Docket #0945 Date Filed: 10/15/2025

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

In re:	)	Chapter 11
VILLAGE ROADSHOW ENTERTAINMENT GROUP USA INC., *et al.,*[1]	)	Case No. 25-10475 (TMH)
Debtors.	)	(Jointly Administered)
	)	**Objection Deadline: November 5, 2025, at 4:00 p.m. (ET)**
	)	**Hearing Date: November 14, 2025, at 10:00 a.m. (ET)**

**SUPPLEMENT TO SECOND INTERIM FEE REQUEST OF
KIRKLAND & ELLIS LLP AND KIRKLAND & ELLIS INTERNATIONAL LLP**

Kirkland & Ellis LLP and Kirkland & Ellis International LLP (together, "K&E"), as special litigation counsel for the above-captioned debtors and debtors in possession (collectively, the "Debtors"), hereby supplements the *Second Interim Fee Request of Kirkland & Ellis International LLP and Kirkland & Ellis LLP* (the "Second Interim Application") for the period from June 1, 2025, through and including August 31, 2025 (the "Application Period") by attaching, as **Exhibits A** through **Exhibit E** hereto, certain schedules requested by the *Appendix B Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under United States Code by Attorneys in Larger Chapter 11 Cases* (the "UST Guidelines"). In addition, K&E respectfully states as follows to address the questions set forth under section C.5 of the UST Guidelines:

[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.

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a. **Question:** Did you agree to any variations from, or alternatives to, your standard or customary billing rates, fees or terms for services pertaining to this engagement that were provided during the application period?

Answer: During the Application Period, K&E did not agree to any variations from, or alternatives to, its standard or customary billing rates, fees, or terms.

b. **Question:** If the fees sought in this fee application as compared to the fees budgeted for the time period covered by this fee application are higher by 10% or more, did you discuss the reasons for the variation with the client?

Answer: The fees sought by K&E in the Second Interim Application are more than 10% higher than the fees budgeted for K&E in the DIP Budget (as defined in the DIP Order)[2] for the Application Period. K&E discussed the reasons for the variation with the client.

c. **Question:** Have any of the professionals included in this fee application varied their hourly rate based on the geographic location of the bankruptcy case?

Answer: The professionals included in the Second Interim Application did not vary their hourly rate based on the geographic location of the bankruptcy cases.

d. **Question:** Does the fee application include time or fees related to reviewing or revising time records or preparing, reviewing, or revising invoices?

Answer: The Second Interim Application does not include time or fees related to reviewing or revising time records or preparing, reviewing, or revising invoices.

e. **Question:** Does this fee application include time or fees for reviewing time records to redact any privileged or other confidential information? If so, please quantify by hours and fees.

Answer: The Second Interim Application includes approximately 14.0 hours with a value of $22,051.25 spent by K&E for reviewing time records to redact any privileged or other confidential information.

f. **Question:** If the fee application includes any rate increases since retention: (i) Did your client review and approve those rate increases in

[2] "DIP Order" means the *Final Order (I) Authorizing the Debtors to Obtain Post-Petition Secured Financing, (II) Authorizing the Use of Cash Collateral, (III) Granting Liens and Superpriority Administrative Expense Status, (IV) Granting Adequate Protection, (V) Modifying the Automatic Stay, and (VI) Granting Related Relief* [Docket No. 280].

advance? (ii) Did your client agree when retaining the law firm to accept all future rate increases? If not, did you inform your client that they need not agree to modified rates or terms in order to have you continue the representation, consistent with ABA Formal Ethics Opinion 11–458?

Answer: The Second Interim Application does not include any rate increases since the effective date of the Court's approval of K&E's retention.

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Dated: October 15, 2025
Wilmington, Delaware

/s/ Chad J. Husnick

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and -

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Special Litigation Counsel to the Debtors
and Debtors in Possession

Exhibit A

Customary and Comparable Compensation Disclosures

The hourly rates and corresponding rate structure utilized by K&E in these chapter 11 cases are equivalent to the hourly rates and corresponding rate structure used by K&E for restructuring matters, as well as similar complex litigation, intellectual property, and corporate matters whether in court or otherwise, regardless of whether a fee application is required. The rates and rate structure reflect that such complex matters typically are national in scope and typically involve great complexity, high stakes, and severe time pressures. Included below is a summary of blended hourly rates during the 12-month period beginning September 1, 2024 and ending on August 31, 2025 for domestic timekeepers (including both professionals and paraprofessionals) who billed to non-bankruptcy matters and blended hourly rates for timekeepers who billed to the Debtors during the Application Period.

Position at K&E	Debtor Blended Hourly Rate for This Fee Application	Non-Bankruptcy Blended Hourly Rate
Partner	$1,966.40	$1,939.79
Of Counsel	-	$1,658.65
Retired Partner	-	$1,152.78
Associate	$1,337.93	$1,144.18
Visiting Attorney	-	$839.70
Law Clerk	-	$476.93
Paralegal	$697.69	$580.85
Junior Paralegal	-	$351.86
Support Staff	$380.00	$625.06
Attorneys & Paraprofessionals	**$1,779.61**	**$1,411.37**

Exhibit B

Summary of Timekeepers Included in the Second Interim Application

Name	Title	Department	Date of First Admission	Fees Billed in the Application Period ($)	Hours Billed in the Application Period	Hourly Rate Billed in the Application Period ($)
Mark C. Holscher, P.C.	Partner	Litigation - General	1989	$82,899.00	36.60	$2,265.00
Chad J. Husnick, P.C.	Partner	Restructuring	2004	$52,678.50	20.30	$2,595.00
Diana Torres	Partner	IP Litigation	1992	$396,737.50	186.70	$2,125.00
Susan D. Golden	Partner	Restructuring	1988	$7,000.50	3.90	$1,795.00
David A. Klein	Partner	Litigation - General	2010	$414,263.00	237.40	$1,745.00
Michael Shipley	Partner	Litigation - General	2004	$1,895.00	1.00	$1,895.00
Olivia Acuna	Associate	Restructuring	2021	$8,497.00	5.80	$1,465.00
				$56,425.00	37.00	$1,525.00
Alexandra Card	Associate	IP Litigation	2024	$40,692.50	39.70	$1,025.00
Steven Czak	Associate	Litigation - General	2021	$64,302.50	44.50	$1,445.00
Laura Bay	Paralegal	Litigation - General	N/A	$3,736.50	5.30	$705.00
Sheryl A. Brongiel	Paralegal	IP Litigation	N/A	$9,729.00	13.80	$705.00
Julia F. Burnson	Paralegal	Restructuring	N/A	$6,233.50	9.10	$685.00
Laura Saal	Paralegal	Restructuring	N/A	$1,301.50	1.90	$685.00
Matthew Cooper	Conflicts Analyst II	Conflicts Analysis	N/A	$370.00	1.00	$370.00
Marina Corbisiero	Litigation Services Assistant	Litigation Services	N/A	$200.00	0.50	$400.00
Totals					**644.50**	**$1,146,961.00**

Exhibit C

Budget and Staffing Plan[3]

[3] Pursuant to the DIP Order, the Debtors have prepared and provided to the DIP Lenders (as defined in the DIP Order) a budget variance report and reconciliation every week.

Exhibit D

Summary of Compensation and Expense Reimbursement

SUMMARY OF COMPENSATION BY PROJECT CATEGORY		
Project Category	**Hours Billed**	**Fees Sought ($)**
Retention – K&E (Matter 25)	58.90	$80,346.50
Litigation (Matter 28)	585.60	$1,066,614.50
Expenses (Matter 32)	-	$1,942.10
Totals	**644.50**	**$1,148,903.10**

Summary of Expense Reimbursement	
	Amount ($)
Standard Copies or Prints	$37.76
Color Copies or Prints	$2.75
Westlaw Research	$1,642.16
LexisNexis Research	$259.43
Total	**$1,942.10**

EXHIBIT E

SUMMARY OF SECOND INTERIM APPLICATION	
Name of Applicant	Kirkland & Ellis LLP
Name of Client	Debtors and Debtors in Possession
Time period covered by Second Interim Application	June 1, 2025 – August 31, 2025
Total compensation sought during the Application Period	$1,146,961.00
Total expenses sought during the Application Period	$1,942.10
Petition Date	March 17, 2025
Retention Date	April 28, 2025, effective as of March 17, 2025
Date of order approving employment	April 28, 2025
Total compensation approved by interim order to date	$323,745.50
Total expenses approved by interim order to date	$8,483.42
Total allowed compensation paid to date	$323,745.50
Total allowed expenses paid to date	$8,483.42
Blended rate in the Second Interim Application for all attorneys	$1,836.17
Blended rate in the Second Interim Application for all timekeepers	$1,779.61
Compensation sought in the Second Interim Application already paid (or to be paid) pursuant to a monthly compensation order but not yet allowed (80%)	$169,824.00
Expenses sought in the Second Interim Application already paid (or to be paid) pursuant to a monthly compensation order but not yet allowed (100%)	$0.00
Number of professionals included in the Second Interim Application	15
If applicable, number of professionals in the Second Interim Application not included in staffing plan approved by client	N/A
If applicable, difference between fees budgeted and compensation sought during the Application Period	N/A
Number of professionals billing fewer than 15 hours to the case during the Application Period	8
Are any rates higher than those approved or disclosed at retention?	No