, 2024**

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**45721.00036 Mediation**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36601012	12/2/2024	Mediation session with Judge Shannon and A. Leblanc.	0.3	Dennis F. Dunne
36601018	12/2/2024	Call with Judge Shannon and D. Dunne re mediation (.3); call with J. Weisman (Silver Point) re same (.4); call with A. Libby (DPW) re same (.4); review correspondence re same (1.5).	2.6	Andrew M Leblanc
36410412	12/6/2024	Review correspondence re mediation (.2); correspond with Milbank FRG team re mediation preparation (.5).	0.7	Daniel Porat
36601062	12/6/2024	Review mediation updates.	0.3	Dennis F. Dunne
36410341	12/7/2024	Correspondence re mediation issues.	0.3	Daniel Porat
37015017	12/7/2024	Review Judge Shannon correspondence.	0.2	Dennis F. Dunne
36399651	12/8/2024	Attend mediation conference with B. Shannon (mediator), FF, DPW, others re governance.	0.2	Benjamin Schak
37015019	12/8/2024	Attend plenary mediation session with Judge Shannon (.3); review open issues (.6).	0.9	Dennis F. Dunne
37016083	12/13/2024	Review correspondence from party and mediator (.7).	0.7	Dennis F. Dunne
36601178	12/16/2024	Review next steps with Judge Shannon re mediation and ways to finalize open issues.	0.4	Dennis F. Dunne
37016114	12/18/2024	Review updates on open issues between DPW and Fried Frank groups (.3); review mediator updates and position re escrow (.3); review Plan C terms and timing (.4).	1.0	Dennis F. Dunne
37016204	12/20/2024	Attend conference with D. Reganato (Silver Point) re open issues (.2); attend conference with G. Seketa (JPM) re same (.2); review proposals and counter proposals (.4).	0.8	Dennis F. Dunne
36509775	12/24/2024	Correspond with UCC counsel re governance discussions (.1); call with A. Leblanc, J. Anderson, J. McIntyre, D. Porat, and C. Fendrych re status of mediation (.3).	0.4	Benjamin Schak
36601288	12/24/2024	Call with A. Leblanc, J. B. Schak, J. McIntyre, D. Porat, and C. Fendrych re mediation issues.	0.3	Jason T. Anderson
36601290	12/24/2024	Review mediation updates and remaining issues on plan and related documents.	0.8	Dennis F. Dunne
36601292	12/24/2024	Attend call with B. Schak, A. Leblanc, D. Porat, and others re mediation status.	0.3	Charlie Fendrych
36601394	12/24/2024	Call with B. Schak, J. Anderson, J. McIntyre, D. Porat, and C. Fendrych re status of mediation.	0.3	Andrew M Leblanc
36601407	12/24/2024	Call with B. Schak, J. Anderson, A. Leblanc, D. Porat, and C. Fendrych re status of mediation.	0.3	James McIntyre
36601409	12/24/2024	Internal call with A. Leblanc, J. Anderson, J. McIntyre, B. Schak, and C. Fendrych re confirmation hearing and mediation issues.	0.3	Daniel Porat
36505476	12/26/2024	Call with D. Dunne, A. Leblanc, J. Anderson, others re status of mediation discussions.	0.3	Benjamin Schak
36601412	12/26/2024	Call with D. Dunne, A. Leblanc, B. Schak re status of mediation negotiations.	0.3	Jason T. Anderson
36601423	12/26/2024	Call with J. Anderson, A. Leblanc, B. Schak re status of mediation.	0.3	Dennis F. Dunne
36601426	12/26/2024	Call with D. Dunne, A. LeBlanc, J. Anderson, B. Schak, D. Porat, and J. McIntyre re mediation status.	0.3	Charlie Fendrych
36601428	12/26/2024	Call with B. Schak D. Dunne, J. Anderson, others re status of mediation discussions (.3); correspond re status of negotiations (1.4).	1.7	Andrew M Leblanc

**Milbank LLP**  
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**Ending December 31, 2024**

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**45721.00036 Mediation**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Name</b>
36601431	12/26/2024	Call with D. Dunne, A. LeBlanc, J. Anderson, B. Schak, D. Porat, and C. Fendrych re mediation status.	0.3	James McIntyre
36601433	12/26/2024	Call with D. Dunne, A. LeBlanc, J. Anderson, B. Schak, C. Fendrych, and J. McIntyre re status of mediation.	0.3	Daniel Porat

Ending: December 31, 2024

## Air Travel

Index Number	Date	Description	Amount	Name
40073315	11/27/2024	Corporate Travel Management - --VENDOR: Corporate Travel Management PCARD FOR RECORDING ONLY - Daniel Porat	746.96	Daniel Porat
40073316	11/27/2024	Corporate Travel Management - --VENDOR: Corporate Travel Management PCARD FOR RECORDING ONLY - Daniel Porat	42.00	Daniel Porat
40048434	12/2/2024	DENNIS F. DUNNE - - CTM service fee for changing Houston hotel check-out date. Air Travel Agency Fee: Expense Date: 02-Dec-2024	7.50	Dennis F. Dunne
40048431	12/5/2024	DENNIS F. DUNNE - - CTM Service Fee. Air Travel Agency Fee: Expense Date: 05-Dec-2024	21.00	Dennis F. Dunne
40034360	12/6/2024	Benjamin Schak - - Transportation to Houston, TX for Incora hearing. - Airfare: Expense Date: 06-Dec-2024, Itinerary: LGA-IAH_LGA, International Flight: false, > 5 hours: false, Airline: Delta, Class of Service: Economy/Coach, Other Traveler: , Travel Dates: 15-Dec-2024 - 16-Dec-2024	558.95	Benjamin Schak
40034368	12/13/2024	Benjamin Schak - - Change fee for transportation to Houston, TX for Incora hearing. Air Travel Agency Fee: Expense Date: 13-Dec-2024	98.01	Benjamin Schak
40062794	12/13/2024	SAMIR VORA - - Flight from LAX to IAH airport. - Airfare: Expense Date: 13-Dec-2024, Itinerary: LAX-IAH; IAH-LAX, International Flight: false, > 5 hours: false, Airline: Jet Blue, Class of Service: Economy/Coach, Other Traveler: , Travel Dates: 15-Dec-2024 - 17-Dec-2024	1,357.00	Samir Vora
40034358	12/16/2024	Benjamin Schak - - Change fee for return flight from Houston, TX after Incora hearing. Air Travel Agency Fee: Expense Date: 16-Dec-2024	92.99	Benjamin Schak
40048427	12/16/2024	DENNIS F. DUNNE - - Wi-Fi for flight from AHX to IAH. Air Wifi: Expense Date: 16-Dec-2024	8.00	Dennis F. Dunne

Ending: December 31, 2024

Lexis

Index Number	Date	Description	Amount	Name
40029521	12/2/2024	Lexis: SCHAK, BENJAMIN	792.00	Benjamin Schak
40029522	12/2/2024	Lexis: SCHAK, BENJAMIN	95.00	Benjamin Schak
40032013	12/12/2024	Lexis: SMITH, REBECCA	990.00	Rebecca Smith
40032054	12/14/2024	Lexis: FENDRYCH, CHARLES	198.00	Paula M. Prudenti



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## Meal, Overtime

Index Number	Date	Description	Amount	Name
40031865	12/3/2024	Fendrych, Charles - - overtime dinner - Dinner: Expense Date: 03-Dec-2024, Merchant: Jin ramen, Type: Overtime, Guest(s): Fendrych, Charles	15.00	Charlie Fendrych
40031883	12/4/2024	Fendrych, Charles - - overtime dinner - Dinner: Expense Date: 04-Dec-2024, Merchant: souvlaki GR, Type: Overtime, Guest(s): Fendrych, Charles	15.00	Charlie Fendrych
40031838	12/9/2024	KUNZ, NICHOLAS - - OT meal at the office while working late on matter-related issues. - Dinner: Expense Date: 09-Dec-2024, Merchant: sweetgreen, Type: Overtime, Guest(s): Kunz, Nicholas	20.00	Nicholas Kunz
40033251	12/10/2024	GRUBHUB HOLDINGS INC. D/B/A SEAMLESS - Meal, Overtime - Seamless - Overtime Meal Billable - overtime meal.	20.00	Nathaniel Bachelis
40031872	12/12/2024	Fendrych, Charles - - overtime dinner - Dinner: Expense Date: 12-Dec-2024, Merchant: pranakhon thai, Type: Overtime, Guest(s): Fendrych, Charles	20.00	Charlie Fendrych
40033161	12/12/2024	GRUBHUB HOLDINGS INC. D/B/A SEAMLESS - Meal, Overtime - Seamless - Overtime Meal Billable - after hours meal	20.00	Nathaniel Bachelis
40033235	12/12/2024	GRUBHUB HOLDINGS INC. D/B/A SEAMLESS - Meal, Overtime - Seamless - Overtime Meal Billable - Evening work	20.00	Benjamin Schak

Ending: December 31, 2024

## Overtime Transportation Reimbursement

Index Number	Date	Description	Amount	Name
40026304	12/4/2024	MATT BROD - Overtime Uber - Taxi / Uber / Car Service: Expense Date: 04-Dec-2024, Travel Type: Overtime, From / To: 550 W 34th St, New York, NY 10001 - Home, Merchant: Uber	216.25	Matt Brod
40026344	12/4/2024	Fendrych, Charles - - Non-Uber transport home. Transportation Allowance: Expense Date: 04-Dec-2024	20.00	Charlie Fendrych
40028690	12/11/2024	Nathaniel Bachelis - Overtime Uber home - Taxi / Uber / Car Service: Expense Date: 11-Dec-2024, Travel Type: Overtime, From / To: W 34th St and 11th Ave, New York, New York 10001 - Home, Merchant: Uber	104.87	Nathaniel Bachelis
40028711	12/12/2024	Fendrych, Charles - - Non Uber transport home Transportation Allowance: Expense Date: 12-Dec-2024	20.00	Charlie Fendrych
40034290	12/20/2024	Benjamin Schak - Car from office to home in late evening (Dec. 19). - Taxi / Uber / Car Service: Expense Date: 20-Dec-2024, Travel Type: Overtime, From / To: 539 W. 34th St., NY, NY - Home, Merchant: Lyft	39.85	Benjamin Schak

Ending: December 31, 2024

## Ground Transportation - Local

Index Number	Date	Description	Amount	Name
40034365	12/15/2024	Benjamin Schak - Transportation to LGA. - Taxi / Uber / Car Service: Expense Date: 15-Dec-2024, Travel Type: Local, From / To: 71 Pierrepont St, Brooklyn, NY - 10702 Grand Central Pkwy, East Elmhurst, NY, Merchant: Lyft	57.20	Benjamin Schak
40062796	12/15/2024	SAMIR VORA - Uber from home to LAX airport; Uber one credits added back to total. - Taxi / Uber / Car Service: Expense Date: 15-Dec-2024, Travel Type: Local, From / To: Home - Terminal 7/8, Los Angeles International Airport (LAX), Los Angeles, CA 90045, US, Merchant: Uber	98.91	Samir Vora
40033321	12/17/2024	MATT BROD - Overtime Uber - Taxi / Uber / Car Service: Expense Date: 17-Dec-2024, Travel Type: Local, From / To: 550 W 34th St Fl, New York, NY 10001 - Home, Merchant: Uber	208.92	Matt Brod
40034364	12/17/2024	Benjamin Schak - Transportation from LGA to home. - Taxi / Uber / Car Service: Expense Date: 17-Dec-2024, Travel Type: Local, From / To: 10702 Grand Central Pkwy, East Elmhurst, NY - 55 Pierrepont St, Brooklyn, NY, Merchant: Lyft	114.17	Benjamin Schak
40048425	12/17/2024	DENNIS F. DUNNE - Transportation from LGA to home. - Taxi / Uber / Car Service: Expense Date: 17-Dec-2024, Travel Type: Local, From / To: LGA (LaGuardia), United Airlines Flight# 1015 - HOME, Merchant: Red Oak Transportation	95.05	Dennis F. Dunne
40062792	12/17/2024	SAMIR VORA - Uber from LAX airport to home; Uber One credits added back to total. - Taxi / Uber / Car Service: Expense Date: 17-Dec-2024, Travel Type: Local, From / To: Terminal 7, Los Angeles International Airport, Los Angeles, CA 90045 - Home, Merchant: Uber	130.71	Samir Vora

Ending: December 31, 2024

## Ground Transportation - Out of Town

Index Number	Date	Description	Amount	Name
40034361	12/15/2024	Benjamin Schak - Transportation from IAH to hotel. - Taxi / Uber / Car Service: Expense Date: 15-Dec-2024, Travel Type: Out Of Town, From / To: 2700 Terminal Rd S, Houston, TX - 806 Main St, Houston, TX, Merchant: Lyft	38.14	Benjamin Schak
40048429	12/15/2024	DENNIS F. DUNNE - Transportation from IAH to hotel. - Taxi / Uber / Car Service: Expense Date: 15-Dec-2024, Travel Type: Out Of Town, From / To: IAH (Houston Intl), United Airlines Flight# 1102 - Four Seasons Hotel Houston, 1300 Lamar Street, Houston, TX 77010,US, Merchant: Red Oak Transportation	68.35	Dennis F. Dunne
40062795	12/15/2024	SAMIR VORA - Uber from IAH airport to hotel; Uber one credits added back to total. - Taxi / Uber / Car Service: Expense Date: 15-Dec-2024, Travel Type: Out Of Town, From / To: 3329 N Terminal Rd, Houston, TX 77032, US - 1300 Lamar St, Houston, TX 77010, Merchant: Uber	141.11	Samir Vora
40062793	12/16/2024	SAMIR VORA - Uber from client to hotel; Uber One credits added back to total. - Taxi / Uber / Car Service: Expense Date: 16-Dec-2024, Travel Type: Out Of Town, From / To: 910 Louisiana St, Houston, TX 77002 - 1300 Lamar St, Houston, TX 77010, Merchant: Uber	22.29	Samir Vora
40062798	12/16/2024	SAMIR VORA - Uber from hotel to pick up items from client and go back to hotel. - Taxi / Uber / Car Service: Expense Date: 16-Dec-2024, Travel Type: Out Of Town, From / To: 1300 Lamar St, Houston, TX 77010 - 1300 Lamar St, Houston, TX 77010, Merchant: Uber	38.42	Samir Vora
40034367	12/17/2024	Benjamin Schak - Transportation from hotel to IAH. - Taxi / Uber / Car Service: Expense Date: 17-Dec-2024, Travel Type: Out Of Town, From / To: 806 Main St, Houston, TX - 3714 Terminal Rd N Houston, TX, Merchant: Lyft	68.89	Benjamin Schak
40048435	12/17/2024	DENNIS F. DUNNE - Transportation from courthouse to airport. - Taxi / Uber / Car Service: Expense Date: 17-Dec-2024, Travel Type: Out Of Town, From / To: 515 Rusk St, Houston, TX 77002-1650, US - George Bush Intercontinental Airport (IAH), Houston, TX 77032, US, Merchant: Uber	75.50	Dennis F. Dunne
40062797	12/17/2024	SAMIR VORA - Uber from hotel to IAH airport; Uber one credits added back to total. - Taxi / Uber / Car Service: Expense Date: 17-Dec-2024, Travel Type: Out Of Town, From / To: 1300 Lamar St, Houston, TX 77010 - George Bush Intercontinental Airport, Houston, TX 77032, Merchant: Uber	122.82	Samir Vora

Ending: December 31, 2024

## Meals - Out Of Town

Index Number	Date	Description	Amount	Name
40034366	12/15/2024	Benjamin Schak - - Meal in Houston for Incora hearing. - Hotel - Dinner: Expense Date: 15-Dec-2024, Hotel Name: , Check In - Check Out: - , Guest(s): Schak, Benjamin	56.40	Benjamin Schak
40034369	12/15/2024	Benjamin Schak - - Meal in Houston for Incora hearing. - Lunch: Expense Date: 15-Dec-2024, Merchant: HMSHost, Type: Out of Town, Guest(s): Schak, Benjamin	16.71	Benjamin Schak
40034370	12/15/2024	Benjamin Schak - - Meal in Houston for Incora hearing. - Breakfast: Expense Date: 15-Dec-2024, Merchant: Starbucks, Type: Out of Town, Guest(s): Schak, Benjamin	13.55	Benjamin Schak
40034362	12/16/2024	Benjamin Schak - - Meal in Houston for Incora hearing. - Lunch: Expense Date: 16-Dec-2024, Merchant: Mona Fresh Italian Food, Type: Out of Town, Guest(s): Schak, Benjamin	13.91	Benjamin Schak
40034363	12/16/2024	Benjamin Schak - - Meal in Houston for Incora hearing. - Breakfast: Expense Date: 16-Dec-2024, Merchant: Starbucks, Type: Out of Town, Guest(s): Schak, Benjamin	10.72	Benjamin Schak
40062791	12/16/2024	SAMIR VORA - - Dinner, snacks, and drinks expense while preparing for Wesco hearings. - Hotel - Dinner: Expense Date: 16-Dec-2024, Hotel Name: , Check In - Check Out: - , Guest(s): Vora, Samir	95.22	Samir Vora

Ending: December 31, 2024

**Lodging**

<b>Index Number</b>	<b>Date</b>	<b>Description</b>	<b>Amount</b>	<b>Name</b>
40034359	12/16/2024	Benjamin Schak - - Room charge, taxes, and fees. - Hotel - Lodging: Expense Date: 16-Dec-2024, Hotel Name: Marriott, Check In - Check Out: 15-Dec-2024 - 16-Dec-2024	379.61	Benjamin Schak
40034357	12/17/2024	Benjamin Schak - - Room charge, taxes, and fees. - Hotel - Lodging: Expense Date: 17-Dec-2024, Hotel Name: Marriott, Check In - Check Out: 16-Dec-2024 - 17-Dec-2024	380.24	Benjamin Schak
40048424	12/17/2024	DENNIS F. DUNNE - - Room charge, taxes, and fees. - Hotel - Lodging: Expense Date: 17-Dec-2024, Hotel Name: Four Seasons, Check In - Check Out: 15-Dec-2024 - 17-Dec-2024	431.30	Dennis F. Dunne
40062790	12/17/2024	SAMIR VORA - - Hotel expense for Wesco hearings. - Hotel - Lodging: Expense Date: 17-Dec-2024, Hotel Name: Four Seasons, Check In - Check Out: 15-Dec-2024 - 17-Dec-2024	871.68	Samir Vora

Ending: December 31, 2024

Westlaw

Index Number	Date	Description	Amount	Name
40030682	12/12/2024	Westlaw SMITH, REBECCA	2,569.24	Samuel A. Khalil

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

*In re*

**WESCO AIRCRAFT HOLDINGS, INC.,<sup>1</sup>**

Reorganized Debtor.

Case No. 23-90611 (MI)

Chapter 11

(Jointly Administered)

**ORDER ALLOWING  
INTERIM AND FINAL COMPENSATION  
AND REIMBURSEMENT OF EXPENSES OF  
MILBANK LLP AS COUNSEL TO THE DEBTORS  
AND DEBTORS IN POSSESSION FOR THE PERIOD  
FROM JUNE 1, 2023 THROUGH DECEMBER 27, 2024**

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<sup>1</sup> The captioned Reorganized Debtor is Incora Intermediate II LLC, the successor by merger to Wesco Aircraft Holdings, Inc. Its employer identification number is 33-2921953. Its principal office address and service address in this case is 2601 Meacham Blvd., Ste. 400, Fort Worth, TX 76137.



The Court has considered the Fifth Interim and Final Fee Application for Compensation and Reimbursement of Expenses (the “*Application*”) filed by Milbank LLP (the “*Applicant*”). The Court orders:

1. The Applicant is allowed compensation and reimbursement of expenses in the amount of \$36,215,335.13 for the period set forth in the Application.
2. The compensation and reimbursement of expenses allowed in this order is approved on a final basis.
3. The Reorganized Debtor is authorized to disburse any unpaid portion of the amounts allowed by paragraphs 1 or 2 of this Order.

Dated: \_\_\_\_\_  
Houston, Texas

\_\_\_\_\_  
MARVIN ISGUR  
UNITED STATES BANKRUPTCY JUDGE