

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

In re:	)	
	)	Chapter 11
	)	
VILLAGE ROADSHOW ENTERTAINMENT	)	Case No. 25-10475 (TMH)
GROUP USA INC., <i>et al.</i> , ¹	)	
	)	(Jointly Administered)
Debtors.	)	
	)	Obj. Deadline: October 31, 2025 at 4:00 p.m. (ET)

**SUMMARY OF SIXTH MONTHLY APPLICATION
OF SHEPPARD, MULLIN, RICHTER & HAMPTON LLP, AS
CO-COUNSEL TO THE DEBTORS AND DEBTORS IN POSSESSION, FOR
ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES
INCURRED FOR THE PERIOD FROM AUGUST 1, 2025 THROUGH AUGUST 31, 2025**

Name of Applicant:	Sheppard, Mullin, Richter & Hampton LLP
Authorized to Provide Professional Services to:	Debtors and Debtors in Possession
Date of Retention:	March 17, 2025 (order entered April 17, 2025)
Period for which compensation and reimbursement is sought:	August 1, 2025 through August 31, 2025
Amount of compensation sought as actual, reasonable, and necessary:	\$1,002,798.25
Amount of expense reimbursement sought as actual, reasonable, and necessary:	\$14,947.61
This is a: <u> X </u> monthly <u> </u> final application	
This application includes 9.70 hours and \$8,681.50 in fees incurred in connection with the preparation of Fee Applications.	

¹ The last four digits of Village Roadshow Entertainment Group USA Inc.'s federal tax identification number are 0343. The mailing address for Village Roadshow Entertainment Group USA Inc. is 750 N. San Vicente Blvd., Suite 800 West, West Hollywood, CA 90069. Due to the large number of debtors in these cases, which are being jointly administered for procedural purposes only, a complete list of the Debtors and the last four digits of their federal tax identification is not provided herein. A complete list of such information may be obtained on the website of the Debtors' claims and noticing agent at <https://www.veritaglobal.net/vreg>.



Prior applications:

Date Filed / Docket No.	Period Covered	Requested		Approved	
		Fees	Expenses	Fees	Expenses
5/13/2025 D.I. 333	3/17/2025 – 3/31/2025	\$599,876.00	\$44,899.12	\$599,876.00	\$44,899.12
6/26/2025 D.I. 610	4/1/2025 – 4/30/2025	\$1,437,586.35	\$22,778.75	\$1,437,586.35	\$22,778.75
7/2/2025 D.I. 622	5/1/2025 – 5/31/2025	\$1,454,448.25	\$17,322.43	\$1,454,448.25	\$17,322.43
8/1/2025 D.I. 709	6/1/2025 – 6/30/25	\$1,849,247.25	\$52,019.41	–	–
8/28/2025 D.I. 786	7/1/2025 – 7/31/2025	\$1,183,157.00	\$27,325.04	–	–

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COMPENSATION BY INDIVIDUAL

Name of Professional Person	Position	Department	Date of Admission	Hourly Billing Rate	Total Hours Billed	Total Compensation (\$)
Keith R. Gercken	Partner	Tax/Employee Benefits/T&E	12/11/1987	\$2,260.00	0.30	\$678.00
Stacey L. Rosenberg	Partner	Finance & Bankruptcy	12/12/1996	\$1,990.00	16.70	\$33,233.00
Justin R. Bernbrock	Partner	Finance & Bankruptcy	11/01/2012	\$1,670.00	227.00	\$379,090.00
Jennifer L. Nassiri	Partner	Finance & Bankruptcy	11/30/2000	\$1,545.00	138.90	\$214,600.50
Thomas V. Panoff	Partner	Business Trial	11/04/2004	\$1,480.00	9.60	\$14,208.00
Aerin A. Snow	Partner	Corporate & Securities	12/03/2012	\$1,260.00	20.80	\$26,208.00
Joseph A. Ireland	Associate	Entertainment	12/01/2016	\$1,175.00	40.90	\$48,057.50
Alyssa Paddock	Associate	Finance & Bankruptcy	06/13/2018	\$1,105.00	102.80	\$113,594.00
Sydney B. Hunemuller	Associate	Business Trial	10/30/2020	\$1,045.00	16.80	\$17,556.00
Matthew T. Benz	Associate	Finance & Bankruptcy	11/30/2022	\$895.00	171.90	\$153,850.50
John Herbstritt	Associate	Corporate & Securities	11/22/2023	\$825.00	7.50	\$6,187.50
Tatev Hovhannisyan	Associate	Entertainment	12/01/2023	\$765.00	22.70	\$17,365.50
Alyssa Garcia	Associate	Corporate & Securities	11/21/2024	\$765.00	4.10	\$3,136.50
Aaron X. Hill	Legal Assistant	Corporate & Securities	N/A	\$540.00	0.60	\$324.00
50% Discount for Non-Working Travel:				–	–	(\$25,290.75)
Grand Total:				–	780.60	\$1,002,798.25
Blended Rate:				\$1,284.65	–	–

COMPENSATION BY PROJECT CATEGORY

Task Code	Project Category	Total Hours	Total Fees (\$)
B110	Case Administration	122.70	\$185,422.50
B130	Asset Disposition	383.00	\$468,372.00
B140	Relief from Stay/Adequate Protection Proceedings	9.60	\$14,819.50
B160	Fee/Employment Applications and Statements	15.40	\$16,538.00
B185	Assumption/Rejection of Leases and Contracts	21.70	\$28,664.00
B190	Other Contested Matters	142.50	\$197,288.00
B195	Non-Working Travel	35.70	\$50,581.50
B210	Business Operations	6.20	\$9,579.00
B230	Financing/Cash Collections	2.80	\$4,405.50
B260	Board of Directors Matters	40.20	\$51,703.00
B270	Reporting	0.80	\$716.00
50% Discount for Non-Working Travel:		–	(\$25,290.75)
TOTAL:		780.60	\$1,002,798.25

EXPENSE SUMMARY

Expenses Category	Total Expenses (\$)
Airfare, Travel, and Taxi	\$6,922.51
Expert Services	\$6,520.06
Legal Research	\$1,462.50
Meals	\$42.54
TOTAL:	\$14,947.61

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

In re:	)	
	)	Chapter 11
	)	
VILLAGE ROADSHOW ENTERTAINMENT	)	Case No. 25-10475 (TMH)
GROUP USA INC., <i>et al.</i> , ¹	)	
	)	(Jointly Administered)
Debtors.	)	
	)	Obj. Deadline: October 31, 2025 at 4:00 p.m. (ET)

**SIXTH MONTHLY APPLICATION OF
SHEPPARD, MULLIN, RICHTER & HAMPTON LLP AS
CO-COUNSEL TO THE DEBTORS AND DEBTORS IN POSSESSION, FOR
ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES
INCURRED FOR THE PERIOD FROM AUGUST 1, 2025 THROUGH AUGUST 31, 2025**

Pursuant to sections 330 and 331 of title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the “Bankruptcy Code”), and rule 2016 of the Federal Rules of Bankruptcy Procedure, and in accordance with that certain *Order Authorizing the Retention and Employment of Sheppard, Mullin, Richter & Hampton LLP as Counsel for the Debtors and Debtors in Possession Effective as of the Petition Date* [Docket No. 210] (the “Retention Order”) and that certain *Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and (II) Granting Related Relief* [Docket No. 188] (the “Interim Compensation Order”), the law firm of Sheppard, Mullin, Richter & Hampton LLP (“Sheppard Mullin”) hereby applies (this “Application”) to the United States Bankruptcy Court for the District of Delaware (the “Court”) for reasonable compensation for professional legal services rendered as counsel to the above-captioned debtors and debtors in possession (collectively, the “Debtors”), in the amount

¹ The last four digits of Village Roadshow Entertainment Group USA Inc.'s federal tax identification number are 0343. The mailing address for Village Roadshow Entertainment Group USA Inc. is 750 N. San Vicente Blvd., Suite 800 West, West Hollywood, CA 90069. Due to the large number of debtors in these cases, which are being jointly administered for procedural purposes only, a complete list of the Debtors and the last four digits of their federal tax identification is not provided herein. A complete list of such information may be obtained on the website of the Debtors' claims and noticing agent at <https://www.veritaglobal.net/vreg>.

of \$1,002,798.25 together with reimbursement for actual and necessary expenses incurred in the amount of \$14,947.61, for the period from August 1, 2025, through and including August 31, 2025 (the “Monthly Fee Period”). In support of this Application, Sheppard Mullin respectfully represents as follows:

BACKGROUND

1. On March 17, 2025 (the “Petition Date”), each Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code.

2. Pursuant to the Retention Order, Sheppard Mullin was retained to represent the Debtors as bankruptcy counsel in connection with these chapter 11 cases, effective as of the Petition Date. The Retention Order authorizes Sheppard Mullin to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses.

3. All services for which compensation is requested herein by Sheppard Mullin were performed for or on behalf of the Debtors.

SUMMARY OF SERVICES RENDERED

4. Attached hereto as **Exhibit A** is a detailed statement of fees incurred during the Monthly Fee Period, showing the amount of \$1,028,089.00. Pursuant to this Application, Sheppard Mullin only seeks compensation for fees in the amount of \$1,002,798.25, which reflects a voluntary reduction of 50% of Sheppard Mullin’s fees incurred in connection with Non-Working Travel during the Monthly Fee Period in the amount of \$25,290.75.

5. The services rendered by Sheppard Mullin during the Monthly Fee Period are grouped into the categories set forth in **Exhibit A**. The attorneys and paraprofessionals who rendered services relating to each category are identified, along with the number of hours for each individual and the total compensation sought for each category, in the attachments hereto.

DISBURSEMENTS

6. Sheppard Mullin has incurred out-of-pocket disbursements during the Monthly Fee Period in the amount of \$14,947.61. Attached hereto as **Exhibit B** is a detailed statement of expenses paid during the Monthly Fee Period. This out-of-pocket disbursement sum is broken down into categories of charges, including, among other things, travel related expenses and expenses for “working meals.” A complete review by category of the expenses incurred for the Monthly Fee Period may be found attached hereto as **Exhibit B**.

7. Costs incurred for overtime and computer assisted legal research are not included in Sheppard Mullin’s normal hourly billing rates and, therefore, are itemized and included in Sheppard Mullin’s disbursements. Pursuant to Rule 2016-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), Sheppard Mullin represents that it is not seeking reimbursement for any copying or outgoing facsimile related charges in this Application, and that there is no surcharge for computer assisted legal research.

VALUATION OF SERVICES

8. Attorneys and paraprofessionals of Sheppard Mullin have expended a total of 780.60 hours in connection with the matter during the Monthly Fee Period.

9. The amount of time spent by each of these persons providing services to the Debtors for the Monthly Fee Period is fully set forth in the detail attached hereto as **Exhibit A**. These are Sheppard Mullin’s normal hourly rates of compensation for work of this character. The reasonable

value of the services rendered by Sheppard Mullin for the Monthly Fee Period as counsel for the Debtors in these cases is \$1,028,089.00.²

10. Sheppard Mullin believes that the time entries included in **Exhibit A** attached hereto and the expense breakdown set forth in **Exhibit B** attached hereto are in compliance with the requirements of Local Rule 2016-1.

11. In accordance with factors enumerated in section 330 of the Bankruptcy Code, the amount requested is fair and reasonable given (a) the complexity of these chapter 11 cases, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under chapter 11 of the Bankruptcy Code.

12. This Application covers the fee period from August 1, 2025, through and including August 31, 2025. Sheppard Mullin has continued, and will continue, to perform additional necessary services for the Debtors subsequent to the Monthly Fee Period, for which Sheppard Mullin will file subsequent monthly fee applications.

CONCLUSION

WHEREFORE, Sheppard Mullin requests that allowance be made to it in the sum of \$1,002,798.25 as compensation for necessary professional services rendered to the Debtors for the Monthly Fee Period, and the sum of \$25,290.75 for reimbursement of actual necessary costs and expenses incurred during that period, and requests such other and further relief as the Court may deem just and proper.

² Pursuant to this Application, Sheppard Mullin only seeks compensation for fees in the amount of \$1,002,798.25, which reflects a voluntary reduction of 50% of Sheppard Mullin's fees incurred in connection with Non-Working Travel during the Monthly Fee Period in the amount of \$25,290.75.

Dated: October 10, 2025
Wilmington, Delaware

/s/ Justin R. Bernbrock

**SHEPPARD, MULLIN, RICHTER &
HAMPTON LLP**

Justin R. Bernbrock (admitted *pro hac vice*)
Matthew T. Benz (admitted *pro hac vice*)
321 North Clark Street, 32nd Floor
Chicago, Illinois 60654
Telephone: (312) 499-6300
Facsimile: (312) 499-6301
Email: jbernbrock@sheppardmullin.com
mbenz@sheppardmullin.com

-and-

Jennifer L. Nassiri (admitted *pro hac vice*)
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Facsimile: (310) 228-3701
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-and-

Alyssa Paddock (admitted *pro hac vice*)
30 Rockefeller Plaza, 39th Floor
New York, NY 10112
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Facsimile: (212) 653-8701
Email: apaddock@sheppardmullin.com

*Co-Counsel for the Debtors and
Debtors in Possession*

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

In re:

VILLAGE ROADSHOW ENTERTAINMENT
GROUP USA INC., *et al.*,¹

Debtors.

)
) Chapter 11
)
) Case No. 25-10475 (TMH)
)
) (Jointly Administered)
)
)

VERIFICATION OF JUSTIN R. BERNBROCK

I, Justin R. Bernbrock, hereby declare the following under penalty of perjury:

1. I am a partner in the Finance and Bankruptcy Group of the law firm Sheppard, Mullin, Richter LLP (“Sheppard Mullin”). I am a resident of Sheppard Mullin’s Chicago office, located at 321 North Clark Street, 32nd Floor, Chicago, IL 60654. I am the lead attorney from Sheppard Mullin working on the chapter 11 cases of the above-captioned debtors and debtors in possession (collectively, the “Debtors”). I am a member in good standing of the Bar of the State of Illinois. There are no disciplinary proceedings pending against me.

2. I have personally performed many of the legal services rendered by Sheppard Mullin as general bankruptcy counsel to the Debtors and am familiar with all other work performed on behalf of the Debtors by the lawyers and other persons in the firm.

3. The facts set forth in the foregoing Monthly Fee Statement are true and correct to the best of my knowledge, information, and belief.

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4. I have reviewed Rule 2016-1 of the Local Rules of Bankruptcy Practice and Procedures of the United States Bankruptcy Court for the District of Delaware and believe that the Monthly Fee Statement for Sheppard Mullin complies with Rule 2016-1.

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

Dated: October 10, 2025
Chicago, Illinois

/s/ Justin R. Bernbrock

Justin R. Bernbrock
Sheppard, Mullin, Richter & Hampton LLP

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

In re:	) Chapter 11
	)
VILLAGE ROADSHOW ENTERTAINMENT	) Case No. 25-10475 (TMH)
GROUP USA INC., <i>et al.</i> , ¹	)
	) (Jointly Administered)
Debtors.	)
	) Obj. Deadline: October 31, 2025 at 4:00 p.m. (ET)

NOTICE OF SIXTH MONTHLY FEE APPLICATION

PLEASE TAKE NOTICE that the *Sixth Monthly Application of Sheppard, Mullin, Richter & Hampton LLP, as Co-Counsel to the Debtors and Debtors in Possession, for Allowance of Compensation and Reimbursement of Expenses Incurred for the Period from August 1, 2025, Through August 31, 2025* (the “Application”) has been filed with the United States Bankruptcy Court for the District of Delaware (the “Court”). The Application seeks allowance of monthly fees in the amount of \$1,002,798.25 and monthly expenses in the amount of \$14,947.61.

PLEASE TAKE FURTHER NOTICE that objections to the Application, if any, are required to be filed on or before **October 31, 2025, at 4:00 p.m. (ET)** (the “Objection Deadline”) with the Clerk of the United States Bankruptcy Court for the District of Delaware, 3rd Floor, 824 N. Market Street, Wilmington, Delaware 19801. You must also serve any such objection so as to be received by the following on or before the Objection Deadline: (i) the Debtors, Village Roadshow Entertainment Group USA Inc., 750 N. San Vicente Boulevard, Suite 800 West, West Hollywood, CA 90069, Attn: Kevin Berg; (ii) co-counsel to the Debtors: (a) Sheppard, Mullin, Richter & Hampton LLP, 321 North Clark Street, 32nd Floor Chicago, IL 60654, Attn: Justin Bernbrock (jbernbrock@sheppardmullin.com), and (b) Young Conaway Stargatt & Taylor, LLP, Rodney Square, 1000 North King Street, Wilmington, Delaware 19801, Attn: Joseph M. Mulvihill (jmulvihill@ycst.com); (iii) counsel to the DIP Lenders: (a) Morrison Foerster, 250 West 55th Street, New York, NY 10019, Attn: James Newton (jnewton@mofo.com), and (b) Potter Anderson & Corroon LLP, 1313 N. Market Street, 6th Floor Wilmington, Delaware 19801, Attn: Christopher M. Samis (csamis@potteranderson.com); (iv) counsel to the ABS Trustee, Barnes & Thornburg LLP, One North Wacker Drive Suite 4400, Chicago IL 60606, Attn: Aaron Gavant (agavant@btlaw.com); (v) the United States Trustee for the District of Delaware, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801, Attn: Timothy J. Fox Jr. (timothy.fox@usdoj.gov); (vi) counsel to the Committee, Pachulski Stang Ziehl & Jones LLP, 919 North Market Street, 17th Floor, Wilmington, DE 19801, Attn.: Bradford J. Sandler

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(bsandler@pszjlaw.com) and Peter J. Keane (pkeane@pszjlaw.com); and (vii) counsel to Warner Bros. Entertainment Inc. and its affiliates (collectively, “Warner Bros.”), (a) O’Melveny & Myers LLP, 400 South Hope Street, Suite 1900, Los Angeles, CA 90071, Attn.: Steve Warren (swarren@omm.com), and (b) Morris, Nichols, Arsht & Tunnell LLP, 1201 N. Market Street, 16th Floor, Wilmington, DE 19801, Attn.: Curtis S. Miller (cmiller@morrisnichols.com).

PLEASE TAKE FURTHER NOTICE THAT, PURSUANT TO THE ORDER (I) ESTABLISHING PROCEDURES FOR INTERIM COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR PROFESSIONALS AND (II) GRANTING RELATED RELIEF [DOCKET NO. 188], IF NO OBJECTIONS ARE FILED AND SERVED IN ACCORDANCE WITH THE ABOVE PROCEDURES, THE DEBTORS WILL BE AUTHORIZED TO PAY 80% OF THE REQUESTED FEES AND 100% OF THE REQUESTED EXPENSES WITHOUT FURTHER ORDER OF THE COURT.

PLEASE TAKE FURTHER NOTICE THAT ONLY IF AN OBJECTION IS PROPERLY AND TIMELY FILED IN ACCORDANCE WITH THE ABOVE PROCEDURES WILL A HEARING BE HELD ON THE APPLICATION.

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Dated: October 10, 2025
Wilmington, Delaware

/s/ Joseph M. Mulvihill

**YOUNG CONAWAY STARGATT &
TAYLOR, LLP**

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Benjamin C. Carver (Del. Bar No. 7176)
Brynna M. Gaffney (Del. Bar No. 7402)
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*Co-Counsel for the Debtors and
Debtors in Possession*

**SHEPPARD, MULLIN, RICHTER &
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*Co-Counsel for the Debtors and
Debtors in Possession*

EXHIBIT A



Sheppard Mullin Richter & Hampton LLP
350 S. Grand Avenue, 40th Floor
Los Angeles, CA 90071-3460
213-620-1780 main
213-620-1398 main fax

Kevin Berg
General Counsel
c/o Village Roadshow Entertainment Group USA Inc.
10100 Santa Monica Blvd., Suite 200
Los Angeles, CA 90067

SMRH Tax ID 95-1463164
October 9, 2025
Invoice 260035814

Our Matter No. 76KN-409057
VREG - Chapter 11 Bankruptcy Matters
Billing Atty: Justin R. Bernbrock

INVOICE SUMMARY

FOR PROFESSIONAL SERVICES THROUGH AUGUST 31, 2025

Current Fees	\$ 1,028,089.00
Current Disbursements	\$ 14,947.61

Total Current Activity	\$ 1,043,036.61
50% Discount for Non-Working Travel	<u>\$ (25,290.75)</u>
Total Due for This Invoice	<u>\$ 1,017,745.86</u>

DUE IMMEDIATELY UPON RECEIPT

Inquiries: armbx@sheppardmullin.com or contact 213-455-7771

Electronic Payments



Payment by Check



Overnight Mail Delivery





Sheppard Mullin Richter & Hampton LLP
 350 S. Grand Avenue, 40th Floor
 Los Angeles, CA 90071-3460
 213-620-1780 main
 213-620-1398 main fax

76KN-409057 VREG - Chapter 11 Bankruptcy Matters
 Justin R. Bernbrock

October 9, 2025
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FOR PROFESSIONAL SERVICES THROUGH 08/31/25

FEE DETAIL

Case Administration

08/01/25	Prepare for and attend telephone conference with SMRH team re open issues (1.3); review and analyze open issues re strategy and tactics (3.1).		
	Justin R. Bernbrock	4.40 hrs.	\$ 1670.00/hr.
08/01/25	Review issues and respond to various communications re case status.		
	Alyssa Paddock	.40 hrs.	\$ 1105.00/hr.
08/02/25	Review, analyze open issues re strategy and tactics (1.7); telephone conferences with case parties re open issues (1.1).		
	Justin R. Bernbrock	2.80 hrs.	\$ 1670.00/hr.
08/03/25	Review, analyze open issues re strategy and tactics (1.9); telephone conferences with case parties re same (1.2).		
	Justin R. Bernbrock	3.10 hrs.	\$ 1670.00/hr.
08/04/25	Review and analyze open issues re strategy and tactics (3.2); telephone conferences with case parties re open issues (1.8).		
	Justin R. Bernbrock	5.00 hrs.	\$ 1670.00/hr.
08/04/25	Review issues and respond to various communications re case status.		
	Alyssa Paddock	1.70 hrs.	\$ 1105.00/hr.
08/04/25	Review, revise case checklist and WIP tracker (.3); confer with SMRH team re case status and attend to priority work streams (.6).		
	Matt Benz	.90 hrs.	\$ 895.00/hr.



Sheppard Mullin Richter & Hampton LLP
 350 S. Grand Avenue, 40th Floor
 Los Angeles, CA 90071-3460
 213-620-1780 main
 213-620-1398 main fax

76KN-409057 VREG - Chapter 11 Bankruptcy Matters
 Justin R. Bernbrock

October 9, 2025
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FEE DETAIL

08/05/25	Attend telephone conference with SMRH team re case update (.7); review and analyze open issues re strategy and tactics (3.3); correspond with SMRH team re next steps and work in progress (1.1).		
	Justin R. Bernbrock	5.10 hrs.	\$ 1670.00/hr.
08/05/25	Review issues and respond to various communications re case status.		
	Alyssa Paddock	.40 hrs.	\$ 1105.00/hr.
08/05/25	Review, revise case checklist and WIP tracker.		
	Matt Benz	.40 hrs.	\$ 895.00/hr.
08/06/25	Prepare for and attend telephone conference with S. Drake re open issues and next steps (1.3); review and analyze open issues re strategy and tactics (3.1).		
	Justin R. Bernbrock	4.40 hrs.	\$ 1670.00/hr.
08/06/25	Review issues and respond to various communications re case status.		
	Alyssa Paddock	.20 hrs.	\$ 1105.00/hr.
08/06/25	Review, revise case checklist and WIP tracker (.3); confer with SMRH team re case status and attend to priority work streams (.5).		
	Matt Benz	.80 hrs.	\$ 895.00/hr.
08/07/25	Review and analyze open issues re strategy and tactics.		
	Justin R. Bernbrock	2.70 hrs.	\$ 1670.00/hr.
08/07/25	Review issues and respond to various communications re case status.		
	Alyssa Paddock	.50 hrs.	\$ 1105.00/hr.
08/07/25	Review, revise case checklist and WIP tracker (.2); confer with SMRH team re case status and attend to priority work streams (.4).		
	Matt Benz	.60 hrs.	\$ 895.00/hr.



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 Justin R. Bernbrock

October 9, 2025
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FEE DETAIL

08/08/25	Attend telephone conference with J. Newton re case updates (1.3); review and analyze open issues re strategy and tactics (2.9).		
	Justin R. Bernbrock	4.20 hrs.	\$ 1670.00/hr.
08/08/25	Review issues and respond to various communications re case status.		
	Alyssa Paddock	.10 hrs.	\$ 1105.00/hr.
08/08/25	Review, revise case checklist and WIP tracker (.2); confer with SMRH team re case status and attend to priority work streams (.5).		
	Matt Benz	.70 hrs.	\$ 895.00/hr.
08/09/25	Review and analyze open issues re strategy and tactics.		
	Justin R. Bernbrock	1.90 hrs.	\$ 1670.00/hr.
08/10/25	Correspond with Latham Watkins re updates (.3); review and analyze open issues re strategy and tactics (1.9).		
	Justin R. Bernbrock	2.20 hrs.	\$ 1670.00/hr.
08/11/25	Review and analyze open issues re strategy and tactics.		
	Justin R. Bernbrock	3.10 hrs.	\$ 1670.00/hr.
08/11/25	Review, revise case checklist and WIP tracker (.3); confer with SMRH team re case status and attend to priority work streams (.5).		
	Matt Benz	.80 hrs.	\$ 895.00/hr.
08/12/25	Review and analyze open issues re strategy and tactics.		
	Justin R. Bernbrock	2.10 hrs.	\$ 1670.00/hr.
08/12/25	Review issues and respond to various communications re case status.		
	Alyssa Paddock	.20 hrs.	\$ 1105.00/hr.



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08/12/25	Review, revise case checklist and WIP tracker (.2); confer with SMRH team re case status and attend to priority work streams (.4).		
	Matt Benz	.60 hrs.	\$ 895.00/hr.
08/13/25	Prepare for and attend telephone conference with PSZJ re open issues (1.3); review and analyze open issues re strategy and tactics (2.7).		
	Justin R. Bernbrock	4.00 hrs.	\$ 1670.00/hr.
08/13/25	Review issues and respond to various communications re case status.		
	Alyssa Paddock	.30 hrs.	\$ 1105.00/hr.
08/13/25	Update and revise case checklist and WIP tracker (.2); confer with SMRH team re case status and attend to priority work streams (.7).		
	Matt Benz	.90 hrs.	\$ 895.00/hr.
08/14/25	Review and analyze open issues re strategy and tactics.		
	Justin R. Bernbrock	3.20 hrs.	\$ 1670.00/hr.
08/14/25	Review issues and respond to various communications re case status.		
	Alyssa Paddock	.60 hrs.	\$ 1105.00/hr.
08/14/25	Update and revise case checklist and WIP tracker (.2); confer with SMRH team re case status and attend to priority work streams (.9).		
	Matt Benz	1.10 hrs.	\$ 895.00/hr.
08/15/25	Prepare for and attend telephone conference with SMRH team re work in progress (1.3); review and analyze open issues re strategy and tactics (3.1).		
	Justin R. Bernbrock	4.40 hrs.	\$ 1670.00/hr.
08/15/25	Correspond with VREG team re case status.		
	Justin R. Bernbrock	.70 hrs.	\$ 1670.00/hr.



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FEE DETAIL

08/15/25	Review issues and respond to various communications re case status.		
	Alyssa Paddock	.70 hrs.	\$ 1105.00/hr.
08/15/25	Update and revise case checklist and WIP tracker (.4); confer with SMRH team re case status and attend to priority work streams (.5); telephone conference with J. Bernbrock and A. Paddock re case status and priority work streams (.7).		
	Matt Benz	1.60 hrs.	\$ 895.00/hr.
08/16/25	Review and analyze open issues re strategy and tactics.		
	Justin R. Bernbrock	2.10 hrs.	\$ 1670.00/hr.
08/17/25	Review and analyze open issues re strategy and tactics (2.7); correspond with G. Koutsonicolis re next steps (.7).		
	Justin R. Bernbrock	3.40 hrs.	\$ 1670.00/hr.
08/18/25	Prepare for and attend telephone conference with VREG team, K. Maib, and S. Rosenberg re case updates (1.3); review and analyze open issues re strategy and tactics (2.9); attend telephone conference with Solic Capital re case status (.6).		
	Justin R. Bernbrock	4.80 hrs.	\$ 1670.00/hr.
08/18/25	Review issues and respond to various communications re case status.		
	Alyssa Paddock	.30 hrs.	\$ 1105.00/hr.
08/18/25	Update and revise case checklist and WIP tracker (.2); confer with SMRH team re case status and attend to priority work streams (1.5).		
	Matt Benz	1.70 hrs.	\$ 895.00/hr.
08/19/25	Review and analyze open issues re strategy and tactics.		
	Justin R. Bernbrock	3.30 hrs.	\$ 1670.00/hr.
08/19/25	Review issues and respond to various communications re case status.		
	Alyssa Paddock	.40 hrs.	\$ 1105.00/hr.



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FEE DETAIL

08/19/25	Update and revise case checklist and WIP tracker (.1); review, analyze strategy re nonoperational foreign debtor entities and confer with SMRH and YCST teams re same (.9); confer with SMRH team re case status and attend to priority work streams (.8).		
	Matt Benz	1.80 hrs.	\$ 895.00/hr.
08/20/25	Review and analyze open issues re strategy and tactics.		
	Justin R. Bernbrock	2.60 hrs.	\$ 1670.00/hr.
08/20/25	Review issues and respond to various communications re case status.		
	Alyssa Paddock	.30 hrs.	\$ 1105.00/hr.
08/20/25	Update and revise case checklist and WIP tracker (.3); confer with SMRH team re case status and attend to priority work streams (.8).		
	Matt Benz	1.10 hrs.	\$ 895.00/hr.
08/21/25	Review and analyze open issues re strategy and tactics.		
	Justin R. Bernbrock	3.10 hrs.	\$ 1670.00/hr.
08/21/25	Review issues and respond to various communications re case status.		
	Alyssa Paddock	.20 hrs.	\$ 1105.00/hr.
08/21/25	Update and revise case checklist and WIP tracker (.2); confer with SMRH team re case status and attend to priority work streams (.5).		
	Matt Benz	.70 hrs.	\$ 895.00/hr.
08/22/25	Review and analyze open issues re strategy and tactics (2.7); attend telephone conference with SMRH team and Loeb re updates (.7).		
	Justin R. Bernbrock	3.40 hrs.	\$ 1670.00/hr.
08/22/25	Review issues and respond to various communications re case status.		
	Alyssa Paddock	.20 hrs.	\$ 1105.00/hr.



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08/22/25	Update and revise case checklist and WIP tracker (.4); confer with SMRH team re case status and attend to priority work streams (1.5).		
	Matt Benz	1.90 hrs.	\$ 895.00/hr.
08/25/25	Review and analyze open issues re strategy and tactics.		
	Justin R. Bernbrock	1.30 hrs.	\$ 1670.00/hr.
08/25/25	Review and analyze open issues re strategy and tactics.		
	Justin R. Bernbrock	2.10 hrs.	\$ 1670.00/hr.
08/25/25	Update and revise case checklist and WIP tracker.		
	Matt Benz	.30 hrs.	\$ 895.00/hr.
08/26/25	Review and analyze open issues re strategy and tactics.		
	Justin R. Bernbrock	1.70 hrs.	\$ 1670.00/hr.
08/27/25	Confer with M. Benz re overall case strategy and status of hearings.		
	Sydney B. Hunemuller	.50 hrs.	\$ 1045.00/hr.
08/27/25	Attend telephone conference with SMRH team and Loeb re open issues (.7); attend telephone conference with SMRH team re case status (.7); attend telephone conference with SMRH team, VREG and Accordion re open issues (1.1); review and analyze open issues re strategy and tactics (2.3).		
	Justin R. Bernbrock	4.80 hrs.	\$ 1670.00/hr.
08/27/25	Review issues and respond to various communications re case status.		
	Alyssa Paddock	.40 hrs.	\$ 1105.00/hr.
08/27/25	Update and revise case checklist and WIP tracker (.4); confer with SMRH team re case status and attend to priority work streams (.5).		
	Matt Benz	.90 hrs.	\$ 895.00/hr.



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08/28/25	Review and analyze open issues re strategy and tactics.		
	Justin R. Bernbrock	2.30 hrs.	\$ 1670.00/hr.
08/28/25	Review issues and respond to various communications re case status.		
	Alyssa Paddock	.20 hrs.	\$ 1105.00/hr.
08/28/25	Telephone conference with A. Paddock re case status and priority work streams (.3); update and revise case checklist and WIP tracker (.1); confer with SMRH team re case status and attend to priority work streams (.7).		
	Matt Benz	1.10 hrs.	\$ 895.00/hr.
08/29/25	Review and analyze open issues re strategy and tactics.		
	Justin R. Bernbrock	3.10 hrs.	\$ 1670.00/hr.
08/29/25	Review issues and respond to various communications re case status.		
	Alyssa Paddock	.30 hrs.	\$ 1105.00/hr.
08/29/25	Update and revise case checklist and WIP tracker (.2); confer with SMRH team re case status and attend to priority work streams (1.1).		
	Matt Benz	1.30 hrs.	\$ 895.00/hr.
08/30/25	Review, analyze open issues re strategy and tactics.		
	Justin R. Bernbrock	1.90 hrs.	\$ 1670.00/hr.
08/30/25	Review issues and respond to various communications re case status.		
	Alyssa Paddock	.20 hrs.	\$ 1105.00/hr.
08/31/25	Review, analyze open issues re strategy and tactics.		
	Justin R. Bernbrock	2.20 hrs.	\$ 1670.00/hr.



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Timekeeper Summary of: Case Administration

<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
Justin R. Bernbrock	95.40	\$ 1,670.00	\$ 159,318.00
Alyssa Paddock	7.60	\$ 1,105.00	\$ 8,398.00
Matt Benz	19.20	\$ 895.00	\$ 17,184.00
Sydney B. Hunemuller	0.50	\$ 1,045.00	\$ 522.50
<i>Totals</i>	122.70	\$ 1,511.19	\$ 185,422.50

Asset Disposition

08/01/25	Confer with SMRH team and other counsel re derivative rights sale.
	Sydney B. Hunemuller .90 hrs. \$ 1045.00/hr.
08/01/25	Conference with board, Solic, K&E and SMRH teams re sale or other options re derivative rights (1.2); conference with SMRH and Loeb teams re sale of derivative rights and studio business (.9).
	Stacey L. Rosenberg 2.10 hrs. \$ 1990.00/hr.
08/01/25	Analyze additional legal arguments in response to Warner Bros objection to sale of derivative rights to Alcon (2.3); participate in telephone conference with counsel for Alcon re studio and derivative rights sale (1).
	Jennifer L. Nassiri 3.30 hrs. \$ 1545.00/hr.
08/01/25	Attend telephone conference with SMRH team and Loeb re Alcon derivative rights (1.1); evaluate next steps and correspond with Latham Watkins re same (.9).
	Justin R. Bernbrock 2.00 hrs. \$ 1670.00/hr.
08/01/25	Telephone conference with counsel to Alcon re sale of derivative rights (.9); telephone conference with SMRH team re same (.3); follow up diligence on sale questions (1.4).
	Alyssa Paddock 2.60 hrs. \$ 1105.00/hr.



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08/01/25 Telephone conference and correspondence with J. Bernbrock, J. Nassiri, and A. Paddock re derivative rights sale process strategy and next steps (.6); telephone conference with SMRH and Loeb teams re same (.9); review, analyze sale issues and relevant documents related to derivative rights and conduct research in connection with the same (1.7).

Matt Benz 3.20 hrs. \$ 895.00/hr.

08/03/25 Review, analyze sale issues and relevant documents related to derivative rights (1.2); conduct research in connection with the same (1.1).

Matt Benz 2.30 hrs. \$ 895.00/hr.

08/04/25 Draft correspondence to Paramount counsel re DTE and Zoolander LLCA (.6); review revised JV LLCA (.6).

Aerin A. Snow 1.20 hrs. \$ 1260.00/hr.

08/04/25 Prepare for and attend telephone conference with SMRH team re Warner Bros back-up bid (1.1); review, analyze open issues re derivative rights sale (2.1).

Justin R. Bernbrock 3.20 hrs. \$ 1670.00/hr.

08/04/25 Review sale issues and prior research re same.

Alyssa Paddock .70 hrs. \$ 1105.00/hr.

08/04/25 Review, analyze strategy re derivative rights sale and relevant documents in connection with the same (.8); telephone conference and correspondence with SMRH team re derivative rights strategy and next steps (1.1); conduct research in connection with the same (.7).

Matt Benz 2.60 hrs. \$ 895.00/hr.

08/04/25 Revise documents related to BVI LP entity redomestication and conversion (.5); revise and update transaction checklist for studio sale (1.4).

John Herbstritt 1.90 hrs. \$ 825.00/hr.

08/04/25 Analyze status of the fourth supplemental assumption notice schedule (.6); correspond with M. Benz re findings (.2).

Tatev Hovhannisyan .80 hrs. \$ 765.00/hr.



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08/05/25	Confer with SMRH team re strategy for derivative rights sale objections (.5); confer with SMRH team and Loeb team re the same (.7); confer with M. Benz re the same (.2).	Sydney B. Hunemuller	1.40 hrs.	\$ 1045.00/hr.
08/05/25	Telephone conference with K. Maib, C. Husnick and SMRH team re derivative rights sale and Warner Bros objection thereto (.4); attend conference with Loeb and SMRH teams re sale of derivative rights and studio business (.9).	Stacey L. Rosenberg	1.30 hrs.	\$ 1990.00/hr.
08/05/25	Prepare for telephone conference with Alcon re derivative rights strategy (.7); participate in telephone conference with Alcon legal team re derivative rights and studio sale status and action items (.9); evaluate strategy, logistics and options in connection with derivative rights (2.6); consider open items for sale and status of sale order (.7).	Jennifer L. Nassiri	4.90 hrs.	\$ 1545.00/hr.
08/05/25	Telephone conference re derivative rights (.4); draft correspondence re studio sale (.5).	Aerin A. Snow	.90 hrs.	\$ 1260.00/hr.
08/05/25	Prepare for and attend telephone conference with client, Loeb, SMRH team re derivative rights and studio business	Justin R. Bernbrock	1.10 hrs.	\$ 1670.00/hr.
08/05/25	Correspondence with J. Nassiri and Aerin re open issues with respect to studio business asset purchase agreement (.2); review and revise asset purchase agreement and correspond with Loeb team re same (1.4).	Joseph A. Ireland	1.60 hrs.	\$ 1175.00/hr.
08/05/25	Telephone conference with SMRH team re sale of derivative rights (.4); telephone conference with counsel to Alcon re sale of derivative rights and studio business (.9); follow up research re sale of derivative rights and contested issues (2.4); telephone conference with M. Benz re sale of derivative rights (1.5).	Alyssa Paddock	5.20 hrs.	\$ 1105.00/hr.



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08/05/25 Telephone conference and correspondence with SMRH team, K. Maib, and K&E team re derivative rights strategy and next steps (.7); telephone conference and correspondence with SMRH team re same (.5); telephone conference with SMRH and Loeb teams re same (.9); telephone conference and correspondence with A. Paddock re same (.4); review, analyze derivative rights strategy and confer with SMRH team re next steps (2.5); conduct research in connection with the same (2.2).

Matt Benz 7.20 hrs. \$ 895.00/hr.

08/06/25 Analyze proposed revisions to sale order by Alcon and consider strategy in connection with same (.6); attend to correspondence re same (.5); review revised draft of studio sale asset purchase agreement (.5).

Jennifer L. Nassiri 1.60 hrs. \$ 1545.00/hr.

08/06/25 Correspond with SMRH team re studio sale order and Warner Bros insert (1.1); review, analyze open issues re derivative rights sale (1.7).

Justin R. Bernbrock 2.80 hrs. \$ 1670.00/hr.

08/06/25 Prepare for and participate in telephone conference with Loeb team re studio business asset purchase agreement (.4); analyze diligence requests re December Boys (.4); review and analyze related correspondence and agreements made available in virtual data room (.4); correspond with A. Badie re same (.1).

Joseph A. Ireland 1.30 hrs. \$ 1175.00/hr.

08/06/25 Review sale order insert for studio business.

Alyssa Paddock .90 hrs. \$ 1105.00/hr.

08/06/25 Review, analyze derivative rights strategy and confer with SMRH team re next steps (.5); draft memorandum re derivative rights sale issues (2.2); conduct research in connection with the same (.9); confer with J. Nassiri re studio business sale order (.2).

Matt Benz 3.80 hrs. \$ 895.00/hr.

08/06/25 Analyze, correspond with opposing counsel re December Boys.

Tatev Hovhannisyan 1.00 hrs. \$ 765.00/hr.



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08/07/25 Telephone conference with Loeb and SMRH teams re studio business sale (.5);
 conference with M. Benz re liens on derivative rights (.1).

Stacey L. Rosenberg .60 hrs. \$ 1990.00/hr.

08/07/25 Participate in telephone conference with Loeb team re status of studio sale
 issues (.5); attend to correspondence re open issues in connection with same
 (.7); consider strategy and preparation for hearing on studio sale (.8); attend to
 status of Paramount issues and release of hold back from library sale proceeds
 (.5).

Jennifer L. Nassiri 2.50 hrs. \$ 1545.00/hr.

08/07/25 Telephone conference re studio business (.7); draft correspondence re studio
 business sale (.3).

Aerin A. Snow 1.00 hrs. \$ 1260.00/hr.

08/07/25 Prepare for and attend telephone conference with SMRH team and Loeb re
 Alcon studio business (1.3); evaluate next steps re Warner Bros (1.7).

Justin R. Bernbrock 3.00 hrs. \$ 1670.00/hr.

08/07/25 Prepare for and participate in telephone conference with Loeb team re studio
 business sale (1); analyze open issues re December Boys diligence requests
 (.5); correspondence with K. Berg re same (.2); correspondence with A. Badie
 re same (.2); attention to studio business schedules (.4).

Joseph A. Ireland 2.30 hrs. \$ 1175.00/hr.

08/07/25 Correspondence with company re status of various sale matters (.8); review
 demand letter re derivative works (.2); studio business telephone conference
 with Alcon (.5); review and revise memo for board of directors re contested
 sale of derivative rights (1).

Alyssa Paddock 2.50 hrs. \$ 1105.00/hr.



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08/07/25 Telephone conference with SMRH and Loeb teams re status of derivative rights and studio business sale processes and next steps (.6); telephone conference and correspondence with A. Paddock re priority work streams in connection with the same (.5); draft memorandum re derivative rights sale issues (2.8); conduct research in connection with the same (1.1); telephone conference with S. Rosenberg re same (.1); correspond with A. Paddock re draft of memorandum and next steps (.2).

Matt Benz 5.30 hrs. \$ 895.00/hr.

08/08/25 Review issues raised by Alcon with respect to December Boys and correspond with A. Badie re same (.3); telephone conference with T. Hovhannisyan re open issues with respect to derivative rights and studio business sales (.3).

Joseph A. Ireland .60 hrs. \$ 1175.00/hr.

08/10/25 Evaluate strategy in connection with potential opposition from Warner Bros on studio sale.

Jennifer L. Nassiri .50 hrs. \$ 1545.00/hr.

08/11/25 Conference with Loeb and SMRH teams re studio sale (.1); conference with J. Nassiri re derivative rights sale (.1).

Stacey L. Rosenberg .20 hrs. \$ 1990.00/hr.

08/11/25 Attend to status of Paramount issues and timing of closing for DTE and Zoolander (.4); correspond with A. Snow re same (.2); consider potential new hearing dates for derivative rights sale and impact on discovery schedule (1.3); participate in telephone conference with Loeb team re studio sale (.4); analyze Warner Bros comments to draft sale order on derivative rights and correspondence re same (.6).

Jennifer L. Nassiri 2.90 hrs. \$ 1545.00/hr.

08/11/25 Telephone conference with Loeb team re studio business sale.

Aerin A. Snow .50 hrs. \$ 1260.00/hr.

08/11/25 Prepare for and attend telephone conference with SMRH team and Loeb re Alcon studio business.

Justin R. Bernbrock 1.60 hrs. \$ 1670.00/hr.



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08/11/25 Prepare for and telephone conference with Loeb team, J. Bernbrock, J. Nassiri, A. Snow et. al with respect to studio business asset purchase agreement (1); review open issues with respect to proposed changes to agreement (.3); review and analyze updates to supplemental notice and telephone conference with T. Hovhannisyan re matter (.3).

Joseph A. Ireland 1.60 hrs. \$ 1175.00/hr.

08/11/25 Review and revise memo re sale of derivative rights (1.8); telephone conference with M. Benz re memo (.2).

Alyssa Paddock 2.00 hrs. \$ 1105.00/hr.

08/11/25 Telephone conference and correspondence with SMRH and Loeb teams re status of studio business sale processes and next steps (.4); draft memorandum re derivative rights sale issues and conduct research in connection with the same (3.4); confer with A. Paddock re same (.3); correspond with SMRH and Loeb teams re Warner Bros comments on studio business sale order (.3).

Matt Benz 4.40 hrs. \$ 895.00/hr.

08/11/25 Review, revise fourth supplemental notice schedule after receipt of opposing counsel feedback.

Tatev Hovhannisyan 2.80 hrs. \$ 765.00/hr.

08/12/25 Evaluate status of studio sale and open action items (1.6); attend to Paramount issues and holdback (.3).

Jennifer L. Nassiri 1.90 hrs. \$ 1545.00/hr.

08/12/25 Evaluate next steps re data room (.6); review and next steps re derivative rights memo (2.1); correspond with SMRH team re review and approve draft response to Roughcut (.6); evaluate next steps re derivative sale hearing (1.9); evaluate next steps re studio assets sale (.9).

Justin R. Bernbrock 6.10 hrs. \$ 1670.00/hr.

08/12/25 Correspond with SMRH team re client's questions re rights related to EuropaCorp.

Justin R. Bernbrock .80 hrs. \$ 1670.00/hr.



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08/12/25	Analyze open issues with respect to supplemental assumption notices (1); review related documents (1); telephone conference with T. Hovhannisyan and M. Benz re same (.5).		
	Joseph A. Ireland	2.50 hrs.	\$ 1175.00/hr.
08/12/25	Review and revise memo re sale of derivative rights.		
	Alyssa Paddock	2.90 hrs.	\$ 1105.00/hr.
08/12/25	Draft memorandum re derivative rights sale issues and conduct research in connection with the same (1.8); confer with A. Paddock re same (.4).		
	Matt Benz	2.20 hrs.	\$ 895.00/hr.
08/12/25	Draft post-closing checklist for Lot 1 transaction.		
	John Herbstritt	1.20 hrs.	\$ 825.00/hr.
08/12/25	Review, analyze additions to fourth supplemental assumption notice.		
	Tatev Hovhannisyan	1.70 hrs.	\$ 765.00/hr.
08/13/25	Conference with Loeb and SMRH teams re studio business sale (.4); review project notice for derivative work (.1); review correspondence re dissolution of dormant entities (.1).		
	Stacey L. Rosenberg	.60 hrs.	\$ 1990.00/hr.
08/13/25	Review correspondence re asset purchase agreement and draft sale order (.4); participate in telephone conference with Loeb team re same (.5); review revisions to asset purchase agreement and sale order (.6); attend to studio sale status and next steps (.8); review updated chart from counsel for Guild's in connection with studio cure amounts (.6); telephone conference with A. Snow and J. Ireland re strategy on studio sale (.5); consider Wonka issues in connection with studio sale (.9).		
	Jennifer L. Nassiri	4.30 hrs.	\$ 1545.00/hr.
08/13/25	Telephone conference re studio sale (.8); review revised purchase agreement (.8); review correspondence re studio sale (.5).		
	Aerin A. Snow	2.10 hrs.	\$ 1260.00/hr.



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08/13/25 Attend telephone conference with SMRH team re sale (.7); evaluate next steps re business sale order (1.1); evaluate next steps re order re asset purchase agreement (.6); prepare for and attend telephone conference with SMRH team and Loeb re studio business (1.1); evaluate next steps re Solic sale transaction fee re library assets (.3); evaluate next steps re stalking horse bid (.6).

Justin R. Bernbrock 4.40 hrs. \$ 1670.00/hr.

08/13/25 Telephone conference with Loeb, SMRH team re studio business asset purchase agreement (1); telephone conference with M. Benz re assumption notices (.3); correspondence with T. Hovhannisyan re same (.2); analyze open issues re studio sale diligence and asset purchase agreement with A. Snow, J. Bernbrock and J. Nassiri (1); review and revise asset purchase agreement (.5); telephone conference with T. Hovhannisyan and M. Benz re supplemental notice (.5); correspondence with A. Snow and K. Berg re revisions to asset purchase agreement (.2); review and correspondence re inclusion of Wonka-related assets in studio asset purchase agreement (.4).

Joseph A. Ireland 4.10 hrs. \$ 1175.00/hr.

08/13/25 Review sale order (.8); correspond with SMRH bankruptcy team re same (.5); telephone conference with Alcon re studio business (.4); review and circulate asset purchase agreement (.5).

Alyssa Paddock 2.20 hrs. \$ 1105.00/hr.

08/13/25 Telephone conference with SMRH and Loeb teams re status of studio business sale processes and next steps (1.1); attend to priority sale process action items (2.2).

Matt Benz 3.30 hrs. \$ 895.00/hr.

08/13/25 Revise assumed contracts schedule to reflect new agreements.

Tatev Hovhannisyan .80 hrs. \$ 765.00/hr.

08/14/25 Review correspondence re dissolution of dormant entities.

Stacey L. Rosenberg .20 hrs. \$ 1990.00/hr.



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08/14/25 Evaluate strategy for potential funding for derivative work based on Warner Bros project notice and impact on studio sale (1.3); attend to correspondence re same (.4); attend to Warner Bros issues with sale order and action items re same (5); attend to correspondence re "we may regret this" (.3).

Jennifer L. Nassiri 2.50 hrs. \$ 1545.00/hr.

08/14/25 Telephone conference re studio sale and purchase agreement.

Aerin A. Snow 1.00 hrs. \$ 1260.00/hr.

08/14/25 Prepare for and attend telephone conference with SMRH team re project notice and studio asset purchase agreement (1.2); evaluate next steps re studio business sale order (.7); evaluate next steps re project notice for derivative work and the studio asset purchase agreement (.7).

Justin R. Bernbrock 2.60 hrs. \$ 1670.00/hr.

08/14/25 Telephone conference with J. Bernbrock, S. Rosenberg, A. Snow, M. Benz and A. Paddock re project notice issues and studio business asset purchase agreement (.6); telephone conference with M. Benz re assumption notices (.4); discuss open issues re assumed contracts with T. Hovhannisyan (.4).

Joseph A. Ireland 1.40 hrs. \$ 1175.00/hr.

08/14/25 Telephone conference with SMRH bankruptcy and corporate teams re sale process (1); coordinate with various interested parties re issues in sale order and asset purchase agreement (1.7); review and analyze issues around project notice and derivative rights (1.4).

Alyssa Paddock 4.10 hrs. \$ 1105.00/hr.

08/14/25 Review relevant documents in connection with studio business sale (2.6); confer with SMRH team and attend to priority sale process action items (2.8).

Matt Benz 5.40 hrs. \$ 895.00/hr.

08/14/25 Revise fourth supplemental assumption notice schedule after additional feedback from opposing counsel.

Tatev Hovhannisyan 1.00 hrs. \$ 765.00/hr.



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08/15/25	Attend to correspondence re status of review by Paramount of tax and BVI corporate issues and impact on release of hold back (.2); evaluate strategy and options for preserving rights in derivative work (.6).		
	Jennifer L. Nassiri	.80 hrs.	\$ 1545.00/hr.
08/15/25	Telephone conference with OMM and Loeb re studio sale (1); draft correspondence re same (.3).		
	Aerin A. Snow	1.30 hrs.	\$ 1260.00/hr.
08/15/25	Attend telephone conference with SMRH team, OMM and Loeb re studio asset purchase agreement (1.1); evaluate next steps re derivative work project notice (1.1); evaluate next steps re VREG Holdings (.6).		
	Justin R. Bernbrock	2.80 hrs.	\$ 1670.00/hr.
08/15/25	Prepare for and participate in call with OMM and Loeb teams re Wonka assets and studio asset purchase agreement (.8); review and analyze Wonka-related agreements (.5); telephone conferences with T. Hovhannisyan and A. Snow re same (.3).		
	Joseph A. Ireland	1.60 hrs.	\$ 1175.00/hr.
08/15/25	Telephone conference with counsel to Warner Bros and counsel to Alcon re sale of studio business (.5); telephone conference with J. Bernbrock and M. Benz re same(.5).		
	Alyssa Paddock	1.00 hrs.	\$ 1105.00/hr.
08/15/25	Review relevant documents in connection with studio business sale (.9); confer with SMRH team and attend to priority sale process action items (2.4).		
	Matt Benz	3.30 hrs.	\$ 895.00/hr.
08/15/25	Telephone conference with J. Ireland. (.5); prepare list of Wonka contracts for studio asset purchase agreement (1).		
	Tatev Hovhannisyan	1.50 hrs.	\$ 765.00/hr.



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08/17/25	Review additional correspondence in connection with derivative work strategy (.5); review correspondence in connection with Wonka issues on studio sale (.2).	Jennifer L. Nassiri	.70 hrs.	\$ 1545.00/hr.
08/18/25	Conference with VREG team, K. Maib, and J. Bernbrock re options with respect to derivative rights (1); conference with A. Snow re inclusion of Wonka documents in Lot 1 asset purchase agreement (.2); review proposed list of Wonka-related documents and comment on same (.1); review and respond to correspondence re Magnum's request for side letter with respect to crossing payments (.2).	Stacey L. Rosenberg	1.50 hrs.	\$ 1990.00/hr.
08/18/25	Review proposed revisions to studio sale order from Alcon and related correspondence (.6); evaluate correspondence and consider strategy in connection with potential additional Warner Bros contracts re Wonka and impact on sale issues and Warner Bros dispute (.3).	Jennifer L. Nassiri	.90 hrs.	\$ 1545.00/hr.
08/18/25	Draft correspondence re studio sale (.4); review supplemental Wonka contract list (.3); draft correspondence re BVI reorganization (.3).	Aerin A. Snow	1.00 hrs.	\$ 1260.00/hr.
08/18/25	Attend telephone conference with OMM and SMRH team re scheduling order re derivative rights sale.	Justin R. Bernbrock	1.10 hrs.	\$ 1670.00/hr.
08/18/25	Review compiled Wonka contracts and correspondence with SMRH team re same (.8); review and analyze diligence questions raised by Alcon with respect to studio business contracts (.6).	Joseph A. Ireland	1.40 hrs.	\$ 1175.00/hr.
08/18/25	Review and revise sale order re sale of derivative (1.4); circulate to interested parties (.2).	Alyssa Paddock	1.60 hrs.	\$ 1105.00/hr.



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08/18/25	Correspond with J. Ireland re Wonka related agreements in connection with studio sale.	Matt Benz	.30 hrs.	\$ 895.00/hr.
08/19/25	Conference with B. Cherry and S. Edel re documentation for derivative work (.5); correspondence re Magnum having no interest in crossing payments (.3); review correspondence re Warner Bros comments to studio sale order insert (.2).	Stacey L. Rosenberg	1.00 hrs.	\$ 1990.00/hr.
08/19/25	Attend to correspondence re call to discuss Alcon draft revisions to studio sale order.	Jennifer L. Nassiri	.30 hrs.	\$ 1545.00/hr.
08/19/25	Review correspondence re studio sale agreement (.3); draft and review correspondence from Magnum counsel re BVI wind-up (.2).	Aerin A. Snow	.50 hrs.	\$ 1260.00/hr.
08/19/25	Prepare for and attend telephone conference with OMM, co-counsel and SMRH team re derivative rights (1.1); correspond with SMRH team re summary from call with Warner Bros re derivative rights and next steps (.6).	Justin R. Bernbrock	1.70 hrs.	\$ 1670.00/hr.
08/19/25	Evaluate next steps re studio business sale order (1.1); evaluate next steps re studio sale hearing (.3); evaluate next steps re PSZJ first fee order (.2); evaluate next steps re studio asset purchase agreement (1.2).	Justin R. Bernbrock	2.80 hrs.	\$ 1670.00/hr.
08/19/25	Review list of studio business contracts (.5); review and analyze said contracts and confer with T. Hovhannisyan re same (.4); correspondence with A. Badie re studio contracts provided in virtual data room (.2); analyze open issues and action items re studio business asset purchase agreement with A. Snow (.4); correspondence with M. Benz re Wonka contracts (.2); attention to disclosure schedules for studio business asset purchase agreement (1).	Joseph A. Ireland	2.70 hrs.	\$ 1175.00/hr.



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08/19/25	Telephone conference with SMRH bankruptcy team and counsel to Warner Bros re sale of derivative rights (.8); research and review various contested issues re sale of derivative rights (.9). Alyssa Paddock 1.70 hrs. \$ 1105.00/hr.
08/19/25	Telephone conference and correspondence with SMRH and OMM teams re derivative rights sale scheduling order and related issues (1.3); consider strategy and confer with A. Paddock re same (.5); correspond with SMRH team re Wonka related agreements in connection with studio sale (.4). Matt Benz 2.20 hrs. \$ 895.00/hr.
08/19/25	Compile Wonka agreements (.5); correspond with J. Ireland re open due diligence questions for studio asset purchase agreement (1.4); prepare correspondence to client re open questions (.2). Tatev Hovhannisyan 2.10 hrs. \$ 765.00/hr.
08/20/25	Conference with Loeb and SMRH teams re Lot 3 asset purchase agreement comments. Stacey L. Rosenberg .50 hrs. \$ 1990.00/hr.
08/20/25	Telephone conference with Loeb/Alcon team re strategy for studio sale and derivative rights sale issues (.9); review additional proposed comments on Warner Bros insert for studio sale order and related correspondence (.4); analyze issues re Wonka consulting agreement and impact on studio sale (1.5); telephone conference with OMM and Loeb team re comments to Warner Bros provisions for studio sale order (.6). Jennifer L. Nassiri 3.40 hrs. \$ 1545.00/hr.
08/20/25	Participate in telephone conferences re studio asset purchase agreement (.5); draft correspondence re studio asset purchase agreement (.6). Aerin A. Snow 1.10 hrs. \$ 1260.00/hr.



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08/20/25 Prepare for and attend the telephone conference with Loeb and SMRH team re studio asset purchase agreement (1.3); attend telephone conference with SMRH team, D. Ahdoot and Loeb re studio sale (.6); attend telephone conference with SMRH team, Warner Bros counsel, OMM and Loeb re studio asset purchase agreement meeting (.6); evaluate next steps re studio asset purchase agreement (1.1); correspond with SMRH team re same (.3).

Justin R. Bernbrock 3.90 hrs. \$ 1670.00/hr.

08/20/25 Review and correspondence with M. Benz and T. Hovhannisyan re Wonka contracts list (1.1); prepare for and participate in call with Loeb and SMRH teams re studio business asset purchase agreement (.6); review and correspondence re issues raised as to inclusion of consulting agreement in studio business asset purchase agreement (.6); attention to and telephone conference with T. Hovhannisyan re studio business disclosure schedules (.5); prepare for and participate in telephone conference with D. Ahdoot, Loeb and SMRH teams re open guild issues with respect to studio business sale (.6); participate in telephone conference with Loeb, OMM and SMRH teams with respect to Wonka issues (.5); review Cyan Worlds agreements and correspondence with L. Prendergast re open issues with respect to Alcon's assumption of same (1).

Joseph A. Ireland 4.90 hrs. \$ 1175.00/hr.

08/20/25 Telephone conference with counsel to Alcon re studio business asset purchase agreement and sale of derivative rights (.8); telephone conference with counsel to Guilds and counsel to Alcon re studio business sale (.7); telephone conference with SMRH bankruptcy and litigation teams re status conference and sale of derivative rights (.5); telephone conference with M. Benz re letter to the court for status conference related to sale of derivative rights (.4); research issues for letter to the court re status conference related to the sale of derivative rights (2.2); draft letter to the court re status conference related to the sale of derivative rights (3.6); telephone conference with counsel to Warner Bros and counsel to Alcon re studio business asset purchase agreement (.7); telephone conference with counsel to Amazon re status of studio business project (.4).

Alyssa Paddock 9.30 hrs. \$ 1105.00/hr.



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08/20/25 Correspond with J. Ireland and T. Hovhannisyan re Wonka related agreements in connection with studio sale and revise summary document re same (.5); telephone conferences and correspondence with SMRH team and J. Mulvihill re Warner Bros request for status conference and strategy in connection with the same (1.7); correspond with J. Ireland re correspondence with contract counterparty re studio sale (.2); draft letter brief and conduct research in support of the same (2.8); telephone conference with SMRH and Loeb teams re studio asset purchase agreement (.5); correspond with OMM re Wonka consulting agreement (.3); telephone conference with SMRH team and contract counterparty re sale process (.3); correspond with L. Santor re same (.2); telephone conference with SMRH, Loeb, and OMM teams re studio asset purchase agreement (.6); telephone conference and correspondence with SMRH team re letter brief (.9); review comments and prepare revised draft of same (2.7); draft correspondence to VREG team re status conference (.2).

Matt Benz 10.90 hrs. \$ 895.00/hr.

08/20/25 Revise annexes and disclosure schedules.

Tatev Hovhannisyan 5.50 hrs. \$ 765.00/hr.

08/21/25 Review draft of letter brief for status conference and comments thereto.

Stacey L. Rosenberg .20 hrs. \$ 1990.00/hr.

08/21/25 Consider open issues and next steps in preparation for hearing on studio sale (.7); review draft hearing agenda and proposed revisions to same (.3); attend to correspondence re Warner Bros issues and hearing (.8); analyze correspondence from J. Kolbeck re potential revision to asset purchase agreement (.3); telephone conference with corporate and RX team re response and strategy (.5); analyze potential further additional revisions to studio asset purchase agreement in connection with post-closing identified agreements (.7).

Jennifer L. Nassiri 3.30 hrs. \$ 1545.00/hr.

08/21/25 Telephone conference re studio sale purchase agreement.

Aerin A. Snow .50 hrs. \$ 1260.00/hr.



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08/21/25 Attend telephone conference with SMRH team re asset purchase agreement (1.1); evaluate next steps re studio order asset purchase agreement and derivative rights sale update (1.1); correspond with SMRH team re asset purchase agreement 363 sale studio business (1.3).

Justin R. Bernbrock 3.50 hrs. \$ 1670.00/hr.

08/21/25 Review and analyze disclosure schedules and annexes (.5); telephone conference with T. Hovhannisyan re same (.3); correspondence with OMM re draft annexes (.2); review feedback from M. Benz on dispute schedule (.4); confer with T. Hovhannisyan re updates to schedules and transmittal to Loeb team (.3); review and analyze comments on studio business asset purchase agreement (.4); correspondence with A. Snow and bankruptcy team re same (.2); analyze open issues with respect to Alcon request re post-closing process for omitted studio projects (.5); telephone conference with J. Bernbrock, J. Nassiri and A. Snow re same (.2); telephone conference with A. Snow and L. Michaelson re covenant to address Alcon comment (.2); draft post-closing omitted assets covenant (.2); telephone conference with A. Snow re revisions to interim operating covenants (.2); correspondence with Loeb team re revised asset purchase agreement (.2)

Joseph A. Ireland 3.80 hrs. \$ 1175.00/hr.

08/21/25 Revise letter to the court re status conference related to the sale of derivative rights (1.7); telephone conference with SMRH bankruptcy team re letter to the court re status conference related to the sale of derivative rights (.8); review letter to the court re status conference filed by Warner Bros (1.3); draft summary of points for status conference (1.1); telephone conference with SMRH bankruptcy team and counsel to Alcon re studio business sale (.5).

Alyssa Paddock 5.40 hrs. \$ 1105.00/hr.



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08/21/25	Telephone conference and correspondence with SMRH team re letter brief (1.4); review comments and prepare revised draft of same (.9); prepare final version and coordinate filing of same (.5); correspond with VREG team re same (.1); review Warner Bros status conference letter brief, draft talking points in response to the same, and conduct related research (3.1); telephone conference and correspondence with SMRH team and J. Mulvihill re status conference strategy (1.1); confer with VREG and SMRH teams re Wonka consulting agreement and correspond with OMM team re same (.5); confer with A. Paddock re priority sale process work streams and next steps (.7); telephone conference and correspondence with T. Hovhannisyan re studio asset purchase agreement issues (.4); correspond with Regency's counsel re adjournment of derivative rights sale hearing (.2); telephone conference and correspondence with SMRH team re studio asset purchase agreement issues (.6).			
	<table border="0" style="width: 100%;"> <tr> <td style="text-align: right; width: 40%;">Matt Benz</td> <td style="text-align: right; width: 20%;">9.50 hrs.</td> <td style="text-align: right; width: 40%;">\$ 895.00/hr.</td> </tr> </table>	Matt Benz	9.50 hrs.	\$ 895.00/hr.
Matt Benz	9.50 hrs.	\$ 895.00/hr.		
08/21/25	Review and provide comments on draft agenda for August 26 hearing and correspond with SMRH and YCST teams re same.			
	<table border="0" style="width: 100%;"> <tr> <td style="text-align: right; width: 40%;">Matt Benz</td> <td style="text-align: right; width: 20%;">.50 hrs.</td> <td style="text-align: right; width: 40%;">\$ 895.00/hr.</td> </tr> </table>	Matt Benz	.50 hrs.	\$ 895.00/hr.
Matt Benz	.50 hrs.	\$ 895.00/hr.		
08/21/25	Analyze open issue with respect to Guild claim that was not included in Guild settlement discussions (1); finalize annexes and disclosure schedules (.8); correspond with Loeb team re same (.1).			
	<table border="0" style="width: 100%;"> <tr> <td style="text-align: right; width: 40%;">Tatev Hovhannisyan</td> <td style="text-align: right; width: 20%;">1.90 hrs.</td> <td style="text-align: right; width: 40%;">\$ 765.00/hr.</td> </tr> </table>	Tatev Hovhannisyan	1.90 hrs.	\$ 765.00/hr.
Tatev Hovhannisyan	1.90 hrs.	\$ 765.00/hr.		
08/22/25	Review correspondence re outcome of status conference.			
	<table border="0" style="width: 100%;"> <tr> <td style="text-align: right; width: 40%;">Stacey L. Rosenberg</td> <td style="text-align: right; width: 20%;">.10 hrs.</td> <td style="text-align: right; width: 40%;">\$ 1990.00/hr.</td> </tr> </table>	Stacey L. Rosenberg	.10 hrs.	\$ 1990.00/hr.
Stacey L. Rosenberg	.10 hrs.	\$ 1990.00/hr.		
08/22/25	Review Paramount comments to BVI LP re domesticated operating agreement (.5); review revised studio sale asset purchase agreement (.5).			
	<table border="0" style="width: 100%;"> <tr> <td style="text-align: right; width: 40%;">Aerin A. Snow</td> <td style="text-align: right; width: 20%;">1.00 hrs.</td> <td style="text-align: right; width: 40%;">\$ 1260.00/hr.</td> </tr> </table>	Aerin A. Snow	1.00 hrs.	\$ 1260.00/hr.
Aerin A. Snow	1.00 hrs.	\$ 1260.00/hr.		
08/22/25	Evaluate next steps re asset purchase agreement 363 sale studio business Alcon Media Group.			
	<table border="0" style="width: 100%;"> <tr> <td style="text-align: right; width: 40%;">Justin R. Bernbrock</td> <td style="text-align: right; width: 20%;">1.10 hrs.</td> <td style="text-align: right; width: 40%;">\$ 1670.00/hr.</td> </tr> </table>	Justin R. Bernbrock	1.10 hrs.	\$ 1670.00/hr.
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08/22/25	Prepare for and attend status conference (1.9); debrief re same (.6).	Justin R. Bernbrock	2.50 hrs.	\$ 1670.00/hr.
08/22/25	Revise and circulate studio business asset purchase agreement for filing (.4); correspondence with T. Hovhannisyan and D. Ahdoot re guild-related schedules to asset purchase agreement (.2); analyze L. Prendergast's response with respect to assumption of Cyan Worlds agreements (.2); correspondence with M. Benz re same (.1); telephone conference and correspondence with K. Prestegard re schedules to studio business asset purchase agreement (.4); attention to Guild request for agreement relating to Unit 1 (.2); telephone conference with T. Hovhannisyan and correspond with D. Ahdoot re same (.2); correspondence with Loeb team re Cyan Worlds position with respect to assumption of "Myst" contracts (.1).	Joseph A. Ireland	1.80 hrs.	\$ 1175.00/hr.
08/22/25	Review, revise sale order to prepare for filing (2.3); status conference with court re sale of derivative rights (.5); draft update to stakeholders re status of conference (.2); telephone conference with SMRH bankruptcy and litigation teams re scheduling order and matters related to sale of derivative rights (.7); communicate with various parties re status of sale order and asset purchase agreement for studio business and status of sale hearing (1.3).	Alyssa Paddock	5.00 hrs.	\$ 1105.00/hr.
08/22/25	Prepare for and attend status conference re Warner Bros request to bifurcate derivative rights sale hearing (1.2); telephone conference and correspondence with SMRH team re outcome of same and next steps (.8); prepare revised draft of scheduling order re derivative rights sale and draft correspondence to Warner Bros, Alcon, and Regency teams re same (.6); correspond with B. Carver and A. Paddock re notice of filing of studio sale order and asset purchase agreement (.3); review, analyze correspondence from Moonshot re adjournment of contract objection and confer with SMRH team re same (.5); confer with SMRH team re Cyan Worlds contract issues (.3); telephone conference and correspondence with SMRH and Loeb teams re open issues in connection with studio sale hearing (.7); correspond with VREG and SMRH teams re Wonka consulting agreement and Warner Bros diligence requests in connection with the same (.9); telephone conference and correspondence with E. Jones re same (.3).	Matt Benz	5.60 hrs.	\$ 895.00/hr.



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08/22/25 Confer with corporate team re next steps for BVI LP Agreement (.2); draft correspondence to opposing counsel with revisions to DTE Film Partners, LLC operating agreement (.2).

John Herbstritt .40 hrs. \$ 825.00/hr.

08/22/25 Pull untitled 1 Project writer agreement for Guild counsel.

Tatev Hovhannisyan .20 hrs. \$ 765.00/hr.

08/23/25 Evaluate next steps re studio sale hearing (.7); prepare re studio sale hearing (1.8).

Justin R. Bernbrock 2.50 hrs. \$ 1670.00/hr.

08/23/25 Correspondence with Loeb team re response from Cyan Worlds re "Myst" contracts.

Joseph A. Ireland .10 hrs. \$ 1175.00/hr.

08/23/25 Telephone conference with SMRH bankruptcy team re studio business sale hearing (.5); review and respond to various communications re asset purchase agreement and sale order for studio business (.4).

Alyssa Paddock .90 hrs. \$ 1105.00/hr.

08/23/25 Review, analyze documents related to Wonka consulting agreement and draft correspondence to OMM team re same (.5); telephone conference and correspondence with SMRH team re studio sale hearing open issues and preparation (.6).

Matt Benz 1.10 hrs. \$ 895.00/hr.

08/24/25 Review comments from Warner Bros to insert to Lot 3 sale order.

Stacey L. Rosenberg .10 hrs. \$ 1990.00/hr.

08/24/25 Analyze OMM additional comments to sale order and insert (.4); attend to correspondence re same (.3); review Guild additional revisions to sale order (.3); prepare for sale hearing; (1.4) analyze further issues re secured debt references in sale order (.3).

Jennifer L. Nassiri 2.70 hrs. \$ 1545.00/hr.



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08/24/25	Evaluate next steps re studio sale hearing (.9); correspond with Loeb re studio asset purchase agreement (1.1).	Justin R. Bernbrock	2.00 hrs.	\$ 1670.00/hr.
08/24/25	Draft summary chart re objections and open issues re studio sale (2.1); confer with SMRH team re same and preparations for August 26 hearing (.7).	Matt Benz	2.80 hrs.	\$ 895.00/hr.
08/25/25	Analyze summary chart of various filed and informal sale objections and responses to same (.8); review correspondence from M. Russell re provisions in sale order re DIP payoff and consider strategy in response to same (.4); review revised witness/exhibit list (.3); review correspondence from G. Koutsonicolis re same (.1); attend to additional provision in sale order re delivery of communications (.7); review correspondence re Paramount issues and DTE Zoolander (.2); preparation for hearing on studio sale (3.8); telephone conference with Alcon change to final revisions to order on studio assets (.6).	Jennifer L. Nassiri	6.90 hrs.	\$ 1545.00/hr.
08/25/25	Draft correspondence re studio sale covenants (.5); telephone conference with Loeb and SMRH teams re studio sale covenants (.8); review revised asset purchase agreement (.8); draft correspondence re purchase price (.3).	Aerin A. Snow	2.40 hrs.	\$ 1260.00/hr.
08/25/25	Prepare for studio sale hearing (1.7); evaluate next steps studio assets proposed sale order (.9); correspond with SMRH team re VREG studio business Alcon Media Group (.4).	Justin R. Bernbrock	3.00 hrs.	\$ 1670.00/hr.



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08/25/25 Review feedback from K. Berg re open issues concerning delivery of project-related correspondence under studio business asset purchase agreement (.8); prepare for and telephone conference with Loeb team re final open issues with respect to studio business sale order and asset purchase agreement (1); correspondence with K. Berg re provision in asset purchase agreement (.2); further revise asset purchase agreement to address K. Berg's feedback re same (.6); correspondence with Loeb team re asset purchase agreement (.2); telephone conference with T. Hovhannisyan re disclosure schedules, annexes and closing matters (.8).

Joseph A. Ireland 3.60 hrs. \$ 1175.00/hr.

08/25/25 Review documents (3); analyze outstanding issues (.5); prepare for sale hearing for sale of studio business with SMRH bankruptcy team and Delaware counsel at Delaware offices (2.6).

Alyssa Paddock 6.10 hrs. \$ 1105.00/hr.

08/25/25 Participate in in-person conferences with and SMRH team and J. Mulvihill re preparation for studio business sale hearing and attend to priority work streams in connection with the same (3.9); telephone conference and correspondence with M. Russell re studio business sale order (.4); telephone conference and correspondence with SMRH and Loeb teams re studio business sale order, asset purchase agreement, and other priority work streams in connection with studio business sale hearing (1.8).

Matt Benz 6.10 hrs. \$ 895.00/hr.

08/25/25 Confer with SMRH corporate team re next steps for ZOO Film Partners operating agreement (.8); draft correspondence to SMRH Corporate team launching drafting project (.4); confer with Solic team re update on BVI LP entity redomestication (.5); liaise with opposing counsel re Paramount notice of assignment (.3).

John Herbstritt 2.00 hrs. \$ 825.00/hr.

08/26/25 Attend studio business sale hearing.

Stacey L. Rosenberg .20 hrs. \$ 1990.00/hr.



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08/26/25	Further prepare for hearing on sale of studio assets (1.3); attend hearing on sale of studio assets (1); consider strategy and next steps in connection with closing of studio sale (1.5); analyze correspondence from E. Jones re Wonka consulting agreement (.3).	Jennifer L. Nassiri	4.10 hrs.	\$ 1545.00/hr.
08/26/25	Virtually attend sale hearing.	Aerin A. Snow	.50 hrs.	\$ 1260.00/hr.
08/26/25	Evaluate next steps re Warner Bros studio sale (.3); evaluate next steps re OMM/Warner Bros data room activity (1.1).	Justin R. Bernbrock	1.40 hrs.	\$ 1670.00/hr.
08/26/25	Correspondence with Loeb re annexes and schedules to studio business (.1); review open issues and action items for execution and closing of studio asset purchase agreement (.4); review documents re studio projects provide by K. Berg and correspondence re same (.3).	Joseph A. Ireland	.80 hrs.	\$ 1175.00/hr.
08/26/25	Prepare for sale hearing (2.5); sale hearing for sale of studio business (.5); follow up discussions re outstanding tasks for sale of studio business (1.8).	Alyssa Paddock	4.80 hrs.	\$ 1105.00/hr.
08/26/25	Confer with SMRH team re priority work streams in connection with studio business sale hearing and attend to the same (1.7); attend studio business sale hearing (1); attend to finalization and uploading of studio business sale order (.3); confer with SMRH team re scheduling order re derivative rights sale and correspond with E. Jones re same (.4); correspond with Solic team re data room access statistics (.3).	Matt Benz	3.70 hrs.	\$ 895.00/hr.
08/26/25	Draft correspondence to VREG management confirming next steps and budget to redomestication/conversion project.	John Herbstritt	.30 hrs.	\$ 825.00/hr.



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08/26/25	Draft and prepare new operating agreement based on DR ZOO limited partnership agreement.	Alyssa Garcia	4.10 hrs.	\$ 765.00/hr.
08/27/25	Conference with SMRH team re commitment letter (.5); draft commitment letter (1); conference with SMRH team, K. Maib, K. Berg and L. Santor re commitment letter (.5).	Stacey L. Rosenberg	2.00 hrs.	\$ 1990.00/hr.
08/27/25	Review correspondence re dissolution of general partners in BVI limited partnerships upon withdrawal.	Stacey L. Rosenberg	.20 hrs.	\$ 1990.00/hr.
08/27/25	Coordinate studio sale signing and closing (.5); draft correspondence to Loeb team re reorganizations (.5); draft correspondence to K. Berg re asset purchase agreement correspondence (.3).	Aerin A. Snow	1.30 hrs.	\$ 1260.00/hr.
08/27/25	Evaluate next steps re studio asset purchase agreement.	Justin R. Bernbrock	1.20 hrs.	\$ 1670.00/hr.
08/27/25	Telephone conference with A. Snow and T. Hovhannisyan re finalization schedules and annexes to studio business asset purchase agreement (.4); review T. Hovhannisyan's draft of closing checklist for studio sale (.3).	Joseph A. Ireland	.70 hrs.	\$ 1175.00/hr.
08/27/25	Telephone conference with counsel to Alcon re sale of derivative rights (.5); telephone conference re sale of derivative rights with SMRH team (.3); telephone conference with K. Maib and debtors' management team re derivative rights sale issues (.6); evaluate and research issues re sale process (5.5).	Alyssa Paddock	6.90 hrs.	\$ 1105.00/hr.



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08/27/25	Review filings referencing Wonka consulting agreement and draft correspondence to J. Bernbrock re same (.3); telephone conference and correspondence with M. Russell re outstanding contract issues in connection with studio business sale (.3); correspond with SMRH team re Cyan Worlds contract issues (.2); telephone conference and correspondence with SMRH and Loeb teams re strategy re derivative work in connection with derivative rights sale (1.1); telephone conference and correspondence with J. Bernbrock, J. Nassiri, S. Rosenberg, and A. Paddock re same (.7).		
	Matt Benz	2.60 hrs.	\$ 895.00/hr.
08/27/25	Revise Zoo Film Partners operating agreement.		
	John Herbstritt	1.30 hrs.	\$ 825.00/hr.
08/27/25	Revise partnership redomestication documents (.3); correspond with J. Herbstritt re same (.1); review client files in connection with same (.2).		
	Aaron X. Hill	.60 hrs.	\$ 540.00/hr.
08/27/25	Update transaction checklist.		
	Tatev Hovhannisyan	1.60 hrs.	\$ 765.00/hr.
08/28/25	Draft commitment letter and distribute to SMRH team for review (1.2); correspondence with K. Mailb, K. Berg and L. Santor re commitment letter (.3); review draft of project acceptance notice for derivative work (.1).		
	Stacey L. Rosenberg	1.60 hrs.	\$ 1990.00/hr.
08/28/25	Review correspondence re timeline for conversion of BVI limited partnerships to Delaware limited liability companies (.1); review comments from Loeb to operating agreement for DTE Film Partners LLC (.2).		
	Stacey L. Rosenberg	.30 hrs.	\$ 1990.00/hr.
08/28/25	Consider open issues and correspondence with Paramount and transfer of DTE/Zoolander.		
	Jennifer L. Nassiri	.40 hrs.	\$ 1545.00/hr.



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08/28/25	Analyze draft commitment letter and correspondence.		
	Jennifer L. Nassiri	.90 hrs.	\$ 1545.00/hr.
08/28/25	Draft amendment to purchase agreement (1); draft correspondence re redomestication (.6).		
	Aerin A. Snow	1.60 hrs.	\$ 1260.00/hr.
08/28/25	Review, analyze commitment letter (1.3); correspond with SMRH team re same (.7).		
	Justin R. Bernbrock	2.00 hrs.	\$ 1670.00/hr.
08/28/25	Attend telephone conference with SMRH team, Loeb and Pierson Ferdinand re Cyan World "Myst".		
	Justin R. Bernbrock	1.10 hrs.	\$ 1670.00/hr.
08/28/25	Prepare for and participate in telephone conference with Loeb and Cyan Worlds' teams re assignment and assumption of "Myst" contracts (.5); discuss open issues re scheduling and assumption notices with respect to additional studio contracts (.4).		
	Joseph A. Ireland	.90 hrs.	\$ 1175.00/hr.
08/28/25	Telephone conference with contract counterparty re sale of studio business and status thereof (.4); review stipulation with contract counterparty (.6); analyze various sale issues re sale of derivative rights (1.9).		
	Alyssa Paddock	2.90 hrs.	\$ 1105.00/hr.
08/28/25	Review, analyze draft commitment letter in connection with potential derivative work transaction.		
	Matt Benz	.40 hrs.	\$ 895.00/hr.
08/28/25	Revise annexes and prepare schedule for the fifth supplemental notice.		
	Tatev Hovhannisyan	1.80 hrs.	\$ 765.00/hr.



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08/29/25	Provided comments re revised draft VREG LLC operating agreement.	Keith R. Gercken	.30 hrs.	\$ 2260.00/hr.
08/29/25	Review correspondence re commitment letter and transaction structure in connection with certain derivative rights (.5); revise commitment letter (.5); distribute draft of commitment letter to Loeb for review (.1).	Stacey L. Rosenberg	1.10 hrs.	\$ 1990.00/hr.
08/29/25	Attend to correspondence re proposed revisions to DTE/Zoolander document and impact on library sale issues (.4); review correspondence from Warner Bros re acceptance of notices of assignment in connection with library ale and related correspondence (.4).	Jennifer L. Nassiri	.80 hrs.	\$ 1545.00/hr.
08/29/25	Draft and revise amendment to purchase agreement (1.3); draft correspondence re LLC agreement (.5); revise LLC agreement (.4).	Aerin A. Snow	2.20 hrs.	\$ 1260.00/hr.
08/29/25	Correspond with SMRH team re Alcon commitment letter (1.1); correspond with B. Sandler re committee issues (.3).	Justin R. Bernbrock	1.40 hrs.	\$ 1670.00/hr.
08/29/25	Review commitment letter re derivative rights (.9); review, respond, and file stipulation with contract counterparty (.5); analyze various sale issues re sale of derivative rights (2).	Alyssa Paddock	3.40 hrs.	\$ 1105.00/hr.
08/29/25	Provide comments on draft commitment letter in connection with potential derivative work transaction and correspond with S. Rosenberg and A. Paddock re same (.4); review correspondence with VREG team re same (.3).	Matt Benz	.70 hrs.	\$ 895.00/hr.
08/29/25	Revise DTE Film Partners operating agreement, incorporating revisions from opposing counsel.	John Herbstritt	.40 hrs.	\$ 825.00/hr.



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08/31/25 Telephone conference with S. Edel re Alcon issues (.9); correspond with SMRH team, client re same (.3).

Justin R. Bernbrock 1.20 hrs. \$ 1670.00/hr.

Timekeeper Summary of: Asset Disposition

<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
Keith R. Gercken	0.30	\$ 2,260.00	\$ 678.00
Aerin A. Snow	20.10	\$ 1,260.00	\$ 25,326.00
Joseph A. Ireland	37.70	\$ 1,175.00	\$ 44,297.50
Justin R. Bernbrock	62.80	\$ 1,670.00	\$ 104,876.00
Jennifer L. Nassiri	49.60	\$ 1,545.00	\$ 76,632.00
Stacey L. Rosenberg	13.80	\$ 1,990.00	\$ 27,462.00
Alyssa Paddock	72.10	\$ 1,105.00	\$ 79,670.50
Matt Benz	89.40	\$ 895.00	\$ 80,013.00
John Herbstritt	7.50	\$ 825.00	\$ 6,187.50
Alyssa Garcia	4.10	\$ 765.00	\$ 3,136.50
Sydney B. Hunemuller	2.30	\$ 1,045.00	\$ 2,403.50
Aaron X. Hill	0.60	\$ 540.00	\$ 324.00
Tatev Hovhannisyanyan	22.70	\$ 765.00	\$ 17,365.50
<i>Totals</i>	383.00	\$ 1,222.90	\$ 468,372.00

Relief from Stay and Adequate Protection Proceedings

08/04/25 Evaluate strategy in connection with relief from stay for Europa Corp to market the film "don't say a word." (.7); attend to correspondence re same (.4).

Jennifer L. Nassiri 1.10 hrs. \$ 1545.00/hr.

08/06/25 Analyze draft correspondence in connection with potential stay violation related to derivative work (.6); attend to correspondence re same (.9).

Jennifer L. Nassiri 1.50 hrs. \$ 1545.00/hr.



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08/08/25	Attention to correspondence re potential violation of stay re "We May Regret This" series (.9); analysis of co-financing and production agreement and related joint venture in connection with same (1.2).
	Jennifer L. Nassiri
	2.10 hrs. \$ 1545.00/hr.
08/08/25	Correspond with SMRH team re stay violation involving Roughcut television.
	Justin R. Bernbrock
	.70 hrs. \$ 1670.00/hr.
08/15/25	Review draft termination notice for "Mother" project and related correspondence.
	Jennifer L. Nassiri
	.30 hrs. \$ 1545.00/hr.
08/16/25	Correspond with K. Berg, L. Santor, K. Maib and SMRH team re proposed termination letter consideration a stay violation and next steps.
	Justin R. Bernbrock
	1.10 hrs. \$ 1670.00/hr.
08/18/25	Review correspondence re stay violation in connection with purported termination of agreements for the "Mother" project.
	Jennifer L. Nassiri
	.30 hrs. \$ 1545.00/hr.
08/18/25	Finalize termination letter re automatic stay violation (.4); correspond with SMRH team re same (.3).
	Justin R. Bernbrock
	.70 hrs. \$ 1670.00/hr.
08/19/25	Review proposed correspondence to producers in connection with "Mother" project and purported termination of co-development agreement.
	Jennifer L. Nassiri
	.30 hrs. \$ 1545.00/hr.
08/28/25	Review draft stipulation for Europa Corp. relief from stay in connection with marketing "we may regret this." (.4); attend to correspondence re same (.3); review revisions from K. Berg in connection with same (.1).
	Jennifer L. Nassiri
	.80 hrs. \$ 1545.00/hr.



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08/28/25 Review and provide comments on draft stay relief stipulation with EuropaCorp (.3); correspond with SMRH, VREG, and Cooley teams re same (.2).

Matt Benz .50 hrs. \$ 895.00/hr.

08/29/25 Attend to filing of Europa Corp. stip re relief from stay.

Jennifer L. Nassiri .20 hrs. \$ 1545.00/hr.

Timekeeper Summary of: Relief from Stay and Adequate Protection Proceedings

<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
Justin R. Bernbrock	2.50	\$ 1,670.00	\$ 4,175.00
Jennifer L. Nassiri	6.60	\$ 1,545.00	\$ 10,197.00
Matt Benz	0.50	\$ 895.00	\$ 447.50
<i>Totals</i>	9.60	\$ 1,543.70	\$ 14,819.50

Fee/Employment Applications & Statements

08/01/25 Attend to correspondence re final June fee statement.

Jennifer L. Nassiri .30 hrs. \$ 1545.00/hr.

08/01/25 Correspond with SMRH team re June fee application and filing.

Justin R. Bernbrock .70 hrs. \$ 1670.00/hr.

08/01/25 Revise June monthly fee application and correspond with SMRH team re same (.8); finalize and coordinate filing of same (.3).

Matt Benz 1.10 hrs. \$ 895.00/hr.

08/04/25 Correspond with SMRH team re June monthly fee application.

Matt Benz .20 hrs. \$ 895.00/hr.



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08/06/25 Telephone conference and correspondence with B. Carver re COC re first interim fee applications (.2); correspond with J. Nassiri re same (.1); review Maples OCP invoice and confer with SMRH team, K. Berg re next steps (.4).

Matt Benz .70 hrs. \$ 895.00/hr.

08/07/25 Attend to correspondence re the certificate of no objection in connection with interim fee statements set for hearing on August 26.

Jennifer L. Nassiri .20 hrs. \$ 1545.00/hr.

08/07/25 Evaluate next steps re fee application order.

Justin R. Bernbrock .70 hrs. \$ 1670.00/hr.

08/07/25 Review draft COC and proposed order re first interim fee applications and confer with B. Carver, SMRH team re same.

Matt Benz .40 hrs. \$ 895.00/hr.

08/11/25 Correspond with J. Nassiri re COC re interim fee applications.

Matt Benz .20 hrs. \$ 895.00/hr.

08/12/25 Evaluate next steps re fee application orders.

Justin R. Bernbrock .70 hrs. \$ 1670.00/hr.

08/12/25 Review and revise exhibits to July monthly fee application.

Matt Benz 1.90 hrs. \$ 895.00/hr.

08/13/25 Evaluate next steps re fee applications.

Justin R. Bernbrock .20 hrs. \$ 1670.00/hr.

08/19/25 Review and revise exhibits to July monthly fee application (3.9); correspond with SMRH team re same (.2).

Matt Benz 4.10 hrs. \$ 895.00/hr.



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08/23/25	Correspond with SMRH team re July monthly fee application.		
	Matt Benz	.20 hrs.	\$ 895.00/hr.
08/25/25	Correspond with SMRH and VREG teams re July fee application and order approving interim fee applications.		
	Matt Benz	.30 hrs.	\$ 895.00/hr.
08/26/25	Review and revise exhibits to SMRH July fee applications and correspond with SMRH team re same.		
	Matt Benz	.70 hrs.	\$ 895.00/hr.
08/28/25	Attend to status of July fee statement and review draft of same.		
	Jennifer L. Nassiri	.40 hrs.	\$ 1545.00/hr.
08/28/25	Review, analyze July fee statement (.3); correspond with SMRH team re same (.2).		
	Justin R. Bernbrock	.50 hrs.	\$ 1670.00/hr.
08/28/25	Draft, finalize, and coordinate filing of July monthly fee application (1.7); correspond with SMRH and YCST teams re same (.2).		
	Matt Benz	1.90 hrs.	\$ 895.00/hr.

Timekeeper Summary of: Fee/Employment Applications & Statements

<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
Justin R. Bernbrock	2.80	\$ 1,670.00	\$ 4,676.00
Jennifer L. Nassiri	0.90	\$ 1,545.00	\$ 1,390.50
Matt Benz	11.70	\$ 895.00	\$ 10,471.50
<i>Totals</i>	15.40	\$ 1,073.90	\$ 16,538.00

Assumption/Rejection of Leases and Contracts



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08/04/25	Evaluate strategy in connection with potential action on Warner Bros co-financing agreement and impact on sale of derivative rights (1.8); telephone conference with RX team re next steps. (.6); attend to correspondence re strategy in connection with same (.7).	Jennifer L. Nassiri	3.10 hrs.	\$ 1545.00/hr.
08/04/25	Correspondence with T. Hovhannisyan re fourth supplemental assumption notice (.3); review and revise latest draft of the same (.4).	Matt Benz	.70 hrs.	\$ 895.00/hr.
08/05/25	Correspondence with T. Hovhannisyan and Verita team re fourth supplemental assumption notice (.4); review and revise latest draft of the same (.2).	Matt Benz	.60 hrs.	\$ 895.00/hr.
08/07/25	Consider next steps and strategy in connection with resolution of guild issues for studio sale and cure issues (.8); review draft fourth supplemental assumption notice and related emails (.4).	Jennifer L. Nassiri	1.20 hrs.	\$ 1545.00/hr.
08/07/25	Evaluate next steps re fourth supplemental assumption notice.	Justin R. Bernbrock	1.10 hrs.	\$ 1670.00/hr.
08/07/25	Review and revise latest draft of fourth supplemental assumption notice (.2); confer with SMRH and Verita teams re same (.7); correspond with Loeb team re same (.3).	Matt Benz	1.20 hrs.	\$ 895.00/hr.
08/11/25	Analyze issues in connection with "We May Regret This" and consider next steps (.5); review Alcon comments to fourth supplemental assumption list and related correspondence (.5).	Jennifer L. Nassiri	1.00 hrs.	\$ 1545.00/hr.



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08/11/25	Review and revise latest draft of fourth supplemental assumption notice and Loeb comments on contracts schedule (.7); confer with SMRH, Verita, and Loeb teams re same (.4).	Matt Benz	1.10 hrs.	\$ 895.00/hr.
08/12/25	Attend to issues surrounding "we may regret this" and correspondence re same (1.2); review correspondence in connection with fourth supplemental assumption notice (.2).	Jennifer L. Nassiri	1.40 hrs.	\$ 1545.00/hr.
08/12/25	Review and revise latest draft of fourth supplemental assumption notice and Loeb comments on contracts schedule (.5); confer with SMRH, Verita, and Loeb teams re same (.4); telephone conference with SMRH team re same (.3).	Matt Benz	1.20 hrs.	\$ 895.00/hr.
08/13/25	Review and revise latest draft of fourth supplemental assumption notice and Loeb comments on contracts schedule (.5); confer with SMRH, Verita, and Loeb teams re same (.2).	Matt Benz	.70 hrs.	\$ 895.00/hr.
08/14/25	Review correspondence re final draft of fourth supplemental notice of potential assumption.	Jennifer L. Nassiri	.30 hrs.	\$ 1545.00/hr.
08/14/25	Review and finalize fourth supplemental assumption notice.	Justin R. Bernbrock	.30 hrs.	\$ 1670.00/hr.
08/14/25	Review, finalize, and coordinate filing of fourth supplemental assumption notice and Loeb comments on contracts schedule (.8); confer with SMRH, Verita, and Loeb teams re same (.4).	Matt Benz	1.20 hrs.	\$ 895.00/hr.



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08/15/25	Review correspondence re Sony concerns with fourth supplement on assumption in connection with "Underworld" project (.3); review correspondence from D. Adhoot re Guild reservation of rights in connection with fourth supplement on potential assumption (.1).	Jennifer L. Nassiri	.40 hrs.	\$ 1545.00/hr.
08/15/25	Attend telephone conference with D. Ahdoot re fourth notice of assumption and Guild objection.	Justin R. Bernbrock	.70 hrs.	\$ 1670.00/hr.
08/16/25	Evaluate next steps re fourth notice of assumption and Guild objection.	Justin R. Bernbrock	.60 hrs.	\$ 1670.00/hr.
08/18/25	Consider status of negotiations with Guild on cure amounts and next steps for Alcon.	Jennifer L. Nassiri	.30 hrs.	\$ 1545.00/hr.
08/18/25	Review correspondence from Sony's counsel re fourth supplemental assumption notice (.2); correspond with SMRH team and review relevant documents in connection with the same (.5).	Matt Benz	.70 hrs.	\$ 895.00/hr.
08/20/25	Attend to correspondence relating to inclusion of Cyan world agreements on fourth supplemental notice of assumption (.2); prepare for and participate in telephone conference with counsel for Amazon re Night of the Living Dead project (.4).	Jennifer L. Nassiri	.60 hrs.	\$ 1545.00/hr.
08/20/25	Correspond with VREG, SMRH, and Sony's counsel re fourth supplemental assumption notice.	Matt Benz	.40 hrs.	\$ 895.00/hr.



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08/22/25 Consider open issues with potential assumption of Moonshot agreements (.6); review correspondence in connection with Cyan/Apple deal and assumption of same (.4); attend to correspondence re Guild issues on cure in connection with studio sale (.5).

Jennifer L. Nassiri 1.50 hrs. \$ 1545.00/hr.

08/24/25 Attend to open issues with Cyan/Apple agreement.

Jennifer L. Nassiri .30 hrs. \$ 1545.00/hr.

08/27/25 Attend to correspondence re Cyan World/Apple agreements and extension of time to respond to notice to assume.

Jennifer L. Nassiri .50 hrs. \$ 1545.00/hr.

08/28/25 Review correspondence from S. Edel re Moonshot (.1); consider impact of rejection of same (.3)

Jennifer L. Nassiri .40 hrs. \$ 1545.00/hr.

08/28/25 Correspond with T. Hovhannisyan re fifth supplemental assumption notice.

Matt Benz .20 hrs. \$ 895.00/hr.

Timekeeper Summary of: Assumption/Rejection of Leases and Contracts

<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
Justin R. Bernbrock	2.70	\$ 1,670.00	\$ 4,509.00
Jennifer L. Nassiri	11.00	\$ 1,545.00	\$ 16,995.00
Matt Benz	8.00	\$ 895.00	\$ 7,160.00
<i>Totals</i>	21.70	\$ 1,320.92	\$ 28,664.00

Other Contested Matters (excluding assumption/rejection motions)



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08/01/25	Telephone conference with Alcon counsel and SMRH team to discuss derivative rights.	Thomas V. Panoff	.90 hrs.	\$ 1480.00/hr.
08/05/25	Telephone conference with Alcon counsel and SMRH team to discuss derivative rights (.8); telephone conference with SMRH team to discuss potential declaratory relief (.4).	Thomas V. Panoff	1.20 hrs.	\$ 1480.00/hr.
08/05/25	Participate in telephone conference with litigation team re potential declaratory relief (.3); analysis of case law and related research in connection with same (1.6).	Jennifer L. Nassiri	1.90 hrs.	\$ 1545.00/hr.
08/05/25	Correspond with SMRH team re Alcon and Warner Bros position re Furiosa, Joker 2, and certain derivative work and next steps re co-ownership agreements.	Justin R. Bernbrock	.70 hrs.	\$ 1670.00/hr.
08/06/25	Review draft letter to Warner Bros re certain derivative work.	Stacey L. Rosenberg	.20 hrs.	\$ 1990.00/hr.
08/06/25	Evaluate next steps re certain derivative work.	Justin R. Bernbrock	1.30 hrs.	\$ 1670.00/hr.
08/06/25	Draft correspondence to Warner Bros re automatic stay and derivative rights issues and confer with SMRH team re same (2.9); correspond with K. Berg, L. Santor, and S. Rosenberg re same (.3).	Matt Benz	3.20 hrs.	\$ 895.00/hr.
08/07/25	Evaluate discovery strategy in connection with Warner Bros derivative rights sale objection and strategize re same.	Jennifer L. Nassiri	1.30 hrs.	\$ 1545.00/hr.



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08/07/25	Correspond with SMRH team and co-counsel re discovery.	Justin R. Bernbrock	.70 hrs.	\$ 1670.00/hr.
08/07/25	Revise draft letter to Warner Bros re automatic stay and derivative rights issues and confer with SMRH team re same (.5); correspond with Loeb team re same (.2); correspond with SMRH team re discovery matters in connection with Warner Bros (.4).	Matt Benz	1.10 hrs.	\$ 895.00/hr.
08/08/25	SMRH team telephone conference to discuss potential Warner Bros discovery.	Thomas V. Panoff	.40 hrs.	\$ 1480.00/hr.
08/08/25	Confer with SMRH team re strategy for derivative rights sale objections and discovery scheduling strategy (.4); draft summary of next steps and necessary agreements for the same (.7); confer with M. Benz and SMRH team re the same (.6).	Sydney B. Hunemuller	1.70 hrs.	\$ 1045.00/hr.
08/08/25	Analyze open issues and strategy in connection with discovery to Warner Bros in connection with derivative rights sale objection (1.7); participate in telephone conference with litigation team re same (.4); consider discovery schedule and timing for hearing (1.2).	Jennifer L. Nassiri	3.30 hrs.	\$ 1545.00/hr.
08/08/25	Evaluate next steps re certificate of no objection (.6); evaluate next steps re September hearing and possible upcoming hearing dates (1.1).	Justin R. Bernbrock	1.70 hrs.	\$ 1670.00/hr.
08/08/25	Prepare for and attend telephone conference with SMRH team re Warner Bros derivative rights discovery (1.1); evaluate next steps re Warner Bros derivative rights discovery (1.3).	Justin R. Bernbrock	2.40 hrs.	\$ 1670.00/hr.



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08/08/25	Telephone conference with S. Hunemuller and T. Panoff and bankruptcy team re discovery matters.	Alyssa Paddock	.50 hrs.	\$ 1105.00/hr.
08/08/25	Review correspondence from contract counterparty and relevant documents for the purpose of analyzing potential stay violation (.6); confer with SMRH team, K. Berg, and L. Santor re same (.5); telephone conference and correspondence with SMRH team re Warner Bros discovery issues and next steps (.7); confer with S. Hunemuller and A. Paddock re discovery schedule and review local rules in connection with the same (.9).	Matt Benz	2.70 hrs.	\$ 895.00/hr.
08/09/25	Consider outstanding issues in connection with discovery schedule for derivative rights dispute with Warner Bros.	Jennifer L. Nassiri	.30 hrs.	\$ 1545.00/hr.
08/09/25	Correspond with SMRH team re Warner Bros derivative rights discovery and next steps working with co-counsel.	Justin R. Bernbrock	.70 hrs.	\$ 1670.00/hr.
08/11/25	Analyze and revise draft stipulated order re scheduling (.6); confer with M. Benz and A. Paddock re same (.3).	Sydney B. Hunemuller	.90 hrs.	\$ 1045.00/hr.
08/11/25	Analyze draft discovery stipulation and related correspondence.	Jennifer L. Nassiri	.90 hrs.	\$ 1545.00/hr.
08/11/25	Evaluate next steps re derivative rights hearing (1.1); correspond with SMRH team re Warner Bros derivative rights discovery and next steps re date deadlines upcoming (.9); correspond with B. Sandler re settlement communications re debtors' response re Warner Bros dispute and resolving UCC's issues (1.3).	Justin R. Bernbrock	3.30 hrs.	\$ 1670.00/hr.



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08/11/25 Confer with SMRH and YCST teams re scheduling order in connection with Warner Bros discovery issues (.5); draft scheduling order re same (1.1); review comments from SMRH team and prepare revised draft of scheduling order (.5); correspond with OMM and Lobe teams re same (.2); review agreements related to studio business project and correspondence from counterparty re same, analyze potential stay violation and confer with SMRH team re same (1.4).

Matt Benz 3.70 hrs. \$ 895.00/hr.

08/12/25 Review agreements related to studio business project and correspondence from counterparty re same, analyze potential stay violation (.4); confer with SMRH team re same (.2); telephone conference and correspondence with L. Santor and K. Berg re same (.3); attend to various disputed issues and other contested matters (1).

Matt Benz 1.90 hrs. \$ 895.00/hr.

08/13/25 Evaluate next steps re CNO objection deadline for Solic.

Justin R. Bernbrock .10 hrs. \$ 1670.00/hr.

08/13/25 Review, analyze documents in correspondence in connection with active disputed issues.

Matt Benz .80 hrs. \$ 895.00/hr.

08/14/25 Review correspondence re project notice (.2); conference with SMRH team re certain derivative work (1).

Stacey L. Rosenberg 1.20 hrs. \$ 1990.00/hr.

08/14/25 Attend to payment and retention of potential experts for Warner Bros arbitration.

Jennifer L. Nassiri .20 hrs. \$ 1545.00/hr.

08/14/25 Evaluate next steps re certain derivative work and project notice (1.9); evaluate next steps re draft letter to Warner Bros re privileged documents (6); correspond with SMRH team re next steps re CNO for Solic Capital (.3).

Justin R. Bernbrock 2.80 hrs. \$ 1670.00/hr.



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08/14/25	Review, analyze documents in correspondence in connection with active disputed issues.		
	Matt Benz	.80 hrs.	\$ 895.00/hr.
08/15/25	Confer with SMRH team re active disputed issues and contested matters.		
	Matt Benz	.50 hrs.	\$ 895.00/hr.
08/16/25	Evaluate next steps re Night of the Living Dead (.4); evaluate next steps re certain derivative work (1.1).		
	Justin R. Bernbrock	1.50 hrs.	\$ 1670.00/hr.
08/16/25	Confer with SMRH team re active disputed issues and contested matters.		
	Matt Benz	.50 hrs.	\$ 895.00/hr.
08/17/25	Correspond with client team re next steps re project notice (.6); evaluate next steps re Wonka issues (1.1).		
	Justin R. Bernbrock	1.70 hrs.	\$ 1670.00/hr.
08/17/25	Confer with SMRH team re active disputed issues and contested matters.		
	Matt Benz	.20 hrs.	\$ 895.00/hr.
08/18/25	Evaluate next steps re Night of the Living Dead.		
	Justin R. Bernbrock	.60 hrs.	\$ 1670.00/hr.
08/18/25	Review documents and correspondence from contract counterparty re executory contract termination and analyze potential stay violation (.4); confer with SMRH team re same (.2); draft stay violation letter and confer with VREG and SMRH teams re same (.9),		
	Matt Benz	1.50 hrs.	\$ 895.00/hr.
08/19/25	Correspond with SMRH team re Warner Bros objection to derivative rights.		
	Thomas V. Panoff	.20 hrs.	\$ 1480.00/hr.



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08/19/25	Analyze correspondence from A. Paddock summarizing Warner Bros next steps in opposing sale of derivative rights to Alcon (.3); evaluate strategy and consider next steps (2.6).	Jennifer L. Nassiri	2.90 hrs.	\$ 1545.00/hr.
08/19/25	Evaluate next steps re September hearing and October hearing date (.3); correspond with SMRH team and co-counsel re same (.2); evaluate next steps re scheduling order (.3); correspond with SMRH team re court filings (.2).	Justin R. Bernbrock	1.00 hrs.	\$ 1670.00/hr.
08/19/25	Review precedent motions to dismiss.	Alyssa Paddock	.70 hrs.	\$ 1105.00/hr.
08/19/25	Finalize and send stay violation letter to contract counterparty (.4); correspond with SMRH and K&E teams re arbitration issues (.3).	Matt Benz	.70 hrs.	\$ 895.00/hr.
08/20/25	Telephone conference with SMRH team to discuss strategy re Warner Bros request for status conference (.5); review and edit letter brief (.4); review and edit draft scheduling order on discovery (.4).	Thomas V. Panoff	1.30 hrs.	\$ 1480.00/hr.
08/20/25	Review notice from court in connection with Warner Bros request for status conference and consider implications of same (.4); evaluate strategy for letter brief to be filed with court (1.9); participate in team telephone conference re same (.7); review and revise draft letter brief and related versions (1.5).	Jennifer L. Nassiri	4.50 hrs.	\$ 1545.00/hr.
08/20/25	Attend telephone conference with SMRH team and Amazon Studios re Night of the Living Dead (.7); attend telephone conference with J. Newton re updates and next steps (1.1); attend telephone conference with SMRH team and co-counsel YCST re status conference meeting (.6); evaluate next steps re notice of hearing set for August 22 per docket 728 (.7).	Justin R. Bernbrock	3.10 hrs.	\$ 1670.00/hr.



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08/21/25	Revise updated draft of letter brief for status hearing (.3); correspond with SMRH team re same (.2).	Thomas V. Panoff	.50 hrs.	\$ 1480.00/hr.
08/21/25	Attend to multiple additional comments to draft letter brief (.8); evaluate correspondence re same (.3); review final draft for filing (.4); telephone conference with team re additional revisions (.5); analyze letter brief submitted by Warner in connection with status conference (.9); attend to strategy in response and preparation for status conference (.8); consider open issues with Wonka consulting agreement and related correspondence (.6).	Jennifer L. Nassiri	4.30 hrs.	\$ 1545.00/hr.
08/21/25	Attend telephone conference with SMRH team, Young Conaway re letter brief (.6); attend telephone conference with SMRH team and re update on Docket# 730 (.3).	Justin R. Bernbrock	.90 hrs.	\$ 1670.00/hr.
08/21/25	Correspond with Warner Bros counsel and SMRH team re proposed scheduling order and next steps (.3); evaluate next steps re letter brief for status conference (.3); correspond with SMRH team re same (.2); evaluate docket #730 re letter to Judge Horan re August 22 status conference filed by Warner Bros and next steps (.3); evaluate next steps re exclusivity deadline extension (.3); evaluate next steps re August 26 agenda (.3); evaluate next steps re July reporting to Warner Bros (.3).	Justin R. Bernbrock	2.00 hrs.	\$ 1670.00/hr.
08/22/25	Attend status telephone conference (.7); follow up telephone conference with SMRH team to discuss same and discovery issues (.6).	Thomas V. Panoff	1.30 hrs.	\$ 1480.00/hr.
08/22/25	Prepare for status conference and attend to correspondence re same (.3) participate in status conference on Warner Bros request for bifurcation (.5); participate in team telephone conference re strategy, next steps and revisions to scheduling order (1); attend to correspondence re strategy and next steps (.7); review revised scheduling order and consider discovery issues (.6); attention to Warner Bros requests re Wonka (.4).	Jennifer L. Nassiri	3.50 hrs.	\$ 1545.00/hr.



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08/22/25	Correspond with SMRH team re witness list (.3); evaluate next steps re agenda for August 26 hearing (.3).		
	Justin R. Bernbrock	.60 hrs.	\$ 1670.00/hr.
08/23/25	Analyze potential issues with dispute as to transfer of Wonka consulting agreement (1.1); telephone conference with RX team re strategy and next steps (.6).		
	Jennifer L. Nassiri	1.70 hrs.	\$ 1545.00/hr.
08/23/25	Evaluate next steps re Cyan World contracts (1.3); correspond with Benjamin Loveland re Disney 20th Century and next steps (.3).		
	Justin R. Bernbrock	1.60 hrs.	\$ 1670.00/hr.
08/24/25	Evaluate next steps re exhibits (.3); correspond with SMRH team re same (.3); prepare for August 26 hearing (1.9).		
	Justin R. Bernbrock	2.50 hrs.	\$ 1670.00/hr.
08/25/25	Evaluate next steps re agenda for hearing set for August 26.		
	Justin R. Bernbrock	.30 hrs.	\$ 1670.00/hr.
08/26/25	Confer with SMRH team re scheduling order and discovery strategy.		
	Sydney B. Hunemuller	.30 hrs.	\$ 1045.00/hr.
08/26/25	Attend to discovery stipulation and next steps (.6); review correspondence re same (.2); consider strategy with respect to derivative work and related issues (.4).		
	Jennifer L. Nassiri	1.20 hrs.	\$ 1545.00/hr.
08/26/25	Evaluate next steps re September hearing (.2); evaluate next steps re project notice (.6).		
	Justin R. Bernbrock	.80 hrs.	\$ 1670.00/hr.
08/26/25	Prepare for and attend omnibus hearing.		
	Justin R. Bernbrock	1.90 hrs.	\$ 1670.00/hr.



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08/27/25	SMRH internal telephone conference to discuss Warner Bros discovery (.7); telephone conference with counsel for Warner Bros to discuss same (.3); review existing drafts of discovery requests (.4).	Thomas V. Panoff	1.40 hrs.	\$ 1480.00/hr.
08/27/25	Confer with SMRH team re strategy for derivative rights discovery (1); confer with T. Panoff re same (.3); review correspondence with SMRH team re same (.4); draft and revise discovery requests to Warner Bros following discussion (1); confer with M. Benz re same (.6).	Sydney B. Hunemuller	3.30 hrs.	\$ 1045.00/hr.
08/27/25	Consider strategy in connection with discovery for derivative rights litigation (.8); participate in discovery telephone conference with litigation team re same (.7); review additional requested revisions by Warner Bros in connection with scheduling order (.3); evaluate strategy in connection with certain derivative rights issue (2.2); telephone conference with Loeb re same (.5); participate in telephone conference with Warner Bros team re scheduling order (.4); attend to motion to dismiss certain chapter 11 debtors (.6); participate in telephone conference with RX team re strategy on derivative rights issues (.6); telephone conference with client team re next steps and strategy (.6).	Jennifer L. Nassiri	6.70 hrs.	\$ 1545.00/hr.
08/27/25	Attend telephone conference with SMRH team, OMM, co-counsel and Morris Nichols re Warner Bros scheduling order (.6); correspond with K. Maib re next steps re loan structure (.2); correspond with J. Newton re Warner Bros challenge deadline and next steps (.3).	Justin R. Bernbrock	1.10 hrs.	\$ 1670.00/hr.
08/27/25	Prepare for and attend telephone conference with SMRH team and co-counsel re discovery strategy meeting.	Justin R. Bernbrock	.70 hrs.	\$ 1670.00/hr.
08/27/25	Telephone conference SMRH bankruptcy and litigation teams re discovery for sale of derivative rights (.6); telephone conference with counsel to Warner Bros re discovery schedule outstanding issues (.3).	Alyssa Paddock	.90 hrs.	\$ 1105.00/hr.

Justin R. Bernbrock	1.80 hrs.	\$ 1670.00/hr.
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08/28/25	Review and revise scheduling order for sale of derivative rights.	Alyssa Paddock	.40 hrs.	\$ 1105.00/hr.
08/28/25	Review and revise draft RFPs in connection with Warner Bros discovery (1.4); confer with S. Hunemuller re same (.3); confer with SMRH team, review and incorporate comments re same (.8); review Warner Bros comments on scheduling order and confer with SMRH team re same (.4); revise and correspond with counsel to Warner Bros, Alcon, and Regency re same (.6); review COC and correspond with YCST team re same (.2); confer with SMRH team re discovery strategy (.5).	Matt Benz	4.20 hrs.	\$ 895.00/hr.
08/29/25	Revise draft of interrogatories (.4), requests for admission (.4), update draft of RFPs (.2) related to Warner Bros discovery; correspond with SMRH team re same (.3).	Thomas V. Panoff	1.30 hrs.	\$ 1480.00/hr.
08/29/25	Confer with M. Benz and A. Paddock re revisions to discovery requests to Warner Bros (1); revise and finalize requests re the same (1); confer with SMRH team re the same (.5); finalize and serve requests (.5); correspond with SMRH re scheduling order and deadlines for discovery (1.1).	Sydney B. Hunemuller	4.10 hrs.	\$ 1045.00/hr.
08/29/25	Evaluate strategy and open issues in connection with preparation for contested derivative rights hearing (2.6); review requests for admission and interrogatories (.7); review additional proposed revisions in connection with scheduling order and related correspondence from counsel for Warner Bros and Regency (.7).	Jennifer L. Nassiri	4.00 hrs.	\$ 1545.00/hr.
08/29/25	Review, analyze scheduling order (.3); correspond with SMRH team, counsel re same (.2); review, analyze discovery items re Warner Bros. (1.7); correspond with SMRH team re same (.9).	Justin R. Bernbrock	3.10 hrs.	\$ 1670.00/hr.

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Jennifer L. Nassiri 1.60 hrs. \$ 1545.00/hr.



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Timekeeper Summary of: Other Contested Matters (excluding assumption/rejection motions)

<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
Justin R. Bernbrock	41.70	\$ 1,670.00	\$ 69,639.00
Jennifer L. Nassiri	42.10	\$ 1,545.00	\$ 65,044.50
Stacey L. Rosenberg	1.40	\$ 1,990.00	\$ 2,786.00
Alyssa Paddock	3.90	\$ 1,105.00	\$ 4,309.50
Matt Benz	29.80	\$ 895.00	\$ 26,671.00
Thomas V. Panoff	9.60	\$ 1,480.00	\$ 14,208.00
Sydney B. Hunemuller	14.00	\$ 1,045.00	\$ 14,630.00
<i>Totals</i>	<i>142.50</i>	<i>\$ 1,384.48</i>	<i>\$ 197,288.00</i>

Non-Working Travel

08/25/25	Travel to Wilmington to attend hearing on sale of studio assets.		
	Jennifer L. Nassiri	6.50 hrs.	\$ 1545.00/hr.
08/25/25	Travel to Wilmington, DE, re studio business sale hearing.		
	Justin R. Bernbrock	5.10 hrs.	\$ 1670.00/hr.
08/25/25	Travel from NY to DE.		
	Alyssa Paddock	3.50 hrs.	\$ 1105.00/hr.
08/25/25	Travel to Wilmington in connection with August 26 hearing.		
	Matt Benz	1.80 hrs.	\$ 895.00/hr.
08/26/25	Travel from Wilmington to Los Angeles from hearing on sale of studio sets.		
	Jennifer L. Nassiri	7.50 hrs.	\$ 1545.00/hr.

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Jennifer L. Nassiri	.20 hrs.	\$ 1545.00/hr.
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08/13/25 Analyze correspondence from K. Berg re wind down of defunct VREG entities (.4); review correspondence from P. Nankivell re Intaact (.2); consider notice to perform for certain derivative work (.5).

Jennifer L. Nassiri 1.10 hrs. \$ 1545.00/hr.

08/14/25 Evaluate strategy for wind down of non-operational debtors.

Jennifer L. Nassiri .60 hrs. \$ 1545.00/hr.

08/19/25 Further evaluate strategy on wind down of non-operational debtors (.4); review correspondence from M. Benz and J. Mulvihill re next steps and dismissal of debtors (.3).

Jennifer L. Nassiri .70 hrs. \$ 1545.00/hr.

Timekeeper Summary of: Business Operations

<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
Jennifer L. Nassiri	6.20	\$ 1,545.00	\$ 9,579.00
<i>Totals</i>	6.20	\$ 1,545.00	\$ 9,579.00

Financing/Cash Collections

08/06/25 Correspond with C. Whitlow re adequate protection invoices.

Matt Benz .20 hrs. \$ 895.00/hr.

08/11/25 Attend to Wilmington Savings submission for reimbursement in connection with DIP payoff (.2); review ABS trustee July invoice (.2).

Jennifer L. Nassiri .40 hrs. \$ 1545.00/hr.

08/14/25 Evaluate next steps re July 2025 MORs schedule of payments.

Justin R. Bernbrock .70 hrs. \$ 1670.00/hr.



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08/23/25	Correspond with VREG and SMRH teams re adequate protection invoices.		
	Matt Benz	.30 hrs.	\$ 895.00/hr.
08/24/25	Evaluate next steps re Guild cash collateral fee payments.		
	Justin R. Bernbrock	.20 hrs.	\$ 1670.00/hr.
08/26/25	Review project notice and calculate deadline for providing project acceptance notice (.2); correspondence re same (.1).		
	Stacey L. Rosenberg	.30 hrs.	\$ 1990.00/hr.
08/27/25	Review notice of fourth stipulation extending challenge rights pursuant to final DIP financing order.		
	Jennifer L. Nassiri	.20 hrs.	\$ 1545.00/hr.
08/27/25	Evaluate next steps re ABS trustee invoice.		
	Justin R. Bernbrock	.20 hrs.	\$ 1670.00/hr.
08/31/25	Review correspondence re issues with respect to financing of certain derivative rights.		
	Stacey L. Rosenberg	.30 hrs.	\$ 1990.00/hr.

Timekeeper Summary of: Financing/Cash Collections

<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
Justin R. Bernbrock	1.10	\$ 1,670.00	\$ 1,837.00
Jennifer L. Nassiri	0.60	\$ 1,545.00	\$ 927.00
Stacey L. Rosenberg	0.60	\$ 1,990.00	\$ 1,194.00
Matt Benz	0.50	\$ 895.00	\$ 447.50
<i>Totals</i>	<i>2.80</i>	<i>\$ 1,573.39</i>	<i>\$ 4,405.50</i>

Board of Directors Matters



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08/01/25	Participate in board telephone conference re litigation strategy on derivative rights (1.2); attend to correspondence re follow up call to discuss final response (.3); strategize re next steps and follow up presentation to board (.6).	Jennifer L. Nassiri	2.10 hrs.	\$ 1545.00/hr.
08/01/25	Attend board meeting re open issues with respect to derivative rights sale.	Joseph A. Ireland	1.00 hrs.	\$ 1175.00/hr.
08/01/25	Telephone conference with board of directors re status.	Alyssa Paddock	1.10 hrs.	\$ 1105.00/hr.
08/01/25	Telephone conference with board of directors, company management, and advisor teams re derivative rights strategy and next steps.	Matt Benz	1.10 hrs.	\$ 895.00/hr.
08/05/25	Attend board update telephone conference re treatment of derivative rights.	Stacey L. Rosenberg	.90 hrs.	\$ 1990.00/hr.
08/05/25	Participate in telephone conference with K&E re preparation for board meeting (.6); participate in board telephone conference re derivative rights sale strategy (.7).	Jennifer L. Nassiri	1.30 hrs.	\$ 1545.00/hr.
08/05/25	Prepare for and attend telephone conference with SMRH team, client, co-counsel and board re derivative rights and next steps.	Justin R. Bernbrock	1.70 hrs.	\$ 1670.00/hr.
08/05/25	Review open issues and attend board telephone conference re derivative rights issues.	Joseph A. Ireland	1.20 hrs.	\$ 1175.00/hr.
08/05/25	Telephone conference with board of directors re status.	Alyssa Paddock	.70 hrs.	\$ 1105.00/hr.



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08/05/25	Telephone conference with board of directors, company management, and advisor teams re derivative rights strategy and next steps.		
	Matt Benz	.70 hrs.	\$ 895.00/hr.
08/08/25	Review, revise memo for board of directors re contested sale of derivative rights.		
	Alyssa Paddock	.70 hrs.	\$ 1105.00/hr.
08/09/25	Review, revise memo for board of directors re contested sale of derivative rights.		
	Alyssa Paddock	3.90 hrs.	\$ 1105.00/hr.
08/11/25	Attend to correspondence re memo to board on derivative rights.		
	Jennifer L. Nassiri	.20 hrs.	\$ 1545.00/hr.
08/12/25	Analyze and revise memo to board re derivative rights.		
	Jennifer L. Nassiri	1.40 hrs.	\$ 1545.00/hr.
08/13/25	Review revised board materials (.4); attend to correspondence re updating board meeting time (.2).		
	Jennifer L. Nassiri	.60 hrs.	\$ 1545.00/hr.
08/13/25	Correspond with SMRH team re board deck, agreed scheduling order, derivative rights memo and settlement communications in preparation for board meeting.		
	Justin R. Bernbrock	.90 hrs.	\$ 1670.00/hr.
08/13/25	Review board deck re sale of derivative rights.		
	Alyssa Paddock	.40 hrs.	\$ 1105.00/hr.
08/13/25	Prepare presentation in connection with board of directors meeting and review relevant documents in connection with the same.		
	Matt Benz	2.60 hrs.	\$ 895.00/hr.



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08/15/25	Review and revise board deck re sale of derivative rights.		
	Alyssa Paddock	2.90 hrs.	\$ 1105.00/hr.
08/15/25	Prepare presentation in connection with board of directors meeting and review relevant documents in connection with the same.		
	Matt Benz	1.80 hrs.	\$ 895.00/hr.
08/17/25	Review comments to board presentation.		
	Jennifer L. Nassiri	.20 hrs.	\$ 1545.00/hr.
08/17/25	Review and revise board presentation re derivative rights Warner Bros strategy (1.2); correspond with SMRH team re same (.6).		
	Justin R. Bernbrock	1.80 hrs.	\$ 1670.00/hr.
08/18/25	Correspond with SMRH team re board deck finalization.		
	Justin R. Bernbrock	.70 hrs.	\$ 1670.00/hr.
08/18/25	Revise board deck (1.2); circulate drafts of board deck and memorandum re sale of derivative rights to team (.3).		
	Alyssa Paddock	1.50 hrs.	\$ 1105.00/hr.
08/21/25	Attend to correspondence re case status and update to board.		
	Jennifer L. Nassiri	.30 hrs.	\$ 1545.00/hr.
08/22/25	Review board update and related correspondence in connection with upcoming board meeting.		
	Jennifer L. Nassiri	.40 hrs.	\$ 1545.00/hr.
08/22/25	Evaluate next steps re sale process board update.		
	Justin R. Bernbrock	.40 hrs.	\$ 1670.00/hr.
08/25/25	Evaluate next steps re monthly fee statement.		
	Justin R. Bernbrock	.30 hrs.	\$ 1670.00/hr.



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08/25/25	Prepare updated board presentation in connection with derivative rights sale process and related issues.		
	Matt Benz	.30 hrs.	\$ 895.00/hr.
08/26/25	Prepare for board meeting (.4); attend board meeting (1.).		
	Jennifer L. Nassiri	1.40 hrs.	\$ 1545.00/hr.
08/26/25	Attend sale process board meeting.		
	Aerin A. Snow	.70 hrs.	\$ 1260.00/hr.
08/26/25	Prepare for and attend telephone conference with SMRH team, Accordion, and management re board update.		
	Justin R. Bernbrock	1.20 hrs.	\$ 1670.00/hr.
08/26/25	Attend board meeting re studio business sale hearing and open issues with respect to derivative work project notice.		
	Joseph A. Ireland	1.00 hrs.	\$ 1175.00/hr.
08/26/25	Board telephone conference re sale hearing for sale of studio business and status of sale of derivative rights.		
	Alyssa Paddock	1.00 hrs.	\$ 1105.00/hr.
08/26/25	Prepare for and attend board update telephone conference.		
	Matt Benz	1.20 hrs.	\$ 895.00/hr.
08/27/25	Evaluate next steps re board meeting and deal structure.		
	Justin R. Bernbrock	.60 hrs.	\$ 1670.00/hr.



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Timekeeper Summary of: Board of Directors Matters

<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
<i>Aerin A. Snow</i>	0.70	\$ 1,260.00	\$ 882.00
<i>Joseph A. Ireland</i>	3.20	\$ 1,175.00	\$ 3,760.00
<i>Justin R. Bernbrock</i>	7.60	\$ 1,670.00	\$ 12,692.00
<i>Jennifer L. Nassiri</i>	7.90	\$ 1,545.00	\$ 12,205.50
<i>Stacey L. Rosenberg</i>	0.90	\$ 1,990.00	\$ 1,791.00
<i>Alyssa Paddock</i>	12.20	\$ 1,105.00	\$ 13,481.00
<i>Matt Benz</i>	7.70	\$ 895.00	\$ 6,891.50
<i>Totals</i>	40.20	\$ 1,286.14	\$ 51,703.00

Reporting

08/18/25 Correspond with YCST and VREG teams re July MORs.

Matt Benz .40 hrs. \$ 895.00/hr.

08/21/25 Correspond with VREG, SMRH, and OMM teams re July monthly reporting to Warner Bros pursuant to taxes and cash management orders.

Matt Benz .40 hrs. \$ 895.00/hr.

Timekeeper Summary of: Reporting

<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
<i>Matt Benz</i>	0.80	\$ 895.00	\$ 716.00
<i>Totals</i>	0.80	\$ 895.00	\$ 716.00



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SUMMARY OF TIMEKEEPER FEES

<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
Justin R. Bernbrock	227.00	\$ 1,670.00	\$ 379,090.00
Keith R. Gercken	.30	\$ 2,260.00	\$ 678.00
Jennifer L. Nassiri	138.90	\$ 1,545.00	\$ 214,600.50
Thomas V. Panoff	9.60	\$ 1,480.00	\$ 14,208.00
Stacey L. Rosenberg	16.70	\$ 1,990.00	\$ 33,233.00
Aerin A. Snow	20.80	\$ 1,260.00	\$ 26,208.00
Matt Benz	171.90	\$ 895.00	\$ 153,850.50
Alyssa Garcia	4.10	\$ 765.00	\$ 3,136.50
John Herbstritt	7.50	\$ 825.00	\$ 6,187.50
Tatev Hovhannisyan	22.70	\$ 765.00	\$ 17,365.50
Sydney B. Hunemuller	16.80	\$ 1,045.00	\$ 17,556.00
Joseph A. Ireland	40.90	\$ 1,175.00	\$ 48,057.50
Alyssa Paddock	102.80	\$ 1,105.00	\$ 113,594.00
Aaron X. Hill	.60	\$ 540.00	\$ 324.00

50% Discount for Non-Working Travel

\$ (25,290.75)

Total Fees for Professional Services

\$ 1,002,798.25



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SUMMARY OF TIMEKEEPER PHASES

<u>Phase</u>	<u>Hours</u>	<u>Dollars</u>
Case Administration	122.70	\$ 185,422.50
Asset Disposition	383.00	\$ 468,372.00
Relief from Stay and Adequate Protection Proceedings	9.60	\$ 14,819.50
Fee/Employment Applications & Statements	15.40	\$ 16,538.00
Assumption/Rejection of Leases and Contracts	21.70	\$ 28,664.00
Other Contested Matters (excluding assumption/rejection motions)	142.50	\$ 197,288.00
Non-Working Travel	35.70	\$ 50,581.50
Business Operations	6.20	\$ 9,579.00
Financing/Cash Collections	2.80	\$ 4,405.50
Board of Directors Matters	40.20	\$ 51,703.00
Reporting	.80	\$ 716.00

EXHIBIT B



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SUMMARY OF DISBURSEMENTS

08/24/25	J.Bernbrock-Airfare 08/25 to 08/26 - Round trip flight from ORD to PHL for VREG Hearing.	1,084.96
08/25/25	J.Bernbrock-Uber from PHL Airport to Hotel.	109.59
08/25/25	J.Bernbrock-One night stay lodging for Aug. 26th Omnibus Hearing.	405.90
08/25/25	J.Bernbrock-Home to ORD Airport - Car Service.	211.30
08/25/25	J.Nassiri-Hearing - Uber Travel from Hearing to Hotel	143.58
08/25/25	M.Benz-Hotel in Wilmington, DE in connection with Studio Business sale hearing.	450.90
08/25/25	A.Paddock-Trip to Delaware for sale hearing in the Village ch 11 case - Lodging 08/25/2025 to 08/26/2025	249.00
08/25/25	A.Paddock-Trip to Delaware for sale hearing in the Village ch 11 case - City Tax	4.98
08/25/25	A.Paddock-Trip to Delaware for sale hearing in the Village ch 11 case - State Tax	19.92
08/25/25	A.Paddock-Trip to Delaware for sale hearing in the Village ch 11 case - Amtrak to Delaware	241.00
08/25/25	A.Paddock-Trip to Delaware for sale hearing in the Village ch 11 case - Uber to Penn	48.05
08/25/25	A.Paddock-Trip to Delaware for sale hearing in the Village ch 11 case - Uber to meeting	19.56
08/26/25	J.Bernbrock-From ORD Airport to home - Car Service.	215.30
08/26/25	J.Nassiri-Hearing - Air Flight Return Wifi	29.00
08/26/25	J.Nassiri-Hearing - Airport parking	150.00
08/26/25	J.Nassiri-Hearing - Hotel	738.00
08/26/25	J.Nassiri-Hearing - Hotel fees and taxes	73.80
08/26/25	A.Paddock-Trip to Delaware for sale hearing in the Village ch 11 case - Amtrak to Home	212.00
08/26/25	A.Paddock-Trip to Delaware for sale hearing in the Village ch 11 case - Uber from Penn	46.90
08/27/25	M.Benz-Transportation to and from Wilmington, DE in connection with Studio Business sale hearing.	391.80
08/28/25	J.Nassiri-Hearing	2,047.97
08/28/25	J.Nassiri-Hearing - Wifi Air Flight	29.00
07/31/25	Thomson Geer Lawyers; Invoice No. 1459317; July Professional Services.;177941	6,520.06
08/20/25	Lexis research by Paddock, Alyssa on 8/20/2025.	85.50
08/25/25	J.Nassiri-Hearing - Travel Breakfast	25.54
08/25/25	J.Nassiri-Hearing - Travel Lunch	5.35
08/25/25	J.Nassiri-Hearing - Travel Breakfast	6.30
08/26/25	J.Nassiri-Hearing - Travel Lunch	5.35
08/12/25	Westlaw research by Paddock, Alyssa, on 8/12/2025.	820.80
08/20/25	Westlaw research by Paddock, Alyssa, on 8/20/2025.	556.20



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Total Disbursements

\$ 14,947.61
