

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

In re: AKORN, INC., <i>et al.</i> , Debtors. ¹	Chapter 11 Case No. 20-11177 (KBO) (Jointly Administered) Obj. Deadline: September 10, 2020 at 4:00 p.m. (ET)
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**SECOND MONTHLY APPLICATION OF JENNER & BLOCK LLP FOR
ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES AS
COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR
THE PERIOD FROM JULY 1, 2020 THROUGH JULY 31, 2020**

Name of Applicant:	Jenner & Block LLP
Authorized to Provide Professional Services to:	Official Committee of Unsecured Creditors of Akorn, Inc., <i>et al.</i>
Effective Date of Retention:	June 8, 2020
Period for which Compensation and Reimbursement is Sought:	July 1, 2020 – July 31, 2020
Amount of Compensation Sought as Actual, Reasonable and Necessary:	\$520,042.50
Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary:	\$14,127.94
Prior Fee Applications Filed:	None.

This is an/a X monthly interim final application.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, if any, are: Akorn, Inc. (7400); 10 Edison Street LLC (7890); 13 Edison Street LLC; Advanced Vision Research, Inc. (9046); Akorn (New Jersey), Inc. (1474); Akorn Animal Health, Inc. (6645); Akorn Ophthalmics, Inc. (6266); Akorn Sales, Inc. (7866); Clover Pharmaceuticals Corp. (3735); Covenant Pharma, Inc. (0115); Hi-Tech Pharmacal Co., Inc. (8720); Inspire Pharmaceuticals, Inc. (9022); Oak Pharmaceuticals, Inc. (6647); Olta Pharmaceuticals Corp. (3621); VersaPharm Incorporated (6739); VPI Holdings Corp. (6716); and VPI Holdings Sub, LLC. The location of the Debtors' service address is: 1925 W. Field Court, Suite 300, Lake Forest, Illinois 60045.



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

In re:

AKORN, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 20-11177 (KBO)
(Jointly Administered)

Obj. Deadline: September 10, 2020 at 4:00 p.m. (ET)

**SECOND MONTHLY APPLICATION OF JENNER & BLOCK LLP FOR
ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES AS
COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR
THE PERIOD FROM JULY 1, 2020 THROUGH JULY 31, 2020**

Pursuant to sections 330 and 331 of title 11 of the United States Code §§ 101-1532 (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure for the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), Jenner & Block LLP (“Jenner & Block” or “Applicant”), counsel to the Official Committee of Unsecured Creditors (the “Committee”), hereby submits its second monthly application (the “Application”) for compensation and reimbursement of expenses for the period from July 1, 2020 to and including July 31, 2020 (the “Application Period”). By this Application, Jenner & Block seeks a monthly interim allowance of compensation in the amount of \$520,042.50 and reimbursement of actual expenses necessarily incurred in the amount of \$14,127.94 in accordance with that certain *Order Authorizing Employment Of Jenner & Block LLP As Counsel For The Official Committee Of Unsecured Creditors Effective As Of June 8, 2020* [Dkt. 358] (the “Jenner & Block Retention

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, if any, are: Akorn, Inc. (7400); 10 Edison Street LLC (7890); 13 Edison Street LLC; Advanced Vision Research, Inc. (9046); Akorn (New Jersey), Inc. (1474); Akorn Animal Health, Inc. (6645); Akorn Ophthalmics, Inc. (6266); Akorn Sales, Inc. (7866); Clover Pharmaceuticals Corp. (3735); Covenant Pharma, Inc. (0115); Hi-Tech Pharmacal Co., Inc. (8720); Inspire Pharmaceuticals, Inc. (9022); Oak Pharmaceuticals, Inc. (6647); Olta Pharmaceuticals Corp. (3621); VersaPharm Incorporated (6739); VPI Holdings Corp. (6716); and VPI Holdings Sub, LLC. The location of the Debtors’ service address is: 1925 W. Field Court, Suite 300, Lake Forest, Illinois 60045.

Order”) and that certain *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* [Dkt. 218] (the “Interim Compensation Order”). Jenner & Block seeks payment of \$416,034.00 (80% of the allowed fees) and reimbursement of \$14,127.94 (100% of the allowed expenses), for an aggregate total payment of \$430,161.94 for the Application Period. In support of the Application, Jenner & Block respectfully states as follows:

JURISDICTION AND VENUE

1. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2). Venue of the above-captioned cases (the “Chapter 11 Cases”) and this Application in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

2. The statutory predicates for the relief sought herein are sections 330 and 331 of the Bankruptcy Code, Rule 2016 of the Bankruptcy Rules and Rule 2016-2 of the Local Rules.

BACKGROUND

3. On May 20, 2020, the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code. No trustee has been appointed. The Debtors are continuing in possession of their properties and are operating and managing their businesses as debtors-in-possession pursuant to sections 1107 and 1108 of the Bankruptcy Code.

4. On June 3, 2020, the Office of the United States Trustee for Region 3 (the “U.S. Trustee”) appointed a statutory committee of unsecured creditors pursuant to section 1102(a)(1) of the Bankruptcy Code [D.I. 111]. On June 8, 2020, the Committee selected Jenner & Block as its lead counsel. On June 9, 2020, the Committee selected Huron Consulting Services LLC as its

financial advisor. On June 10, 2020, the Committee selected Saul Ewing Arnstein & Lehr LLP as its Delaware counsel.

5. On July 20, 2020, the Court entered the Jenner & Block Retention Order approving the Committee's employment of Jenner & Block effective as of June 8, 2020.

TERMS AND CONDITIONS OF COMPENSATION TO JENNER & BLOCK

6. Subject to Court approval, Jenner & Block seeks payment for compensation on an hourly basis, plus reimbursement of actual, necessary expenses incurred by Jenner & Block during the Application Period. The rates charged by Jenner & Block in these Chapter 11 Cases do not differ from the rates charged to Jenner & Block's non-bankruptcy clients.

7. A summary of the hours spent, the names of each professional and paraprofessional rendering services to the Committee during the Application Period, the regular customary billing rates and the total value of time incurred by each of the Jenner & Block attorneys rendering services to the Committee is attached hereto as **Exhibit A**. A copy of the computer generated time entries reflecting the time recorded for these services, organized in project billing categories in accordance with the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 USC § 330 by Attorneys in Larger Chapter 11 Cases*, as well as a summary of time recorded by project billing category, is attached hereto as **Exhibit B**. A statement of expenses incurred by Jenner & Block during the Application Period is attached as **Exhibit C**. All time entries and requested expenses are in compliance with Rule 2016-2 of the Local Rules.

8. On June 23, 2020, the Court entered the Interim Compensation Order. Pursuant to the Interim Compensation Order, Jenner & Block and other estate professionals retained in the Chapter 11 Cases are authorized to file and serve upon the Debtors and the parties identified in the Interim Compensation Order monthly fee applications (each, a "Monthly Fee Application") for

their fees and expenses. After the expiration of a twenty (20) day objection period, the Debtors are authorized to promptly pay eighty percent (80%) of the fees and one hundred percent (100%) of the expenses requested in the relevant Monthly Fee Application, unless an objection has been filed to the requested fees and/or expenses or the Court orders otherwise.

9. In accordance with the Interim Compensation Order, Jenner & Block has filed and served upon the Debtors and the other notice parties identified in the Interim Compensation Order this Application regarding its fees and expenses incurred during the Application Period.

10. All services rendered for which compensation is requested and all costs incurred for which reimbursement is requested by Jenner & Block in this Application were reasonable, necessary and appropriate and were performed for or incurred on behalf of the Committee during the Application Period.

PROFESSIONAL SERVICES RENDERED

11. This Application is the first monthly fee application filed by Jenner & Block in these Chapter 11 Cases. During the Application Period, Jenner & Block was required to expend considerable effort in advising the Committee on a number of substantive issues on a compressed timeframe. To apprise this Court of the legal services provided during the Compensation Period, Jenner & Block sets forth the following summary of legal services rendered. The summary is intended only to highlight the general categories of services performed by Jenner & Block on behalf of the Committee; it is not intended to set forth each and every item of professional services which Jenner & Block performed.

Case Administration (10059)

Total Hours: 10.9; Amount Sought: \$7,656.00

12. This billing category encompasses services rendered related to general case administration including, *inter alia* attending the Debtors' section 341 meeting of creditors,

reviewing the Debtors' schedules and statements of financial affairs, coordinating workstreams with Jenner & Block and Huron personnel, negotiating a protective order with the Debtors, and drafting periodic updates for Committee members.

Sale Motion (10006)

Total Hours: 41.9; Amount Sought: \$33,777.00

13. This billing category encompasses services rendered related to the disposition of the Debtors' assets including, *inter alia* reviewing and analyzing various provisions of the Debtors' asset purchase agreement, reviewing and analyzing materials concerning various assets being sold by the Debtors, researching case law regarding potential objections to the Debtors' proposed sale, reviewing materials regarding the sale of the Debtors' India subsidiary; reviewing and analyzing the ad hoc equity group's sale proposal, analyzing tax consequences of various sale proposals; and negotiating with the Debtors, lenders, and equity group regarding various sale matters.

Plan of Reorganization (10024)

Total Hours: 19.2; Amount Sought: \$12,208.50

14. This billing category encompasses services rendered related to the Debtors' chapter 11 plan, disclosure statement, and solicitation process including, *inter alia* reviewing and analyzing various provisions of the Debtors' proposed 11 plan, researching and drafting an objection to Fresenius' request for reclassification of its claim, attending the hearing on approval of the disclosure statement, and negotiating with the Debtors' and Ad Hoc Group's counsel with respect to the Debtors' chapter 11 plan.

Retention Applications & Fee Petitions (10032)

Total Hours: 9.2; Amount Sought: \$7,009.50

15. This billing category encompasses services rendered related to the employment and compensation of the Committee's professionals including, *inter alia* preparing Jenner & Block's

retention application and related materials, reviewing and revising Huron's retention application and related materials, and preparing monthly fee statements for Jenner & Block and Huron.

Committee Meetings (10041)

Total Hours: 14.8; Amount Sought: \$13,351.50

16. This billing category encompasses services rendered related to preparing for and attending various meetings and presentations to the Committee.

Communications with Creditors (10075)

Total Hours: 1.7; Amount Sought: \$1,525.00

17. This billing category encompasses services rendered related to communications with various unsecured creditors in these Chapter 11 Cases.

Review & Analysis of Bank Liens (10083)

Total Hours: 247.5; Amount Sought: \$134,994.00

18. This billing category encompasses services rendered related to potential claims against the Debtors' term loan lenders including, *inter alia* reviewing the Debtors' prepetition loan documents and perfection materials, reviewing documents produced by the Debtors regarding prepetition negotiations with the Ad Hoc Group, conducting legal research related to potential claims against the Debtors' lenders, preparing memoranda analyzing such claims, preparing a demand letter regarding such claims, and drafting a complaint asserting such claims.

Review & Analysis of Claims Against Insiders (10091)

Total Hours: 443.8; Amount Sought: \$308,756.00

19. This billing category encompasses services rendered related to potential claims against the Debtors' directors, officers, and other insiders, *inter alia* preparing document requests to the Debtors related to potential claims against insiders, reviewing the Debtors' director and officer liability insurance policies, reviewing discovery productions and publicly available materials regarding potential claims against the Debtors' insiders, conducting legal research

regarding claims against the Debtors' insiders, preparing memoranda analyzing such claims, preparing for interviews with certain of the Debtors' directors and officers, and drafting demand letters regarding claims against the Debtors' insiders.

First Day Filings (10105)

Total Hours: 0.4; Amount Sought: \$360.00

20. This billing category encompasses services rendered related to the Debtors' requests for first-day relief including, including negotiating with the Debtors' counsel to resolve potential objections to the Debtors' first-day motions.

Review of Claims (10121)

Total Hours: 0.5; Amount Sought: \$315.00

21. This billing category encompasses services rendered related to reviewing and analyzing claims filed in these chapter 11 cases.

22. Jenner & Block's efforts throughout the Application Period have enhanced the Committee's understanding of many issues critical to the Chapter 11 Cases and enabled the Committee to act in an informed and efficient manner. In connection with the professional services described herein, by this Application, Jenner & Block seeks compensation in the amount of \$416,034.00 (80% of the allowed fees of \$520,042.50) and reimbursement of actual and necessary expenses incurred in the amount of \$14,127.94 for the Application Period.

LEGAL STANDARD

23. Section 330(a)(1) of the Bankruptcy Code allows the payment of:

(A) Reasonable compensation for actual, necessary services rendered by the trustee, examiner, professional person, or attorney and by any paraprofessional person employed by any such person and

(B) Reimbursement for actual, necessary expenses.

11 U.S.C. § 330(a)(1). Reasonableness of compensation is determined by a "market-driven approach" which considers the nature, extent and value of services provided by the professional

and cost of comparable services in non-bankruptcy contexts. *See Zolfo Cooper & Co. v. Sunbeam-Oster Co.*, 50 F.3d 253, 258 (3d Cir. 1995); *In re Busy Beaver Building Ctr., Inc.*, 19 F.3d 833, 849 (3d Cir. 1994). Thus, the “baseline rule is for firms to receive their customary rates.” *Zolfo Cooper*, 50 F.3d at 259.

24. Jenner & Block has calculated its compensation requested in this Application by applying its standard hourly rates. Jenner & Block’s calculation is based upon hourly rates that are well-within the range of rates that are charged by comparable firms in similar bankruptcy cases. Accordingly, Jenner & Block’s rates should be determined to be reasonable under section 330 of the Bankruptcy Code.

25. Jenner & Block’s fees during the Application Period are also reasonable under the prevailing legal standard and should be allowed. The amount of these fees is not unusual given the complexity, accelerated deadlines, and size of the Chapter 11 Cases. Jenner & Block’s fees are commensurate with fees that other attorneys of comparable experience and expertise have charged and been awarded in similar chapter 11 cases. Accordingly, Jenner & Block’s fees are reasonable pursuant to section 330 of the Bankruptcy Code.

26. Section 330(a)(1)(B) of the Bankruptcy Code permits reimbursement for actual, necessary expenses. Jenner & Block’s legal services and expenses incurred during the Application Period are set forth in this Application and constitute only those necessary expenses that were incurred for the benefit of the Debtors’ estates. Jenner & Block has properly requested reimbursement of only actual, necessary and appropriate legal expenses. Except as permitted by Rule 2016 of the Bankruptcy Rules, no agreement or understanding exists between Jenner & Block and/or any third person for the sharing or division of compensation in connection with these

chapter 11 cases. All of the services for which compensation is requested in this Application were rendered at the request of and solely on behalf of the Committee.

27. Pursuant to the standards set forth in sections 330 and 331 of the Bankruptcy Code, Jenner & Block submits that the compensation requested is for actual and necessary services and expenses and is reasonable, based upon the nature, extent and value of such services, the time spent thereon, and the costs of comparable services in a case under the Bankruptcy Code. Jenner & Block submits, therefore, that its fees and expenses were actual, necessary, reasonable, and justified, and should be allowed in full.

28. Jenner & Block has necessarily and properly expended 789.9 hours of services in the performance of its duties as lead counsel to the Committee during the Application Period. Jenner & Block respectfully requests an interim fee allowance for professional services rendered in the amount of \$416,034.00 (comprising 80% of \$520,042.50). Jenner & Block has also necessarily incurred reasonable and necessary disbursements in the amount of \$14,127.94 in the performance of Jenner & Block's duties to the Committee during the Application Period and respectfully requests reimbursement of such amount.

29. As stated in the Declaration of Catherine L. Steege, annexed hereto as **Exhibit D**, Jenner & Block has not agreed to share any compensation to be received herein with any other person.

WHEREFORE, Jenner & Block respectfully requests an interim award of compensation for professional services rendered as lead counsel to the Committee during the Application Period in the sum of \$416,034.00 (comprising 80% of \$520,042.50) together with reimbursement of disbursements in the amount of \$14,127.94 and for such other and further relief as the Court deems just and proper.

Dated: August 21, 2020
Chicago, Illinois

Respectfully submitted,

By: /s/ Catherine L. Steege

SAUL EWING ARNSTEIN & LEHR LLP

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-and-

JENNER & BLOCK LLP

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Landon R. Raiford (admitted *pro hac vice*)
William A. Williams (admitted *pro hac vice*)
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*Counsel to the Official Committee of
Unsecured Creditors of Akorn, Inc.*

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

In re:

AKORN, INC., *et al.*,

Debtors.³

Chapter 11

Case No. 20-11177 (KBO)
(Jointly Administered)

Obj. Deadline: September 10, 2020 at 4:00 p.m. (ET)

**NOTICE OF SECOND MONTHLY APPLICATION OF JENNER & BLOCK LLP FOR
ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES AS
COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR
THE PERIOD FROM JULY 1, 2020 THROUGH JULY 31, 2020**

PLEASE TAKE NOTICE that the Official Committee of Unsecured Creditors (the “Committee”) appointed in the chapter 11 cases of the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed the *Second Monthly Application of Jenner & Block LLP for Allowance of Compensation and Reimbursement of Expenses as Counsel for the Official Committee of Unsecured Creditors for the Period from July 1, 2020 through July 31, 2020* (the “Application”) with the United States Bankruptcy Court for the District of Delaware (“Court”).

PLEASE TAKE FURTHER NOTICE that objections to the Application, if any, are required to be filed on or before **September 10, 2020 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 North Market Street, Wilmington, Delaware 190801.

PLEASE TAKE FURTHER NOTICE that objections to the Application, if any, must be in writing, filed with the Clerk of the United States Bankruptcy Court for the District of Delaware,

³ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, if any, are: Akorn, Inc. (7400); 10 Edison Street LLC (7890); 13 Edison Street LLC; Advanced Vision Research, Inc. (9046); Akorn (New Jersey), Inc. (1474); Akorn Animal Health, Inc. (6645); Akorn Ophthalmics, Inc. (6266); Akorn Sales, Inc. (7866); Clover Pharmaceuticals Corp. (3735); Covenant Pharma, Inc. (0115); Hi-Tech Pharmacal Co., Inc. (8720); Inspire Pharmaceuticals, Inc. (9022); Oak Pharmaceuticals, Inc. (6647); Olta Pharmaceuticals Corp. (3621); VersaPharm Incorporated (6739); VPI Holdings Corp. (6716); and VPI Holdings Sub, LLC. The location of the Debtors’ service address is: 1925 W. Field Court, Suite 300, Lake Forest, Illinois 60045.

3rd Floor, 824 North Market Street, Wilmington, Delaware, 19801, and served upon and received by the following Application Recipients: (i) counsel to the Committee, Jenner & Block LLP, 353 N. Clark Street, Chicago, Illinois 60654, Attn: Catherine L. Steege, Landon S. Raiford, and William A. Williams; (ii) co-counsel to the Committee, Saul Ewing Arnstein & Lehr LLP, P.O. Box 1266, Wilmington, DE 19899, Attn: Mark Minuti; (iii) the Debtors, Akorn, Inc., 1925 W. Field Court, Suite 300, Lake Forest, Illinois 60045, Attn: Joseph Bonaccorsi; (iv) counsel to the Debtors, Kirkland & Ellis LLP, 300 North LaSalle, Chicago, Illinois 60654, Attn: Patrick J. Nash, Jr., P.C., Gregory F. Pesce, Christopher M. Hayes, and Dan Latona, and Kirkland & Ellis LLP, 601 Lexington Avenue, New York, New York 10022, Attn: Nicole L. Greenblatt, P.C.; (v) co-counsel to the Debtors, Richards, Layton & Finger P.A., 920 N. King Street, Wilmington, Delaware 19801, Attn: Paul N. Heath, Amanda R. Steele, Zachary I. Shapiro, and Brett M. Haywood; (vi) counsel to the Prepetition Agent, Wilmer Cutler Pickering Hale and Dorr LLP, 7 World Trade Center, 250 Greenwich Street, New York, New York 10007, Attn: Andrew Goldman; (vii) counsel to the Ad Hoc Group, Gibson Dunn & Crutcher, 200 Park Avenue, New York, New York 10166, Attn: Scott J. Greenberg and Michael J. Cohen, and Young Conaway Stargatt & Taylor, LLP, 1000 North King Street, Wilmington, Delaware 19801, Attn: Robert S. Brady; (viii) the United States Trustee, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801, Attn: Jane M. Leamy; and (ix) counsel to any other statutory committee appointed in these chapter 11 cases (each an “Application Recipient,” and, collectively, the “Application Recipients”).

PLEASE TAKE FURTHER NOTICE THAT PURSUANT TO THE ORDER ESTABLISHING PROCEDURES FOR INTERIM COMPENSATION AND REIMBURSEMENT OF EXPENSES OF PROFESSIONALS [DKT. NO. 218], IF NO OBJECTIONS ARE FILED AND SERVED IN ACCORDANCE WITH THE ABOVE

PROCEDURE, THE DEBTORS WILL BE AUTHORIZED TO PAY 80% OF THE REQUESTED FEES AND 100% OF THE REQUESTED EXPENSES WITHOUT FURTHER ORDER OF THE COURT.

Dated: August 21, 2020
Chicago, Illinois

Respectfully submitted,

By: /s/ Catherine L. Steege

SAUL EWING ARNSTEIN & LEHR LLP

Mark Minuti (DE Bar No. 2659)
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wwilliams@jenner.com

*Counsel to the Official Committee of
Unsecured Creditors of Akorn, Inc.*

EXHIBIT A**Summary of Billing by Professional**

Title	Name	Year Admitted	Hourly Rate	Hours Billed	Total Fees
Partner	Catherine L. Steege	1982	\$1,225	19.1	\$ 23,397.50
	Geoffrey M. Davis	1992	\$1,200	3.4	\$ 4,080.00
	Brian S. Scarbrough	2004	\$975	4.7	\$ 4,582.50
	David M. Kroeger	1992	\$950	9.2	\$ 8,740.00
	Anna Meresidis	2004	\$925	10.1	\$ 9,342.50
	Landon S. Raiford	2008	\$900	103.9	\$ 93,510.00
	Angela M. Allen	2008	\$900	77.8	\$ 70,020.00
Associate	John D. VanDeventer	2014	\$780	24.2	\$ 18,876.00
	Catherine L. Doyle	2005	\$745	5.2	\$ 3,874.00
	William A. Williams	2015	\$630	194.2	\$ 122,346.00
	Sharon K. Moraes	2016	\$630	69.8	\$ 43,974.00
	Adam T. Swingle	2018	\$570	12.8	\$ 7,296.00
Special Counsel	Laura E. Pelanek	2004	\$585	69.2	\$ 40,482.00
Paralegal	David A. Nelson	N/A	\$400	76.9	\$ 30,760.00
	Toi D. Hooker	N/A	\$400	78.9	\$ 31,560.00
Litig. Support Specialist	Bryan A. Power	N/A	\$400	1.1	\$ 440.00
Trademark Specialist	Carole A. Duran	N/A	\$230	28.1	\$ 6,463.00
Bankr. / Litig. Specialist	Marc A. Patterson	N/A	\$230	1.3	\$ 299.00
TOTAL				789.9	\$ 520,042.50

EXHIBIT B**Compensation by Project Category**

Project Category	Total Hours	Total Fees
Case Administration (10059)	10.9	\$ 7,656.00
Sale Motion (10006)	41.9	\$ 33,777.00
DIP Financing (10016)	0	\$ -
Plan of Reorganization (10024)	19.2	\$ 12,208.50
Retention Application & Fee Petitions (10032)	9.2	\$ 7,099.50
Committee Meetings (10041)	14.8	\$ 13,351.50
Communications with Creditors (10075)	1.7	\$ 1,525.00
Review & Analysis of Bank Liens (10083)	247.5	\$ 134,994.00
Review & Analysis of Claims Against Insiders (10091)	443.8	\$ 308,756.00
First Day Filings (10105)	0.4	\$ 360.00
Equity Committee Request (10113)	0	\$ -
Review of Claims (1021)	0.5	\$ 315.00
TOTAL	789.9	\$ 520,042.50

LAW OFFICES

JENNER & BLOCK LLP

353 N. Clark Street
CHICAGO, ILLINOIS 60654-3456
(312) 222-9350

CLIENT NUMBER: 70192

DELIVERY VIA EMAIL

COMBINED INVOICE

AKORN CREDITORS COMMITTEE
ATTN: BEN CARLSEN
1564 NORTHEAST EXPRESSWAY
ATLANTA, GA 30329

AUGUST 12, 2020
INVOICE # 9538813

FOR PROFESSIONAL SERVICES RENDERED
THROUGH JULY 31, 2020:

\$ 520,042.50

DISBURSEMENTS

\$ 14,127.94

TOTAL INVOICE

\$ 534,170.44

LAW OFFICES

JENNER & BLOCK LLP353 N. Clark Street
CHICAGO, ILLINOIS 60654-3456
(312) 222-9350**COMBINED INVOICE**AKORN CREDITORS COMMITTEE
ATTN: BEN CARLSEN
1564 NORTHEAST EXPRESSWAY
ATLANTA, GA 30329

CLIENT NUMBER: 70192

AUGUST 12, 2020

FOR PROFESSIONAL SERVICES RENDERED
THROUGH JULY 31, 2020:**SALE MOTION****MATTER NUMBER - 10006**

7/01/20	WAW	.70	Reviewed sale motion re India subsidiary (.4); prepared summary of potential objections to same (.2); conferred with Jenner team re same (.1).	441.00
7/06/20	LSR	.80	Reviewed motion to approve sale of India subsidiary.	720.00
7/08/20	CS	.80	Telephone conference with A. Glenn re Whitebox bid (.5); email to Jenner and Huron team re conversation with A. Glenn and follow-up questions (.3).	980.00
7/08/20	LSR	.30	Communications re potential new bidder for business.	270.00
7/09/20	GMD	.80	Emails with L. Raiford re transfer of Indian operations and related Mauritius holding entity (.2); reviewed tax matters re disposition of India subsidiary (.5).	960.00
7/09/20	LSR	2.60	Looked into proposed disposition of India sale proceeds (1.5); email to G. Davis re same (.5); communications with Huron re same (.6).	2,340.00
7/10/20	GMD	.50	Participated in tax call with K&E re Mauritius and Indian entity transfer.	600.00
7/10/20	LSR	.50	Call with Kirkland re tax implications of India sale.	450.00
7/13/20	CS	.20	Telephone conference with D. Patel re issues re sale.	245.00
7/13/20	LSR	.60	Drafted reservation of rights re India sale.	540.00
7/14/20	CS	.20	Telephone conference with A. Glenn re sale and due diligence.	245.00
7/14/20	CS	.20	Telephone conference with G. Schlindehorn re India sale and tax benefits.	245.00

LAW OFFICES

JENNER & BLOCK LLP

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7/15/20	GMD	.50	Reviewed and responded to email from T. Martin re K&E tax call and Indian disposition generating tax loss.	600.00
7/15/20	LSR	.20	Call w G. Davis re tax aspects of India sale.	180.00
7/16/20	CS	.20	Telephone conference with L. Raiford re India sale resolution.	245.00
7/16/20	LSR	.60	Communications with debtors and lender re proposed order for India sale motion.	540.00
7/17/20	LSR	1.00	Communications with debtors and lenders re India sale order (.3); review Huron memo re tax attributes (.7).	900.00
7/18/20	CS	.50	Reviewed Huron analysis re tax impact of India sale.	612.50
7/18/20	CS	.10	Email to Committee re India sale resolution.	122.50
7/18/20	GMD	.80	Reviewed and commented on email from T. Martin re sale of Mauritius (.3); considered issues re carryback of capital loss generated by sale of Mauritius and send email re same (.5).	960.00
7/20/20	GMD	.80	Reviewed and commented on tax email from T. Martin (.4); reviewed and commented on question from T. Martin in response to query from C. Steege re potential for refund from Mauritius capital loss (.4).	960.00
7/20/20	LSR	2.50	Drafted challenge to proposed sale.	2,250.00
7/20/20	WAW	1.40	Analyzed assets being sold under stalking horse APA.	882.00
7/20/20	WAW	.20	Conferred with L. Raiford re assets being sold under stalking horse APA.	126.00
7/22/20	WAW	1.20	Reviewed and analyzed disclosure schedules to stalking horse APA.	756.00
7/23/20	WAW	1.10	Researched case law re potential sale objections.	693.00
7/24/20	CS	.60	Telephone conference with A. Glenn re competing offer for debtor's assets.	735.00
7/24/20	LSR	.40	Edited letter re potential sale challenges.	360.00
7/24/20	WAW	4.20	Researched additional case law and secondary sources re potential sale objections.	2,646.00
7/24/20	WAW	.80	Conferred with L. Raiford re potential sale objections.	504.00

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7/24/20	WAW	1.10	Reviewed data room documents re potential sale objections.	693.00
7/24/20	WAW	.60	Prepared summary of potential sale-related arguments for L. Raiford.	378.00
7/25/20	CS	.10	Email with A. Glenn re competing offer.	122.50
7/27/20	CS	.20	Responded to questions from Committee member re Fresenius's motion and impact on sale.	245.00
7/27/20	CS	.30	Conversation with Whitebox counsel re sale.	367.50
7/27/20	WAW	4.40	Continue researching case law and secondary sources re potential sale objections.	2,772.00
7/27/20	WAW	.70	Reviewed and analyzed non-binding offers submitted from various prospective bidders.	441.00
7/27/20	WAW	1.30	Continued reviewing sale process data room documents re certain products.	819.00
7/27/20	WAW	.40	Conferred with L. Raiford re non-binding offers submitted by third parties.	252.00
7/28/20	LSR	.50	Review summary of non-lender offers.	450.00
7/28/20	WAW	3.20	Continued researching case law re potential sale objections.	2,016.00
7/28/20	WAW	.40	Telephone call with L. Raiford re potential sale objections.	252.00
7/29/20	CS	.40	Telephone conference with Whitebox counsel re Whitebox proposal.	490.00
7/30/20	CS	.20	Reviewed proposal from Whitebox and email committee re same.	245.00
7/30/20	WAW	1.30	Reviewed and analyzed equity group's proposal re plan and/or sale.	819.00
7/30/20	WAW	.40	Conferred with L. Raiford and C. Steege re equity group proposal.	252.00
7/31/20	CS	.20	Telephone conference with Whitebox counsel re offer.	245.00
7/31/20	LSR	.90	Reviewed new proposal for purchase of debtors' assets.	810.00

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41.90 PROFESSIONAL SERVICES \$ 33,777.00

NAME	HOURS	RATE	TOTAL
CATHERINE L. STEEGE	4.20	1,225.00	5,145.00
GEOFFREY M. DAVIS	3.40	1,200.00	4,080.00
LANDON S. RAIFORD	10.90	900.00	9,810.00
WILLIAM A. WILLIAMS	23.40	630.00	14,742.00
TOTAL	41.90		\$ 33,777.00

MATTER 10006 TOTAL \$ 33,777.00

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7/01/20	CS	.20	Telephone conference with Fresenius's counsel regarding disclosure statement hearing.	245.00
7/01/20	CS	1.00	Attended Disclosure Statement Hearing.	1,225.00
7/01/20	LSR	1.00	Attended disclosure statement hearing.	900.00
7/01/20	WAW	1.20	Attended hearing on approval of disclosure statement (1.0); telephone call with L. Raiford re same (.2).	756.00
7/24/20	WAW	1.00	Reviewed Fresenius' motion to reclassify claims pursuant to Rule 3013.	630.00
7/27/20	CS	.40	Reviewed Fresenius motion re plan classification.	490.00
7/27/20	CS	.30	Prepared email to Committee re Fresenius plan classification motion.	367.50
7/27/20	MXP	.80	Retrieved cases cited in the Motion of Fresenius Kabi AG to Reclassify Claims via Westlaw.	184.00
7/27/20	MXP	.50	Prepare index to cases cited in the Motion of Fresenius Kabi AG to Reclassify Claims.	115.00
7/27/20	ATS	.30	Analyzed Fresenius' classification motion (.2); conferred with L. Raiford re response to same (.1).	171.00
7/28/20	ATS	1.20	Finished review of Fresenius' classification motion (.4); analyzed cases cited in motion (.8).	684.00
7/28/20	ATS	2.80	Researched authority for response to Fresenius' classification motion.	1,596.00
7/30/20	ATS	3.70	Continued research for response to Fresenius' classification motion (1); began drafting response (2.7).	2,109.00
7/31/20	ATS	4.80	Drafted summary to L. Raiford of response to Fresenius' classification motion (.6); drafted response (4.2).	2,736.00
		19.20	PROFESSIONAL SERVICES	\$ 12,208.50

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NAME	HOURS	RATE	TOTAL
CATHERINE L. STEEGE	1.90	1,225.00	2,327.50
LANDON S. RAIFORD	1.00	900.00	900.00
WILLIAM A. WILLIAMS	2.20	630.00	1,386.00
ADAM T. SWINGLE	12.80	570.00	7,296.00
MARC A. PATTERSON	1.30	230.00	299.00
TOTAL	19.20		\$ 12,208.50
MATTER 10024 TOTAL			\$ 12,208.50

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(312) 222-9350**RETENTION APPLICATIONS AND FEE PETITIONS****MATTER NUMBER - 10032**

7/01/20	LSR	.20	Reviewed Jenner retention materials.	180.00
7/01/20	WAW	2.80	Finalized Jenner & Block retention application (.4); finalized Huron retention application (.6); multiple email correspondence with D. Patel, T. Martin, and Jenner team re same (.4); prepared motion to shorten notice re retention applications (.6); email correspondence with Kirkland team and US Trustee's counsel re same (.2); coordinated filing and service of retention applications and motion to shorten notice (.4); conferred with Saul Ewing team re same (.2).	1,764.00
7/18/20	CS	.90	Prepared fee statement.	1,102.50
7/18/20	WAW	.10	Email correspondence with C. Steege and L. Raiford re June fee statement.	63.00
7/20/20	CS	.60	Revised fee statement.	735.00
7/21/20	CS	.60	Revised and finalized fee statement.	735.00
7/21/20	WAW	3.10	Prepared Jenner & Block's June 2020 fee statement.	1,953.00
7/21/20	WAW	.20	Email correspondence with Jenner team and Huron team re monthly fee statements.	126.00
7/21/20	WAW	.20	Reviewed local rules and UST guidelines re monthly fee statements.	126.00
7/24/20	WAW	.20	Coordinated filing and service of Jenner's and Huron's June fee statements.	126.00
7/24/20	WAW	.30	Reviewed and revised Huron's June fee statement.	189.00
		9.20	PROFESSIONAL SERVICES	\$ 7,099.50

NAME	HOURS	RATE	TOTAL
CATHERINE L. STEEGE	2.10	1,225.00	2,572.50
LANDON S. RAIFORD	.20	900.00	180.00
WILLIAM A. WILLIAMS	6.90	630.00	4,347.00
TOTAL	9.20		\$ 7,099.50

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MATTER 10032 TOTAL

\$ 7,099.50

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(312) 222-9350**COMMITTEE MEETINGS****MATTER NUMBER - 10041**

7/10/20	CS	.40	Telephone conference with A. Allen re committee meeting presentation.	490.00
7/10/20	LSR	1.90	Reviewed and put together materials for committee meeting.	1,710.00
7/11/20	CS	.30	Revised slides for Committee meeting re investigation.	367.50
7/11/20	CS	.60	Prepared for Committee meeting.	735.00
7/11/20	WAW	1.70	Prepared slides for July 13 committee presentation (1.4); conferred with L. Raiford re same (.2); email correspondence with Huron team re same (.1).	1,071.00
7/12/20	WAW	.60	Prepared additional slides for July 13 committee presentation.	378.00
7/13/20	CS	2.30	Attended Committee meeting.	2,817.50
7/13/20	CS	.60	Prepared committee meeting agenda and reviewed slides re meeting.	735.00
7/13/20	LSR	3.10	Call with Huron in preparation for Committee meeting (.7); call with MDL plaintiffs re request to join Committee (.1); participated in Committee meeting (2.3).	2,790.00
7/13/20	WAW	2.30	Participated in July 13 committee meeting.	1,449.00
7/13/20	WAW	.70	Conference call with L. Raiford and Akorn team re current action items and committee presentation.	441.00
7/30/20	CS	.30	Telephone conference with G. Schildenhorn re status.	367.50
		14.80	PROFESSIONAL SERVICES	\$ 13,351.50

NAME	HOURS	RATE	TOTAL
CATHERINE L. STEEGE	4.50	1,225.00	5,512.50
LANDON S. RAIFORD	5.00	900.00	4,500.00
WILLIAM A. WILLIAMS	5.30	630.00	3,339.00
TOTAL	14.80		\$ 13,351.50

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MATTER 10041 TOTAL

\$ 13,351.50

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(312) 222-9350**CASE ADMINISTRATION****MATTER NUMBER - 10059**

7/01/20	CS	.10	Prepared letter to Committee re status of case.	122.50
7/01/20	WAW	1.00	Drafted committee post re recent case developments (.4); conferred with C. Steege and L. Raiford re same (.1); conference call with L. Raiford and Huron team re current action items (.5).	630.00
7/02/20	WAW	.10	Coordinated service of order shortening notice re retention applications and notice of hearing re same.	63.00
7/07/20	WAW	1.30	Conference call with Jenner team re current action items (1.1); email correspondence with A. Allen and L. Raiford re same (.2).	819.00
7/07/20	WAW	1.90	Reviewed schedules and statements of financial affairs (1.3); multiple email correspondence with T. Hooker and A. Meresidis re same (.4); conferred with L. Raiford re current action items (.2).	1,197.00
7/07/20	WAW	.30	Reviewed joint status report re opt-out settlements (.2); email correspondence with Jenner team re same (.1).	189.00
7/08/20	WAW	.70	Weekly conference call with Huron team and L. Raiford re current action items.	441.00
7/09/20	WAW	.40	Telephone call with L. Raiford re various action items.	252.00
7/13/20	CS	.50	Telephone conference with M.D. Lattney re request to join committee.	612.50
7/15/20	LSR	.60	Weekly call with Huron re case status.	540.00
7/15/20	WAW	1.40	Prepared for and attended section 341 meeting.	882.00
7/15/20	WAW	.60	Conference call with L. Raiford and Huron team re current action items.	378.00
7/20/20	WAW	.40	Telephone call with L. Raiford re various action items.	252.00
7/21/20	WAW	.60	Conference call with L. Raiford and Huron team re current action items.	378.00
7/27/20	LSR	1.00	Call with Huron re case status (.5); call with W. Williams re same (.5).	900.00
		10.90	PROFESSIONAL SERVICES	\$ 7,656.00

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NAME	HOURS	RATE	TOTAL
CATHERINE L. STEEGE	.60	1,225.00	735.00
LANDON S. RAIFORD	1.60	900.00	1,440.00
WILLIAM A. WILLIAMS	8.70	630.00	5,481.00
TOTAL	10.90		\$ 7,656.00

MATTER 10059 TOTAL			\$ 7,656.00
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(312) 222-9350**EXPENSES****MATTER NUMBER - 10067****DISBURSEMENTS**

7/02/20	Corporate Document Expense; CT LIEN SOLUTIONS; 07/02/2020	4,798.75
7/05/20	Court Fees, ELAN CORPORATE PAYMENT SYSTEMS, 07/05/ 2020	27.75
7/05/20	Court Fees, ELAN CORPORATE PAYMENT SYSTEMS, 07/05/ 2020	33.00
7/05/20	Court Fees, ELAN CORPORATE PAYMENT SYSTEMS, 07/05/ 2020	27.75
7/07/20	Other Professional Services; PACER SERVICE CENTER; 07/07/2020	.30
7/07/20	Other Professional Services; PACER SERVICE CENTER; 07/07/2020	2.50
7/07/20	Other Professional Services; PACER SERVICE CENTER; 07/07/2020	3.20
7/07/20	Pacer Charges; PACER SERVICE CENTER; 07/07/2020 Pacer Charges 04/01/2020 to 06/30/2020.	41.90
7/08/20	B&W Copy	61.82
7/10/20	B&W Copy	14.96
7/13/20	Corporate Document Expense; CT LIEN SOLUTIONS; 07/13/2020; Akorn creditors committee.	1,953.58
7/13/20	B&W Copy	59.62
7/14/20	B&W Copy	67.10
7/23/20	07/23/2020 UPS Delivery Service 1Z6134380194615171	9.72
7/24/20	US Messenger 06/26/2020	69.69
7/24/20	B&W Copy	77.77
7/24/20	07/24/2020 UPS Delivery Service 1Z613438PG96493254	19.41
7/24/20	07/24/2020 UPS Delivery Service 1Z613438PG96493254	3.40
7/30/20	07/30/2020 UPS Delivery Service 1Z613438NT98585693	16.85
7/31/20	Lexis Research	89.76
7/31/20	Westlaw Research	4,503.41
7/31/20	Westlaw Research	2,132.73
7/31/20	Westlaw Research	112.97
	TOTAL DISBURSEMENTS	\$ 14,127.94
MATTER 10067 TOTAL		\$ 14,127.94

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(312) 222-9350**COMMUNICATION WITH CREDITORS****MATTER NUMBER - 10075**

7/20/20	WAW	.20	Email correspondence with unsecured creditor re executory contract.	126.00
7/22/20	CS	.30	Telephone conference with creditor (M Parker) re status of case.	367.50
7/24/20	LSR	.60	Call with attorneys for health plans re case status.	540.00
7/29/20	WAW	.30	Responded to inquiry from lease counterparty.	189.00
7/30/20	CS	.10	Telephone conference with creditor re case and bar date.	122.50
7/30/20	LSR	.20	Responded to inquiry re treatment of 503(b) claims.	180.00
		1.70	PROFESSIONAL SERVICES	\$ 1,525.00

NAME	HOURS	RATE	TOTAL
CATHERINE L. STEEGE	.40	1,225.00	490.00
LANDON S. RAIFORD	.80	900.00	720.00
WILLIAM A. WILLIAMS	.50	630.00	315.00
TOTAL	1.70		\$ 1,525.00

MATTER 10075 TOTAL			\$ 1,525.00
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(312) 222-9350**REVIEW AND ANALYSIS OF BANK LIENS****MATTER NUMBER - 10083**

7/01/20	AM	.20	Correspondence with S. Moraes re research and lien searches.	185.00
7/01/20	AM	.50	Review of loan documents.	462.50
7/01/20	SKM	3.70	Reviewed loan documents and UCC search results to prepare report on collateral held by secured creditors.	2,331.00
7/01/20	CAD	.40	Attended to S. Moraes' request for search of intellectual property in connection with Akorn, Inc. and multiple related entities (.1); conducted preliminary search of same and corresponded with S. Moraes to confirm multiple number of hits and assignment records for most of the marks and to provide estimate of timeline for completion of project (.3).	92.00
7/02/20	AM	1.50	Worked on memo for Unsecured Creditors Committee re lien perfection.	1,387.50
7/02/20	AM	.10	Call with S. Moraes re instructions for completing a draft of the memo.	92.50
7/02/20	SKM	.60	Reviewed loan and collateral documents to prepare collateral review memo and discussed memo with A. Meresidis.	378.00
7/02/20	DAN	8.90	Worked on patent due diligence re Akorn, Inc. and related companies.	3,560.00
7/03/20	DAN	6.80	Worked on patent due diligence re Akorn, Inc. and related companies.	2,720.00
7/05/20	AM	.20	Review of S. Moraes' update analysis.	185.00
7/05/20	AM	.20	Email to L. Raiford re collateral analysis update.	185.00
7/05/20	DAN	6.00	Worked on patent due diligence re Akorn, Inc. and related companies.	2,400.00
7/06/20	SKM	5.40	Reviewed loan and collateral documents to prepare collateral review memo and discussed memo with A. Meresidis.	3,402.00
7/06/20	DAN	7.00	Worked on patent due diligence re Akorn, Inc. and related companies.	2,800.00

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7/07/20	AM	.50	Call with C. Steege, A. Allen, S. Moraes and W. Williams re collateral and lien review.	462.50
7/07/20	AM	.50	Review of security documents.	462.50
7/07/20	AM	.20	Review of list of assets.	185.00
7/07/20	AM	.50	Correspondence with S. Moraes and W. Williams on same.	462.50
7/07/20	SKM	12.20	Reviewed all loan and collateral documents, and all asset schedules within bankruptcy schedules, to prepare collateral review memo and discussed the same with A. Meresidis.	7,686.00
7/07/20	WAW	1.10	Telephone call with S. Moraes re lien review issues (.5); multiple email correspondence with S. Moraes and A. Meresidis re same (.6).	693.00
7/07/20	DAN	10.80	Worked on patent due diligence re Akorn, Inc. and related companies.	4,320.00
7/08/20	AM	1.00	Correspondence with W. Williams on collateral and guarantees.	925.00
7/08/20	SKM	9.80	Reviewed loan and collateral documents to prepare collateral review memo and discussed the same with A. Meresidis.	6,174.00
7/08/20	WAW	5.10	Continued reviewing loan documents and related materials (1.8); multiple email correspondence with Jenner team re same (.6); email correspondence with Kirkland team re missing documents (.2); continued reviewing standstill agreement and related amendments (1.1); continued preparing chronology summarizing same (1.4).	3,213.00
7/08/20	CAD	8.00	Attended to trademark searches in the United States involving Akorn, Inc. and multiple related entities; analyzed and noted records dating back over 70+ year and began process of incorporating all trademark, assignments and lien records into report.	1,840.00
7/08/20	DAN	8.50	Worked on patent due diligence re Akorn, Inc. and related companies.	3,400.00
7/09/20	AM	.20	Review of guaranty language and correspondence with W. Williams on same.	185.00

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7/09/20	SKM	1.20	Reviewed UCC lien results and lists of collateral and summarized in collateral review memo.	756.00
7/09/20	DAN	6.50	Worked on patent due diligence re Akorn, Inc. and related companies.	2,600.00
7/10/20	AM	.20	Follow up with S. Moraes on lien analysis update.	185.00
7/10/20	SKM	4.00	Reviewed UCC lien results and lists of collateral and summarized in collateral review memo.	2,520.00
7/10/20	SKM	.30	Discussed status of lien review with W. Williams.	189.00
7/10/20	SKM	3.40	Revised collateral review memo.	2,142.00
7/10/20	CAD	2.00	Proofread report of U.S. trademark searches and finalized report; corresponded with S. Moraes re same.	460.00
7/10/20	DAN	1.40	Worked on patent due diligence re Akorn, Inc. and related companies.	560.00
7/12/20	LSR	.30	Reviewed memo re lien perfection issues.	270.00
7/12/20	WAW	2.90	Reviewed collateral review memorandum and related materials (1.2); telephone call with S. Moraes re same (.3); conferred with L. Raiford re same (.4); prepared summary of certain provisions of loan documents (.5); email correspondence with L. Raiford re same (.2); prepared list of additional document requests re same (.3).	1,827.00
7/13/20	SKM	.70	Revised collateral review memo.	441.00
7/13/20	CAD	5.00	Attended to search and analysis of particulars and assignment history of foreign marks in the name of Akorn, Inc. and multiple affiliated entities; worked on preparation of detailed report incorporating all live marks and pertinent data.	1,150.00
7/14/20	SKM	5.80	Reviewed collateral lists, researched perfection steps in the U.C.C. of LA, IL, GA and DE and drafted collateral review memo.	3,654.00
7/14/20	CAD	2.60	Resumed search of foreign trademarks for multiple entities with attention to any registrations in China; edited and formatted report; corresponded with S. Moraes re searching additional potentially related entities; forwarded preliminary report of foreign marks to S. Moraes.	598.00

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7/15/20	AM	.10	Correspondence with W. Williams on mortgages and other assets subject to liens.	92.50
7/15/20	SKM	3.00	Reviewed collateral lists, researched perfection steps in the U.C.C. of LA, IL, GA and DE and drafted collateral review memo.	1,890.00
7/15/20	CAD	4.00	Resumed search of foreign trademarks in the name of multiple entities with attention to accuracy of trademark identification numbers and existence of recorded assignments and liens; updated report with new records.	920.00
7/16/20	CAD	4.00	Conducted further research for Foreign Trademarks In the Name of Akorn, Inc. and related entities; navigated through foreign databases and researched for missing information and numbers for multiple registered marks.	920.00
7/16/20	DAN	4.90	Worked on patent due diligence re Akorn, Inc. and related companies.	1,960.00
7/17/20	AM	.20	Correspondence with S. Moraes re: comments to memo.	185.00
7/17/20	CAD	1.80	Completed verification of correct entity names and application/registration numbers for multiple foreign marks; finalized report; corresponded with S. Moraes.	414.00
7/17/20	DAN	.90	Worked on patent due diligence re Akorn, Inc. and related companies.	360.00
7/18/20	DAN	8.90	Worked on patent due diligence re Akorn, Inc. and related companies.	3,560.00
7/19/20	LSR	1.40	Drafted letter to lenders summarizing potential claims against them.	1,260.00
7/19/20	AM	2.10	Reviewed and revised collateral review memo (2.0); correspondence with S. Moraes on same (.1).	1,942.50
7/19/20	SKM	4.10	Revised collateral review memo.	2,583.00
7/20/20	LSR	.60	Call with W. Williams re potential lien challenge.	540.00
7/20/20	SKM	2.40	Revised collateral review memo.	1,512.00
7/20/20	DAN	5.10	Worked on patent due diligence re Akorn, Inc. and related companies.	2,040.00
7/21/20	SKM	1.30	Revised collateral review memo.	819.00

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7/21/20	WAW	2.40	Continued reviewing documents re standstill agreement and related negotiations.	1,512.00
7/21/20	WAW	.50	Conference call with L. Raiford, A. Merisides, and S. Moraes re lien review memorandum.	315.00
7/22/20	SKM	1.50	Reviewed IP search results and revised collateral review memo.	945.00
7/23/20	SKM	1.00	Reviewed IP search results and revised collateral review memo.	630.00
7/23/20	CAD	.30	Addressed email inquiry from S. Moraes re Foreign Copyright searches.	69.00
7/23/20	DAN	1.00	Worked on review of US copyright by Akorn, Inc. and related companies.	400.00
7/24/20	LSR	.40	Edited letter re potential lien challenges.	360.00
7/24/20	SKM	5.10	Reviewed IP search results and revised collateral review memo.	3,213.00
7/24/20	DAN	.20	Worked on patent due diligence re Akorn, Inc. and related companies.	80.00
7/25/20	SKM	2.10	Proofed and finalized collateral review memo.	1,323.00
7/25/20	WAW	.40	Email correspondence with L. Raiford re various noteworthy documents.	252.00
7/27/20	LSR	.30	Edited letter re lien challenge.	270.00
7/27/20	WAW	1.60	Reviewed and revised draft of demand letter to lenders.	1,008.00
7/27/20	WAW	.40	Conferred with L. Raiford re demand letter to lenders.	252.00
7/28/20	LSR	2.30	Edited letter raising challenges to purported liens.	2,070.00
7/28/20	WAW	1.20	Continued reviewing and revising demand letter to lenders.	756.00
7/28/20	WAW	1.60	Began drafting complaint against lenders.	1,008.00
7/29/20	LSR	3.20	Edited letter to lenders re potential claims and lien challenges.	2,880.00
7/29/20	WAW	7.20	Continued drafting complaint against lenders.	4,536.00

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7/29/20	WAW	1.10	Reviewed and revised demand letter re claims against lenders.	693.00
7/29/20	WAW	.40	Multiple email correspondence with L. Raiford re demand letter and complaint.	252.00
7/30/20	CS	1.60	Revised demand letter regarding lien challenges.	1,960.00
7/30/20	LSR	2.80	Reviewed Committee's comment to lender letter (.7); edited same (.3); legal research on UCC 9-408 (1.8).	2,520.00
7/30/20	LSR	1.40	Addressed issues re company's representation re perfection issues.	1,260.00
7/30/20	AM	.70	UCC analysis of liens on proceeds	647.50
7/30/20	SKM	1.40	Reviewed perfection analysis from Kirkland.	882.00
7/30/20	WAW	8.10	Continued drafting complaint against lenders.	5,103.00
7/30/20	WAW	1.70	Researched additional case law re claims against lenders.	1,071.00
7/31/20	LSR	2.90	Review Huron comments to lender claim letter (1.0); call with Huron re same (.6); reviewed draft complaint against lenders (1.3).	2,610.00
7/31/20	AM	.70	Review and markup of collateral memo; correspondence on same	647.50
7/31/20	SKM	.80	Finalized collateral review memo.	504.00
7/31/20	WAW	7.80	Continued drafting complaint against lenders.	4,914.00
7/31/20	WAW	1.10	Researched additional case law re claims against lenders.	693.00
7/31/20	WAW	1.30	Reviewed additional documents re claims against lenders.	819.00
		247.50	PROFESSIONAL SERVICES	\$ 134,994.00

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NAME	HOURS	RATE	TOTAL
CATHERINE L. STEEGE	1.60	1,225.00	1,960.00
ANNA MERESIDIS	9.60	925.00	8,880.00
LANDON S. RAIFORD	15.60	900.00	14,040.00
SHARON K. MORAES	69.80	630.00	43,974.00
WILLIAM A. WILLIAMS	45.90	630.00	28,917.00
DAVID A. NELSON	76.90	400.00	30,760.00
CAROLE A. DURAN	28.10	230.00	6,463.00
TOTAL	247.50		\$ 134,994.00
MATTER 10083 TOTAL			\$ 134,994.00

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(312) 222-9350**REVIEW AND ANALYSIS OF CLAIMS AGAINST
INSIDERS****MATTER NUMBER - 10091**

7/01/20	AMA	2.00	Reviewed discovery requests (.3); correspondence with L. Raiford re same (.5); conferred with L. Raiford and W. Williams re discovery requests and status (.5); correspondence re policies (.2); reviewed and drafted summary re same (.5).	1,800.00
7/01/20	LSR	2.10	Edited second set of document requests to debtors (.9); call with Huron re same (.7); call with A. Allen and W. Williams re same (.5).	1,890.00
7/01/20	WAW	1.30	Revised second set of document requests to Debtors per L. Raiford and A. Allen's comments (.8); conference call with L. Raiford and A. Allen re same (.5).	819.00
7/01/20	TDH	1.80	Retrieved Project Wood documents for team review.	720.00
7/02/20	AMA	1.60	Conferred with L. Raiford re discovery (.3); conferred with W. Williams re same (.2); reviewed and revised same (.5); continued reviewing policies and analysis re same (.6).	1,440.00
7/02/20	LSR	.40	Reviewed updated requests for documents.	360.00
7/02/20	WAW	2.80	Continued reviewing documents produced by the Debtors re potential claims against third parties (2.3); reviewed and revised second set of document requests to Debtors (.5).	1,764.00
7/02/20	TDH	2.00	Retrieved Project Wood documents for team review.	800.00
7/03/20	AMA	.20	Reviewed Huron summary.	180.00
7/06/20	AMA	2.00	Conferred with T. Martin and B. Buebel re D&O claims (.6); conferred with L. Raiford re same (.3); reviewed summary and analysis re same (.4); correspondence re schedule (.1); correspondence with T. Hooker re production and reviewed same (.3); correspondence re document requests (.3).	1,800.00
7/06/20	LSR	1.70	Drafted outline summarizing status of investigation.	1,530.00
7/06/20	WAW	4.20	Continued preparing chronology of key facts re potential avoidance claims (1.8); continued reviewing factual materials re same (2.4).	2,646.00

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7/06/20	TDH	.20	Gathered Delaware litigation documents for review by A. Allen.	80.00
7/07/20	CS	.50	Team meeting re tasks and research issues re investigation of potential claims.	612.50
7/07/20	AMA	5.70	Meeting with C. Steege and team re status of investigation (.5); continued reviewing and analyzing insurance policies re same (2.8); reviewed and revised outline re follow up (.3); conferred with L. Raiford, B. Arnault and team re discovery (.7); conferred with L. Raiford re same (.4); correspondence with T. Hooker, W. Williams and L. Raiford re same (.3); drafted letter re policy proceeds (.4); correspondence with C. Steege and L. Raiford re same (.2); correspondence re Fresenius call (.1).	5,130.00
7/07/20	LSR	2.90	Jenner team call re investigation status (.5); drafted summary of action items for investigation (.6); edited letter to debtors re status of insurance proceeds (.2); reviewed documents re potential settlement of litigation (.3); call with Kirkland re second set of document requests (.8); follow-up with debtors counsel of various issues (.5).	2,610.00
7/07/20	TDH	1.80	Gathered litigation schedules, and other documents for review by A. Allen and W. Williams.	720.00
7/08/20	CS	.50	Revised letter to P. Nash re insurance proceeds (.3); email to committee re same (.2).	612.50
7/08/20	DMK	.80	Reviewed and analyzed materials received from A. Allen re D&O insurance issues raised by same.	760.00
7/08/20	BZS	1.70	Reviewed materials and communicated with A. Allen re D&O insurance issues.	1,657.50
7/08/20	AMA	4.40	Continued drafting and revising summary re insurance policies and analysis re same (1.8); emailed D. Kroeger and B. Scarbrough re same (.5); correspondence with L. Raiford and W. Williams re same (.2); correspondence with C. Steege re draft letter (.2); reviewed docket re same (.1); conferred with J. VanDeventer re research (.4); conferred with K. Cornish and team re investigation (.6); conferred with L. Raiford re analysis (.3); emailed T. Hooker re discovery (.1); reviewed correspondence re status re same (.2).	3,960.00

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7/08/20	LSR	3.20	Call with Huron re status of investigation (.8); call with W. Williams re same (.3); communications with team re status of document review (.6); call with Paul Weiss re d&o claims (.6); claim review of same (.9).	2,880.00
7/08/20	JDV	.60	Reviewed filings and other documents pertaining to Akorn D&O insurance coverage and disputes related to same.	468.00
7/08/20	WAW	4.60	Email correspondence with Huron team re various investigation-related financial analyses (.5); researched case law re various insolvency-related issues (2.8); incorporated same into memorandum (1.3).	2,898.00
7/08/20	TDH	1.30	Gathered new documents from Debtors' data room.	520.00
7/08/20	TDH	1.00	Updated data room files for review by team.	400.00
7/09/20	DMK	.50	Reviewed and analyzed materials received from A. Allen re D&O insurance issues raised by same.	475.00
7/09/20	DMK	.50	Teleconference with A. Allen and B. Scarbrough re D&O insurance issues and follow-up re same.	475.00
7/09/20	BZS	1.20	Reviewed selected provisions of insurance policies and settlement.	1,170.00
7/09/20	BZS	.80	Drafted high level analysis of insurance policies.	780.00
7/09/20	BZS	.60	Participated in insurance discussion with A. Allen, D. Kroeger.	585.00
7/09/20	AMA	4.10	Conferred with D. Kroeger and B. Scarbrough re insurance (.5); follow up correspondence with C. Steege and team re same (.3); reviewed and revised summary re same (1.6); conferred with J. VanDeventer re research (.8); research re settlement agreement (.5); emailed C. Steege re summary re same (.2); emailed L. Raiford and team re status (.2).	3,690.00
7/09/20	LSR	.80	Communications with W. Williams re Standstill Agreement.	720.00
7/09/20	JDV	.80	Call with A. Allen to discuss research re dispute over D&O insurance coverage.	624.00
7/09/20	CLD	.20	Reviewed background materials regarding request by D. Kroeger to review D&O policies.	149.00

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7/09/20	WAW	2.80	Prepared analysis of the Standstill Agreement's impact on the Debtors (2.6); conferred with L. Raiford re same (.2).	1,764.00
7/09/20	WAW	5.70	Researched case law re potential claims re 2014 leveraged buyout transactions (3.1); continued preparing memorandum analyzing same (2.6).	3,591.00
7/09/20	TDH	4.90	Gathered production documents from Kirkland & Ellis firm.	1,960.00
7/09/20	TDH	1.00	Gathered documents from Paul Weiss for team review.	400.00
7/09/20	TDH	.90	Gathered new documents from Debtors' data room.	360.00
7/09/20	TDH	2.00	Worked on resolving technical issues with data received from Kirkland & Ellis firm.	800.00
7/10/20	DMK	.40	Further review and analysis of materials received from A. Allen re D&O insurance issues raised by same.	380.00
7/10/20	AMA	1.80	Conferred with C. Steege re status of investigation and UCC meeting re same (.4); conferred with L. Raiford re same (.4); drafted outline re same (.5); correspondence re antitrust creditors (.1); reviewed correspondence re discovery (.2); reviewed responses re same (.2).	1,620.00
7/10/20	LSR	.40	Reviewed Standstill Agreement (.2); email to debtors' counsel re Standstill Agreement documents (.2).	360.00
7/10/20	WAW	7.30	Continued researching case law re various issues re avoidance claims (3.8); continued preparing memorandum analyzing same (2.4); reviewed email correspondence from Kirkland re search terms (.1); prepared list of search terms re discovery requests to Debtors (.5); email correspondence with L. Raiford and A. Allen re same (.2); telephone call with L. Raiford re same (.3).	4,599.00
7/10/20	TDH	7.40	Gathered production documents from Kirkland & Ellis firm.	2,960.00
7/10/20	TDH	2.20	Worked on resolving technical issues with data received from Kirkland & Ellis firm.	880.00
7/11/20	WAW	5.00	Continued researching case law re potential lender liability claims (2.1); continued researching case law re avoidance claims involving leveraged buyouts (1.6); incorporated research into memorandum (1.3).	3,150.00

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7/11/20	TDH	1.00	Communications with Tech and Lit support departments regarding issues with devices received from Kirkland & Ellis.	400.00
7/12/20	AMA	.50	Reviewed correspondence re discovery (.1); conferred with L. Raiford re same and UCC meeting (.4).	450.00
7/12/20	LSR	.40	Email to debtors' counsel re document requests.	360.00
7/12/20	CLD	3.40	Worked on analysis of D&O insurance policies per D. Kroeger.	2,533.00
7/12/20	WAW	6.80	Continued researching case law re potential avoidance claims (2.4); continued reviewing factual materials re same (1.6); continued preparing memorandum analyzing same (2.8).	4,284.00
7/13/20	CS	.50	Telephone conference with team re investigation status.	612.50
7/13/20	DMK	.50	Review and analysis of C. Doyle insurance summary.	475.00
7/13/20	BZS	.10	Communicated with A. Allen and D. Kroeger re Akorn D&O insurance information.	97.50
7/13/20	AMA	5.60	Conferred with C. Steege and team E. George (.4); conferred with C. Steege and L. Raiford re same and meeting with committee (.5); reviewed presentation re same (.3); attended same (2.2); conferred with L. Raiford re research (.2); conferred with J. VanDeventer re same (.3); correspondence with J. VanDeventer and team re same (.3); reviewed Fresenius litigation (.8); conferred with C. Steege re same (.2); reviewed analysis (.3); emailed D. Kroeger and team re same (.1).	5,040.00
7/13/20	LSR	.50	Call with C. Steege and A. Allen re workflow.	450.00
7/13/20	LSR	1.20	Reviewed draft of memo summarizing Standstill Agreement and potential claims.	1,080.00
7/13/20	JDV	1.60	Review documents filed with the SEC for information regarding payment of executive bonuses in previous years.	1,248.00
7/13/20	JDV	.30	Discussed case and research needs with A. Allen.	234.00
7/13/20	CLD	1.60	Drafted email memorandum to D. Kroeger regarding D&O coverage analysis.	1,192.00

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7/13/20	WAW	.20	Email correspondence with J. VanDeventer, A. Allen, and L. Raiford re February 2020 retention bonuses.	126.00
7/13/20	WAW	4.60	Continued researching case law re potential avoidance claims.	2,898.00
7/13/20	WAW	1.40	Continued investigating and summarizing factual details re potential avoidance actions.	882.00
7/13/20	WAW	.40	Telephone call with L. Raiford re potential avoidance actions.	252.00
7/13/20	WAW	2.80	Continued drafting memorandum analyzing potential avoidance claims.	1,764.00
7/13/20	TDH	3.20	Gathered production documents from Kirkland & Ellis firm.	1,280.00
7/13/20	TDH	2.00	Worked on resolving technical issues with data received from Kirkland & Ellis firm.	800.00
7/13/20	BAP	.40	Prepared cost estimate for database costs.	160.00
7/14/20	AMA	.40	Correspondence re analysis re policies (.2); reviewed research re same (.2).	360.00
7/14/20	LSR	.80	Reviewed gaps in document production.	720.00
7/14/20	JDV	1.40	Researched status of Debtor's D&O insurance proceeds as property of the estate.	1,092.00
7/14/20	WAW	4.20	Continued drafting memorandum analyzing potential avoidance claims.	2,646.00
7/14/20	WAW	3.40	Continued researching case law re potential avoidance claims.	2,142.00
7/14/20	TDH	3.00	Gathered and analyze production documents from Kirkland & Ellis firm.	1,200.00
7/14/20	TDH	1.70	Communications with Lit Support and team re retaining database vendors.	680.00
7/14/20	BAP	.70	Updated ediscovery cost estimates and communicated internally re costs.	280.00
7/15/20	DMK	1.20	Prepared for meeting with BK team re D&O insurance summary.	1,140.00

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7/15/20	AMA	1.30	Conferred with J. VanDeventer re research (.3); correspondence re insider payments (.1); correspondence with D. Kroeger re analysis (.2); reviewed same (.4); reviewed responses and correspondence re discovery (.3).	1,170.00
7/15/20	LSR	.80	Reviewed proposed edits to protective order.	720.00
7/15/20	JDV	4.50	Researched status of Debtor's D&O insurance proceeds as property of the estate.	3,510.00
7/15/20	WAW	.40	Reviewed Debtors' responses to second set of document requests.	252.00
7/15/20	WAW	.40	Multiple email correspondence with L. Raiford and A. Meresidis re Debtors' responses to second set of document requests.	252.00
7/15/20	WAW	1.40	Continued drafting memorandum analyzing potential avoidance actions.	882.00
7/15/20	WAW	3.70	Researched additional case law re potential avoidance actions.	2,331.00
7/15/20	TDH	.70	Updated data room files.	280.00
7/15/20	TDH	2.10	Communications with Lit Support and team re retaining database vendors.	840.00
7/16/20	CS	.60	Telephone conference with insurance team re D&O process.	735.00
7/16/20	DMK	2.60	Prepared for meeting with BK team re D&O insurance summary (1.3); met with BK team re same (.7); worked on follow-up re same (.6).	2,470.00
7/16/20	AMA	2.30	Reviewed research and policies re same (.8); conferred with J. VanDeventer re same (.5); emailed C. Steege and team re same (.1); conferred with C. Steege, D. Kroeger and J. VanDeventer re same (.6); follow up with J. VanDeventer re same (.2); correspondence with L. Raiford re discovery (.1).	2,070.00
7/16/20	JDV	4.40	Researched status of Debtor's D&O insurance proceeds as property of the estate (3.3); call with D. Kroeger re analysis of Akorn's D&O insurance policies (.6); call with A. Allen to discuss results of research (.5).	3,432.00

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7/16/20	WAW	3.80	Researched additional case law re potential avoidance actions.	2,394.00
7/16/20	WAW	1.70	Continued drafting memorandum analyzing potential avoidance actions.	1,071.00
7/16/20	TDH	.50	Communications with Lit Support re data received.	200.00
7/17/20	AMA	1.30	Reviewed requests and responses re discovery (.3); correspondence with L. Raiford and J. VanDeventer re same (.3); conferred with J. VanDeventer re same (.3); conferred with L. Raiford re same (.4).	1,170.00
7/17/20	LSR	.80	Call with Kirkland re status of document production (.4); call with A. Allen re same (.4).	720.00
7/17/20	JDV	.60	Reviewed previous discovery requests from UCC to Debtor (.2); and participated in call with Debtor's counsel re same (.4).	468.00
7/17/20	WAW	2.40	Researched additional case law re potential avoidance actions.	1,512.00
7/17/20	WAW	3.10	Continued drafting memorandum analyzing potential avoidance actions.	1,953.00
7/17/20	WAW	.80	Telephone call and email correspondence with Huron team re financial analyses re Standstill Agreement.	504.00
7/19/20	WAW	.20	Multiple email correspondence with L. Raiford re memorandum analyzing potential claims.	126.00
7/20/20	BZS	.30	Reviewed insurance coverage map of D&O coverage programs.	292.50
7/20/20	AMA	2.60	Reviewed Fresenius litigation and analysis re same.	2,340.00
7/20/20	LSR	2.40	Drafted write up of potential avoidance actions in connection with actions taken in year prior to bankruptcy.	2,160.00
7/20/20	JDV	4.10	Researched approval of 2020 bonus payments as breach of fiduciary duty.	3,198.00
7/20/20	WAW	.40	Multiple email correspondence re document review logistics.	252.00
7/20/20	WAW	.20	Email correspondence with Huron team re revised Standstill impact analysis.	126.00

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7/20/20	WAW	.80	Researched additional case law re potential avoidance claims.	504.00
7/20/20	WAW	.60	Revised claims memorandum to incorporate additional research.	378.00
7/20/20	TDH	.90	Gathered production documents from Kirkland & Ellis firm.	360.00
7/20/20	TDH	.80	Updated data room files for review by team.	320.00
7/21/20	AMA	4.10	Conferred with L. Raiford re investigation and interviews (.6); reviewed and revised analysis re Fresenius litigation (.5); correspondence with L. Raiford and C. Steege re same (.2); research and analysis re D&O claims (2.4); correspondence with W. Williams and L. Raiford re same (.4).	3,690.00
7/21/20	LSR	4.90	Reviewed hot docs from Cravath production (.4); edited letter re potential fraudulent transfer claim (.2); call with V. Lazar re same (.5); call with Huron re Standstill agreement (.7); calls with A. Allen re D&O claims (1.1); continued drafting letter re potential fraudulent transfer claims (2.0).	4,410.00
7/21/20	LSR	1.30	Team call re potential claims (.5); reviewed summary of potential argument (.8).	1,170.00
7/21/20	AM	.50	Call with S. Moraes, B. Landford and W. Williams re: memo to Unsecured Creditors Committee and findings.	462.50
7/21/20	WAW	.20	Email correspondence with L. Raiford and A. Allen re directors and officers.	126.00
7/21/20	WAW	.60	Coordinated logistics re review of document productions.	378.00
7/21/20	TDH	1.20	Gathered production documents from Kirkland & Ellis firm.	480.00
7/22/20	CS	.70	Team call re investigation work.	857.50
7/22/20	LEP	4.60	Reviewed disclosure statement and civil litigation complaint and order.	2,691.00

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7/22/20	AMA	6.20	Investigation and analysis re interviews (3.2); conferred with C. Steege and L. Raiford re interviews (.7); conferred with L. Raiford re same (.5); conferred with J. VanDeventer re same (.4); drafted and revised request re interviews (.5); correspondence with C. Steege and L. Raiford re same (.3); correspondence with P. Paterson re Fresenius litigation (.4); reviewed correspondence re discovery (.2).	5,580.00
7/22/20	LSR	3.10	Continued drafting letter of potential claims Committee will seek standing to bring (2.8); call with Huron re same (.6); call with W. Williams re same (.3).	2,790.00
7/22/20	LSR	.50	Call with A. Allen and C. Steege re workflow.	450.00
7/22/20	JDV	.20	Call with A. Allen re research regarding 2020 bonus payments.	156.00
7/22/20	WAW	.20	Email correspondence with L. Pelanek re case background.	126.00
7/22/20	WAW	.40	Telephone call with Saul Ewing team and T. Hooker re document review logistics.	252.00
7/22/20	WAW	.70	Multiple email correspondence re document review logistics.	441.00
7/22/20	WAW	.50	Conference call with L. Raiford and Huron team re investigation matters.	315.00
7/22/20	WAW	1.70	Researched case law re potential defenses to claims.	1,071.00
7/22/20	WAW	3.60	Continued reviewing documents re standstill agreement and related negotiations.	2,268.00
7/22/20	TDH	.70	Gathered production documents from Kirkland & Ellis firm.	280.00
7/22/20	TDH	.60	Updated data room files for review by team.	240.00
7/22/20	TDH	.20	Communications with Saul Ewing tech support re scope of database requirements.	80.00
7/23/20	LEP	.50	Participated in video conference with L. Raiford and A. Allen re witness interview preparation.	292.50
7/23/20	LEP	.80	Reviewed A. Weinstein deposition transcript.	468.00

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7/23/20	LEP	1.90	Reviewed appellate indices, located and segregated witness transcripts and circulated.	1,111.50
7/23/20	LEP	5.20	Worked on cast of characters and chronology.	3,042.00
7/23/20	AMA	3.70	Conferred with L. Raiford re investigation and Fresenius litigation (.5); conferred with L. Raiford and L. Pelanek re interviews (.4); correspondence with L. Pelanek re same (.7); emailed P. Paterson re same (.3); emailed D. Kroeger re policy analysis (.1); reviewed motion to lift stay and correspondence re same (.3); reviewed documents and drafted interview outlines (1.4).	3,330.00
7/23/20	LSR	8.10	Call with debtors' counsel re discovery (.8); address certain production issues (.3); began drafting outline for upcoming interviews of officers and directors (6.0); call with A. Allen and L. Pelanek re same (.3); reviewed hot documents noted by review team (.7).	7,290.00
7/23/20	WAW	.60	Attended weekly conference call with Huron, AlixPartners, PJT, and Kirkland teams re recent case developments.	378.00
7/23/20	WAW	.20	Email correspondence with Huron team re statements made in Debtors' SEC filings.	126.00
7/23/20	WAW	.40	Conferred with L. Raiford re various open action items.	252.00
7/23/20	WAW	.20	Conferred with T. Hooker re uploading of documents to Relativity database.	126.00
7/23/20	WAW	6.20	Continued reviewing documents re standstill agreement and related negotiations.	3,906.00
7/23/20	WAW	.40	Email correspondence with L. Raiford re noteworthy documents.	252.00
7/23/20	WAW	.60	Analyzed default and remedy provisions of loan documents and standstill agreement.	378.00
7/23/20	TDH	3.80	Worked on transmitting electronic data for loading to Relativity.	1,520.00
7/23/20	TDH	.20	Updated data room files for review by team.	80.00
7/23/20	TDH	1.00	Prepared harddrives for shipping to Relativity vendor.	400.00
7/23/20	TDH	2.20	Worked on resolving technical issues with file share programs.	880.00

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7/24/20	LEP	.20	Phone conference with L. Raiford re timeline and lender issues.	117.00
7/24/20	LEP	.40	Updated chronology and circulated.	234.00
7/24/20	LEP	7.10	Reviewed witness transcripts and compiled testimony	4,153.50
7/24/20	AMA	4.10	Conferred with L. Raiford re interviews and investigation (.5); drafted outline re same (1.8); reviewed Fresenius litigation and transcripts (1.3); correspondence with L. Raiford re insurance (.3); reviewed correspondence re discovery (.2);	3,690.00
7/24/20	LSR	2.60	Continued drafting interview outline.	2,340.00
7/24/20	WAW	1.20	Continued reviewing documents re Standstill Agreement and related negotiations.	756.00
7/24/20	TDH	4.20	Worked on transmitting electronic data for loading to Relativity.	1,680.00
7/24/20	TDH	3.00	Worked on resolving technical issues with file share programs.	1,200.00
7/25/20	LEP	1.60	Worked on draft interview outline of B. Tambi.	936.00
7/25/20	LEP	2.50	Reviewed deposition transcripts, updated chart of relevant testimony and circulated same.	1,462.50
7/25/20	LEP	.80	Reviewed targeted searches for relevant documents and circulated.	468.00
7/25/20	LSR	5.50	Continued drafting outline for insider interviews (2.9); reviewed hot docs for inclusion in same (2.6).	4,950.00
7/25/20	TDH	1.00	Follow up with team and vendor re data loaded to Relativity.	400.00
7/26/20	LEP	1.10	Revised and edited B. Tambi outline and circulated.	643.50
7/26/20	LEP	.20	Worked on D. Portwood interview outline.	117.00
7/26/20	AMA	4.40	Correspondence re discovery and productions (.3); reviewed cast of characters and testimony summaries (.5); reviewed Fresenius transcripts, pleadings and documents (3.4); correspondence with J. VanDeventer re bonus and retention payments (.2).	3,960.00

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7/26/20	LSR	4.70	Finalized draft of insider interview outline (2.4); edited letter re potential fraudulent transfer claims (2.3).	4,230.00
7/26/20	WAW	.20	Email correspondence with Jenner team re Relativity database.	126.00
7/26/20	TDH	2.30	Worked on transmitting electronic data for loading to Relativity.	920.00
7/26/20	TDH	1.00	Communications with vendor re data loads and issues.	400.00
7/27/20	LEP	3.50	Revised, edited and circulated witness interview outlines.	2,047.50
7/27/20	LEP	1.90	Reviewed documents for relevance to interview topics.	1,111.50
7/27/20	AMA	5.70	Conferred with L. Raiford re investigation and interviews (.4); conferred with L. Raiford, B. Arnault and team re interviews and discovery (.4); conferred with L. Raiford re same (.5); correspondence re Fresenius motion and reviewed same (.5); reviewed interview outlines (.5); correspondence with L. Raiford and L. Pelanek re same (.5); correspondence re insurance analysis (.1); reviewed same (.2); reviewed Fresenius litigation and prepared outlines re same (2.6).	5,130.00
7/27/20	LSR	.50	Reviewed Fresenius classification motion.	450.00
7/27/20	LSR	3.90	Edited fraudulent transfer analysis in letter to debtors (2.8); call with Kirkland re interviews (.6); call with A. Allen re same (.5).	3,510.00
7/27/20	WAW	.20	Email correspondence with L. Raiford re upcoming witness interviews.	126.00
7/27/20	WAW	.40	Conferred with R. Levin re potential avoidance argument.	252.00
7/27/20	TDH	2.20	Worked on transmitting electronic data for loading to Relativity.	880.00
7/27/20	TDH	2.00	Communications with vendors re data loading and issues re same.	800.00
7/28/20	DMK	1.70	Further review and analysis of D&O materials re response to BK team questions re same.	1,615.00
7/28/20	DMK	.50	Prepared correspondence to BK team re D&O insurance assessment.	475.00
7/28/20	LEP	8.40	Reviewed documents and incorporated into chronology.	4,914.00

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7/28/20	AMA	5.40	Reviewed analysis re bonuses (.4); correspondence with J. VanDeventer re same (.5); reviewed and revised interview topics and emailed L. Raiford re same (.5); reviewed D&O analysis (.7); correspondence with D. Kroeger re same (.1); correspondence with L. Raiford re same (.2); emailed W. Arnault re same (.2); correspondence re discovery (.2); email correspondence with L. Raiford re strategy (.3); conferred with L. Raiford re same (.4); reviewed and revised interview outlines and analysis re same (1.9).	4,860.00
7/28/20	LSR	5.70	Drafted detailed outline to counsel re interview topics (2.2); reviewed research re claims based on 2019 and 2020 bonuses (1.9); call with Huron re interviews (.4); edited interview outline (1.2).	5,130.00
7/28/20	JDV	5.40	Prepared email re potential cause of action for breach of fiduciary duty based on 2020 bonus payments with legal research, summary of relevant documents, and potential questions for witnesses.	4,212.00
7/28/20	WAW	.40	Conference call with L. Raiford and Huron team re various action items.	252.00
7/28/20	WAW	.20	Email correspondence with T. Hooker re designation of certain documents in the Relativity database.	126.00
7/28/20	WAW	1.80	Reviewed additional documents re Standstill Agreement and related negotiations.	1,134.00
7/28/20	WAW	.40	Conferred with L. Raiford re certain noteworthy documents.	252.00
7/28/20	WAW	.20	Email correspondence with James Ng re standstill analysis.	126.00
7/28/20	TDH	2.00	Communications with vendors re data and issues re same.	800.00
7/28/20	TDH	1.00	Quality control check data.	400.00
7/29/20	CS	1.00	Team meeting re insider investigation and strategy.	1,225.00
7/29/20	LEP	.80	Compiled exhibits and circulated.	468.00
7/29/20	LEP	.80	Reviewed D. Portwood deposition transcript.	468.00
7/29/20	LEP	7.10	Reviewed documents and updated chronology and circulated relevant.	4,153.50

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7/29/20	AMA	4.50	Conferred with C. Steege and L. Raiford re strategy and status of investigation (.8); conferred with L. Raiford re same (.2); conferred with J. VanDeventer re same (.3); conferred with M. Vagnoni re status (.3); correspondence re discovery (.3); reviewed transcripts and documents re interviews (1.6); correspondence re exhibits (.3); reviewed policy analysis (.7).	4,050.00
7/29/20	LSR	2.70	Communications with debtors' counsel re upcoming interviews (1.2); reviewed Huron's analysis of company's historical finances (1.0); prepared interview outline of company insiders (.5).	2,430.00
7/29/20	LSR	1.70	Call with C. Steege and A. Allen re case status (.8); weekly call with Huron (.5); worked on protective order issues (.4).	1,530.00
7/29/20	JDV	.30	Met with A. Allen re status of document productions and demand letter re bonus payments.	234.00
7/29/20	WAW	.40	Conferred with L. Raiford re various ongoing action items.	252.00
7/29/20	WAW	.50	Participated in weekly call with Huron team re current action items.	315.00
7/29/20	TDH	1.50	Communications with vendors re data loading and issues re same.	600.00
7/29/20	TDH	.80	Quality control check data.	320.00
7/30/20	DMK	.50	Reviewed and analyzed insurance settlement documentation re response to insurance questions from BK team.	475.00
7/30/20	LEP	10.70	Worked on inserts to draft complaint.	6,259.50
7/30/20	AMA	1.70	Correspondence with L. Raiford re discovery (.2); reviewed same (.2); correspondence with D. Kroeger re same (.2); reviewed letters and correspondence re same (.5); continued reviewed Fresenius litigation re interviews (.6).	1,530.00
7/30/20	LSR	1.80	Edited interview outline.	1,620.00
7/30/20	WAW	.20	Telephone call with D. Patel re various case issues.	126.00
7/30/20	TDH	.50	Updated data room files for review by team.	200.00

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7/30/20	TDH	.70	Worked on transmitting electronic data for loading to Relativity.	280.00
7/30/20	TDH	.80	Communications with vendors re data and issues re same.	320.00
7/30/20	TDH	.80	Quality control check data.	320.00
7/31/20	LEP	1.30	Drafted insert for complaint and circulated.	760.50
7/31/20	LEP	2.40	Reviewed recently produced documents and circulated key.	1,404.00
7/31/20	LEP	.20	Prepared documents for interviews and circulated.	117.00
7/31/20	LEP	5.20	Reviewed materials, updating chronology and circulated.	3,042.00
7/31/20	AMA	2.20	Correspondence re discovery (.2); reviewed correspondence re interviews (.3); reviewed summaries re same (.5); continued reviewing Fresenius litigation and preparing for same (1.2).	1,980.00
7/31/20	LSR	3.00	Reviewed hot documents noted by doc review team.	2,700.00
7/31/20	WAW	.40	Reviewed amended schedules and statements of financial affairs.	252.00
7/31/20	WAW	.40	Reviewed outlines for upcoming witness interviews.	252.00
7/31/20	TDH	1.50	Communications with vendors re data and issues re same.	600.00
7/31/20	TDH	1.30	Quality control check data.	520.00
		443.80	PROFESSIONAL SERVICES	\$ 308,756.00

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NAME	HOURS	RATE	TOTAL
CATHERINE L. STEEGE	3.80	1,225.00	4,655.00
BRIAN S. SCARBROUGH	4.70	975.00	4,582.50
DAVID M. KROEGER	9.20	950.00	8,740.00
ANNA MERESIDIS	.50	925.00	462.50
ANGELA M. ALLEN	77.80	900.00	70,020.00
LANDON S. RAIFORD	68.40	900.00	61,560.00
JOHN D. VANDEVENTER	24.20	780.00	18,876.00
CATHERINE L. DOYLE	5.20	745.00	3,874.00
WILLIAM A. WILLIAMS	100.80	630.00	63,504.00
LAURA E. PELANEK	69.20	585.00	40,482.00
TOI D. HOOKER	78.90	400.00	31,560.00
BRYAN A. POWER	1.10	400.00	440.00
TOTAL	443.80		\$ 308,756.00
MATTER 10091 TOTAL			\$ 308,756.00

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(312) 222-9350**FIRST DAY FILINGS****MATTER NUMBER - 10105**

6/11/20	LSR	.40	Call with Kirkland to resolve objection to first day motions.	360.00
		.40	PROFESSIONAL SERVICES	\$ 360.00

NAME	HOURS	RATE	TOTAL
LANDON S. RAIFORD	.40	900.00	360.00
TOTAL	.40		\$ 360.00

MATTER 10105 TOTAL			\$ 360.00
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JENNER & BLOCK LLP353 N. Clark Street
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(312) 222-9350**REVIEW OF CLAIMS****MATTER NUMBER - 10121**

7/31/20	WAW	.50	Reviewed claims register and conferred with Jenner team re same.	315.00
		.50	PROFESSIONAL SERVICES	\$ 315.00

NAME	HOURS	RATE	TOTAL
WILLIAM A. WILLIAMS	.50	630.00	315.00
TOTAL	.50		\$ 315.00

MATTER 10121 TOTAL			\$ 315.00
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TOTAL INVOICE	\$ 534,170.44
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SUMMARY OF PROFESSIONAL SERVICES

NAME	HOURS	RATE	TOTAL
CATHERINE L. STEEGE	19.10	1,225.00	23,397.50
GEOFFREY M. DAVIS	3.40	1,200.00	4,080.00
BRIAN S. SCARBROUGH	4.70	975.00	4,582.50
DAVID M. KROEGER	9.20	950.00	8,740.00
ANNA MERESIDIS	10.10	925.00	9,342.50
ANGELA M. ALLEN	77.80	900.00	70,020.00
LANDON S. RAIFORD	103.90	900.00	93,510.00
JOHN D. VANDEVENTER	24.20	780.00	18,876.00
CATHERINE L. DOYLE	5.20	745.00	3,874.00
SHARON K. MORAES	69.80	630.00	43,974.00
WILLIAM A. WILLIAMS	194.20	630.00	122,346.00
LAURA E. PELANEK	69.20	585.00	40,482.00
ADAM T. SWINGLE	12.80	570.00	7,296.00
TOI D. HOOKER	78.90	400.00	31,560.00
DAVID A. NELSON	76.90	400.00	30,760.00
BRYAN A. POWER	1.10	400.00	440.00
CAROLE A. DURAN	28.10	230.00	6,463.00
MARC A. PATTERSON	1.30	230.00	299.00
TOTAL	789.90		\$ 520,042.50

EXHIBIT C**Expense Summary**

Expense Category	Amount
Legal Research	\$ 6,838.87
Public Records Searches	\$ 6,752.33
Photocopies	\$ 281.27
Court Fees	\$ 88.50
Messenger Service	\$ 69.69
UPS	\$ 49.38
PACER	\$ 47.90
TOTAL	\$ 14,127.94

EXHIBIT D

Declaration of Catherine L. Steege

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

In re:

AKORN, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 20-11177 (KBO)
(Jointly Administered)

**DECLARATION OF CATHERINE L. STEEGE IN SUPPORT OF SECOND MONTHLY
APPLICATION OF JENNER & BLOCK LLP FOR ALLOWANCE OF
COMPENSATION AND REIMBURSEMENT OF EXPENSES AS COUNSEL FOR THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD FROM
JULY 1, 2020 THROUGH JULY 31, 2020**

I, Catherine L. Steege, under penalty of perjury, declare as follows:

1. I am a partner in the firm of Jenner & Block LLP (“Jenner & Block”), counsel to the Official Committee of Unsecured Creditors (the “Committee”).

2. I have read the foregoing *Second Monthly Application of Jenner & Block LLP for Allowance of Compensation and Reimbursement of Expenses as Counsel for the Official Committee of Unsecured Creditors for the Period from July 1, 2020 through July 31, 2020* and am familiar with the contents thereof. The same contents are true to the best of my knowledge, except as to matters therein alleged to be upon information and belief, and as to those matters, I believe them to be true. I have personally performed many of the legal services rendered by Jenner & Block and am familiar with all other work performed on behalf of the Committee by the attorneys and paraprofessionals of Jenner & Block.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, if any, are: Akorn, Inc. (7400); 10 Edison Street LLC (7890); 13 Edison Street LLC; Advanced Vision Research, Inc. (9046); Akorn (New Jersey), Inc. (1474); Akorn Animal Health, Inc. (6645); Akorn Ophthalmics, Inc. (6266); Akorn Sales, Inc. (7866); Clover Pharmaceuticals Corp. (3735); Covenant Pharma, Inc. (0115); Hi-Tech Pharmacal Co., Inc. (8720); Inspire Pharmaceuticals, Inc. (9022); Oak Pharmaceuticals, Inc. (6647); Olta Pharmaceuticals Corp. (3621); VersaPharm Incorporated (6739); VPI Holdings Corp. (6716); and VPI Holdings Sub, LLC. The location of the Debtors’ service address is: 1925 W. Field Court, Suite 300, Lake Forest, Illinois 60045.

3. In accordance with Rule 2016(a) of the Federal Rules of Bankruptcy Procedure and Section 504 of the Title 11, United States Code, no agreement or understanding exists between Jenner & Block and any other person for the sharing of compensation to be received in connection with the above-captioned cases.

4. I have reviewed the requirements of Local Rule 2016-2 of the United States Bankruptcy Court for the District of Delaware, and to the best of my knowledge, information and belief, this Application complies with Local Rule 2016-2.

I declare under penalty of perjury that the foregoing is true and correct.

Date: August 21, 2020

/s/ Catherine L. Steege
Catherine L. Steege