

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

-----X  
In re : Chapter 11  
AEROCENTURY CORP., *et al.*, : Case No. 21-10636 (JTD)  
Debtors.<sup>1</sup> : (Jointly Administered)  
: **Objection Deadline: September 8, 2021 at 4:00 p.m. (ET)**  
-----X

**SUMMARY OF FOURTH MONTHLY APPLICATION OF  
MORRISON & FOERSTER LLP FOR ALLOWANCE OF COMPENSATION  
FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES  
AS COUNSEL TO THE DEBTORS AND DEBTORS IN POSSESSION  
FOR THE PERIOD FROM JULY 1, 2021 THROUGH JULY 31, 2021**

Name of Applicant: Morrison & Foerster LLP  
Authorized to Provide Professional Services to: Debtors and Debtors in Possession  
Effective Date of Retention: March 29, 2021 (order entered on April 30, 2021)  
Period for which compensation and reimbursement is sought: July 1, 2021 through July 31, 2021  
Amount of Compensation sought as actual, reasonable and necessary: \$46,217.00  
Amount of Expense Reimbursement sought as actual, reasonable and necessary: \$0.00  
This is a:  X  monthly   final application

This monthly application includes 12.3 hours with a value of \$8,082.00 incurred in connection with the preparation of Fee Applications.<sup>2</sup>

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of their federal employer identification number, are: AeroCentury Corp. (3974); JetFleet Holding Corp. (5342); and JetFleet Management Corp. (0929). The Debtors' mailing address is 1440 Chapin Avenue, Suite 310, Burlingame, CA 94014.

<sup>2</sup> As an accommodation to the Debtors, and consistent with applicable billing guidelines, Morrison & Foerster is not seeking payment for time spent reviewing its time entries for confidential information and compliance with billing guidelines.



Prior Applications		Requested		Approved	
Date Filed; Docket No.	Period Covered	Fees	Expenses	Fees	Expenses
5/17/2021 ECF No. 138	3/29/2021 – 4/30/2021	\$77,502.50	\$0.00	\$62,002.00	\$0.00
6/25/2021 ECF No. 198	5/1/2021 – 5/31/2021	\$51,381.00	\$90.00	\$41,104.80	\$90.00
7/20/2021 ECF No. 231	6/1/2021 – 6/30/2021	\$32,053.50	\$0.00	\$25,642.80	\$0.00
<b>Total</b>		<b>\$160,937.00</b>	<b>\$90.00</b>	<b>\$128,749.60</b>	<b>\$90.00</b>

**COMPENSATION BY INDIVIDUAL**

<b>Professional Person</b>	<b>Position with the Applicant</b>	<b>Year Admitted</b>	<b>Department</b>	<b>Hourly Billing Rate</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
Timothy J. Harris	Partner	1997	Corporate	\$1,375.00	14.60	\$20,075.00
Lorenzo Marinuzzi	Partner	1996	Business Restructuring & Insolvency	\$1,550.00	10.80	\$16,740.00
Ferraioli, Raff	Associate	2016	Business Restructuring & Insolvency	\$825.00	9.60	\$7,920.00
Guido, Laura	Senior Paralegal	N/A	Business Restructuring & Insolvency	\$420.00	5.10	\$2,142.00
<b>Total Incurred:</b>					<b>40.1</b>	<b>\$46,877.00</b>
<b>Blended Rate:</b>						<b>\$1,169.00</b>
<b>Less Client Accommodation for Time Entry Review (100% of Fees Incurred):</b>					<b>n/a</b>	<b>\$(660.00)</b>
<b>Total Requested:</b>					<b>40.1</b>	<b>\$46,217.00</b>

**COMPENSATION BY PROJECT CATEGORY**

<b>Project Category Number</b>	<b>Matter Description</b>	<b>Total Hours Billed</b>	<b>Total Fees Requested</b>
009	Corporate Governance and Board Matters	5.70	\$8,450.00
011	Employment and Fee Applications	12.30	\$8,082.00
017	Plan and Disclosure Statement	13.10	\$18,410.00
032	Time Entry Review	0.80	\$660.00
039	SEC Reporting/Compliance	8.20	\$11,275.00
<b>Total Incurred:</b>		<b>40.1</b>	<b>\$46,877.00</b>
<b>Less Client Accommodation for Time Entry Review (100% of Fees Incurred):</b>		<b>n/a</b>	<b>\$(660.00)</b>
<b>Total Requested:</b>		<b>40.1</b>	<b>\$46,217.00</b>

**EXPENSE SUMMARY**

None.

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

	-X		
	:		
In re	:		Chapter 11
	:		
AEROCENTURY CORP., <i>et al.</i> ,	:		Case No. 21-10636 (JTD)
	:		
Debtors. <sup>1</sup>	:		(Jointly Administered)
	:		
	:		<b>Objection Deadline: September 8, 2021 at 4:00 p.m. (ET)</b>

**FOURTH MONTHLY APPLICATION OF MORRISON  
& FOERSTER LLP FOR ALLOWANCE OF COMPENSATION  
FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES  
AS COUNSEL TO THE DEBTORS AND DEBTORS IN POSSESSION FOR  
THE PERIOD FROM JULY 1, 2021 THROUGH JULY 31, 2021**

Pursuant to sections 330 and 331 of title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the “Bankruptcy Code”), and Rule 2016 of the Federal Rules of Bankruptcy Procedure, and in accordance with that certain *Order Authorizing the Retention and Employment of Morrison & Foerster LLP as Co-Counsel for the Debtors, Effective as of the Petition Date* [Docket No. 116] (the “Retention Order”), and that certain *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals* [Docket No. 83] (the “Interim Compensation Order”), the law firm of Morrison & Foerster LLP (“Morrison & Foerster”) hereby moves this Court for reasonable compensation for professional legal services rendered as counsel to the above-captioned debtors and debtors in possession (the “Debtors”) in the amount of \$46,217.00 for the period commencing July 1, 2021 through and including July 31,

---

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of their federal employer identification number, are: AeroCentury Corp. (3974); JetFleet Holding Corp. (5342); and JetFleet Management Corp. (0929). The Debtors’ mailing address is 1440 Chapin Avenue, Suite 310, Burlingame, CA 94014.

2021 (the “Fee Period”). In support of its Application, Morrison & Foerster respectfully represents as follows:

1. Pursuant to the Retention Order, Morrison & Foerster was employed to represent the Debtors as bankruptcy counsel in connection with these chapter 11 cases, *nunc pro tunc* to March 29, 2021. The Retention Order authorized Morrison & Foerster to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses.

2. All services for which compensation is requested by Morrison & Foerster were performed for or on behalf of the Debtors.

### **SUMMARY OF SERVICES RENDERED**

3. Attached hereto as Exhibit A is a detailed statement of fees incurred during the Fee Period showing the amount of \$46,217.00 due for fees.

4. The services rendered by Morrison & Foerster during the Fee Period are grouped into the categories set forth in Exhibit A. The attorneys who rendered services relating to each category are identified, along with the number of hours for each individual and the total compensation sought for each category, in the attachments hereto.

### **DISBURSEMENTS**

5. Morrison & Foerster has not incurred out-of-pocket disbursements during the Fee Period.

### **VALUATION OF SERVICES**

7. Morrison & Foerster attorneys and paraprofessionals have expended a total of 40.1 hours in connection with this matter during the Fee Period.

8. The amount of time spent by each of these persons providing services to the Debtors for the Fee Period is fully set forth in the detail attached hereto as Exhibit A. These are

Morrison & Foerster's normal hourly rates of compensation for work of this character. The reasonable value of the services rendered by Morrison & Foerster for the Fee Period as counsel for the Debtors in these cases is \$46,217.00.

9. Morrison & Foerster believes that the time entries included in Exhibit A attached hereto are in compliance with the requirements of Local Rule 2016-2.

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

11. This Application covers the interim fee period from July 1, 2021 through and including July 31, 2021. Morrison & Foerster has and will continue to perform additional necessary services subsequent to July 31, 2021, for which Morrison & Foerster will file subsequent fee applications.

*[Remainder of page intentionally left blank]*



**CONCLUSION**

WHEREFORE, Morrison & Foerster requests that allowance be made to it in the sum of \$46,217.00 as compensation for necessary professional services rendered to the Debtors for the Fee Period, and further requests such other and further relief as this Court may deem just and proper.

Dated: August 18, 2021  
New York, New York

/s/ Lorenzo Marinuzzi

Lorenzo Marinuzzi (admitted *pro hac vice*)

Raff Ferraioli (admitted *pro hac vice*)

**MORRISON & FOERSTER LLP**

250 West 55th Street

New York, NY 10019-9601

Telephone: (212) 468-8000

Facsimile: (212) 468-7900

E-mails: lmarinuzzi@mofo.com

rferraioli@mofo.com

*Counsel to the Debtors and Debtors in Possession*

**VERIFICATION**

I, Lorenzo Marinuzzi, declare, pursuant to 28 U.S.C. § 1746, under penalty of perjury:

1. I am a partner with the law firm of Morrison & Foerster LLP (“Morrison & Foerster”) and am admitted to the Bar of the States of New York and New Jersey.

2. I have personally performed many of the legal services rendered by Morrison & Foerster, as counsel for the Debtors, and am familiar with all other work performed on behalf of the Debtors by the lawyers and paraprofessionals in the firm.

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

Dated: August 18, 2021

/s/ Lorenzo Marinuzzi  
LORENZO MARINUZZI

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

-----X  
:  
In re : Chapter 11  
:  
AEROCENTURY CORP., et al., : Case No. 21-10636 (JTD)  
:  
Debtors.<sup>1</sup> : (Jointly Administered)  
:  
: **Objection Deadline: September 8, 2021 at 4:00 p.m. (ET)**  
-----X

**NOTICE OF FOURTH MONTHLY FEE APPLICATION**

TO: (I) THE DEBTORS; (II) COUNSEL TO THE PREPETITION LENDER; AND (III) THE U.S. TRUSTEE

**PLEASE TAKE NOTICE** that Morrison & Foerster LLP has filed the *Fourth Monthly Application of Morrison & Foerster LLP for Allowance of Compensation for Services Rendered and Reimbursement of Expenses as Counsel to the Debtors and Debtors in Possession for the Period From July 1, 2021 through July 31, 2021* (the “Application”) with the United States Bankruptcy Court for the District of Delaware (the “Court”). The Application seeks allowance of monthly fees in the amount of \$46,217.00.

**PLEASE TAKE FURTHER NOTICE** that objections to the Application, if any, are required to be filed on or before **September 8, 2021 at 4:00 p.m. (ET)** (the “Objection Deadline”) with the Clerk of the United States Bankruptcy Court for the District of Delaware, 3rd Floor, 824 N. Market Street, Wilmington, Delaware 19801. You must also serve any such objection so as to be received by the following on or before the Objection Deadline: (i) the Debtors, 1440 Chapin Avenue, Suite 310, Burlingame, CA 94014 (Attn: Hal Lyons); (ii) co-counsel to the Debtors, Young Conaway Stargatt & Taylor, LLP, Rodney Square, 1000 North King Street, Wilmington, Delaware 19801 (Attn: Joseph M. Barry and Joseph M. Mulvihill, jbarry@ycst.com, jmulvihill@ycst.com); (iii) co-counsel to the Debtors, Morrison & Foerster LLP, 250 West 55th Street, New York, NY 10019-9601 (Attn: Lorenzo Marinuzzi and Raff Ferraioli, lmarinuzzi@mofo.com, rferraioli@mofo.com); (iv) the Office of the United States Trustee for the District of Delaware, 844 King Street, Suite 2207, Lockbox 35, Wilmington, DE 19801 (Attn: Linda Casey, Esq. Linda.Casey@usdoj.gov); and (v) counsel to the Prepetition Lender, Vedder Price P.C., 222 North LaSalle Street, Chicago, Illinois 60601, Attn: Neil Poland and David L. Kane (npoland@vedderprice.com, dkane@vedderprice.com) and Potter Anderson & Corroon LLP, 1313 N. Market Street, 6th Floor, Wilmington, Delaware 19801 (Attn: Jeremy W. Ryan and R. Stephen McNeill, jryan@potteranderson.com, rmcneill@potteranderson.com).

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of their federal employer identification number, are: AeroCentury Corp. (3974); JetFleet Holding Corp. (5342); and JetFleet Management Corp. (0929). The Debtors’ mailing address is 1440 Chapin Avenue, Suite 310, Burlingame, CA 94014.

**PLEASE TAKE FURTHER NOTICE THAT, PURSUANT TO THE ORDER ESTABLISHING PROCEDURES FOR INTERIM COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR RETAINED PROFESSIONALS [DOCKET NO. 83], IF NO OBJECTIONS ARE FILED AND SERVED IN ACCORDANCE WITH THE ABOVE PROCEDURES, THE DEBTORS WILL BE AUTHORIZED TO PAY 80% OF REQUESTED INTERIM FEES AND 100% OF REQUESTED INTERIM EXPENSES WITHOUT FURTHER ORDER OF THE COURT.**

**PLEASE TAKE FURTHER NOTICE THAT ONLY IF AN OBJECTION IS PROPERLY AND TIMELY FILED IN ACCORDANCE WITH THE ABOVE PROCEDURES, AND CANNOT BE CONSENSUALLY RESOLVED, WILL A HEARING BE HELD ON THE APPLICATION.**

Dated: August 18, 2021  
Wilmington, Delaware

/s/ Joseph M. Mulvihill

Joseph M. Barry (No. 4221)

Ryan M. Bartley (No. 4985)

Joseph M. Mulvihill (No. 6061)

S. Alexander Faris (No. 6278)

**YOUNG CONAWAY STARGATT & TAYLOR, LLP**

1000 N. King Street

Rodney Square

Wilmington, Delaware 19801

Telephone: (302) 571-6600

Facsimile: (302) 571-1253

E-mails: jbarry@ycst.com

rbartley@ycst.com

tbuchanan@ycst.com

afaris@ycst.com

-and-

Lorenzo Marinuzzi (admitted *pro hac vice*)

Raff Ferraioli (admitted *pro hac vice*)

**MORRISON & FOERSTER LLP**

250 West 55th Street

New York, NY 10019-9601

Telephone: (212) 468-8000

Facsimile: (212) 468-7900

E-mails: lmarinuzzi@mofo.com

rferraioli@mofo.com

*Counsel to the Debtors and Debtors in Possession*

**EXHIBIT A**

**MORRISON | FOERSTER**

PO BOX 742335  
LOS ANGELES  
CALIFORNIA 90074-2335  
  
TELEPHONE: 415 268 7000  
FACSIMILE: 415 268 7522  
  
WWW.MOFO.COM

MORRISON & FOERSTER LLP  
BEIJING, BERLIN, BOSTON, BRUSSELS,  
DENVER, HONG KONG, LONDON,  
LOS ANGELES, NEW YORK, PALO ALTO,  
SAN DIEGO, SAN FRANCISCO, SHANGHAI,  
SINGAPORE, TOKYO, WASHINGTON, D.C.

AeroCentury Corp.  
Christopher B. Tigno  
General Counsel  
1440 Chapin Avenue, Suite 310  
Burlingame, CA 94010

**Taxpayer ID #** [REDACTED]  
Invoice Number: 6031872  
Invoice Date: August 13, 2021  
  
Client/Matter Number: 038817-0000013

Matter Name: RESTRUCTURING

RE: RESTRUCTURING

---

*For Professional Services Rendered through July 31, 2021*

	<u>U.S.Dollars</u>
Current Fees	46,877.00
Client Accommodation - Time Entry Review	(660.00)
<b>Total This Invoice</b>	<b>46,217.00</b>

---

Payment may be made by Electronic Funds transfer to the firm's account

[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]

**MORRISON | FOERSTER**

Matter Number: 038817-0000013  
 Matter Name: RESTRUCTURING

Invoice Number: 6031872  
 Invoice Date: August 13, 2021

**Time Detail**

<b>Date</b>	<b>Services</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Value</b>
<b>Corporate Governance and Board Matters</b>				
06-Jul-21	Prepare for board call on plan sponsor process (.2); review materials prepared by B Riley for board (.4); participate in board call (1.0).	Marinuzzi, Lorenzo	1.60	2,480.00
23-Jul-21	Prepare for (.5) and attend audit committee, compensation committee and board of directors meeting (1.7).	Harris, Timothy J.	2.20	3,025.00
23-Jul-21	Prepare for (.2); and participate in Board meeting on exit strategy and proposed transactions (1.7).	Marinuzzi, Lorenzo	1.90	2,945.00
<b>Total: 009</b>	<b>Corporate Governance and Board Matters</b>		<b>5.70</b>	<b>8,450.00</b>
<b>Employment and Fee Applications</b>				
16-Jul-21	Prepare MoFo's June fee statement.	Guido, Laura	0.90	378.00
19-Jul-21	Finalize draft June monthly fee statement (.6); correspond with L. Marinuzzi regarding same (.1).	Ferraioli, Raff	0.70	577.50
20-Jul-21	Analyze CNO regarding monthly fee statement; correspond with L. Marinuzzi regarding same; correspond with YCST regarding same; finalize monthly fee statement; correspond with YCST regarding same.	Ferraioli, Raff	0.40	330.00
21-Jul-21	Analyze draft supplement fee application (.3); correspond with internal working group (.3); and YCST team (.2) regarding same.	Ferraioli, Raff	0.80	660.00
21-Jul-21	Analyze exemplar supplement for first interim fee application and coordinate preparation of summaries for same.	Guido, Laura	0.30	126.00
22-Jul-21	Correspond with internal working group regarding interim fee statement (.2); analyze and revise same (1.7).	Ferraioli, Raff	1.90	1,567.50
22-Jul-21	Prepare supplement to MoFo's first interim fee application.	Guido, Laura	3.10	1,302.00
23-Jul-21	Finalize first interim fee application.	Ferraioli, Raff	3.40	2,805.00
23-Jul-21	Review and update revised supplement to MoFo's first interim fee application.	Guido, Laura	0.80	336.00
<b>Total: 011</b>	<b>Employment and Fee Applications</b>		<b>12.30</b>	<b>8,082.00</b>
<b>Plan and Disclosure Statement</b>				
02-Jul-21	Review draft B. Riley deck on plan sponsors (.5); call with B. Riley, J Barry (YCST), and C. Tigno regarding next steps on plan sponsors (1.1).	Marinuzzi, Lorenzo	1.60	2,480.00

**MORRISON | FOERSTER**

Matter Number: 038817-0000013  
 Matter Name: RESTRUCTURING

Invoice Number: 6031872  
 Invoice Date: August 13, 2021

<b>Date</b>	<b>Services</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Value</b>
07-Jul-21	Analyze US Trustee's objection to conditional approval of disclosure statement.	Ferraioli, Raff	0.40	330.00
07-Jul-21	Review US Trustee's objection to conditional approval of disclosure statement.	Marinuzzi, Lorenzo	0.40	620.00
08-Jul-21	Analyze responses regarding the U.S. Trustee's comments and objection to the disclosure statement (.7); call with US Trustee regarding same, next steps (.3); correspond with L. Marinuzzi regarding same (.2).	Ferraioli, Raff	1.20	990.00
08-Jul-21	Correspond (.2) and calls (.4) with YCST and R. Ferraioli to review strategy on US Trustee objection and resolution.	Marinuzzi, Lorenzo	0.60	930.00
10-Jul-21	Review revised ballots and other revision to plan documents to address UST concerns.	Marinuzzi, Lorenzo	0.50	775.00
12-Jul-21	Review status of solicitation order and hearing.	Marinuzzi, Lorenzo	0.30	465.00
16-Jul-21	Review draft template for possible equity investment.	Marinuzzi, Lorenzo	0.60	930.00
21-Jul-21	Conference call with A. Rosen (B. Riley), T. Harris, J. Muldihill (YCST) and J. Barry (YCST) on strategy for board call and plan process (1.2); discuss securities law obstacles and timing of spin-off with internal working group (.4); discuss alternative investment strategies with internal working group (.4); formulate alternative transaction structure (.6); prepare and iterate on slides outlining structure for same (.9).	Harris, Timothy J.	3.50	4,812.50
21-Jul-21	Review latest equity sponsor offer (.4); call with A. Rosen (B. Riley), T. Harris, J. Muldihill (YCST), and J. Barry (YCST) on strategy for board call and plan process. (1.2); review T. Harris board presentation on plan sponsor mechanics (.3).	Marinuzzi, Lorenzo	1.90	2,945.00
22-Jul-21	Revise board presentation regarding proposed 3rd party investment.	Harris, Timothy J.	0.70	962.50
22-Jul-21	Review and revise board materials on proposed 3rd party investment transaction.	Marinuzzi, Lorenzo	0.60	930.00
30-Jul-21	Review updated investor term sheet (.6); correspondence to/from A. Rosen (B. Riley) regarding same (.2).	Marinuzzi, Lorenzo	0.80	1,240.00
<b>Total: 017</b>	<b>Plan and Disclosure Statement</b>		<b>13.10</b>	<b>18,410.00</b>
<b>Time Entry Review</b>				
14-Jul-21	Invoice for compliance with US Trustee guidelines.	Ferraioli, Raff	0.80	660.00
<b>Total: 032</b>	<b>Time Entry Review</b>		<b>0.80</b>	<b>660.00</b>

**SEC Reporting/Compliance**



**MORRISON | FOERSTER**

Matter Number: 038817-0000013  
 Matter Name: RESTRUCTURING

Invoice Number: 6031872  
 Invoice Date: August 13, 2021

<b>Date</b>	<b>Services</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Value</b>
01-Jul-21	Respond to C. Tigno inquiry regarding free trading status of share tendered in tender offer (.2); consult Rule 144 and Bankruptcy Code Section 1145 regarding same (.6).	Harris, Timothy J.	0.80	1,100.00
02-Jul-21	Respond to C. Tigno inquiry regarding restricted securities acquired from an affiliate (.3); attend conference call with financial advisor and bankruptcy advisors regarding exit financing (.7).	Harris, Timothy J.	1.00	1,375.00
17-Jul-21	Review and markup ATIF summary of illustrative terms for post bankruptcy capital raise (1.9); review SEC and NYSE Amex rules applicable to potential spin-off of JMC and private placement of >20% of outstanding shares (1.3).	Harris, Timothy J.	3.20	4,400.00
19-Jul-21	Respond to bankruptcy counsel regarding spin-off securities law issues.	Harris, Timothy J.	0.30	412.50
22-Jul-21	Analyze CFIUS issues (.5); correspond with bankruptcy counsel and financial adviser regarding same (.3).	Harris, Timothy J.	0.80	1,100.00
23-Jul-21	Commence discussions with CFIUS team regarding potential investment structure (1.1); correspond with Kroll regarding due diligence background check (.3); analyze next steps regarding same (.7).	Harris, Timothy J.	2.10	2,887.50
<b>Total: 039</b>	<b>SEC Reporting/Compliance</b>		<b>8.20</b>	<b>11,275.00</b>
			<b>Current Fees</b>	<b>46,217.00</b>

**MORRISON | FOERSTER**

Matter Number: 038817-0000013  
 Matter Name: RESTRUCTURING

Invoice Number: 6031872  
 Invoice Date: August 13, 2021

**Timekeeper Summary**

<b>No.</b>	<b>Timekeeper</b>	<b>Rate</b>	<b>Hours</b>	<b>Value</b>
04557	Harris, Timothy J.	1,375.00	14.60	20,075.00
14116	Marinuzzi, Lorenzo	1,550.00	10.80	16,740.00
22181	Ferraioli, Raff	825.00	9.60	7,920.00
13849	Guido, Laura	420.00	5.10	2,142.00
	Client Accommodation - Time			(660.00)
	Entry Review			
	<b>TOTAL</b>		<b>40.10</b>	<b>46,217.00</b>



Matter Number: 038817-0000013  
 Matter Name: RESTRUCTURING

Invoice Number: 6031872  
 Invoice Date: August 13, 2021

### Task Code Summary

Task Code	Description	Hours	Value
009	Corporate Governance and Board Matters	5.70	8,450.00
011	Employment and Fee Applications	12.30	8,082.00
017	Plan and Disclosure Statement	13.10	18,410.00
032	Time Entry Review	0.80	660.00
039	SEC Reporting/Compliance	8.20	11,275.00
	Client Accommodation - Time Entry Review		(660.00)
	<b>TOTAL</b>	<b>40.10</b>	<b>46,217.00</b>

**MORRISON** | **FOERSTER**

Matter Number: 038817-0000013  
Matter Name: RESTRUCTURING

Invoice Number: 6031872  
Invoice Date: August 13, 2021

**Invoice Summary**

	<u>U.S.Dollars</u>
Total Fees	46,217.00
<b>Total Amount Due</b>	<b>46,217.00</b>

**MORRISON | FOERSTER**

Matter Number: 038817-0000013  
Matter Name: RESTRUCTURING

Invoice Number: 6031872  
Invoice Date: August 13, 2021

For your convenience, we have listed below previous invoices on this matter which our records show as outstanding and the total balance due on this account. If you have already submitted payment, we appreciate your promptness. If your records are not in agreement, or if we can provide additional assistance, please call our Billing Department at (415) 268-6446 or (866) 314-5320

Date	Invoice Number	Currency	Original Invoice Amount	Payments Applied	Amount Outstanding
13-May-21	6005324	USD	77,502.50	62,002.00	15,500.50
23-Jun-21	6018468	USD	51,471.00	0.00	51,471.00
16-Jul-21	6024942	USD	32,053.50	0.00	32,053.50