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Counsel to the Debtor and Debtor in Possession

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

PHILIPPINE AIRLINES, INC.,¹

Debtor.

Chapter 11

Case No. 21-11569 (SCC)

**FIRST MONTHLY FEE STATEMENT OF DEBEVOISE & PLIMPTON LLP FOR
COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF
EXPENSES INCURRED AS COUNSEL TO THE DEBTOR AND
DEBTOR IN POSSESSION FROM SEPTEMBER 4, 2021
THROUGH AND INCLUDING SEPTEMBER 30, 2021**

Dated: November 29, 2021
New York, NY

¹ The Debtor in this chapter 11 case, along with its registration number in the Philippines, is Philippine Airlines, Inc. Philippine Securities and Exchange Commission Registration No. PW 37. The Debtor's corporate headquarters is located at PNB Financial Center, President Diosdado Macapagal Avenue, CCP Complex, Pasay City 1300, Metro Manila, Philippines.



Name of applicant:	Debevoise & Plimpton LLP
Authorized to provide professional services to:	Philippine Airlines, Inc., Debtor and Debtor in Possession
Date of retention order:	October 26, 2021, <i>nunc pro tunc</i> to September 3, 2021
Period for which compensation and reimbursement is sought:	September 4, 2021 through September 30, 2021
Total fees requested in this Fee Statement:	\$753,912.00
Total fees requested in this Fee Statement less the 20% holdback:	\$603,129.60
Total expenses requested in this Fee Statement:	\$4,352.84
Total fees and expenses requested in this Fee Statement:	\$758,264.84
Total fees and expenses requested in this Fee Statement (net of holdbacks):	\$607,482.44
This is a(n): <input checked="" type="checkbox"/> Monthly Application <input type="checkbox"/> Interim Application <input type="checkbox"/> Final Application	

Debevoise & Plimpton LLP (“**Debevoise**”), counsel to the above-caption debtor and debtor-in-possession (the “**Debtor**”) pursuant to this Court’s *Order Authorizing the Employment and Retention of Debevoise & Plimpton LLP as Attorneys for the Debtor Effective Nunc Pro Tunc to the Petition Date* [ECF No. 219] entered on October 26, 2021, hereby submits this *First Monthly Fee Statement of Debevoise & Plimpton LLP for Compensation for Services Rendered and Reimbursement of Expenses Incurred as Counsel to the Debtor and Debtor in Possession From September 4, 2021 Through and Including September 30, 2021* (this “**First Monthly Fee Statement**”), pursuant to sections 327, 330, and 331 of title 11 of the United States Code, Rule 2016 of the Federal Rules of Bankruptcy Procedure, Rule 2016-1 of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York, the Amended

Guidelines for Fees and Disbursements for Professionals in the Southern District of New York Bankruptcy Cases, and the *Order Establishing Procedures For Interim Compensation and Reimbursement of Expenses of Professionals* [ECF No. 125] entered on September 30, 2021 (the “**Interim Compensation Order**”). By this First Monthly Fee Statement, Debevoise seeks (i) compensation in the amount of \$607,482.44, which is equal to 80% of the total amount of reasonable compensation for actual, necessary legal services that Debevoise incurred in connection with such services during the period of September 4, 2021 through and including September 30, 2021 (the “**First Monthly Period**”) (*i.e.* \$753,912.00²) and (ii) reimbursement in the amount of \$4,352.84 for the actual, necessary expenses that Debevoise incurred in connection with such services.

Itemization of Services and Disbursements Incurred

1. In support of this First Monthly Fee Statement, the following exhibits are attached:

- **Exhibit A** is a schedule of the total number of hours billed by Debevoise partners, counsel, associates, and paraprofessionals during the First Monthly Period with respect to each of the subject matter categories Debevoise established in accordance with its internal billing procedures.
- **Exhibit B** is a schedule providing certain information regarding the Debevoise attorneys and paraprofessionals for whose work compensation is sought in this First Monthly Fee Statement, including positions, level of experience, hourly rate, total hours spent working in this case during the First Monthly Period, and amount of compensation sought on account thereof. Attorneys and paraprofessionals of Debevoise billed a total of 705.3 hours in connection with this case during the First Monthly Period. The blended hourly billing rate of attorneys for all services provided during the First Monthly Period is \$1,208.38, and of all paraprofessionals during such period is \$410.

² This amount reflects a reduction in fees in the amount of \$54,235.50 on account of voluntary write-offs.

- **Exhibit C** is a schedule setting forth the total amount of reimbursement sought with respect to each category of expenses for which Debevoise is seeking reimbursement in this First Monthly Fee Statement. These amounts together comprise the total requested sum of Debevoise's out-of-pocket expenses for the First Monthly Period.
- **Exhibit D** consists of Debevoise's detailed time records and expenses incurred in the First Monthly Period, by project category, in the rendition of professional services to the Debtor.

Representations

2. Although every effort has been made to include all fees and expenses incurred by Debevoise attorneys and paraprofessionals during the First Monthly Period, some fees and expenses might not be included in this First Monthly Fee Statement due to delays caused in connection with accounting and processing of such time and expenses. Accordingly, Debevoise reserves the right to make further application to this Court for the allowance of such fees and expenses incurred during the First Monthly Period, but not included herein.

Notice and Objection Procedures

3. In accordance with the Interim Compensation Order, notice of this First Monthly Fee Statement shall be given by hand or overnight delivery upon the following parties (collectively, the "**Fee Notice Parties**"):

- (a) the Debtor c/o Philippine Airlines, Inc., PNB Financial Center, President Diosdado Macapagal Avenue, CCP Complex, Pasay City 1300, Metro Manila, Philippines (Attn: Clara C. De Castro, Vice President of Legal Affairs; clara_decastro@pal.com.ph);
- (b) counsel for the Debtor, Debevoise & Plimpton LLP, 919 Third Avenue, New York, New York 10022 (Attn: Jasmine Ball, Nick S. Kaluk, III, Elie J Worenklein; jball@debevoise.com, nskaluk@debevoise.com, eworenklein@debevoise.com); and
- (c) the U.S. Trustee for the Southern District of New York, 201 Varick Street, Suite 1006, New York, New York 10014 (Attn: Susan A. Arbeit; Email: susan.arbeit@usdoj.gov).

4. Objections to this First Monthly Fee Statement, if any, must be served by the objection deadline upon Debevoise & Plimpton LLP, 919 Third Avenue, New York, NY 10022 (Attn: Jasmine Ball, Nick S. Kaluk, III, Elie J Worenklein; jball@debevoise.com, nskaluk@debevoise.com, eworenklein@debevoise.com), no later December 14, 2021 at 12:00 p.m. (Prevailing Eastern Time) (the “**Objection Deadline**”). Objections to this First Monthly Fee Statement, if any, must set forth the nature of the objection and the specific amount of fees or expenses at issue.

5. If no objection to this First Monthly Fee Statement is received by the Objection Deadline, the Debtor shall promptly pay Debevoise 80% of the fees and 100% of the expenses identified in this First Monthly Fee Statement. To the extent that an objection to this First Monthly Fee Statement is served by the Objection Deadline, the Debtor shall withhold payment of that portion of this First Monthly Fee Statement to which the objection is directed and promptly pay the remainder of the fees and expenses in the percentages set forth above. To the extent such objection is not resolved in accordance with the Interim Compensation Order, it shall be preserved and scheduled for consideration at the next interim or final fee application hearing.

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WHEREFORE, Debevoise respectfully requests (i) compensation in the amount of \$607,482.44, which is equal to 80% of the total amount of reasonable compensation for actual, necessary legal and paraprofessional services incurred by Debevoise during the First Monthly Period, and (ii) reimbursement in the amount of \$4,352.84, which is equal to 100% of the actual, necessary expenses incurred by Debevoise in connection with such services.

Dated: November 29, 2021
New York, New York

DEBEVOISE & PLIMPTON LLP

By: /s/ Jasmine Ball

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*Counsel to the Debtor and Debtor in
Possession*

Exhibit A

Summary of Fees by Project Category During the First Monthly Period

Matter Number	Project Category/Matter Description	Hours Billed	Total Fees Incurred
1100	Case Administration	206.7	\$167,772.00
1101	Claims Administration, Objections & Settlements	16.6	\$17,241.50
1102	Aircraft Financing	111.7	\$117,651.50
1103	Assumption & Rejection of Leases; Asset Dispositions	N/A	N/A
1104	Court Hearings	62.0	\$89,281.00
1105	Retention & Fee Applications	100.7	\$99,046.00
1106	Non-Working Travel	N/A	N/A
1107	Corporate Governance	N/A	N/A
1108	Meetings & Communications with Client	38.4	\$58,803.50
1109	Meetings & Communications with Creditors	24.0	\$31,324.50
1110	Financing & Cash Collateral	53.1	\$70,848.00
1111	Plan & Disclosure Statement	36.5	\$41,884.50
1112	Relief From Stay & Adequate Protection	3.1	\$3,441.00
1113	Employee Wages & Benefits	.9	\$1,066.50
1114	Taxes	5.4	\$6,399.00
1116	Non Bankruptcy Litigation	17.9	\$18,954.00
1117	Business Operations	28.3	\$30,199.00
	Total:	705.3	\$753,912.00

Exhibit B

Attorneys and Paraprofessionals' Information During the First Monthly Period

Name	Department (Position)	Bar Admission¹	Hourly Rate²	Total Hours Billed	Total Fees Incurred
Jasmine Ball	Partner – Restructuring	2000	\$1,790	121.30	\$217,127.00
Nick S. Kaluk, III	Counsel – Restructuring	2012	\$1,290	122.50	\$158,025.00
Ben Lee Friedman	Associate – Tax	2012	\$1,185	5.40	\$6,399.00
Elie J. Worenklein	Associate – Restructuring	2011	\$1,185	139.20	\$164,952.00
Mitchell Carlson	Associate – Restructuring	2021	\$810	137.60	\$111,456.00
Tzerina Dizon	Associate – Restructuring	2021	\$810	56.10	\$45,441.00
Kimberly Hollingsworth	Senior Corporate Restructuring Manager	N/A	\$410	123.20	\$50,512.00
	Total:			705.3	\$753,912.00

¹ Personnel marked as “Not Yet Admitted” practice under the supervision of licensed attorneys admitted to practice in the applicable jurisdiction.

² The blended rate for attorneys is \$1,208.38 per hour. The blended rate for paraprofessionals is \$410 per hour.

Exhibit C

Summary of Expenses Incurred During the First Monthly Period

Expense Category	Total Amount
Duplicating ¹	\$3,321.85
Express Mail	\$377.30
Document Retrieval Service	\$36.59
Transcript Fees	\$617.10
Total:	\$4,352.84

¹ Rate for black and white photocopies is \$.10 per page; rate for color photocopies is \$.25 per page.

Exhibit D

Records of Fees and Expenses Incurred During the First Monthly Period



Debevoise & Plimpton LLP
919 Third Avenue
New York, NY 10022
+1 212 909 6000

November 29, 2021

8F PNB Financial Center
Diosdado Macapagal Avenue
CCP Complex
Pasay City, 1307
Philippines

Invoice #: 2413968

Client 26417

FOR PROFESSIONAL SERVICES rendered during the period from September 4, 2021 through September 30, 2021 in connection with the following matters:

CASE ADMINISTRATION	\$167,772.00
CLAIMS ADMINISTRATION, OBJECTIONS & SETTLEMENTS	\$17,241.50
AIRCRAFT FINANCING	\$117,651.50
COURT HEARINGS	\$89,281.00
RETENTION & FEE APPLICATIONS	\$99,046.00
MEETINGS & COMMUNICATIONS WITH CLIENT	\$58,803.50
MEETINGS & COMMUNICATIONS WITH CREDITORS	\$31,324.50
FINANCING & CASH COLLATERAL	\$70,848.00
PLAN & DISCLOSURE STATEMENT	\$41,884.50
RELIEF FROM STAY & ADEQUATE PROTECTION	\$3,441.00
EMPLOYEE WAGES & BENEFITS	\$1,066.50
TAXES	\$6,399.00
NON-BANKRUPTCY LITIGATION	\$18,954.00
BUSINESS OPERATIONS	\$30,199.00
Total Fees	\$753,912.00
Charges and Disbursements	\$4,352.84
TOTAL AMOUNT DUE	\$758,264.84

Payment Due Upon Receipt

Payment may Be Made By Wire Transfer to:
Account # [REDACTED] at Citibank, N. A., New York, N. Y.
ABA # [REDACTED] SWIFT: [REDACTED]
Tax Identification Number [REDACTED]

Date	Timekeeper	Narrative	Hours
09/04/21	Ball, Jasmine	Review timing requirements re first day hearing (.7); email with N. Kaluk re same (.1); emails with CFO and GC re same (.3); emails with DIP lender counsel on potential timing of first day hearing (.2); emails with D. Rosenzweig [NRF] on potential timing of first day hearing (.2).	1.5
09/04/21	Kaluk, Nick S. III	Call with Chambers re scheduling first day hearing (.3); emails with J. Ball, A. Zatz [W&C] and UST re same (.5); coordinate with K. Hollingsworth and KCC team re first day noticing and logistics (.5); call with K. Hollingsworth re same (.4).	1.7
09/04/21	Worenklein, Elie J.	Comment on draft first day agenda (.2); emails with team re courtesy copies for Chambers (.2); emails with team re scheduling first day hearing and other court requirements (.4).	0.8
09/04/21	Hollingsworth, Kimberly	Prepare additional binders for delivery re first days (2.4); call with N. Kaluk re same (.4); begin organization of documents re case management (2.9); revise agenda re first day motions (1.3); revise first day declaration re exhibits (1.6).	8.6
09/05/21	Ball, Jasmine	Emails with N. Kaluk re second day hearing (.2); emails with M. Carlson and E. Worenklein re first day declaration (.3); emails with E. Worenklein and N. Kaluk re UST requests (.4).	0.9
09/05/21	Kaluk, Nick S. III	Coordinate revisions to first day declaration and filing logistics (.5); email with E. Worenklein re status of first day agenda and filing re same (.1).	0.6
09/05/21	Worenklein, Elie J.	Revise first day declaration.	0.6
09/06/21	Ball, Jasmine	Emails with N. Kaluk and E. Worenklein re foreign representative motion.	0.3
09/06/21	Kaluk, Nick S. III	Emails with E. Worenklein and K. Hollingsworth re status of outstanding first day filings and agenda.	0.5
09/06/21	Carlson, Mitchell	Call with E. Worenklein re first day declaration revisions (.5); review same (.5); revise first day declaration re exhibits (1.2); call with K. Hollingsworth re first day declaration exhibits and first day motions (.7); correspond with K. Hollingsworth re same (.3).	3.2
09/06/21	Worenklein, Elie J.	Call with M. Carlson re first day declaration (.5); revise first day declaration with PAL updates (.3); draft email to PAL re inquiry on cash management motion from creditor (.3).	1.1
09/07/21	Kaluk, Nick S. III	Call with K. Hollingsworth re first day logistics (.3); coordinate with M. Carlson and K. Hollingsworth re first day hearing logistics, amended filings, and proposed orders (1.4).	1.7
09/07/21	Carlson, Mitchell	Prepare documents requested by the UST (.4); emails with N. Kaluk re same (.3); call with K. Hollingsworth re interim orders (.2); finalize proposed orders re first days (2.8), email N. Kaluk re same (.1); prepare email re first day hearing materials (.3).	4.1
09/07/21	Hollingsworth, Kimberly	Review potential revisions to first day filings (.6); emails with team re same (.2); begin preparations of exhibits to RSA document re filing (1.1); call with N. Kaluk re first days (.3); call with N. Kaluk and M. Carlson re first day binders and delivery of hearing prep materials for team (1.4); prepare first day hearing binder for Judge Chapman re courtesy copy (1.3).	4.9

Date	Timekeeper	Narrative	Hours
09/08/21	Ball, Jasmine	Call with internal team re preparation for first day hearing.	0.5
09/08/21	Ball, Jasmine	Review query from UST re first day motion (.4); review additional query from UST re first day motion language for revision to proposed order (.4).	0.8
09/08/21	Kaluk, Nick S. III	Email with S. Arbeit and B. Higgins [UST] re questions on first day pleadings (.6); participate in standing WIP call with Debevoise team (.5); coordinate with M. Carlson on compiling revised first day orders for Chambers (.4); coordinate with K. Hollingsworth re first day binder distributions and conference lines (.3).	1.8
09/08/21	Carlson, Mitchell	Update proposed motions to be circulated to Chambers and the UST (1.1); email KCC re affidavit of services (.3).	1.4
09/08/21	Carlson, Mitchell	Update cash management interim order (.5); emails with team re same (.3); update wages interim order (.4); emails re same (.2); review revisions of all proposed orders re filed exhibits with team (1.5); finalize same (.7).	3.6
09/08/21	Dizon, Tzerina	Attend team call led by J. Ball re first day hearing prep (.7); attend weekly internal phone meeting led by J. Ball (.5).	1.2
09/08/21	Worenklein, Elie J.	Call with K. Hollingsworth re open items for first day hearing (.4); comment on revised first day orders (1.9); edit draft script for first day hearing (1.8); emails with PAL re UST questions on first day orders (.3); emails with UST re revisions to first day orders (.4); update proposed first day orders (1.0).	5.8
09/08/21	Hollingsworth, Kimberly	Register court appearances via CourtSolutions (.9); draft instructions re same (.6); prepare binders for UST re first day hearing (1.9); call with E. Worenklein re status of first day tasks (.4); respond to team emails re tasks (.8).	4.6
09/08/21	Hollingsworth, Kimberly	Attend [partial] first day hearing meeting with J. Ball, N. Kaluk, T. Dizon, M. Carlson, E. Worenklein.	0.5
09/09/21	Ball, Jasmine	Review status and open items list re next steps in case (.9); begin preparation for second day hearings (.4).	1.3
09/09/21	Ball, Jasmine	Respond to emails with UST re first day orders.	0.2
09/09/21	Carlson, Mitchell	Call with K. Hollingsworth re case administration (.4); draft notice for second day hearing (1.7).	2.1
09/09/21	Worenklein, Elie J.	Call with Chambers re proposed orders (.3); call with KCC re same (.3); call with Chambers re revised orders (.2); respond to emails from PAL re same (.4); email M. Carlson re notice of hearing (.1).	1.3
09/09/21	Worenklein, Elie J.	Review critical dates calendar (.4); comment on draft notice of hearing (.3).	0.7
09/09/21	Hollingsworth, Kimberly	Respond to team emails re service (.5); call with M. Carlson re case management (.4); monitor court docket re substantive filings (.3); review proposed orders re revisions (1.1); draft emails to the Court re same (.7).	3.0
09/09/21	Hollingsworth, Kimberly	Prepare proposed order for approval (.8); call with E. Worenklein re same (.2); send emails to Chambers re same (.4).	1.4

Date	Timekeeper	Narrative	Hours
09/10/21	Worenklein, Elie J.	Update draft utilities motion for 2nd day hearing (.4); comment on draft notice of hearings (.3).	0.7
09/10/21	Hollingsworth, Kimberly	Prepare notices for filing (1.4); monitor court docket re recently filed pleadings (1.1); update case files re same (1.3); confirm list of first days re interim orders (.7); update first day index re interim orders (.3); emails with A. McDermott [KCC] re court docket and service (.3); review KCC website re case maintenance (.5).	5.6
09/13/21	Kaluk, Nick S. III	Email with E. Worenklein re second day filings and logistics re same.	0.2
09/13/21	Carlson, Mitchell	Draft case management motion and order (5.2); draft emails with E. Worenklein re same (.2).	5.4
09/13/21	Worenklein, Elie J.	Call with K. Hollingsworth re second day motions (.5); comment on draft case management motion (.6); update utilities motion (.4); draft email to PAL re same (.2); revise interim compensation motion (.6).	2.3
09/13/21	Worenklein, Elie J.	Emails with UST re scheduling 341 meeting (.2); draft email to client re same (.2); revise case management motion and proposed order (.7); gather information requested by UST (.6).	1.7
09/13/21	Hollingsworth, Kimberly	Update first day hearing binder re entered orders (.3); coordinate logistics re 9/30 hearing (.2); call with E. Worenklein re prep for 2nd day motions (.5).	1.0
09/14/21	Kaluk, Nick S. III	Review first-days re case management.	0.3
09/14/21	Carlson, Mitchell	Draft exhibits re case management motion (4.5); emails with E. Worenklein re same (.2).	4.7
09/14/21	Dizon, Tzerina	Call with E. Worenklein re draft final orders.	0.5
09/14/21	Worenklein, Elie J.	Revise case management motion (1.6); emails with M. Carlson re case management research (.3); review proposed orders for first day motions (.3).	2.2
09/15/21	Ball, Jasmine	Call with KCC and client re continued preparation of schedules and SOFAs (1.0); review draft utilities motion (1.6); review draft case management motion (1.5).	4.1
09/15/21	Kaluk, Nick S. III	Call with E. Worenklein re WIP (.2); participate in standing status call with internal Debevoise team (.4).	0.6
09/15/21	Carlson, Mitchell	Call with T. Dizon re final orders (.2); attend PAL weekly team call re updates (.4).	0.6
09/15/21	Dizon, Tzerina	Call with M. Carlson re draft final orders (.2); call with K. Hollingsworth re same (.1); attend weekly internal team meeting (.3).	0.6
09/15/21	Worenklein, Elie J.	Draft email to PAL re status of second day motions (.4); comment on updated draft of interim compensation motion (.6); draft email to team re open tasks (.2).	1.2
09/15/21	Worenklein, Elie J.	Call with N. Kaluk re open items (.3); participate in weekly team call re case administration (.4); call with K. Hollingsworth re upcoming filings (.2); update OCP and case management motions (.5); draft email to W&C with copies of second day motions (.1).	1.5

Date	Timekeeper	Narrative	Hours
09/15/21	Worenklein, Elie J.	Call with K. Hollingsworth re status of upcoming filings (.3); draft email to K. Hollingsworth re critical dates list (.1).	0.4
09/15/21	Hollingsworth, Kimberly	Review second day motions re updates (.6); revise same re notices (.7); attend weekly team call with N. Kaluk, E. Worenklein, T. Dizon, M. Carlson re case updates (.4); calls with E. Worenklein re 2nd day filings (.5); emails with team re same (.1).	2.3
09/16/21	Ball, Jasmine	Review revisions of second day motions (1.7); review emails re coordination with UST on second day hearing (.2).	1.9
09/16/21	Kaluk, Nick S. III	Finalize case management motion for filing (.7); finalize utilities motion for filing (.6); call with K. Hollingsworth re same (.4); email with J. Ball re status of second day motions and applications (.3).	2.0
09/16/21	Carlson, Mitchell	Emails with N. Kaluk re utilities motion (.2); revise same (.5); revise case management motion and interim compensation motions re notice parties (.5); respond to W&C email re second day motions (.3); emails with N. Kaluk and J. Ball re second day motions (.4); revise same (1.3).	3.2
09/16/21	Dizon, Tzerina	Review second day motions (.4); send emails to M. Carlson re same (.1); review draft critical dates list (1.2); send emails to K. Hollingsworth re same (.1); continue revising final orders (1.6).	3.4
09/16/21	Worenklein, Elie J.	Review final edits re case management motion (.3); emails with UST re 341 meeting (.2).	0.5
09/16/21	Hollingsworth, Kimberly	Call with N. Kaluk re case management (.4); revise motions re case management, interim compensation, utilities, and OCP (.6); file same (.3); respond to team emails re same (.4); emails with A. McDermott [KCC] re same (.2); update chart re first day interim orders (.3); update case folders re case management (.9); draft critical dates list re deadlines (1.2).	4.3
09/17/21	Kaluk, Nick S. III	Review non-DIP critical dates calendar (.6); email with Chambers re courtesy copies of second day pleadings (.2).	0.8
09/17/21	Worenklein, Elie J.	Call with KCC re upcoming filings and 341 meeting (.3); multiple calls with K. Hollingsworth re critical dates list (.6); update critical dates list (.4); comment on draft notice of commencement (.2); respond to client email re interim order caps (.1); email UST re cash management order (.1).	1.7
09/17/21	Hollingsworth, Kimberly	Calls with E. Worenklein re filings and tasks (.6); emails with A. McDermott [KCC] re same (.2); correspond with team re case updates (1.2); revise critical dates list (1.6); revise notices for filing (.4); file same (.3); update case folders re court docket (1.6); finalize notice of commencement for circulation (1.3).	7.2
09/18/21	Worenklein, Elie J.	Review research re notice of commencement (.3); review draft notice of 341 meeting (.1).	0.4
09/19/21	Worenklein, Elie J.	Draft email to PAL re 341 meeting.	0.2
09/19/21	Hollingsworth, Kimberly	Compare bankruptcy forms re notice of commencement (.1); respond to email from E. Worenklein re same (.1).	0.2
09/20/21	Kaluk, Nick S. III	Call with E. Worenklein re WIP (.5); call with K. Hollingsworth re same (.3); email to client re critical dates calendar (.2).	1.0

Date	Timekeeper	Narrative	Hours
09/20/21	Carlson, Mitchell	Call with K. Hollingsworth re critical dates list (.3); calendar same (2.3).	2.6
09/20/21	Worenklein, Elie J.	Call with N. Kaluk re open items and case administration (.5); review and comment on final 341 notice (.2).	0.7
09/20/21	Hollingsworth, Kimberly	Call with M. Carlson re calendaring (.3); review dates re same (.3); register attorneys and client for 9/30 hearing (.3); revise critical dates list re same (.6); revise notice of commencement form (.4); call with N. Kaluk re case management (.3); update case files re same (1.7).	3.9
09/21/21	Kaluk, Nick S. III	Email with L. Scott [KCC] re individual redaction procedures for creditor matrix.	0.2
09/21/21	Hollingsworth, Kimberly	Draft meeting of creditors notice for publication (1.4); organize case files re updates (.7); emails with internal team re same (.5).	2.6
09/22/21	Kaluk, Nick S. III	Email with S. Arbeit [UST], T. Dizon and K. Hollingsworth re revised second day orders.	0.2
09/22/21	Worenklein, Elie J.	Review and comment on revised 341 notice.	0.2
09/22/21	Hollingsworth, Kimberly	Call with E. Worenklein re case management (.8); update case files re same (.2).	1.0
09/23/21	Kaluk, Nick S. III	Call with J. Eisen [Chambers] re second day logistics (.2); email with K. Hollingsworth and team re same (.4).	0.6
09/23/21	Carlson, Mitchell	Call with K. Hollingsworth re second day hearing (.2), call with E. Worenklein re same (.4).	0.6
09/23/21	Dizon, Tzerina	Call with E. Worenklein re final orders for first days (.4); further revise final orders for first days (4.2).	4.6
09/23/21	Worenklein, Elie J.	Call with M. Carlson re second day hearing prep and Chambers copies (.4); review and comment on updated 341 notice (.2).	0.6
09/23/21	Worenklein, Elie J.	Call with K. Hollingsworth re pending tasks (.8); revise proposed orders for upcoming second day hearing (1.1); multiple emails with the UST re comments to proposed final orders (.4); draft email to W&C re second day hearing (.2).	2.5
09/23/21	Worenklein, Elie J.	Call with T. Dizon re preparing final first day orders.	0.4
09/23/21	Hollingsworth, Kimberly	Call with Elie Worenklein re status of tasks (.8); prepare folders for Judge Chapman re courtesy copies (1.1); review publication notice re 341 meeting (.7); update case folders re filed substantive filings (.9); prepare caption template for team (.2); respond to team emails re case management (.6); calls with M. Carlson re second day hearing (.2); emails re same (.4).	4.9
09/24/21	Kaluk, Nick S. III	Update Chambers re expected status of second day hearing, current UCC status and delivery of courtesy binders (.2); email with E. Worenklein re same (.2).	0.4
09/24/21	Dizon, Tzerina	Attend teleconference with UST led by E. Worenklein (.4); incorporate UST comments to draft final orders (.4); send emails to E. Worenklein re same (.1).	0.9
09/24/21	Worenklein, Elie J.	Call with UST and T. Dizon re first day orders (.4); finalize first day orders re UST comments (.6); draft emails to KCC and PAL re publication of 341 notices (.3).	1.3

Date	Timekeeper	Narrative	Hours
09/25/21	Worenklein, Elie J.	Review W&C comments to final draft orders (.2); review and sign off on 341 publication samples (.2).	0.4
09/27/21	Ball, Jasmine	Review orders and CNOs for second day hearing.	1.2
09/27/21	Kaluk, Nick S. III	Prepare for call with E. Worenklein, T. Dizon and M. Carlson re second day hearing logistics (.4); participate in same (.8); follow up email with same group re same (.5).	1.7
09/27/21	Carlson, Mitchell	Emails with PAL team re today's filings and the proposed orders for the second day hearing (.3); call with Debevoise team re updates, second day hearing, and filings (.8); prepare PDF versions of all proposed orders for the second day hearing (.5) and review same (.4); email T. Dizon re the same (.1).	2.1
09/27/21	Dizon, Tzerina	Further revise final orders in preparation for filing (.6); send emails to K. Hollingsworth and E. Worenklein re same (.1); call with K. Hollingsworth re same (.3); call with E. Worenklein re same (.2); review letter from notice party (.1); email to KCC team re same (.1); attend internal Debevoise team phone meeting on preparation for hearing (.8); compile proposed orders for filing (.6); revise certificate of no objection (.4); send emails to M. Carlson and K. Hollingsworth re same (.1).	3.3
09/27/21	Worenklein, Elie J.	Call with K. Hollingsworth re preparing CNOs (.4); emails with team re planning for second day hearing (.3); call with F. Vazquez (NRF) re omnibus hearing dates and upcoming filings (.4); draft outline of open items for internal team call (.2); draft email to KCC re upcoming filings and required service (.3); correspond with K. Hollingsworth re agenda and CNOs (.4); call with T. Dizon re CNO and revised proposed orders (.2); internal team call re open items (.8); draft email to UST re revised cash management motion (.1).	3.1
09/27/21	Hollingsworth, Kimberly	Review team emails re case management (.6); attend team call re updates (.8); call with T. Dizon re final orders (.3); review precedent re CNOs (.9); draft same (3.2); call with E. Worenklein re CNOs (.4); revise same (.7); prepare exhibits re same (1.6); update case folders re updates (2.1); revise supplement to motion to seal (.6).	11.2
09/28/21	Ball, Jasmine	Emails with N. Kaluk and E. Worenklein re omnibus hearing date logistics (.4); review agenda re approval (.2).	0.6
09/28/21	Kaluk, Nick S. III	Review draft agenda for second day hearing (.5); email re same with K. Hollingsworth (.1); calls with K. Hollingsworth re today's filings (.4); help coordinate same with M. Carlson, T. Dizon and K. Hollingsworth (.5); coordinate with S. Arbeit [UST] re omnibus hearing dates (.2); email with J. Ball and M. Carlson re same (.5); call with J. Eisen [Chambers] re hearing materials for Court (.1); email with K. Hollingsworth re same (.3);.	2.6
09/28/21	Carlson, Mitchell	Call with K. Hollingsworth re filing of CNOs and agenda (.2); finalize same (.9); emails with team re same (.2); emails with Seabury, W&C, and NRF re proposed omnibus hearing dates (.3); coordinate final versions of all proposed orders with K. Hollingsworth in preparation for submission (.5). call with K. Hollingsworth re same (.1); emails w/ N. Kaluk re same (.2).	2.4

Date	Timekeeper	Narrative	Hours
09/28/21	Dizon, Tzerina	Revise second day hearing agenda and certificate of no objection (.9); send emails to K. Hollingsworth re same (.1); revise affiliates list for UST reporting (.2); send emails to N. Kaluk re same (.1).	1.3
09/28/21	Hollingsworth, Kimberly	Draft agenda for 9/30 hearing (1.9); call with M. Carlson re agenda (.2); prepare CNO for filing (1.3); revise agenda (.9); multiple calls with N. Kaluk re filings (.4); prepare Court-Solution instructions re registrations (.8); organize case folders re updates (1.6); begin organization of orders and redlines re emails to Chambers (1.1); call with M. Carlson re same (.1); coordinate delivery of courtesy copies to Chambers re recently filed documents (.4); emails with A. McDermott [KCC] re notice of filings (.3).	9.0
09/29/21	Ball, Jasmine	Call with K. Hollingsworth, M. Carlson, N. Kaluk and E. Worenklein re upcoming case deadlines and deliverables (.4); review amended agenda re approval (.2).	0.6
09/29/21	Kaluk, Nick S. III	Coordinate delivery of remaining CNO orders to Chambers (.3); participate in weekly standing WIP call with J. Ball and rest of internal team (.4); email with Chambers re tomorrow's hearing and omnibus dates (.2); email re revisions to case management order and agenda with K. Hollingsworth (.4); email with Chambers re same (.2).	1.5
09/29/21	Carlson, Mitchell	Attend Debevoise team call re second day hearing.	0.4
09/29/21	Dizon, Tzerina	Emails to KCC re service of orders and retentions (.3); phone call with A. McDermott [KCC] re same (.2); email to Chambers re amended agenda and retentions (.3); send emails to K. Hollingsworth re same (.2).	1.0
09/29/21	Worenklein, Elie J.	Draft email to PAL re questions for second day hearing (.4); review and sign off on amended agenda (.1); email exchanges with team re omnibus hearing dates (.2).	0.7
09/29/21	Hollingsworth, Kimberly	Send emails to Chambers re proposed orders (2.1); revise case management order (.2); circulate same to teams for review (.2); update case files re certificates of service (.8); attend team meeting with J. Ball, N. Kaluk, and M. Carlson re updates (.4); prepare redlines of filings for approval (.3); draft amended agenda (.6); prepare exhibits for filing re retention applications (1.2); file same (.4); respond to emails re service (.4).	6.6
09/30/21	Kaluk, Nick S. III	Coordinate service of second day orders.	0.2
09/30/21	Worenklein, Elie J.	Call with K. Hollingsworth re recap of court hearing and submitting orders.	0.8
09/30/21	Hollingsworth, Kimberly	Call with E. Worenklein re workstreams (.8); prepare emails to Chambers re revised proposed orders (.3); organize case folders re updates (1.6); respond to team emails re case management (1.1); monitor court docket re entered orders (.3); update chart re same (.3).	4.4
Total Hours			206.7

TIMEKEEPER SUMMARY

Title	Timekeeper	Hours	Rate	Amount
Partner	Ball, Jasmine	13.9	1,790.00	24,881.00
	Partner Total	13.9		\$24,881.00
Counsel	Kaluk, Nick S. III	18.6	1,290.00	23,994.00
	Counsel Total	18.6		\$23,994.00
Associate	Worenklein, Elie J.	33.8	1,185.00	40,053.00
	Carlson, Mitchell	36.4	810.00	29,484.00
	Dizon, Tzerina	16.8	810.00	13,608.00
	Associate Total	87.0		\$83,145.00
Legal Assistant	Hollingsworth, Kimberly	87.2	410.00	35,752.00
	Legal Assistant Total	87.2		\$35,752.00
Matter Total		206.7		\$167,772.00

26417.1101 – CLAIMS ADMINISTRATION, OBJECTIONS &
SETTLEMENTS

Invoice Number: 2413968

Date	Timekeeper	Narrative	Hours
09/04/21	Worenklein, Elie J.	Emails with KCC re updates to top 40 list.	0.3
09/05/21	Ball, Jasmine	Review issues re updated creditor lists.	0.5
09/05/21	Worenklein, Elie J.	Calls with KCC re updated top 40 list.	0.8
09/06/21	Ball, Jasmine	Review update from N. Kaluk re creditor list review by client.	0.1
09/06/21	Kaluk, Nick S. III	Email with J. Ball and A. Wee [PAL] re creditor lists (.3); call with A. McDermott [KCC] re same (.4); draft preliminary memo to C. de Castro [PAL] and M. Tagle [PAL] re same (.9).	1.6
09/06/21	Worenklein, Elie J.	Call with Seabury re updates to top creditor list (.3); multiple calls with K. Hollingsworth re updated declaration and top 40 (.9); calls with KCC re claims questions (.3) and top 40 (.4).	1.9
09/06/21	Hollingsworth, Kimberly	Revise first day declaration re top 40.	0.6
09/08/21	Ball, Jasmine	Review updated creditor list.	0.4
09/08/21	Carlson, Mitchell	Review second amended top 40 list re updates (.6); emails with J. Ball and KCC re same (.4); call with A. McDermott [KCC] re same (.1); review redline re same (.4).	1.5
09/09/21	Carlson, Mitchell	Final review of amended top 40 before filing.	0.5
09/12/21	Carlson, Mitchell	Review precedent re critical vendors (.5); draft form re same (1.3); emails with E. Worenklein re same (.2).	2.0
09/12/21	Worenklein, Elie J.	Draft email to client re critical vendor information requests (.8); emails with J. Ball re same (.3); review precedent re critical vendor agreements (.2); revise same re draft (1.5).	2.8
09/13/21	Worenklein, Elie J.	Correspond with UST re top creditor list.	0.3
09/21/21	Carlson, Mitchell	Draft proposed short memo re priority claims (1.1); emails with N. Kaluk re same (.2).	1.3
09/23/21	Carlson, Mitchell	Draft letter to counsel for certain creditors re treatment under the interim tax order (1.8); emails with T. Dizon, N. Kaluk and E. Worenklein re the same (.2).	2.0
Total Hours			16.6

26417.1101 – CLAIMS ADMINISTRATION, OBJECTIONS &
SETTLEMENTS

Invoice Number: 2413968

TIMEKEEPER SUMMARY

Title	Timekeeper	Hours	Rate	Amount
Partner	Ball, Jasmine	1.0	1,790.00	1,790.00
	Partner Total	1.0		\$1,790.00
Counsel	Kaluk, Nick S. III	1.6	1,290.00	2,064.00
	Counsel Total	1.6		\$2,064.00
Associate	Worenklein, Elie J.	6.1	1,185.00	7,228.50
	Carlson, Mitchell	7.3	810.00	5,913.00
	Associate Total	13.4		\$13,141.50
Legal Assistant	Hollingsworth, Kimberly	0.6	410.00	246.00
	Legal Assistant Total	0.6		\$246.00
Matter Total		16.6		\$17,241.50

Date	Timekeeper	Narrative	Hours
09/04/21	Ball, Jasmine	Respond to email from N. Kaluk re RSAs (.2); complete detailed review of RSA draft motions re filing (6.9); email with aircraft counterparty on timing of filing of RSA motions (.1).	7.2
09/04/21	Kaluk, Nick S. III	Emails with K. Hollingsworth re status of RSA filings.	0.2
09/04/21	Dizon, Tzerina	Review RSA exhibits (5.2); call with K. Hollingsworth re same (.6); send emails to NRF re same (.4); send emails to K. Hollingsworth re same (.7); send emails to E. Worenklein re same (.3); send emails to J. Ball re RSA motions (.1).	7.3
09/04/21	Worenklein, Elie J.	Call with K. Hollingsworth re RSA motions and other open items (1.0); review draft RSA exhibits for sign-off (1.2); draft email to NRF re summary of executed RSA exhibits (.4).	2.6
09/04/21	Hollingsworth, Kimberly	Begin review of RSAs re filing exhibits.	3.1
09/05/21	Ball, Jasmine	Review RSA declaration (1.3); emails with D. Rosenzweig [NRF] and D. Walker [Seabury] re same (.4); review RSA motions and stipulations (3.1).	4.8
09/05/21	Kaluk, Nick S. III	Review RSA exhibits for filing.	2.5
09/05/21	Dizon, Tzerina	Review unredacted RSA exhibits (2.2); revise certain RSA exhibits (.5); send emails to NRF re same (.1); send emails to E. Worenklein and K. Hollingsworth re same (.1).	2.9
09/05/21	Worenklein, Elie J.	Call with D. Walker re edits to RSA declaration (.6); revise draft RSA declaration (.6); emails with team re open questions for RSA motions (.8); conduct final review of various RSA motions (2.7); correspond with K. Hollingsworth re RSA motions (1.2).	5.9
09/06/21	Carlson, Mitchell	Update RSA rejection exhibits (1.4); emails with N. Kaluk, E. Worenklein, T. Dizon and K. Hollingsworth re same (.2).	1.6
09/06/21	Dizon, Tzerina	Prepare RSA exhibits for filing (.8); send emails to internal team re same (.1).	0.9
09/06/21	Hollingsworth, Kimberly	Prepare filings re RSAs (2.1); review exhibits re same (3.4); file same (.8); update case folder re same (.2).	6.5
09/07/21	Hollingsworth, Kimberly	Prepare motion with exhibits for filings re RSAs.	2.3
09/08/21	Ball, Jasmine	Correspond with UST re query on creditors who have signed RSAs.	0.2
09/08/21	Hollingsworth, Kimberly	Prepare unredacted exhibits to RSAs.	5.2
09/09/21	Ball, Jasmine	Revise potential amendments to plan term sheet attached to restructuring support agreements (.5); emails with D. Rosenzweig [NRF] and team re revisions to plan term sheet (.2); emails with aircraft financing creditor counsel re status of RSA motions and second day hearing (.2).	0.9
09/09/21	Kaluk, Nick S. III	Call with A. Zatz [W&C] re plan term sheet (.2); email update to Debevoise team re same (.1).	0.3
09/09/21	Carlson, Mitchell	Draft notice for RSA motion hearing (.8); emails with E. Worenklein re same (.2).	1.0
09/09/21	Worenklein, Elie J.	Review NRF draft notice for RSAs (.3); revise RSA term sheet (1.2); emails with internal team re comments to draft plan term sheet (.4); comment on W&C revisions to RSA term sheet (.3).	2.2

Date	Timekeeper	Narrative	Hours
09/10/21	Ball, Jasmine	Emails with K. Sandilands and D. Rosenzweig [NRF] re RSA party query (.4); emails with same re aircraft financing portion of exit financing (.1).	0.5
09/13/21	Ball, Jasmine	Call with UST re RSA redactions (.4); review redactions re same (1.1).	1.5
09/13/21	Worenklein, Elie J.	Call with UST, NRF and J. Ball re RSA sealing motion (.4); call with NRF re sealing motion (1.1); draft update email to team re RSA workstreams (.3); review sample RSAs for proposed redactions (.6); review filed motion to seal (.3).	2.7
09/14/21	Dizon, Tzerina	Call with E. Worenklein re RSA sealing supplement.	0.2
09/14/21	Worenklein, Elie J.	Comment on updated RSA term sheet (.3); review notices for filing additional RSAs (.2); draft email to W&C re open items on RSA term sheet (.3).	0.8
09/14/21	Worenklein, Elie J.	Call with T. Dizon re RSA motion to seal and first day proposed orders.	0.8
09/15/21	Ball, Jasmine	Continue negotiation of DIP lender comments to restructuring support agreement form plan term sheet.	0.6
09/15/21	Kaluk, Nick S. III	Call with A. Zatz [W&C] re open plan term sheet issues (.2); email with J. Ball and E. Worenklein re same (.2).	0.4
09/15/21	Worenklein, Elie J.	Emails with team re updates to RSA term sheet (.4); review drafts of redaction RSAs (.3); respond to email from UST re status RSA (.1); draft email to Seabury re finalizing RSA term sheet (.3).	1.1
09/16/21	Kaluk, Nick S. III	Call with F. Vazquez re plan term sheet revisions (.2); email with E. Worenklein re same (.1).	0.3
09/16/21	Worenklein, Elie J.	Draft email to NRF re updated RSA term sheet (.3); review updates from Seabury re same (.1).	0.4
09/17/21	Ball, Jasmine	Review final forms of RSA motions re aircraft parties (.7); emails re same (.2).	0.9
09/17/21	Kaluk, Nick S. III	Review revised RSA term sheet.	0.2
09/17/21	Carlson, Mitchell	Call with E. Worenklein re RSA stipulations (.1); prepare final versions re same (.6); emails with K. Hollingsworth re same (.5).	1.2
09/17/21	Worenklein, Elie J.	Draft email to UST re additional RSAs (.1); call with M. Carlson re filing notice of additional RSAs (.2); revise draft RSA cover notices (.3); emails with team and NRF re RSA term sheet and additional RSAs (.3).	0.9
09/19/21	Worenklein, Elie J.	Draft email to T. Dizon re outline for sealing supplemental statement.	0.3
09/20/21	Ball, Jasmine	Emails with team re updated plan term sheet for restructuring support agreements.	0.4
09/20/21	Kaluk, Nick S. III	Email with J. Ball and K. Hollingsworth re filing of updated plan term sheet.	0.3
09/20/21	Dizon, Tzerina	Draft RSA sealing supplement (2.4); send emails to E. Worenklein re same (.2); revise same draft supplement (.9); email to F. Vazquez [NRF] re same (.1).	3.6

Date	Timekeeper	Narrative	Hours
09/20/21	Worenklein, Elie J.	Draft notice of filing revised RSA term sheet (.4); comment on sealing supplement (3.1); call with NRF and UST re redacted RSAs (.3); emails with client re final RSA term sheet (.2); call with K. Hollingsworth re revised term sheet (.2); call with Hughs Hubbard re questions on RSA motion and related RSA (.5).	4.7
09/20/21	Hollingsworth, Kimberly	Call with E. Worenklein re revised term sheet (.2); revise same (.4); call with N. Kaluk re same (.3).	0.9
09/21/21	Ball, Jasmine	Emails with D. Rosenzweig [NRF] and E. Worenklein re RSA transaction (.4); emails with certain RSA counterparties re UST request (.5).	0.9
09/21/21	Kaluk, Nick S. III	Coordinate filing of final plan term sheet.	0.2
09/22/21	Ball, Jasmine	Call with K. Sandilands and D. Rosenzweig [NRF] re potential RSA issues.	0.8
09/23/21	Ball, Jasmine	Comment on sealing motion supplement re RSAs.	0.6
09/23/21	Worenklein, Elie J.	Further edit and revise supplemental sealing statement (1.5); emails with NRF re proposed redactions (.3); prepare revised proposed order for RSA related motions (.4).	2.2
09/24/21	Carlson, Mitchell	Prepare unredacted RSA documents re courtesy copy (3.7); emails with E. Worenklein re same (.5).	4.2
09/24/21	Worenklein, Elie J.	Call with UST and NRF re status of redacted RSA exhibits and RSA related orders.	0.4
09/26/21	Worenklein, Elie J.	Emails with NRF re status of RSA exhibits (.3); further revise draft sealing supplement (.5).	0.8
09/27/21	Ball, Jasmine	Review revised RSA filings re redactions (1.2); review sealing supplement for filing (.4).	1.6
09/27/21	Kaluk, Nick S. III	Email with E. Worenklein, T. Dizon and K. Hollingsworth re logistics for RSA filings (.3); coordinate filing of revised RSAs and supplemental sealing motion statement (.3).	0.6
09/27/21	Carlson, Mitchell	Call with E. Worenklein re RSA filings (.2); call with K. Hollingsworth re RSA filings (.1); prepare all RSA notice exhibits and review the same (1.5); emails with T. Dizon re same (.2).	2.0
09/27/21	Dizon, Tzerina	Prepare revised redacted RSA exhibits for filing (2.1); send emails to K. Hollingsworth and M. Carlson re same (.2); revise notice of filing revised redacted RSAs (.2); send emails to J. Ball re same (.1).	2.6
09/27/21	Worenklein, Elie J.	Call with M. Carlson re RSA exhibits for filing (.3); multiple emails with NRF re RSA filings and proposed redactions (.4); review updated RSA redactions (.9); final proofread of sealing supplement (.5).	2.1
09/27/21	Hollingsworth, Kimberly	Revise notice of revised redacted RSAs (.3); finalize exhibits re redacted RSAs (1.1); call with M. Carlson re same (.1); prepare same for filing (.3).	1.8

Date	Timekeeper	Narrative	Hours
09/28/21	Ball, Jasmine	Emails with D. Rosenzweig [NRF] re aircraft parties notice requirements (.3); review rejection notice re approval (.4); review assumption notice re same (.3); comment on notice of filing and aircraft related stipulations from Vazquez (.4).	1.4
09/28/21	Kaluk, Nick S. III	Review revised drafts of revised usage and rejection stip notices.	0.3
09/28/21	Carlson, Mitchell	Calls with K. Hollingsworth re usage stipulations (.3); correspond with T. Dizon re RSA exhibits (.4); prepare RSA exhibits for filing (.7).	1.4
09/28/21	Dizon, Tzerina	Call with M. Carlson re RSA stipulation exhibits (.3); compile RSA stipulations exhibits for filing (3.1); send emails to M. Carlson and K. Hollingsworth re same exhibits (.1); send emails to UST re same exhibits (.1).	3.6
09/28/21	Hollingsworth, Kimberly	Prepare exhibits to revised redacted usage RSAs (.7); revise notice re same (.7); prepare exhibits to revised redacted rejected RSAs (.4); revise notice re same (.5); multiple calls with M. Carlson re exhibits (.3).	2.6
09/29/21	Ball, Jasmine	Review requested comments from aircraft party on proposed stipulation attached to RSA (.5); emails with client re same (.2); respond to aircraft party re proposed stipulation changes (.4).	1.1
09/30/21	Ball, Jasmine	Call with D. Rosenzweig [NRF] re RSAs.	0.2
Total Hours			111.7

TIMEKEEPER SUMMARY

Title	Timekeeper	Hours	Rate	Amount
Partner	Ball, Jasmine	23.6	1,790.00	42,244.00
	Partner Total	23.6		\$42,244.00
Counsel	Kaluk, Nick S. III	5.3	1,290.00	6,837.00
	Counsel Total	5.3		\$6,837.00
Associate	Worenklein, Elie J.	27.9	1,185.00	33,061.50
	Carlson, Mitchell	11.4	810.00	9,234.00
	Dizon, Tzerina	21.1	810.00	17,091.00
	Associate Total	60.4		\$59,386.50
Legal Assistant	Hollingsworth, Kimberly	22.4	410.00	9,184.00
	Legal Assistant Total	22.4		\$9,184.00
Matter Total		111.7		\$117,651.50

Date	Timekeeper	Narrative	Hours
09/05/21	Carlson, Mitchell	Continue drafting first day motions' script (1.6); emails with E. Worenklein re same (.2); review precedent first day scripts (.7).	2.5
09/05/21	Worenklein, Elie J.	Review and revise first day hearing script.	4.2
09/06/21	Carlson, Mitchell	Continued drafting of first day script re first day motions (3.1); email with E. Worenklein re same (.1).	3.2
09/06/21	Worenklein, Elie J.	Revise script for first day hearing (4.8); call with M. Carlson re same (.4).	5.2
09/07/21	Ball, Jasmine	Prepare presentation of evidence for first day hearing (6.7); further review of pleadings re same (3.9).	10.6
09/07/21	Carlson, Mitchell	Review precedent first day motion transcripts (.9); finalize first day motion script (.7); call with K. Hollingsworth re first day scripts (.1).	1.7
09/08/21	Ball, Jasmine	Review revisions to proposed first day orders re preparation for first day hearing (.6); review pleadings, first day declaration and first day motions in preparation for presentation of evidence re first day hearing (4.1).	4.7
09/08/21	Worenklein, Elie J.	Revise script for first day hearing.	3.3
09/09/21	Ball, Jasmine	Prepare for presentation of case re first day hearing (6.4); present at first day hearing (2.0).	8.4
09/09/21	Kaluk, Nick S. III	Participate in first day hearing, including presenting DIP motion.	2.0
09/09/21	Worenklein, Elie J.	Present motions at first day hearing (2.0); prepare for same (1.3).	3.3
09/29/21	Ball, Jasmine	Review pleadings and final proposed orders in preparation for second day hearing (2.5); further review and prepare materials for presentation at second day hearing (1.2).	3.7
09/29/21	Worenklein, Elie J.	Draft script for second day hearing.	3.7
09/30/21	Ball, Jasmine	Prepare for second day hearing (1.5); present at second day hearing (1.0); provide client with update of results re same (.3).	2.8
09/30/21	Kaluk, Nick S. III	Participate in second day hearing.	1.0
09/30/21	Worenklein, Elie J.	Prepare for (.7) and present (1.0) motions during second day hearing.	1.7
Total Hours			62.0

TIMEKEEPER SUMMARY

Title	Timekeeper	Hours	Rate	Amount
Partner	Ball, Jasmine	30.2	1,790.00	54,058.00
	Partner Total	30.2		\$54,058.00
Counsel	Kaluk, Nick S. III	3.0	1,290.00	3,870.00
	Counsel Total	3.0		\$3,870.00
Associate	Worenklein, Elie J.	21.4	1,185.00	25,359.00
	Carlson, Mitchell	7.4	810.00	5,994.00
	Associate Total	28.8		\$31,353.00
Matter Total		62.0		\$89,281.00

Date	Timekeeper	Narrative	Hours
09/05/21	Kaluk, Nick S. III	Email with E. Worenklein re status and timing for filing retention applications.	0.1
09/10/21	Kaluk, Nick S. III	Call with F. Vazquez [NRF] re retention application (.2); call with K. Hollingsworth re same (.2); monitor connection check procedures and implementation (1.1).	1.5
09/10/21	Carlson, Mitchell	Call with E. Worenklein re OCP order caps (.3); prepare chart re OCP cap amounts (1.4); emails with E. Worenklein re same (.2).	1.9
09/10/21	Dizon, Tzerina	Review Seabury retention application.	0.3
09/10/21	Worenklein, Elie J.	Revise Seabury retention application (.9); call with M. Carlson re OCP retention application (.3); review draft interim compensation motion (.9); provide comments re same (.8).	2.9
09/10/21	Hollingsworth, Kimberly	Draft firm-wide email re conflict inquiries (.9); prepare list of names re same (.9); call with N. Kaluk re same (.2); review initial responses re same (.3); review reports re conflicts' analysis (.6).	2.9
09/12/21	Worenklein, Elie J.	Draft email to client re OCP retention motion.	0.6
09/13/21	Kaluk, Nick S. III	Call with M. Carlson and K. Hollingsworth re retention papers (.5); revise Debevoise retention papers (1.9); comment on questions from K. Hollingsworth on connections disclosures (1.2).	3.6
09/13/21	Carlson, Mitchell	Call with K. Hollingsworth and N. Kaluk re conflicts.	0.5
09/13/21	Hollingsworth, Kimberly	Respond to emails re potential conflicts (1.6); review filed first day motions re potential conflicts (1.8); prepare additional names for conflict search (2.3); review analysis re conflicts (2.4); call with N. Kaluk and M. Carlson re schedules to retention application (.5).	8.6
09/14/21	Kaluk, Nick S. III	Review materials for retention application disclosures (4.2); call with M. Carlson re same (.3); email with E. Worenklein re Seabury and NRF retention papers (.3).	4.8
09/14/21	Carlson, Mitchell	Correspond with K. Hollingsworth re finalizing conflict disclosures (.7); review reports re same (1.9); review family trees re same (1.2); call with N. Kaluk re open conflict items (.3); update citations in Debevoise and KCC retention applications (1.6); update Seabury retention application re same (.2); emails with E. Worenklein re second day motions (.2).	6.1
09/14/21	Carlson, Mitchell	Update ordinary course professionals' motion and interim compensation motion (1.6); emails with E. Worenklein re same (.1).	1.7
09/14/21	Worenklein, Elie J.	Draft email to client re OCP questions.	0.2
09/14/21	Worenklein, Elie J.	Review Seabury revisions to retention application (.7); emails with Seabury re conflict results (.2).	0.9
09/15/21	Ball, Jasmine	Review draft retention application (1.8); review draft interim compensation motion (1.4); further review draft retention application (.9).	4.1
09/15/21	Ball, Jasmine	Review draft OCP motion.	0.9

Date	Timekeeper	Narrative	Hours
09/15/21	Kaluk, Nick S. III	Email with D. Walker [Seabury] re retention app (.6); calls with D. Walker [Seabury] re same (.2); email with J. Ball and E. Worenklein re status of retention apps (.7); email with F. Vazquez [NRF] re NRF retention papers (.3); email with S. Arbeit [UST] re draft retention apps (.4).	2.2
09/15/21	Carlson, Mitchell	Update conflict charts re client status (2.3); prepare list of names re potential conflicts (1.7); emails with N. Kaluk and K. Hollingsworth re same (.2); calls with K. Hollingsworth re conflicts and retention application (.6); revise retentions applications and related declarations (1.8); emails with N. Kaluk re same (.2).	6.8
09/15/21	Worenklein, Elie J.	Internal emails with team re comments to retention application (.5) and IPL (.2); emails with NRF re retention application (.3); emails with M. Carlson re finalizing Debevoise retention application (.2).	1.2
09/16/21	Ball, Jasmine	Review revised retained advisors applications.	0.9
09/16/21	Kaluk, Nick S. III	Email with Chambers re filing preferences for retention papers (.2); finalize interim comp motion for filing (.6); finalize OCP motion for filing (.5); call with K. Hollingsworth re same (.4); email with C. de Castro [PAL] re same (.2); email with UST re same (.2).	2.1
09/16/21	Carlson, Mitchell	Multiple calls with K. Hollingsworth re exhibits to retention application (.7); prepare same (3.6).	4.3
09/16/21	Carlson, Mitchell	Revise OCP motion (1.2); emails re same (.3).	1.5
09/17/21	Ball, Jasmine	Respond to comments from UST re retention applications.	0.2
09/17/21	Kaluk, Nick S. III	Email with M. Carlson and K. Hollingsworth re Debevoise retention app updates (3); review same (.2); call with K. Hollingsworth re same (.2); email with J. Ball and F. Vazquez [NRF] re UST comments to retention papers (.3).	1.0
09/17/21	Carlson, Mitchell	Draft retention application exhibit (.8); call with K. Hollingsworth re same (.2); send emails to restricted list re potential conflicts of interest (2.2); update chart re same (1.6); update KCC retention application re UST comments (.7); emails with E. Worenklein re same (.2); call with E. Worenklein re motion to assume disclosure statement and solicitation procedures (.5).	6.2
09/18/21	Kaluk, Nick S. III	Revise client disclosure schedule (.6); email re same with J. Ball, M. Carlson and K. Hollingsworth (.3).	0.9
09/20/21	Kaluk, Nick S. III	Review UST comments to Debevoise retention papers (.2); email re same with J. Ball (.2); email with UST re disclosure schedules to Seabury, NRF and Debevoise retention declarations (.2); calls with E. Worenklein and K. Hollingsworth re same (.3); review same (.1).	0.9
09/20/21	Carlson, Mitchell	Update conflicts analysis chart re restricted list responses (.5); call with K. Hollingsworth re retention exhibit (.2); updated master conflict chart re restricted list emails (.2); emails with K. Hollingsworth re same (.1).	1.0
09/21/21	Kaluk, Nick S. III	Email with D. Walker [Seabury] re UST comments to retention papers.	0.3

Date	Timekeeper	Narrative	Hours
09/21/21	Carlson, Mitchell	Call with K. Hollingsworth re outstanding conflict items (.2); emails with N. Kaluk and K. Hollingsworth re retention application exhibits (.2).	0.4
09/22/21	Kaluk, Nick S. III	Calls with K. Hollingsworth and F. Vazquez [NRF] re interested parties list (.3); email with M. Carlson and K. Hollingsworth re same (.6); email with S. Arbeit [UST] re same (.3).	1.2
09/22/21	Carlson, Mitchell	Call with N. Kaluk re retention exhibits (.2); calls with K. Hollingsworth re same (1.2); make final category determinations re rounds 1 and 2 (1.3); review round 3 supplemental report re analysis (1.1).	3.8
09/22/21	Worenklein, Elie J.	Call with K. Hollingsworth re interested parties list, status of retention application and 341 notice (.8); emails with team re UST comments to various draft retention applications (.4).	1.2
09/23/21	Kaluk, Nick S. III	Email with D. Walker [Seabury] and J. Ball re status of UST feedback on retention apps.	0.3
09/23/21	Carlson, Mitchell	Call with K. Hollingsworth re conflict searches and retention exhibits (.3); review round 3 supplemental report re restricted list contacts (.4).	0.7
09/23/21	Worenklein, Elie J.	Calls with K. Hollingsworth re status of retention application and open items.	0.4
09/24/21	Kaluk, Nick S. III	Call with F. Vazquez [NRF] re status of retentions (.3); draft email to S. Arbeit [UST] re Seabury retention revisions (.2); email with D. Walker [Seabury] re same (.1).	0.6
09/24/21	Carlson, Mitchell	Emails with K. Hollingsworth re supplemental conflict searches (.2); update disclosure chart re same (.5).	0.7
09/27/21	Ball, Jasmine	Review UST feedback on retention applications (.2); emails N. Kaluk re same (.2).	0.4
09/27/21	Kaluk, Nick S. III	Revise Seabury retention papers (.8); email with D. Walker [Seabury] re same (.3); email with S. Arbeit [UST] re revised Seabury and Debevoise retention papers (.3).	1.4
09/28/21	Kaluk, Nick S. III	Email with D. Walker [Seabury] re further UST comments to Seabury retention papers (.3); email with F. Vazquez [NRF] re interested parties list (.2); email to N. Rodriguez and C. de Castro [PAL] re finalizing retention applications (.3); email with M. Carlson and K. Hollingsworth re revisions to Debevoise retention papers (.4); review same (.2); email with K. Hollingsworth re filing logistics for retentions (.2).	1.6
09/28/21	Carlson, Mitchell	Update exhibits re Debevoise retention application.	0.8
09/28/21	Hollingsworth, Kimberly	Review emails from team re retention application (.3); review analysis re same (.4); emails with N. Kaluk re same (.1).	0.8
09/29/21	Ball, Jasmine	Review retention applications for advisors reflecting comments.	0.3
09/29/21	Kaluk, Nick S. III	Call with M. Carlson re Debevoise retention papers (.4); call with D. Walker [Seabury] re Seabury retention (.3); email re same with S. Arbeit [UST] (.6); coordinate finalization and filing of NRF, KCC and Debevoise retention applications with M. Carlson, T. Dizon and K. Hollingsworth (1.6); emails with D. Rosenzweig and F. Vazquez [NRF] re same (.3).	3.2

Date	Timekeeper	Narrative	Hours
09/29/21	Carlson, Mitchell	Complete exhibit to Debevoise retention application (2.4); emails with team re the same (.6); call with N. Kaluk re same (.4); correspond with K. Hollingsworth re same (.6); revise draft declaration re same (.5); emails re KCC retention application (.4); correspond with N. Kaluk re Seabury retention application (.6); prepare retentions of professionals with exhibits (2.6).	8.4
09/30/21	Kaluk, Nick S. III	Call with S. Arbeit and B. Higgins [UST] and D. Walker [Seabury] re UST questions on retention papers (.5); revise Seabury retention papers per feedback on call (.5); email with M. Carlson and D. Walker [Seabury] re same (.3).	1.3
09/30/21	Carlson, Mitchell	Call with D. Walker [Seabury], N. Kaluk, S. Arbeit and B. Higgins [UST] re Seabury retention papers (.5); revise updated Seabury retention documents (.9); emails with N. Kaluk and E. Worenklein re the same (.4); review IPL for Seabury affiliates (.3).	2.1
Total Hours			100.7

TIMEKEEPER SUMMARY

Title	Timekeeper	Hours	Rate	Amount
Partner	Ball, Jasmine	6.8	1,790.00	12,172.00
	Partner Total	6.8		\$12,172.00
Counsel	Kaluk, Nick S. III	27.0	1,290.00	34,830.00
	Counsel Total	27.0		\$34,830.00
Associate	Worenklein, Elie J.	7.4	1,185.00	8,769.00
	Carlson, Mitchell	46.9	810.00	37,989.00
	Dizon, Tzerina	0.3	810.00	243.00
	Associate Total	54.6		\$47,001.00
Legal Assistant	Hollingsworth, Kimberly	12.3	410.00	5,043.00
	Legal Assistant Total	12.3		\$5,043.00
Matter Total		100.7		\$99,046.00

Date	Timekeeper	Narrative	Hours
09/05/21	Ball, Jasmine	Respond to multiple comments from client re first day pleadings (.9); correspond with CFO and GC re same (.4); respond to query from GC re accounting logistics (.2).	1.5
09/06/21	Ball, Jasmine	Review emails re potential updates to Exhibit D, Exhibit E and declaration (.4); emails with N. Rodriguez [PAL] on banking logistics re first day hearing (.3); call with client team on logistics and preparation for first day hearing (1.0).	1.7
09/06/21	Kaluk, Nick S. III	Email with E. Worenklein re PAL questions re operational reporting requirements (.2); review same (.7); prepare for call with client re same (.5); call with C. de Castro [PAL], M. Tagle [PAL] and others at PAL re same (.4).	1.8
09/07/21	Ball, Jasmine	Call with J. Tan [PAL] re unsecured claim (.9); respond to query from A. Limqueco [PAL] re creditor communications (.3); respond to query from C. De Castro [PAL] re vendor communications (.3); emails with client team re preparation for first day hearing (.5).	2.0
09/08/21	Ball, Jasmine	Call with N. Rodriguez [PAL] re preparation for first day hearing (1.0); emails with N. Rodriguez and C. de Castro [PAL] re UST requests to first day orders (.4); emails with C. de Castro [PAL] re bank transfers (.2); emails with A. Wee [PAL] re updates to creditor lists (.4); emails with N. Rodriguez and C. de Castro [PAL] re potential violation of automatic stay by bank counterparty (.5); emails with J. Chua [PAL] re same (.5); emails with J. Tan [PAL] re responses to creditor queries (.3).	3.3
09/08/21	Kaluk, Nick S. III	Email with N. Rodriguez [PAL] re financial reporting obligations (.3); call with E. Worenklein and C. de Castro [PAL] and PAL team re UST reporting requirements (1.2); email with C. de Castro [PAL] re UST comments to first days (.2).	1.7
09/08/21	Worenklein, Elie J.	Call with client re UST reporting requirements.	1.2
09/09/21	Ball, Jasmine	Emails with C. de Castro [PAL] and team re press release and corporate communications plan (.4); provide update to client re status of first day hearings (.7); emails with C. de Castro and N. Rodriguez [PAL] re UST requests for information (.6).	1.7
09/09/21	Kaluk, Nick S. III	Email with N. Rodriguez and M. Tagle [PAL] re bank counterparty account closures (.3); review first day press release (3).	0.6
09/10/21	Kaluk, Nick S. III	Email with C. de Castro [PAL] re scope of interim orders.	0.5
09/10/21	Worenklein, Elie J.	Respond to queries from client re first day orders.	0.6
09/12/21	Ball, Jasmine	Emails with N. Rodriguez [PAL] re vendor request.	0.4
09/13/21	Ball, Jasmine	Attend weekly business team update call with client and client advisors.	0.9
09/13/21	Kaluk, Nick S. III	Email with C. de Castro [PAL] and E. Worenklein re OCPs (.1); email with C. de Castro [PAL] re UST reporting requirements (.2).	0.4
09/14/21	Ball, Jasmine	Attend weekly team legal update call with client (1.0); emails with N. Rodriguez [PAL] re 341 meeting (.2).	1.2

Date	Timekeeper	Narrative	Hours
09/14/21	Kaluk, Nick S. III	Participate in standing call with J. Ball, C. de Castro [PAL] and client team (.5); email with E. Worenklein re client questions re first day motions and related relief (.6).	1.1
09/14/21	Worenklein, Elie J.	Research client's questions re utilities motion (.6); provide summary to client re same (.2).	0.8
09/15/21	Kaluk, Nick S. III	Email with N. Rodriguez and C. de Castro [PAL] re bank counterparty response letter.	0.3
09/15/21	Worenklein, Elie J.	Respond to email from PAL re tax related questions.	0.2
09/16/21	Kaluk, Nick S. III	Email with J. Recio [PAL] re bank counterparty situation (.2); email re same with N. Rodriguez and C. de Castro [PAL] (.2); email with G. Ong-Chua [PAL] re outstanding UST reporting deliverables (.3); email with A. Wee [PAL] re tax order (.2).	0.9
09/17/21	Kaluk, Nick S. III	Email with N. Rodriguez [PAL] and team re bank counterparty account closures (.3); email with E. Worenklein and M. Tagle [PAL] re wages order (.4).	0.7
09/20/21	Ball, Jasmine	Attend weekly business team call with client and advisors re upcoming issues.	1.6
09/20/21	Kaluk, Nick S. III	Email with N. Rodriguez [PAL] and C. de Castro [PAL] re proposed vendor amendments.	0.3
09/21/21	Ball, Jasmine	Attend weekly legal call with client team on open legal issues and responses (1.0); emails with client on questions from creditors (.4).	1.4
09/21/21	Kaluk, Nick S. III	Review critical vendor reporting (.3); email re same with M. Tangle [PAL] (.2); email with A. Limqueco [PAL] re fuel supplier deposits (.3); Email with client re UK customer claim (.4).	1.2
09/22/21	Ball, Jasmine	Call with KCC and client team re revisions to schedules and SOFAs.	0.5
09/22/21	Kaluk, Nick S. III	Email with M. Tagle [PAL] re bank counterparty accounts.	0.2
09/22/21	Worenklein, Elie J.	Attend weekly phone call with KCC and client re schedules and SOFAs.	0.7
09/23/21	Worenklein, Elie J.	Draft update email to client re various matters, including second day hearing and UST update.	0.3
09/27/21	Ball, Jasmine	Attend weekly business team update call with advisors on open issues.	2.1
09/27/21	Kaluk, Nick S. III	Email with C. de Castro [PAL] re telephone utilities.	0.3
09/28/21	Ball, Jasmine	Attend legal working group call with client team re updates.	1.0
09/28/21	Kaluk, Nick S. III	Email with N. Rodriguez re vendor comments to cash management order (.3); participate [partial attendance] in standing client call with J. Ball, C. de Castro [PAL] and others (.4).	0.7
09/29/21	Ball, Jasmine	Call with N. Rodriguez [PAL] re hearing schedule for disclosure statement and confirmation hearing.	0.6
09/29/21	Kaluk, Nick S. III	Email with client re priority unsecured claims.	0.7

Date	Timekeeper	Narrative	Hours
09/29/21	Worenklein, Elie J.	Attend weekly call with KCC and PAL re schedules and SOFA preparation.	1.4
09/30/21	Kaluk, Nick S. III	Call with E. Worenklein and PAL team [I. Reid, J. Tan, J. Chua and A. Wee] re final DIP draw and RSA payment timing and logistics.	0.6
09/30/21	Worenklein, Elie J.	Call with PAL, F. Lim [ACCRA], and K. Ortiz [Togut] re upcoming recognition hearing.	1.3
Total Hours			38.4

TIMEKEEPER SUMMARY

Title	Timekeeper	Hours	Rate	Amount
Partner	Ball, Jasmine	19.9	1,790.00	35,621.00
	Partner Total	19.9		\$35,621.00
Counsel	Kaluk, Nick S. III	12.0	1,290.00	15,480.00
	Counsel Total	12.0		\$15,480.00
Associate	Worenklein, Elie J.	6.5	1,185.00	7,702.50
	Associate Total	6.5		\$7,702.50
Matter Total		38.4		\$58,803.50

Date	Timekeeper	Narrative	Hours
09/05/21	Ball, Jasmine	Review query from creditor re first day motions and declaration (.7); respond to creditor re same (.1).	0.8
09/06/21	Worenklein, Elie J.	Call with counsel to bank counterparty re cash management motion.	0.4
09/07/21	Ball, Jasmine	Review revisions to vendor agreement (.2); circulate comments to N. Kaluk re same (.2).	0.4
09/07/21	Kaluk, Nick S. III	Email with T. Kelly [Dorsey] re vendor comments to cash management order (.3); email with J. Ball and A. Limquenco [PAL] re Chevron refueling obligations (.8); email with M. Armstrong [Chevron] re same (.2); call with M. Armstrong [Chevron] re same (.2).	1.5
09/08/21	Ball, Jasmine	Call with client re bank counterparty (.8); review query from IATA (.2); respond to email from N. Rodriguez [PAL] re same (.4); emails with Hogan Lovells re creditor query (.4); respond to emails re merchant services agreement (.2); review claims of bank counterparty re letter of credit (.6).	2.6
09/08/21	Dizon, Tzerina	Draft email to bank counterparty re closure of PAL accounts (.6); alls with bank counterparty re PAL accounts (.2).	0.8
09/09/21	Ball, Jasmine	Review issues raised by creditor claiming non-violation of automatic stay (1.2); review draft response to creditor with respect to potential stay violation (.3); emails with N. Kaluk re same (.3).	1.8
09/09/21	Kaluk, Nick S. III	Call with counsel to vendor re prepetition claims (.2); call with T. Dizon and counsel to bank counterparty re account closings and automatic stay violation (.2); email with J. Ball and T. Dizon re same (.5); revise draft demand letter to bank counterparty (1.3).	2.2
09/09/21	Dizon, Tzerina	Call with bank counterparty re closure of PAL accounts (.1); draft emails to J. Ball and N. Kaluk re same (.5); email with bank counterparty re same (.1); call with N. Kaluk re same (.1); attend call with bank counterparty led by N. Kaluk re same (.1); draft letter re automatic stay violation (1.3); revise same draft letter (.5); send emails to N. Kaluk and J. Ball re same (.1); send email to client re same (.1).	2.9
09/09/21	Worenklein, Elie J.	Call with unsecured creditor re proposed creditor recoveries.	0.6
09/12/21	Ball, Jasmine	Emails with E. Worenklein re creditor query on claim.	0.1
09/13/21	Ball, Jasmine	Review draft response to creditor re payment assurances (.3); emails with E. Worenklein and M. Carlson re same (.2).	0.5
09/13/21	Kaluk, Nick S. III	Finalize and delivery demand letter to bank counterparty (.4); email with T. Dizon re same (.1); email with B. Friedman and S. Cheung [IRS] re US tax filings (.2).	0.7
09/13/21	Dizon, Tzerina	Revise demand letter to bank counterparty (.2); send emails to N. Kaluk re same (.1); send email to bank counterparty re same (.1).	0.4
09/14/21	Kaluk, Nick S. III	Participate in call with E. Worenklein and PAL and unsecured bank teams re RSA timeline and expected next steps.	0.5

Date	Timekeeper	Narrative	Hours
09/14/21	Worenklein, Elie J.	Call with bank counterparty and PAL re chapter 11 process questions.	0.5
09/15/21	Ball, Jasmine	Respond to query from municipality re charges and payments.	0.1
09/15/21	Kaluk, Nick S. III	Review letter from J. Wright [K&L] re bank counterparty accounts (.2); email with J. Wright re same (.4).	0.6
09/16/21	Kaluk, Nick S. III	Call with J. Wright [K&L Gates] re bank counterparty situation (.5); follow up email re same (.2); email with S. Cheung [IRS] re Form 2210-F (.2).	0.9
09/17/21	Kaluk, Nick S. III	Call with J. Wright [K&L Gates], M. Atkins [bank counterparty] and J. Recio [PAL] re account closures (.4); follow up email with same re same (.2).	0.6
09/20/21	Kaluk, Nick S. III	Call with S. Kohn [Dorsey] re contract amendments (.3); review materials to prepare for same (.2).	0.5
09/20/21	Carlson, Mitchell	Call with PAL credit card processors re agreement amendments.	0.4
09/22/21	Kaluk, Nick S. III	Email with J. Wright [K&L Gates] re bank counterparty accounts.	0.2
09/23/21	Worenklein, Elie J.	Review and comment on draft response letter to airport authority re pre-petition claims.	0.3
09/24/21	Kaluk, Nick S. III	Revise comfort letter for airport authority.	0.3
09/24/21	Carlson, Mitchell	Emails with N. Kaluk re meeting with a PAL creditor (.1); circulate meeting invite re same (.1); review comfort letter to creditor (.2); emails with J. Ball and N. Kaluk re the same (.2).	0.6
09/24/21	Worenklein, Elie J.	Respond to email from N. Kaluk re vendor contract amendment.	0.1
09/27/21	Kaluk, Nick S. III	Call with S. Kohn [Dorsey] and team re proposed vendor amendments (.3); follow up email with E. Worenklein and same group re same (1.1); turn drafts of cash management order regarding same (.4).	1.8
09/27/21	Carlson, Mitchell	Prepare for call with PAL creditor (.2); call with creditor on cash management (.2); emails with N. Kaluk re cash management order and potential amendments to the same (.2).	0.6
09/28/21	Ball, Jasmine	Review comment from creditor re final order.	0.3
Total Hours			24.0

TIMEKEEPER SUMMARY

Title	Timekeeper	Hours	Rate	Amount
Partner	Ball, Jasmine	6.6	1,790.00	11,814.00
	Partner Total	6.6		\$11,814.00
Counsel	Kaluk, Nick S. III	9.8	1,290.00	12,642.00
	Counsel Total	9.8		\$12,642.00
Associate	Worenklein, Elie J.	1.9	1,185.00	2,251.50
	Carlson, Mitchell	1.6	810.00	1,296.00
	Dizon, Tzerina	4.1	810.00	3,321.00
	Associate Total	7.6		\$6,868.50
Matter Total		24.0		\$31,324.50

Date	Timekeeper	Narrative	Hours
09/04/21	Kaluk, Nick S. III	Email with J. Ball and A. Zatz [W&C] re timing for close.	0.3
09/05/21	Kaluk, Nick S. III	Email with client and A. Zatz [W&C] re final hearing scheduling and funding.	0.2
09/06/21	Kaluk, Nick S. III	Review DIP filings to ensure compliance with re-filed first day declaration.	0.2
09/07/21	Kaluk, Nick S. III	Email with J. Ball re witness prep for first day hearing (.2); draft outline for same (2.6); email with M. Carlson re updating credit agreement schedules and closing checklist (.3); review updated drafts of same (.4); review DIP outstanding closing conditions (.4); email with A. Zatz [W&C] and W&C team re DIP closing conditions and logistics (.6); email with F. Lim [ACCRA] and C. de Castro [PAL] re Mabuhay pledge agreement (.2).	4.7
09/07/21	Carlson, Mitchell	Update DIP closing checklist (.5); email N. Kaluk re same (.1); update schedules to DIP credit agreement re comments from PAL (1.4); emails with N. Kaluk re the same (.1); send email to W&C team re DIP closing checklist and related documents (.4).	2.5
09/08/21	Ball, Jasmine	Review remaining open issues re DIP financing (.7); respond to DIP counsel re same (.3); emails with N. Kaluk re same (.4); review DIP interim order re preparation for first day hearing (.9).	2.3
09/08/21	Kaluk, Nick S. III	Call with M. Carlson, A. Zatz [W&C] and W&C team re closing deliverables and status (.4); finalize DIP documentation (2.2); update closing checklist (.5); analyze outstanding closing WIP (.4); email with A. Wee re collateral descriptions (.3); call with N. Rodriguez [PAL], D. Walker [Seabury], J. Ball and Debevoise team re DIP testimony prep (1.0); revise DIP script (.7); review precedent DIP transcripts (.8); email with A. Wee [PAL] and K. Sandilands [NRF] re W&C comments to DIP aircraft collateral provisions (.4); email with C. de Castro [PAL] and M. Velarde [ACCRA] re Mabuhay security agreement (.3); initial review of same (.3).	7.3
09/08/21	Carlson, Mitchell	Revise interim DIP order (.7); call with N. Kaluk and W&C team re DIP closing open items (.4); review updated DIP schedules from W&C (.3); update DIP credit agreement to incorporate W&C comments (.4); emails with N. Kaluk re same (.3).	2.1
09/09/21	Ball, Jasmine	Review potential amendments to DIP financing collateral schedule (.6); emails with client re same (.3); review question from client re utilities escrow collateral account (2); emails with N. Kaluk re same (.1).	1.2
09/09/21	Kaluk, Nick S. III	Call with A. Zatz [W&C] re outstanding items for closing (.2); revise documentation re same (1.7); prepare documents for submission to Chambers for DIP order, both before and after hearing (1.3); email with A. Zatz and W&C team re same (.3); email with E. Goldberg [W&C] re closing (.2); email with J. Godly [W&C] and D. Rosenzweig [NRF] re UCC filings (.2); review same (.3); email with S. Kohn [Dorsey] re comments to DIP order (.2); email with K. Sandilands [NRF] and T. Wolynski [W&C] re edits to collateral schedules and obligations (.4); review same (.3); review closing CPs and WIP (.4).	5.5

Date	Timekeeper	Narrative	Hours
09/09/21	Carlson, Mitchell	Review precedent DIP orders re references to cash management orders (.5); emails with team re same (.2).	0.7
09/10/21	Kaluk, Nick S. III	Email with E. Goldberg [W&C] re open CPs (.2); email with C. de Castro [PAL] re same (.2); review closing checklist (.2).	0.6
09/12/21	Kaluk, Nick S. III	Email with K. Sandilands [NRF] and A. Zatz [W&C] re DIP closing.	0.5
09/13/21	Kaluk, Nick S. III	Email with K. Sandilands [NRF] re collateral annex.	0.3
09/14/21	Ball, Jasmine	Call with D. Walker [Seabury], K. Sandilands [NRF] and client internal team re exit facility term sheet (1.3); emails with N. Kaluk, E. Worenklein and client re DIP lender comments (.3); review A. Wee [PAL] collateral summary re exit facility proposals (.5); emails with M. Carlson re collateral for exit facility (.4); review additional collateral summary for exit facility (.5); emails with C. de Castro [PAL] re potential credit lines (.3); review emails from J. Chua [PAL] re letters of credit (.2); emails with J. Chua [PAL] cash collateral (.3).	3.8
09/14/21	Kaluk, Nick S. III	Email A. Zatz [W&C] and team re status of DIP closing (.2); review Mabuhay pledge agreement (.5); email re same with C. de Castro [PAL] (.2); email with J. Ball re exit financing kick off (.2).	1.1
09/14/21	Carlson, Mitchell	Review Mabuhay Miles memo re updates (.2); circulate same to PAL and Seabury teams (.1); emails with J. Ball re same (.1).	0.4
09/15/21	Kaluk, Nick S. III	Call with A. Zatz [W&C] re open issues (.2); email with M. Carlson re finalizing DIP documents (.5); email with J. Chua [PAL] re LC facilities (.3).	1.0
09/15/21	Carlson, Mitchell	Compile executed version of the DIP credit agreement with all signature pages, exhibits and annexes (.5); edit the same (.3); emails with N. Kaluk re same (.2); run redline of interim DIP order to final DIP order (.1).	1.1
09/16/21	Ball, Jasmine	Emails with client team re cash collateral issues (.4); review same re LC banks (.8).	1.2
09/16/21	Kaluk, Nick S. III	Review status of outstanding CPs.	0.2
09/17/21	Ball, Jasmine	Respond to queries from J. Chua [PAL] re cash collateral.	0.4
09/17/21	Kaluk, Nick S. III	Email with W&C team re closing status (.2); update documents re same (.4); update critical dates calendar with DIP deliverables (.6).	1.2
09/20/21	Kaluk, Nick S. III	Call with A. Zatz [W&C] re status of closing (.1); email with C. de Castro [PAL] and M. Velarde [ACCRA] re Mabuhay security agreement (.3).	0.4
09/21/21	Ball, Jasmine	Review DIP structure in preparation for call with DIP lenders (1.3); call with N. Kaluk, D. Walker [NRF] and DIP lender counsel re DIP collateral and related financing (.9); consider DIP lender proposal (.8); email N. Kaluk re post-closing conditions to DIP financing (.2).	3.2

Date	Timekeeper	Narrative	Hours
09/21/21	Kaluk, Nick S. III	Call with D. Walker [Seabury], J. Ball and W&C team re exit financing mechanics (.9); email with M. Velarde [ACCRA] re Mabuhay security agreement (.2); email with J. Ball re same (.2).	1.3
09/22/21	Kaluk, Nick S. III	Email with J. Godly [W&C] and M. Velarde [ACCRA] re revised Mabuhay security agreement (.5); begin review of same (.2).	0.7
09/23/21	Kaluk, Nick S. III	Call with J. Chua and I. Reid [PAL], K. Sandilands [NRF] and A. Issenman [Seabury] on exit financing term sheet (2.2); initial review of same (.2); follow up email with J. Ball re same (.1).	2.5
09/23/21	Carlson, Mitchell	Update final DIP order (.7); correspond with T. Dizon re the same (.2).	0.9
09/24/21	Carlson, Mitchell	Review DIP order re UST comments.	0.4
09/26/21	Kaluk, Nick S. III	Draft DIP borrowing notice and email re same with N. Rodriguez and C. de Castro [PAL].	0.4
09/27/21	Ball, Jasmine	Review feedback from DIP lender re final order (.1); emails with N. Kaluk re same (.2).	0.3
09/27/21	Kaluk, Nick S. III	Finalize borrowing notice (.2); email with A. Zatz [W&C] and team re same (.2).	0.4
09/28/21	Kaluk, Nick S. III	Email with C. de Castro [PAL], M. Velarde [ACCRA] and J. Godly [W&C] re DIP security documentation and perfection formalities.	0.8
09/29/21	Kaluk, Nick S. III	Email with A. Zatz [W&C] re DIP waiver, second borrowing and bridge loan roll (.5); email with C. de Castro [PAL] re collateral documentation (.2).	0.7
09/30/21	Ball, Jasmine	Emails with A. Zatz [W&C] on DIP final order and draw down calculations.	0.2
09/30/21	Kaluk, Nick S. III	Email with A. Zatz [W&C] and N. Rodriguez [PAL] re DIP funding logistics (.3); review precedent for LC collateral lift stay motion (.8); review cash management order re procedures to open new accounts (.1); email with E. Worenklein re UST communication re same (.1); email with N. Rodriguez, C. de Castro and others on PAL team re final DIP order and executed credit agreement (.2).	1.5
09/30/21	Worenklein, Elie J.	Call with N. Kaluk and PAL re bank account and other related questions re DIP funding.	0.6
Total Hours			53.1

TIMEKEEPER SUMMARY

Title	Timekeeper	Hours	Rate	Amount
Partner	Ball, Jasmine	12.6	1,790.00	22,554.00
	Partner Total	12.6		\$22,554.00
Counsel	Kaluk, Nick S. III	31.8	1,290.00	41,022.00
	Counsel Total	31.8		\$41,022.00
Associate	Worenklein, Elie J.	0.6	1,185.00	711.00
	Carlson, Mitchell	8.1	810.00	6,561.00
	Associate Total	8.7		\$7,272.00
Matter Total		53.1		\$70,848.00

Date	Timekeeper	Narrative	Hours
09/04/21	Worenklein, Elie J.	Review plan re filing information (.7); revise same (.5).	1.2
09/12/21	Worenklein, Elie J.	Continue drafting chapter 11 plan.	1.2
09/13/21	Kaluk, Nick S. III	Email to F. Lim [ACCRA] re Philippine law disclosure statement items (.5); review precedent re same (.3); email with A. Zatz [W&C] re RSA plan term sheet (.1).	0.9
09/13/21	Worenklein, Elie J.	Continue drafting chapter 11 plan.	2.5
09/14/21	Ball, Jasmine	Begin review of draft disclosure statement.	0.9
09/14/21	Worenklein, Elie J.	Revise plan and related disclosure statement.	1.2
09/16/21	Ball, Jasmine	Continue review of draft disclosure statement.	2.5
09/17/21	Worenklein, Elie J.	Correspond with M. Carlson re disclosure statement motion.	0.5
09/19/21	Worenklein, Elie J.	Continue draft of disclosure statement.	3.8
09/20/21	Carlson, Mitchell	Review precedent disclosure statement motions (.5); draft same (3.6).	4.1
09/21/21	Ball, Jasmine	Review proposed plan conditions to emergence.	1.1
09/23/21	Carlson, Mitchell	Draft proposed order re solicitation motion.	0.9
09/24/21	Worenklein, Elie J.	Revise disclosure statement and incorporate comments.	3.7
09/25/21	Carlson, Mitchell	Email E. Worenklein re motion to approve disclosure statement and approve solicitation procedures.	0.1
09/27/21	Carlson, Mitchell	Continue drafting motion and order to assume the disclosure statement.	0.5
09/27/21	Worenklein, Elie J.	Draft email to J. Ball re draft plan and proposed confirmation schedule (.2); Respond to email from E. Cleary re status of DS and post-confirmation exchange offer (.1).	0.3
09/28/21	Kaluk, Nick S. III	Email with J. Ball and D. Walker [Seabury] re disclosure statement exhibits.	0.3
09/28/21	Carlson, Mitchell	Continue draft disclosure statement.	1.2
09/29/21	Kaluk, Nick S. III	Email with S. Arbeit [UST] re notice and solicitation timelines.	0.2
09/29/21	Carlson, Mitchell	Revise motion to approve DS and solicitation procedures (.8); draft exhibits re same (1.1).	1.9
09/30/21	Carlson, Mitchell	Draft exhibits to motion to approve DS and solicitation procedures (2.3); review recent precedent opinion (.3).	2.6
09/30/21	Worenklein, Elie J.	Call with NRF re status of plan and submission of RSA stipulations to the court.	0.5
09/30/21	Worenklein, Elie J.	Revise and markup draft DS approval motion (4.0); review precedent DS approval opinion (.4).	4.4
Total Hours			36.5

TIMEKEEPER SUMMARY

Title	Timekeeper	Hours	Rate	Amount
Partner	Ball, Jasmine	4.5	1,790.00	8,055.00
	Partner Total	4.5		\$8,055.00
Counsel	Kaluk, Nick S. III	1.4	1,290.00	1,806.00
	Counsel Total	1.4		\$1,806.00
Associate	Worenklein, Elie J.	19.3	1,185.00	22,870.50
	Carlson, Mitchell	11.3	810.00	9,153.00
	Associate Total	30.6		\$32,023.50
Matter Total		36.5		\$41,884.50

Date	Timekeeper	Narrative	Hours
09/09/21	Worenklein, Elie J.	Review stay violation letter (.4); comment on draft letter re same (.2).	0.6
09/15/21	Worenklein, Elie J.	Review response to automatic stay violation letter.	0.2
09/28/21	Carlson, Mitchell	Emails with J. Ball re automatic stay letter for certain PAL creditors.	0.1
09/29/21	Ball, Jasmine	Review creditor request re lift stay.	0.3
09/29/21	Kaluk, Nick S. III	Email with R. Spitzer [CACIB] re lift stay relief.	0.2
09/29/21	Carlson, Mitchell	Draft response email to PAL creditor re automatic stay.	1.2
09/30/21	Kaluk, Nick S. III	Email with R. Spitzer [CACIB] re lift stay stip (.2); review draft bank creditor response email (.3).	0.5
Total Hours			3.1

TIMEKEEPER SUMMARY

Title	Timekeeper	Hours	Rate	Amount
Partner	Ball, Jasmine	0.3	1,790.00	537.00
	Partner Total	0.3		\$537.00
Counsel	Kaluk, Nick S. III	0.7	1,290.00	903.00
	Counsel Total	0.7		\$903.00
Associate	Worenklein, Elie J.	0.8	1,185.00	948.00
	Carlson, Mitchell	1.3	810.00	1,053.00
	Associate Total	2.1		\$2,001.00
Matter Total		3.1		\$3,441.00

Date	Timekeeper	Narrative	Hours
09/09/21	Worenklein, Elie J.	Emails with UST re revisions to the wages motion.	0.4
09/24/21	Worenklein, Elie J.	Prepare for and join call with UST re comments to wages order and section 503(c).	0.5
Total Hours			0.9

TIMEKEEPER SUMMARY

Title	Timekeeper	Hours	Rate	Amount
Associate	Worenklein, Elie J.	0.9	1,185.00	1,066.50
	Associate Total	0.9		\$1,066.50
Matter Total		0.9		\$1,066.50

Date	Timekeeper	Narrative	Hours
09/07/21	Friedman, Ben Lee	Revise U.S. tax disclosure re PAL.	1.1
09/13/21	Friedman, Ben Lee	Correspond with N. Kaluk re U.S. tax filings.	0.4
09/16/21	Friedman, Ben Lee	Correspond with E. Cleary, M. Bolotin re U.S. tax disclosure.	0.6
09/17/21	Friedman, Ben Lee	Emails with E. Cleary, M. Bolotin re U.S. tax disclosure for PAL.	0.6
09/20/21	Friedman, Ben Lee	Call with E. Cleary and M. Bolotin re PAL U.S. tax disclosure (.5); emails re same (.1).	0.6
09/27/21	Friedman, Ben Lee	Correspond with E. Worenklein re flip-up (.2); correspond with N. Kaluk re disclosure statement (.2); correspond with E. Cleary re U.S. tax disclosure (1.1); correspond with E. Cleary re Philippine tax disclosure (.6).	2.1
Total Hours			5.4

TIMEKEEPER SUMMARY

Title	Timekeeper	Hours	Rate	Amount
Associate	Friedman, Ben Lee	5.4	1,185.00	6,399.00
	Associate Total	5.4		\$6,399.00
Matter Total		5.4		\$6,399.00

Date	Timekeeper	Narrative	Hours
09/04/21	Worenklein, Elie J.	Draft suggestion of bankruptcy form for PAL in pending litigations.	0.7
09/05/21	Dizon, Tzerina	Attend meeting with F. Lim [ACCRA] and K. Ortiz [Togut] re Philippine foreign proceeding.	0.6
09/05/21	Worenklein, Elie J.	Call with client and local counsel re recognition proceeding.	0.7
09/08/21	Carlson, Mitchell	Update foreign representative order re legal name (.3); email N. Kaluk and E. Worenklein re same (.2).	0.5
09/09/21	Worenklein, Elie J.	Comment on draft recognition proceeding documents.	0.9
09/13/21	Dizon, Tzerina	Attend video meeting led by E. Worenklein re Philippine foreign proceeding.	0.7
09/13/21	Worenklein, Elie J.	Call with F. Lim [ACCRA] and K. Ortiz [Togut] re update on recognition proceeding (.7); review comments to draft petition and declaration in support (.6); call with K. Ortiz [Togut] re necessary exhibits (.3).	1.6
09/14/21	Worenklein, Elie J.	Emails with MAO re certified copies of orders for recognition proceeding (.3); comment on updated draft recognition pleadings (.9).	1.2
09/15/21	Dizon, Tzerina	Review draft judicial affidavit of K. Ortiz [Togut] and petition for foreign recognition in preparation for examination.	0.6
09/16/21	Kaluk, Nick S. III	Email with E. Worenklein and T. Dizon re preparations for FRIA proceedings.	0.3
09/16/21	Dizon, Tzerina	Attend examination of K. Ortiz re judicial affidavit.	1.2
09/16/21	Worenklein, Elie J.	Review updated drafts of recognition pleadings (.9); attend video examination of K. Ortiz [Togut] and ACCRA (1.2); call with K. Ortiz [Togut] re recap of testimony (.4).	2.5
09/17/21	Worenklein, Elie J.	Share research with F. Lim [ACCRA] re recognition proceedings questions.	0.5
09/18/21	Worenklein, Elie J.	Comment on draft affidavit.	0.4
09/19/21	Worenklein, Elie J.	Multiple emails with F. Lim [ACCRA] re plan related questions for recognition petition.	0.5
09/28/21	Ball, Jasmine	Emails with T. Dizon re foreign proceeding case issues.	0.3
09/28/21	Kaluk, Nick S. III	Email with T. Dizon re witness prep sessions for foreign proceedings.	0.2
09/28/21	Dizon, Tzerina	Emails to J. Ball and N. Kaluk re updates on foreign proceeding hearings (.2); send emails to K. Ortiz [Togut] re apostille of judicial affidavit (.2); send emails to F. Lim [ACCRA] re prep for upcoming hearings (.3).	0.7
09/30/21	Kaluk, Nick S. III	Email with E. Worenklein re foreign proceedings logistics.	0.2
09/30/21	Dizon, Tzerina	Attend multiple meetings with F. Lim [ACCRA], K. Ortiz [Togut], and E. Worenklein re upcoming Philippine hearing (1.3); conduct research re Philippine consulate general (.9); emails re same (.2).	2.4

Date	Timekeeper	Narrative	Hours
09/30/21	Worenklein, Elie J.	Multiple calls with K. Ortiz [Togut] re planning for recognition hearing (.7); call with T. Dizon, K. Ortiz [Togut] and PAL re same (.5).	1.2
Total Hours			17.9

TIMEKEEPER SUMMARY

Title	Timekeeper	Hours	Rate	Amount
Partner	Ball, Jasmine	0.3	1,790.00	537.00
	Partner Total	0.3		\$537.00
Counsel	Kaluk, Nick S. III	0.7	1,290.00	903.00
	Counsel Total	0.7		\$903.00
Associate	Worenklein, Elie J.	10.2	1,185.00	12,087.00
	Carlson, Mitchell	0.5	810.00	405.00
	Dizon, Tzerina	6.2	810.00	5,022.00
	Associate Total	16.9		\$17,514.00
Matter Total		17.9		\$18,954.00

Date	Timekeeper	Narrative	Hours
09/06/21	Ball, Jasmine	Emails with N. Kaluk re debtor reporting requirements.	0.2
09/07/21	Ball, Jasmine	Emails with N. Kaluk re debtor reporting requirements (.4); review documentation from UST re same (.6).	1.0
09/07/21	Kaluk, Nick S. III	Email with M. Maroney [UST] and C. de Castro [PAL] re operating guidelines and related deliverables (.9); review materials re same from UST (.6).	1.5
09/10/21	Dizon, Tzerina	Draft list of affiliates and insiders for UST reporting (.7); review corporate structure chart re affiliates (.1); send email to J. Ball re same (.1).	0.9
09/11/21	Dizon, Tzerina	Email E. Worenklein re UST reporting requirements.	0.1
09/13/21	Ball, Jasmine	Review list requested by UST re provision of information.	0.4
09/13/21	Dizon, Tzerina	Cross reference D&O list with UST insiders list (.1); email E. Worenklein re same (.1).	0.2
09/15/21	Kaluk, Nick S. III	Review open UST reporting items (.3); email re same with E. Worenklein (.2); email with C. de Castro [PAL] and team re UST reporting deliverables (.2).	0.7
09/16/21	Kaluk, Nick S. III	Review materials for client re UST reporting (1.1); email with K. Hollingsworth re same (.3).	1.4
09/16/21	Worenklein, Elie J.	Review data from PAL re UST requests.	0.4
09/17/21	Kaluk, Nick S. III	Call with K. Hollingsworth re UST reporting deliverables (.1); coordinate delivery of initial distribution of UST reporting documents (1.8).	1.9
09/17/21	Hollingsworth, Kimberly	Calls with N. Kaluk re chapter 11 requirements (.1); respond to emails re distribution of reporting documents (.6).	0.7
09/18/21	Kaluk, Nick S. III	Email with M. Moroney [UST] and J. Huang re delivery of UST reporting files.	0.2
09/20/21	Kaluk, Nick S. III	Email with E. Worenklein re UST comments to cash management order (.2); email with M. Tagle re same (.4); coordinate further UST reporting deliverables to M. Moroney [UST] (1.1).	1.7
09/20/21	Dizon, Tzerina	Review bank statements for UST reporting.	1.1
09/20/21	Worenklein, Elie J.	Call with UST re cash management motion (.4); emails with team re same (.2).	0.6
09/21/21	Carlson, Mitchell	Call with T. Dizon re insurance statement review (.4); review same re UST reporting requirements (4.2); draft summary findings re same (.8).	5.4
09/21/21	Dizon, Tzerina	Call with M. Carlson re UST reporting (.4); continue review of bank statements and insurance policies for UST reporting (3.6); send emails to M. Carlson re same (.4).	4.4
09/22/21	Kaluk, Nick S. III	Email with J. Huang re UST reporting deliverables to M. Moroney [UST] (.2); email re same with K. Segundo [PAL] (.2).	0.4
09/22/21	Worenklein, Elie J.	Review and comment on letter from airport authority re payment of airport obligations (.4); draft email to team re purposed final orders (.3); review client's critical vendor payment matrix (.2).	0.9

Date	Timekeeper	Narrative	Hours
09/23/21	Kaluk, Nick S. III	Email re UST reporting deliverables with M. Moroney [UST] (.2); review outstanding WIP for completing same (.7).	0.9
09/24/21	Kaluk, Nick S. III	Email with E. Worenklein re vendor agreement amendment (.2); email with N. Rodriguez [PAL] and S. Kohn [Dorsey] re same (.2); analyze procedural requirements for same (.2).	0.6
09/24/21	Worenklein, Elie J.	Draft email to UST re CV payments matrix.	0.2
09/27/21	Kaluk, Nick S. III	Email with A. Limqueco [PAL] re ordinary course transaction questions.	0.3
09/27/21	Worenklein, Elie J.	Revise cash management proposed order to reflect vendor language.	0.3
09/28/21	Kaluk, Nick S. III	Email with D. Rosenzweig [NRF] re lift stay stipps (.3); coordinate delivery of additional UST reporting items (.3).	0.6
09/29/21	Kaluk, Nick S. III	Email with A. Limqueco [PAL] re fuel supplier contract.	0.4
09/29/21	Dizon, Tzerina	Review cash management order and motion re new PAL accounts (.8); send email to N. Kaluk re same (.1).	0.9
Total Hours			28.3

TIMEKEEPER SUMMARY

Title	Timekeeper	Hours	Rate	Amount
Partner	Ball, Jasmine	1.6	1,790.00	2,864.00
	Partner Total	1.6		\$2,864.00
Counsel	Kaluk, Nick S. III	10.6	1,290.00	13,674.00
	Counsel Total	10.6		\$13,674.00
Associate	Worenklein, Elie J.	2.4	1,185.00	2,844.00
	Carlson, Mitchell	5.4	810.00	4,374.00
	Dizon, Tzerina	7.6	810.00	6,156.00
	Associate Total	15.4		\$13,374.00
Legal Assistant	Hollingsworth, Kimberly	0.7	410.00	287.00
	Legal Assistant Total	0.7		\$287.00
Matter Total		28.3		\$30,199.00

CHARGE AND DISBURSEMENT DETAIL

Date	Description	Amount
09/04/21	Duplicating (3,743 x .10 – b/w copies)	374.30
09/07/21	Federal Express, DHL & UPS deliveries – Vendor: FedEx (Federal Express) FEDEX-Fedex; Invoice#: 749706738; Date: 9/10/2021 - 09/07/2021 (Binder for Judge Chapman)	34.54
09/07/21	Duplicating (5,259 x .10 – b/w copies)	525.90
09/08/21	Duplicating (7,106 x .10 – b/w copies)	710.60
09/08/21	Duplicating (47 x .25 – color copies)	11.75
09/08/21	Document Retrieval Service – Vendor: Citi Business Card / CitiBusiness Card; Invoice#: M-CARLSON; Date: 9/8/2021 - Mitchell Carlson - charges on firm cc - - Corporate Registry Search	36.59
09/10/21	Duplicating (170 x .10 – b/w copies)	17.00
09/13/21	Federal Express, DHL & UPS deliveries – Vendor: FedEx (Federal Express) FEDEX-Fedex; Invoice#: 7-503-26897; Date: 9/17/2021 - 09/13/2021 (Binder for D. Chan)	38.45
09/13/21	Duplicating (20 x .10 – b/w copies)	2.00
09/13/21	Transcript Charges – Vendor: David Feldman, A Veritext Corp.; Invoice#: 5257016; Date: 9/13/2021 - audio - transcription of First Day Hearing on 9/9/30	617.10
09/15/21	Postage – Postage for Foreign Proceeding	89.55
09/16/21	Duplicating (207 x .10 – b/w copies)	20.70
09/24/21	Federal Express, DHL & UPS deliveries – Vendor: FedEx (Federal Express) FEDEX-Fedex; Invoice#: 7-519-18693; Date: 10/1/2021 - 09/24/2021 - (Binder for Judge Chapman)	99.44
09/24/21	Federal Express, DHL & UPS deliveries – Vendor: FedEx (Federal Express) FEDEX-Fedex; Invoice#: 7-519-18693; Date: 10/1/2021 - 09/24/2021 (Binder for Judge Chapman)	77.56
09/24/21	Duplicating (15,110 x .10 – b/w copies)	1,511.00
09/28/21	Federal Express, DHL & UPS deliveries – Vendor: FedEx (Federal Express) FEDEX-Fedex; Invoice#: 7-519-18693; Date: 10/1/2021 - 09/28/2021 (Binder for Judge Chapman)	37.76
09/28/21	Duplicating (714 x .10 – b/w copies)	71.40
09/30/21	Duplicating (772 x .10 – b/w copies)	77.20
Expense Total		\$4,352.84

EXPENSE SUMMARY

Expense Category	Amount
Duplicating ¹	\$3,321.85
Express Mail	\$377.30
Document Retrieval Service	\$36.59
Transcript Fees	\$617.10
Expense Total	\$4,352.84

¹ Rate for black and white photocopies is \$.10 per page; rate for color photocopies is \$.25 per page.



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November 29, 2021

8F PNB Financial Center
Diosdado Macapagal Avenue
CCP Complex
Pasay City, 1307
Philippines

Invoice #: 2413968

Client 26417

REMITTANCE SUMMARY
(Payment Due Upon Receipt)

Fees	\$753,912.00
Charges and Disbursements	\$4,352.84
TOTAL	\$758,264.84

Check

Debevoise & Plimpton LLP
Accounting Department, 28th Floor
919 Third Avenue
New York, N.Y. 10022

Wire Transfer

Citibank, N.A., New York, N.Y.
ABA # [REDACTED]
SWIFT: [REDACTED] Account # [REDACTED]
Invoice No.: 2413968