

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

	)	Chapter 11
In re:	)	
	)	Case No. 22-10778 (JKS)
CARESTREAM HEALTH, INC., <i>et al.</i> , <sup>1</sup>	)	
	)	Jointly Administered
	)	
Reorganized Debtors.	)	
	)	

**SUMMARY SHEET TO THE FINAL FEE APPLICATION OF  
KURTZMAN CARSON CONSULTANTS LLC, AS ADMINISTRATIVE  
ADVISOR TO THE DEBTORS, FOR THE PERIOD FROM  
AUGUST 23, 2022 THROUGH AND INCLUDING SEPTEMBER 28, 2022**

***General Information***

Name of Applicant:	Kurtzman Carson Consultants LLC
Authorized to Provide Services to:	The above-captioned debtors
Petition Date:	August 23, 2022
Date of Retention Order:	October 7, 2022, effective as of August 23, 2022
Type of Application:	Final

***Summary of Fees and Expenses Sought in the Fee Application***

Period for Which Compensation and Reimbursement is Sought in the Fee Application:	August 23, 2022 through September 28, 2022
Amount of Compensation Sought as Actual, Reasonable, and Necessary for the Fee Period:	\$9,482.00
Amount of Expense Reimbursement Sought as Actual, Reasonable, and Necessary for the Fee Period:	\$0.00
Total Compensation and Expense Reimbursement Request for the Fee Period:	\$9,482.00

<sup>1</sup> The Reorganized Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Carestream Health, Inc. (0334); Carestream Health Acquisition, LLC (0333); Carestream Health Canada Holdings, Inc. (7700); Carestream Health Holdings, Inc. (7822); Carestream Health International Holdings, Inc. (5771); Carestream Health International Management Company, Inc. (0532); Carestream Health Puerto Rico, LLC (8359); Carestream Health World Holdings, LLC (1662); and Lumisys Holding Co. (3232). The location of the Reorganized Debtors' service address is: 150 Verona Street, Rochester, New York 14608.



221077822110700000000002

**COMPENSATION BY PROJECT CATEGORY**

<b>Project Category</b>	<b>Total Hours</b>	<b>Total Fees</b>
Solicitation	35.6	\$7,466.00
Disbursement	9.6	\$2,016.00
<b>Totals</b>	<b>45.2</b>	<b>\$9,482.00</b>

**COMPENSATION BY INDIVIDUAL**

<b>Initials</b>	<b>Name</b>	<b>Position</b>	<b>Hours</b>	<b>Rate</b>	<b>Total</b>
AGN	Adam Gorman	Solicitation Consultant	20.8	\$210.00	\$4,368.00
AML	Angela Nguyen	Solicitation Consultant	1.3	\$210.00	\$ 273.00
ASK	Ashley Kuarasingh	Solicitation Consultant	1.0	\$205.00	\$ 205.00
JEE	James Lee	Solicitation Consultant	5.5	\$210.00	\$1,155.00
JMG	Jennifer Westwood	Solicitation Consultant	3.2	\$210.00	\$ 667.00
KVR	Kevin Martin	Solicitation Consultant	3.9	\$210.00	\$ 819.00
PJM	Patrick Morrow	Solicitation Consultant	9.5	\$210.00	\$1,995.00
	<b>TOTALS</b>		<b>45.2</b>		<b>\$9,482.00</b>

<b>Total Incurred:</b>	<b>\$9,482.00</b>
<b>Blended Rate:</b>	<b>\$209.78</b>

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

	)	Chapter 11
In re:	)	
	)	Case No. 22-10778 (JKS)
CARESTREAM HEALTH, INC., <i>et al.</i> , <sup>1</sup>	)	
	)	Jointly Administered
	)	
Reorganized Debtors.	)	
	)	

**FINAL FEE APPLICATION OF KURTZMAN  
CARSON CONSULTANTS LLC, AS ADMINISTRATIVE  
ADVISOR TO THE DEBTORS, FOR THE PERIOD FROM  
AUGUST 23, 2022 THROUGH AND INCLUDING SEPTEMBER 28, 2022**

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 of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), Kurtzman Carson Consultants LLC (“KCC”), administrative advisor for the above-captioned reorganized debtors (the “Debtors”), hereby submits this final fee application (this “Fee Application”) for allowance of compensation and authorization of payment for professional services provided in the amount of \$9,482.00 for the period from August 23, 2022 through and including September 28, 2022 (the “Fee Period”). In support of this Fee Application, KCC represents as follows:

## JURISDICTION

1. The United States Bankruptcy Court for the District of Delaware (the “Court”) has

1 The Reorganized Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Carestream Health, Inc. (0334); Carestream Health Acquisition, LLC (0333); Carestream Health Canada Holdings, Inc. (7700); Carestream Health Holdings, Inc. (7822); Carestream Health International Holdings, Inc. (5771); Carestream Health International Management Company, Inc. (0532); Carestream Health Puerto Rico, LLC (8359); Carestream Health World Holdings, LLC (1662); and Lumisys Holding Co. (3232). The location of the Reorganized Debtors' service address is: 150 Verona Street, Rochester, New York 14608.

jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2), and KCC confirms its consent pursuant to Local Rule 9013-l(f) to the entry of a final order by the Court in connection with this Fee Application to the extent that it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution.

2. Venue in this Court is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

3. The statutory bases for the relief requested herein are section 330 and 331 of the Bankruptcy Code, Bankruptcy Rule 2016, and Local Rules 2016-1 and 2016-2.

### **BACKGROUND**

4. On August 23, 2022 (the “Petition Date”), the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code.

5. On the Petition Date, the Debtors filed an application to employ KCC as its claims and noticing agent (in such capacity, the “Claims and Noticing Agent”) pursuant to 28 U.S.C. § 156(c) and Local Rule 2002-1(f) [Docket No. 4] (the “Section 156(c) Application”), which was approved by the Court on August 24, 2022 [Docket No. 67] (the “Section 156(c) Order”).

6. Given that the administration of these chapter 11 cases would require KCC to perform duties outside the scope of 28 U.S.C. § 156(c), the Debtors supplemented the Section 156(c) Application with the application to retain KCC to perform certain services as the Debtors’ administrative advisor in these chapter 11 cases (in such capacity, the “Administrative Advisor”). Accordingly, on September 14, 2022, the Debtors filed the *Debtors’ Application Authorizing the Debtors to Employ and Retain Kurtzman Carson Consultants LLC as Administrative Advisor Effective as of August 23, 2022* [Docket No. 128]. On October 7, 2022, the Court entered the

*Order Authorizing the Debtors to Employ and Retain Kurtzman Carson Consultants LLC as Administrative Advisor Effective as of August 23, 2022* [Docket No. 214] (the “Retention Order”).

The Retention Order authorized the Debtors to compensate KCC in accordance with the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, the United States Trustee Fee Guidelines and any orders entered in these cases governing professional compensation and reimbursement for services rendered and charges and disbursements incurred.

7. The Retention Order authorizes KCC to provide the following services:
  - (a) assist with, among other things, solicitation, balloting, and tabulation of votes, and prepare any related reports, as required in support of confirmation of a chapter 11 plan, and in connection with such services, process requests for documents from parties in interest, including, if applicable, brokerage firms, bank back-offices, and institutional holders;
  - (b) prepare an official ballot certification and, if necessary, testify in support of the ballot tabulation results;
  - (c) assist with the preparation of the Debtors’ schedules of assets and liabilities and statements of financial affairs and gather data in conjunction therewith;
  - (d) provide a confidential data room, if requested;
  - (e) manage and coordinate any distributions pursuant to a chapter 11 plan; and
  - (f) provide such other processing, solicitation, balloting, and administrative services, described in the Services Agreement, but not included in the Section 156(c) Order, as may be requested from time to time by the Debtors, this Court, or the Clerk of this Court.

8. On September 28, 2022, the Court entered the *Findings of Fact, Conclusions of Law, and Order (I) Approving the Disclosure Statement for, and Confirming, the Joint Prepackaged Chapter 11 Plan of Reorganization of Carestream Health, Inc. and its Debtor Affiliates, and (II) Granting Related Relief* [Docket No. 185]. On September 30, 2022, the Debtors filed the *Notice of (I) Entry of Order Approving the Debtors’ Disclosure Statement for, and confirming, the Debtors’ Amended Joint Prepackaged Plan of Reorganization Pursuant to*

*Chapter 11 of the Bankruptcy Code and (II) Occurrence of Effective Date* [Docket No. 188].

9. The amounts sought in this Application do not include any fees that may be payable by the Debtors for services provided by KCC under the Section 156(c) Order. Procedures for the payment of such fees and disbursements are separately addressed in the Section 156(c) Order. Additionally, no fees and disbursements for services provided to the Debtors under the Retention Order are or will be sought to be paid under the Section 156(c) Order.

10. All services for which compensation is requested by KCC were performed on behalf of the Debtors.

### **SUMMARY AND VALUATION OF SERVICES**

11. The amount of time spent by each employee providing services to the Debtors for the Fee Period is detailed in line item listings of time entries and descriptive detail set forth herein and in the invoices attached hereto as Exhibit A. These are KCC's normal hourly rates of compensation for work of this character. The reasonable value of the services rendered by KCC for the Fee Period as Administrative Advisor to the Debtors in these chapter 11 cases is \$9,482.00 due for fees. KCC is not seeking reimbursement for any expenses in this Application.

12. During the Fee Period, KCC professionals performed 35.6 hours of work related to the Debtors' solicitation of votes for the chapter 11 plan of reorganization. This included reviewing and inputting ballots into KCC's systems, maintaining ballot tracking and tabulation, corresponding with the Debtors and their professionals, and preparing for and attending the confirmation hearing.

13. Additionally, KCC professionals performed 9.6 hours of work related to the Debtors' rights offering, including reviewing rights offering documents to ensure accurate data fields, setting up the rights offering bank account, and establishing procedures for the receipt and

processing of subscriptions forms. KCC professionals also communicated with the Debtors and their professionals regarding rights offering matters and coordinated the release of the rights offering funds. KCC believes that the time entries included in Exhibit A are in compliance with the requirements of Local Rule 2016-2.

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

### **CONCLUSION**

**WHEREFORE**, KCC respectfully requests that the Court enter an Order: (i) granting the Fee Application and allowing compensation in the amount of \$9,482.00; (ii) authorizing and directing payment of any amounts outstanding; and (iii) granting such other and further relief as the Court deems just and proper.

Dated: November 7, 2022

/s/ Sarah Harbuck

**KURTZMAN CARSON CONSULTANTS LLC**

Sarah Harbuck

Drake D. Foster

222 N. Pacific Coast Highway, 3<sup>rd</sup> Floor

El Segundo, California 90245

Tel: 310.751.1539

*Administrative Advisor to the Debtors*

**CERTIFICATION**

I, Sarah Harbuck, pursuant to 28 U.S.C. § 1746, state as follows:

- a) I am Assistant General Counsel of the applicant firm, Kurtzman Carson Consultants LLC.
- b) I am familiar with the work performed by Kurtzman Carson Consultants LLC on behalf of the Debtors.
- c) I have reviewed the foregoing Fee Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed Local Rule 2016-2, and submit that the Fee Application substantially complies with such order.

I certify, under penalty of perjury, that the foregoing statements are true to the best of my knowledge, information, and belief.

Dated: November 7, 2022  
El Segundo, California

/s/ Sarah Harbuck

Sarah Harbuck



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

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In re:

CARESTREAM HEALTH, INC., *et al.*,<sup>1</sup>

Reorganized Debtors.

)  
) Chapter 11  
)  
) Case No. 22-11778 (JKS)  
)  
) (Jointly Administered)  
)  
)

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**Objection Deadline: November 28, 2022, at 4:00 p.m. (ET)  
Hearing Date: To Be Scheduled**

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**NOTICE OF FILING OF FEE APPLICATION**

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**PLEASE TAKE NOTICE** that Kurtzman Carson Consultants LLC (“KCC”), administrative advisor for the above-captioned debtors and debtors in possession (collectively, the “Debtors,” and after the effective date of their chapter 11 plan, collectively, the “Reorganized Debtors”) filed its *Final Fee Application of Kurtzman Carson Consultants LLC, as Administrative Advisor to the Debtors, for the Period from August 23, 2022 through and including September 28, 2022* (the “Application”) with the United States Bankruptcy Court for the District of Delaware (the “Court”), seeking fees in the amount of \$9,482.00 for the period from August 23, 2022 through September 28, 2022.

**PLEASE TAKE FURTHER NOTICE** that any objection or response to the Application must be made in writing and be filed with the United States Bankruptcy Court for the District of

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<sup>1</sup> The Reorganized Debtors in these chapter 11 cases, along with the last four digits of each Reorganized Debtor’s federal tax identification number, are: Carestream Health, Inc. (0334); Carestream Health Acquisition, LLC (0333); Carestream Health Canada Holdings, Inc. (7700); Carestream Health Holdings, Inc. (7822); Carestream Health International Holdings, Inc. (5771); Carestream Health International Management Company, Inc. (0532); Carestream Health Puerto Rico, LLC (8359); Carestream Health World Holdings, LLC (1662); and Lumisys Holding Co. (3232). The location of the Reorganized Debtors’ service address is: 150 Verona Street, Rochester, New York 14608.

Delaware (the “Court”), 824 N. Market Street, Third Floor, Wilmington, Delaware 19801, **on or before November 28, 2022, at 4:00 p.m. prevailing Eastern Time.**

**PLEASE TAKE FURTHER NOTICE** that at the same time, you must also serve a copy of the response or objection to this Application upon: (a) the Debtors, Carestream Health, Inc., 150 Verona Street, Rochester, New York 14608; (b) co-counsel to the Debtors, Kirkland & Ellis LLP, 300 North LaSalle Street, Chicago, Illinois 60654, Attn.: Patrick J. Nash, Jr., P.C (patrick.nash@kirkland.com), Tricia Schwallier Collins (tricia.collins@kirkland.com), and Yusuf U. Salloum (yusuf.salloum@kirkland.com); and Kirkland & Ellis LLP, 601 Lexington Avenue, New York, New York 10022, Attn.: Nicole L. Greenblatt, P.C. (nicole.greenblatt@kirkland.com) and Rachael M. Bentley (rachael.bentley@kirkland.com); (ii) co-counsel to the Debtors, Pachulski Stang Ziehl & Jones LLP, 919 North Market Street, 17th Floor, Wilmington, Delaware 19801, Attn.: Laura Davis Jones, Esq. (ljones@pszjlaw.com), Timothy P. Cairns, Esq. (tcairns@pszjlaw.com), and Edward Corma, Esq. (ecorma@pszjlaw.com); (ii) counsel to JPMorgan Chase Bank, N.A., (a) Simpson Thacher & Bartlett LLP, 425 Lexington Avenue, New York, New York 10017, Attn: Sandeep Qusba, Esq. (squsba@stblaw.com) and Jonathan Mitnick, Esq. (jonathan.mitnick@stblaw.com) and (b) Landis Rath & Cobb LLP, 919 Market Street, Suite 1800, Wilmington, Delaware 19801, Attn: Adam G. Landis, Esq. (landis@lrclaw.com), Matthew B. McGuire, Esq. (mcguire@lrclaw.com), and Matthew R. Pierce, Esq. (pierce@lrclaw.com); (iii) counsel to the Credit Suisse AG, Cayman Island Branch, (a) Freshfields Bruckhaus Deringer US LLP, 601 Lexington Avenue, 31st Floor, New York, New York 10022, Attn: Mark F. Liscio, Esq. (mark.liscio@freshfields.com), Scott D. Talmadge, Esq. (scott.talmadge@freshfields.com), Samantha S. Braunstein, Esq. (samantha.braunstein@freshfields.com), Lacey Nemergut, Esq. (lacey.nemergut@freshfields.com), and Skyler Splinter, Esq. (skyler.splinter@freshfields.com)

and (b) Potter Anderson & Corroon LLP, 1313 N. Market Street, 6th Floor, Wilmington Delaware 19801, Attn: Jeremy W. Ryan, Esq. (jryan@potteranderson.com), L. Katherine Good, Esq. (kgood@potteranderson.com), Elizabeth R. Schlecker, Esq. (eschlecker@potteranderson.com); (iv) counsel to the Crossover Group, (a) Akin Gump Strauss Hauer & Feld LLP, One Bryant Park, Bank of America Tower, New York, New York 10036, Attn: Philip C. Dublin (pdublin@akingump.com), Naomi Moss ([nmoss@akingump.com](mailto:nmoss@akingump.com)), and Gary A. Ritacco (gritacco@akingump.com) and (b) Troutman Pepper Hamilton Sanders LLP, Hercules Plaza, Suite 5100, 1313 N. Market Street, Wilmington, Delaware 19899, Attn: Evelyn J. Meltzer (evelyn.meltzer@troutman.com), Marcy J. McLaughlin Smith (marcy.smith@troutman.com), and Kenneth A. Listwak (ken.listwak@troutman.com); (v) the Office of The United States Trustee, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801, Attn: Janes M. Leamy, Esq. (jane.m.leafy@usdoj.gov); and (vi) counsel to any statutory committee appointed in these chapter 11 cases.

**PLEASE TAKE FURTHER NOTICE THAT IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF REQUESTED IN THE APPLICATION WITHOUT FURTHER NOTICE OR HEARING.**

**PLEASE TAKE FURTHER NOTICE THAT A HEARING TO CONSIDER THE RELIEF SOUGHT IN THE APPLICATION WILL BE HELD ON A DATE AND TIME TO BE SCHEDULED BEFORE THE HONORABLE J. KATE STICKLES, UNITED STATES BANKRUPTCY COURT JUDGE, AT THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE, 824 N. MARKET STREET, FIFTH FLOOR, COURT ROOM NO. 6, WILMINGTON, DELAWARE 19801.**

Dated: November 7, 2022  
Wilmington, Delaware

/s/ Laura Davis Jones

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Laura Davis Jones (DE Bar No. 2436)  
Timothy P. Cairns (DE Bar No. 4228)  
Edward Corma (DE Bar No. 6718)  
**PACHULSKI STANG ZIEHL & JONES LLP**  
919 North Market Street, 17th Floor  
P.O. Box 8705  
Wilmington, Delaware 19801  
Telephone: (302) 652-4100  
Facsimile: (302) 652-4400  
Email: ljones@pszjlaw.com  
tcairns@pszjlaw.com  
ecorma@pszjlaw.com

-and-

Patrick J. Nash, Jr., P.C. (admitted *pro hac vice*)  
Tricia Schwallier Collins (*pro hac vice* pending)  
Yusuf U. Salloum (admitted *pro hac vice*)  
**KIRKLAND & ELLIS LLP**  
**KIRKLAND & ELLIS INTERNATIONAL LLP**  
300 North LaSalle Street  
Chicago, Illinois 60654  
Telephone: (312) 862-2000  
Facsimile: (312) 862-2200  
Email: patrick.nash@kirkland.com  
tricia.schwallier@kirkland.com  
yusuf.salloum@kirkland.com

-and-

Nicole L. Greenblatt, P.C. (admitted *pro hac vice*)  
Rachael M. Bentley (admitted *pro hac vice*)  
**KIRKLAND & ELLIS LLP**  
**KIRKLAND & ELLIS INTERNATIONAL LLP**  
601 Lexington Avenue  
New York, New York 10022  
Telephone: (212) 446-4800  
Facsimile: (212) 446-4900  
Email: nicole.greenblatt@kirkland.com  
Email: rachael.bentley@kirkland.com

*Co-Counsel for the Reorganized Debtors*

**EXHIBIT A**



September 30, 2022

Carestream Health, Inc.  
Julie M. Lewis  
General Counsel & Corporate Secretary  
150 Verona Street  
Rochester NY 14608

Re: Carestream Health, Inc.  
USBC Case No. 22-10778

Dear Julie M. Lewis:

Enclosed please find Kurtzman Carson Consultants' ("KCC") invoice for the period August 23, 2022 to August 31, 2022 in the amount of \$3,733.00 for the above referenced matter. Pursuant to our services agreement, KCC's invoice is due upon receipt.

If you have any questions, please contact me at (310) 751-1803 or [egershbein@kccllc.com](mailto:egershbein@kccllc.com).

Sincerely,  
Kurtzman Carson Consultants LLC

A handwritten signature in black ink, appearing to read "Evan Gershbein".

Evan Gershbein  
EVP Restructuring

Enclosures

**Kurtzman Carson Consultants LLC**

Account Number	70960FA	Invoice Date	September 30, 2022
Invoice Number	US_KCC2349352	Due Date	Due upon receipt

**Carestream Health, Inc.****Summary**

<u>Description</u>	<u>Amount</u>
<b><u>Hourly Fees</u></b>	
Hourly Fees Charged	\$3,733.00
<b>Total of Hourly Fees</b>	<b>\$3,733.00</b>
<b><u>Expenses</u></b>	
Expenses	\$0.00
<b>Total Expenses</b>	<b>\$0.00</b>
<b>Invoice Subtotal</b>	<b>\$3,733.00</b>
Sales and Use Tax	0.00
<b>Total Invoice</b>	<b>\$3,733.00</b>

----- Please detach and return this portion of the statement with your check to KCC.

Please reference your Account Number and Invoice Number on your Remittance.

Account Number 70960FA

Invoice Number US\_KCC2349352

Total Amount Due \$3,733.00

Amount Paid

\$

**Check Payments to:**

Kurtzman Carson Consultants LLC  
Dept CH 16639  
Palatine, IL 60055-6639

**Wire Payments to:**

Kurtzman Carson Consultants LLC  
HSBC Bank, NA  
452 Fifth Avenue, New York, NY 10018  
Account # 000183571  
FED ABA # 021001088  
ACH Routing # 022000020

## ***Kurtzman Carson Consultants LLC***

08/23/2022 - 08/31/2022

### ***Total Hourly Fees by Employee***

<u>Initial</u>	<u>Employee Name</u>	<u>Position Type</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
AGN	Adam Gorman	SOL	7.30	\$210.00	\$1,533.00
JMG	Jennifer Westwood	SOL	1.00	\$205.00	\$205.00
PJM	Patrick Morrow	SOL	9.50	\$210.00	\$1,995.00
<b><i>Total</i></b>					<b><i>\$3,733.00</i></b>



**Kurtzman Carson Consultants LLC**

08/23/2022 - 08/31/2022

***Time Detail***

<u>Date</u>	<u>Employee</u>	<u>Description</u>	<u>Position Type</u>	<u>Category</u>	<u>Hours</u>
8/23/2022	PJM	Prepare voting declaration and related exhibits; review and finalize tabulation re same	SOL	Solicitation	3.20
8/23/2022	PJM	Review and finalize 1L and 2L service lists and ballot reports; review returned ballots and prepare updates to service lists re same	SOL	Solicitation	1.70
<b>Total for 8/23/2022</b>					<b>4.90</b>
8/24/2022	PJM	Review and finalize 1L and 2L service lists and ballot reports; review returned ballots and prepare updates to service lists re same	SOL	Solicitation	1.80
8/24/2022	AGN	Update and revise ballot tracking sheet	SOL	Solicitation	1.40
<b>Total for 8/24/2022</b>					<b>3.20</b>
8/25/2022	AGN	Quality control review of returned 1L and 2L ballots; review and revise ballot tracking sheet	SOL	Solicitation	2.80
<b>Total for 8/25/2022</b>					<b>2.80</b>
8/26/2022	JMG	Update scanned ballot images in KCC CaseView	SOL	Solicitation	1.00
<b>Total for 8/26/2022</b>					<b>1.00</b>
8/29/2022	PJM	Prepare master list of 1L and 2L parties per ballots received; review and finalize ballot data in KCC CaseView	SOL	Solicitation	1.30
<b>Total for 8/29/2022</b>					<b>1.30</b>
8/30/2022	PJM	Prepare master list of 1L and 2L parties per ballots received; review and finalize ballot data in KCC CaseView	SOL	Solicitation	1.20
8/30/2022	PJM	Review draft KCC 327 retention; follow-up re same	SOL	Solicitation	0.30
8/30/2022	AGN	Update and revise ballot tracking sheet	SOL	Solicitation	1.60
8/30/2022	AGN	Revise KCC 327 application; follow-up correspondence re same	SOL	Solicitation	1.50
<b>Total for 8/30/2022</b>					<b>4.60</b>
<b>Total Hours</b>					<b>17.80</b>

***Kurtzman Carson Consultants LLC***

08/23/2022 - 08/31/2022

***Expenses***

**Description**

**Units**

**Rate**

**Amount**

***Total Expenses***



October 24, 2022

Carestream Health, Inc.  
Julie M. Lewis  
General Counsel & Corporate Secretary  
150 Verona Street  
Rochester NY 14608

Re: Carestream Health, Inc.  
USBC Case No. 22-10778

Dear Julie M. Lewis:

Enclosed please find Kurtzman Carson Consultants' ("KCC") invoice for the period September 1, 2022 to September 28, 2022 in the amount of \$5,749.00 for the above referenced matter. Pursuant to our services agreement, KCC's invoice is due upon receipt.

If you have any questions, please contact me at (310) 751-1803 or [egershbein@kccllc.com](mailto:egershbein@kccllc.com).

Sincerely,  
Kurtzman Carson Consultants LLC

A handwritten signature in black ink, appearing to read "Evan Gershbein".

Evan Gershbein  
EVP Restructuring

Enclosures

**Kurtzman Carson Consultants LLC**

Account Number	70960FA	Invoice Date	October 24, 2022
Invoice Number	US_KCC2366732	Due Date	Due upon receipt

**Carestream Health, Inc.****Summary**

<u>Description</u>	<u>Amount</u>
<b><u>Hourly Fees</u></b>	
Hourly Fees Charged	\$5,749.00
<b><i>Total of Hourly Fees</i></b>	<b>\$5,749.00</b>
<b><u>Expenses</u></b>	
Expenses	\$0.00
<b><i>Total Expenses</i></b>	<b>\$0.00</b>
<b><i>Invoice Subtotal</i></b>	<b>\$5,749.00</b>
Sales and Use Tax	0.00
<b><i>Total Invoice</i></b>	<b>\$5,749.00</b>

-----  
Please detach and return this portion of the statement with your check to KCC.  
Please reference your Account Number and Invoice Number on your Remittance.  
-----

Account Number 70960FA

Invoice Number US\_KCC2366732

Total Amount Due \$5,749.00

Amount Paid

\$

**Check Payments to:**

Kurtzman Carson Consultants LLC  
Dept CH 16639  
Palatine, IL 60055-6639

**Wire Payments to:**

Kurtzman Carson Consultants LLC  
HSBC Bank, NA  
452 Fifth Avenue, New York, NY 10018  
Account # 000183571  
FED ABA # 021001088  
ACH Routing # 022000020

***Kurtzman Carson Consultants LLC***

09/01/2022 - 09/28/2022

***Total Hourly Fees by Employee***

<u>Initial</u>	<u>Employee Name</u>	<u>Position Type</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
AGN	Adam Gorman	SOL	13.50	\$210.00	\$2,835.00
AML	Angela Nguyen	SOL	1.30	\$210.00	\$273.00
ASK	Ashley Kuarasingh	SOL	1.00	\$205.00	\$205.00
JEE	James Lee	SOL	5.50	\$210.00	\$1,155.00
JMG	Jennifer Westwood	SOL	2.20	\$210.00	\$462.00
KVR	Kevin Martin	SOL	3.90	\$210.00	\$819.00
<b><i>Total</i></b>					<b><i>\$5,749.00</i></b>

**Kurtzman Carson Consultants LLC**

09/01/2022 - 09/28/2022

***Time Detail***

<u>Date</u>	<u>Employee</u>	<u>Description</u>	<u>Position Type</u>	<u>Category</u>	<u>Hours</u>
9/1/2022	JEE	Office conference w/ securities team re: rights offering status	SOL	Solicitation Fee App	0.20
<b>Total for 9/1/2022</b>					<b>0.20</b>
9/2/2022	AGN	Update and revise ballot tracking sheet re additional ABL Roll forms	SOL	Solicitation Fee App	1.30
<b>Total for 9/2/2022</b>					<b>1.30</b>
9/7/2022	AGN	Prepare voting and balloting detail re 9/28 confirmation hearing	SOL	Solicitation Fee App	1.40
<b>Total for 9/7/2022</b>					<b>1.40</b>
9/9/2022	AGN	Update and revise ballot spreadsheet re ABL Roll forms	SOL	Solicitation Fee App	1.20
<b>Total for 9/9/2022</b>					<b>1.20</b>
9/12/2022	AGN	Prepare and distribute ballot tracking sheet re fund level balloting and amounts	SOL	Solicitation Fee App	1.90
<b>Total for 9/12/2022</b>					<b>1.90</b>
9/16/2022	AGN	Prepare and distribute equity party list re service and redactions; correspondence with counsel re same	SOL	Solicitation Fee App	1.50
<b>Total for 9/16/2022</b>					<b>1.50</b>
9/19/2022	AGN	Correspondence with counsel re ballot tabulation and confirmation hearing	SOL	Solicitation Fee App	0.60
<b>Total for 9/19/2022</b>					<b>0.60</b>
9/20/2022	ASK	Phone conference with KCC GSG team re case status	SOL	Solicitation Fee App	0.10
9/20/2022	KVR	Communication w/ J Lee re: RO submission found in case team folder, send link to document and explanation that RSS team performed the document review and data entry	SOL	Disbursement	0.50
9/20/2022	KVR	Communication w/ J Lee re: Carlyle RO information should be added to RO tabulation file to confirm subscriber calculations accurate	SOL	Disbursement	0.40
<b>Total for 9/20/2022</b>					<b>1.00</b>
9/22/2022	AML	Attn to verification of wire information	SOL	Disbursement	0.20
9/22/2022	AGN	Prepare balloting detail re email and FCM services	SOL	Solicitation Fee App	1.30
9/22/2022	JNG	Review email correspondences re rights offering payments	SOL	Solicitation Fee App	0.60
<b>Total for 9/22/2022</b>					<b>2.10</b>
9/26/2022	AML	Call with securities team to discuss rights offering wire	SOL	Disbursement	0.20
9/26/2022	JEE	Call w/ treasury re: prep for incoming wire and release of same on closing	SOL	Disbursement	0.40
9/26/2022	JEE	Respond to inquiry from rights offering participant re: funding issues	SOL	Disbursement	0.30
9/26/2022	JEE	Office conference w/ case team re: prep for call w/ HL and counsel re: new common stock distribution	SOL	Disbursement	0.40
9/26/2022	JEE	Review plan for allocation of new common stock on various parties	SOL	Disbursement	0.80
9/26/2022	JEE	Check central bank for status of incoming wire	SOL	Disbursement	0.30
9/26/2022	JEE	Review docket for confirmation hearing prep	SOL	Solicitation Fee App	0.50
9/26/2022	JNG	Review email correspondences re rights offering payments and wire instructions	SOL	Solicitation Fee App	0.40

**Kurtzman Carson Consultants LLC**

09/01/2022 - 09/30/2022

***Time Detail***

<u>Date</u>	<u>Employee</u>	<u>Description</u>	<u>Position Type</u>	<u>Category</u>	<u>Hours</u>
<b>Total for 9/26/2022</b>					<b>3.30</b>
9/27/2022	AML	Follow up with wire approvers for rights offering wire	SOL	Disbursement	0.20
9/27/2022	AGN	Prepare materials and documents for 9/28 confirmation hearing	SOL	Solicitation Fee App	2.30
9/27/2022	JEE	Call w/ counsel and HL re: equity distribution preparation	SOL	Disbursement	0.50
9/27/2022	JEE	Office conference w/ securities team re: status of confirmation and upcoming distributions	SOL	Disbursement	0.20
9/27/2022	JEE	Email w/ company re: upcoming call w/ AST re: new common stock issuance	SOL	Disbursement	0.20
9/27/2022	JEE	Review draft new common stock designation form	SOL	Disbursement	0.30
9/27/2022	ASK	Phone conference with case team re case status	SOL	Solicitation Fee App	0.30
9/27/2022	ASK	Phone conference with KCC GSG team re case status	SOL	Solicitation Fee App	0.10
9/27/2022	KVR	Call w/ Counsel and HL re: closing planning and clarification on new equity issuance for distribution planning	SOL	Disbursement	0.50
9/27/2022	KVR	Prepared draft Request for Assignment of New Equity, forwarded to securities team for review and comment	SOL	Disbursement	0.70
9/27/2022	KVR	Revised Request of Assignment of New Equity per comments from J Lee, forwarded to case for review	SOL	Disbursement	0.30
9/27/2022	KVR	Communication w/ J Lee re: shareholder agreement signature page requirement left over from rights offer document and can me removed	SOL	Disbursement	0.30
9/27/2022	JEE	Office conference w/ case team re: wire status	SOL	Solicitation Fee App	0.20
9/27/2022	JEE	Coordinate w/ treasury re: rights offering funding status	SOL	Solicitation Fee App	0.20
9/27/2022	JNG	Review common share assignment request draft; team meeting re the same	SOL	Solicitation Fee App	0.30
9/27/2022	JNG	Conference call with K&E team and HL team re consideration designation	SOL	Solicitation Fee App	0.30
<b>Total for 9/27/2022</b>					<b>6.90</b>
9/28/2022	AML	Prepare supporting documents for wire	SOL	Disbursement	0.50
9/28/2022	AML	Review emails with wire instructions	SOL	Disbursement	0.20
9/28/2022	AGN	Prepare for and attend confirmation hearing	SOL	Solicitation Fee App	2.00
9/28/2022	JEE	Call w/ company and AST re: prep for new common stock issuance	SOL	Disbursement	0.50
9/28/2022	JEE	Coordinate w/ treasury re: RO funding wire distribution	SOL	Disbursement	0.30
9/28/2022	JEE	Call w/ company re: prep for wire distribution	SOL	Disbursement	0.20
9/28/2022	ASK	Phone conference with case team and transfer agent re case status	SOL	Solicitation Fee App	0.50
9/28/2022	KVR	Call w/ company, counsel and AST re: distribution planning and new common share book entry issuance	SOL	Disbursement	0.50
9/28/2022	KVR	Forwarded draft request for assignment to counsel for review	SOL	Disbursement	0.20
9/28/2022	KVR	Review of Akin Request for Assignment, indicated KCC is fine with Akin form and only comment is form does not account for assignor to assign multiple assignees	SOL	Disbursement	0.50
9/28/2022	JNG	Conference call with the company and AST re new common stock issuance	SOL	Solicitation Fee App	0.60
<b>Total for 9/28/2022</b>					<b>6.00</b>
<b>Total Hours</b>					<b>27.40</b>

***Kurtzman Carson Consultants LLC***

09/01/2022 - 09/28/2022

***Expenses***

**Description**

**Units**

**Rate**

**Amount**

***Total Expenses***