

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

In re:

GENESIS CARE PTY LIMITED, *et al.*,¹

Debtors.

Chapter 11

Case No. 23-90614 (MI)

(Jointly Administered)

**COVERSHEET TO FIRST INTERIM FEE APPLICATION OF
KRAMER LEVIN NAFTALIS & FRANKEL LLP, AS CO-COUNSEL FOR THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR ALLOWANCE
OF COMPENSATION FOR PROFESSIONAL SERVICES RENDERED AND FOR
REIMBURSEMENT OF ACTUAL AND NECESSARY EXPENSES INCURRED
FOR THE PERIOD FROM JUNE 20, 2023 THROUGH AUGUST 31, 2023**

¹ A complete list of each of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors' proposed claims and noticing agent at <https://restructuring.ra.kroll.com/GenesisCare>. The location of Debtors' principal place of business and the Debtors' service address in these chapter 11 cases is: 1419 SE 8th Terrace, Suite 200, Cape Coral, Florida 33990.

Name of Applicant:	Kramer Levin Naftalis & Frankel LLP	
Applicant's Role in Case:	Co-Counsel to the Official Committee of Unsecured Creditors	
Docket No. of Employment Order(s):	Docket No. 604, effective as of June 20, 2023	
Interim Application (X) No. 1st Final Application ()	Indicate whether this is an interim or final Application. If interim, indicate the number (1 st , 2 nd , 3 rd , etc.)	
	Beginning Date	End Date
Time period covered by this Application for which interim compensation has not previously been awarded:	June 20, 2023	August 31, 2023
Were the services provided necessary to the administration of or beneficial at the time rendered toward the completion of the case? (Y) Y/N		
Were the services performed in a reasonable amount of time commensurate with the complexity, importance and nature of the issues addressed? (Y) Y/N		
Is the requested compensation reasonable based on the customary compensation charged by comparably skilled practitioners in other non-bankruptcy cases? (Y) Y/N		
Do expense reimbursements represent actual and necessary expenses incurred? (Y) Y/N		
Compensation Breakdown for Time Period Covered by this Application		
Total professional fees requested in this Application:	\$1,382,947.50	
Total professional hours covered by this Application:	1,150.40	
Average hourly rate for professionals:	1,202.14	
Total paraprofessional fees requested in this Application:	\$51,691.50	
Total paraprofessional hours covered by this Application:	98.90	
Average hourly rate for paraprofessionals:	522.66	
Total fees requested in this Application:	\$1,434,639.00	
Total expense reimbursements requested in this Application:	\$2,344.30	
Total fees and expenses requested in this Application²:	\$1,436,983.30	
Total fees and expenses awarded in all prior Applications:	\$0.00	
Plan Status: On September 28, 2023, the Debtors filed the <i>Debtors' First Amended Joint Plan of Reorganization Pursuant to Chapter 11 of the Bankruptcy Code</i> [ECF No. 828] (the " <u>Plan</u> "). The hearing to consider confirmation of the Plan is currently scheduled for November 21, 2023.		
Primary Benefits: As Committee co-counsel, Kramer Levin's efforts during the Application period were primarily focused on (i) reviewing and assessing the relief sought in the Debtors'		

² Total compensation requested reflects a voluntary reduction of \$44,146.00 in fees and \$297.02 in expenses. These reductions do not include the additional \$11,150 reduction for non-working travel.

first and second day motions, including the DIP financing motion, and negotiating consensual modifications to the same that benefitted unsecured creditors; (ii) analyzing the post-petition marketing and sale process and working with the Debtors to maximize value from that process; (iii) beginning the Committee's investigation into certain estate claims and causes of action, including with respect to the prepetition secured creditors' claims and liens and potential estate claims against third parties; (iv) negotiating modifications to the KEIP and KERP that provided benefits to unsecured creditors and aligned the Debtors' goals with those of the Committee; (v) preparing for and appearing at court hearings; and (vi) engaging with the advisors to the Debtors, the secured creditors and other parties in interest regarding a variety of different key case issues, including the terms of a chapter 11 plan for both the international Debtors and the U.S. Debtors.

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

In re:

GENESIS CARE PTY LIMITED, *et al.*,³

Debtors.

)
) Chapter 11

)
) Case No. 23-90614 (MI)

)
) (Jointly Administered)
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**FIRST INTERIM FEE APPLICATION OF KRAMER LEVIN
NAFTALIS & FRANKEL LLP, AS CO-COUNSEL FOR THE OFFICIAL
COMMITTEE OF UNSECURED CREDITORS FOR ALLOWANCE OF
COMPENSATION FOR PROFESSIONAL SERVICES RENDERED AND
FOR REIMBURSEMENT OF ACTUAL AND NECESSARY EXPENSES
INCURRED FOR THE PERIOD FROM JUNE 20, 2023 THROUGH AUGUST 31, 2023**

If you object to the relief requested, you must respond in writing. Unless otherwise directed by the Court, you must file your response electronically at https://ecf.txsb.uscourts.gov/ within twenty-one days from the date this Application was filed. If you do not have electronic filing privileges, you must file a written objection that is actually received by the clerk within twenty-one days from the date this Application was filed. Otherwise, the Court may treat the pleading as unopposed and grant the relief requested.
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Kramer Levin Naftalis & Frankel LLP (“**Kramer Levin**”), as co-counsel to the Official Committee of Unsecured Creditors (the “**Committee**”) of the above-captioned debtors and debtors-in-possession (collectively, the “**Debtors**”) in these jointly-administered chapter 11 cases (the “**Bankruptcy Cases**”), hereby submits its *First Interim Fee Application of Kramer Levin Naftalis & Frankel LLP, as Co-Counsel for the Official Committee of Unsecured Creditors for Allowance of Compensation for Professional Services Rendered and for Reimbursement of Actual*

³ A complete list of each of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors’ proposed claims and noticing agent at <https://restructuring.ra.kroll.com/GenesisCare>. The location of Debtors’ principal place of business and the Debtors’ service address in these chapter 11 cases is: 1419 SE 8th Terrace, Suite 200, Cape Coral, Florida 33990.

and Necessary Expenses Incurred for the Period From June 20, 2023, Through and Including August 31, 2023 (the “**Fee Application**”) for interim allowance of (a) compensation for professional services provided by Kramer Levin in the amount of \$1,434,639.00 for the period from June 20, 2023 through August 31, 2023 (the “**Fee Period**”), and (b) reimbursement of actual and necessary expenses in the amount of \$2,344.30 that Kramer Levin incurred during the Fee Period.

Itemization of Services Rendered and Disbursements Incurred

1. In support of this Fee Application, attached are the following exhibits:

- **Exhibit A** is the First Monthly Fee Statement of Kramer Levin Naftalis & Frankel LLP as Co-Counsel to the Official Committee of Unsecured Creditors, for Services Rendered and Reimbursement of Expenses Incurred from June 20, 2023 Through July 31, 2023 [Docket No. 792].
- **Exhibit B** is the Second Monthly Fee Statement of Kramer Levin Naftalis & Frankel LLP as Co-Counsel to the Official Committee of Unsecured Creditors, for Services Rendered and Reimbursement of Expenses Incurred from August 1, 2023 Through August 31, 2023 [Docket No. 887].

2. Although every effort has been made to include all fees and expenses incurred during the Fee Period, some fees and expenses might not be included in this Fee Application due to delays caused by accounting and processing during the Fee Period. Kramer Levin reserves the right to make further application to this Court for allowance of such fees and expenses not included herein. Subsequent fee applications will be filed in accordance with title 11 of the United States Code, the Federal Rules of Bankruptcy Procedure, the Bankruptcy Local Rules for the Southern District of Texas, and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* [Docket No. 433] (the “**Interim Compensation Order**”).

Kramer Levin requests allowance of its fees and expenses incurred during the Fee Period in the total amount of \$1,436,983.30, consisting of (a) compensation for professional services provided by Kramer Levin in the amount of \$1,434,639.00, (b) reimbursement of actual and necessary expenses in the amount of \$2,344.30, and (c) authorizing the Debtors to pay such fees and expenses, less any fees and expenses previously paid pursuant to the Interim Compensation Order, for the Fee Period.

Dated: October 26, 2023
New York, New York

KRAMER LEVIN NAFTALIS & FRANKEL LLP

/s/ Adam C. Rogoff

Adam C. Rogoff

Rachael L. Ringer

Megan Wasson

Kramer Levin Naftalis & Frankel LLP

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New York, New York 10036

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mwasson@kramerlevin.com

*Counsel to the Official Committee of Unsecured
Creditors*

CERTIFICATE OF SERVICE

I hereby certify that on October 26, 2023, a true and correct copy of the foregoing document was filed and served via the Electronic Case Filing system for this Court to all parties registered to receive electronic notices in these Bankruptcy Cases.

/s/ W. Steven Bryant
W. Steven Bryant

EXHIBIT A
FIRST MONTHLY FEE STATEMENT

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

In re:	)	
	)	Chapter 11
GENESIS CARE PTY LIMITED, <i>et al.</i> , ¹	)	
	)	Case No. 23-90614 (DRJ)
Debtors.	)	
	)	(Jointly Administered)
	)	

**FIRST MONTHLY FEE STATEMENT OF KRAMER LEVIN NAFTALIS &
FRANKEL LLP AS CO-COUNSEL TO THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS, FOR SERVICES RENDERED AND REIMBURSEMENT
OF EXPENSES INCURRED FROM JUNE 20, 2023 THROUGH JULY 31, 2023**

Name of Applicant:	Kramer Levin Naftalis & Frankel LLP	
Applicant’s Role in Case:	Co-Counsel to the Official Committee of Unsecured Creditors	
Date Order of Employment Signed:	August 29, 2023 [Docket No. 604]	
	Beginning of Period	End of Period
Time period covered by this Statement:	June 20, 2023	July 31, 2023
Summary of Total Fees and Expenses Billed in this Statement		
Total professional fees requested in this statement:	\$636,945.60 (80% of \$796,182.00)	
Reimbursable expenses requested in this statement:	\$2,059.30	
Total amount of fees and expenses requested in this statement (Inclusive of holdback amount: 80% professional fees and 100% expenses):	\$639,004.90 ²	
Summary of Attorneys’ Fees Requested:		
Total attorneys’ fees requested in this statement:	\$768,357.00	
Total actual attorney hours covered by this statement:	631.40	
Average hourly rate for attorneys:	\$1,216.91	
Summary of Paraprofessional Fees Requested:		
Total paraprofessional fees requested in this statement:	\$27,825.00	
Total paraprofessional hours covered by this statement:	53.00	
Average hourly rate for paraprofessionals:	\$525.00	

¹ A complete list of each of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors' proposed claims and noticing agent at <https://restructuring.ra.kroll.com/GenesisCare>. The location of Debtors' principal place of business and the Debtors' service address in these chapter 11 cases is: 1419 SE 8th Terrace, Suite 200, Cape Coral, Florida 33990.

² Kramer Levin voluntarily reduced its fees by \$22,379.50 and expenses by \$297.02 during the Fee Period. These reductions do not include the additional \$11,150 reduction for non-working travel.

Pursuant to sections 328(a), 330, 331, and 1103(a) of title 11 of the United States Code (the “**Bankruptcy Code**”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), Rule 2016-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the Southern District of Texas (the “**Local Rules**”), the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* [Doc. No. 433] (the “**Interim Compensation Order**”), and the *Order Authorizing and Approving the Employment of Kramer Levin Naftalis & Frankel LLP as Counsel to the Official Committee of Unsecured Creditors Effective as of June 20, 2023* [Doc. No. 604], Kramer Levin Naftalis & Frankel LLP (“**Kramer Levin**”), as co-counsel to the Official Committee of Unsecured Creditors (the “**Committee**”) of the above-captioned debtors and debtors-in-possession (collectively, the “**Debtors**”) in these jointly-administered chapter 11 cases (the “**Bankruptcy Cases**”), hereby files this *First Monthly Fee Statement* (the “**Monthly Fee Statement**”) seeking compensation for fees and expenses incurred from June 20, 2023 through July 31, 2023 (the “**Fee Period**”). As set forth in this Monthly Fee Statement, Kramer Levin seeks (a) compensation in the amount of \$636,945.60 for the reasonable and necessary legal services that Kramer Levin rendered to the Committee during the Fee Period (which amount totals eighty percent (80%) of \$796,182.00) and (b) reimbursement in the amount of \$2,059.30 for one hundred percent (100%) of the actual and necessary expenses that Kramer Levin incurred during the Fee Period.

Itemization of Services Rendered and Disbursements Incurred

1. The following exhibits are attached to this Monthly Fee Statement:
 - **Exhibit A** is a schedule of the number of hours expended and fees incurred (on an aggregate basis) by Kramer Levin attorneys and paraprofessionals during the Fee Period in those subject matter categories identified by the standard Task Codes promulgated by the Office of the United States Trustee. As reflected in **Exhibit A**, Kramer Levin incurred **\$796,182.00** in fees during the Fee Period.

Under this Monthly Fee Statement, Kramer Levin seeks reimbursement for eighty percent (80%) of such fees totaling **\$636,945.60** in the aggregate.

- **Exhibit B** is a schedule providing certain relevant information about the hours expended and fees incurred by those Kramer Levin attorneys and paraprofessionals who worked on the Committee's behalf in these Bankruptcy Cases during the Fee Period. As reflected in **Exhibit B**, these Kramer Levin attorneys and paraprofessionals expended a total of **684.40** hours in connection with these Bankruptcy Cases during the Fee Period.
- **Exhibit C** is a schedule for the Fee Period setting forth the total amount of reimbursement sought with respect to each category of expenses for which Kramer Levin is seeking reimbursement through this Monthly Fee Statement. These disbursements total **\$2,059.30**. All of these disbursements comprise the requested sum for Kramer Levin's out-of-pocket expenses. Under this Monthly Fee Statement, Kramer Levin is requesting reimbursement for one hundred percent (100%) of these disbursements.
- **Exhibit D** is the detailed description of the fees and expenses incurred by Kramer Levin during the Fee Period in rendering professional services to the Committee.

Notice and Objection Procedures

2. This Monthly Fee Statement has been served via electronic mail upon the following parties (each an "**Application Recipient**" and collectively, the "**Application Recipients**") as required by the Interim Compensation Order:

- (a) The Debtors, Genesis Care Pty Limited, 2270 Colonial Blvd., Fort Myers, Florida 33907, Attn: Jack Seal, Chief Legal Officer (Jack.Seal@usa.genescare.com); and Genesis Care Pty Limited, Building 1, The Mill, 41-43 Bourke Road, Alexandria, NSW 2015 Australia, Attn: Chris Gill, General Counsel and Company Secretary (Chris.Gill@genescare.com);
- (b) Co-counsel to the Debtors, Kirkland & Ellis LLP, 601 Lexington Avenue, New York, New York 10022, Joshua A. Sussberg, P.C. (joshua.sussberg@kirkland.com) & Steven N. Serajeddini, P.C. (steven.serajeddini@kirkland.com); and Kirkland & Ellis LLP, 300 North LaSalle Street, Chicago, Illinois 60654, Attn: Jaimie Fedell (jaimie.fedell@kirkland.com), Lindsey Blum (lindsey.blum@kirkland.com), and Dave Gremling (dave.gremling@kirkland.com);
- (c) Co-counsel to the Debtors, Jackson Walker LLP, 1401 McKinney Street, Suite 1900, Houston, Texas 77010, Attn: Mathew D. Cavanaugh (mcavanaugh@jw.com), Jennifer F. Wertz (jwertz@jw.com), and Genevieve M. Graham (ggraham@jw.com);

- (d) Counsel to the Ad Hoc Term Lender Group, Akin Gump Strauss Hauer & Feld LLP, 2001 K Street, N.W., Washington, DC 20006, Attn: Scott L. Alberino (salberino@akingump.com) and Alexander F. Antypas (aantypas@akingump.com); Akin Gump Strauss Hauer & Feld LLP, One Bryant Park, New York, NY 10036, Attn: Abid Qureshi (aqureshi@akingump.com); and Akin Gump Strauss Hauer & Feld LLP, 2300 N. Field Street, Suite 1800, Dallas, Texas 75201, Attn: Lacy M. Lawrence (llawrence@akingump.com); and
- (e) The Office of the United States Trustee, 515 Rusk Street, Suite 3516, Houston, Texas 77002, Attn: Hector Duran (Hector.Duran.Jr@usdoj.gov).

3. Under the Interim Compensation Order, objections to this Monthly Fee Statement (an “**Objection**”), if any, must be served upon the Application Recipients and Kramer Levin by no later than fourteen days after the filing of this Monthly Fee Statement (the “**Objection Deadline**”) in the Bankruptcy Cases. Any Objection must outline the precise nature of, and basis for, the Objection and the amount of fees or expenses at issue. Following the expiration of the Objection Deadline, the Debtors shall be authorized and directed to pay Kramer Levin an amount equal to eighty percent (80%) of the fees and one hundred percent (100%) of the expenses requested in this Monthly Fee Statement that are not subject to any pending Objection.

4. All fees and expenses in this Monthly Fee Statement will be included in the next interim fee application for compensation and reimbursement of expenses to be filed and served by Kramer Levin at a later date.

Representations

5. Although Kramer Levin has used its reasonable best efforts to include all fees and expenses incurred in the Fee Period, some fees and expenses might not appear in this Monthly Fee Statement because delays caused by accounting and processing during the Fee Period. Kramer Levin reserves the right to make further application to the Court for allowance of such fees and expenses not included herein. Kramer Levin will file all subsequent Monthly Fee Statements in

accordance with the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and the Interim Compensation Order.

WHEREFORE, Kramer Levin requests payment of its fees and expenses incurred during the Fee Period in the total amount of **\$639,004.90**, consisting of: (a) \$636,945.60, which is eighty percent (80%) of the \$796,182.00 in fees for reasonable and necessary professional services rendered by Kramer Levin to the Committee during the Fee Period and (b) \$2,059.30 for actual necessary costs and expenses, and that such fees and expenses be paid as administrative expenses of the Debtors' bankruptcy estates in these Bankruptcy Cases.

Dated: September 19, 2023
New York, New York

**KRAMER LEVIN NAFTALIS & FRANKEL
LLP**

/s/ Rachael L. Ringer

Adam C. Rogoff
Rachael L. Ringer
Megan Wasson
Kramer Levin Naftalis & Frankel LLP
1177 Avenue of the Americas
New York, New York 10036
Telephone: (212) 715-9100
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Email: arogoff@kramerlevin.com
rringer@kramerlevin.com
mwasson@kramerlevin.com

*Counsel to the Official Committee of Unsecured
Creditors*

CERTIFICATE OF SERVICE

I hereby certify that on September 19, 2023, a true and correct copy of the foregoing document was filed and served (i) via the Electronic Case Filing system for this Court to all parties registered to receive electronic notices in these Bankruptcy Cases and (ii) via electronic mail on the following Application Recipients in accordance with the Interim Compensation Order:

- (a) The Debtors, Genesis Care Pty Limited, 2270 Colonial Blvd., Fort Myers, Florida 33907, Attn: Jack Seal, Chief Legal Officer (Jack.Seal@usa.genesisicare.com); and Genesis Care Pty Limited, Building 1, The Mill, 41-43 Bourke Road, Alexandria, NSW 2015 Australia, Attn: Chris Gill, General Counsel and Company Secretary (Chris.Gill@genesisicare.com);
- (b) Co-counsel to the Debtors, Kirkland & Ellis LLP, 601 Lexington Avenue, New York, New York 10022, Joshua A. Sussberg, P.C. (joshua.sussberg@kirkland.com) & Steven N. Serajeddini, P.C. (steven.serajeddini@kirkland.com); and Kirkland & Ellis LLP, 300 North LaSalle Street, Chicago, Illinois 60654, Attn: Jaimie Fedell (jaimie.fedell@kirkland.com), Lindsey Blum (lindsey.blum@kirkland.com), and Dave Gremling (dave.gremling@kirkland.com);
- (c) Co-counsel to the Debtors, Jackson Walker LLP, 1401 McKinney Street, Suite 1900, Houston, Texas 77010, Attn: Mathew D. Cavanaugh (mcavanaugh@jw.com), Jennifer F. Wertz (jwertz@jw.com), and Genevieve M. Graham (ggraham@jw.com);
- (d) Counsel to the Ad Hoc Term Lender Group, Akin Gump Strauss Hauer & Feld LLP, 2001 K Street, N.W., Washington, DC 20006, Attn: Scott L. Alberino (salberino@akingump.com) and Alexander F. Antypas (aantypas@akingump.com); Akin Gump Strauss Hauer & Feld LLP, One Bryant Park, New York, NY 10036, Attn: Abid Qureshi (aqureshi@akingump.com); and Akin Gump Strauss Hauer & Feld LLP, 2300 N. Field Street, Suite 1800, Dallas, Texas 75201, Attn: Lacy M. Lawrence (llawrence@akingump.com); and
- (e) The Office of the United States Trustee, 515 Rusk Street, Suite 3516, Houston, Texas 77002, Attn: Hector Duran (Hector.Duran.Jr@usdoj.gov).

/s/ W. Steven Bryant

W. Steven Bryant

EXHIBIT A**Summary of Legal Fees for the Fee Period by Task Code**

Task Code	Task Description	Number of Hours	Amount of Fees
101	Case Administration	30.20	\$26,459.50
102	Meetings and/or Communications with Committee Members and/or Committee Advisors	160.30	\$200,396.50
103	Meetings and/or Communications with Debtors and/or Debtors Advisors	25.00	\$32,116.00
104	Motions, Adversary Proceedings & Contested Matters	50.00	\$57,656.00
105	Automatic Stay Matters	0.30	\$499.50
106	Business Operations	4.20	\$6,726.00
107	Collateral Review	31.00	\$35,052.50
108	Cash Management and DIP Financing	159.10	\$207,190.00
109	Creditor Communications	0.40	\$666.00
110	Bar Date, Claims Administration and Objections	1.10	\$1,475.50
111	Use, Sale, and Disposition of Property	51.30	\$62,286.50
112	Corporate, Governance & Securities Matters	0.30	\$450.00
113	Employee and Physician Matters	12.90	\$16,316.00
114	Executory Contracts and Unexpired Leases	0.40	\$532.50
115	SOFAs and Schedules	0.60	\$821.00
116	Hearings	9.00	\$11,910.00
117	Insurance and Surety Matters	0.10	\$166.50
119	UCC Retention and Fee Matters	61.60	\$44,514.00
120	Debtor Retention and Fee Matters	14.20	\$15,484.50
121	Tax Matters	2.00	\$3,267.00
122	Non-Working Travel	17.00	\$22,300.00
124	Vendor and Supplier Matters	16.90	\$16,501.50
129	Committee Investigation and Due Diligence	36.00	\$43,712.50
131	Patient Care/PCO	0.50	\$832.50
Total		684.40	\$807,332.00
Less 50% Non-Working Travel			(11,150.00)
<u>TOTAL:</u>		<u>684.40</u>	<u>\$796,182.00</u>

EXHIBIT B**Summary of Hours Billed by Kramer Levin Attorneys and Paraprofessionals for the Fee Period**

Timekeeper	Title	Year Admitted	Department	Hourly Billing Rate	Total Hours Billed	Total Fees
Carruzzo, Fabien	Partner	2005	Corporate	\$1,500	2.30	\$3,450.00
Fisher, David	Partner	1985	Corporate	\$1,690	34.40	58,136.00
Herzog, Barry	Partner	1992	Tax	\$1,630	1.80	2,934.00
Jacobs, Zachary	Partner	2007	Corporate	\$1,350	3.90	5,265.00
Lavinbuk, Ariel	Partner	2007	Litigation	\$1,445	3.70	5,346.50
Ringer, Rachael	Partner	2011	Creditors' Right	\$1,415	85.80	121,407.00
Rogoff, Adam	Partner	1989	Creditors' Right	\$1,665	93.30	155,344.50
Shifer, Joseph	Special Counsel	2010	Creditors' Right	\$1,280	7.10	9,088.00
Blackmon, Michael	Associate	2022	Creditors' Right	\$840	83.10	69,804.00
Chong, Nicole	Associate	2014	Corporate	\$1,220	9.70	11,834.00
Daniels, Elan	Associate	2005	Creditors' Right	\$1,280	73.60	94,208.00
Eisenberger, Gabriel	Associate	2022	Creditors' Right	\$840	86.10	72,324.00
Wasson, Megan	Associate	2017	Creditors' Right	\$1,220	130.30	158,966.00
Sharkey, Linda	Associate	2007	Corporate	\$600	2.80	1,680.00
Primm, Brian	Law Clerk	N/A	Corporate	\$720	13.50	9,720.00
Kane, Wendy	Paralegal	N/A	Creditors' Right	\$525	53.00	27,825.00
Total					684.40	\$807,332.00
Less 50% Non-Working Travel						(11,150.00)
TOTAL:					684.40	\$796,182.00

EXHIBIT C**Summary of Expenses for the Fee Period**

Expense Category	Total Expenses
Bloomberg Law Online Research	\$21.74
Cab Fares	\$424.10
Lexis Online Research	\$227.95
Meals/In-House	\$120.00
Out-of-Town Travel	\$723.29
Pacer Online Research	\$83.50
Westlaw Online Research	\$458.72
TOTAL:	\$2,059.30

EXHIBIT D

Detailed Description of Fees, Expenses, and Disbursements

Kramer Levin



September 13, 2023

Genesis Care Pty Ltd
41-43 Bourke Road
Building 1, The Mill
Alexandria NSW 2015
Attn: Chris Gill

Invoice #: 892146
076102-00002

Re: Restructuring

FOR PROFESSIONAL SERVICES rendered through July 31, 2023:

Task Code	Description	Fees	HOURS	Fees Due
101	Case Administration	\$26,459.50	30.20	\$26,459.50
102	Meetings and/or Communications with Committee Members and/or Committee Advisors	\$200,396.50	160.30	\$200,396.50
103	Meetings and/or Communications with Debtors and/or Debtors Advisors	\$32,116.00	25.00	\$32,116.00
104	Motions, Adversary Proceedings & Contested Matters	\$57,656.00	50.00	\$57,656.00
105	Automatic Stay Matters	\$499.50	0.30	\$499.50
106	Business Operations	\$6,726.00	4.20	\$6,726.00
107	Collateral Review	\$35,052.50	31.00	\$35,052.50
108	Cash Management and DIP Financing	\$207,190.00	159.10	\$207,190.00
109	Creditor Communications	\$666.00	0.40	\$666.00
110	Bar Date, Claims Administration and Objections	\$1,475.50	1.10	\$1,475.50
111	Use, Sale, and Disposition of Property	\$62,286.50	51.30	\$62,286.50
112	Corporate, Governance & Securities Matters	\$450.00	0.30	\$450.00
113	Employee and Physician Matters	\$16,316.00	12.90	\$16,316.00
114	Executory Contracts and Unexpired Leases	\$532.50	0.40	\$532.50
115	SOFAs and Schedules	\$821.00	0.60	\$821.00
116	Hearings	\$11,910.00	9.00	\$11,910.00
117	Insurance and Surety Matters	\$166.50	0.10	\$166.50

FEES AND DISBURSEMENTS POSTED AFTER THE BILLING PERIOD SHOWN ON THIS INVOICE WILL APPEAR ON A SUBSEQUENT INVOICE.

DUE AND PAYABLE UPON RECEIPT. THE LEGAL RATE OF INTEREST WILL BE CHARGED FOR BALANCES OUTSTANDING OVER 30 DAYS.

TAX ID # 13-1944339

Kramer Levin Naftalis & Frankel LLP
1177 Avenue of the Americas, New York, NY 10036
T 212.715.9100 F 212.715.8000



September 13, 2023

Invoice #: 892146

076102-00002

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Task Code	Description	Fees	HOURS	Fees Due
119	UCC Retention and Fee Matters	\$44,514.00	61.60	\$44,514.00
120	Debtor Retention and Fee Matters	\$15,484.50	14.20	\$15,484.50
121	Tax Matters	\$3,267.00	2.00	\$3,267.00
122	Non-Working Travel	\$22,300.00	17.00	\$22,300.00
124	Vendor and Supplier Matters	\$16,501.50	16.90	\$16,501.50
129	Committee Investigation and Due Diligence	\$43,712.50	36.00	\$43,712.50
131	Patient Care/PCO	\$832.50	0.50	\$832.50
Total		\$807,332.00	684.40	\$807,332.00

Less 50% discount on Non-Working Travel (11,150.00)

Total Fees \$796,182.00

Disbursements and Other Charges \$2,059.30

TOTAL CURRENT INVOICE \$798,241.30



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PROFESSIONAL SERVICES SUMMARY

TIMEKEEPER	TITLE	HOURS	FEES
Carruzzo, Fabien	Partner	2.30	\$3,450.00
Fisher, David	Partner	34.40	58,136.00
Herzog, Barry	Partner	1.80	2,934.00
Jacobs, Zachary	Partner	3.90	5,265.00
Lavinbuk, Ariel	Partner	3.70	5,346.50
Ringer, Rachael	Partner	85.80	121,407.00
Rogoff, Adam	Partner	93.30	155,344.50
Shifer, Joseph	Special Counsel	7.10	9,088.00
Blackmon, Michael	Associate	83.10	69,804.00
Chong, Nicole	Associate	9.70	11,834.00
Daniels, Elan	Associate	73.60	94,208.00
Eisenberger, Gabriel	Associate	86.10	72,324.00
Primm, Brian	Associate	13.50	9,720.00
Wasson, Megan	Associate	130.30	158,966.00
Sharkey, Linda	Juriste	2.80	1,680.00
Kane, Wendy	Paralegal	53.00	27,825.00
TOTAL FEES		684.40	\$807,332.00

DISBURSEMENTS AND OTHER CHARGES SUMMARY

DESCRIPTION	AMOUNT
Westlaw Online Research	\$458.72
Lexis Online Research	227.95



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DESCRIPTION	AMOUNT
Cab Fares	424.10
Meals/In-House	120.00
Out-of-Town Travel	723.29
Pacer Online Research	83.50
Bloomberg Law Online Research	21.74
TOTAL DISBURSEMENTS AND OTHER CHARGES	\$2,059.30

PROFESSIONAL SERVICES DETAIL

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
101 Case Administration				
6/20/2023	Daniels, Elan	Meet with KL team regarding next steps for case admin (.4); corr. with R. Ringer regarding same (.2); email KL team regarding same (.1).	0.70	\$896.00
6/20/2023	Blackmon, Michael	Attend team meeting with G. Eisenberger, M. Wasson, and E. Daniels (0.4).	0.40	336.00
6/20/2023	Blackmon, Michael	Meet with G. Eisenberger re case admin logistics (1.1); meet with M. Wasson and G. Eisenberger re action items (0.3); draft work in progress list (0.5).	1.90	1,596.00
6/20/2023	Eisenberger, Gabriel	Meet with M. Wasson and M. Blackmon re case administration (.3); meet with E. Daniels, M. Wasson and M. Blackmon re next steps (.4); meet with M. Blackmon re WIP List and action items (1.1); email W. Kane and M. Blackmon re UCC contact list, case calendar, creditor matrix (.6); review and revise WIP list (.2).	2.60	2,184.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
6/20/2023	Wasson, Megan	Coordinate FA pitches (0.5); meet with G. Eisenberger and M. Blackmon re action items, including for coordination with Committee members (0.3); meet with E. Daniels, G. Eisenberger and M. Blackmon re case admin and next steps (0.4).	1.20	1,464.00
6/21/2023	Blackmon, Michael	Update WIP list (0.1); meet with G. Eisenberger re bylaws, Financial Advisor pitches and case administration (0.5); meet with G. Eisenberger re committee update email (0.5).	1.10	924.00
6/21/2023	Eisenberger, Gabriel	Coordinate information for Committee members (.2); meet with M. Blackmon re bylaws, FA pitches and case admin (.5); meet with M. Blackmon re committee update email (.5).	1.20	1,008.00
6/21/2023	Kane, Wendy	Review docket and first day orders and update case calendar (0.4); review complex case procedures and send same to KL team (0.1); email B. O'Neill re FDA and first day motions (0.1); emails w/ KL team re admin matters (0.2).	0.80	420.00
6/22/2023	Ringer, Rachael	Coordinate startup tasks with KL team (.5), emails with KL team re: same (.3), review by-laws (.4).	1.20	1,698.00
6/22/2023	Eisenberger, Gabriel	Draft UCC bylaws (.7); email M. Blackmon re creditor matrix motion (.1); continue drafting bylaws (4.4); send same to M. Wasson (.2).	5.40	4,536.00
6/22/2023	Wasson, Megan	Review and comment on draft UCC by-laws (1.6).	1.60	1,952.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
6/22/2023	Wasson, Megan	Coordinate with KE re data room entry (0.2); review data room docs (0.8).	1.00	1,220.00
6/23/2023	Eisenberger, Gabriel	Coordinate information for Committee members (.3); email W. Kane re same (.1); review data room documents (.8).	1.20	1,008.00
6/23/2023	Kane, Wendy	Update contact list (0.4); update attendance sheet (0.2); review data room and update internal case records (1.6); corr. w/ KL team and Ansarada re same (0.2).	2.40	1,260.00
6/23/2023	Wasson, Megan	Internal emails re data room issues (1.0).	1.00	1,220.00
6/26/2023	Eisenberger, Gabriel	Email M. Wasson email re data room (.2).	0.20	168.00
6/26/2023	Kane, Wendy	Email M. Wasson re new data room (.1); review same and update internal case records (.2).	0.30	157.50
6/27/2023	Blackmon, Michael	Update work in progress list (0.2).	0.20	168.00
6/28/2023	Wasson, Megan	Review and revise by-laws re HIPAA comments from Kirkland (0.5).	0.50	610.00
6/30/2023	Kane, Wendy	Review docket and update internal case records (0.1); review data room and update internal case records (0.1).	0.20	105.00
7/5/2023	Kane, Wendy	Review docket and update internal case records (0.2); review data room and update internal records (0.1).	0.30	157.50
7/6/2023	Kane, Wendy	Review data room and update internal files (0.3); review docket and update case calendar (0.1).	0.40	210.00
7/12/2023	Eisenberger, Gabriel	Email M. Wasson re by-laws (.3).	0.30	252.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/13/2023	Kane, Wendy	Review docket and update internal case records (0.1); update case calendar (0.2); review data rooms and update internal case records (0.2).	0.50	262.50
7/13/2023	Blackmon, Michael	Review M. Wasson email re status of open issues in second day motions (0.1).	0.10	84.00
7/14/2023	Kane, Wendy	Review data rooms and update internal case records (0.3).	0.30	157.50
7/18/2023	Kane, Wendy	Review docket and update internal case records; update case calendar (0.2).	0.20	105.00
7/19/2023	Kane, Wendy	Review data room and update internal case records (0.2); email G. Eisenberger and J. Hecker re same (0.1); register KL team for hearing (0.1); review bidding procedures order and update case calendar (0.1).	0.50	262.50
7/20/2023	Eisenberger, Gabriel	Email KL team re standing KL internal call (.1); update WIP list (.5).	0.60	504.00
7/21/2023	Eisenberger, Gabriel	Update WIP list (.6).	0.60	504.00
7/21/2023	Wasson, Megan	Review and comment on WIP list (0.5).	0.50	610.00
7/24/2023	Kane, Wendy	Review sale data room and update internal records (0.2); update indices from both data rooms and emails w/ G. Eisenberger re same (0.2); corr. w/ J. Hecker re data room updates (0.1); send update to KL team (0.1).	0.60	315.00
7/25/2023	Kane, Wendy	Review sale data room and update internal records (0.1); email KL team re same (0.1).	0.20	105.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
Subtotal: 101 Case Administration			30.20	\$26,459.50
102 Meetings and/or Communications with Committee Members and/or Committee Advisors				
6/20/2023	Rogoff, Adam	Emails and calls with UCC members re case status (0.8).	0.80	\$1,332.00
6/20/2023	Rogoff, Adam	Coordination calls and emails with R. Ringer, M. Wasson and UCC re status update (0.5).	0.50	832.50
6/20/2023	Ringer, Rachael	Attend UCC meeting (0.4), follow-up internal calls and emails (1.1).	1.50	2,122.50
6/20/2023	Blackmon, Michael	Attend UCC call (0.4).	0.40	336.00
6/20/2023	Wasson, Megan	Draft UCC update (0.4).	0.40	488.00
6/21/2023	Rogoff, Adam	Calls with R. Ringer and M. Wasson re financial advisor interviews (0.9).	0.90	1,498.50
6/21/2023	Rogoff, Adam	Prepare for financial advisor interviews (2.4).	2.40	3,996.00
6/21/2023	Rogoff, Adam	Participate in financial advisor interviews (2.2).	2.20	3,663.00
6/21/2023	Rogoff, Adam	Follow up calls with M. Wasson re financial advisors (0.2).	0.20	333.00
6/21/2023	Rogoff, Adam	Follow up calls and coordination with R. Ringer re financial advisors (0.4).	0.40	666.00
6/21/2023	Rogoff, Adam	Calls and emails with R. Ringer and M. Wasson re financial advisor interviews (0.6).	0.60	999.00
6/21/2023	Rogoff, Adam	Review and revise UCC status update email (0.2).	0.20	333.00
6/21/2023	Rogoff, Adam	Status update call with UCC member (0.4)	0.40	666.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
6/21/2023	Ringer, Rachael	Attend UCC meeting re: FA pitches (2.2), calls with potential local counsel (.5), follow-up calls with A. Rogoff (.5).	3.20	4,528.00
6/21/2023	Blackmon, Michael	Attend portion of Financial Advisor pitches (0.8).	0.80	672.00
6/21/2023	Eisenberger, Gabriel	Attend call re FA pitches (2.0).	2.00	1,680.00
6/21/2023	Eisenberger, Gabriel	Draft UCC update email; send same to A. Rogoff and R. Ringer (1.0); revise and send committee update email (.5).	1.50	1,260.00
6/21/2023	Wasson, Megan	Review and comment on UCC update email (0.7).	0.70	854.00
6/21/2023	Wasson, Megan	Attend UCC call re FA pitches (2.2) and prep for same (0.5); follow up calls with A. Rogoff (0.3).	3.00	3,660.00
6/22/2023	Rogoff, Adam	Status call with D. Galfus re debtor coordination (0.4).	0.40	666.00
6/22/2023	Rogoff, Adam	Status call with D. Galfus re debtor coordination (0.4).	0.40	666.00
6/22/2023	Rogoff, Adam	Coordinate with M. Wasson re agenda for professionals' meeting (0.1).	0.10	166.50
6/22/2023	Rogoff, Adam	Status call and emails with S. Bryant and E. Guffy re case status (0.4).	0.40	666.00
6/22/2023	Rogoff, Adam	Status update call with UCC member (0.3).	0.30	499.50
6/22/2023	Ringer, Rachael	Attend UCC call (.7), prep for same (.8), corr. with E. Daniels re: same (.4).	1.90	2,688.50
6/22/2023	Rogoff, Adam	Prepare for (0.4) and participate in (0.7) UCC call.	1.10	1,831.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
6/22/2023	Blackmon, Michael	Summarize Collin Cty Tax Assessor limited objection for committee email (0.4); email same to M. Wasson & G. Eisenberger (0.1).	0.50	420.00
6/22/2023	Blackmon, Michael	Attend committee call re selection of Financial Advisors (0.7); prepare list of follow up action items (0.1).	0.80	672.00
6/22/2023	Eisenberger, Gabriel	Draft UCC update email (1.0).	1.00	840.00
6/22/2023	Wasson, Megan	Prep for (0.3) and attend (.7) UCC call; comment on draft UCC update (0.3).	1.30	1,586.00
6/23/2023	Rogoff, Adam	Prepare for (0.4) and participate in (0.6) UCC professionals' organizational meeting with R. Ringer, M. Wasson, D. Galfus, C. Kearns, S. Bryant and E. Guffy.	1.00	1,665.00
6/23/2023	Rogoff, Adam	Status emails with D. Galfus re debtor coordination (0.2).	0.20	333.00
6/23/2023	Rogoff, Adam	Email M. Wasson re UCC member coordination (0.2).	0.20	333.00
6/23/2023	Blackmon, Michael	Attend call with Committee professionals (0.6).	0.60	504.00
6/23/2023	Eisenberger, Gabriel	Attend UCC professionals kickoff call (.6); email M. Wasson re call follow up action items (.1); draft UCC update (.3).	1.00	840.00
6/23/2023	Wasson, Megan	Kick off call with UCC professionals (0.6); comment on UCC update email (0.3); emails with R. Ringer re same and UCC by-laws (0.3).	1.20	1,464.00
6/24/2023	Rogoff, Adam	Emails with UCC members re case issues (0.4); emails with M Wasson re coordination (0.2).	0.60	999.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
6/25/2023	Rogoff, Adam	Email with UCC members re case status; emails with M. Wasson re same (0.4).	0.40	666.00
6/25/2023	Rogoff, Adam	Email with M. Wasson and R. Ringer re coordination on first day motions and hearing; emails with J. Fedell re same; emails with D. Galfus re same (0.4).	0.40	666.00
6/26/2023	Rogoff, Adam	Review and revise update email to UCC (0.1).	0.10	166.50
6/26/2023	Rogoff, Adam	Prepare for (0.2) and participate in (0.5) weekly UCC meeting; post-meeting coordination call with R. Ringer (0.2) and email M. Wasson (0.1).	1.00	1,665.00
6/26/2023	Rogoff, Adam	Coordination and emails with M. Wasson re UCC members for coordination (0.2).	0.20	333.00
6/26/2023	Rogoff, Adam	Coordinate with M. Wasson re agenda for UCC meeting (0.2).	0.20	333.00
6/26/2023	Rogoff, Adam	Email with M. Wasson and R. Ringer re coordination on first day motions (0.2).	0.20	333.00
6/26/2023	Ringer, Rachael	Prep for UCC call (0.8), call with M. Wasson re: same (0.2), review annotated agenda re: same (0.3), attend Committee call (0.5), follow-up with A. Rogoff re: same (0.2).	2.00	2,830.00
6/26/2023	Blackmon, Michael	Attend Committee call (0.5).	0.50	420.00
6/26/2023	Eisenberger, Gabriel	Coordinate with UCC re: hearing on motion to amend wages and insurance orders (.1); draft UCC update email (.6); revise and send UCC update email (.2).	0.90	756.00
6/26/2023	Eisenberger, Gabriel	Attend Committee meeting (.5).	0.50	420.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
6/26/2023	Wasson, Megan	Prep for (0.2) and attend UCC call (0.5); call with R. Ringer re same (0.2); comment on UCC update (0.1).	1.00	1,220.00
6/27/2023	Rogoff, Adam	Coordination meeting with UCC member (0.5).	0.50	832.50
6/27/2023	Eisenberger, Gabriel	Email UCC re status update (.2).	0.20	168.00
6/27/2023	Eisenberger, Gabriel	Draft UCC update email (.8); revise and send same to M. Wasson (.2).	1.00	840.00
6/28/2023	Rogoff, Adam	Coordination meetings with UCC member (0.2).	0.20	333.00
6/28/2023	Rogoff, Adam	Status inquiry emails with UCC member and M. Wasson (0.2).	0.20	333.00
6/28/2023	Rogoff, Adam	Review and revise update email to UCC.	0.10	166.50
6/28/2023	Ringer, Rachael	Emails with KL team re: edits to Committee update emails and next steps (.4), correspondence with Committee members re: by-laws comments (.2),.	0.60	849.00
6/28/2023	Eisenberger, Gabriel	Draft committee update email (.7); revise update per comments from M. Wasson, A. Rogoff (.3).	1.00	840.00
6/28/2023	Eisenberger, Gabriel	Review and revise committee bylaws per committee comments (1.3).	1.30	1,092.00
6/28/2023	Wasson, Megan	Review and comment on UCC update email (0.2); emails with UCC member and A. Rogoff re status (0.2).	0.40	488.00
6/29/2023	Rogoff, Adam	Review and revise update email to UCC (0.1).	0.10	166.50
6/29/2023	Rogoff, Adam	Status inquiry emails with UCC member and M. Wasson (0.1).	0.10	166.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
6/29/2023	Eisenberger, Gabriel	Draft committee update email (.4).	0.40	336.00
6/29/2023	Wasson, Megan	Emails with UCC members and profs re bidding procedures issues (0.5); emails with UCC members and KE re by laws (0.4).	0.90	1,098.00
6/29/2023	Wasson, Megan	Emails with UCC members and professionals re bidding procedures issues (0.5).	0.50	610.00
6/30/2023	Rogoff, Adam	Review and revise additional update email to UCC; emails with M. Wasson and G. Eisenberger re same (0.2).	0.20	333.00
6/30/2023	Rogoff, Adam	Review update email to UCC (0.1).	0.10	166.50
6/30/2023	Rogoff, Adam	Status inquiry emails with UCC member (0.1).	0.10	166.50
6/30/2023	Rogoff, Adam	Status emails with UCC members and M. Wasson (0.2).	0.20	333.00
6/30/2023	Rogoff, Adam	Attend weekly coordination call with E. Daniels, M. Wasson, C. Kearns, D. Galfus and R. Shapiro re business operations and status (0.6).	0.60	999.00
6/30/2023	Daniels, Elan	Prepare for (.1) and attend call (.6) with UCC advisors regarding case developments, next steps.	0.70	896.00
6/30/2023	Eisenberger, Gabriel	Draft UCC update email (1.5); revise same and send to UCC (.7).	2.20	1,848.00
6/30/2023	Eisenberger, Gabriel	Prep for (.3) and attend (.6) committee professionals call.	0.90	756.00
6/30/2023	Wasson, Megan	Attend UCC professionals call (0.6); comment on UCC update (0.4); emails with UCC member and A. Rogoff re status (0.2).	1.20	1,464.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/2/2023	Rogoff, Adam	Review emails re status to UCC; email M. Wasson re same (0.2).	0.20	333.00
7/2/2023	Wasson, Megan	Emails with UCC members re case issues (0.4).	0.40	488.00
7/5/2023	Rogoff, Adam	Email M. Wasson re UCC member coordination (0.1).	0.10	166.50
7/5/2023	Rogoff, Adam	Review UCC update (0.1).	0.10	166.50
7/5/2023	Blackmon, Michael	Review and summarize various retention applications for Debtors' professionals for UCC update (1.5).	1.50	1,260.00
7/5/2023	Eisenberger, Gabriel	Draft UCC update email (1.8).	1.80	1,512.00
7/5/2023	Wasson, Megan	Comment on UCC update email (0.4); revise OCP markup re same (0.3).	0.70	854.00
7/6/2023	Rogoff, Adam	Status update emails with UCC members (0.2).	0.20	333.00
7/6/2023	Rogoff, Adam	Participate in meeting with committee member regarding case status (0.7).	0.70	1,165.50
7/6/2023	Rogoff, Adam	Review and comment on email update to UCC (0.2).	0.20	333.00
7/6/2023	Rogoff, Adam	Call with M. Wasson re case issues (0.3).	0.30	499.50
7/6/2023	Rogoff, Adam	Participate in Committee member meeting regarding case and status (0.7).	0.70	1,165.50
7/6/2023	Rogoff, Adam	Prepare for (0.1) and participate (0.5) in meeting with committee member regarding case and status; follow up call with D. Galfus (0.2).	0.80	1,332.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/6/2023	Daniels, Elan	Attend call with Committee member regarding next steps (.7).	0.70	896.00
7/6/2023	Eisenberger, Gabriel	Send DIP issues list to Committee (.5).	0.50	420.00
7/6/2023	Wasson, Megan	Attend call with UCC member re case (0.5); attend calls with two other UCC members re case (0.7) and (0.7); call with A. Rogoff re case issues (0.3).	2.20	2,684.00
7/7/2023	Rogoff, Adam	Review and comment on email update to UCC (0.1).	0.10	166.50
7/7/2023	Ringer, Rachael	Attend internal KL team call (.5), call with UCC pros (1.0).	1.50	2,122.50
7/7/2023	Rogoff, Adam	Attend most of weekly coordination call with R. Ringer, E. Daniels, M. Wasson, C. Kearns, D. Galfus and R. Shapiro re business operations and status (1.0).	1.00	1,665.00
7/7/2023	Rogoff, Adam	Review email update to UCC member (0.1).	0.10	166.50
7/7/2023	Rogoff, Adam	Status coordination call with R. Ringer, E. Daniels, M. Wasson, G. Eisenberger and M. Blackmon re open issues on pending motions (0.5).	0.50	832.50
7/7/2023	Daniels, Elan	Meet with KL team regarding next steps (.5).	0.50	640.00
7/7/2023	Blackmon, Michael	Attend Committee professionals call (1.0).	1.00	840.00
7/7/2023	Blackmon, Michael	Prep for internal KL team call (0.6); attend call with M. Wasson, A. Rogoff, R. Ringer, E. Daniels and G. Eisenberger re second day issues, bidding procedures and DIP issues (0.5).	1.10	924.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/7/2023	Eisenberger, Gabriel	Draft UCC update email (.5); attend KL team organizational call (.5).	1.00	840.00
7/7/2023	Eisenberger, Gabriel	Participate in KL internal call (.5); attend UCC professionals call (1.0).	1.50	1,260.00
7/7/2023	Wasson, Megan	Attend UCC professionals call (1.2); comment on UCC update email (0.4); summarize notes from UCC member calls (0.6); attend internal KL organizational call (0.5).	2.70	3,294.00
7/8/2023	Wasson, Megan	Review and comment on BRG materials for UCC meeting (1.4).	1.40	1,708.00
7/10/2023	Rogoff, Adam	Prepare for weekly UCC meeting (0.4).	0.40	666.00
7/10/2023	Rogoff, Adam	Review agenda for UCC meeting and call with M. Wasson re same (0.3).	0.30	499.50
7/10/2023	Rogoff, Adam	Email update to UCC member (0.1).	0.10	166.50
7/10/2023	Ringer, Rachael	Review/revise update email (4.0).	4.00	5,660.00
7/10/2023	Rogoff, Adam	Review materials for UCC meeting (0.3); email D. Galfus re same (0.2).	0.50	832.50
7/10/2023	Rogoff, Adam	Participate in weekly UCC meeting (1.0).	1.00	1,665.00
7/10/2023	Blackmon, Michael	Prepare for (0.1) and attend UCC call regarding second day issues list (1.0).	1.10	924.00
7/10/2023	Eisenberger, Gabriel	Attend weekly committee call (1.0); draft UCC update email (.9); revise and send UCC update email per M. Wasson and R. Ringer comments (.4).	2.30	1,932.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/10/2023	Daniels, Elan	Attend portion of UCC call (.6).	0.60	768.00
7/10/2023	Eisenberger, Gabriel	draft email to UCC re presentation for committee call (.3).	0.30	252.00
7/10/2023	Wasson, Megan	Comment on UCC update email (0.1); comment on BRG materials for UCC call (0.5); draft talking points/agenda for UCC call (0.6); call with A. Rogoff re same (0.3); attend UCC call (1.0).	2.50	3,050.00
7/11/2023	Rogoff, Adam	Review email update to UCC and email G. Eisenberger re same (0.1).	0.10	166.50
7/12/2023	Ringer, Rachael	Call with UCC member re case issues (.8); review UCC update email and emails w/ KL team re same (.5).	1.30	1,839.50
7/12/2023	Rogoff, Adam	Review email update to UCC and coordinate with R. Ringer and G. Eisenberger re same (0.1).	0.10	166.50
7/12/2023	Rogoff, Adam	Call with M. Wasson, R. Ringer, D. Galfus and UCC member re case status (0.8).	0.80	1,332.00
7/12/2023	Eisenberger, Gabriel	Draft and send UCC update email (0.8); emails with A. Rogoff re same (0.1).	0.90	756.00
7/12/2023	Wasson, Megan	Call with UCC member re case issues (0.8).	0.80	976.00
7/13/2023	Rogoff, Adam	Review email update to UCC and coordinate with M. Wasson re same (0.2).	0.20	333.00
7/13/2023	Rogoff, Adam	Participate in meeting with UCC member, D. Galfus, M. Wasson and R. Ringer re status (0.6).	0.60	999.00
7/13/2023	Rogoff, Adam	Emails with UCC member re status (0.2).	0.20	333.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/13/2023	Ringer, Rachael	Call with UCC member re: case issues (.6).	0.60	849.00
7/13/2023	Rogoff, Adam	Status emails with UCC member, R. Ringer (0.4).	0.40	666.00
7/13/2023	Wasson, Megan	Attend call with UCC member (0.6); draft UCC update re second days and DIP (0.5); emails with A. Rogoff re same (0.1); call with UCC member re case status (0.3).	1.50	1,830.00
7/14/2023	Ringer, Rachael	Internal call re case updates (.6), attend most of call with UCC profs re: updates (0.9).	1.50	2,122.50
7/14/2023	Rogoff, Adam	Attend weekly coordination call with R. Ringer, E. Daniels, M. Wasson, M. Blackmon, C. Kearns, D. Galfus, R. Shapiro and E. Guffy re business operations and status (1.1).	1.10	1,831.50
7/14/2023	Rogoff, Adam	Participate in weekly status coordination call with R. Ringer, E. Daniels, M. Wasson and M. Blackmon re open issues on pending motions and case strategy (0.5).	0.50	832.50
7/14/2023	Rogoff, Adam	Emails with UCC member and M. Wasson re status (0.2).	0.20	333.00
7/14/2023	Blackmon, Michael	Attend committee professionals call re case status (1.1).	1.10	924.00
7/14/2023	Blackmon, Michael	Prepare for internal call (0.1); attend call with A. Rogoff, R. Ringer, M. Wasson, E. Daniels and G. Eisenberger re case status (0.6).	0.70	588.00
7/14/2023	Daniels, Elan	Attend weekly KL team coordination call (.6).	0.60	768.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/14/2023	Eisenberger, Gabriel	Reschedule committee call and KL standing call (.1); call with KL team (.6); attend committee professionals call (1.1).	1.80	1,512.00
7/14/2023	Wasson, Megan	Call with KL team re case status (0.6); prep for (0.1) and attend call with UCC professionals re same (1.1); draft update for UCC re OCP order (0.4).	2.20	2,684.00
7/17/2023	Rogoff, Adam	Status update call with UCC member and M. Wasson (0.4).	0.40	666.00
7/17/2023	Rogoff, Adam	Emails and coordination with M. Wasson re UCC update on status (0.1).	0.10	166.50
7/17/2023	Rogoff, Adam	Status update emails with UCC members (0.3).	0.30	499.50
7/17/2023	Rogoff, Adam	Status discussion with UCC member (0.4).	0.40	666.00
7/17/2023	Rogoff, Adam	Coordinate with D. Galfus re Committee meeting (0.2).	0.20	333.00
7/17/2023	Rogoff, Adam	Email R. Ringer re UCC status update email (0.1).	0.10	166.50
7/17/2023	Rogoff, Adam	Email M. Wasson and R. Ringer re UCC meeting agenda and review same (0.2).	0.20	333.00
7/17/2023	Wasson, Megan	Call with A. Rogoff, UCC member re case issues (0.4); draft UCC update re bidding procedures/CMO (0.4); emails with A. Rogoff re same (0.1); review and comment on DIP UCC update (0.3).	1.20	1,464.00
7/18/2023	Rogoff, Adam	Participate in UCC meeting (0.8).	0.80	1,332.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/18/2023	Rogoff, Adam	Review UCC update email and review attachment; email M. Wasson and G. Eisenberger re same (0.3).	0.30	499.50
7/18/2023	Rogoff, Adam	Prepare for UCC meeting, including review of agenda and BRG materials (0.4).	0.40	666.00
7/18/2023	Rogoff, Adam	Review materials for UCC meeting and emails with M. Wasson and BRG team re same (0.4).	0.40	666.00
7/18/2023	Rogoff, Adam	Follow up emails with K. McColgan re UCC materials and review same (0.3).	0.30	499.50
7/18/2023	Daniels, Elan	Attend UCC meeting (.8).	0.80	1,024.00
7/18/2023	Eisenberger, Gabriel	Attend weekly Committee call (.8); draft UCC update email (.7); emails with A. Rogoff and M. Wasson re same (0.1).	1.60	1,344.00
7/18/2023	Wasson, Megan	Prep for UCC call (0.2); attend UCC call (0.8); review and comment on BRG materials for UCC call (0.5); comment on UCC update email (0.2).	1.70	2,074.00
7/19/2023	Rogoff, Adam	Review UCC update email and email G. Eisenberger re same (0.1).	0.10	166.50
7/19/2023	Eisenberger, Gabriel	Draft and send UCC update email (.8).	0.80	672.00
7/20/2023	Rogoff, Adam	Emails with UCC members re status (0.3).	0.30	499.50
7/20/2023	Rogoff, Adam	Review UCC update email and email G. Eisenberger re same (0.1).	0.10	166.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/20/2023	Eisenberger, Gabriel	Draft committee update email (.5); revise update per comments (.3).	0.80	672.00
7/21/2023	Rogoff, Adam	Review UCC update email and email G. Eisenberger re same (0.1).	0.10	166.50
7/21/2023	Ringer, Rachael	Call with KL team re: prep (.5), attend majority of call with UCC pros re: prep (1.0).	1.50	2,122.50
7/21/2023	Rogoff, Adam	Prepare for (0.1) and participate in (1.3) weekly professionals' coordination call with D. Galfus, R. Shapiro, C. Kearns, R. Ringer and M. Wasson re case status.	1.40	2,331.00
7/21/2023	Rogoff, Adam	Participate in weekly coordination call with E. Daniels, M. Blackmon, G. Eisenberger, R. Ringer and M. Wasson re case status and ongoing projects (0.5).	0.50	832.50
7/21/2023	Daniels, Elan	Call with KL team regarding next steps (.5); email correspondence with G. Eisenberger regarding same (.5).	1.00	1,280.00
7/21/2023	Daniels, Elan	Call with UCC advisors regarding next steps, case developments (1.3).	1.30	1,664.00
7/21/2023	Blackmon, Michael	Attend internal call re case status with A. Rogoff, R. Ringer, M. Wasson, E. Daniels and G. Eisenberger (0.5)	0.50	420.00
7/21/2023	Blackmon, Michael	Attend UCC professionals call re status of the case (1.3)	1.30	1,092.00
7/21/2023	Eisenberger, Gabriel	Prepare for (.1) and attend (.5) KL internal call; attend committee professionals call (1.3).	1.90	1,596.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/21/2023	Eisenberger, Gabriel	Draft committee update email (.4); revise same (.3).	0.70	588.00
7/21/2023	Wasson, Megan	Call with unsecured creditor re case issues (0.1); call with KL team re case issues (0.5); call with UCC professionals re case issues (1.3); comment on UCC update email (0.1).	2.00	2,440.00
7/24/2023	Ringer, Rachael	Prepare for (0.3) and attend call with UCC re: full agenda (0.9), follow-up with KL team re: same (.6).	1.80	2,547.00
7/24/2023	Rogoff, Adam	Review UCC update and emails with G. Eisenberger re same (0.1).	0.10	166.50
7/24/2023	Rogoff, Adam	Review agenda for UCC meeting and email M. Wasson re same (0.2).	0.20	333.00
7/24/2023	Rogoff, Adam	Prepare for (0.3) and participate in (0.9) weekly UCC meeting.	1.20	1,998.00
7/24/2023	Rogoff, Adam	Review BRG UCC materials; emails with M. Wasson and D. Galfus re same (0.5).	0.50	832.50
7/24/2023	Daniels, Elan	Attend portion of call with UCC regarding investigation (.5).	0.50	640.00
7/24/2023	Eisenberger, Gabriel	Email committee re call materials (.2); prep for (.1) and attend (.9) committee call; draft committee update email (.9); emails with A. Rogoff and M. Wasson re same (.2); revise and send committee update email (.2).	2.50	2,100.00
7/24/2023	Wasson, Megan	Comment on UCC update email (0.2); draft talking points for UCC call (0.4); attend UCC call (0.9).	1.50	1,830.00
7/25/2023	Rogoff, Adam	Review UCC update email and email G. Eisenberger re same (0.1).	0.10	166.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/25/2023	Eisenberger, Gabriel	Email A. Rogoff and M. Wasson re update email (.2); draft and send committee update email (1.0).	1.20	1,008.00
7/25/2023	Wasson, Megan	Review and comment on UCC update email (0.2); review filed pleadings re same (0.2).	0.40	488.00
7/26/2023	Eisenberger, Gabriel	Draft committee update email (.3).	0.30	252.00
7/27/2023	Eisenberger, Gabriel	Draft committee update email (.3).	0.30	252.00
7/28/2023	Rogoff, Adam	Review UCC update email and email G. Eisenberger re same (0.1).	0.10	166.50
7/28/2023	Rogoff, Adam	Call with R. Ringer, E. Daniels, M. Wasson, G. Eisenberger and M. Blackmon re pending projects (0.7).	0.70	1,165.50
7/28/2023	Rogoff, Adam	Attend call with C. Kearns, D. Galfus, R. Shapiro, E. Guffy, S. Bryant, R. Ringer, E. Daniels, M. Wasson, G. Eisenberger and M. Blackmon re pending projects (0.6).	0.60	999.00
7/28/2023	Ringer, Rachael	Attend weekly KL call re: coordination (0.7), prep for same (0.3), prep (0.4) for and attend UCC profs call (0.6).	2.00	2,830.00
7/28/2023	Blackmon, Michael	Attend internal call with A. Rogoff, R. Ringer, E. Daniels, and G. Eisenberger re case issues (0.7); attend standing UCC professionals call (0.6).	1.30	1,092.00
7/28/2023	Daniels, Elan	Call with KL team regarding case developments, next steps (.7); prepare for (0.1) and attend call with UCC advisors regarding UCC meeting prep (.6).	1.40	1,792.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/28/2023	Eisenberger, Gabriel	Attend committee professionals call (0.6); attend KL team call re case issues (0.7); draft committee update (.2).	1.50	1,260.00
7/28/2023	Wasson, Megan	Attend UCC profs call (0.6); participate in internal KL team call (0.7).	1.30	1,586.00
7/29/2023	Eisenberger, Gabriel	Reply to committee member email (.3).	0.30	252.00
7/31/2023	Rogoff, Adam	Participate in UCC weekly meeting (0.8).	0.80	1,332.00
7/31/2023	Ringer, Rachael	Prep for UCC meeting, review annotated agenda (.6), attend/participate in meeting re: same (0.8), draft UCC updates re: PJT and Australian counsel (.5).	1.90	2,688.50
7/31/2023	Rogoff, Adam	Review UCC update email and coordinate with M. Wasson and G. Eisenberger re same (0.1).	0.10	166.50
7/31/2023	Rogoff, Adam	Prepare for UCC weekly meeting (0.4).	0.40	666.00
7/31/2023	Rogoff, Adam	Email with D. Galfus and M. Wasson re UCC materials (0.1).	0.10	166.50
7/31/2023	Rogoff, Adam	Review BRG materials for UCC weekly meeting; emails with D. Galfus re same (0.4).	0.40	666.00
7/31/2023	Rogoff, Adam	Emails with M. Wasson and R. Ringer re BRG materials for UCC weekly meeting (0.2).	0.20	333.00
7/31/2023	Rogoff, Adam	Email with R. Ringer and M. Wasson re coordination with UCC members (0.2).	0.20	333.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/31/2023	Eisenberger, Gabriel	Prep for (.2) and attend weekly committee call (.8); prepare and send Committee update email (.4).	1.40	1,176.00
7/31/2023	Wasson, Megan	Prep for (0.5) and attend weekly UCC call (0.8); draft section of UCC update (0.2).	1.50	1,830.00
102 Meetings and/or Communications with Committee Members and/or Committee Advisors			160.30	\$200,396.50
103 Meetings and/or Communications with Debtors and/or Debtors Advisors				
6/20/2023	Rogoff, Adam	Emails with Kirkland team (J. Sussberg and S. Serajeddini) and R. Ringer re status (0.2).	0.20	\$333.00
6/20/2023	Wasson, Megan	Draft list of issues for Kirkland call (1.0).	1.00	1,220.00
6/21/2023	Ringer, Rachael	Attend most of call with Debtor re: kick-off (.4), follow-up call with A. Rogoff re: same (.3).	0.70	990.50
6/21/2023	Rogoff, Adam	Participate in initial discussion with Kirkland team (S. Serajeddini) and R. Ringer and M. Wasson re case (0.5); post-call R. Ringer (0.3).	0.80	1,332.00
6/21/2023	Blackmon, Michael	Attend call with debtors' counsel (0.5); email KL team re same (0.1).	0.60	504.00
6/21/2023	Eisenberger, Gabriel	Prepare for (.1) and attend (.5) introductory call with debtor counsel.	0.60	504.00
6/21/2023	Wasson, Megan	Attend majority of intro call with Kirkland (0.4).	0.40	488.00
6/22/2023	Rogoff, Adam	Status update emails with J. Fedell and R. Ringer (0.2).	0.20	333.00
6/22/2023	Daniels, Elan	Prepare agenda for call with Debtors' advisors (.2).	0.20	256.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
6/23/2023	Ringer, Rachael	Prep for meeting with Debtors (0.5), draft questions re: same (0.3), emails with KL team re: same (0.4), call with Debtors re: updates (1.0).	2.20	3,113.00
6/23/2023	Rogoff, Adam	Organizational call with Debtors' legal and financial advisors and R. Ringer, D. Galfus, C. Kearns, and M. Wasson (1.0).	1.00	1,665.00
6/23/2023	Rogoff, Adam	Coordination with M. Wasson re agenda for meeting with Debtors (0.2).	0.20	333.00
6/23/2023	Daniels, Elan	Email correspondence with KL team regarding agenda (.4); prepare for (.2) and attend call with Debtor advisors, UCC advisors regarding next steps (1.0).	1.60	2,048.00
6/23/2023	Blackmon, Michael	Prepare for (0.1) and attend (1.0) call with Debtors' professionals.	1.10	924.00
6/23/2023	Eisenberger, Gabriel	Attend committee-debtor professionals call (1.0).	1.00	840.00
6/23/2023	Wasson, Megan	Prep for call with Kirkland, revise agenda for same (0.5); call with UCC professionals and Debtor professionals (1.0).	1.50	1,830.00
6/28/2023	Rogoff, Adam	Participate in management presentation for Australian business operations with D. Young, D. Galfus, C. Kearns, R. Shapiro, R. Wu, J. Singh, J. Fedell, L. Blum, and M. Wasson (1.0).	1.00	1,665.00
6/28/2023	Rogoff, Adam	Participate in management presentation for US business operations with D. Galfus, C. Kearns, R. Shapiro, R. Wu, J. Singh, J. Fedell, L. Blum, and M. Wasson (1.0).	1.00	1,665.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
6/28/2023	Rogoff, Adam	Participate in management presentation for UK business operations with D. Young, D. Galfus, C. Kearns, R. Shapiro, R. Wu, J. Singh, J. Fedell, L. Blum, and M. Wasson (1.5).	1.50	2,497.50
6/28/2023	Blackmon, Michael	Attend US Sale Management presentation (1.0); correspond with A. Yuan re presentation (0.1); review notes from presentation (0.1).	1.20	1,008.00
6/28/2023	Wasson, Megan	Call with company re UK segment (1.5); call with company re Australia segment (1.0); call with company re US sales process (1.0).	3.50	4,270.00
6/29/2023	Rogoff, Adam	Participate in majority of meeting with management presentation for US business operations with D. Galfus, C. Kearns, R. Shapiro, R. Wu, J. Singh, J. Fedell, L. Blum, and M. Wasson (0.8).	0.80	1,332.00
6/29/2023	Blackmon, Michael	Attend call with debtor US management team (1.0).	1.00	840.00
6/29/2023	Blackmon, Michael	Review notes from GC Management presentation and email R. Ringer re same (0.1).	0.10	84.00
6/29/2023	Wasson, Megan	Attend US management call (1.0).	1.00	1,220.00
7/21/2023	Rogoff, Adam	Email M. Wasson re Debtor business meeting with UCC (0.1).	0.10	166.50
7/26/2023	Rogoff, Adam	Email M. Wasson on agenda for call with Debtors on case status (0.1).	0.10	166.50
7/26/2023	Wasson, Megan	Draft agenda for weekly K&E call (0.4).	0.40	488.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
Subtotal: 103 Meetings and/or Communications with Debtors and/or Debtors Advisors			25.00	\$32,116.00
104 Motions, Adversary Proceedings & Contested Matters				
6/21/2023	Blackmon, Michael	Review first day orders (1.5).	1.50	\$1,260.00
6/22/2023	Blackmon, Michael	Draft second day issues list (3.8).	3.80	3,192.00
6/22/2023	Blackmon, Michael	Continue drafting second day issues list (4.3).	4.30	3,612.00
6/23/2023	Rogoff, Adam	Review first day motions (1.6).	1.60	2,664.00
6/23/2023	Blackmon, Michael	Finalize drafting issues list for second day hearing (2.0); email draft of issues list to M. Wasson (0.1).	2.10	1,764.00
6/23/2023	Wasson, Megan	Begin to review/comment on second day order issues list (1.2).	1.20	1,464.00
6/24/2023	Blackmon, Michael	Review comments to second day issues list (0.1).	0.10	84.00
6/24/2023	Wasson, Megan	Finish revising second day motion issues lists (1.6) and circulate to R. Ringer (0.2).	1.80	2,196.00
6/26/2023	Rogoff, Adam	Email M. Blackmon re first day pleadings (0.1).	0.10	166.50
6/26/2023	Rogoff, Adam	Coordination email and call with M. Wasson re motion to amend wages and insurance orders (0.3).	0.30	499.50
6/26/2023	Daniels, Elan	Review professional corporation motion/order (1.1); email correspondence with M. Wasson regarding same (.1).	1.20	1,536.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
6/26/2023	Blackmon, Michael	Review data room documents (0.1); draft portion of diligence list re second days (0.9); email G. Eisenberger re diligence list (0.1); review diligence list drafted by BRG (0.1).	1.20	1,008.00
6/26/2023	Eisenberger, Gabriel	Review data room and prepare portion of diligence list re second days (2.0).	2.00	1,680.00
6/26/2023	Wasson, Megan	Review updated data room (0.3); emails with Kirkland re same (0.3); review and comment on draft BRG diligence list re second days (0.8).	1.40	1,708.00
6/26/2023	Wasson, Megan	Calls and emails with KE/KL/BRG teams re motion to amend wages and insurance order (1.0).	1.00	1,220.00
6/27/2023	Rogoff, Adam	Coordination with M. Wasson re first day pleadings and comments; review materials re same (0.5).	0.50	832.50
6/27/2023	Daniels, Elan	Call with BRG, KL teams regarding first day motions (1.0).	1.00	1,280.00
6/27/2023	Blackmon, Michael	Review second day issues lists to prepare for call (0.2); attend call with UCC professionals (M. Wasson, G. Eisenberger, E. Daniels, K. McColgan, C. Kearns, D. Galfus) (1.0).	1.20	1,008.00
6/27/2023	Eisenberger, Gabriel	Prep for (.2) and attend (1.0) call with BRG (and KL (M. Wasson, M. Blackmon, E. Daniels) re second day issues.	1.20	1,008.00
6/27/2023	Wasson, Megan	Call with KL, BRG teams re second day issues list (1.0).	1.00	1,220.00
6/27/2023	Wasson, Megan	Emails with BRG team re diligence issues for second days (0.6).	0.60	732.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
6/28/2023	Rogoff, Adam	Email M. Wasson re first day pleadings and comments; review materials re same (0.4).	0.40	666.00
6/28/2023	Eisenberger, Gabriel	Review and summarize proposed assumption motion (.5).	0.50	420.00
6/28/2023	Wasson, Megan	Finalize second day issues list and circulate internally (1.2); follow up internal emails re same (0.3).	1.50	1,830.00
6/29/2023	Rogoff, Adam	Emails with M. Wasson re first day pleadings and comments; review materials re same (0.1); call with R. Ringer re same (0.4).	0.50	832.50
6/29/2023	Ringer, Rachael	Correspondence with KL team re: second day issues, DIP comments, surcharge (.5), call with A. Rogoff re: updates (.4).	0.90	1,273.50
6/29/2023	Wasson, Megan	Revise second day issues list and circulate to Kirkland (1.0).	1.00	1,220.00
6/30/2023	Rogoff, Adam	Coordinate with M. Wasson re email on document diligence for second days (0.2).	0.20	333.00
6/30/2023	Rogoff, Adam	Emails with M. Wasson re first day pleadings and comments; review materials re same (0.3).	0.30	499.50
6/30/2023	Wasson, Megan	Draft email to K&E re discovery/diligence for second days (0.4); emails with UCC profs re data room issues (0.5).	0.90	1,098.00
6/30/2023	Wasson, Megan	Review de minimis contract assumption and OCP motions (0.4).	0.40	488.00
7/6/2023	Wasson, Megan	Begin updating second day issues list (0.4).	0.40	488.00
7/7/2023	Wasson, Megan	Emails with BRG, Kirkland re second days (0.5).	0.50	610.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/10/2023	Rogoff, Adam	Status coordination call with M. Wasson re open issues pending motions (0.3).	0.30	499.50
7/10/2023	Ringer, Rachael	Attend portion of call with BRG re: CMO and 2d days (.5).	0.50	707.50
7/10/2023	Ringer, Rachael	Review internal email re: second days (.4).	0.40	566.00
7/10/2023	Daniels, Elan	Call with BRG, KL teams regarding second day relief (1.0); email correspondence with KL team regarding same (.3).	1.30	1,664.00
7/10/2023	Wasson, Megan	Call with BRG, KL team re pending second days (1.0); call with A. Rogoff to prep for same (0.3); draft email to Kirkland re same and re OCPs (0.4).	1.70	2,074.00
7/11/2023	Rogoff, Adam	Emails with M. Wasson and Kirkland re open issues pending motions; follow up emails with M. Wasson re same (0.4).	0.40	666.00
7/11/2023	Rogoff, Adam	Further emails with M Wasson re open issues pending motions (0.4).	0.40	666.00
7/11/2023	Ringer, Rachael	Call with Debtors re second day motions (0.7), emails with KL team re: same (.1).	0.80	1,132.00
7/11/2023	Ringer, Rachael	Attend portion of call with BRG re: second days (.5).	0.50	707.50
7/11/2023	Wasson, Megan	Prep for (0.2); attend call with Kirkland on second days (0.7); confer with A. Rogoff re same (0.5); follow up internal emails re same (0.3).	1.70	2,074.00
7/12/2023	Rogoff, Adam	Emails with M. Wasson re open issues pending motions (0.2).	0.20	333.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/12/2023	Wasson, Megan	Emails with BRG re outstanding diligence re second days (0.3).	0.30	366.00
7/13/2023	Wasson, Megan	Emails with Kirkland re second days (0.5); emails with BRG re same (0.3).	0.80	976.00
7/14/2023	Wasson, Megan	Review revised CMO order, further revise same, and emails with BRG/Kirkland re same (1.0).	1.00	1,220.00
7/16/2023	Wasson, Megan	Draft talking points on second days for hearing (0.4); review revised bidding procedures and CMO (0.6).	1.00	1,220.00
7/17/2023	Wasson, Megan	Review revised CMO/bidding procedures/OCF order and email Kirkland re same (0.5).	0.50	610.00
7/19/2023	Rogoff, Adam	Review updated and blacklined pleadings filed in support of pending motions and omnibus hearing (0.6).	0.60	999.00
7/20/2023	Daniels, Elan	Email correspondence with KL team regarding litigation workstreams (.3).	0.30	384.00
7/21/2023	Wasson, Megan	Emails with Kirkland re upcoming filings and calls re same (0.3).	0.30	366.00
7/24/2023	Rogoff, Adam	Emails with M. Wasson and Kirkland re drafts of new pleadings (0.1).	0.10	166.50
7/24/2023	Wasson, Megan	Emails with Kirkland re FDM reporting (0.3).	0.30	366.00
Subtotal: 104 Motions, Adversary Proceedings & Contested Matters			50.00	\$57,656.00
105 Automatic Stay Matters				
7/25/2023	Rogoff, Adam	Review Centrex stay relief motion and email M. Wasson re same (0.3).	0.30	\$499.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
Subtotal: 105 Automatic Stay Matters			0.30	\$499.50
106 Business Operations				
6/28/2023	Rogoff, Adam	Coordination call with D. Galfus and R. Shapiro re business operations (0.4); corr. with M. Wasson re same (0.2).	0.60	\$999.00
7/24/2023	Rogoff, Adam	Emails and coordinate with R. Ringer and M. Wasson re business review materials for UCC and emails with K. McColgan re same (0.3); review same (0.6); email M. Wasson re same (0.2).	1.10	1,831.50
7/24/2023	Wasson, Megan	Review/comment on BRG business plan deck (0.6).	0.60	732.00
7/25/2023	Rogoff, Adam	Emails and call with R. Shapiro re business plan review materials for UCC (0.3).	0.30	499.50
7/25/2023	Rogoff, Adam	Emails with M. Wasson re business review materials for UCC; emails with K. McColgan and D. Galfus re same (0.4).	0.40	666.00
7/27/2023	Rogoff, Adam	Emails with R. Shapiro re business plan review materials for UCC (0.1); review same (0.8); emails with C. Kearns re same (0.1).	1.00	1,665.00
7/31/2023	Rogoff, Adam	Email R. Ringer and M. Wasson re business plan materials for UCC (0.2).	0.20	333.00
Subtotal: 106 Business Operations			4.20	\$6,726.00
107 Collateral Review				
6/23/2023	Fisher, David	Review case materials (.8); call with M. Wasson re same (.1); commence review of issues and collateral (.4); emails with E. Daniels re same (.3).	1.60	\$2,704.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
6/23/2023	Daniels, Elan	Email correspondence with D. Fisher regarding collateral review (.4).	0.40	512.00
6/23/2023	Wasson, Megan	Call with D. Fisher re case overview/collateral review (0.1).	0.10	122.00
6/26/2023	Fisher, David	Review analysis from E. Daniels (.5); call with E. Daniels re same (.3); preliminary review of Financing Agreement and related materials (1.0).	1.80	3,042.00
6/26/2023	Daniels, Elan	Call with D. Fisher regarding collateral review (.3).	0.30	384.00
6/27/2023	Fisher, David	Communications with E. Daniels re collateral review (.2); review Financing Agreement (.3); coordination of collateral review and next steps (.2).	0.70	1,183.00
6/28/2023	Fisher, David	Review documents and materials regarding collateral, outstanding debt and attendant issues (.6).	0.60	1,014.00
6/30/2023	Fisher, David	Review DIP and financing docs (1.2).	1.20	2,028.00
7/10/2023	Chong, Nicole	Review data room docs for collateral review (1.8); review DIP order (0.3).	2.10	2,562.00
7/14/2023	Fisher, David	Call with N. Chong and B. Primm re transaction/ collateral review (0.3); preliminary review prepetition security (0.5).	0.80	1,352.00
7/14/2023	Chong, Nicole	Call with D. Fisher and B. Primm re collateral review (0.3); review data room (1.2).	1.50	1,830.00
7/14/2023	Primm, Brian	Call w/ D. Fisher and N. Chong re collateral review (0.3); review data room documents re collateral review (2.1).	2.40	1,728.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/17/2023	Chong, Nicole	Review data room documents for collateral review (3.6).	3.60	4,392.00
7/18/2023	Primm, Brian	Review data room and financing docs for collateral review (1.7); prepare spreadsheet to track guarantors and grantors and required documents (1.4).	3.10	2,232.00
7/19/2023	Primm, Brian	Review of additional documents uploaded to data room (2.8).	2.80	2,016.00
7/24/2023	Fisher, David	Call with E. Daniels regarding collateral review; coordination of same.	0.60	1,014.00
7/24/2023	Daniels, Elan	Call with D. Fisher regarding next steps (.3); email correspondence with D. Fisher regarding same (.4).	0.70	896.00
7/26/2023	Rogoff, Adam	Email D. Fisher re collateral review (0.1).	0.10	166.50
7/27/2023	Fisher, David	Meet with N. Chong and B. Primm re collateral review (0.4); review E. Daniels email regarding collateral analysis (0.1).	0.50	845.00
7/27/2023	Chong, Nicole	Prep for (0.1) and meet with KL team re collateral review (0.4).	0.50	610.00
7/27/2023	Primm, Brian	Meet with KL team re plan for collateral review and summary of data room (0.4); review of data room in prep for meeting (0.8).	1.20	864.00
7/28/2023	Primm, Brian	Review of data room and compile lists for collateral review (2.0).	2.00	1,440.00
7/31/2023	Fisher, David	Communication with E. Daniels and Locke Lord regarding collateral review (.4).	0.40	676.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/31/2023	Primm, Brian	Review of security documents and data room for missing documents, potential unperfected collateral (2.0).	2.00	1,440.00
Subtotal: 107 Collateral Review			31.00	\$35,052.50
108 Cash Management and DIP Financing				
6/20/2023	Wasson, Megan	Begin drafting DIP objection (2.4).	2.40	\$2,928.00
6/20/2023	Blackmon, Michael	Research DIP Objections in Texas cases (0.4); email M. Wasson re same (0.1); further research re same (0.6).	1.10	924.00
6/21/2023	Carruzzo, Fabien	Review currency hedge related information (.2), map out potential next steps (.3), emails with E. Daniels and M. Wasson re same (.1), initiate review of pleadings relating to hedges (.3).	0.90	1,350.00
6/21/2023	Eisenberger, Gabriel	Email M. Wasson, E. Daniels and F. Carruzzo re hedging agreements (.1).	0.10	84.00
6/21/2023	Wasson, Megan	Continue researching DIP objection (1.4).	1.40	1,708.00
6/21/2023	Blackmon, Michael	Research precedent re objections to DIP financing (0.2); research DIP financing issues (1.1); prepare email to M. Wasson summarizing findings related to DIP financing (0.1).	1.40	1,176.00
6/22/2023	Carruzzo, Fabien	Prepare hedging review instructions for L. Sharkey (.5).	0.50	750.00
6/22/2023	Ringer, Rachael	Call with J. Shifer/M. Wasson re: DIP issues (.5).	0.50	707.50
6/22/2023	Wasson, Megan	Call with KL team re DIP issues (0.5); continue drafting DIP issues list (2.0).	2.50	3,050.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
6/22/2023	Shifer, Joseph	Call with M. Wasson and R. Ringer re DIP issues (.5), review motion/FDA/transcript re same (4.2).	4.70	6,016.00
6/23/2023	Carruzzo, Fabien	Review and discuss hedge related information with L. Sharkey (.6).	0.60	900.00
6/23/2023	Sharkey, Linda	Review of hedging references in court documents (1.9); prepare and finalize email summary for F. Carruzzo (0.9).	2.80	1,680.00
6/23/2023	Wasson, Megan	Finish DIP issues list (2.3).	2.30	2,806.00
6/23/2023	Shifer, Joseph	Review DIP order (.8).	0.80	1,024.00
6/26/2023	Daniels, Elan	Email correspondence with KL team regarding next steps on DIP (.8).	0.80	1,024.00
6/26/2023	Shifer, Joseph	Review DIP order (1.4).	1.40	1,792.00
6/29/2023	Shifer, Joseph	Emails with M. Wasson re DIP issues (.2).	0.20	256.00
6/30/2023	Ringer, Rachael	Review DIP issues (.4), corr with E. Daniels re: same (.4), discussion with Wasson re: same (.3), review related issues (.2).	1.30	1,839.50
6/30/2023	Daniels, Elan	Calls/emails with R. Ringer, M. Wasson regarding DIP issues (.5); email correspondence with BRG, KL team regarding DIP issues (.6); call with R. Shapiro regarding same (.3); review and compile DIP Order, DIP credit agreement (.5).	1.90	2,432.00
6/30/2023	Wasson, Megan	Emails with KL team re DIP issues (0.5); review final proposed DIP order (0.6).	1.10	1,342.00
7/1/2023	Daniels, Elan	Review DIP order (2.3).	2.30	2,944.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/2/2023	Daniels, Elan	Review DIP credit agreement (.5); prepare/revise DIP issues list, mark-up of order (1.2).	1.70	2,176.00
7/3/2023	Fisher, David	Review DIP Loan Agreement (2.6); multiple communications with E. Daniels re same (0.3); coordination of review and issues list (0.3).	3.20	5,408.00
7/3/2023	Daniels, Elan	Review DIP order precedent (1.3); prepare mark-up of DIP order (4.1) and email correspondence with KL team regarding same (1.1).	6.50	8,320.00
7/3/2023	Blackmon, Michael	Research precedent DIP language in other cases (0.2); emails with E. Daniels re DIP order (0.1); review redline of DIP Order (0.5); emails with E. Daniels re revising DIP Order (0.3); revise DIP order (1.3); correspond with E. Daniels re DIP Order (0.1); further revising DIP order (0.9); correspond with E. Daniels re revised paragraph to DIP Order (0.1); review certain defined terms in DIP order (0.3); correspond with E. Daniels re defined terms in DIP order (0.2).	4.00	3,360.00
7/4/2023	Daniels, Elan	Revise DIP issues list (.6).	0.60	768.00
7/4/2023	Kane, Wendy	Compile DIP documents and other pleadings and email M. Chass re same (0.3).	0.30	157.50
7/5/2023	Fisher, David	Review DIP Credit Agreement (.9); discussion of same with M. Chass (.3); review DIP Order (.5); communications with M. Chass and E. Daniels re same (.4).	2.10	3,549.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/5/2023	Ringer, Rachael	Call with KL team re: DIP issues and negotiations (0.8), call with Debtors re: DIP issues (.6), review/revise DIP issues list (1.4).	2.80	3,962.00
7/5/2023	Daniels, Elan	Review and revise issues list (5); email correspondence with KL team regarding same (.6); call with D. Galfus regarding same (.5); call with KL team regarding DIP issues (.8).	6.90	8,832.00
7/5/2023	Wasson, Megan	Internal call with DIP issues list (0.8); review and comment on same (0.4).	1.20	1,464.00
7/5/2023	Blackmon, Michael	Attend internal call relating to DIP (0.8); meet with E. Daniels re DIP issues list (0.2); revising issues list (1.1); research DIP orders in healthcare cases (0.2).	2.30	1,932.00
7/5/2023	Blackmon, Michael	Review documents and pleadings related to DIP order (0.2); internal emails re DIP order (0.3).	0.50	420.00
7/6/2023	Rogoff, Adam	Emails with R. Ringer and M. Wasson re issues list for DIP and review materials re same (0.4).	0.40	666.00
7/6/2023	Rogoff, Adam	Review issues list for DIP (0.3); emails with E. Daniels and E. Guffy re same (0.2).	0.50	832.50
7/6/2023	Fisher, David	Review DIP and draft issues list (1.6); comments to same to E. Daniels, R. Ringer and M. Chass and discussion regarding same (.2); review revisions to DIP Order (.5) and review internal emails regarding same (.3).	2.60	4,394.00
7/6/2023	Ringer, Rachael	Emails with KL team re: DIP issues (.9).	0.90	1,273.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/6/2023	Daniels, Elan	Review and revise issues list and email correspondence with KL BRG teams regarding same (2.9); review and revise DIP order (2.2); emails correspondence with R. Ringer regarding DIP order (.9).	6.00	7,680.00
7/6/2023	Blackmon, Michael	Draft certain paragraphs to the proposed DIP order (1.1); correspond with E. Daniels re updated language to the order (0.1).	1.20	1,008.00
7/6/2023	Blackmon, Michael	Research DIP orders in healthcare cases (1.4); correspond with A. Rogoff and E. Daniels re closing costs/DIP issues (0.2).	1.60	1,344.00
7/7/2023	Rogoff, Adam	Emails and coordination with R. Ringer and M. Wasson re issues list for DIP (0.2).	0.20	333.00
7/7/2023	Fisher, David	Review comments and mark up to DIP Order (.6); review DIP Credit Agreement and issues list and comments to same (1.9); communications with E. Daniels regarding same (.4).	2.90	4,901.00
7/7/2023	Ringer, Rachael	Coordinate re: DIP negotiations issues list (2.1), discussions with KL team re: same (.4).	2.50	3,537.50
7/7/2023	Daniels, Elan	Review and revise DIP order (1.4); email correspondence with KL team regarding same (.5); emails with D. Fisher regarding credit agreement and issues list (.4).	2.30	2,944.00
7/7/2023	Wasson, Megan	Review DIP issues list and order markup (0.8).	0.80	976.00
7/9/2023	Ringer, Rachael	Call with Kirkland re: issues list for DIP (1.0), corr. with E. Daniels re: same (.1).	1.10	1,556.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/9/2023	Daniels, Elan	Attend call with Kirkland, KL teams regarding DIP financing (1.0).	1.00	1,280.00
7/9/2023	Wasson, Megan	Call with Kirkland, KL team re DIP issues list (1.0).	1.00	1,220.00
7/9/2023	Blackmon, Michael	Attend most of call with Debtors' professionals regarding DIP financing (0.9).	0.90	756.00
7/10/2023	Rogoff, Adam	Status coordination call with R. Ringer re open issues on DIP (0.2).	0.20	333.00
7/10/2023	Fisher, David	Review revisions to DIP Order and comments regarding same (.6); review DIP Credit Agreement and markup and comments to specific provisions (2.2); communications with E. Daniels, M. Blackmon and M. Chass regarding same (1.2); review emails regarding status and comments to DIP Order (.4).	4.40	7,436.00
7/10/2023	Ringer, Rachael	Review/revise DIP issues, review precedent DIPs, negotiate DIP issues, calls with Kirkland re: same (3.3), call with A. Rogoff re: DIP issues (.2), review DIP comps (.4).	3.90	5,518.50
7/10/2023	Rogoff, Adam	Status coordination emails with R. Ringer, E. Daniels, and M. Wasson re open issues on DIP; review attachments re same (0.3).	0.30	499.50
7/10/2023	Daniels, Elan	Review and revise DIP credit agreement (1.4); review precedent DIP objections (.6); email correspondence with KL, BRG teams regarding DIP issues, comp precedent (.5); review mark-up of DIP credit agreement (.3); research regarding carveout issues (.8).	3.60	4,608.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/10/2023	Blackmon, Michael	Correspond with D. Fisher re call with Debtors' professionals re DIP Financing (0.6); research DIP orders (1.2); research re carve out language (2.1).	3.90	3,276.00
7/10/2023	Blackmon, Michael	Research and review precedent DIP financing objections in health care cases (1.0).	1.00	840.00
7/11/2023	Rogoff, Adam	Call with R. Ringer re DIP status (0.3).	0.30	499.50
7/11/2023	Fisher, David	Review revisions to DIP Order (.4); markup of DIP Credit Agreement provisions; communications with E. Daniels and M. Chass regarding same (.4); review multiple emails with KL team regarding DIP issues (.3).	1.10	1,859.00
7/11/2023	Ringer, Rachael	Call with Kirkland re: DIP negotiations (.5), review precedent DIP orders re: same (1.0); call with A. Rogoff re DIP issues (0.3).	1.80	2,547.00
7/11/2023	Chong, Nicole	Review emails re: amendment to DIP credit agreement events of default provisions (0.2); review and comment on draft events of default provisions (1.3); internal communications with D. Fisher re same (0.1); review data room (0.4).	2.00	2,440.00
7/11/2023	Daniels, Elan	Emails with M. Chass regarding DIP credit agreement (.5); revise mark-up of the same and email correspondence with KL team regarding same (.4); review case law and email correspondence with KL team regarding DIP precedent (1.2); call with Debtors, UCC advisors regarding DIP diligence issues (.5); review revised DIP order (1.6).	4.20	5,376.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/11/2023	Wasson, Megan	Call with Kirkland on DIP issues (0.5); emails with KL team re same (0.2).	0.70	854.00
7/11/2023	Blackmon, Michael	Review DIP orders in various cases searching for carve out language (2.6); review redlines to final DIP order (0.2); correspond with R. Ringer re status of DIP order research (0.2); continue to review precedent DIP orders searching for certain carve out language (0.7).	3.70	3,108.00
7/12/2023	Rogoff, Adam	Emails with R. Shapiro, D. Galfus, M. Wasson and R. Ringer re DIP status (0.4).	0.40	666.00
7/12/2023	Fisher, David	Review revised DIP Credit Agreement section on Events of Default (1.1); communications with E. Daniels, N. Chong and M. Chass regarding same (.3); review emails regarding response to issues (.3).	1.70	2,873.00
7/12/2023	Ringer, Rachael	Review/comment on DIP Order changes (1.1), call with E. Daniels re: same (.3), further emails re: same (.3), draft email to UCC profs re: updates on DIP negotiations (.5), call with Kirkland re: DIP issues (.4).	2.60	3,679.00
7/12/2023	Daniels, Elan	Review and revise DIP order (2.4); email correspondence with KL team regarding same (.9); call with R. Ringer regarding same (.3).	3.60	4,608.00
7/12/2023	Blackmon, Michael	Review BRG preliminary diligence list (0.1); research DIP orders for carve out language (0.7); correspond with R. Ringer re precedent DIP Orders (0.1).	0.90	756.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/13/2023	Rogoff, Adam	Emails with M. Wasson and R. Ringer re DIP milestones (0.4).	0.40	666.00
7/13/2023	Fisher, David	Review DIP mark up, comments, DIP Order and issues list (1.3); communications with M. Chass and E. Daniels regarding same (.4); comments regarding revised Events of Default with R. Ringer and E. Daniels (.3).	2.00	3,380.00
7/13/2023	Ringer, Rachael	Review/negotiate DIP issues (1.5), numerous emails with KL team re: changes to DIP order (.6), review/revise issues list, coordinate same (.5).	2.60	3,679.00
7/13/2023	Daniels, Elan	Review mark-up to events of default, milestones and revise issues list (.6); emails with R. Ringer regarding same (.4).	1.00	1,280.00
7/13/2023	Wasson, Megan	Calls and emails with UCC professionals re DIP issues (0.7).	0.70	854.00
7/14/2023	Fisher, David	Review Akin responses to Issues List/ review DIP provisions relating thereto (0.6); communications with M. Chass re Order, DIP (0.2).	0.80	1,352.00
7/14/2023	Ringer, Rachael	Review/negotiate DIP issues (1.3).	1.30	1,839.50
7/14/2023	Daniels, Elan	Review DIP issues list and email correspondence with KL team regarding same (.5).	0.50	640.00
7/14/2023	Blackmon, Michael	Review Akin's response to DIP issues list (0.2).	0.20	168.00
7/15/2023	Ringer, Rachael	Review/revise issues list (1.3), emails with UCC profs re: same (.6).	1.90	2,688.50
7/16/2023	Ringer, Rachael	Coordinate/negotiate DIP terms (.9) and calls with Debtors re: same (.7).	1.60	2,264.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/17/2023	Ringer, Rachael	Calls re: DIP with UCC members, discussion with UCC members re: same (1.2), negotiations with KE re: DIP order (.7).	1.90	2,688.50
7/18/2023	Rogoff, Adam	Email K. McColgan re DIP budget (0.1).	0.10	166.50
7/18/2023	Fisher, David	Review Amendment to DIP and DIP Credit Agreement (1.2); multiple emails with E. Daniels and M. Chass re same (.5); comments to Amendment (.3); review revised DIP Order (.3).	2.30	3,887.00
7/18/2023	Ringer, Rachael	Finalize DIP Order (1.8), numerous negotiations re: same with Akin, Kirkland (1.2), review/revise order re: same (1.0), numerous calls with Debtors re: same (1.0), revise talking points for hearing (.4).	5.40	7,641.00
7/18/2023	Daniels, Elan	Review and revise DIP order (3.2); emails with R. Ringer, D. Fisher and K&E regarding same (.6).	3.80	4,864.00
7/19/2023	Fisher, David	Review DIP revisions (.8); communications with KL team regarding same (.5).	1.30	2,197.00
7/21/2023	Rogoff, Adam	Emails with M. Wasson re cash management and email A. Salmen re same (0.1).	0.10	166.50
7/24/2023	Fisher, David	Review DIP Order.	0.60	1,014.00
7/24/2023	Rogoff, Adam	Emails with M. Wasson and A. Salmen re intercompany payment (0.1).	0.10	166.50
7/25/2023	Fisher, David	Communications with E. Daniels regarding DIP Order and related issues (0.5); review same (0.7).	1.20	2,028.00
Subtotal: 108 Cash Management and DIP Financing			159.10	\$207,190.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
109 Creditor Communications				
6/30/2023	Rogoff, Adam	Call creditor re case status (0.4).	0.40	\$666.00
Subtotal: 109 Creditor Communications			0.40	\$666.00
110 Bar Date, Claims Administration and Objections				
7/20/2023	Rogoff, Adam	Emails and coordination with M. Wasson re bar date motion (0.1).	0.10	\$166.50
7/20/2023	Rogoff, Adam	Emails with R. Ringer and M. Wasson re bar date and schedules; review email from Kirkland re same (0.2).	0.20	333.00
7/20/2023	Wasson, Megan	Review draft bar date motion (0.3).	0.30	366.00
7/26/2023	Wasson, Megan	Review filed bar date motion (0.5).	0.50	610.00
Subtotal: 110 Bar Date, Claims Administration and Objections			1.10	\$1,475.50
111 Use, Sale, and Disposition of Property				
6/23/2023	Rogoff, Adam	Emails with M. Wasson re bidding procedures motion (0.1).	0.10	\$166.50
6/23/2023	Blackmon, Michael	Review various first day motions regarding wind down of US Business (0.6).	0.60	504.00
6/23/2023	Blackmon, Michael	Review drafts of bid procedures, bid procedures motion and bid procedures order (1.2).	1.20	1,008.00
6/24/2023	Blackmon, Michael	Review precedent bid procedures in other cases (0.6); review and comment on draft bid procedures and draft bid procedures order (2.1).	2.70	2,268.00
6/25/2023	Wasson, Megan	Review bidding procedures motion (0.8); begin drafting issues list re same (0.5).	1.30	1,586.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
6/25/2023	Blackmon, Michael	Continue reviewing draft of bidding procedures, bidding procedures order and bidding procedures motion (1.1); draft issues list regarding proposed bidding procedures and order (0.9); correspond with M. Wasson re bidding procedures issues list (0.2).	2.20	1,848.00
6/25/2023	Blackmon, Michael	Review first day pleadings regarding wind down procedures of US business post sale (1.1).	1.10	924.00
6/26/2023	Rogoff, Adam	Coordinate with M. Wasson re bidding procedures; email D. Galfus re same (0.2).	0.20	333.00
6/26/2023	Blackmon, Michael	Review first day transcript regarding wind-down of care centers (0.7); draft email summarizing any reference to wind-down of care centers in first day pleadings and transcript (0.7).	1.40	1,176.00
6/26/2023	Blackmon, Michael	Review bid procedures issues list to prepare for call (0.2); attend call with M. Wasson, D. Galfus and K. McColgan re bid procedures (0.7).	0.90	756.00
6/26/2023	Wasson, Megan	Finish drafting sale issues list and circulate internally (2.0); call with BRG, M. Blackmon re same (0.7); review and revise issues list per A. Rogoff comments (0.3).	3.00	3,660.00
6/27/2023	Rogoff, Adam	Calls and emails with M. Wasson re bidding procedures (0.2); call with M. Wasson, M. Blackmon and D. Galfus re same (1.2); review and revise issues list (0.7).	2.10	3,496.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
6/27/2023	Wasson, Megan	Call with KL, BRG teams re bidding procedures issues list (1.0); further revise bidding procedures issues list (2.0); calls and emails re same with A. Rogoff (0.2).	3.20	3,904.00
6/27/2023	Blackmon, Michael	Review bidding procedures issues list to prepare for call (0.4); attend call with UCC professionals (A. Rogoff, R. Shapiro, M. Wasson, D. Galfus, K. McColgan) (1.0).	1.40	1,176.00
6/28/2023	Rogoff, Adam	Emails with M. Wasson re bidding procedures; emails with E. Guffy re same (0.4).	0.40	666.00
6/28/2023	Wasson, Megan	Emails with Locke Lord re bidding procedures issues list; emails with A. Rogoff re same (0.4).	0.40	488.00
6/30/2023	Eisenberger, Gabriel	Review bidding procedures motions for changes based on committee comments (1.1), draft remaining issues list (1.0).	2.10	1,764.00
6/30/2023	Wasson, Megan	Review revised bidding procedures (1.0).	1.00	1,220.00
7/5/2023	Rogoff, Adam	Review D. Galfus emails re sale status (0.2).	0.20	333.00
7/6/2023	Wasson, Megan	Begin updating sale issues list (0.3).	0.30	366.00
7/6/2023	Blackmon, Michael	Review filed bidding procedures motion and update issues list (3.1); correspond with M. Wasson re updated bidding procedures issues list (0.2).	3.30	2,772.00
7/7/2023	Rogoff, Adam	Review updated issues list on bidding procedures; emails and calls with M. Wasson re same (0.4).	0.40	666.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/7/2023	Rogoff, Adam	Review issues list on bidding procedures; emails with M. Wasson re same (0.5).	0.50	832.50
7/7/2023	Wasson, Megan	Review and revise bidding procedures issues list (1.6); calls and emails with A. Rogoff re same (0.2).	1.80	2,196.00
7/10/2023	Rogoff, Adam	Review updated issues list on bidding procedures; coordinate with M. Wasson re same (0.3).	0.30	499.50
7/10/2023	Wasson, Megan	Review revised de minimis sale order (0.2).	0.20	244.00
7/12/2023	Rogoff, Adam	Email M. Wasson re bidding procedures (0.1).	0.10	166.50
7/13/2023	Rogoff, Adam	Emails with R. Ringer and M. Wasson re bidding procedures and milestones (0.3).	0.30	499.50
7/13/2023	Rogoff, Adam	Emails M. Wasson and R. Ringer re bidding procedures (0.4).	0.40	666.00
7/13/2023	Rogoff, Adam	Email M. Wasson and R. Ringer re sale of certain other assets (0.1); participate in call with J. Walters, D. Young, D. Galfus, R. Shapiro, and M. Wasson re possible sales (0.6); review materials re same (0.2).	0.90	1,498.50
7/13/2023	Eisenberger, Gabriel	Prep for (0.1), attend call with Debtors (C Terry, L Blum, J. Fidell) re bid procedures (0.4).	0.50	420.00
7/13/2023	Blackmon, Michael	Prep for (0.1), attend call with Debtors' counsel regarding bidding procedures (0.4).	0.50	420.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/13/2023	Wasson, Megan	Call with Debtors re sale process (0.6); call with Kirkland re bid procedures (0.4); review issues list of bidding procedures (0.4); emails with A. Rogoff re same (0.2).	1.60	1,952.00
7/14/2023	Rogoff, Adam	Emails with M. Wasson re bidding procedures and open issues (0.3).	0.30	499.50
7/14/2023	Rogoff, Adam	Emails, calls and coordination with R. Shapiro, D. Galfus, M. Wasson and R. Ringer re bidding procedures (0.5).	0.50	832.50
7/14/2023	Wasson, Megan	Draft email to Kirkland re bidding procedures issues (0.4) and discuss same internally (0.2).	0.60	732.00
7/16/2023	Rogoff, Adam	Emails with M. Wasson re bidding procedures and review revised procedures (0.3).	0.30	499.50
7/17/2023	Rogoff, Adam	Coordinate with M. Wasson re bidding procedures; emails with Kirkland attorney re same (0.2).	0.20	333.00
7/19/2023	Rogoff, Adam	Email M. Wasson re marketing process (0.1).	0.10	166.50
7/19/2023	Rogoff, Adam	Emails with D. Galfus, R. Shapiro and M. Wasson re marketing status and IOIs (0.4).	0.40	666.00
7/20/2023	Rogoff, Adam	Emails, call and coordination with D. Galfus, R. Shapiro re sale status (0.5).	0.50	832.50
7/20/2023	Rogoff, Adam	Emails and coordination D. Galfus, R. Shapiro re marketing status and IOIs (0.3).	0.30	499.50
7/20/2023	Rogoff, Adam	Emails with R. Ringer and M. Wasson re marketing process (0.3).	0.30	499.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/20/2023	Rogoff, Adam	Review materials re sale process; coordinate with M. Wasson re same (0.5).	0.50	832.50
7/20/2023	Rogoff, Adam	Emails with E. Daniels, R. Ringer and M. Wasson re sale process (0.4).	0.40	666.00
7/20/2023	Wasson, Megan	Call with L. Blum re sale issues (0.3)	0.30	366.00
7/21/2023	Rogoff, Adam	Emails with M. Wasson re call with prospective bidder; participate in call with prospective bidder (0.5).	0.50	832.50
7/21/2023	Rogoff, Adam	Emails and call with Z. Jacobs re sale process (0.3).	0.30	499.50
7/22/2023	Rogoff, Adam	Emails with D. Galfus re sale process; review debtor materials re same (0.5).	0.50	832.50
7/25/2023	Rogoff, Adam	Email M. Wasson re asset sale coordination (0.1).	0.10	166.50
7/25/2023	Rogoff, Adam	Review analysis and materials re asset sale status (0.4).	0.40	666.00
7/26/2023	Rogoff, Adam	Emails with Z. Jacobs re sale process and status (0.3).	0.30	499.50
7/27/2023	Rogoff, Adam	Coordination and emails with M. Wasson and R. Ringer re sale process (0.2).	0.20	333.00
7/27/2023	Rogoff, Adam	Email M. Wasson and K. McClogan re sale process (0.2).	0.20	333.00
7/27/2023	Rogoff, Adam	Call with D. Young, C. Gill, J. Walters, D. Galfus, R. Shapiro and M. Wasson re non-core asset sale process (0.4); follow up call and emails with D. Galfus (0.3).	0.70	1,165.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/27/2023	Jacobs, Zachary	Review background materials for sale and related correspondence (1.8); emails and call w/ A. Rogoff re same (0.4).	2.20	2,970.00
7/27/2023	Wasson, Megan	Call with PJT/Kirkland re sale issues (0.4).	0.40	488.00
7/28/2023	Rogoff, Adam	Participate in call re de minimis sales with S. Marzouk, J. Seal, B. Fox, J. Fedell, L. Blum, M. Wasson, D. Galfus, R. Shapiro, K. McColgan and J Walters (0.5).	0.50	832.50
7/28/2023	Wasson, Megan	Call with Kirkland/PJT re de minimis asset sales (0.5).	0.50	610.00
7/28/2023	Blackmon, Michael	Attend call with Debtor's counsel and KL team re de minimus asset sales (0.5).	0.50	420.00
7/31/2023	Rogoff, Adam	Call with D. Galfus, J. Sherman, R. Shapiro, Z. Jacobs and M. Wasson re coordination on sale process (0.5).	0.50	832.50
7/31/2023	Jacobs, Zachary	Prepare for (1.2) and participate in call re status and updates (0.5).	1.70	2,295.00
7/31/2023	Wasson, Megan	Call with KL, BRG teams re sale issues (0.5).	0.50	610.00
Subtotal: 111 Use, Sale, and Disposition of Property			51.30	\$62,286.50
112 Corporate, Governance & Securities Matters				
6/27/2023	Carruzzo, Fabien	Review hedge related material (.3).	0.30	\$450.00
Subtotal: 112 Corporate, Governance & Securities Matters			0.30	\$450.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
113 Employee and Physician Matters				
6/21/2023	Rogoff, Adam	Emails with M. Blackmon re wage motion; review materials re same (0.2).	0.20	\$333.00
6/21/2023	Blackmon, Michael	Review wages motion (0.9); summarize same (0.6); correspond with A. Rogoff regarding PTO (0.2).	1.70	1,428.00
6/21/2023	Wasson, Megan	Research issues re wages motion (0.5).	0.50	610.00
7/12/2023	Rogoff, Adam	Emails with M. Wasson and D. Galfus re open issues pending wages motions (0.2).	0.20	333.00
7/12/2023	Wasson, Megan	Prep for (0.3) and attend call with Kirkland re wages (0.7); emails with BRG re same (0.5).	1.50	1,830.00
7/20/2023	Rogoff, Adam	Emails with M. Wasson re payment to physicians under wage order (0.1).	0.10	166.50
7/21/2023	Rogoff, Adam	Review Debtor materials on KEIP/KERP (0.4).	0.40	666.00
7/21/2023	Rogoff, Adam	Email M. Wasson re Debtor materials on KEIP/KERP and coordination with K&E and UCC re same (0.3).	0.30	499.50
7/21/2023	Rogoff, Adam	Emails with M. Wasson and D. Galfus re KEIP/KERP (0.2).	0.20	333.00
7/21/2023	Wasson, Megan	Review KEIP/KERP deck (0.9).	0.90	1,098.00
7/22/2023	Rogoff, Adam	Emails with M. Wasson and D. Galfus re KEIP/KERP (0.2).	0.20	333.00
7/23/2023	Rogoff, Adam	Review materials and emails on KEIP (0.2).	0.20	333.00
7/24/2023	Rogoff, Adam	Emails with M. Wasson employee issues and sale transactions (0.2).	0.20	333.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/24/2023	Rogoff, Adam	Review email from L. Blum and attachments re materials on KEIP (0.2).	0.20	333.00
7/24/2023	Ringer, Rachael	Prep for (0.1), and attend call with Debtors re: KEIP/KERP (.5).	0.60	849.00
7/24/2023	Rogoff, Adam	Emails with M. Wasson and D. Galfus re KEIP/KERP (0.5).	0.50	832.50
7/24/2023	Blackmon, Michael	Prep for (0.1), attend call with debtors re KEIP/KERP (.5).	0.60	504.00
7/24/2023	Wasson, Megan	Call with Kirkland re KEIP/KERP (0.5)	0.50	610.00
7/24/2023	Wasson, Megan	Review Kirkland/A&M KEIP deck (0.5).	0.50	610.00
7/26/2023	Rogoff, Adam	Review materials from Debtors on KEIP program (0.2).	0.20	333.00
7/26/2023	Wasson, Megan	Review draft KEIP motion and supporting docs (0.6).	0.60	732.00
7/27/2023	Wasson, Megan	Continuing reviewing KEIP/KERP materials and drafting issues list re same (1.9).	1.90	2,318.00
7/28/2023	Rogoff, Adam	Review update on KEIP/KERP status (0.1).	0.10	166.50
7/31/2023	Wasson, Megan	Call with Kirkland re revised KEIP (0.3) and review revised KEIP motion (0.3).	0.60	732.00
Subtotal: 113 Employee and Physician Matters			12.90	\$16,316.00
114 Executory Contracts and Unexpired Leases				
7/21/2023	Wasson, Megan	Review rejection notices (0.3).	0.30	\$366.00
7/31/2023	Rogoff, Adam	Review contract assignment notice and email M. Wasson re same (0.1).	0.10	166.50
Subtotal: 114 Executory Contracts and Unexpired Leases			0.40	\$532.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
115 SOFAs and Schedules				
7/20/2023	Wasson, Megan	Review draft SOFA/SOAL extension motion (0.2).	0.20	\$244.00
7/24/2023	Rogoff, Adam	Email M. Wasson and Kirkland re schedules (0.1).	0.10	166.50
7/24/2023	Rogoff, Adam	Email R. Ringer and M. Wasson re schedules motion (0.1).	0.10	166.50
7/24/2023	Wasson, Megan	Emails with Kirkland re SOFA/SOAL motion (0.2).	0.20	244.00
Subtotal: 115 SOFAs and Schedules			0.60	\$821.00
116 Hearings				
6/27/2023	Rogoff, Adam	Email R. Ringer re hearing presentation (0.2).	0.20	\$333.00
6/27/2023	Ringer, Rachael	Draft talking points for hearing (.4), emails with M. Wasson and A. Rogoff re: same (.2), call with Kirkland re: hearing cancellation (.2).	0.80	1,132.00
6/27/2023	Eisenberger, Gabriel	Prepare for hearing on amendments to insurance and wages orders (.2).	0.20	168.00
7/17/2023	Rogoff, Adam	Email M. Wasson and E. Guffy re hearing coordination (0.1).	0.10	166.50
7/18/2023	Rogoff, Adam	Email M. Wasson re hearing coordination (0.1).	0.10	166.50
7/18/2023	Wasson, Megan	Revise talking points for hearing (0.6).	0.60	732.00
7/19/2023	Rogoff, Adam	Prepare for second day hearing (0.4); coordinate with R. Ringer re same (0.3).	0.70	1,165.50
7/19/2023	Rogoff, Adam	Prepare for (0.1) and participate in second day hearing (0.8).	0.90	1,498.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/19/2023	Rogoff, Adam	Emails and coordination with R. Ringer re second day hearing (0.3).	0.30	499.50
7/19/2023	Rogoff, Adam	Review hearing agenda (0.1).	0.10	166.50
7/19/2023	Ringer, Rachael	Prep for hearing (.5), revise talking points (.4), pre-hearing discussions (.3), attend hearing (.8).	2.00	2,830.00
7/19/2023	Eisenberger, Gabriel	Attend Final DIP Hearing (.8).	0.80	672.00
7/19/2023	Wasson, Megan	Prep for (0.6) and attend second day hearing (0.8).	1.40	1,708.00
7/19/2023	Blackmon, Michael	Attend second day hearing (0.8).	0.80	672.00
Subtotal: 116 Hearings			9.00	\$11,910.00
117 Insurance and Surety Matters				
7/24/2023	Rogoff, Adam	Email R. Ringer and M. Wasson re insurance coverage (0.1).	0.10	\$166.50
Subtotal: 117 Insurance and Surety Matters			0.10	\$166.50
119 UCC Retention and Fee Matters				
6/20/2023	Rogoff, Adam	Coordination calls and emails with R. Ringer and M. Wasson re financial advisor interviews (0.9); emails (0.6) and calls potential candidate firms re same and interview process (0.8); review materials for pitches (0.5).	2.80	\$4,662.00
6/21/2023	Wasson, Megan	Calls with potential local counsel (1.0).	1.00	1,220.00
6/22/2023	Rogoff, Adam	Email S. Bryant re retention (0.1).	0.10	166.50
6/22/2023	Rogoff, Adam	Follow up calls and coordination with R. Ringer re financial advisors (0.4).	0.40	666.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
6/22/2023	Kane, Wendy	Draft KL retention application (3.4); emails w/ A. Toder re same (0.1); emails w/ M. Skalias re potential interested parties lists (0.2); create Word version of list of parties received from Debtors (0.3).	4.00	2,100.00
6/23/2023	Rogoff, Adam	Status call and emails with S. Bryant re Locke Lord retention (0.2).	0.20	333.00
6/23/2023	Kane, Wendy	Revise KL retention application (0.3); begin review of reports of potential parties in interest (0.8).	1.10	577.50
6/23/2023	Blackmon, Michael	Email W. Kane regarding retention application (0.1); review and revise retention application (1.3); email W. Kane re same (0.1).	1.50	1,260.00
6/24/2023	Kane, Wendy	Review reports of potential parties in interest (2.3) and prepare spreadsheet re same (2.5).	4.80	2,520.00
6/25/2023	Kane, Wendy	Review reports of potential parties in interest (2.2) and prepare spreadsheet re same (3.4).	5.60	2,940.00
6/27/2023	Kane, Wendy	Review spreadsheet and list of potential parties in interest (0.7); insert category headings for each party type (0.5); research re entity affiliates and relationships for potential disclosures (2.8).	4.00	2,100.00
6/27/2023	Blackmon, Michael	Review potential disclosure chart prepared by W. Kane (0.1).	0.10	84.00
6/28/2023	Kane, Wendy	Emails w/ KL team re spreadsheet of potential parties in interest (0.1).	0.10	52.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
6/29/2023	Kane, Wendy	Prepare partner email re potential disclosures (0.4) and send same (0.2); reply and follow up to responses (1.1); research re same (0.4); update spreadsheet (1.6).	3.70	1,942.50
6/29/2023	Eisenberger, Gabriel	Email W. Kane re retention app (.1).	0.10	84.00
6/30/2023	Kane, Wendy	Review and respond to partner emails (0.7) and update spreadsheet re potential disclosures (0.6).	1.30	682.50
7/4/2023	Kane, Wendy	Review new and redacted schedules of potential interested parties received from Debtors (0.2); prepare redline of same and review revisions (0.2); email M. Wasson re same (0.2).	0.60	315.00
7/5/2023	Kane, Wendy	Email M. Wasson and J. Hagen re list of additional potential parties in interest (0.2); review reports re same and prepare spreadsheet (2.4); review prior partner emails and prepare list of responses still needed (0.3); update retention application to include revised schedule (0.3).	3.20	1,680.00
7/6/2023	Kane, Wendy	Send follow up emails to partners re potential disclosures (1.1); review spreadsheet (0.3); prepare emails to partners re new names searched and potential parties in interest (2.1); prepare emails to partners re same (0.5); review responses and update spreadsheet re same (0.4).	4.40	2,310.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/7/2023	Kane, Wendy	Respond to partner emails (0.3); update spreadsheet (0.4); work on retention application (1.2); research re potential parties in interest (1.0); prepare list of disclosures (0.4).	3.30	1,732.50
7/7/2023	Eisenberger, Gabriel	Emails to KL team re retention disclosure (.4).	0.30	252.00
7/8/2023	Kane, Wendy	Review partner responses, firm revenue, and group representations (1.3); prepare disclosure schedule for retention application (5.4); research re same (0.7).	7.40	3,885.00
7/9/2023	Wasson, Megan	Review and comment on draft KL retention application (2.0).	2.00	2,440.00
7/10/2023	Rogoff, Adam	Emails with M. Wasson re KL retention (0.1).	0.10	166.50
7/10/2023	Kane, Wendy	Follow up emails w/ J. Hagen and A. Toder re retention disclosures (0.2); email M. Wasson re same (0.1); further research re potential disclosures (0.8).	1.10	577.50
7/11/2023	Rogoff, Adam	Emails with M. Wasson re KL retention (0.1).	0.10	166.50
7/11/2023	Kane, Wendy	Further revise retention application disclosure schedule (0.7); email M. Wasson re same (0.1).	0.80	420.00
7/11/2023	Wasson, Megan	Emails with KL team re retention application (0.3).	0.30	366.00
7/12/2023	Kane, Wendy	Revise retention application (0.2).	0.20	105.00
7/12/2023	Wasson, Megan	Review revisions to retention application (0.4).	0.40	488.00
7/13/2023	Wasson, Megan	Review KL retention application and circulate to R. Ringer (1.4).	1.40	1,708.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/18/2023	Kane, Wendy	Prepare redacted version of KL retention application; email M. Wasson re same (0.4).	0.40	210.00
7/20/2023	Rogoff, Adam	Emails with R. Ringer and M. Wasson re retention application and revise same (0.3).	0.30	499.50
7/20/2023	Ringer, Rachael	Review retention application (1.3), emails with M. Wasson re: same (.3).	1.60	2,264.00
7/20/2023	Wasson, Megan	Review and finalize KL retention app for filing (1.8); review Locke Lord retention application (0.4).	2.20	2,684.00
7/21/2023	Wasson, Megan	Review revised Locke Lorde and BRG retention applications (0.7).	0.70	854.00
Subtotal: 119 UCC Retention and Fee Matters			61.60	\$44,514.00
120 Debtor Retention and Fee Matters				
6/26/2023	Eisenberger, Gabriel	Review OCP motion (1.1), draft committee comments to same (.6), email M. Wasson re same (.2).	1.90	\$1,596.00
7/1/2023	Wasson, Megan	Emails with KL team, BRG re OCP motion issues (0.6).	0.60	732.00
7/5/2023	Eisenberger, Gabriel	Mark up OCP order and circulate to M. Wasson (1.6).	1.60	1,344.00
7/6/2023	Eisenberger, Gabriel	Markup interim comp order w/ KI comments (1.4).	1.40	1,176.00
7/7/2023	Blackmon, Michael	Review documents related to independent directors and their counsel (0.8); correspond with A. Rogoff and R. Ringer re independent directors (0.2).	1.00	840.00
7/12/2023	Wasson, Megan	Emails with Kirkland re OCP and internal emails re same (0.6).	0.60	732.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/13/2023	Blackmon, Michael	Review OCP Motion (0.2); research OCP orders in Southern District of Texas (0.7); correspond with M. Wasson re same (0.4).	1.30	1,092.00
7/14/2023	Wasson, Megan	Review revised OCP order and email Kirkland re same (0.2);	0.20	244.00
7/20/2023	Rogoff, Adam	Emails and attend portion of call with D. Galfus, R. Shapiro, R. Ringer and M. Wasson re PJT retention (0.5).	0.50	832.50
7/20/2023	Ringer, Rachael	Call with BRG re: PJT retention (1.0).	1.00	1,415.00
7/20/2023	Wasson, Megan	Call with KL/BRG teams re PJT retention app (1.0).	1.00	1,220.00
7/21/2023	Rogoff, Adam	Coordinate with R. Ringer re PJT retention (0.1).	0.10	166.50
7/21/2023	Ringer, Rachael	Call with PJT re; retention application (.4), call/coordinate with BRG and KL team re: same (.3).	0.70	990.50
7/21/2023	Wasson, Megan	Call with Akin re PJT, case issues (0.5).	0.50	610.00
7/26/2023	Ringer, Rachael	Call with PJT re: PJT fees, coordinate with BRG re: same (.9).	0.90	1,273.50
7/27/2023	Wasson, Megan	Review PJT fee materials (0.4).	0.40	488.00
7/28/2023	Rogoff, Adam	Review update on PJT retention (0.1).	0.10	166.50
7/28/2023	Ringer, Rachael	Discussion w/ PJT re retention application, follow-up with D. Galfus re: same (.4).	0.40	566.00
Subtotal: 120 Debtor Retention and Fee Matters			14.20	\$15,484.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
121 Tax Matters				
7/4/2023	Herzog, Barry	Review NOL motion and order (0.8); emails with KL team re same (0.2).	1.00	\$1,630.00
7/12/2023	Rogoff, Adam	Emails with M. Wasson and B. Herzog re tax issues and NOLs (0.2).	0.20	333.00
7/12/2023	Herzog, Barry	Emails with A. Rogoff re: first day taxes motion (0.2); review same (0.6).	0.80	1,304.00
Subtotal: 121 Tax Matters			2.00	\$3,267.00
122 Non-Working Travel				
7/19/2023	Ringer, Rachael	Travel to/from DIP hearing (8.0).	8.00	\$11,320.00
7/19/2023	Wasson, Megan	Travel to Houston for hearing (4.5); travel from Houston to LGA from hearing (4.5).	9.00	10,980.00
Subtotal: 122 Non-Working Travel			17.00	\$22,300.00
124 Vendor and Supplier Matters				
7/5/2023	Ringer, Rachael	Call with Debtors re: vendor issues and DIP (.6).	0.60	\$849.00
7/5/2023	Rogoff, Adam	Call with D. Galfus re vendor payments; email R. Ringer and M. Wasson re same (0.3).	0.30	499.50
7/5/2023	Rogoff, Adam	Participate in call with D. Galfus, M. Wasson, J. Fedell, D. McLaughlin, R. Wu and R. Ringer re vendor status (0.6).	0.60	999.00
7/5/2023	Eisenberger, Gabriel	Attend debtors' vendor process call (.6).	0.60	504.00
7/5/2023	Wasson, Megan	Call with Debtors re vendor relief (0.6).	0.60	732.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/6/2023	Eisenberger, Gabriel	Research re critical vendor issues (6.3).	6.30	5,292.00
7/7/2023	Eisenberger, Gabriel	Research re critical vendors (2.7); send same to M. Wasson (.2).	2.90	2,436.00
7/10/2023	Rogoff, Adam	Review G. Eisenberger email on vendor payment matters (0.3).	0.30	499.50
7/10/2023	Eisenberger, Gabriel	Further research re critical vendor issues (3.8).	3.80	3,192.00
7/11/2023	Rogoff, Adam	Email R. Ringer re vendor issues (0.1).	0.10	166.50
7/11/2023	Rogoff, Adam	Review G. Eisenberger email on vendor payment matters and attachments; discuss same with G. Eisenberger (0.5).	0.50	832.50
7/13/2023	Rogoff, Adam	Email M. Wasson and R. Ringer re critical vendors (0.2).	0.20	333.00
7/14/2023	Rogoff, Adam	Email M. Wasson and R. Ringer re critical vendors (0.1).	0.10	166.50
Subtotal: 124 Vendor and Supplier Matters			16.90	\$16,501.50
129 Committee Investigation and Due Diligence				
6/23/2023	Eisenberger, Gabriel	Reply to E. Daniels email re investigation related agreements (.1); research re potential claims issues (.7); email same to A. Rogoff (0.2).	1.00	\$840.00
6/26/2023	Rogoff, Adam	Emails with E. Daniels and M. Wasson re investigation and information requests (0.3).	0.30	499.50
7/7/2023	Lavinbuk, Ariel	Corr. with E. Daniels re document requests from Debtors (0.7).	0.70	1,011.50
7/7/2023	Lavinbuk, Ariel	Emails with M. Blackmon re letter to Debtors (0.3).	0.30	433.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/7/2023	Blackmon, Michael	Emails with Debtors' counsel re data room access (0.4); outline letter brief (0.9); work on drafting letter brief (0.5); correspond with A. Lavinbuk re draft letter brief (0.2).	2.00	1,680.00
7/7/2023	Daniels, Elan	Email correspondence with KL team regarding litigation issues (.3).	0.30	384.00
7/10/2023	Rogoff, Adam	Email A. Lavinbuk and R. Ringer re diligence requests (0.1).	0.10	166.50
7/10/2023	Lavinbuk, Ariel	Review and revise letter to Debtors re failure to produce documents re investigation (1.1); emails with M. Blackmon and larger KL team re same (0.3).	1.40	2,023.00
7/10/2023	Blackmon, Michael	Correspond with A. Lavinbuk re letter brief (0.1); revise letter brief (0.4).	0.50	420.00
7/12/2023	Rogoff, Adam	Email M. Wasson and E. Daniels re potential investigations (0.2).	0.20	333.00
7/12/2023	Lavinbuk, Ariel	Review diligence tracker update (.2).	0.20	289.00
7/14/2023	Lavinbuk, Ariel	Emails with Kobre & Kim to discuss potential investigations and emails with KL team re same (0.2).	0.20	289.00
7/20/2023	Rogoff, Adam	Emails and coordination with E. Daniels, R. Ringer and M. Wasson re investigation process (0.3).	0.30	499.50
7/20/2023	Ringer, Rachael	Emails with KL team re: investigation updates (.6) coordination with M. Wasson and E. Daniels re: same (.4).	1.00	1,415.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/21/2023	Rogoff, Adam	Emails and calls with A. Lavinbuk, E. Daniels, M. Wasson and M. Sanfilippo re coordination with independent director (0.1).	0.10	166.50
7/21/2023	Ringer, Rachael	Call with Akin re: investigation topics (.6).	0.60	849.00
7/21/2023	Lavinbuk, Ariel	Emails with Kobre & Kim re call to meet and discuss investigations; emails with A. Rogoff re same (0.2).	0.20	289.00
7/21/2023	Daniels, Elan	Emails with R. Ringer regarding next steps on discovery (.3); call with Akin, R. Ringer regarding litigation issues (.6).	0.90	1,152.00
7/21/2023	Eisenberger, Gabriel	Draft informal discovery letter (.9); emails w/ E. Daniels re same (0.3); revise same (1.6).	2.80	2,352.00
7/24/2023	Rogoff, Adam	Review email from M. Sanfilippo re coordination call (0.1).	0.10	166.50
7/24/2023	Eisenberger, Gabriel	Revise informal discovery letter (1.1).	1.10	924.00
7/24/2023	Daniels, Elan	Review and revise letter regarding discovery (.7) and email correspondence with G. Eisenberger regarding same (.2); review data room summaries (.9) and email correspondence with KL team regarding insurance, other diligence workstreams (.3).	2.10	2,688.00
7/25/2023	Rogoff, Adam	Emails with S. Reisman re investigation coordination (0.1).	0.10	166.50
7/25/2023	Lavinbuk, Ariel	Emails with KL team re call with Kobre & Kim (.1).	0.10	144.50
7/25/2023	Daniels, Elan	Review and revise discovery letter (.4); review insurance materials from data room (.4).	0.80	1,024.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/25/2023	Eisenberger, Gabriel	Revise letter request for production (.9).	0.90	756.00
7/26/2023	Rogoff, Adam	Emails with M. Wasson for call with Kobre & Kim on investigation topics (0.1).	0.10	166.50
7/27/2023	Rogoff, Adam	Participate in portion of call with D. Saval, M. Sanfillippo, R. Ringer and E. Daniels re investigation coordination (0.4).	0.40	666.00
7/27/2023	Rogoff, Adam	Call with D. Galfus re investigation status; emails with E. Daniels re same (0.3).	0.30	499.50
7/27/2023	Ringer, Rachael	Call with Kobre & Kim re: investigation topics (0.7), follow-up with KL team re: same (.1), review/revise document request update (1.6), emails with E. Daniels re: same (.3).	2.70	3,820.50
7/27/2023	Lavinbuk, Ariel	Attend majority of call with Kobre & Kim re investigation (0.6).	0.60	867.00
7/27/2023	Daniels, Elan	Call with D. Galfus regarding litigation workstreams (.7) prepare for (.2) and attend call with Kobre Kim, KL teams regarding investigation (.7); review data room documents (.3); revise discovery letter (1.1).	3.00	3,840.00
7/27/2023	Eisenberger, Gabriel	Revise informal discovery request letter (1.7).	1.70	1,428.00
7/27/2023	Wasson, Megan	Call with Kobre & Kim re case issues (0.7).	0.70	854.00
7/28/2023	Rogoff, Adam	Review and comment on revised discovery letter (0.6); emails with E. Daniels and G. Eisenberger re same (0.3).	0.90	1,498.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/28/2023	Rogoff, Adam	Prep for (0.1), participate in call with S. Reisman, G. Thompson, C. Giglio, M. Roitman, E. Daniels and M. Wasson re investigation process (0.8).	0.90	1,498.50
7/28/2023	Ringer, Rachael	Attend portion of call with Katten re: investigation (.3).	0.30	424.50
7/28/2023	Daniels, Elan	Review and revise discovery requests (1.1); emails with KL team re same (0.6); prep for (0.2) and attend call with Katten re investigation (0.8); further refine discovery requests (1.3).	4.00	5,120.00
7/28/2023	Eisenberger, Gabriel	Revise informal discovery request letter (1.1); send same to UCC for comment (.2).	1.30	1,092.00
7/28/2023	Wasson, Megan	Call with Katten re investigation and case issues (0.8).	0.80	976.00
Subtotal: 129 Committee Investigation and Due Diligence			36.00	\$43,712.50
131 Patient Care/PCO				
7/7/2023	Rogoff, Adam	Email M. Wasson re appointment of PCO (0.1).	0.10	\$166.50
7/10/2023	Rogoff, Adam	Email M. Wasson re PCO (0.1).	0.10	166.50
7/25/2023	Rogoff, Adam	Review PCO motion re PHI and patient care information (0.2).	0.20	333.00
7/26/2023	Rogoff, Adam	Review PCO motion (0.1).	0.10	166.50
Subtotal: 131 Patient Care/PCO			0.50	\$832.50
TOTAL			684.40	\$807,332.00

EXHIBIT B
SECOND MONTHLY FEE STATEMENT

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

In re:	)	
	)	Chapter 11
GENESIS CARE PTY LIMITED, <i>et al.</i> , ¹	)	
	)	Case No. 23-90614 (DRJ)
Debtors.	)	
	)	(Jointly Administered)
	)	

**SECOND MONTHLY FEE STATEMENT OF KRAMER LEVIN NAFTALIS &
FRANKEL LLP AS CO-COUNSEL TO THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS, FOR SERVICES RENDERED AND REIMBURSEMENT
OF EXPENSES INCURRED FROM AUGUST 1, 2023 THROUGH AUGUST 31, 2023**

Name of Applicant:	Kramer Levin Naftalis & Frankel LLP	
Applicant’s Role in Case:	Co-Counsel to the Official Committee of Unsecured Creditors	
Date Order of Employment Signed:	August 29, 2023 [Docket No. 604]	
	Beginning of Period	End of Period
Time period covered by this Statement:	August 1, 2023	August 31, 2023
Summary of Total Fees and Expenses Billed in this Statement		
Total professional fees requested in this statement:	\$510,765.60 (80% of \$638,457.00)	
Reimbursable expenses requested in this statement:	\$285.00	
Total amount of fees and expenses requested in this statement (Inclusive of holdback amount: 80% professional fees and 100% expenses):	\$511,050.60 ²	
Summary of Attorneys’ Fees Requested:		
Total attorneys’ fees requested in this statement:	\$614,590.50	
Total actual attorney hours covered by this statement:	519.00	
Average hourly rate for attorneys:	\$1,184.18	
Summary of Paraprofessional Fees Requested:		
Total paraprofessional fees requested in this statement:	\$23,866.50	
Total paraprofessional hours covered by this statement:	45.90	
Average hourly rate for paraprofessionals:	\$519.97	

¹ A complete list of each of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors' proposed claims and noticing agent at <https://restructuring.ra.kroll.com/GenesisCare>. The location of Debtors' principal place of business and the Debtors' service address in these chapter 11 cases is: 1419 SE 8th Terrace, Suite 200, Cape Coral, Florida 33990.

² Kramer Levin voluntarily reduced its fees by \$21,766.50 during the Fee Period.

Pursuant to sections 328(a), 330, 331, and 1103(a) of title 11 of the United States Code (the “**Bankruptcy Code**”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), Rule 2016-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the Southern District of Texas (the “**Local Rules**”), the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* [Doc. No. 433] (the “**Interim Compensation Order**”), and the *Order Authorizing and Approving the Employment of Kramer Levin Naftalis & Frankel LLP as Counsel to the Official Committee of Unsecured Creditors Effective as of June 20, 2023* [Doc. No. 604], Kramer Levin Naftalis & Frankel LLP (“**Kramer Levin**”), as co-counsel to the Official Committee of Unsecured Creditors (the “**Committee**”) of the above-captioned debtors and debtors-in-possession (collectively, the “**Debtors**”) in these jointly-administered chapter 11 cases (the “**Bankruptcy Cases**”), hereby files this *Second Monthly Fee Statement* (the “**Monthly Fee Statement**”) seeking compensation for fees and expenses incurred from August 1, 2023 through August 31, 2023 (the “**Fee Period**”). As set forth in this Monthly Fee Statement, Kramer Levin seeks (a) compensation in the amount of \$510,765.60 for the reasonable and necessary legal services that Kramer Levin rendered to the Committee during the Fee Period (which amount totals eighty percent (80%) of \$638,457.00) and (b) reimbursement in the amount of \$285.00 for one hundred percent (100%) of the actual and necessary expenses that Kramer Levin incurred during the Fee Period.

Itemization of Services Rendered and Disbursements Incurred

1. The following exhibits are attached to this Monthly Fee Statement:
 - **Exhibit A** is a schedule of the number of hours expended and fees incurred (on an aggregate basis) by Kramer Levin attorneys and paraprofessionals during the Fee Period in those subject matter categories identified by the standard Task

Codes promulgated by the Office of the United States Trustee. As reflected in Exhibit A, Kramer Levin incurred \$638,457.00 in fees during the Fee Period. Under this Monthly Fee Statement, Kramer Levin seeks reimbursement for eighty percent (80%) of such fees totaling \$510,765.60 in the aggregate.

- **Exhibit B** is a schedule providing certain relevant information about the hours expended and fees incurred by those Kramer Levin attorneys and paraprofessionals who worked on the Committee's behalf in these Bankruptcy Cases during the Fee Period. As reflected in Exhibit B, these Kramer Levin attorneys and paraprofessionals expended a total of 564.90 hours in connection with these Bankruptcy Cases during the Fee Period.
- **Exhibit C** is a schedule for the Fee Period setting forth the total amount of reimbursement sought with respect to each category of expenses for which Kramer Levin is seeking reimbursement through this Monthly Fee Statement. These disbursements total \$285.00. All of these disbursements comprise the requested sum for Kramer Levin's out-of-pocket expenses. Under this Monthly Fee Statement, Kramer Levin is requesting reimbursement for one hundred percent (100%) of these disbursements.
- **Exhibit D** is the detailed description of the fees and expenses incurred by Kramer Levin during the Fee Period in rendering professional services to the Committee.

Notice and Objection Procedures

2. This Monthly Fee Statement has been served via electronic mail upon the following parties (each an "**Application Recipient**" and collectively, the "**Application Recipients**") as required by the Interim Compensation Order:

- (a) The Debtors, Genesis Care Pty Limited, 2270 Colonial Blvd., Fort Myers, Florida 33907, Attn: Jack Seal, Chief Legal Officer (Jack.Seal@usa.genescare.com); and Genesis Care Pty Limited, Building 1, The Mill, 41-43 Bourke Road, Alexandria, NSW 2015 Australia, Attn: Chris Gill, General Counsel and Company Secretary (Chris.Gill@genescare.com);
- (b) Co-counsel to the Debtors, Kirkland & Ellis LLP, 601 Lexington Avenue, New York, New York 10022, Joshua A. Sussberg, P.C. (joshua.sussberg@kirkland.com) & Steven N. Serajeddini, P.C. (steven.serajeddini@kirkland.com); and Kirkland & Ellis LLP, 300 North LaSalle Street, Chicago, Illinois 60654, Attn: Jaimie Fedell (jaimie.fedell@kirkland.com), Lindsey Blum (lindsey.blum@kirkland.com), and Dave Gremling (dave.gremling@kirkland.com);
- (c) Co-counsel to the Debtors, Jackson Walker LLP, 1401 McKinney Street, Suite 1900, Houston, Texas 77010, Attn: Mathew D. Cavanaugh (mcavanaugh@jw.com), Jennifer F. Wertz (jwertz@jw.com), and Genevieve M. Graham (ggraham@jw.com);

- (d) Counsel to the Ad Hoc Term Lender Group, Akin Gump Strauss Hauer & Feld LLP, 2001 K Street, N.W., Washington, DC 20006, Attn: Scott L. Alberino (salberino@akingump.com) and Alexander F. Antypas (aantypas@akingump.com); Akin Gump Strauss Hauer & Feld LLP, One Bryant Park, New York, NY 10036, Attn: Abid Qureshi (aqureshi@akingump.com); and Akin Gump Strauss Hauer & Feld LLP, 2300 N. Field Street, Suite 1800, Dallas, Texas 75201, Attn: Lacy M. Lawrence (llawrence@akingump.com); and
- (e) The Office of the United States Trustee, 515 Rusk Street, Suite 3516, Houston, Texas 77002, Attn: Hector Duran (Hector.Duran.Jr@usdoj.gov).

3. Under the Interim Compensation Order, objections to this Monthly Fee Statement (an “**Objection**”), if any, must be served upon the Application Recipients and Kramer Levin by no later than fourteen days after the filing of this Monthly Fee Statement (the “**Objection Deadline**”) in the Bankruptcy Cases. Any Objection must outline the precise nature of, and basis for, the Objection and the amount of fees or expenses at issue. Following the expiration of the Objection Deadline, the Debtors shall be authorized and directed to pay Kramer Levin an amount equal to eighty percent (80%) of the fees and one hundred percent (100%) of the expenses requested in this Monthly Fee Statement that are not subject to any pending Objection.

4. All fees and expenses in this Monthly Fee Statement will be included in the next interim fee application for compensation and reimbursement of expenses to be filed and served by Kramer Levin at a later date.

Representations

5. Although Kramer Levin has used its reasonable best efforts to include all fees and expenses incurred in the Fee Period, some fees and expenses might not appear in this Monthly Fee Statement because delays caused by accounting and processing during the Fee Period. Kramer Levin reserves the right to make further application to the Court for allowance of such fees and expenses not included herein. Kramer Levin will file all subsequent Monthly Fee Statements in

accordance with the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and the Interim Compensation Order.

WHEREFORE, Kramer Levin requests payment of its fees and expenses incurred during the Fee Period in the total amount of **\$511,050.60**, consisting of: (a) \$510,765.60, which is eighty percent (80%) of the \$638,457.00 in fees for reasonable and necessary professional services rendered by Kramer Levin to the Committee during the Fee Period and (b) \$285.00 for actual necessary costs and expenses, and that such fees and expenses be paid as administrative expenses of the Debtors' bankruptcy estates in these Bankruptcy Cases.

Dated: October 11, 2023
New York, New York

**KRAMER LEVIN NAFTALIS & FRANKEL
LLP**

/s/ Rachael L. Ringer
Adam C. Rogoff
Rachael L. Ringer
Megan Wasson
Kramer Levin Naftalis & Frankel LLP
1177 Avenue of the Americas
New York, New York 10036
Telephone: (212) 715-9100
Facsimile: (212) 715-8000
Email: arogoff@kramerlevin.com
rringer@kramerlevin.com
mwasson@kramerlevin.com

*Counsel to the Official Committee of Unsecured
Creditors*

CERTIFICATE OF SERVICE

I hereby certify that on October __, 2023, a true and correct copy of the foregoing document was filed and served (i) via the Electronic Case Filing system for this Court to all parties registered to receive electronic notices in these Bankruptcy Cases and (ii) via electronic mail on the following Application Recipients in accordance with the Interim Compensation Order:

- (a) The Debtors, Genesis Care Pty Limited, 2270 Colonial Blvd., Fort Myers, Florida 33907, Attn: Jack Seal, Chief Legal Officer (Jack.Seal@usa.genescare.com); and Genesis Care Pty Limited, Building 1, The Mill, 41-43 Bourke Road, Alexandria, NSW 2015 Australia, Attn: Chris Gill, General Counsel and Company Secretary (Chris.Gill@genesiscare.com);
- (b) Co-counsel to the Debtors, Kirkland & Ellis LLP, 601 Lexington Avenue, New York, New York 10022, Joshua A. Sussberg, P.C. (joshua.sussberg@kirkland.com) & Steven N. Serajeddini, P.C. (steven.serajeddini@kirkland.com); and Kirkland & Ellis LLP, 300 North LaSalle Street, Chicago, Illinois 60654, Attn: Jaimie Fedell (jaimie.fedell@kirkland.com), Lindsey Blum (lindsey.blum@kirkland.com), and Dave Gremling (dave.gremling@kirkland.com);
- (c) Co-counsel to the Debtors, Jackson Walker LLP, 1401 McKinney Street, Suite 1900, Houston, Texas 77010, Attn: Mathew D. Cavanaugh (mcavanaugh@jw.com), Jennifer F. Wertz (jwertz@jw.com), and Genevieve M. Graham (ggraham@jw.com);
- (d) Counsel to the Ad Hoc Term Lender Group, Akin Gump Strauss Hauer & Feld LLP, 2001 K Street, N.W., Washington, DC 20006, Attn: Scott L. Alberino (salberino@akingump.com) and Alexander F. Antypas (aantypas@akingump.com); Akin Gump Strauss Hauer & Feld LLP, One Bryant Park, New York, NY 10036, Attn: Abid Qureshi (aqureshi@akingump.com); and Akin Gump Strauss Hauer & Feld LLP, 2300 N. Field Street, Suite 1800, Dallas, Texas 75201, Attn: Lacy M. Lawrence (llawrence@akingump.com); and
- (e) The Office of the United States Trustee, 515 Rusk Street, Suite 3516, Houston, Texas 77002, Attn: Hector Duran (Hector.Duran.Jr@usdoj.gov).

/s/ draft
W. Steven Bryant

EXHIBIT A**Summary of Legal Fees for the Fee Period by Task Code**

Task Code	Task Description	Number of Hours	Amount of Fees
101	Case Administration	12.00	\$8,582.50
102	Meetings and/or Communications with Committee Members and/or Committee Advisors	92.90	\$107,965.50
103	Meetings and/or Communications with Debtors and/or Debtors Advisors	27.50	\$36,843.50
104	Motions, Adversary Proceedings & Contested Matters	7.80	\$10,717.50
105	Automatic Stay Matters	0.10	\$166.50
106	Business Operations	30.10	\$29,472.00
107	Collateral Review	158.90	\$186,423.50
109	Creditor Communications	0.20	\$333.00
111	Use, Sale, and Disposition of Property	25.70	\$37,070.00
113	Employee and Physician Matters	11.90	\$16,291.50
114	Executory Contracts and Unexpired Leases	0.60	\$999.00
115	SOFAs and Schedules	8.00	\$9,622.50
116	Hearings	4.70	\$6,240.00
118	Disclosure Statement, Plan, Confirmation, Emergence, Wind Down	5.60	\$7,410.50
119	UCC Retention and Fee Matters	21.80	\$17,916.00
120	Debtor Retention and Fee Matters	0.50	\$707.50
121	Tax Matters	5.70	\$8,697.00
123	U.S. Trustee Issues	1.80	\$2,371.50
129	Committee Investigation and Due Diligence	149.00	\$150,461.00
131	Patient Care/PCO	0.10	\$166.50
<u>TOTAL:</u>		<u>564.90</u>	<u>\$638,457.00</u>

EXHIBIT B**Summary of Hours Billed by Kramer Levin Attorneys and Paraprofessionals for the Fee Period**

Timekeeper	Title	Year Admitted	Department	Hourly Billing Rate	Total Hours Billed	Total Fees
Carruzzo, Fabien	Partner	2005	Corporate	\$1,500	1.30	\$1,950.00
Fisher, David	Partner	1985	Corporate	\$1,690	28.90	48,841.00
Herzog, Barry	Partner	1992	Tax	\$1,630	3.60	5,868.00
Jacobs, Zachary	Partner	2007	Corporate	\$1,350	6.70	9,045.00
Lavinbuk, Ariel	Partner	2007	Litigation	\$1,445	1.80	2,601.00
Novetsky, Terry	Partner	1985	Corporate	\$1,450	2.30	3,335.00
O'Neill, P. Bradley	Partner	1991	Creditors' Right	\$1,525	6.60	10,065.00
Ringer, Rachael	Partner	2011	Creditors' Right	\$1,415	33.00	46,695.00
Rogoff, Adam	Partner	1989	Creditors' Right	\$1,665	57.20	95,238.00
Windom, Jennifer	Partner	2005	Litigation	\$1,445	5.40	7,803.00
Bagley, Rose	Associate	2019	Creditors' Right	\$1,115	49.30	54,969.50
Blackmon, Michael	Associate	2022	Creditors' Right	\$840	40.10	33,684.00
Chong, Nicole	Associate	2014	Corporate	\$1,220	23.20	28,304.00
Daniels, Elan	Associate	2005	Creditors' Right	\$1,280	57.20	73,216.00
Eisenberger, Gabriel	Associate	2022	Creditors' Right	\$840	108.60	91,224.00
Primm, Brian	Associate	2023	Corporate	\$720	18.30	13,176.00
Wasson, Megan	Associate	2017	Creditors' Right	\$1,220	69.80	85,156.00
Sharkey, Linda	Associate	2007	Corporate	\$600	5.70	3,420.00
Abramowitz, Nathan	Paralegal	N/A	Creditors' Right	\$515	6.90	3,553.50
Hecker, Jackson	Paralegal	N/A	Creditors' Right	\$515	16.20	8,343.00
Kane, Wendy	Paralegal	N/A	Creditors' Right	\$525	22.80	11,970.00
TOTAL:					564.90	\$638,457.00

EXHIBIT C**Summary of Expenses for the Fee Period**

Expense Category	Total Expenses
Data Hosting Charges	\$210.00
Cab Fares	\$75.00
TOTAL:	\$285.00

EXHIBIT D

Detailed Description of Fees, Expenses, and Disbursements

Kramer Levin



October 5, 2023

Genesis Care Pty Ltd
41-43 Bourke Road
Building 1, The Mill
Alexandria NSW 2015
Attn: Chris Gill

Invoice #: 894465
076102-00002

Re: Restructuring

FOR PROFESSIONAL SERVICES rendered through August 31, 2023:

Task Code	Description	Fees	HOURS	Fees Due
101	Case Administration	\$8,582.50	12.00	\$8,582.50
102	Meetings and/or Communications with Committee Members and/or Committee Advisors	\$107,965.50	92.90	\$107,965.50
103	Meetings and/or Communications with Debtors and/or Debtors Advisors	\$36,843.50	27.50	\$36,843.50
104	Motions, Adversary Proceedings & Contested Matters	\$10,717.50	7.80	\$10,717.50
105	Automatic Stay Matters	\$166.50	0.10	\$166.50
106	Business Operations	\$29,472.00	30.10	\$29,472.00
107	Collateral Review	\$186,423.50	158.90	\$186,423.50
109	Creditor Communications	\$333.00	0.20	\$333.00
111	Use, Sale, and Disposition of Property	\$37,070.00	25.70	\$37,070.00
113	Employee and Physician Matters	\$16,291.50	11.90	\$16,291.50
114	Executory Contracts and Unexpired Leases	\$999.00	0.60	\$999.00
115	SOFAs and Schedules	\$9,622.50	8.00	\$9,622.50
116	Hearings	\$6,240.00	4.70	\$6,240.00
118	Disclosure Statement, Plan, Confirmation, Emergence, Wind Down	\$7,410.50	5.60	\$7,410.50
119	UCC Retention and Fee Matters	\$17,916.00	21.80	\$17,916.00
120	Debtor Retention and Fee Matters	\$707.50	0.50	\$707.50
121	Tax Matters	\$8,697.00	5.70	\$8,697.00
123	U.S. Trustee Issues	\$2,371.50	1.80	\$2,371.50

FEES AND DISBURSEMENTS POSTED AFTER THE BILLING PERIOD SHOWN ON THIS INVOICE WILL APPEAR ON A SUBSEQUENT INVOICE.

DUE AND PAYABLE UPON RECEIPT. THE LEGAL RATE OF INTEREST WILL BE CHARGED FOR BALANCES OUTSTANDING OVER 30 DAYS.

TAX ID # 13-1944339

Kramer Levin Naftalis & Frankel LLP
1177 Avenue of the Americas, New York, NY 10036
T 212.715.9100 F 212.715.8000



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Task Code	Description	Fees	HOURS	Fees Due
129	Committee Investigation and Due Diligence	\$150,461.00	149.00	\$150,461.00
131	Patient Care/PCO	\$166.50	0.10	\$166.50
Total		\$638,457.00	564.90	\$638,457.00

Disbursements and Other Charges \$285.00

TOTAL CURRENT INVOICE **\$638,742.00**



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PROFESSIONAL SERVICES SUMMARY

TIMEKEEPER	TITLE	HOURS	FEES
Carruzzo, Fabien	Partner	1.30	\$1,950.00
Fisher, David	Partner	28.90	48,841.00
Herzog, Barry	Partner	3.60	5,868.00
Jacobs, Zachary	Partner	6.70	9,045.00
Lavinbuk, Ariel	Partner	1.80	2,601.00
Novetsky, Terry	Partner	2.30	3,335.00
O'Neill, P.	Partner	6.60	10,065.00
Ringer, Rachael	Partner	33.00	46,695.00
Rogoff, Adam	Partner	57.20	95,238.00
Windom, Jennifer	Partner	5.40	7,803.00
Bagley, Rose	Associate	49.30	54,969.50
Blackmon, Michael	Associate	40.10	33,684.00
Chong, Nicole	Associate	23.20	28,304.00
Daniels, Elan	Associate	57.20	73,216.00
Eisenberger, Gabriel	Associate	108.60	91,224.00
Primm, Brian	Associate	18.30	13,176.00
Wasson, Megan	Associate	69.80	85,156.00
Sharkey, Linda	Juriste	5.70	3,420.00
Abramowitz, Nathan	Paralegal	6.90	3,553.50
Hecker, Jackson	Paralegal	16.20	8,343.00
Kane, Wendy	Paralegal	22.80	11,970.00



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TIMEKEEPER	TITLE	HOURS	FEES
TOTAL FEES		564.90	\$638,457.00

DISBURSEMENTS AND OTHER CHARGES SUMMARY

DESCRIPTION	AMOUNT
Data Hosting Charges	\$210.00
Cab Fares	75.00
TOTAL DISBURSEMENTS AND OTHER CHARGES	\$285.00

PROFESSIONAL SERVICES DETAIL

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
101 Case Administration				
8/1/2023	Hecker, Jackson	Review data room and update internal records (0.3).	0.30	\$154.50
8/2/2023	Kane, Wendy	Review docket and update internal case records (0.1); review sale data room, update internal records and email KL team re same (0.2).	0.30	157.50
8/2/2023	Hecker, Jackson	Review data room and update internal records (0.3).	0.30	154.50
8/3/2023	Kane, Wendy	Review sale data room docs, update internal records, and email KL team re same (0.1).	0.10	52.50
8/3/2023	Hecker, Jackson	Review data room and update internal records (0.2).	0.20	103.00
8/4/2023	Wasson, Megan	Update WIP list (0.5); internal emails re same (0.3).	0.80	976.00
8/4/2023	Ringer, Rachael	Review/revise WIP list (.2).	0.20	283.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/7/2023	Kane, Wendy	Review sale data room and update internal records; email KL team re same (0.2).	0.20	105.00
8/7/2023	Hecker, Jackson	Review data room and update internal records (0.2).	0.20	103.00
8/8/2023	Kane, Wendy	Review docket and update internal case records (0.1); review sale data room and update internal records; email KL team re same (0.2).	0.30	157.50
8/8/2023	Hecker, Jackson	Review data room and update internal records (0.1).	0.10	51.50
8/10/2023	Kane, Wendy	Review sale data room and update internal records (0.3); email KL team re same (0.1); review docket and update internal case records (0.1).	0.50	262.50
8/10/2023	Hecker, Jackson	Review data room and update internal records (0.5).	0.50	257.50
8/11/2023	Hecker, Jackson	Review data room and update internal records (0.2).	0.20	103.00
8/14/2023	Kane, Wendy	Review docket and update internal case records (0.1); review sale data room, update internal records and email KL team re same (0.3)	0.40	210.00
8/14/2023	Hecker, Jackson	Review data room and update internal records (0.3)	0.30	154.50
8/15/2023	Kane, Wendy	Review sale data room, update internal case records and email KL team re same (0.3).	0.30	157.50
8/15/2023	Hecker, Jackson	Review data room and update internal records (0.1).	0.10	51.50
8/16/2023	Kane, Wendy	Review sale data room and update internal records (0.2).	0.20	105.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/16/2023	Eisenberger, Gabriel	Update WIP list (.3).	0.30	252.00
8/17/2023	Wasson, Megan	Update WIP list (0.5) and emails with KL team re same (0.3).	0.80	976.00
8/17/2023	Ringer, Rachael	Coordination with KL team re: WIP list (0.3).	0.30	424.50
8/17/2023	Hecker, Jackson	Review data room and update internal records (0.3).	0.30	154.50
8/18/2023	Kane, Wendy	Review all data room folders and compare to internal records (0.4); email KL team re same (0.1).	0.50	262.50
8/22/2023	Kane, Wendy	Review sale data room and update internal records (0.3); email KL team re same (0.1).	0.40	210.00
8/22/2023	Hecker, Jackson	Review data room and update internal records (0.2).	0.20	103.00
8/23/2023	Kane, Wendy	Review sale data room and update internal records (0.3); email KL team re same (0.1).	0.40	210.00
8/24/2023	Kane, Wendy	Review sale data room and update internal records (0.5); email KL team re same (0.1).	0.60	315.00
8/25/2023	Eisenberger, Gabriel	Coordinate and finalize execution copy of bylaws (.4).	0.40	336.00
8/29/2023	Ringer, Rachael	Corr with M. Wasson re: WIP list (.6).	0.60	849.00
8/30/2023	Kane, Wendy	Review docket and update internal case records (0.2); review sale data room and update internal records (0.4); email KL team re same (0.1).	0.70	367.50
8/30/2023	Hecker, Jackson	Review data room and update internal records (0.2).	0.20	103.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/31/2023	Kane, Wendy	Review docket and update internal case records (0.2); register KL team for hearing (0.1); review sale data room and update internal records (0.4); email KL team re same (0.1).	0.80	420.00
Subtotal: 101 Case Administration			12.00	\$8,582.50
102 Meetings and/or Communications with Committee Members and/or Committee Advisors				
8/1/2023	Rogoff, Adam	Emails, call and coordination with UCC member re case status (0.3); email G. Eisenberger re same (0.2).	0.50	\$832.50
8/1/2023	Rogoff, Adam	Emails and coordination with UCC members (0.3).	0.30	499.50
8/1/2023	Eisenberger, Gabriel	Emails with Committee members re scheduling UCC call (.5); draft and send Committee update (1.2).	1.70	1,428.00
8/2/2023	Rogoff, Adam	Review UCC email update (0.1).	0.10	166.50
8/2/2023	Eisenberger, Gabriel	Draft Committee update (.8); revise and send Committee update (.3).	1.10	924.00
8/2/2023	Wasson, Megan	Review lift stay motion and comment on UCC update email re same (0.5).	0.50	610.00
8/3/2023	Rogoff, Adam	Email UCC member re status (0.1).	0.10	166.50
8/3/2023	Ringer, Rachael	Review/revise update email to Committee members (.3).	0.30	424.50
8/3/2023	Rogoff, Adam	Email and coordination with UCC member re case status (0.2).	0.20	333.00
8/3/2023	Eisenberger, Gabriel	Draft and send Committee update email (0.9); emails w/ KL team re same (0.3).	1.20	1,008.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/3/2023	Wasson, Megan	Review and comment on UCC update email (0.2).	0.20	244.00
8/4/2023	Rogoff, Adam	Emails to and coordinate with UCC member re case status (0.2).	0.20	333.00
8/4/2023	Rogoff, Adam	Status update emails and coordination with UCC members (0.4).	0.40	666.00
8/4/2023	Rogoff, Adam	Participate in weekly professionals coordination call with D. Galfus, R. Shapiro, K. McColgan, C. Kearns, R. Ringer, M. Wasson, E. Daniels, M. Blackmon and G. Eisenberger (0.9).	0.90	1,498.50
8/4/2023	Rogoff, Adam	Participate in weekly project coordination call with R. Ringer, M. Wasson, E. Daniels, M. Blackmon and G. Eisenberger (0.5).	0.50	832.50
8/4/2023	Ringer, Rachael	Call with UCC professionals re: updates (.9).	0.90	1,273.50
8/4/2023	Daniels, Elan	Attend portion of call with UCC advisors regarding next steps (.8); call with KL team regarding case developments, next steps (.5).	1.30	1,664.00
8/4/2023	Eisenberger, Gabriel	Draft Committee update email (.2).	0.20	168.00
8/4/2023	Eisenberger, Gabriel	Prep for (.1) and attend (.5) KL team coordination call; prep for (.1) and attend (.9) Committee professional call.	1.60	1,344.00
8/4/2023	Wasson, Megan	Attend internal team coordination call (0.5); prep for (0.2) and attend call with UCC professionals re case status (0.9); comment on UCC update (0.1).	1.70	2,074.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/4/2023	Blackmon, Michael	Attend internal KL team call re Committee coordination (0.5); attend UCC professionals call (0.9).	1.40	1,176.00
8/7/2023	Rogoff, Adam	Review update email to UCC (0.1); review attachments (0.1); email G. Eisenberger re same (0.1).	0.30	499.50
8/7/2023	Rogoff, Adam	Status update email with UCC member (0.1).	0.10	166.50
8/7/2023	Rogoff, Adam	Email M. Wasson re agenda for UCC meeting (0.1).	0.10	166.50
8/7/2023	Rogoff, Adam	Review materials for UCC meeting (0.2); email M. Wasson re same (0.2).	0.40	666.00
8/7/2023	Rogoff, Adam	Prepare for (0.1) and participate in UCC meeting (0.4).	0.50	832.50
8/7/2023	Rogoff, Adam	Email and call with UCC member re status; follow up email with M. Wasson re same (0.4).	0.40	666.00
8/7/2023	Eisenberger, Gabriel	Prep for (.5) and attend (.4) weekly Committee call; draft and send Committee update email (2.0).	2.90	2,436.00
8/7/2023	Wasson, Megan	Draft agenda for UCC call (0.3); review BRG materials for same (0.2); attend UCC call (0.4); comment on UCC update (0.1).	1.00	1,220.00
8/8/2023	Rogoff, Adam	Status update emails with UCC member (0.2).	0.20	333.00
8/8/2023	Rogoff, Adam	Participate in Committee meeting regarding business plan (0.7).	0.70	1,165.50
8/8/2023	Wasson, Megan	Prepare for (0.3) and attend UCC call re US business plan (0.7).	1.00	1,220.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/8/2023	Blackmon, Michael	Prepare for (0.1) and attend (0.7) Committee call re status of US Business Plan.	0.80	672.00
8/9/2023	Eisenberger, Gabriel	Email Committee member re Committee meeting (.1).	0.10	84.00
8/10/2023	Rogoff, Adam	Review UCC update email and coordinate with G. Eisenberger re same (0.1).	0.10	166.50
8/10/2023	Eisenberger, Gabriel	Emails to M. Wasson re Committee update (.2); draft Committee update (.8).	1.00	840.00
8/10/2023	Wasson, Megan	Review and comment on UCC update email (0.1).	0.10	122.00
8/11/2023	Ringer, Rachael	Attend UCC professionals call (1.0).	1.00	1,415.00
8/11/2023	Rogoff, Adam	Participate in weekly professionals coordination call with D. Galfus, R. Shapiro, K. McColgan, C. Kearns, R. Ringer, M. Wasson, E. Daniels, M. Blackmon and G. Eisenberger (1.0).	1.00	1,665.00
8/11/2023	Daniels, Elan	Prepare for (.1) and attend (1.0) call with UCC advisors regarding next steps, committee meeting.	1.10	1,408.00
8/11/2023	Eisenberger, Gabriel	Prep for (.2) and attend (1.0) Committee professionals call; email R. Ringer and M. Wasson re same (.2).	1.40	1,176.00
8/11/2023	Wasson, Megan	Prep for (0.1) and attend weekly UCC professionals call (1.0).	1.10	1,342.00
8/14/2023	Rogoff, Adam	Emails with M. Wasson re UCC meeting (0.2); review BRG materials re same (0.3).	0.50	832.50
8/14/2023	Rogoff, Adam	Emails with G. Eisenberger and M. Wasson re UCC update (0.1).	0.10	166.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/14/2023	Eisenberger, Gabriel	Draft and send Committee update email (.9); emails with KL team re same (.2).	1.10	924.00
8/14/2023	Wasson, Megan	Review/comment on UCC update email (0.2); review BRG materials for UCC call (0.5); emails with BRG and A. Rogoff re same (0.2).	0.90	1,098.00
8/15/2023	Rogoff, Adam	Email M. Wasson re coordination with UCC member (0.1).	0.10	166.50
8/15/2023	Rogoff, Adam	Emails with R. Ringer and M. Wasson re UCC meeting and agenda (0.1).	0.10	166.50
8/15/2023	Ringer, Rachael	Prep for UCC call (.2); emails with A. Rogoff re: same (.1); attend call with UCC (1.1).	1.40	1,981.00
8/15/2023	Rogoff, Adam	Participate in UCC meeting (1.1).	1.10	1,831.50
8/15/2023	Rogoff, Adam	Email re status update to UCC member (0.2).	0.20	333.00
8/15/2023	Eisenberger, Gabriel	Prep for (.6) and attend (1.1) weekly Committee call; reach out to Committee member re by-laws (.4).	2.10	1,764.00
8/15/2023	Wasson, Megan	Draft talking points for UCC call (0.4); review/comment on BRG decks for same (0.5); attend UCC call (1.1); emails with UCC professionals re workstreams/WIP (0.5).	2.50	3,050.00
8/16/2023	Rogoff, Adam	Call with UCC member re status (0.2).	0.20	333.00
8/16/2023	Eisenberger, Gabriel	Draft Committee update email (.9); revise and send Committee update email (.3).	1.20	1,008.00
8/17/2023	Rogoff, Adam	Call UCC member re case status (0.2).	0.20	333.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/17/2023	Wasson, Megan	Draft agenda for professionals call (0.3); emails with BRG/KL re same (0.2).	0.50	610.00
8/18/2023	Ringer, Rachael	Attend majority of call w/ UCC professionals re: WIP and updates (.5).	0.50	707.50
8/18/2023	Rogoff, Adam	Review UCC update email and email G. Eisenberger re same (0.1).	0.10	166.50
8/18/2023	Daniels, Elan	Attend UCC advisors call regarding case developments (.6).	0.60	768.00
8/18/2023	Eisenberger, Gabriel	Attend Committee professionals call (.6); draft Committee update email (1.3); revise update email per M. Wasson comments (.3); add bar date order to update (.3); review and send same (.3).	2.80	2,352.00
8/18/2023	Bagley, Rose	Attend portion of UCC professional call re open matters (0.4).	0.40	446.00
8/18/2023	Wasson, Megan	Comment on UCC update email (0.2); prep for (0.3) and attend UCC professionals call (0.6); review and comment on BRG deck (1.1).	2.20	2,684.00
8/18/2023	Blackmon, Michael	Attend standing UCC professionals call (0.6).	0.60	504.00
8/21/2023	Rogoff, Adam	Review UCC update (0.1); emails and coordination with G. Eisenberger re same (0.1).	0.20	333.00
8/21/2023	Rogoff, Adam	Call with UCC member re case status (0.2); follow up email to R. Ringer and M. Wasson (0.3).	0.50	832.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/21/2023	Eisenberger, Gabriel	Reply to Committee member email re Debtors' schedules (.4); coordinate Committee call information and materials (.4); draft part of Committee update email (1.0); continue drafting same (.9); revise per M. Wasson comments (.2); revise summary per BRG comments (.4); revise update email (.3).	3.60	3,024.00
8/21/2023	Wasson, Megan	Review and comment on UCC update (0.3).	0.30	366.00
8/22/2023	Rogoff, Adam	Emails with UCC member re case status (0.2).	0.20	333.00
8/23/2023	Eisenberger, Gabriel	Email M. Wasson re Committee member email (.1); draft Committee update email (.8); send draft update to M. Wasson (.1).	1.00	840.00
8/23/2023	Wasson, Megan	Comment on UCC update (0.2); email with UCC member re sale issues (0.3).	0.50	610.00
8/24/2023	Rogoff, Adam	Coordination call with R. Ringer, M. Wasson, E. Daniels, G. Eisenberger and M. Blackmon re pending motions and case status coordination (1.0).	1.00	1,665.00
8/24/2023	Rogoff, Adam	Emails with UCC member re status update (0.1).	0.10	166.50
8/24/2023	Ringer, Rachael	Call with KL team re: next steps on investigation issues and other case issues (1.0).	1.00	1,415.00
8/24/2023	Rogoff, Adam	Review and revise UCC update email (0.2); coordinate with G. Eisenberger re same (0.1).	0.30	499.50
8/24/2023	Rogoff, Adam	Email M. Wasson, K. McColgan and D. Galfus re information request by UCC member (0.2).	0.20	333.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/24/2023	Rogoff, Adam	Emails with UCC member re case status (0.2).	0.20	333.00
8/24/2023	Rogoff, Adam	Status update emails with UCC member (0.1); coordinate with M. Wasson re same (0.1).	0.20	333.00
8/24/2023	Daniels, Elan	Attend portion of call with KL team regarding next steps and UCC call (.6).	0.60	768.00
8/24/2023	Eisenberger, Gabriel	Draft Committee update email (1.4); prepare for (.1) and participate (1.0) in KL internal coordination call; revise Committee update email and coordinate with A. Rogoff and R. Ringer (.2); revise and send Committee update (.3).	3.00	2,520.00
8/24/2023	Wasson, Megan	Attend portion of internal KL coordination call (0.7); review and comment on UCC update email (0.4).	1.10	1,342.00
8/24/2023	Blackmon, Michael	Attend internal Kramer Levin coordination call with G. Eisenberger, A. Rogoff, R. Ringer, M. Wasson, and E. Daniels (1.0).	1.00	840.00
8/25/2023	Ringer, Rachael	Prepare for (.3) and attend (.7) call with UCC professionals, call with UCC member re: updates/recap (.4).	1.40	1,981.00
8/25/2023	Rogoff, Adam	Status update emails with UCC members (0.2); coordinate with M. Wasson re same (0.2).	0.40	666.00
8/25/2023	Rogoff, Adam	Review update email to UCC and coordinate with G. Eisenberger re same (0.1).	0.10	166.50
8/25/2023	Daniels, Elan	Attend call with UCC professionals regarding case developments and next steps (.7).	0.70	896.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/25/2023	Eisenberger, Gabriel	Prepare for (.1) and attend (.7) Committee professionals coordination call; email M. Wasson re Committee update (.1); draft Committee update email (.9); revise Committee update (.4).	2.20	1,848.00
8/25/2023	Wasson, Megan	Attend UCC professionals call (0.7); comment on UCC update email (0.2); call with UCC member re case issues (0.4).	1.30	1,586.00
8/25/2023	Blackmon, Michael	Attend UCC professionals coordination call (0.7).	0.70	588.00
8/27/2023	Ringer, Rachael	Review deck re: case issues for UCC meeting and revise same (.9), emails with M. Wasson/E. Daniels re: revisions to same (.2).	1.10	1,556.50
8/27/2023	Rogoff, Adam	Emails and coordination with M. Wasson re materials for UCC meeting (0.1).	0.10	166.50
8/27/2023	Daniels, Elan	Review UCC presentation (.7) and email correspondence with KL team regarding same (.2).	0.90	1,152.00
8/28/2023	Ringer, Rachael	Review/revise deck for UCC meeting (.2), call with A. Rogoff re: same (.3), attend UCC call (.9)	1.40	1,981.00
8/28/2023	Rogoff, Adam	Email and coordination with M. Wasson regarding UCC meeting (0.1); review agenda (0.2); prepare for (0.3) and participate in (0.9) UCC meeting.	1.50	2,497.50
8/28/2023	Rogoff, Adam	Call and coordination with R. Ringer regarding Committee meeting (0.3); emails with M. Wasson re same (0.2); review BRG materials re same (0.5).	1.00	1,665.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/28/2023	Daniels, Elan	Attend UCC call (.9); review UCC presentation (.4) and email correspondence with BRG, KL teams regarding same (.2).	1.50	1,920.00
8/28/2023	Eisenberger, Gabriel	Reply to Committee member email re management calls (.3); email Committee re today's call (.3); attend Committee call (.9).	1.50	1,260.00
8/28/2023	Wasson, Megan	Draft talking points for UCC call (0.6); emails with A. Rogoff re same (0.2); attend UCC call (0.9); finalize BRG deck for same (0.5).	2.20	2,684.00
8/29/2023	Rogoff, Adam	Emails and coordination with M. Wasson and G. Eisenberger re UCC update email and review same (0.1).	0.10	166.50
8/29/2023	Rogoff, Adam	Call with UCC member re case status updates (0.3).	0.30	499.50
8/29/2023	Eisenberger, Gabriel	Emails to Committee members re 341 meeting (.2); draft Committee update (.6); email Committee re rescheduled 341 meeting (.2); email M. Wasson re same (.1); revise and send Committee update (.4).	1.50	1,260.00
8/29/2023	Wasson, Megan	Review and comment on UCC update email (0.2).	0.20	244.00
8/30/2023	Rogoff, Adam	Email to UCC member re case status (0.2).	0.20	333.00
8/30/2023	Rogoff, Adam	Emails with G. Eisenberger re UCC update (0.1).	0.10	166.50
8/30/2023	Eisenberger, Gabriel	Draft and circulate Committee update email (1.6).	1.60	1,344.00
8/31/2023	Rogoff, Adam	Review and revise UCC hearing update (0.1); emails with G. Eisenberger re same (0.1).	0.20	333.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/31/2023	Ringer, Rachael	Participate in internal case coordination call (.5), call with A. Rogoff re: same (.2).	0.70	990.50
8/31/2023	Rogoff, Adam	Attend weekly coordination call with R. Ringer, M. Wasson, E. Daniels, G. Eisenberger and M. Blackmon re pending motions and case status coordination (0.5); follow up call with R. Ringer (0.2).	0.70	1,165.50
8/31/2023	Daniels, Elan	Prepare for (.1) and attend (.5) call with KL team re case developments, next steps, and prep for next UCC meeting.	0.60	768.00
8/31/2023	Eisenberger, Gabriel	Prepare for (.1) and attend (.5) KL internal coordination call; draft Committee update email (1.5); revise and circulate Committee update email (.4).	2.50	2,100.00
8/31/2023	Wasson, Megan	Comment on UCC update re hearing (0.2); attend internal KL team WIP call (0.5).	0.70	854.00
8/31/2023	Blackmon, Michael	Attend call with A. Rogoff, M. Wasson, R. Ringer, E. Daniels and G. Eisenberger (0.5).	0.50	420.00
Subtotal: 102 Meetings and/or Communications with Committee Members and/or Committee Advisors			92.90	\$107,965.50
103 Meetings and/or Communications with Debtors and/or Debtors Advisors				
8/3/2023	Ringer, Rachael	Call with Debtors re: case updates (.5), emails with J. Fedell re: same (.2), emails/calls with A. Rogoff re: same (.2).	0.90	\$1,273.50
8/3/2023	Rogoff, Adam	Participate in weekly case status call with Debtors (L. Blum, B. Fox) (0.5); emails and coordination with M. Wasson and D. Galfus re agenda (0.1); post-call follow up with R. Ringer (0.1).	0.70	1,165.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/3/2023	Wasson, Megan	Attend weekly call with Debtor advisors (0.5).	0.50	610.00
8/4/2023	Ringer, Rachael	Call with J. Fedell re: case updates (.4), emails with KL team re: same (.3).	0.70	990.50
8/4/2023	Rogoff, Adam	Emails and coordination with R. Ringer re discussion with J. Fedell on pending projects (0.2).	0.20	333.00
8/10/2023	Ringer, Rachael	Attend portion of call with Debtors re: WIP and case issues (.5).	0.50	707.50
8/10/2023	Rogoff, Adam	Prepare for (0.1) and participate in Debtor professionals meeting (0.7) with J. Fedell, L. Blum, B. Fox, R. Ringer, M. Wasson, R. Shapiro, C. Kearns, and K. McColgan.	0.80	1,332.00
8/10/2023	Wasson, Megan	Draft agenda for weekly Debtor call (0.1); attend same (0.7); emails with K&E re various pending motions (0.2).	1.00	1,220.00
8/10/2023	Daniels, Elan	Attend call with UCC advisors, Debtors advisors (.7).	0.70	896.00
8/11/2023	Rogoff, Adam	Email M. Mertz re company meeting; email M. Wasson and R. Ringer re same (0.1).	0.10	166.50
8/14/2023	Wasson, Megan	Emails with BRG and KE re weekly calls (0.2).	0.20	244.00
8/15/2023	Rogoff, Adam	Emails with M. Wasson re Debtor meeting and coordinating agenda (0.2).	0.20	333.00
8/16/2023	Rogoff, Adam	Prepare for (0.1) and participate in Debtor professionals meeting with J. Fedell, L. Blum, B. Fox, R. Ringer, M. Wasson, R. Shapiro, C. Kearns, and K. McColgan (0.9).	1.00	1,665.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/16/2023	Daniels, Elan	Call with advisors to UCC and Debtors regarding case developments (.9).	0.90	1,152.00
8/16/2023	Eisenberger, Gabriel	Prepare for (.6) and attend (.6) call with management team; email M. Wasson re same (.1); email KL team re same (.2).	1.50	1,260.00
8/16/2023	Wasson, Megan	Attend sale call w/ management team (0.6); draft agenda for weekly Debtor professionals call (0.1); attend weekly Debtor professionals call (0.9).	1.60	1,952.00
8/18/2023	Rogoff, Adam	Emails with M. Wasson re management presentations (0.1); emails with L. Blum and M. Mertz re same (0.2); review meeting agenda and comments to same (0.2).	0.50	832.50
8/18/2023	Wasson, Megan	Review and comment on agenda for management calls (0.5).	0.50	610.00
8/21/2023	Ringer, Rachael	Attend presentation re: US operations (1.0), attend presentation re: ROW (.8); emails with A. Rogoff re same (.2).	2.00	2,830.00
8/21/2023	Rogoff, Adam	Participate in DIP lender update call with management and committee professionals (1.3).	1.30	2,164.50
8/21/2023	Rogoff, Adam	Participate in Committee meeting with ROW management (0.8); follow up emails with R. Ringer re ROW coordination on business operations (0.1).	0.90	1,498.50
8/21/2023	Rogoff, Adam	Participate in US management meeting with Committee (1.0).	1.00	1,665.00
8/21/2023	Rogoff, Adam	Coordination emails with M. Wasson re management committee meeting (0.3).	0.30	499.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/21/2023	Wasson, Megan	Attend call with US management team, UCC (1.0); attend call with ROW management team, UCC (0.8); review/circulate agendas for both calls (0.2); emails with A. Rogoff re same (0.2); attend DIP lender reporting call (1.3).	3.50	4,270.00
8/21/2023	Eisenberger, Gabriel	Prepare for (.2) and attend call with Debtors' US management (1.0); prepare for (.1) and attend Debtors call re ROW (.8).	2.10	1,764.00
8/24/2023	Ringer, Rachael	Attend weekly coordination call with Debtors (.7).	0.70	990.50
8/24/2023	Rogoff, Adam	Email M. Wasson re information request by A&M (0.1).	0.10	166.50
8/24/2023	Rogoff, Adam	Prepare for (0.1) and attend (0.7) coordination call with J. Fedell, B. Fox, L. Blum, R. Ringer, M. Wasson re pending case status.	0.80	1,332.00
8/24/2023	Wasson, Megan	Attend weekly Kirkland call (0.7).	0.70	854.00
8/24/2023	Daniels, Elan	Attend majority of call with advisors to UCC, Debtors regarding case developments, next steps (.6).	0.60	768.00
8/24/2023	Wasson, Megan	Update WIP list and draft agenda for KE weekly call (0.6).	0.60	732.00
8/25/2023	Ringer, Rachael	Call with Debtors re: case updates (.4).	0.40	566.00
Subtotal: 103 Meetings and/or Communications with Debtors and/or Debtors Advisors			27.50	\$36,843.50
104 Motions, Adversary Proceedings & Contested Matters				
8/2/2023	Rogoff, Adam	Email M. Wasson re pending motions (0.1).	0.10	\$166.50
8/3/2023	Rogoff, Adam	Email and coordinate with M. Wasson re pending motion (0.1).	0.10	166.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/8/2023	Rogoff, Adam	Email M. Wasson re pending motion status (0.1).	0.10	166.50
8/10/2023	Rogoff, Adam	Email and coordinate with M. Wasson re pending motion status (0.1).	0.10	166.50
8/10/2023	Rogoff, Adam	Review settlement motion; emails with M. Wasson and R. Ringer re same (0.2).	0.20	333.00
8/15/2023	Rogoff, Adam	Review draft settlement procedures motion; email M. Wasson re same (0.4).	0.40	666.00
8/15/2023	Rogoff, Adam	Email M. Wasson re pending motions (0.1).	0.10	166.50
8/15/2023	Rogoff, Adam	Email M. Wasson re rejection motion (0.1).	0.10	166.50
8/15/2023	Wasson, Megan	Review draft pending motions (0.9); emails with KL team re pending motions (0.5).	1.40	1,708.00
8/16/2023	Rogoff, Adam	Email and coordinate with M. Wasson re pending motions (0.2).	0.20	333.00
8/16/2023	Wasson, Megan	Review de minimis settlement motion and draft 9019 motion (0.5); calls/emails with BRG/KL teams re same (0.4); begin drafting statement re 9019 motion (0.4).	1.30	1,586.00
8/16/2023	Rogoff, Adam	Review settlement motion (0.1); emails and coordination with M. Wasson re same (0.1).	0.20	333.00
8/17/2023	Wasson, Megan	Draft statement re 9019 motion (0.8).	0.80	976.00
8/21/2023	Wasson, Megan	Emails with KL team re 9019, KEIP statements (0.4); emails with KL/BRG teams re de minimis settlement and other pending motions (0.4).	0.80	976.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/22/2023	Rogoff, Adam	Call, email and coordinate with M. Wasson re settlement procedures motion (0.2).	0.20	333.00
8/22/2023	Wasson, Megan	Review and comment on de minimis settlement motion (0.6); call and emails with A. Rogoff re same (0.2).	0.80	976.00
8/23/2023	Rogoff, Adam	Review recently filed pleadings (0.2).	0.20	333.00
8/24/2023	Rogoff, Adam	Review recently filed pleadings and motions (0.2).	0.20	333.00
8/25/2023	Rogoff, Adam	Review recently filed pleadings and motions (0.2).	0.20	333.00
8/29/2023	Rogoff, Adam	Email M. Wasson re pending motions (0.1).	0.10	166.50
8/30/2023	Rogoff, Adam	Emails and coordination with M. Wasson re pending motions: review revised consent order settling motion (0.2).	0.20	333.00
Subtotal: 104 Motions, Adversary Proceedings & Contested Matters			7.80	\$10,717.50
105 Automatic Stay Matters				
8/3/2023	Rogoff, Adam	Review lift stay motion (0.1).	0.10	\$166.50
Subtotal: 105 Automatic Stay Matters			0.10	\$166.50
106 Business Operations				
8/1/2023	Rogoff, Adam	Email M. Wasson re business plan analysis (0.1).	0.10	\$166.50
8/1/2023	Eisenberger, Gabriel	Review data room docs re org structure (.5); research re organizational structure issues (3.5).	4.00	3,360.00
8/2/2023	Rogoff, Adam	Review hypothetical wind down analysis (0.8).	0.80	1,332.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/2/2023	Rogoff, Adam	Emails and coordination with D. Galfus and K. McColgan re ROW business plan (0.2).	0.20	333.00
8/2/2023	Rogoff, Adam	Review ROW business plan (0.5).	0.50	832.50
8/2/2023	Eisenberger, Gabriel	Review data room documents re organizational structure (1.8).	1.80	1,512.00
8/3/2023	Rogoff, Adam	Call and coordination with M. Wasson, D. Galfus and K. McColgan re ROW business plan and hypothetical wind down plan (0.6); follow up emails with D. Galfus (0.2).	0.80	1,332.00
8/3/2023	Rogoff, Adam	Emails and coordination with UCC member, D. Galfus and K. McColgan re debtors' business plan (0.2).	0.20	333.00
8/3/2023	Wasson, Megan	Call with BRG and KL team re business plan (0.6).	0.60	732.00
8/3/2023	Eisenberger, Gabriel	Research into Debtors' organizational structure (2.8); further research re same (1.6).	4.40	3,696.00
8/4/2023	Rogoff, Adam	Review materials re regulatory issues and emails with J. Windom, M. Wasson and K. McColgan re same (0.3).	0.30	499.50
8/4/2023	Eisenberger, Gabriel	Continue research re Debtors' organizational structure (2.0).	2.00	1,680.00
8/7/2023	Eisenberger, Gabriel	Debtor organizational structure contract review (3.9).	3.90	3,276.00
8/8/2023	Eisenberger, Gabriel	Continue organizational structure research (4.5); further research re same (1.9).	6.40	5,376.00
8/11/2023	Eisenberger, Gabriel	Review and send organizational structure analysis to A. Rogoff and M. Wasson (.5).	0.50	420.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/15/2023	Rogoff, Adam	Emails, call and coordination with R. Shapiro re Australian business plan (0.5).	0.50	832.50
8/16/2023	Rogoff, Adam	Review materials on organizational structure (.3); coordinate with E. Daniels and G. Eisenberger re same (0.2).	0.50	832.50
8/16/2023	Eisenberger, Gabriel	Research and reply to E. Daniels email re organizational structure (1.7).	1.70	1,428.00
8/17/2023	Rogoff, Adam	Review email from J. Sherman re ROW business plan (0.1).	0.10	166.50
8/18/2023	Rogoff, Adam	Coordination emails with J. Sherman and M. Wasson re ROW review (0.1); review materials re same (0.2).	0.30	499.50
8/21/2023	Rogoff, Adam	Review ROW analysis and email M. Wasson re same (0.5).	0.50	832.50
Subtotal: 106 Business Operations			30.10	\$29,472.00
107 Collateral Review				
8/1/2023	Fisher, David	Review collateral documents (.8).	0.80	\$1,352.00
8/2/2023	Fisher, David	Meet with B. Primm and N. Chong regarding documents and data room (.5); calls with Kirkland regarding missing documents (.4); discussion of same with E. Daniels (.3); conference call with Locke Lord regarding workstreams (.3); follow up with KL collateral review team (.3).	1.80	3,042.00
8/2/2023	Daniels, Elan	Call with D. Fisher on collateral review (.3); call with KL, LL team regarding same (.3).	0.60	768.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/2/2023	Chong, Nicole	Review petition and DIP order (0.6); review Facilities Agreement; review UK Securities Deed (0.8); meet with D. Fisher and B. Primm re: data room, missing documentation (0.5); call with co-counsel re collateral review (0.3).	2.20	2,684.00
8/2/2023	Primm, Brian	Meet with D. Fisher and N. Chong re collateral review plan (.5); review data room re questions on assets and collateral (1.6); emails with D. Fisher re same (.3); call with KL team and Locke Lord re collateral review (.3); review and edit collateral review checklist in preparation of meetings (1.3); review data room and security docs re collateral issues and missing docs (1.6).	5.60	4,032.00
8/3/2023	Fisher, David	Communications with Kirkland regarding financing and security documents (.4); emails with KL team re collateral issues (.4).	0.80	1,352.00
8/4/2023	Fisher, David	Communication with Kirkland regarding prepetition loan documents (.2); communications with KL team regarding status (.3); review collateral documents (.9).	1.40	2,366.00
8/4/2023	Daniels, Elan	Email correspondence with D. Fisher regarding missing documents (.2).	0.20	256.00
8/4/2023	Chong, Nicole	Review pre-petition debt docs received from Kirkland (1.1); communications with D. Fisher and B. Primm re same (0.3).	1.40	1,708.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/4/2023	Primm, Brian	Review asset schedules (.6); review debenture and US security agreement (.9); prepare list of unencumbered assets (1.4); emails and calls with KL team re same (.3).	3.20	2,304.00
8/7/2023	Fisher, David	Emails with Kirkland regarding documents (.3); call with N. Chong regarding same (.2); follow up email to N. Chong re same (.2).	0.70	1,183.00
8/7/2023	Chong, Nicole	Review documents received from Kirkland (0.5); summarize list of security documents (0.3); call with D. Fisher re same (0.2).	1.00	1,220.00
8/10/2023	Fisher, David	Follow up with KL team re collateral review and documents (.4); communication with Kirkland regarding documents (.4).	0.80	1,352.00
8/10/2023	Daniels, Elan	Review data room documents (.3); review collateral documents and Australian law primer (1.4); email correspondence with KL team regarding same (.3)	2.00	2,560.00
8/10/2023	Chong, Nicole	Email local counsel re collateral review (0.2).	0.20	244.00
8/10/2023	Primm, Brian	Review of UCC search received (.4); prepare UCC summary chart (.5); review of org docs (.4); review of applicable security agreements and excluded collateral (1.0).	2.30	1,656.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/11/2023	Fisher, David	Communications with E. Daniels and Locke Lord re collateral review (.7); review collateral documents (1.6); communication with Kirkland regarding documents and UCC searches (.3); calls with N. Chong regarding collateral review and status of documents (.3).	2.90	4,901.00
8/11/2023	Daniels, Elan	Email correspondence with KL, LL teams regarding document review and missing collateral documents (.5).	0.50	640.00
8/11/2023	Chong, Nicole	Review security documents (0.4); prepare list of missing documents (0.3); calls with D. Fisher re same (0.3).	1.00	1,220.00
8/14/2023	Daniels, Elan	Email correspondence with KL team regarding collateral review status and analysis (.4).	0.40	512.00
8/15/2023	Fisher, David	Review foreign and US documents (.6); email communication with N. Chong, B. Primm, and Locke Lord re collateral review (.2); call with E. Daniels re same (.5).	1.30	2,197.00
8/15/2023	Daniels, Elan	Call with D. Fisher regarding collateral review status (.5); email correspondence with KL, LL teams regarding collateral review (.4).	0.90	1,152.00
8/15/2023	Daniels, Elan	Email correspondence with S. Bryant regarding UK lien challenge issues (.5).	0.50	640.00
8/15/2023	Chong, Nicole	Email communications with D. Fisher, B. Primm, Locke Lord re collateral review (0.2); review security docs (0.4).	0.60	732.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/15/2023	Primm, Brian	Compile list of security docs received and expected pursuant to SFA and other facilities (.5); emails with KL team re same (.3).	0.80	576.00
8/16/2023	Fisher, David	Conference call with Locke Lord, E. Daniels regarding UK collateral issues (1.1); email E. Daniels regarding same (.4); review of collateral documents (.7); calls and office conference with N. Chong re same (.3).	2.50	4,225.00
8/16/2023	Daniels, Elan	Call with D. Fisher, LL team regarding UK law issues, next steps (1.1); emails with D. Fisher re same (.3).	1.40	1,792.00
8/16/2023	Chong, Nicole	Prepare list of obligors to the security documents (1.7); calls and office conference with D. Fisher re same (0.3); review security documents (3.7); prepare list of excluded assets (1.8).	7.50	9,150.00
8/16/2023	Primm, Brian	Review obligors under existing credit facilities (.6); review release deeds and documents in data room and relevant name change documents re same (1.1); update lists of obligors (.4).	2.10	1,512.00
8/17/2023	Fisher, David	Review collateral review issues (.9); communications with N. Chong regarding same (.5).	1.40	2,366.00
8/17/2023	Bagley, Rose	Review materials for complaint (0.4); call w/ E. Daniels re same (0.5); compile precedent materials re same (1.4).	2.30	2,564.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/17/2023	Daniels, Elan	Call with R. Bagley regarding draft complaint, case background (.5); email correspondence with Australian counsel re collateral review (.4); email correspondence with R. Bagley regarding complaint precedent (.2); prepare inserts for complaint (2.6).	3.70	4,736.00
8/17/2023	Chong, Nicole	Communications with D. Fisher re collateral review (.5); review US security agreement (3.2).	3.70	4,514.00
8/18/2023	Fisher, David	Emails with N. Chong and E. Daniels regarding excluded collateral (.4).	0.40	676.00
8/18/2023	Daniels, Elan	Email correspondence with Australian counsel regarding next steps (.4); email correspondence with KL team and review complaint inserts (.6).	1.00	1,280.00
8/18/2023	Bagley, Rose	Draft materials for UCC complaint (4.4).	4.40	4,906.00
8/21/2023	Bagley, Rose	Draft UCC complaint (4.5).	4.50	5,017.50
8/22/2023	Bagley, Rose	Review data room re UCC complaint (0.8); draft UCC complaint (4.1).	4.90	5,463.50
8/23/2023	Rogoff, Adam	Review E. Daniels email on investigation and claims and review attachments (0.2); call with J. Windom re standing motion and complaint (0.2).	0.40	666.00
8/23/2023	Wasson, Megan	Revise form stipulation re unencumbered assets (0.7).	0.70	854.00
8/23/2023	Fisher, David	Call with KL and Locke Lord teams re collateral review (.5); review collateral documents (1.3).	1.80	3,042.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/23/2023	Ringer, Rachael	Call with KL team and Locke Lord re: collateral review (0.5).	0.50	707.50
8/23/2023	Daniels, Elan	Review standing motion precedent (.5); prepare outline regarding same (.4); call with KL, Locke Lord teams re same (.5); corr. with R. Ringer regarding next steps (.3); call with R. Bagley regarding same (.2); call with J. Windom regarding same (.2).	2.10	2,688.00
8/23/2023	Bagley, Rose	Review data room for background for UCC complaint (1.4); revise UCC complaint re same (1.3); call w/ E. Daniels re same (0.2); meet w/ M. Blackmon re standing motion (0.2); call with KL and Locke Lord re complaint (0.5); further revise complaint (0.9); meet w/ G. Eisenberger and M. Blackmon re complaint and standing motion (0.3).	4.80	5,352.00
8/23/2023	Chong, Nicole	Call with KL team and local counsel re collateral review (0.5); communications with KL team re same (0.2).	0.70	854.00
8/23/2023	Eisenberger, Gabriel	Call with R. Bagley and M. Blackmon re standing motion and complaint (.3); draft portion of complaint (.4); research in connection with complaint (2.5); draft portion of complaint (3.3).	6.50	5,460.00
8/23/2023	Blackmon, Michael	Work on revising standing motion (0.6); meeting with R. Bagley re standing motion (0.2); continue revising standing motion (0.3); meeting with G. Eisenberger and R. Bagley re ongoing workstreams for doc review and other motions (0.3).	1.40	1,176.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/23/2023	Windom, Jennifer	Review precedent standing motion on unperfected liens and related material (0.3); call with E. Daniels regarding unperfected liens (.2); call with A. Rogoff regarding standing motion and complaint work (.2).	0.70	1,011.50
8/23/2023	Primm, Brian	Call with KL and Locke Lord teams re status/plans for collateral review and overview of findings (.5).	0.50	360.00
8/24/2023	Fisher, David	Prepare for call with Locke Lord (.4); attend conference call with Locke Lord UK/US regarding collateral review (.6); review security documents and analysis (.4); review data room, asset list and other information regarding collateral review (.7); review treatments, perfection of certain assets (.3).	2.40	4,056.00
8/24/2023	Daniels, Elan	Email correspondence with KL team regarding standing motion (.5); review and revise complaint (1.1); email correspondence with KL team regarding same (.4).	2.00	2,560.00
8/24/2023	Bagley, Rose	Review and revise draft UCC complaint (6.4); emails with KL group re same (0.4).	6.80	7,582.00
8/24/2023	Chong, Nicole	Call with UK counsel re collateral review (0.6).	0.60	732.00
8/24/2023	Blackmon, Michael	Draft portion of fact section of standing complaint (1.0); draft standing motion (0.9); continue drafting standing motion (0.7).	2.60	2,184.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/25/2023	Fisher, David	Call with T. Novetsky regarding certain collateral (.4); review UCC, loan documents and security documents regarding same (.6); review preliminary results of collateral review and analysis (1.1); email E. Daniels re same (.2); review of Excluded Collateral and analysis of next steps regarding UK/Australia (.5).	2.80	4,732.00
8/25/2023	Daniels, Elan	Email correspondence with Australian counsel regarding next steps on collateral review (.3); email correspondence with KL team regarding complaint, status (.3).	0.60	768.00
8/25/2023	Bagley, Rose	Review comments on complaint from E. Daniels (.3); continue to draft and revise complaint (2.9).	3.20	3,568.00
8/25/2023	Novetsky, Terry	Prepare memorandum on security interests in certain collateral(1.6); email responses to inquiries to KL team (0.3); call w/ D Fisher re: same (0.4).	2.30	3,335.00
8/25/2023	Primm, Brian	Prepare and send Australian-related documents to Australian counsel (.5); review of new documents in data room (.7).	1.20	864.00
8/25/2023	Chong, Nicole	Internal communications re collateral review (0.2).	0.20	244.00
8/25/2023	Windom, Jennifer	Review additional background material and correspondence with KL team regarding potential standing motion and complaint (0.4).	0.40	578.00
8/28/2023	Rogoff, Adam	Email and coordination with D. Fisher re collateral review (0.1).	0.10	166.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/28/2023	Fisher, David	Emails with KL team and Locke Lord regarding status and analysis regarding collateral issues (.4); analysis re certain collateral (.8); communications with KL team regarding same and perfection issues (.2); review issues regarding collateral review (.4).	1.80	3,042.00
8/28/2023	Bagley, Rose	Call w/ E. Daniels re UCC complaint (0.5); call w/ G. Eisenberger and M. Blackmon re same (0.3); research re background for UCC complaint (2.1); revise UCC complaint (1.9).	4.80	5,352.00
8/28/2023	Daniels, Elan	Call with R. Bagley regarding complaint, standing motion status (.5).	0.50	640.00
8/28/2023	O'Neill, P.	Review draft of complaint and background materials (1.2).	1.20	1,830.00
8/28/2023	Eisenberger, Gabriel	Call with R. Bagley and M. Blackmon re complaint (.3)	0.30	252.00
8/28/2023	Blackmon, Michael	Draft standing motion (2.4); call with R. Bagley and G. Eisenberger re complaint and standing motion (0.3).	2.70	2,268.00
8/29/2023	Sharkey, Linda	Further review investigation-related materials (2.1); emails w/ F. Carruzzo and E. Daniels re same and status of review (.2).	2.30	1,380.00
8/29/2023	Fisher, David	Communications with B. Primm re perfection (.2); communications with E. Daniels regarding collateral issues (.3); review collateral workstreams (.4); review data room docs (.5).	1.40	2,366.00
8/29/2023	Bagley, Rose	Review and revise draft UCC complaint (1.4).	1.40	1,561.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/29/2023	O'Neill, P.	Review precedent complaints (.8).	0.80	1,220.00
8/29/2023	Eisenberger, Gabriel	Research re complaint (2.2); further research re same (1.4).	3.60	3,024.00
8/29/2023	Primm, Brian	Review of new documents uploaded to data room (.3).	0.30	216.00
8/29/2023	Blackmon, Michael	Draft summary of DIP Loan for complaint (1.2).	1.20	1,008.00
8/30/2023	Fisher, David	Review status of collateral review matters and follow up with UK counsel (.5), review results of follow up searches (.5); communications with N. Chong re same (.3).	1.30	2,197.00
8/30/2023	Bagley, Rose	Review materials in data room re UCC complaint (2.3); revise UCC complaint re same (1.9); further research and revise UCC complaint (1.2); emails with G. Eisenberger and M. Blackmon re same (0.2).	5.60	6,244.00
8/30/2023	Eisenberger, Gabriel	Reply to R. Bagley email re research for complaint (.3); research re complaint (1.8); reply to R. Bagley email re patient data (.3).	2.40	2,016.00
8/30/2023	Chong, Nicole	Research certain collateral interests (0.9); communications with Z. Fields and D. Fisher re same (0.4).	1.30	1,586.00
8/30/2023	Blackmon, Michael	Further revise DIP Loan description in complaint (0.3); correspond with R. Bagley re revised DIP description (0.3); continue drafting standing motion (0.6); review documents from Debtors' production (0.8).	2.00	1,680.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/30/2023	Primm, Brian	Corr. with KL team re perfection (.2)	0.20	144.00
8/31/2023	Fisher, David	Emails with E. Daniels, N. Chong, BRG re collateral review issues (.5); review workstreams and collateral review status (.6).	1.10	1,859.00
8/31/2023	Bagley, Rose	Draft UCC complaint sections re background and additional counts (1.7); revise same (1.8).	3.50	3,902.50
8/31/2023	Chong, Nicole	Communications with KL team re collateral review (0.2).	0.20	244.00
Subtotal: 107 Collateral Review			158.90	\$186,423.50
109 Creditor Communications				
8/30/2023	Rogoff, Adam	Emails with creditor re case status (0.2).	0.20	\$333.00
Subtotal: 109 Creditor Communications			0.20	\$333.00
111 Use, Sale, and Disposition of Property				
8/2/2023	Rogoff, Adam	Review materials and correspondence on bidding process (0.4).	0.40	\$666.00
8/4/2023	Rogoff, Adam	Review additional LOI and emails and coordinate with K. McColgan re same (0.3).	0.30	499.50
8/7/2023	Rogoff, Adam	Review updated materials on sale process (0.1).	0.10	166.50
8/7/2023	Rogoff, Adam	Participate in call with R. Shapiro, K. McColgan, and M. Wasson on sale status (0.4); call with M. Wasson re same (0.2).	0.60	999.00
8/7/2023	Wasson, Megan	Call with KL, BRG teams re sale issues (0.4); call with A. Rogoff re same (0.2)	0.60	732.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/14/2023	Rogoff, Adam	Review Debtors' analysis re sale compliance requirements (0.1); email M. Wasson re same (0.1).	0.20	333.00
8/14/2023	Rogoff, Adam	Emails with L. Blum, D. Galfus, K. McColgan and M. Wasson re management presentation to bidders (0.2).	0.20	333.00
8/16/2023	Rogoff, Adam	Review materials re status of sales and transaction logistics (0.2).	0.20	333.00
8/16/2023	Wasson, Megan	Call with potential bidder (0.2).	0.20	244.00
8/21/2023	Rogoff, Adam	Coordination emails with M. Wasson re sale process (0.1).	0.10	166.50
8/22/2023	Rogoff, Adam	Call with M. Wasson, Z. Jacobs, R. Shapiro and D. Galfus on sale process status (0.4); follow up email to M. Wasson re same (0.1).	0.50	832.50
8/22/2023	Wasson, Megan	Call with BRG, A. Rogoff, Z. Jacobs re sale issues (0.4).	0.40	488.00
8/22/2023	Jacobs, Zachary	Participate in portion of sale process call (0.3).	0.30	405.00
8/23/2023	Rogoff, Adam	Email and coordinate with M. Wasson re sale process (0.1); emails with J. Sherman re same (0.1); review materials re same (0.2).	0.40	666.00
8/24/2023	Rogoff, Adam	Review materials re sale and APA (0.7).	0.70	1,165.50
8/24/2023	Rogoff, Adam	Email and coordinate with M. Wasson re sale process (0.1); emails with Z. Jacobs re same (0.1); emails with L. Blum re same (0.1); emails with D. Galfus re same (0.2).	0.50	832.50
8/24/2023	Jacobs, Zachary	Review and comment on sale diligence request list (0.9).	0.90	1,215.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/25/2023	Rogoff, Adam	Review materials re sale and draft form of APA (1.3).	1.30	2,164.50
8/25/2023	Rogoff, Adam	Email (0.1), call and coordinate (0.2) with M. Wasson re sale and draft form of APA; emails with Z. Jacobs and BRG re same (0.1).	0.40	666.00
8/25/2023	Wasson, Megan	Review draft APA (2.1); call and emails with A. Rogoff re same (0.2).	2.30	2,806.00
8/28/2023	Rogoff, Adam	Email M. Wasson regarding APA review (0.2).	0.20	333.00
8/28/2023	Rogoff, Adam	Review form of APA (0.9).	0.90	1,498.50
8/28/2023	Rogoff, Adam	Review sale status analysis and update (0.3).	0.30	499.50
8/29/2023	Rogoff, Adam	Email and coordinate with J. Nester, M. Wasson and Z. Jacobs re sale transactions and review new materials re same (0.5).	0.50	832.50
8/29/2023	Rogoff, Adam	Emails and coordination with M. Wasson and Z. Jacobs re analysis of sale transactions, coordination with Debtors and review materials re same (0.4); emails with D. Galfus and M. Wasson re same (0.2); review materials for discussion with Debtors on sale (0.3).	0.90	1,498.50
8/29/2023	Rogoff, Adam	Attend call with M. Wasson, Z. Jacobs, J. Sherman, R. Shapiro, D. Galfus and K. McColgan regarding APA review and sale process (0.7); prepare for call re same (0.2).	0.90	1,498.50
8/29/2023	Wasson, Megan	Further review draft APA and draft equity investment agreement (1.8); call with BRG/KL re APA (0.7); draft agenda for call with KE re sale (0.5).	3.00	3,660.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/29/2023	Jacobs, Zachary	Review APA (2.4); attend call with KL team and BRG re: APA (.7); prepare for call with K&E (.6).	3.70	4,995.00
8/30/2023	Rogoff, Adam	Emails and coordination with M. Wasson and K. McColgan re sale process (0.2).	0.20	333.00
8/30/2023	Rogoff, Adam	Prepare for (0.2) and participate (0.5) in call with J. Fedell, J. Debler, N. Vohra, M. Wasson and Z. Jacobs re sale transactions.	0.70	1,165.50
8/30/2023	Wasson, Megan	Attend call with Debtors and UCC professionals re APA issues (0.5).	0.50	610.00
8/30/2023	Jacobs, Zachary	Prep for (1.3) and participate (.5) in call with K&E re APA.	1.80	2,430.00
8/30/2023	Blackmon, Michael	Prepare for (0.1) and attend (0.5) call with Debtors' counsel re proposed APA agreement.	0.60	504.00
8/31/2023	Rogoff, Adam	Review materials re sale and APA (0.4).	0.40	666.00
8/31/2023	Rogoff, Adam	Emails and coordination with M. Wasson and K. McColgan re sale process (0.2).	0.20	333.00
8/31/2023	Rogoff, Adam	Review sale summary responses from J. Nester and coordinate with M. Wasson and Z. Jacobs re same (0.3).	0.30	499.50
Subtotal: 111 Use, Sale, and Disposition of Property			25.70	\$37,070.00
113 Employee and Physician Matters				
8/1/2023	Rogoff, Adam	Review filed KEIP motion and supporting pleadings (0.4).	0.40	\$666.00
8/10/2023	Ringer, Rachael	Review KEIP/KERP (.5); call w/ M. Wasson, BRG re revisions to same (0.4); analyze metrics and amount (.3).	1.20	1,698.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/10/2023	Rogoff, Adam	Review emails from R. Shapiro and K. McColgan re severance and KEIP (0.1).	0.10	166.50
8/10/2023	Wasson, Megan	Call with BRG team, R. Ringer re KEIP (0.4); follow up emails with BRG/KE re same (0.2).	0.60	732.00
8/11/2023	Ringer, Rachael	Call with J. Fedell re: KEIP/KERP and other case issues (.1); coordinate with UCC professionals re next steps on KEIP/KERP (.1).	0.20	283.00
8/14/2023	Rogoff, Adam	Review materials re KEIP (0.3).	0.30	499.50
8/15/2023	Ringer, Rachael	Call with BRG re: KEIP (.5); review and comment on deck (.4).	0.90	1,273.50
8/17/2023	Ringer, Rachael	Emails w/ KL team re: open issues on KEIP (.4).	0.40	566.00
8/17/2023	Rogoff, Adam	Review status updates on KEIP (0.1); emails with R. Ringer and E. Guffy re same (0.1).	0.20	333.00
8/18/2023	Rogoff, Adam	Review internal status update on KEIP (0.1).	0.10	166.50
8/18/2023	Wasson, Megan	Emails with BRG team re KEIP issues (0.5).	0.50	610.00
8/22/2023	Ringer, Rachael	Call with M. Wasson and BRG re: KEIP (.3).	0.30	424.50
8/22/2023	Ringer, Rachael	Coordinate with UCC professionals re: KEIP issues (.6), call with Kirkland re: same (.3).	0.90	1,273.50
8/22/2023	Rogoff, Adam	Review update emails on status of KEIP (0.1).	0.10	166.50
8/22/2023	Wasson, Megan	Emails with R. Ringer and BRG re KEIP issues (0.5).	0.50	610.00
8/22/2023	Wasson, Megan	Call with BRG, R. Ringer re KEIP (0.3).	0.30	366.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/23/2023	Ringer, Rachael	Call with BRG re KEIP/KERP (0.2), follow-up with Debtors (.4).	0.60	849.00
8/23/2023	Rogoff, Adam	Review update emails on status of KEIP (0.1).	0.10	166.50
8/23/2023	Wasson, Megan	Review emails with BRG re KEIP issues (0.4)	0.40	488.00
8/24/2023	Ringer, Rachael	Call with Kirkland re: KEIP (.3); revise KEIP order (.4); corr. with A. Rogoff and M. Wasson re: same (.2).	0.90	1,273.50
8/24/2023	Rogoff, Adam	Review update emails on KEIP (0.1).	0.10	166.50
8/24/2023	Wasson, Megan	Emails with R. Ringer and BRG re KEIP/KERP (0.5).	0.50	610.00
8/28/2023	Ringer, Rachael	Emails with BRG re KEIP (.3); call with Kirkland re same (.2).	0.50	707.50
8/28/2023	Wasson, Megan	Review revised KEIP/KERP plan documents (0.5); emails with BRG/KE teams re same (0.3).	0.80	976.00
8/29/2023	Wasson, Megan	Email R. Ringer re KEIP (0.2); revise draft statement re KEIP (0.8).	1.00	1,220.00
Subtotal: 113 Employee and Physician Matters			11.90	\$16,291.50
114 Executory Contracts and Unexpired Leases				
8/2/2023	Rogoff, Adam	Review motion to compel assumption/rejection (0.3); coordinate with M. Wasson re same (0.1).	0.40	\$666.00
8/28/2023	Rogoff, Adam	Email and coordination with M. Wasson and D. Galfus regarding master lease agreements (0.2).	0.20	333.00
Subtotal: 114 Executory Contracts and Unexpired Leases			0.60	\$999.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
115 SOFAs and Schedules				
8/16/2023	Wasson, Megan	Emails with KE team re SOFAs/SOALs issues (0.2).	0.20	\$244.00
8/18/2023	Rogoff, Adam	Coordination emails with M. Wasson re schedules and review of same (0.4).	0.40	666.00
8/20/2023	Daniels, Elan	Email correspondence with BRG regarding schedules, analysis of financial statements (.1).	0.10	128.00
8/21/2023	Wasson, Megan	Review SOFAs/SOALs (0.4); emails with UCC member, BRG re same (0.2).	0.60	732.00
8/22/2023	Fisher, David	Calls with N. Chong regarding SOFAs/SOALs (.4); review SOFA/SOALs (.8).	1.20	2,028.00
8/22/2023	Chong, Nicole	Review schedule of assets (0.6); calls with D. Fisher re same (0.4).	1.00	1,220.00
8/23/2023	Chong, Nicole	Review schedules of assets and liabilities (0.8).	0.80	976.00
8/23/2023	Primm, Brian	Review of asset schedules (.7).	0.70	504.00
8/23/2023	Blackmon, Michael	Review schedules submitted by Debtors re prepetition debt (0.3); correspond with R. Bagley re same (0.2).	0.50	420.00
8/24/2023	Daniels, Elan	Review schedules (.4).	0.40	512.00
8/25/2023	Rogoff, Adam	Email M. Wasson re schedules and SOFA (0.1).	0.10	166.50
8/30/2023	Daniels, Elan	Review schedules and email correspondence with KL, BRG teams regarding same (.6).	0.60	768.00
8/30/2023	Chong, Nicole	Review schedules of assets (0.5).	0.50	610.00
8/30/2023	Primm, Brian	Review financial statements for unperfected assets (.9).	0.90	648.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
Subtotal: 115 SOFAs and Schedules			8.00	\$9,622.50
116 Hearings				
8/31/2023	Rogoff, Adam	Prepare for (0.1) and participate in (0.5) omnibus hearing; coordinate with R. Ringer re same (0.3).	0.90	\$1,498.50
8/31/2023	Wasson, Megan	Review and comment on talking points for omnibus hearing (0.4); attend omnibus hearing (0.5).	0.90	1,098.00
8/31/2023	Ringer, Rachael	Prep for hearing re: KEIP (.6); draft talking points for same (.7); attend omnibus hearing (.5); follow-up with A. Rogoff re: same (.3).	2.10	2,971.50
8/31/2023	Eisenberger, Gabriel	Attend majority of omnibus hearing (.4).	0.40	336.00
8/31/2023	Blackmon, Michael	Attend majority of omnibus hearing (0.4)	0.40	336.00
Subtotal: 116 Hearings			4.70	\$6,240.00
118 Disclosure Statement, Plan, Confirmation, Emergence, Wind Down				
8/25/2023	Rogoff, Adam	Review draft of Ch 11 plan (0.9); call and coordinate with M. Wasson re same (0.2).	1.10	\$1,831.50
8/25/2023	Rogoff, Adam	Review update email from R. Ringer re plan status (0.1); emails with M. Wasson and D. Galfus re same (0.1).	0.20	333.00
8/25/2023	Wasson, Megan	Review and summarize draft Ch. 11 plan (3.6); call with A. Rogoff re same (0.2).	3.80	4,636.00
8/28/2023	Wasson, Megan	Further review draft plan and APA (0.5).	0.50	610.00
Subtotal: 118 Disclosure Statement, Plan, Confirmation, Emergence, Wind Down			5.60	\$7,410.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
119 UCC Retention and Fee Matters				
8/3/2023	Eisenberger, Gabriel	Draft email to potential Australian counsel (.6).	0.60	\$504.00
8/11/2023	Kane, Wendy	Email conflicts team re supplemental parties in interest and brief review of same (0.2).	0.20	105.00
8/15/2023	Ringer, Rachael	Revise emails to Australian counsel (.1), emails with KL team re: Australian counsel interviews (.2).	0.30	424.50
8/16/2023	Kane, Wendy	Review supplemental report of potential parties in interest (0.9).	0.90	472.50
8/17/2023	Kane, Wendy	Complete review of supplemental report of potential parties in interest and prepare spreadsheet re same (2.2); email M. Wasson re same (0.1); begin review of June/July fee statement for compliance with UST guidelines and local rules (0.9); email G. Eisenberger re same (0.1).	3.30	1,732.50
8/18/2023	Kane, Wendy	Review June/July fee statement for compliance with UST guidelines and local rules (3.7).	3.70	1,942.50
8/18/2023	Daniels, Elan	Email correspondence with KL team regarding Australian counsel (.3).	0.40	512.00
8/20/2023	Daniels, Elan	Email correspondence with Australian counsel regarding next steps (.4).	0.40	512.00
8/21/2023	Kane, Wendy	Further review June/July fee statement for compliance with UST guidelines and local rules (2.4).	2.40	1,260.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/22/2023	Wasson, Megan	Call with R. Ringer, potential Australian counsel re retention (0.7); prep for same (0.3).	1.00	1,220.00
8/22/2023	Ringer, Rachael	Call with potential Australian counsel and M. Wasson re: interview (.7).	0.70	990.50
8/23/2023	Wasson, Megan	Emails with Australian counsel candidates and KL team re retention (0.3).	0.30	366.00
8/23/2023	Kane, Wendy	Prepare emails to various partners re potential disclosures (0.6); update spreadsheet re same (0.2); draft supplemental Ringer declaration (1.2); email M. Wasson re same (0.1).	2.10	1,102.50
8/23/2023	Ringer, Rachael	Call with A. Rogoff re: potential Australian counsel (.2).	0.20	283.00
8/24/2023	Wasson, Megan	Draft UCC professional fee estimates (0.4); begin reviewing and commenting on June/July fee statement for compliance with UST guidelines and privilege (0.9); emails with R. Ringer re Australian counsel (0.3).	1.60	1,952.00
8/24/2023	Kane, Wendy	Email M. Wasson re revised fee statement (0.1).	0.10	52.50
8/27/2023	Rogoff, Adam	Emails with M. Wasson and Australian counsel re case coordination (0.1).	0.10	166.50
8/28/2023	Wasson, Megan	Call with Australian counsel re case intro (0.8); finish review of June/July fee statement re privilege and UST guidelines (1.9).	2.70	3,294.00
8/28/2023	Daniels, Elan	Call with Australian counsel, KL team regarding next steps (.8).	0.80	1,024.00
Subtotal: 119 UCC Retention and Fee Matters			21.80	\$17,916.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
120 Debtor Retention and Fee Matters				
8/2/2023	Ringer, Rachael	Coordinate with KE re: resolution of PJT retention application issues (.5).	0.50	\$707.50
Subtotal: 120 Debtor Retention and Fee Matters			0.50	\$707.50
121 Tax Matters				
8/8/2023	Rogoff, Adam	Call with B. Herzog and M. Wasson re tax analysis for Debtors' cases (0.5).	0.50	\$832.50
8/8/2023	Wasson, Megan	Internal call with A. Rogoff, B. Herzog re tax background (0.5).	0.50	610.00
8/8/2023	Herzog, Barry	Call w/ A. Rogoff and M. Wasson re: case background (0.5); review case materials (0.4).	0.90	1,467.00
8/9/2023	Herzog, Barry	Prepare for (0.3) and attend (0.5) call w/ M. Wasson and professionals from K&E, A&M and BRG to discuss tax planning and related issues.	0.80	1,304.00
8/9/2023	Wasson, Megan	Attend tax call with KL/KE/A&M/BRG (0.5).	0.50	610.00
8/10/2023	Rogoff, Adam	Email B. Herzog and M. Wasson re tax analysis for Debtors' cases (0.1).	0.10	166.50
8/25/2023	Wasson, Megan	Attend portion of tax coordination call with KL/BRG (0.5).	0.50	610.00
8/25/2023	Herzog, Barry	Call with BRG and M. Wasson to discuss tax matters (0.7); review notes re: same (0.2).	0.90	1,467.00
8/31/2023	Herzog, Barry	Analysis re preservation of US NOLS (0.3); discuss same w/ BRG (0.4); email M. Wasson re same (0.3).	1.00	1,630.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
Subtotal: 121 Tax Matters			5.70	\$8,697.00
123 U.S. Trustee Issues				
8/22/2023	Wasson, Megan	Call with UST, BRG, R. Ringer re KEIP (0.5).	0.50	\$610.00
8/22/2023	Ringer, Rachael	Attend portion of call with UST, BRG and KL teams re: KEIP (.2).	0.20	283.00
8/23/2023	Wasson, Megan	Call with UST, BRG, KL teams re KEIP issues (0.4).	0.40	488.00
8/23/2023	Ringer, Rachael	Call with M. Wasson, BRG, and UST re KEIP/KERP (.4).	0.40	566.00
8/29/2023	Ringer, Rachael	Correspond with UST re: KEIP (.3).	0.30	424.50
Subtotal: 123 U.S. Trustee Issues			1.80	\$2,371.50
129 Committee Investigation and Due Diligence				
8/2/2023	Fisher, David	Communications with B. Primm regarding lender communications regarding refusal to lend (.3).	0.30	\$507.00
8/2/2023	Rogoff, Adam	Emails and coordination with R. Ringer and J. Fedell re investigation and diligence materials (0.1).	0.10	166.50
8/4/2023	Rogoff, Adam	Emails and coordination with R. Ringer and E. Daniels re investigation status (0.2).	0.20	333.00
8/9/2023	Daniels, Elan	Review responses to discovery requests, data room materials (.7).	0.70	896.00
8/10/2023	Rogoff, Adam	Review email from K. Guilfoyle re document production (0.1).	0.10	166.50
8/11/2023	Rogoff, Adam	Emails and coordination with R. Ringer, M. Wasson and E. Daniels re document production (0.3).	0.30	499.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/11/2023	Eisenberger, Gabriel	Review KE production responses and email M. Wasson re same (.3).	0.30	252.00
8/14/2023	Daniels, Elan	Review document production and email correspondence with KL team regarding same (.4); email correspondence with KL litigation support (.2).	0.60	768.00
8/14/2023	Eisenberger, Gabriel	Review Debtors' production (1.5).	1.50	1,260.00
8/15/2023	Daniels, Elan	Call with G. Eisenberger, M. Blackmon regarding discovery review, case law research (.7); review precedent pleadings and email correspondence with KL team regarding potential challenges (1.4); email correspondence with Kirkland regarding discovery issues (.4); email correspondence with A. Lavinbuk regarding investigation, next steps (.4).	2.90	3,712.00
8/15/2023	Eisenberger, Gabriel	Call with E. Daniels, M. Blackmon re review of Debtors' production (.7); meet with M. Blackmon re review of production (.5).	1.20	1,008.00
8/15/2023	Lavinbuk, Ariel	Emails with E. Daniels re potential causes of action (0.3).	0.30	433.50
8/15/2023	Blackmon, Michael	Review documents produced by Debtors (1.8); call with E. Daniels and G. Eisenberger regarding reviewing Debtors' production (0.7); meet with G. Eisenberger re doc review (0.5).	3.00	2,520.00
8/16/2023	Ringer, Rachael	Call with KL team re: investigation (.5); emails with UCC professionals re: next steps re investigation (.5).	1.00	1,415.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/16/2023	Rogoff, Adam	Email and coordinate with S. Reisman re investigation status (0.1); emails with E. Daniels and R. Ringer re same (0.1).	0.20	333.00
8/16/2023	Rogoff, Adam	Email coordinate with E. Daniels re investigation status and document production (.1); review materials re same (0.1).	0.20	333.00
8/16/2023	Daniels, Elan	Email correspondence with K&E regarding tracker, outstanding discovery (.2); call with KL team regarding next steps (.5); call with M. Wasson regarding same (.2); review data room documents, financial statements and prepare summaries/revise diligence tracker regarding same (4.2); call with K. McColgan regarding next steps (.6); email correspondence with K. McColgan regarding theories (.9); prepare litigation outline (1.0); email correspondence with KL team regarding next steps (.6).	8.20	10,496.00
8/16/2023	Eisenberger, Gabriel	Meet with M. Blackmon re Debtors production (.2)	0.20	168.00
8/16/2023	Bagley, Rose	Review email from E. Daniels re investigation (0.2); review background materials re same (1.4).	1.60	1,784.00
8/16/2023	Wasson, Megan	Review/comment on discovery tracker (0.3); call with KL team re investigation prep (0.5); call with E. Daniels re same (0.2).	1.00	1,220.00
8/16/2023	Lavinbuk, Ariel	Review of materials from E. Daniels re potential causes of action (1.0); call with E. Daniels, R. Ringer, and M. Wasson re investigation (0.5).	1.50	2,167.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/16/2023	Blackmon, Michael	Review documents from Debtors' first production (2.3); meet with G. Eisenberger re status of document review (0.2).	2.50	2,100.00
8/17/2023	Rogoff, Adam	Coordinate investigation with S. Reisman (0.1).	0.10	166.50
8/17/2023	Rogoff, Adam	Review emails on status of document production (0.1).	0.10	166.50
8/17/2023	Daniels, Elan	Email correspondence with BRG regarding additional litigation support (.6); email correspondence with Kirkland regarding next steps on doc production (.3); email correspondence with KL team regarding discovery (.5).	1.40	1,792.00
8/17/2023	Eisenberger, Gabriel	Review Debtors' first production (3.9).	3.90	3,276.00
8/17/2023	Blackmon, Michael	Review documents from Debtors' production (2.5).	2.50	2,100.00
8/18/2023	Rogoff, Adam	Review E. Daniels emails on document production (0.1).	0.10	166.50
8/18/2023	Ringer, Rachael	Attend call with Kirkland re: diligence (.8).	0.80	1,132.00
8/18/2023	Chong, Nicole	Communications with KL team re: draft lender stipulation (0.3).	0.30	366.00
8/18/2023	Daniels, Elan	Email correspondence with Australian counsel regarding next steps on collateral review (.4); email correspondence with KL team and review complaint inserts (.6).	0.90	1,152.00
8/18/2023	Bagley, Rose	Attend UCC/Debtor call re diligence (0.8).	0.80	892.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/18/2023	Eisenberger, Gabriel	Review Debtors' production (.5); continue review of Debtors' production (2.7).	3.20	2,688.00
8/18/2023	Wasson, Megan	Attend diligence call with KE team (0.8).	0.80	976.00
8/18/2023	Blackmon, Michael	Continue reviewing documents from Debtors' productions (1.3).	1.30	1,092.00
8/21/2023	Rogoff, Adam	Prepare for (0.1) and participate in (0.8) call with R. Ringer, M. Wasson and Australian counsel re investigation.	0.90	1,498.50
8/21/2023	Kane, Wendy	Review Debtors' second production and prepare chart re same (4.3); email G. Eisenberger re same (0.1).	4.40	2,310.00
8/21/2023	Ringer, Rachael	Call with potential Australian counsel re investigation (.8); coordinate with KL team re: same (.5).	1.30	1,839.50
8/21/2023	Wasson, Megan	Call with potential Australian counsel, R. Ringer and A. Rogoff re investigation (0.8).	0.80	976.00
8/21/2023	Blackmon, Michael	Review documents from Debtor's first production (3.7).	3.70	3,108.00
8/22/2023	Rogoff, Adam	Email and coordinate with M. Wasson and K&E team re investigation status and document production (0.2).	0.20	333.00
8/22/2023	Eisenberger, Gabriel	Email M. Wasson re Debtors' production (.1); review Debtors' production (1.0); continue review of production (2.1); send summary of same to E. Daniels (.4).	3.60	3,024.00
8/22/2023	Blackmon, Michael	Review documents from Debtors' first production (0.7).	0.70	588.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/23/2023	Rogoff, Adam	Coordinate with R. Ringer re Australian counsel and investigation (0.2).	0.20	333.00
8/23/2023	Daniels, Elan	Review document review summary (.8); email correspondence with KL team regarding same (.3); email correspondence with KL team re status of litigation workstreams (1.0); email correspondence with F. Carruzzo regarding investigation issues (.6); review funds flow memorandum (.8); email correspondence with KL, BRG teams regarding same (.4).	3.90	4,992.00
8/23/2023	Bagley, Rose	Call w/ G. Eisenberger and M. Blackmon re document review (0.3).	0.30	334.50
8/23/2023	Eisenberger, Gabriel	Reply to E. Daniels email re Debtors' production (.6); emails with paralegals re production review (.4).	1.00	840.00
8/23/2023	Hecker, Jackson	Update document review tracker (2.9); emails w/ G. Eisenberger re same (0.2).	3.10	1,596.50
8/23/2023	Wasson, Megan	Coordinate uploading of document production (0.3); review document production (3.6); internal emails re same (0.4).	4.30	5,246.00
8/23/2023	Abramowitz, Nathan	Review documents produced by Debtors (2.6); revise tracker for same (0.5).	3.10	1,596.50
8/24/2023	Wasson, Megan	Emails with KL team re investigation issues (0.4).	0.40	488.00
8/24/2023	Ringer, Rachael	Call with Debtors re: unencumbered assets (.6).	0.60	849.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/24/2023	Rogoff, Adam	Review emails re Australian counsel and investigation (0.2).	0.20	333.00
8/24/2023	Daniels, Elan	Prepare for (.3) and attend call with K&E, PJT and A&M regarding unencumbered assets (.6); call with D. Galfus regarding same (.4); call with B. O'Neill regarding investigation (1.2).	2.50	3,200.00
8/24/2023	O'Neill, P.	Call with E. Daniels re: lien investigation (1.2); review background materials (.3); attend portion of call with Kirkland re: unencumbered assets (.4).	1.90	2,897.50
8/24/2023	Eisenberger, Gabriel	Begin review of Debtors' second production (1.8).	1.80	1,512.00
8/24/2023	Hecker, Jackson	Review Debtors' production (2.3); update doc review tracker re same (1.2).	3.50	1,802.50
8/24/2023	Wasson, Megan	Attend call with KE re unencumbered assets (0.6).	0.60	732.00
8/24/2023	Abramowitz, Nathan	Review Debtors' production (0.5); revise excel re same (0.4).	0.90	463.50
8/24/2023	Windom, Jennifer	Review materials in support of UCC standing motion (1.2).	1.20	1,734.00
8/24/2023	Blackmon, Michael	Review Debtor's second production (0.5).	0.50	420.00
8/25/2023	Sharkey, Linda	Review debt documents re investigation (1.6); emails w/ F. Carruzzo and M. Wasson re same (0.2).	1.80	1,080.00
8/25/2023	Ringer, Rachael	Call with Akin, KL team re: updates, investigation (.6); draft update based on call with Akin and call with Debtors re: same (1.2).	1.80	2,547.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/25/2023	Daniels, Elan	Call with Akin Gump, KL teams regarding investigation (.6).	0.60	768.00
8/25/2023	Eisenberger, Gabriel	Review Debtors' second production (1.5).	1.50	1,260.00
8/25/2023	Hecker, Jackson	Review Debtors' productions (2.4); update document tracker (.8).	3.20	1,648.00
8/25/2023	Wasson, Megan	Call with Akin, KL team re case issues and investigation (0.6).	0.60	732.00
8/25/2023	Blackmon, Michael	Review documents from Debtors' productions (0.9).	0.90	756.00
8/26/2023	Windom, Jennifer	Review background information for investigation prep (0.2).	0.20	289.00
8/28/2023	Rogoff, Adam	Coordinate with J. Windom re investigation topics (0.2).	0.20	333.00
8/28/2023	Rogoff, Adam	Email and coordinate with R. Ringer, M. Wasson, E. Daniels, J. Windom and Hall & Wilcox (S. Butler and D. Cooper) regarding Committee investigation and Australian issues (0.8).	0.80	1,332.00
8/28/2023	Sharkey, Linda	Emails w/ F. Carruzzo and review of transaction documents ahead of call (.1); call w/ K&E to discuss status (.4); prepare summary of same and send to F. Carruzzo (.2); review of spreadsheet from E. Daniels (.1).	0.80	480.00
8/28/2023	Carruzzo, Fabien	Review transaction background material and information (.3); prepare for and call with Kirkland (.4); emails with L. Sharkey re prepetition transactions (.1).	0.80	1,200.00
8/28/2023	Rogoff, Adam	Coordinate investigation with S. Reisman (0.1).	0.10	166.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/28/2023	Daniels, Elan	Email correspondence with KL team regarding discovery matters (.5); review and revise discovery letter and email correspondence with B. O'Neill regarding same (.8); review potential stipulation (.3); call with K&E, KL teams regarding investigation issues (.4); email correspondence with J. Windom regarding investigations (.3); prepare for (.3) and call (.9) with J. Windom, B. O'Neill regarding next steps.	3.50	4,480.00
8/28/2023	O'Neill, P.	Call w/ E. Daniels, J. Windom re: investigation (.9).	0.90	1,372.50
8/28/2023	Eisenberger, Gabriel	Review Debtors' production (1.8); continue to review Debtors' production (1.8); draft letter response to Debtors' recent production (1.5).	5.10	4,284.00
8/28/2023	Wasson, Megan	Emails with KL team re investigation issues (0.3); call with KE/KL teams re investigation issues (0.4).	0.70	854.00
8/28/2023	Hecker, Jackson	Finalize document review tracker (0.2).	0.20	103.00
8/28/2023	Abramowitz, Nathan	Review Debtors' production (1.8); revise tracker re same (1.1).	2.90	1,493.50
8/28/2023	Windom, Jennifer	Review background investigation material (0.3); prepare for (.4) and participate in call with B. O'Neill and E. Daniels regarding potential UCC investigations (.9); follow up emails with KL team re same (.2).	1.80	2,601.00
8/28/2023	Blackmon, Michael	Attend call with Debtors' counsel re hedging investigation issues (0.4).	0.40	336.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/29/2023	O'Neill, P.	Revise letter re: document requests and email E. Daniels re same (.4).	0.40	610.00
8/29/2023	Carruzzo, Fabien	Review investigation-related spreadsheet (.3); identify issues in email to E. Daniels and L. Sharkey (.2).	0.50	750.00
8/29/2023	Rogoff, Adam	Coordinate investigation with S. Reisman (.1); emails with R. Ringer and M. Wasson re same (0.1).	0.20	333.00
8/29/2023	Rogoff, Adam	Review emails from E. Daniels re diligence requests for investigation (0.1); review B. O'Neill letter re same (0.1).	0.20	333.00
8/29/2023	Daniels, Elan	Review transaction materials re investigation (.5); email correspondence with K&E, BRG teams regarding same (.3); call with K. McColgan regarding BRG financial analysis relating to investigation (.6); email correspondence with B. O'Neill, G. Eisenberger regarding discovery letter (.4); email correspondence with KL team regarding stipulation, next steps (.4); review cash management issues and email correspondence with KL, BRG teams regarding same (.4).	2.60	3,328.00
8/29/2023	Eisenberger, Gabriel	Revise responsive letter per B. O'Neill and E. Daniels comments (1.5). Email KE team re Aug. 25 letter (.3).	1.80	1,512.00
8/29/2023	Primm, Brian	Emails with KL team re draft stipulation (.5).	0.50	360.00
8/29/2023	Blackmon, Michael	Continue reviewing documents from Debtor's production (3.2)	3.20	2,688.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/30/2023	Rogoff, Adam	Review emails from G. Eisenberger re diligence requests for investigation (0.1).	0.10	166.50
8/30/2023	Rogoff, Adam	Email and coordinate with M. Wasson re investigation diligence areas (0.2); email J. Windom re same (0.3).	0.50	832.50
8/30/2023	Rogoff, Adam	Call and emails re investigation with S. Reisman (0.4); emails with R. Ringer and M. Wasson re same (0.2).	0.60	999.00
8/30/2023	O'Neill, P.	Emails with KL team re: document requests (0.2).	0.20	305.00
8/30/2023	Eisenberger, Gabriel	Reply to M. Wasson email re investigation topics (.2); review Debtors' production (1.1); email B. O'Neill re Committee letter (.1); email KE team re 8/25 correspondence (.2).	1.60	1,344.00
8/30/2023	Hecker, Jackson	Review document production (1.2); update tracker re same (.4).	1.60	824.00
8/31/2023	Rogoff, Adam	Attend investigation coordination call with S. Reisman, Katten team, KL team (0.5); coordinate and email with E. Daniels, M. Wasson and J. Windom re same (0.3).	0.80	1,332.00
8/31/2023	Rogoff, Adam	Follow up call with J. Windom re investigation diligence areas (0.5).	0.50	832.50
8/31/2023	Sharkey, Linda	Review additional documents in data room and confirm missing documents re investigation (0.8).	0.80	480.00
8/31/2023	Ringer, Rachael	Call with Katten and KL team re: updates on investigation (.4).	0.40	566.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/31/2023	Daniels, Elan	Email correspondence with B. O'Neill, G. Eisenberger regarding discovery matters (.2); prepare for (.2) and attend call with Katten and KL teams regarding status of investigations (.4).	0.80	1,024.00
8/31/2023	O'Neill, P.	Prepare for (.6) and attend call (.4) with Katten re: investigation, discovery; emails with E. Daniels re: extension (.2).	1.20	1,830.00
8/31/2023	Eisenberger, Gabriel	Review debtors' production (1.7); continue review of same (2.1).	3.80	3,192.00
8/31/2023	Hecker, Jackson	Review document production (1.0); update tracker re same (.7).	1.70	875.50
8/31/2023	Wasson, Megan	Attend call with Katten and KL team re discovery issues (0.4).	0.40	488.00
8/31/2023	Blackmon, Michael	Work on drafting standing motion (1.1); review precedent standing motions in other SD Texas cases (0.2); continue working on drafting standing motion (1.8); continue drafting standing motion (1.1); review precedent standing motions in other SD Texas cases (0.2); continue working on drafting standing motion (1.8) continue drafting standing motion (1.0); correspond with R. Bagley re status of standing motion (0.1); review documents from Debtors' productions (0.8).	5.00	4,200.00
8/31/2023	Windom, Jennifer	Call with A. Rogoff regarding investigation (.5); attend call with Katten regarding same (.4); follow up email to KL team re same (.2).	1.10	1,589.50
Subtotal: 129 Committee Investigation and Due Diligence			149.00	\$150,461.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
131 Patient Care/PCO				
8/15/2023	Rogoff, Adam	Coordinate with R. Shapiro and K. McColgan re PCO (0.1).	0.10	\$166.50
Subtotal: 131 Patient Care/PCO			0.10	\$166.50
TOTAL			564.90	\$638,457.00

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

In re:

GENESIS CARE PTY LIMITED, *et al.*,⁴

Debtors.

)
)
)
)
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Chapter 11

Case No. 23-90614 (MI)

(Jointly Administered)

**ORDER ALLOWING INTERIM COMPENSATION
AND REIMBURSEMENT OF EXPENSES
(Docket No. ____)**

The Court has considered the *First Interim Application for Allowance of Compensation and Reimbursement of Expenses* filed by Kramer Levin Naftalis & Frankel LLP (the “**Applicant**”).

The Court orders:

1. The Applicant is allowed interim compensation and reimbursement of expenses in the amount of \$1,436,983.30 for the period set forth in the application.
2. The Debtors are authorized to disburse any unpaid amounts allowed by paragraph 1 of this Order.

SIGNED: _____, 2023

**HONORABLE MARVIN ISGUR
UNITED STATES BANKRUPTCY JUDGE**

⁴ A complete list of each of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors’ proposed claims and noticing agent at <https://restructuring.ra.kroll.com/GenesisCare>. The location of Debtors’ principal place of business and the Debtors’ service address in these chapter 11 cases is: 1419 SE 8th Terrace, Suite 200, Cape Coral, Florida 33990.